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## AMANDA GROUP

The operations of Amanda Group comprise management and consulting services related to private equity investments as well as investment operations. The Group consists of the parent company Amanda Capital Plc and its subsidiaries. Amanda currently employs 13 private equity professionals.

Amanda group offers asset management, investment advice, administrative and reporting services to 13 portfolios. Investments from these portfolios has been made to over 190 private equity funds in Europe, the USA, Asia and Russia totalling original commitments of EUR 2.6 billion.

The parent company Amanda Capital Plc is listed on the NASDAQ OMX Helsinki Ltd. It is the first publicly listed private equity fund of funds in Scandinavia. The number of shareholders is ca. 3 500.

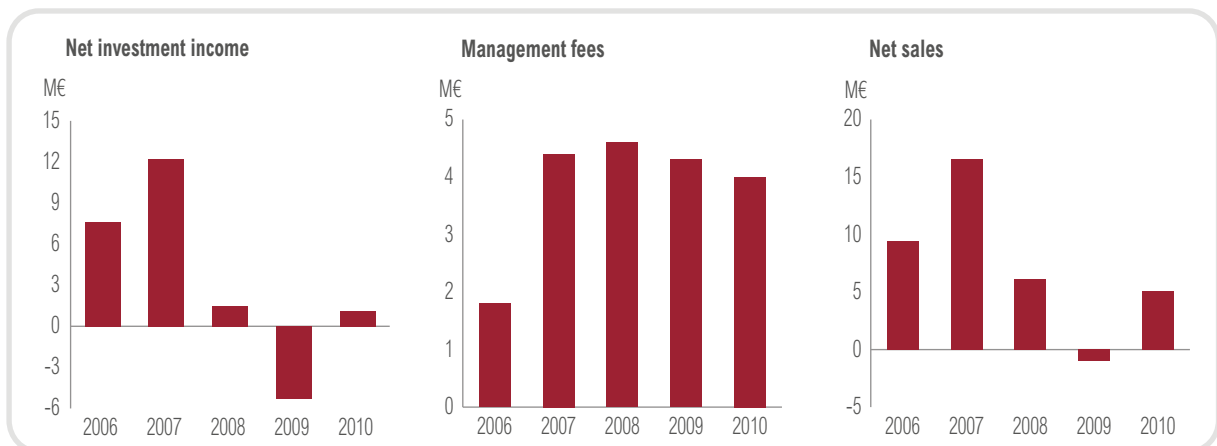
### Mission, Vision and Strategy

Amanda's mission is to make it possible for all investor groups to invest in private equity by offering them superior products and services.

Our vision is to be a well-known and successful management company in Europe with a steadily rising and stable share price development.

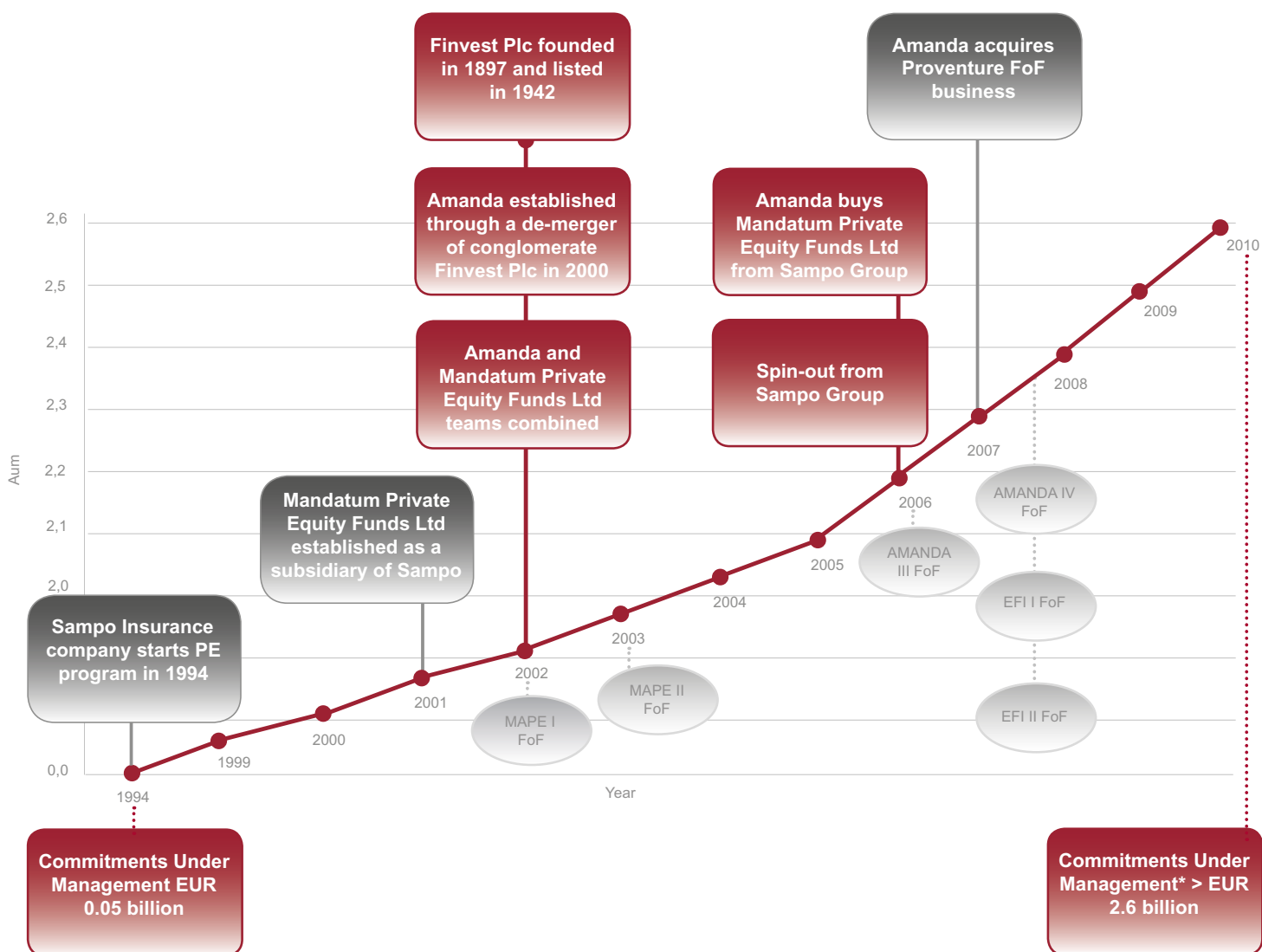
Our strategy is to expand our management business by establishing new funds and possibly by making strategic acquisitions. We invest from our own balance sheet in the private equity market, which offers superior returns compared to other asset classes. As we want our funds to be successful and continue to offer excellent returns, we must have motivated and professional personnel that constantly look for new investment objects and ways to invest in the private equity market.

| Key Figures               | 2010, MEUR | 2009, MEUR |
|---------------------------|------------|------------|
| Management fees           | 4.0        | 4.3        |
| Net investment income     | 1.1        | -5.3       |
| Net sales                 | 5.1        | -1.0       |
| Profit for financial year | 0.8        | -2.6       |
| Earnings per share, EUR   | 0.04       | -0.1       |
| Equity per share, EUR     | 1.94       | 1.71       |
| Equity to asset ratio, %  | 85.9       | 89.7       |



## YEAR 2010 IN BRIEF

- The Group's management fees totalled EUR 4.0 million.
- The Group's net investment income was EUR 1.1 million.
- The aggregate return of Amanda Group's private equity investments since the beginning of the investment operations was 21.81% p.a. (IRR).



\*In total, the 13 portfolios managed, advised or administered by Amanda Group, comprise original fund commitments of EUR 2.6 billion to more than 190 funds.

## CEO'S REVIEW

Dear shareholder,

It is with pleasure that I look back on 2010, which was an eventful and extremely interesting year for Amanda. At the beginning of the year, we invested in sales operations by continuing with the raising of funds to the Amanda V East private equity fund, which began in 2009. The first closing of the fund was transferred due to, e.g. the market situation and the exchange of CEO. The fund makes investments in unlisted companies in Russia and Eastern Europe through local private equity funds. The target size of the fund is EUR 150 million, and Amanda Capital Plc has made an investment commitment of EUR 5 million in the fund.



A clear turn for the better took place in the private equity market, and the income realised from private equity fund investments made Amanda's result positive. The number of stock exchange listings has also been on the rise in 2010, which has for its part made it easier for private equity investors to exit from target companies. Amanda's management fees remained at the same level as the year before.

The employment relationship of Martin Paasi, CEO, ended on 22 June 2010, and the Board of Directors started to look for a new CEO right away. Amanda had several alternatives in both the choice of CEO and the execution of the company's growth strategy. In December, the Board of Directors agreed to join forces with eQ Asset Management Group and Advium Corporate Finance Ltd. If the proposed transaction will take place, Amanda's Board of Directors has decided to appoint Janne Larma CEO of the company. The combined entity will be a strong Finnish company that specialises in the management of private equity and alternative investments, traditional asset management and corporate finance advisory services. The company to be formed will offer services related to mutual, private equity and hedge funds as well as traditional institutional asset management. As a result of the transaction, the assets managed by the Group are likely to increase from the present EUR 2.6 billion to EUR 3.6 billion. In addition, the Group will offer advisory services for mergers and acquisitions as well as real estate transactions through Finland's leading corporate finance advisor Advium Corporate Finance Ltd.

The net sales and balance sheet total of the new business entity are likely to increase from the present level, and the cash flow will become more even. As a result of the corporate acquisition, Amanda's net sales are likely to increase considerably (the pro forma net sales from 1 January to 31 December 2010 were about EUR 12.4 million and the balance sheet total about EUR 57.9 million). The number of personnel of the business entity will exceed 50.

### Management operations

The expansion of Amanda's business from investment operations to the management and consultation of private equity investments has proven to be a good strategy over the years. With the now proposed corporate acquisition, Amanda will further expand its management and asset management operations to other alternative asset classes and traditional asset management as well as advisory services in mergers and acquisitions. The now proposed new business entity will improve the predictability of the company's net sales and result, and the expansion of the business operations will reduce the sensitivity of Amanda's result to fluctuations in investment income. The company aims at increasing its management and asset management operations in future, too, both organically by establishing new funds and through possible business acquisitions or take-overs of private equity fund portfolios in Scandinavia.

### Private equity market

In 2010, new funds were raised to private equity funds in the amount of USD 225 billion globally, which is 27% less than the year before. Private equity fund investors continue to be very cautious in increasing their commitments in new private equity funds, and this has made several management companies postpone the establishment of new funds. In Europe as well, the raising of new funds decreased from the previous year. In 2010, 122 funds managed to raise altogether USD 50 billion, while 189 funds raised altogether USD 89 billion in 2009.

Even though the number of mergers and acquisitions continued to fall in Europe in 2010, the investments made by private equity investors have grown, according to estimates. In the Scandinavian countries, for instance, the number of buyout investments increased by 60% from last year, from 55 to 89 investments. It is rare that the total volume of the M&A market and the number of investments made by private equity investors go in opposite directions. The explanation to this lack of correlation is probably the fact that industrial investors did not yet start making corporate acquisitions on a larger scale in 2010. The major part of the growth of the private equity market consisted of secondary transactions between private equity investors. According to estimates, these transactions accounted for more than 40% of the debt-financed corporate acquisitions made last year, while the normal level is round 25%.

### **Investment operations**

Amanda has mainly concentrated its investments in private equity funds targeting later stage companies. This strategy has resulted in excellent returns, and the long-term returns of investments are expected to remain good for the foreseeable future. The aggregate return of Amanda Group's private equity investments since the beginning of the investment operations was 21.81% p.a. (IRR). A quarter is, however, too short a period for measuring the success of investment operations in the private equity business, where the investment horizon is several years. In 2010, Amanda was offered more than 125 investment opportunities globally. In future, Amanda will only make investments in private equity funds through funds that it has established itself.

Wishing you a profitable year

Helsinki, 16 February 2010

Petter Hoffström

CEO (acting)



## REPORT BY THE BOARD OF DIRECTORS 1 JANUARY TO 31 DECEMBER 2010

The year 2010 can be seen as a turning point, both for Amanda's operations and the private equity market. The income realised from private equity fund investments turned Amanda's result positive. Management fees were at the same level as the year before. The market for mergers and acquisitions has partly recovered from the recession, which has had a positive impact on Amanda's result. New stock exchange listings were also on the rise in 2010, which has for its part made it easier for private equity investors to exit from target companies.

During the financial period, Amanda continued to concentrate on its consultation and management business, in accordance with the company strategy, by investing in the development of the portfolio management system of private equity funds as well as the reporting and risk management system, for instance. The employment relationship of Martin Paasi, CEO, was terminated on 22 June 2010, and Amanda's Board of Directors appointed the company's CFO Petter Hoffström acting CEO. The company's Investment Director Jyrki Orpana, LL.M., was appointed substitute for the CEO on 13 September 2010, as the CEO was unable to attend to his duties. The Board started to look for a new CEO in June 2010.

On 21 December 2010, Amanda Capital Plc agreed to join forces with eQ Asset Management Group and Advium Corporate Finance Ltd. If the proposed transaction takes place, the Board of Directors of Amanda has decided to appoint Janne Larma CEO of the company. The combined entity will be a strong Finnish company that specialises in the management of private equity and alternative investments, traditional asset management and corporate finance advisory services. The company to be formed will offer services related to mutual, private equity and hedge funds as well as traditional institutional asset management. As a result of the transaction, the assets managed by the Group will increase from EUR 2.6 billion to EUR 3.6 billion. In addition, the Group will offer advisory services for mergers and acquisitions as well as real estate transactions through Finland's leading corporate finance advisor Advium Corporate Finance Ltd.

The proposed corporate transaction will be handled by Amanda's AGM 2011.

The raising of funds to Amanda V East private equity fund, which began in 2009, continued in 2010, but was challenging due to, e.g. the market situation and the exchange of CEO. The fund makes investments in unlisted companies in Russia and Eastern Europe through local private equity funds. The target size of the fund is EUR 150 million. Amanda Capital Plc has made an investment commitment of EUR 5 million in the fund.

The financial position of Amanda remained relatively good during the financial period, and the Group's assets increased by EUR 0.3 million. The short-term liabilities of the financial period increased by EUR 2.7 million due to a temporary need of liquidity.

During the financial period, the private equity market continued to recover from the credit crisis. Both the number of new investments made by private equity funds and the exits from target companies increased from the year before. The raising of means to new private equity funds continued, however, to be very challenging. It became easier to get loans for mergers and acquisitions in 2010.

### Financial situation

From 1 January to 31 December 2010, the fees from the management and consultation of private equity funds totalled EUR 4.0 million (EUR 4.3 million in 2009 and EUR 4.6 million in 2008). The net investment income was EUR 1.1 million (EUR -5.3 million in 2009 and EUR 1.5 million in 2008), including a profit of EUR 1.9 million from exits in the private equity fund portfolio and a write-down of EUR 0.8 million with an impact on the company result. The consolidated net sales, obtained by adding the management fees and the net investment income, totalled EUR 5.1 million (EUR -1.0 million in 2009 and EUR 6.1 million). The result for the financial period was EUR 0.8 million (EUR -2.6 million in 2009 and EUR -1.3 million in 2008).

The Group's expenses and depreciation totalled EUR 3.3 million (EUR 3.5 million in 2009 and EUR 8.2 million in 2008). Personnel expenses amounted to EUR 1.3 million (EUR 1.4 million in 2009 and EUR 1.6 million in 2008) and depreciation was EUR 0.7 million (EUR 0.7 million in 2009 and EUR 0.8 million in 2008). Other operating expenses totalled EUR 1.2 million (EUR 1.4 million in 2009 and EUR 5.9 million in 2008). The other operating expenses of the comparison period 2008 included expenses of EUR 4.2 million arising from the settlement between Amanda and Interglobia's bankrupt's estate and Interavanti Oyj. The net financial income and expenses of the period under review totalled EUR -0.6 million (EUR -0.2 million in 2009 and EUR 0.5 million in 2008).

### Balance sheet

The consolidated balance sheet total was EUR 51.5 million (EUR 43.4 million in 2009 and EUR 45.6 million in 2008) and shareholders' equity EUR 44.2 million (EUR 39.0 million in 2009 and EUR 41.4 million in 2008). EUR 5.8 million (EUR 3.0 million in 2009 and EUR 3.5 million in 2008) of the short-term debt was interest-bearing, and the remaining EUR 0.5 million (EUR 0.7 million) was interest-free. Amanda's equity to assets ratio was high at 85.9% (89.7% in 2009 and 90.8% in 2008). Of the balance sheet total, 78.9% (70.8% in 2009 and 76.5% in 2008) was invested in private equity and 8.0% (8.2% in 2009 and 7.2% in 2008) in liquid assets. Consolidated goodwill accounted for 3.5% (4.1% in 2009 and 3.9% in 2008) of the balance sheet total and other intangible assets amounted to 5.4% (8.0% in 2009 and 9.1% in 2008). The other balance sheet items accounted for 4.2% (8.9% in 2009 and 3.3% in 2008).

## Investment operations

In 2010, Amanda Capital Plc did not make any new, direct investments in private equity funds. Amanda increased its investment commitment in the Amanda V East private equity fund from EUR 2 million to EUR 5 million. The private equity funds of funds that Amanda has established previously continued with their active investment operations and made several private equity fund investments in 2010.

Amanda has invested in 23 private equity funds and five private equity funds of funds under the company's own management. Amanda's degree of investment (book value of private equity investments per equity) was 91.8% (79.0% in 2009 and 78.2% in 2008). Amanda's over-commitment degree was 129.6% (161.6% in 2009 and 209.9% in 2008). During the period under review, the private equity funds called in capital in the amount of approximately EUR 8.7 million and returned approximately EUR 2.7 million to the company as capital returns and EUR 1.9 million as distribution of profits.

## Major risks associated with the operations

The risks associated with Amanda Group's business mainly consist of investment-related risks, i.e. the market risk, currency risk and liquidity risk. Amanda has tried to diversify the risks related to the investment operations by making investments in private equity funds that make investments in different geographic areas and fields of industry. Risks are managed comprehensively through an investment process and investment strategy confirmed by Amanda Capital Plc's Board of Directors.

The investment objects are selected through an investment process, in which the Investment Committee screens potential investment objects that are subjected to a Due Diligence review in which the fund's personnel, documentation and other factors essentially related to the administration and development of the fund are examined. The final investment proposals are submitted to Amanda Capital Plc's Board of Directors for assessment and decision-making. The final investment proposals regarding the funds managed by Amanda are submitted for assessment and decision-making to the Board of the company that is the general partner.

## Liquidity risk

The Group's liquidity is monitored continuously, and good liquidity is maintained by only investing the surplus liquidity in objects with a low risk, which can be turned into cash rapidly and at a clear market price. The availability and flexibility of financing has been arranged with a limit promise.

The exits of private equity funds from their target companies have a major impact on liquidity. The international financial crisis has had a strong impact on the private equity business. As a result of the financial crisis, the liquidity, pricing and terms of the loan market have become tighter. The financial market will remain cautious, but it can be expected that the market for mergers and acquisitions and thereby the return of capital to investors will recover slowly. On the other hand, the management of private equity investments is characterised by long-term management agreements that produce a stable cash flow and improve the predictability of the company's liquidity.

## Personnel

At the end of the period under review, the Group had 13 employees (15 employees in 2009 and 15 employees in 2008). The salaries and wages paid to the personnel totalled EUR 1.3 million (EUR 1.4 million in 2009 and EUR 1.6 million in 2008) during the financial period.

## Amanda Capital Plc's Board of Directors, auditors and CEO

The Annual General Meeting of Amanda Capital held on 14 April 2010 elected the following persons to the company's Board of Directors: Peter Fagernäs, Esa Karppinen, Pertti Laine, Petri Niemisvirta and Topi Piela. At its inaugural meeting, held directly after the AGM, the Board elected Topi Piela Chairman of the Board. The Board of Directors of Amanda Capital Plc convened 11 times during the financial period, average attendance being 96%.

The company auditor has been the Authorised Public Accountants Firm Ernst & Young Oy, with Kunto Pekkala, Authorised Public Accountant, as auditor with main responsibility.

The Chief Executive Officer of Amanda Capital Plc was Martin Paasi from 1 January to 22 June 2010 and Petter Hoffström, M.Sc. (Econ), from 23 June to 31 December 2010. In addition, the company's Investment Director Jyrki Orpana (LL.M.) was appointed substitute for the CEO on 13 September 2010.

## Amanda Capital Plc's share

### Authorisation for share issues and issue of option rights

The Annual General Meeting held on 14 April 2010 authorised the Board of Directors to decide on the issuance of a maximum of 11 000 000 shares through the issuance of shares and/or option rights and/or other special rights entitling to shares, referred to in chapter 10 section 1 of the Limited Liability Companies Act in one or several instalments according to a proposal by the Board. The Board may decide to issue either new shares or own shares already held by the company. The maximum amount of the authorisation corresponds to approximately 48.3% of all the company shares at the date of the notice of the AGM. It was proposed that the authorisation be used for financing and carrying out possible business acquisitions or other arrangements, for consolidating the company's balance sheet and financing position, for carrying out commitment and incentives schemes for the personnel or for other purposes decided by the Board of Directors. The authorisation comprises the right of the Board of Directors to decide on all the terms of the share issue and the issuance of special rights according to chapter 10 section 1 of the Limited Liability Companies Act, including the persons who will receive the shares or special rights entitling to shares and the amount of the consideration to be paid. Therefore, the authorisation comprises the right to issue shares or special rights in deviation from the shareholders' pre-emptive rights (directed issue), as set out by law. The authorisation cancelled previous corresponding authorisations and will be in force until 31 December 2011.

On 18 August 2010, the Board of Directors decided to issue a maximum of 2 000 000 option rights to key employees of the Amanda Capital Plc Group, selected by the Board. The company has a weighty financial reason for issuing option rights, as the option rights are intended to be part of the incentive and commitment scheme for the key personnel. During the last quarter of the year, 450 000 option rights were issued. The terms of the options programme can be



found in the stock exchange release published on 18 August 2010 and on the company website at [www.amandacapital.fi](http://www.amandacapital.fi). On 3 November 2010, the Board of Directors decided to annul Amanda Capital Plc's option scheme 2009.

### Acquisition and transfer of own shares

Based on authorisations by AGMs, Amanda Capital Plc has acquired the company's own shares from the market, 83 420 shares in 2008, 8 237 shares in 2009 and 20 000 shares in 2010, in all 111 657 shares. The shares acquired during the financial period correspond to about 0.088% of all the shares of the company, and the total number of acquired shares corresponds to about 0.49% of all the shares. During the financial period, the company paid about EUR 30 thousand for the acquired shares. In the last quarter of the year, all the shares owned by the company, both those acquired for hedging the incentive scheme of the personnel and those acquired based on authorisations by AGMs, were realised at the price of EUR 1 084 thousand.

The AGM held on 14 April 2020 also authorised the Board of Directors to repurchase a maximum of 2 200 000 company shares with means included in the company's unrestricted equity so that the company together with its subsidiaries at no time holds or holds as pledge more than 10 per cent of all the company shares. Shares may be acquired for developing the company's capital structure, for annulment or for use in accordance with possible personnel incentive and compensation schemes or as consideration in business acquisitions and other arrangements. The shares shall be repurchased at a market price formed in public trading at Nasdaq OMX Helsinki Ltd. The repurchase may be made otherwise than in proportion to the shareholdings of the shareholders (directed repurchase), provided that the company has a weighing financial reason for doing so. The authorisation cancels previous corresponding authorisations and is in force 18 months from the date of the decision.

The following information on the company share can be found in the notes to the financial statements: distribution of ownership, information on significant holdings of shares and votes, the holdings of the management and directors as well as the number of company shares and share types.

### Corporate governance

In addition to acts and regulations applicable to listed companies, Amanda Capital Plc complies with the Finnish Corporate Governance Code published by the Securities Market Association in June 2010. The entire Code is available on the website of the Securities Market Association at [www.cgfinland.fi](http://www.cgfinland.fi).

Amanda Capital Plc departs from the following recommendations of the Code: 9. Number, composition and competence of the directors, 14. Number of independent directors, and 50. Internal audit. In addition, Amanda Capital Plc has no board committees.

The Corporate Governance Statement for the year 2010 has been issued on page 4 of the annual report.

### Proposal for the distribution of profits

According to guidelines set out by Amanda Capital Plc's Board of Directors, the company's aim is to distribute at least half of the profit for the financial period as dividend, taking into account the liquidity

situation. The distributable means of the parent company totalled EUR 29 112 345.97 and the distributable means of the Group EUR 39 665 040.82 on 31 December 2010. The Board of Directors proposes that the result of the period be entered in the profit and loss account and that no dividend be paid out.

### Events after the financial period

After the period under review, Amanda published a stock exchange release announcing that it has been informed of exits from the private equity fund portfolio that give Amanda a cash flow exceeding one million euros.

### Outlook

Amanda Capital Plc has agreed to join forces with eQ Asset Management Group and Advium Corporate Finance Ltd. The combination will result in a Finnish entity that specialises in private equity and alternative asset management, traditional asset management and corporate finance advisory services. The business entity to be formed will offer services related to mutual, private equity and hedge funds as well as traditional institutional asset management. As a result of the transaction, the assets managed by the Group will increase from EUR 2.6 billion to EUR 3.6 billion. In addition, the business entity will offer advisory services for mergers and acquisitions as well as real estate transactions through Finland's leading corporate finance advisor Advium Corporate Finance Ltd.

The net sales and balance sheet total of the new business entity will increase from the present level, and the cash flow will become more even. As a result of the corporate acquisition, Amanda's net sales will grow considerably (the pro forma net sales from 1 January to 31 December 2010 were about EUR 12.4 million and the balance sheet total about EUR 57.9 million). The number of personnel of the business entity will exceed 50.

The expansion of Amanda's business from investment operations to the management and consultation of private equity investments has proven to be a good strategy. With the now proposed corporate acquisition, Amanda will further expand its management and asset management operations to other alternative asset classes and traditional asset management as well as advisory services in mergers and acquisitions. The new business entity will improve the predictability of the company's net sales and result. The expansion of business operations will reduce the sensitivity of Amanda's result to fluctuations in investment income. The company aims at increasing its management and asset management operations in future, too, both organically by establishing new funds and through possible business acquisitions or take-overs of private equity fund portfolios.

Amanda has mainly concentrated its investments in private equity funds targeting later stage companies. This strategy has resulted in excellent returns, and the long-term returns on investments are expected to remain good for the foreseeable future. In future, Amanda will only make investments in funds that it has established itself. A quarter is, however, too short a period for measuring the success of investment operations in the private equity business, where the investment horizon is several years.

Helsinki, 16 February 2011

AMANDA CAPITAL PLC  
Board of Directors

## GROUP

The Amanda Group consists of the parent company Amanda Capital Plc and its subsidiaries. The parent company Amanda Capital Plc is listed on the NASDAQ OMX Helsinki Ltd. Amanda Group is one of Finland's largest management companies of private equity fund investments. It manages several private equity fund portfolios under consultancy agreements and six private equity funds of funds with several domestic and international institutions as investors. In total, the 13 portfolios managed, advised or administered by Amanda Group, comprise original fund commitments of EUR 2.6 billion to more than 190 funds.

### KEY RATIOS, CONSOLIDATED

| INCOME STATEMENT EUR 1 000                           | 2010            | 2009            | 2008            | 2007            | 2006            |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|
| <b>Net investment income</b>                         | 1 136.0         | -5 331.1        | 1 540.1         | 12 185.9        | 7 557.0         |
| <b>Management fees</b>                               | 3 972.3         | 4 294.9         | 4 558.2         | 4 372.7         | 1 812.0         |
| <b>Turnover</b>                                      | 5 108.3         | -1 036.3        | 6 098.3         | 16 558.5        | 9 369.0         |
| <b>Operating profit</b>                              | 1 828.7         | -4 489.4        | -2 124.4        | 12 590.6        | 7 547.0         |
| % of turnover  | 35.8            | 433.2           | -34.8           | 76.0            | 80.6            |
| <b>Financial income and expenses</b>                 | -623.2          | -172.4          | 446.8           | 583.2           | 536.0           |
| % of turnover  | -12.2           | 16.6            | 7.3             | 3.5             | 5.7             |
| <b>Profit (loss) before appropriations and taxes</b> | 1 205.5         | -4 661.8        | -1 677.5        | 13 173.9        | 8 083.0         |
| % of turnover  | 23.6            | 449.9           | -27.5           | 79.6            | 86.3            |
| <b>Direct taxes</b>                                  | -371.0          | 2 106.9         | 358.3           | -3 483.1        | -2 074.0        |
| <b>PROFIT (LOSS) FROM THE FINANCIAL YEAR</b>         | <b>834.5</b>    | <b>-2 554.9</b> | <b>-1 319.3</b> | <b>9 690.7</b>  | <b>6 009.0</b>  |
| <b>BALANCE EUR 1 000</b>                             |                 |                 |                 |                 |                 |
| <b>Intangible and tangible assets</b>                | 4 623.3         | 5 348.4         | 6 041.1         | 6 637.0         | 3 054.0         |
| <b>Investments</b>                                   | 40 624.7        | 30 769.1        | 32 388.6        | 38 540.8        | 33 268.0        |
| <b>Long-term receivables</b>                         | 1 684.5         | 3 093.2         | 465.7           | -               | -               |
| <b>Short-term receivables</b>                        | 441.0           | 480.4           | 922.2           | 165.2           | 334.0           |
| <b>Financial securities and cash</b>                 | 4 112.0         | 3 741.4         | 5 781.8         | 21 645.5        | 22 382.0        |
| <b>TOTAL ASSETS</b>                                  | <b>51 485.5</b> | <b>43 432.3</b> | <b>45 599.4</b> | <b>66 988.5</b> | <b>59 038.0</b> |
| <b>Shareholders' equity</b>                          | 44 229.4        | 38 968.2        | 41 401.1        | 60 726.6        | 56 395.0        |
| <b>Non-interest-bearing liabilities</b>              | 1 456.1         | 1 464.1         | 604.7           | 6 261.9         | 2 643.0         |
| <b>Interest-bearing liabilities</b>                  | 5 800.0         | 3 000.0         | 3 500.0         | -               | -               |
| <b>Provisions</b>                                    | -               | -               | 93.6            | -               | -               |
| <b>TOTAL LIABILITIES</b>                             | <b>51 485.5</b> | <b>43 432.3</b> | <b>45 599.4</b> | <b>66 988.5</b> | <b>59 038.0</b> |

| PROFITABILITY AND OTHER KEY RATIOS                           | 2010   | 2009   | 2008   | 2007   | 2006   |
|--|--------|--------|--------|--------|--------|
| Return on investment, ROI % p.a.                             | 3.2    | -5.4   | -2.3   | 16.5   | 15.0   |
| Return on equity, ROE % p.a.                                 | 2.0    | -6.4   | -2.6   | 16.5   | 11.2   |
| Equity to asset ratio, %                                     | 85.9   | 89.7   | 90.8   | 90.7   | 95.5   |
| Gearing, %   | 3.8    | -1.9   | -5.5   | -35.6  | -39.7  |
| <b>Private equity investment to equity ratio, %</b>          | 91.8   | 79.0   | 78.2   | 63.5   | 59.0   |
| <b>Investment commitments to equity ratio, %</b>             | 129.6  | 161.6  | 209.9  | 150.8  | 121.4  |
| <b>Number of personnel at period end</b>                     | 13     | 15     | 15     | 15     | 10     |
| <b>Number of personnel on average</b>                        | 14     | 15     | 14     | 14     | 10     |
| <b>SHARE RATIOS</b>  |        |        |        |        |        |
| Equity per share, EUR  | 0.04   | -0.11  | -0.06  | 0.43   | 0.26   |
| Equity per average share, EUR                                | 0.04   | -0.12  | -0.06  | 0.43   | 0.28   |
| <b>Shareholders' equity per share, EUR</b>                   | 1.94   | 1.71   | 1.82   | 2.67   | 2.48   |
| <b>Shareholders' equity per average share, EUR 3)</b>        | 1.99   | 1.76   | 1.86   | 2.72   | 2.59   |
| <b>Dividend EUR 1 000 1)</b>                                 | -      | -      | -      | 8 424  | 6 830  |
| <b>Dividend per share 1)</b>                                 | -      | -      | -      | 0.37   | 0.30   |
| <b>Dividend per result, % 1)</b>                             | -      | -      | -      | 86.9   | 113.7  |
| <b>Price/earnings ratio, P/E</b>                             | 46.8   | -15.3  | -29.8  | 7.9    | 13.2   |
| <b>Price development of share issue adjusted shares, EUR</b> |        |        |        |        |        |
| Average stock price  | 1.61   | 1.78   | 3.29   | 3.50   | 2.69   |
| Highest stock price  | 1.95   | 2.20   | 3.91   | 3.90   | 3.43   |
| Lowest stock price   | 1.37   | 1.40   | 1.50   | 3.05   | 2.44   |
| Closing price  | 1.73   | 1.71   | 1.79   | 3.38   | 3.43   |
| <b>Market capitalisation EUR 1,000 2)</b>                    | 39 388 | 38 933 | 40 754 | 76 955 | 78 093 |
| <b>Share turnover 1,000 shs</b>                              | 3 007  | 1 173  | 2 001  | 4 596  | 16 826 |
| % of total number of shares                                  | 13.2   | 5.2    | 8.8    | 20.2   | 73.9   |
| <b>Share turnover EUR 1,000</b>                              | 4 856  | 2 091  | 6 584  | 16 406 | 44 099 |
| <b>Share issue adjustment number of shares 1,000 shs</b>     |        |        |        |        |        |
| Average during the period                                    | 22 768 | 22 768 | 22 768 | 22 768 | 21 768 |
| At period end  | 22 768 | 22 768 | 22 768 | 22 768 | 22 768 |

1) The proposal of the Board of Directors for the dividend.

2) Closing price and volume of the trading day has been used in calculation of the ratio.

3) The weighted average number of shares outstanding during the period has been used in calculation of the ratio.

## CALCULATION OF KEY FIGURES

### RETURN ON INVESTMENT, ROI (%)

$$100 \times \frac{\text{profit or loss} + \text{finance expense}}{\text{equity} + \text{interest - bearing financial liabilities (average)}}$$

### RETURN ON EQUITY, ROE (%)

$$100 \times \frac{\text{profit or loss}}{\text{equity (average)}}$$

### EQUITY TO ASSETS RATIO (%)

$$100 \times \frac{\text{equity}}{\text{balance sheet total} - \text{advances received}}$$

### GEARING (%)

$$100 \times \frac{\text{interest bearing liabilities} - \text{current investments} - \text{cash in hand and at bank}}{\text{equity}}$$

### EARNINGS PER SHARE, EPS

$$\frac{\text{profit or loss for the financial period attributable to parent company share holders}}{\text{adjusted average number of shares}}$$

### SHAREHOLDERS' EQUITY PER SHARE

$$\frac{\text{shareholders' equity}}{\text{adjusted number of shares at balance sheet date}}$$

### DIVIDEND PER SHARE

$$\frac{\text{dividend for the financial period}}{\text{adjusted number of shares at balance sheet date}}$$

## CALCULATION OF KEY FIGURES

### DIVIDEND PER EARNINGS (%)

$$100 \times \frac{\text{dividend per share}}{\text{earnings per share}}$$

### EFFECTIVE DIVIDEND YIELD (%)

$$100 \times \frac{\text{dividend per share}}{\text{adjusted closing share price at 31. Dec.}}$$

### PRICE/EARNINGS RATIO, P/E

$$\frac{\text{adjusted closing share price at 31. Dec.}}{\text{earnings per share}}$$

### MARKET CAPITALISATION

number of shares at 31. Dec. x closing share price at 31. Dec.

### TURNOVER (%)

$$100 \times \frac{\text{number of shares traded during the financial period}}{\text{average number of shares during the financial period}}$$

### PRIVATE EQUITY INVESTMENTS TO EQUITY RATIO (%)

$$100 \times \frac{\text{private equity investments}}{\text{shareholders' equity}}$$

### PRIVATE EQUITY COMMITMENTS EQUITY RATIO (%)

$$100 \times \frac{\text{private equity investments + remaining commitments}}{\text{shareholders' equity}}$$

## INCOME STATEMENT, CONSOLIDATED

| EUR 1 000                                     | Note no. | 2010   | 2009   |
|---|----------|--------|--------|
| NET SALES                                     | 2        |        |        |
| Net investment income                         |          | 1 136  | -5 331 |
| Management fees                               |          | 3 972  | 4 295  |
| Total   |          | 5 108  | -1 036 |
| Operating expenses                            | 3, 4     | -2 570 | -2 758 |
| Depreciations                                 | 5        | -710   | -695   |
| OPERATING PROFIT                              |          | 1 829  | -4 489 |
| Financial income and expenses                 | 6        | -623   | -172   |
| PROFIT (LOSS) BEFORE APPROPRIATIONS AND TAXES |          | 1 205  | -4 662 |
| Income taxes                                  | 7        | -371   | 2 107  |
| PROFIT (LOSS) FOR THE FINANCIAL YEAR          |          | 834    | -2 555 |
| Other comprehensive income                    |          |        |        |
| Available-for-sale financial assets, net      |          | 3 407  | -96    |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR       |          | 4 241  | -2 651 |
| Earnings per share                            | 8        | 0.04   | -0.12  |

## BALANCE SHEET, CONSOLIDATED

| EUR 1 000   | Note no. | Dec. 31, 2010 | Dec. 31, 2009 |
|---|----------|---------------|---------------|
| <b>ASSETS</b>                                     |          |               |               |
| Long-term assets                                  |          |               |               |
| <b>Intangible and tangible assets</b>             | 12       | 4 623         | 5 348         |
| <b>Investments available for sale</b>             |          |               |               |
| Private equity investments                        | 13       | 40 625        | 30 769        |
| <b>Deferred tax assets</b>                        | 14       | 1 684         | 3 093         |
| <b>Total long-term assets</b>                     |          | 46 933        | 39 211        |
| Current assets                                    |          |               |               |
| <b>Accrued income and advance payments</b>        |          | 441           | 480           |
| <b>Investments available for sale</b>             |          |               |               |
| Financial securities                              | 13       | -             | 166           |
| <b>Cash</b>                                       |          | 4 112         | 3 575         |
| <b>Total current assets</b>                       |          | 4 553         | 4 222         |
| <b>TOTAL ASSETS</b>                               |          | 51 486        | 43 432        |
| <b>SHAREHOLDERS' EQUITY AND LIABILITIES</b>       |          |               |               |
| Shareholders' equity                              |          |               |               |
| <b>Share capital</b>                              |          | 11 384        | 11 384        |
| <b>Invested unrestricted equity</b>               |          | 29 614        | 29 614        |
| <b>Own shares</b>                                 |          | -             | -1 769        |
| <b>Fair value reserve</b>                         |          | -6 819        | -7 701        |
| <b>Retained earnings</b>                          |          | 9 216         | 9 994         |
| <b>Profit (loss) for the financial year</b>       |          | 834           | -2 555        |
| <b>Total shareholders' equity</b>                 |          | 44 229        | 38 968        |
| <b>Non-current liabilities</b>                    | 14       |               |               |
| <b>Deferred tax liabilities</b>                   |          | 946           | 824           |
| <b>Current liabilities</b>                        | 15       |               |               |
| <b>Other liabilities</b>                          |          | 510           | 640           |
| <b>Interest-bearing liabilities</b>               |          | 5 800         | 3 000         |
| <b>Total current liabilities</b>                  |          | 6 310         | 3 640         |
| <b>TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES</b> |          | 51 486        | 43 432        |

## CONSOLIDATED CASH FLOW STATEMENT

| EUR 1 000  | 2010         | 2009       |
|--|--------------|------------|
| <b>CASH FLOWS FROM OPERATIONS</b>                                  |              |            |
| Operating profit   | 1 829        | -4 489     |
| Depreciation and amortisation                                      | 710          | 695        |
| Investments available for sale, change                             | -4 752       | 2 131      |
| <b>Change in working capital</b>                                   |              |            |
| Business receivables, increase (-) decrease (+)                    | 39           | 442        |
| Interest-free debt, increase (+) decrease (-)                      | -130         | -58        |
| Interest-debt, increase (+) decrease (-)                           | 2 800        | -500       |
| <b>Total change in working capital</b>                             | 2 709        | -117       |
| <b>Cash flows from operations before financial items and taxes</b> | 496          | -1 780     |
| <b>Financial income and expenses</b>                               | -623         | -172       |
| <b>Deferred taxes</b>  | -371         | 2 107      |
| <b>CASH FLOWS FROM OPERATIONS</b>                                  | <b>-498</b>  | <b>155</b> |
| <b>CASH FLOWS FROM INVESTMENTS</b>                                 |              |            |
| Investing activities to investments*)                              | 15           | -3         |
| <b>CASH FLOWS FROM INVESTMENTS</b>                                 | <b>15</b>    | <b>-3</b>  |
| <b>CASH FLOWS FROM FINANCING</b>                                   |              |            |
| Acquisition of own shares  | -31          | -7         |
| Sale of own shares   | 1 085        | -          |
| Other distribution of profits                                      | -34          | 145        |
| <b>CASH FLOWS FROM FINANCING</b>                                   | <b>1 020</b> | <b>137</b> |
| <b>INCREASE/DECREASE IN LIQUID ASSETS</b>                          | <b>537</b>   | <b>290</b> |
| Liquid assets 1 Jan.   | 3 575        | 3 286      |
| Liquid assets 31 Dec.  | 4 112        | 3 575      |

\*) Liquid assets contain cash and bank deposits. Investing activities to investments are net figures.



## CHANGE IN CONSOLIDATED SHAREHOLDERS' EQUITY

| EUR 1 000                                 | Share<br>Capital | Share<br>Premium<br>Reserve | Invested<br>unrestricted<br>equity | Other<br>reserves | Fair<br>value<br>reserve | Retained<br>earnings | Total         |
|---|------------------|-----------------------------|------------------------------------|-------------------|--------------------------|----------------------|---------------|
| <b>Shareholders' equity 1.1.2009</b>      | 11 384           | 18 994                      | -                                  | 8 926             | -7 685                   | 9 782                | 41 401        |
| <b>Comprehensive income</b>               |                  |                             |                                    |                   | -96                      |                      | -96           |
| <b>Other changes</b>                      |                  |                             |                                    |                   | 80                       |                      | 80            |
| <b>Profit for the financial year</b>      |                  |                             |                                    |                   |                          | -2 555               | -2 555        |
| <b>Total comprehensive income</b>         |                  |                             |                                    |                   | -15                      | -2 555               | -2 570        |
| <b>Purchase of own shares</b>             |                  |                             |                                    | -7                |                          |                      | -7            |
| <b>Transfers between equity</b>           |                  | -18 994                     | 29 681                             | -10 688           |                          |                      | 0             |
| <b>Other changes</b>                      |                  |                             | -67                                |                   |                          | 212                  | 145           |
| <b>Shareholders' equity Dec. 31, 2009</b> | <b>11 384</b>    | <b>0</b>                    | <b>29 614</b>                      | <b>-1 769</b>     | <b>-7 701</b>            | <b>7 439</b>         | <b>38 968</b> |
| EUR 1 000                                 |                  |                             |                                    |                   |                          |                      |               |
| <b>Shareholders' equity 1.1.2010</b>      | 11 384           | 0                           | 29 614                             | -1 769            | -7 701                   | 7 439                | 38 968        |
| <b>Transfers between equity</b>           |                  |                             |                                    |                   | 881                      | 2 652                | 3 407         |
| <b>Profit for the financial year</b>      |                  |                             |                                    |                   |                          | 834                  | 834           |
| <b>Total comprehensive income</b>         |                  |                             |                                    |                   | 881                      | 3 360                | 4 241         |
| <b>Purchase of own shares</b>             |                  |                             |                                    | 2                 |                          |                      | 2             |
| <b>Sale of own shares</b>                 |                  |                             |                                    | 1 766             |                          | -681                 | 1 085         |
| <b>Other changes</b>                      |                  |                             |                                    |                   |                          | -67                  | -67           |
| <b>Shareholders' equity Dec. 31, 2010</b> | <b>11 384</b>    | <b>0</b>                    | <b>29 614</b>                      | <b>0</b>          | <b>-6 819</b>            | <b>10 051</b>        | <b>44 229</b> |

## ACCOUNTING PRINCIPLES OF CONSOLIDATED FINANCIAL STATEMENTS

### Main operations

Amanda Capital Plc is a Finnish public limited liability company founded under Finnish law. The domicile of the company is Helsinki, Finland. Amanda Capital Plc and its subsidiaries form the

Amanda Group ("Amanda" or "the Group"). The parent company Amanda Capital Plc's shares are listed on the main list of Helsinki Stock Exchange. The Amanda Group is a management company of private equity investments, and its parent company is engaged in private equity investment operations. Its investment objects include private equity funds and direct investments in unlisted companies. Amanda Capital Plc's aim is to create a well diversified investment portfolio that consists of private equity funds with the best yield in the market and thus achieve a higher yield than the stock market on average can offer.

A copy of the consolidated financial statements is available on the company website at [www.amandacapital.fi](http://www.amandacapital.fi) or at the head office of the parent company at Aleksanterinkatu 15 A, Helsinki.

The consolidated financial statements have been prepared for the 12-month period 1 January to 31 December 2010. The Board of Directors of Amanda Capital Plc has on 16 February 2011 approved the consolidated financial statements for publication. According to the Finnish Limited Liability Companies Act, the Annual General Meeting shall have the right to adopt, reject or amend the financial statements after their publication.

### Accounting principles for the financial statements

Amanda Capital Plc's consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, IFRS, approved by the EU, and the IAS and IFRS standards and SIC and IFRIC interpretations valid on 31 December 2010 have been applied when preparing the statements.

The following new standards, amendments to standards and application of interpretations, which have been found to be essential with regard to the Group, have been taken into use from the beginning of 2010:

- The Group has applied the following new and revised standards and interpretations from 1 January 2010:
- »» Amendments to IFRS 2 Share-based Payment – Group Cash-settled Share-based Payment Transactions. The Group assesses that the amendment has not had any significant impact on the Group's financial statements.
- »» Revised IFRS 3 Business Combinations.
- The area of application of the revised standard is broader than previously. The revised standard contains changes that are significant to the Group. The amendments have an impact on the amount of goodwill to be recorded on acquisitions as well as the sales results of business functions. The amendments to the standard also have an impact on items that are expensed, both during the financial period in which the acquisition is made and the financial periods in which additional purchase prices are paid or additional purchases made. Ac-

ording to the transition provisions of the standard, business combinations where the date of the acquisition is before the compulsory introduction of the standard are not adjusted.

- »» Amended IAS 27 Consolidated and Separate Financial Statements.
- The amended standard requires that the effects of changes in the ownership of a subsidiary are directly recorded in the Group's equity when the parent company maintains control. If control over a subsidiary is lost, any remaining interest is re-measured to fair value and a gain or loss is recognised in profit or loss. As a result of the amendment, the loss of a subsidiary may be allocated to a minority even when it exceeds the minority interest. The Group assesses that the amendment has not had any significant impact on the Group's financial statements.
- »» Amendment to IAS 39 Financial Instruments: Recognition and Measurement – Eligible hedged items.
- The amendments deal with hedge accounting. They specify the instructions of IAS 39 on hedging a one-sided risk of the hedged instrument and hedging the inflation risk, when the item is included in financial assets or liabilities. The Group assesses that the amendment has not had any significant impact on the Group's financial statements.
- »» Improvements to IFRS Standards, April 2009.
- The minor and less urgent amendments in the standards made through the annual improvements procedure are gathered into one entity and carried out once a year. These amendments concern 12 standards. The impacts of the amendments vary by standard, but they have not been significant with regard to the Group's financial statements. The following standards have not had any impact on the Group
- »» IFRIC 12: Service Concession Arrangements
- »» IFRIC 15: Agreements for the Construction of Real Estate
- »» IFRIC 16: Net Investment in a Foreign Operation
- »» IFRIC 17: Distribution of Non-cash Assets to Owners
- »» IFRIC 18: Transfers of Assets from Customers
- In 2011, the Group will adopt the following standards and interpretations, the application of which is not yet compulsory in the present financial statements:
- »» Amended IAS 24 Related Party Disclosures.
- The purpose of the revision is to clarify and simplify the definition of related party, above all regarding significant influence or joint control. The revision had an impact on, e.g. the handling of consequent relations, where the definition of related party was expanded with the so-called principle of reciprocity. The Group assesses that the amendment will not have any significant impact on the Group's following financial statements.
- »» Amendment to IAS 32 Financial Instruments: Presentation – Classification of Rights Issues.
- The amendment concerns above all the treatment of foreign currency denominated share issues. In future, the subscription rights related to a foreign currency denominated share issue may under certain terms and conditions be classified as equity and not as derivative instruments, which has been the case. A central precondition is that the shares are offered for subscription in relation to previous holdings and that the foreign currency denominated subscription price is fixed. If the subscription right were regarded as a derivative instrument,

the changes in the fair value of the subscription rights during the subscription period should be expensed. The Group assesses that the amendments will not have any impact on the Group's following financial statements.

- »» Annual amendments to IFRS standards in 2010
- The annual amendments in 2010 concern 6 standards and one interpretation. The Group assesses that the amendments will not have any significant impact on the Group's following financial statements. It is assessed that the following standards have no impact on the Group:
- »» Amendment to IFRIC 14 IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction.
- »» IFRIC 19: Extinguishing Financial Liabilities with Equity Instruments.

### Use of estimates

Preparation of financial statements in accordance with IFRS requires the use of estimates and assumptions that affect the amount of assets and liabilities in the balance sheet at the time of preparation, the reporting of contingent assets and liabilities, and the amount of profits and costs during the reporting period. The estimates are based on the management's current best view, but it is possible that the outcome differs from the values used in the financial statements.

### Consolidation principles

The consolidated financial statements comprise the parent company Amanda Capital Plc and all the subsidiaries, which are:

- Amanda Advisors Ltd
- Amanda III Eastern GP Ltd
- Amanda IV West GP Ltd
- Amanda GP I and II Ltd
- Amanda V East GP Ltd
- Nordic Venture Partners Limited
- Nordic Venture Managers Limited
- Proventure Scotland GP
- European Fund Investment II Limited GP
- European Fund Investment I Carried Interest Trust
- European Fund Investment II Executive Limited Partnership

The subsidiaries that have been established during the accounting period have been consolidated from the date of establishment. The Group's internal income statement items as well as receivables and debts have been eliminated in the financial statements. The Group's internal dividends are eliminated in the consolidated financial statements.

### Segment reporting

Amanda Capital Plc has one operating segment, private equity investment operations and related advisory services and consultation. Amanda Capital Plc's geographical segment is Finland.

### Foreign currency transactions

The consolidated financial statements are presented in euros and foreign currency transactions are converted to euros using the exchange rates valid on the day of the transaction. Foreign currency receivables and liabilities are converted to euros using the European Central Bank's average exchange rates on the balance sheet date.

Realised foreign currency translation gains and losses from available for sale investments are included in the income statement under net income from investment operations. Unrealised foreign currency translation gains and losses from available for sale items are included in the investments available for sale and the fair value reserve.

### Revenue recognition

Net income from investment operations included in the net sales includes the profit distributions from private equity funds as well as realised losses or losses assessed as permanent. Profit distributions are recognised in accounting only when the realisation of the target funds has taken place or later, when the target funds have obtained the necessary permits from authorities. Dividend income and sales profits and losses from direct investments are also included in the net income from investment operations. The net sales also include management fees from private equity investment advisory and consultation operations. The management fees are invoiced in advance and expensed to the appropriate financial periods.

### Tangible and intangible assets

Tangible assets are entered into the balance sheet at original acquisition cost less depreciation according to plan and impairment. Intangible assets include the goodwill generated from the Amanda Advisors Ltd acquisition, which consists of the fair net value difference of identifiable assets, liabilities and contingent assets and liabilities valued at fair value. Other intangible assets include customer relationships. No depreciation is booked for intangible assets that have an unlimited useful life but they are tested annually for impairment. Intangible assets with a limited useful life are entered as costs into the income statement as straight-line depreciation according to plan during their useful life. Depreciation according to plan has been calculated based on the useful life from the original acquisition costs as straight-line depreciation.

The depreciation periods according to plan by asset type are as follows:

- Machinery and equipment 3 to 10 years
- Intangible rights 5 to 7 years

### Impairment and impairment testing

The balance sheet values of other long-term tangible and intangible assets are tested for impairment at each balance sheet date and always when there is indication that the value of an asset may have been impaired. In the impairment test, the recoverable amount of the assets is tested. The recoverable amount is the higher of an asset's net sales price and its value in use, based on cash flow. An impairment loss is entered in the income statement, if the book value of the asset is higher than the recoverable amount.

Amanda carries out the annual impairment testing during the fourth quarter of the financial period. In impairment testing, the future income cash flow is based on agreements, and the Group management's view is that its realisation is almost risk-free. Besides, the income cash flow has been defined in advance in agreements, which means that there is no uncertainty related to estimating it. The future expense cash flow in the impairment testing is based on the Group management's cost estimates.

### Employment pensions

The Group's pension arrangement is a contribution-based arrangement and the payments are entered in the income statement for the periods to which they apply. The pension coverage of the Group's personnel is arranged with a statutory TyEL insurance policy through an insurance company outside the Group.

### Income taxes

The taxes based on Group company earnings for the period are entered into the Group's taxes as are the adjustments of taxes from previous periods and the changes in deferred taxes. The tax impact of items entered directly into shareholders' equity is similarly entered directly into the shareholders' equity.

Deferred taxes are calculated based on the debt method from all temporary differences in accounting and taxation in accordance with the valid tax rate. The most significant temporary differences are generated from valuing acquired companies' net assets at fair value and from valuing available for sale financial assets at fair value.

### Cash

Cash in hand and at bank includes cash and money in bank accounts.

### Financial instruments

Amanda Group's financial instruments are grouped into available for sale financial assets and other financial liabilities. Private equity fund investments and investments in mutual funds are classified as available for sale financial assets and loans from financial institutions are classified as other financial liabilities. Mutual fund investments available for sale are valued at fair value using quoted market prices and rates. Private equity fund investments are valued using the practice generally used in the sector, i.e. the fair value of the private equity fund investment is the latest fund value announced by the private equity fund management company added with the capital investments and less the capital returns that have taken place between the balance sheet date and the announcement of the management company. The changes in the fair value of investments available for sale are entered directly into shareholders' equity under the fair value reserve. Impairment assessed as permanent is, however, entered into the income statement. When assessing the permanence of impairment, e.g. the following factors are taken into account: the life cycle of the private equity fund, does the private equity fund have uncalled investment commitments and the evaluation of the private equity fund's management company on the permanence of the fair value and acquisition price. When an investment available for sale is realised, the accumulated changes in fair value are booked from shareholders' equity to earnings.

Other financial liabilities, i.e. loans from financial institutions, are valued at periodised acquisition cost and entered into and from the balance sheet on the day of clearing.

### Earnings per share

Earnings per share are calculated using the weighted average number of outstanding shares during the financial period.

### Dividend distribution

No booking has been made for the dividend proposed by the Board of Directors to the AGM in the financial statements and it has not been taken into account when calculating distributable retained profits. The dividend is only taken into account based on the AGM decision.

## 1. Managing the risks of investment operations

The risks associated with the Group's business mainly consist of investment-related risks, i.e. the market risk and currency risk. Risks are managed comprehensively through an investment process and investment strategy confirmed by Amanda Capital Plc's Board of Directors.

Amanda has tried to diversify the risks related to the investment operations by making investments in private equity funds that make investments in different geographic areas and fields of industry. The investment objects are selected through an investment process, in which the Investment Committee screens potential investment objects that are subjected to a Due Diligence review in which the fund's personnel, documentation and other factors essentially related to the administration and development of the fund are examined. The final investment proposals are submitted to Amanda Capital Plc's Board of Directors for assessment and decision-making.

The aim of Amanda Capital's investment strategy is to create a well diversified investment portfolio. Amanda diversifies the investment portfolio both geographically and according the foundation year of the funds, also taking into account the target companies' development stages and sectors.

### Amanda Capital's investment strategy:

Amanda may make investments in private equity funds in the primary and secondary market, make direct investments in unlisted companies and listed private equity investment companies and funds.

The aim is to invest the assets in a well-diversified manner in different private equity funds in different geographic areas, taking into account the following restrictions:

- (i) Amanda's primary geographical focus is Europe, which means that more than one half of the investment commitments must be located within the geographical limits of Europe.
- (ii) Amanda may invest a maximum of 25% of its investment commitments in emerging markets.
- (iii) Amanda may invest a maximum of 25% of its investment commitments in venture capital funds.
- (iv) The proportion of any single buyout fund must not exceed 15% of the investment commitments in Amanda's portfolio.

(v) The proportion of any single venture capital fund must not exceed 10% of the investment commitments in Amada's portfolio.

(vi) Any investment in an individual company must not exceed 5% of Amada's shareholders' equity.

(vii) Amada may take out short-term loans for investment purposes up to a maximum of 20% of the shareholders' equity. The purpose of the loan is to ensure Amada's ability to make payments to private equity funds in all circumstances.

(viii) Amada's investment commitment must not exceed 20% of the total capital of an individual fund.

(ix) The aggregate amount of direct investments in unquoted companies must not exceed 20% of the shareholders' equity.

(x) Investments in listed private equity shares shall be made in a diversified manner and mainly through mutual funds. The value of the investments may not exceed 25% of the shareholders' equity.

Amada's intention is to make investment commitments using the so-called over-commitment strategy, aiming to keep 100% of the balance sheet invested in the private equity market.

The risks arising from Amada Group's investment operations are reported to the Board of Directors quarterly. The report contains, e.g. return follow-up on the private equity fund portfolio, geographic breakdown, the relationship between the investments made in private equity funds and the shareholders' equity as well as the overall commitments in the shareholders' equity.

### The price risk of Amada Capital's investments in private equity funds

The major factors influencing the value of Amada's investments in private equity funds are the values of the companies included in the portfolio and factors influencing them, such as the:

- financial success of the underlying company
- growth outlook of the underlying company
- valuation of comparison companies
- valuation method selected by the management company of the fund

The price risk of Amada's private equity fund portfolio has been diversified by making investments in different sectors, geographic

areas and funds investing in different development stages. On the balance sheet date, there were altogether 240 companies in Amada's private equity fund portfolio. The impact of one individual risk on the value of Amada's private equity fund portfolio is small, owing to efficient diversification.

### The impact of the price risk of the private equity portfolio on shareholders' equity

At the end of 2010, a 10% change in the market value of the private equity fund portfolio corresponds to a change of EUR 3 006.2 thousand in the shareholders' equity. At the end of 2009, a change of 10% in the market value of the private equity fund portfolio corresponded to change of EUR 2 276.9 thousand in the shareholders' equity.

### Liquidity risk

The Group's liquidity is monitored continuously, and good liquidity is maintained by only investing the surplus liquidity in objects with a low risk, which can be turned into cash rapidly and at a clear market price. The availability and flexibility of financing has been arranged with a limit promise.

The exits of private equity funds from their target companies have a major impact on liquidity. The international credit crisis has had a strong impact on the private equity business. As a result of the credit crisis, the liquidity, pricing and terms of the loan market have become tighter. The financial market has, as a whole, become more cautious, and it can be expected that the exits from target companies and the return of capital to investors will slow down in the short term. On the other hand, the management of private equity investments is characterised by long-term management agreements that produce a stable cash flow and improve the predictability of the company's liquidity.

### Currency risk

Foreign exchange rates have an impact on the company's result, cash flow and balance sheet. Amada does not particularly monitor the changes caused by foreign exchange rates but views them as part of the change in the fair value of the investment object. The currency breakdown of Amada Capital's private equity fund investments is as follows:

| Currency risk |                    |      |         | Decrease in value against euro |      |
|---------------|--------------------|------|---------|--------------------------------|------|
| 2010          | Currency           | euro | share % | 10 %                           | 20 % |
|               | <b>EUR million</b> | 36.4 | 36.4    | 89.5                           |      |
|               | <b>GBP million</b> | 2.4  | 2.8     | 6.8                            | -0.3 |
|               | <b>USD million</b> | 2.0  | 1.5     | 3.7                            | -0.1 |
|               |                    |      |         |                                |      |
| Currency risk |                    |      |         | Decrease in value against euro |      |
| 2009          | Currency           | euro | share % | 10%                            | 20%  |
|               | <b>EUR million</b> | 26.7 | 26.7    | 86.8                           |      |
|               | <b>GBP million</b> | 2.2  | 2.5     | 8.1                            | -0.3 |
|               | <b>USD million</b> | 2.3  | 1.6     | 5.1                            | 0.2  |

## NOTES TO THE CONSOLIDATED INCOME STATEMENT

| EUR 1 000   | 2010          | 2009          |
|---|---------------|---------------|
| <b>2 NET SALES</b>                                  |               |               |
| <b>Net income from investments</b>                  |               |               |
| Profit distribution from private equity investments | 1 870         | 524           |
| Impairment losses                                   | -767          | -5 860        |
| Dividends   | 1             | -             |
| Other income  | 31            | 5             |
| Management fees                                     | 3 972         | 4 295         |
| <b>TOTAL</b>  | <b>5 108</b>  | <b>-1 036</b> |
| <b>3 EXPENSES RELATED TO EMPLOYEE BENEFITS</b>      |               |               |
| <b>Short-term employee benefits</b>                 |               |               |
| Salaries and remunerations                          | -1 003        | -1 039        |
| Other indirect employee costs                       | -40           | -39           |
| Personnel issue paid over par                       | 11            | -106          |
| <b>Termination benefits</b>                         | <b>-90</b>    | <b>-</b>      |
| <b>Benefits after end of employment</b>             |               |               |
| Pension costs - payment based arrangements          | -208          | -195          |
| <b>TOTAL</b>  | <b>-1 330</b> | <b>-1 379</b> |
| <b>4 OTHER OPERATING EXPENSES</b>                   |               |               |
| <b>Fees for advisory services</b>                   | <b>-65</b>    | <b>-83</b>    |
| <b>Fees for audit services</b>                      | <b>-80</b>    | <b>-76</b>    |
| Auditing fees                                       | -79           | -76           |
| Tax consulting                                      | -1            | -             |
| <b>Other expenses</b>                               | <b>-1 094</b> | <b>-1 220</b> |
| <b>TOTAL</b>  | <b>-1 240</b> | <b>-1 380</b> |
| <b>TOTAL OPERATING EXPENSES</b>                     | <b>-2 570</b> | <b>-2 758</b> |
| <b>5 DEPRECIATIONS AND AMORTISATIONS</b>            |               |               |
| <b>Depreciations on tangible assets</b>             | <b>-17</b>    | <b>-21</b>    |
| <b>Amortisations on intangible assets</b>           | <b>-692</b>   | <b>-674</b>   |
| <b>TOTAL</b>  | <b>-710</b>   | <b>-695</b>   |

|   |             |              |
|---|-------------|--------------|
| <b>6 FINANCIAL INCOME AND EXPENSES</b>                        | 2010        | 2009         |
| Interest income   | 10          | 21           |
| Other financial income  | 0           | 2            |
| Interest expense from current liabilities                     | -383        | -91          |
| Other financial expenses                                      | -250        | -104         |
| <b>TOTAL</b>  | <b>-623</b> | <b>-172</b>  |
| <b>7 INCOME TAXES</b>   |             |              |
| Direct taxes for the review period                            | -18         | -100         |
| Change in deferred taxes                                      | -353        | 2 207        |
| <b>TOTAL</b>  | <b>-371</b> | <b>2 107</b> |
| Entered directly into equity related to items of deferred tax | -268        | -158         |
| <b>Taxes</b>  |             |              |
| Profit (loss) before tax                                      | 1 205       | -4 662       |
| Tax calculated at parent company's tax rate                   | -313        | 1 212        |
| Income not subjected to tax                                   | 0           | 7            |
| Expenses not allowable for tax purposes                       | -3          | 0            |
| Consolidation procedures and eliminations                     | -55         | 888          |
| <b>TOTAL</b>  | <b>-371</b> | <b>2 107</b> |
| <b>8 EARNINGS PER SHARE</b>                                   |             |              |
| Earnings for the period                                       | 834         | -2 555       |
| Shares, 1 000 shs *)  | 22 202      | 22 201       |
| Earnings per share  | 0.04        | -0.12        |

\*) The number of shares is an average number of shares from the beginning to the end of the year.

## NOTES TO THE CONSOLIDATED BALANCE SHEET

EUR 1 000

### 9 FINANCIAL ASSETS AND LIABILITIES

|  |                 |                     | 2010          |                   |                 |           |
|--|-----------------|---------------------|---------------|-------------------|-----------------|-----------|
|  | Carrying amount | Financial inc./exp. | Gains/ losses | Impairment losses | Management fees | Dividends |
| <b>FINANCIAL ASSETS</b>                    |                 |                     |               |                   |                 |           |
| <b>Financial assets available for sale</b> | 40 625          | -                   | 1 870         | 767               | 3 972           | 1         |
| <b>Loans and receivables</b>               | 4 112           | 10                  | -             | -                 | -               | -         |
| <b>TOTAL</b>                               | <b>44 737</b>   | <b>10</b>           | <b>1 870</b>  | <b>767</b>        | <b>3 972</b>    | <b>1</b>  |
| <b>FINANCIAL LIABILITIES</b>               |                 |                     |               |                   |                 |           |
| <b>Other financial liabilities</b>         | 5 800           | -633                | -             | -                 | -               | -         |
| <b>TOTAL</b>                               | <b>5 800</b>    | <b>-633</b>         | <b>-</b>      | <b>-</b>          | <b>-</b>        | <b>-</b>  |

|  |                 |                     | 2009          |                   |                 |           |
|--|-----------------|---------------------|---------------|-------------------|-----------------|-----------|
|  | Carrying amount | Financial inc./exp. | Gains/ losses | Impairment losses | Management fees | Dividends |
| <b>FINANCIAL ASSETS</b>                    |                 |                     |               |                   |                 |           |
| <b>Financial assets available for sale</b> | 30 935          | 0                   | 524           | -5 860            | 4 295           | -         |
| <b>Loans and receivables</b>               | 3 575           | 23                  | -             | -                 | -               | -         |
| <b>TOTAL</b>                               | <b>34 510</b>   | <b>23</b>           | <b>524</b>    | <b>-5 860</b>     | <b>4 295</b>    | <b>-</b>  |
| <b>FINANCIAL LIABILITIES</b>               |                 |                     |               |                   |                 |           |
| <b>Other financial liabilities</b>         | 3 000           | -195                | -             | -                 | -               | -         |
| <b>TOTAL</b>                               | <b>3 000</b>    | <b>-195</b>         | <b>-</b>      | <b>-</b>          | <b>-</b>        | <b>-</b>  |

Amanda Capital Oyj has a committed 10 million euro Revolving Credit Facility, of which 5.8 million euro has been drawn and 4.2 million euro undrawn. 9% interest per annum is paid on the drawn amount. The Facility is available for two years from the date of signing, until 19.8.2011. Amanda has the option to extend the term of the facility by 1 year (for two consecutive periods).

### 10 FAIR VALUES

|  | 2010 Fair value | 2010 Carrying amount | 2009 Fair value | 2009 Carrying amount |
|--|-----------------|----------------------|-----------------|----------------------|
| <b>FINANCIAL ASSETS</b>                    |                 |                      |                 |                      |
| <b>Financial assets available for sale</b> |                 |                      |                 |                      |
| Private equity investments                 | 40 625          | 40 625               | 30 769          | 30 769               |
| Financial securities                       | -               | -                    | 166             | 166                  |
| <b>Loans and receivables</b>               | <b>4 112</b>    | <b>4 113</b>         | <b>3 575</b>    | <b>3 575</b>         |
| <b>TOTAL</b>                               | <b>44 737</b>   | <b>44 738</b>        | <b>34 510</b>   | <b>34 510</b>        |



## FINANCIAL LIABILITIES

|                                    |       |       |       |       |
|------------------------------------|-------|-------|-------|-------|
| <b>Other financial liabilities</b> | 5 800 | 5 800 | 3 000 | 3 000 |
|------------------------------------|-------|-------|-------|-------|

In the table above are presented fair values and carrying amounts of financial assets and liabilities. The detailed measurement bases of financial assets and liabilities are disclosed in Accounting Policy.

## 11 FAIR VALUE HIERARCHY OF FINANCIAL ASSETS AT FAIR VALUE

|  | 31.12.2010 |        |
|--|------------|--------|
|  | Fair value | Tier 3 |
| <b>Available-for-sale financial assets</b> |            |        |
| Private equity investments                 | 40 625     | 40 625 |
| <b>Total</b>                               | 40 625     | 40 625 |

### Tier 3

#### Available-for-sale financial assets

|                                   | Private equity investments | Financial securities | Total  |
|-----------------------------------|----------------------------|----------------------|--------|
| <b>Private equity investments</b> |                            |                      |        |
| Acquisition cost 1. Jan           | 30 769                     | 166                  | 30 935 |
| Increases and decreases           | 6 005                      | -110                 | 5 895  |
| Write-down recorded as permanent  | -630                       | -57                  | -686   |
| Change in fair value              | 4 481                      | -                    | 4 481  |
| Acquisition cost 31. Dec          | 40 625                     | 0                    | 40 624 |

The fair values of level 3 instruments are based on the value reported by the private equity fund management company, and their use in generally accepted valuation models. Private equity fund investments are valued according to the International Private Equity and Venture Capital Guidelines. Permanent write-downs in valuations are based on management's consideration.

No transfers took place between tiers of the fair value hierarchy during the financial period.

## 12 TANGIBLE AND INTANGIBLE ASSETS

|  | 2010 | 2009 |
|--|------|------|
| <b>Tangible assets</b>                                 |      |      |
| Machinery and equipment, Acquisition cost 1 Jan.       | 248  | 244  |
| Increases  | 7    | 3    |
| Decreases  | -17  | -    |
| Machinery and equipment, Acquisition cost 31 Dec.      | 237  | 248  |
| Accumulated depreciation and impairment losses 1 Jan.  | -178 | -157 |
| Depreciation for the period                            | -17  | -21  |
| Accumulated depreciation and impairment losses 31 Dec. | -196 | -178 |
| <b>Tangible assets 31. Dec.</b>                        | 41   | 69   |
| <b>Other tangible assets 1 Jan.</b>                    | 8    | 8    |
| <b>Other tangible assets 31 Dec.</b>                   | 8    | 8    |

|  | 2010         | 2009         |
|--|--------------|--------------|
| <b>Intangible assets (activated customer contracts)</b>  |              |              |
| Acquisition cost 1 Jan.                                  | 5 725        | 5 726        |
| Increases (acquisition of subsidiary)                    | -            | 2            |
| Decreases  | -5           | -3           |
| Acquisition cost 31 Dec.                                 | 5 720        | 5 725        |
| Accumulated amortisation and impairment losses 1 Jan.    | -2 252       | -1 578       |
| Amortisation for the period                              | -692         | -674         |
| Accumulated amortisation and impairment losses 31 Dec.   | -2 945       | -2 252       |
| Intangible assets (activated customer contracts) 31 Dec. | 2 776        | 3 473        |
| Goodwill acquisition cost 1 Jan.                         | 1 798        | 1 798        |
| Goodwill acquisition cost 31 Dec.                        | 1 798        | 1 798        |
| <b>Intangible assets, carrying amount 31 Dec.</b>        | <b>4 574</b> | <b>5 271</b> |

The goodwill on the operations acquired in 2005 is allocated to the company that carries out the Group's investment operations and the unit that administers the operations and supports reporting. The goodwill is tested annually for impairment.

The expenses allocated to the cash-generating units are expected to grow by 2% annually. The discount rate used in the calculations is 15%, which corresponds to Amanda's return on equity. The impairment testing has been subjected to sensitivity analyses, by altering the expected expenses and the discount rate. On the basis of the analyses, no essential impairment losses are expected. The impairment tests carried out indicate no impairment of goodwill.

Amanda carries out the annual impairment testing during the fourth quarter of the fiscal period. In impairment testing, the future income cash flow is based on agreements, and the Group management's view is that its realisation is almost risk-free. Besides, the income cash flow has been defined in advance in agreements, which means that there is no uncertainty related to estimates. The future expense cash flow in the impairment testing is based on the Group management's cost estimates.

| <b>13 INVESTMENT AVAILABLE FOR SALE</b> | 2010   | 2009   |
|---|--------|--------|
| <b>Private equity investments</b>       |        |        |
| Acquisition cost 1 Jan.                 | 30 769 | 32 389 |
| Increases                               | 8 727  | 4 598  |
| Decreases                               | -2 722 | -1 047 |
| Acquisition cost 31 Dec.                | 36 774 | 35 940 |
| Change in value                         | 4 481  | -2 113 |
| Write -down recorded as permanent       | -630   | -3 058 |
| Carrying amount 31 Dec.                 | 40 625 | 30 769 |

|                                | 2010 | 2009   |
|--------------------------------|------|--------|
| <b>Equity fund investments</b> |      |        |
| Acquisition cost 1 Jan.        | 166  | 2 496  |
| Increases                      | -    | -      |
| Decreases                      | -166 | -1 949 |
| Acquisition cost 31 Dec.       | 0    | 547    |
| Change in value                | -    | -381   |
| Carrying amount 31 Dec.        | 0    | 166    |

#### 14 DEFERRED TAX ASSETS AND LIABILITIES

|   |              |               |
|---|--------------|---------------|
| <b>Deferred tax assets</b>                                |              |               |
| Changes in fair value                                     | 105          | 119           |
| Parent company's loss                                     | 1 579        | 2 974         |
| <b>Deferred tax assets</b>                                | <b>1 684</b> | <b>3 093</b>  |
| <b>Deferred tax liabilities</b>                           |              |               |
| Contracts   | 80           | 189           |
| Changes in fair value                                     | 654          | 400           |
| Other differences   | 212          | 235           |
| <b>Deferred tax liabilities</b>                           | <b>946</b>   | <b>824</b>    |
| <b>Deferred tax assets (-) / tax liabilities (+), net</b> | <b>-738</b>  | <b>-2 269</b> |

The deferred tax asset is booked until it is probable that there will be future taxable income, against which unused tax losses can be utilized.

#### 15 CURRENT LIABILITIES

|                                     |              |              |
|-------------------------------------|--------------|--------------|
| <b>Other liabilities</b>            |              |              |
| Accounts payable                    | 68           | 36           |
| Accrued expenses                    | 354          | 431          |
| Other liabilities                   | 88           | 173          |
| <b>TOTAL</b>                        | <b>510</b>   | <b>640</b>   |
| <b>Interest-bearing liabilities</b> | <b>5 800</b> | <b>3 000</b> |
| <b>CURRENT LIABILITIES TOTAL</b>    | <b>6 310</b> | <b>3 640</b> |

#### 16 OBLIGATIONS

|   |               |               |
|---|---------------|---------------|
| <b>Amanda Capital Plc's remaining commitments to private equity funds were</b>    | <b>16 719</b> | <b>32 222</b> |
| Leasing and rental commitments not later than one year                            | 141           | 160           |
| Leasing and rental commitments later than one year and not later than five years. | 48            | 81            |
| <b>TOTAL</b>  | <b>16 907</b> | <b>32 463</b> |

## 17 MANAGEMENT OF CAPITAL

The purpose of the management of the consolidated capital is to create an efficient capital structure with which the Group's regular operating preconditions and growth opportunities can be safeguarded. The capital structure may be influenced by, e.g. the distribution of dividend.

## 18 RELATED PARTY DISCLOSURES

The parent company, the subsidiaries and the members of the Board of Directors and the CEO are considered as related party.

| <b>Fees of the CEO the Board of Directors EUR 1 000</b> | <b>2010</b> | <b>2009</b> |
|---|-------------|-------------|
| Fees and remunerations                                  | 362         | 304         |

Include fees and remunerations of the CEO and the Debuty CEO.

The retirement age of the CEO is 65 years.

The Board of Directors has no share based remuneration or other bonus schemes. The Annual General Meeting of Shareholders held on 14 April, 2010. Remuneration of EUR 2 000 per month was paid to the Chairman of the Board and EUR 1 000 per month to the members of the Board of Directors.

The CEO or the members of the Board of Directors did not have loan from Amanda Capital Plc as of 31 December 2010.

### **The ownership of the CEO and the members of the Board of Directors in Amanda Capital Plc as of 31 December 2010**

The table below shows the personal ownership of the members of the Board and the CEO and those companies in which they have a sole control.

|   |           |
|---|-----------|
| Piela, Topi                                 | 260 000   |
| Karppinen, Esa                              | 3 224 948 |
| Laine, Pertti                               | 3 187 000 |
| Fagernäs, Peter                             | 2 295 693 |
| Niemisvirta, Petri                          | 0         |
| Paasi, Martin (until 22.6.2010)             | 0         |
| Hoffström, Petter (since 23.6.2010)         | 215 030   |
| Orpana, Jyrki (Deputy CEO, since 13.9.2010) | 215 030   |

**The subsidiaries considered as related party, on which Amanda has 100% holdings and voting rights.**

Amanda Advisors Ltd, domicile Helsinki

Amanda GP I and II Ltd, domicile Helsinki

Amanda III Eastern GP Ltd, domicile Helsinki

Amanda IV West GP Ltd, domicile Helsinki

Amanda V East GP Ltd, domicile Helsinki

Nordic Venture Partners Limited, domicile Guernsey

Nordic Venture Managers Limited, domicile Guernsey

Proventure Scotland GP, domicile Edinburgh

European Fund Investment II Limited GP, domicile Edinburgh

European Fund Investment I Carried Interest Trust, domicile Guernsey

European Fund Investment II Executive Limited Partnership, domicile Edinburgh

## PARENT COMPANY

The parent company Amanda Capital Plc is listed on the NASDAQ OMX Helsinki Ltd. It is the first publicly listed private equity fund of funds in Scandinavia. The number of shareholders is ca. 3 500.

### INCOME STATEMENT, PARENT COMPANY (FAS)

| EUR  | Note no. | 2010          | 2009          |
|--|----------|---------------|---------------|
| NET SALES  | 1        | 4 540 007.63  | 1 561 186.04  |
| <b>Other operating income</b>                        |          | 50.00         | 270.00        |
| <b>Cost of investments</b>                           | 2        | -8 679 355.40 | -4 509 306.83 |
| <b>Change in inventories</b>                         | 2        | 8 741 452.90  | -1 473 128.67 |
| <b>Staff costs</b>                                   | 3        | -687 765.84   | -606 440.32   |
| <b>Depreciation</b>                                  | 4        | -26 240.10    | -31 463.51    |
| <b>Other operating expenses</b>                      | 5        | -895 741.75   | -924 614.36   |
|  |          | -1 547 600.19 | -7 544 683.69 |
| <b>OPERATING PROFIT</b>                              |          | 2 992 407.44  | -5 983 497.65 |
| <b>Financial income and expenses</b>                 | 6        | -132 806.41   | -391 304.24   |
| <b>PROFIT (LOSS) BEFORE EXTRAORDINARY ITEMS</b>      |          | 2 859 601.03  | -6 374 801.89 |
| <b>EXTRAORDINARY ITEMS</b>                           |          |               |               |
| <b>Extraordinary income</b>                          | 7        | 2 100 000.00  | 1 960 000.00  |
| <b>PROFIT (LOSS) BEFORE APPROPRIATIONS AND TAXES</b> |          | 4 959 601.03  | -4 414 801.89 |
| <b>Direct taxes</b>                                  |          | -             | -2 814.83     |
| <b>PROFIT (LOSS) FOR THE FINANCIAL YEAR</b>          |          | 4 959 601.03  | -4 417 616.72 |

## BALANCE SHEET, PARENT COMPANY (FAS)

| EUR                                  | Note no. | 31.12.2010           | 31.12.2009           |
|--------------------------------------|----------|----------------------|----------------------|
| ASSETS                               |          |                      |                      |
| NON-CURRENT ASSETS                   |          |                      |                      |
| Intangible assets                    | 8        | 19 951.00            | 30 527.51            |
| Tangible assets                      | 8        | 40 683.65            | 66 854.59            |
| Investments                          | 9        | 6 384 649.36         | 6 911 385.52         |
| <b>TOTAL NON-CURRENT ASSETS</b>      |          | <b>6 445 284.01</b>  | <b>7 008 767.62</b>  |
| CURRENT ASSETS                       |          |                      |                      |
| Inventories                          |          |                      |                      |
| Private equity investments           | 10       | 37 435 785.79        | 28 639 562.26        |
| Long-term receivables                | 11       | 33 304.17            | 35 544.17            |
| Short-term receivables               | 11       | 910 230.25           | 1 012 802.50         |
| Financial securities                 | 12       | -                    | 166 250.50           |
| Cash in hand and cash at bank        |          | 1 689 305.54         | 893 740.05           |
| <b>TOTAL CURRENT ASSETS</b>          |          | <b>40 068 625.75</b> | <b>30 747 899.48</b> |
| <b>TOTAL ASSETS</b>                  |          | <b>46 513 909.76</b> | <b>37 756 667.10</b> |
| EQUITY AND LIABILITIES               |          |                      |                      |
| SHAREHOLDERS' EQUITY                 |          |                      |                      |
|                                      | 13       |                      |                      |
| Share capital                        |          | 11 383 873.00        | 11 383 873.00        |
| Other reserves                       |          | 29 614 357.61        | 29 614 357.61        |
| Retained earnings                    |          | -5 461 612.67        | -2 098 043.97        |
| Profit (loss) for the financial year |          | 4 959 601.03         | -4 417 616.72        |
| <b>TOTAL</b>                         |          | <b>40 496 218.97</b> | <b>34 482 569.92</b> |
| LIABILITIES                          |          |                      |                      |
| Current liabilities                  | 14       | 6 017 690.79         | 3 274 097.18         |
| <b>TOTAL LIABILITIES</b>             |          | <b>6 017 690.79</b>  | <b>3 274 097.18</b>  |
| <b>TOTAL EQUITY AND LIABILITIES</b>  |          | <b>46 513 909.76</b> | <b>37 756 667.10</b> |

## CASH FLOW, PARENT COMPANY (FAS)

| EUR 1 000  | 2010          | 2009          |
|--|---------------|---------------|
| <b>CASH FLOW FROM OPERATIONS</b>                                   |               |               |
| <b>Operating profit</b>  | 2 992         | -5 983        |
| <b>Adjustments:</b>  |               |               |
| Depreciation   | 26            | 31            |
| Other provisions   | -             | -94           |
| <b>Change in working capital</b>                                   |               |               |
| Business receivables, increase (-) decrease (+)                    | 45            | 439           |
| Non-interest-bearing liabilities, increase (+) decrease (-)        | -56           | -298          |
| Interest-bearing liabilities, increase (+) decrease (-)            | 2 800         | -500          |
| Investments, increase (-) decrease (+)                             | -8 796        | 1 092         |
| <b>Total change in working capital</b>                             | -6 008        | 734           |
| <b>Cash flows from operations before financial items and taxes</b> | -2 989        | -5 312        |
| <b>Financial income and expenses</b>                               | -133          | -391          |
| <b>Taxes</b>   | -             | -3            |
| <b>CASH FLOW FROM OPERATIONS</b>                                   | <b>-3 122</b> | <b>-5 706</b> |
| <b>CASH FLOW FROM INVESTMENTS</b>                                  |               |               |
| <b>Investing activities to tangible and intangible assets</b>      | 11            | -6            |
| <b>Investing activities to investments</b>                         | 527           | 1 205         |
| <b>CASH FLOW FROM INVESTMENTS</b>                                  | <b>537</b>    | <b>1 199</b>  |
| <b>CASH FLOW FROM FINANCING</b>                                    |               |               |
| <b>Acquisition of own shares</b>                                   | 1 054         | -18           |
| <b>Share issue</b>   | 2 160         | 2 300         |
| <b>CASH FLOW FROM FINANCING</b>                                    | <b>3 214</b>  | <b>2 282</b>  |
| <b>Increase/decrease in liquid assets</b>                          | 629           | -2 224        |
| <b>Liquid assets 1 Jan.</b>  | 1 060         | 3 284         |
| <b>Liquid assets 31 Dec.</b>                                       | 1 689         | 1 060         |

Liquid assets contain cash in hand and cash at bank and financial securities.



## **ACCOUNTING PRINCIPLES**

### **Changes in Group structure**

Any changes in Group structure have been presented in the report by the Board of Directors.

### **Net sales**

The net sales include the capital returns and income from investments in private equity funds, the sales of private equity fund units and the dividends paid by the investment objects of private equity funds in form of partnerships.

### **Valuation of inventories**

The inventories include the investments in private equity funds and other investments pertaining to the company's actual business. The inventories are valued at acquisition cost or at a lower probable repurchase or transfer price. In connection with a return of the capital invested in a private equity fund, the corresponding share of the acquisition cost of the private equity fund investment is entered as change in inventories.

### **Valuation of current assets**

The securities included in current assets are valued at acquisition cost or at a lower market price.

### **Depreciation principles**

A depreciation plan drawn up in advance has been used when defining the depreciation according to plan. The depreciation according to plan is calculated as straight-line depreciation based on the original acquisition cost. Long-term expenses are depreciated over 3 to 10 years. Machinery and equipment is depreciated over 4 to 10 years.

### **Foreign currency items**

The receivables and debts in foreign currencies have been translated to euros according to the rate prevailing on the balance sheet day.

## NOTES TO THE INCOME STATEMENT OF THE PARENT COMPANY (FAS)

| EUR 1 000  | 2010         | 2009          |
|--|--------------|---------------|
| <b>1 NET SALES</b>   |              |               |
| Dividends  | 1            | -             |
| Return of capital from private equity funds  | 4 539        | 1 561         |
| <b>TOTAL</b>   | <b>4 540</b> | <b>1 561</b>  |
| <b>2 MATERIAL AND SERVICES</b>   |              |               |
| Investments  |              |               |
| Purchases during the financial period  | -8 679       | -4 509        |
| Change in inventories  |              |               |
| Private equity investments   | 8 796        | -1 092        |
| Equity fund investments  | -55          | -381          |
| <b>TOTAL</b>   | <b>62</b>    | <b>-5 982</b> |
| <b>3 STAFF COSTS</b>   |              |               |
| Salaries and remunerations   | -557         | -494          |
| Pension costs  | -110         | -93           |
| Other indirect employee costs  | -21          | -20           |
| <b>TOTAL</b>   | <b>-688</b>  | <b>-606</b>   |
| Average number of personnel during the fiscal year   | 5            | 6             |
| <b>4 DEPRECIATIONS AND AMORTISATIONS</b>   |              |               |
| Depreciations and amortisations on tangible and intangible assets                                  | -26          | -31           |
| Depreciation specification to balance sheet item is included under intangible and tangible assets. |              |               |
| <b>5 OTHER OPERATING COSTS</b>   |              |               |
| Management fees paid for Amanda Advisors Ltd   | -100         | -100          |
| Fees for advisory services   | -42          | -81           |
| Fees for audit services  | -52          | -44           |
| Auditing fees  | -51          | -44           |
| Tax consulting   | -1           | -             |
| Other expenses   | -701         | -699          |
| <b>TOTAL</b>   | <b>-896</b>  | <b>-925</b>   |

|   |             |               |
|---|-------------|---------------|
| <b>6 FINANCIAL INCOME AND EXPENSES</b>                        | 2010        | 2009          |
| <b>Financial income</b>                                       |             |               |
| Group companies   | 900         | 1 000         |
| Interest income   | 2           | 9             |
| <b>TOTAL</b>  | <b>902</b>  | <b>1 009</b>  |
| <b>Impairment from investments held as non-current assets</b> | <b>-402</b> | <b>-1 205</b> |
| <b>Financial expenses</b>                                     |             |               |
| Interest expense from current liabilities                     | -383        | -91           |
| Other financial expenses                                      | -250        | -104          |
| <b>TOTAL</b>  | <b>-633</b> | <b>-195</b>   |
| <b>FINANCIAL INCOME AND EXPENSES TOTAL</b>                    | <b>-133</b> | <b>-391</b>   |
| <b>7 EXTRAORDINARY ITEMS</b>                                  |             |               |
| <b>Extraordinary income</b>                                   |             |               |
| Group contribution from Amanda Advisors Ltd                   | 2 100       | 1 960         |

## NOTES TO THE BALANCE SHEET OF THE PARENT COMPANY (FAS)

| EUR 1 000  | 2010         | 2009         |
|--|--------------|--------------|
| <b>8 INTANGIBLE AND TANGIBLE ASSETS</b>                |              |              |
| <b>Intangible rights</b>                               |              |              |
| Acquisition cost 1 Jan.                                | 56           | 54           |
| Increases  | -            | 2            |
| Acquisition cost 31 Dec.                               | 56           | 56           |
| Accumulated amortisation and impairment losses 1 Jan.  | -26          | -14          |
| Amortisation for the period                            | -11          | -12          |
| Accumulated amortisation and impairment losses 31 Dec. | -36          | -26          |
| <b>Carrying amount 31 Dec.</b>                         | <b>20</b>    | <b>31</b>    |
| <b>Machinery and equipment</b>                         |              |              |
| Acquisition cost 1 Jan.                                | 160          | 156          |
| Increases  | 7            | 3            |
| Decreases  | -17          | -            |
| Acquisition cost 31 Dec.                               | 149          | 160          |
| Accumulated amortisation and impairment losses 1 Jan.  | -101         | -82          |
| Depreciation for the period                            | -16          | -19          |
| Accumulated amortisation and impairment losses 31 Dec. | -117         | -101         |
| <b>Carrying amount 31 Dec.</b>                         | <b>32</b>    | <b>58</b>    |
| <b>Other tangible assets</b>                           |              |              |
| Acquisition cost 1 Jan.                                | 8            | 8            |
| Acquisition cost 31 Dec.                               | 8            | 8            |
| <b>9 INVESTMENTS</b>                                   |              |              |
| <b>Shares of subsidiary</b>                            |              |              |
| Acquisition cost 1 Jan.                                | 6 911        | 8 117        |
| Decreases  | -125         | -            |
| Acquisition cost 31 Dec.                               | 6 786        | 8 117        |
| Impairment losses                                      | -402         | -1 205       |
| <b>Carrying amount 31 Dec.</b>                         | <b>6 385</b> | <b>6 911</b> |

|           |   |            |              |
|-----------|---|------------|--------------|
| <b>10</b> | <b>INVENTORIES</b>  | 2010       | 2009         |
|           | <b>Private equity investments 1.1.</b>                    | 28 640     | 29 732       |
|           | Change in inventories                                     | 8 796      | -1 092       |
|           | <b>Private equity investments 31.12.</b>                  | 37 436     | 28 640       |
| <b>11</b> | <b>RECEIVABLES</b>  |            |              |
|           | <b>Long-term receivables</b>                              | 33         | 36           |
|           | <b>Short-term receivables</b>                             |            |              |
|           | Receivables from group companies                          |            |              |
|           | Other receivables   | 626        | 690          |
|           | Other short-term receivables                              | 101        | 65           |
|           | Accrued income  | 184        | 258          |
|           | <b>TOTAL</b>  | <b>910</b> | <b>1 013</b> |
|           | <b>RECEIVABLES TOTAL</b>                                  | <b>944</b> | <b>1 048</b> |
| <b>12</b> | <b>FINANCIAL SECURITIES</b>                               |            |              |
|           | <b>Replacement price 31 Dec.</b>                          | -          | 249          |
|           | <b>Carrying amount 31 Dec.</b>                            | -          | 166          |
|           | <b>DIFFERENCE</b>   | -          | -82          |
|           | The financial securities comprise shares in mutual funds. |            |              |
| <b>13</b> | <b>SHAREHOLDERS' EQUITY</b>                               |            |              |
|           | <b>Replacement price 31 Dec.</b>                          | 11 384     | 11 384       |
|           | <b>Share capital 31 Dec.</b>                              | 11 384     | 11 384       |
|           | <b>Share premium reserve 1 Jan.</b>                       | -          | 18 927       |
|           | Transfer invested unrestricted equity                     | -          | -18 927      |
|           | <b>Share premium reserve 31 Dec.</b>                      | -          | 0            |
|           | <b>Legal reserve 1 Jan.</b>                               | -          | 10 688       |
|           | Transfer invested unrestricted equity                     | -          | -10 688      |
|           | <b>Legal reserve 31 Dec.</b>                              | -          | 0            |
|           | <b>Restricted equity</b>                                  | 11 384     | 11 384       |
|           | <b>Invested unrestricted equity 1.1</b>                   | 29 614     | -            |
|           | Transfer from share premium reserve and legal reserve     | -          | 29 614       |
|           | <b>Invested unrestricted equity 31.12.</b>                | 29 614     | 29 614       |

|                                      | 2010          | 2009          |
|--------------------------------------|---------------|---------------|
| <b>Retained earnings 1 Jan.</b>      | -2 098        | 6 139         |
| Profit brought forward               | -4 418        | -8 221        |
| Dividends                            | -             | -             |
| Purchase of own shares               | -31           | -17           |
| Sale of own shares                   | 1 085         | -             |
| <b>Retained earnings 31 Dec.</b>     | -5 462        | -2 098        |
| <b>Profit for the financial year</b> | 4 960         | -4 418        |
| <b>Non-restricted equity</b>         | 29 112        | 23 099        |
| <b>SHAREHOLDERS' EQUITY 31 DEC.</b>  | <b>40 496</b> | <b>34 483</b> |

#### Calculation of distributable earnings 31 Dec.

|                                    |               |               |
|------------------------------------|---------------|---------------|
| Retained earnings                  | -5 462        | - 2 098       |
| Profit loss for the financial year | 4 960         | -4 418        |
| Invested unrestricted equity       | 29 614        | 29 614        |
| <b>DISTRIBUTABLE EARNINGS</b>      | <b>29 112</b> | <b>23 099</b> |

The share capital of the company consists of 22,767,746 shares. All share carry one vote.  
The nominal value of the share is 0.50 euros.

## 14 CURRENT LIABILITIES

|   |              |              |
|---|--------------|--------------|
| <b>Accounts payable</b>                 | 30           | 31           |
| <b>Prepayments from group companies</b> |              |              |
| Other                                   | 0            | -            |
| <b>Other liabilities</b>                |              |              |
| Interest-bearing liabilities            | 5 800        | 3 000        |
| Other                                   | 52           | 68           |
| <b>Total</b>                            | <b>5 852</b> | <b>3 068</b> |
| <b>Accrued expenses</b>                 | 135          | 175          |
| <b>TOTAL</b>                            | <b>6 018</b> | <b>3 274</b> |

## OTHER NOTES OF THE PARENT COMPANY

### PLEDGES, MORTGAGES AND OBLIGATIONS (EUR 1 000)

| Remaining commitments   | 31 Dec. 2010  | 31 Dec. 2009  |
|---|---------------|---------------|
| <b>Remaining commitments</b>  | 16 401        | 31 904        |
| <b>Leasing and rental commitments not later than one year</b>                           | 121           | 160           |
| <b>Leasing and rental commitments later than one year and not later than five years</b> | 24            | 81            |
| <b>TOTAL</b>  | <b>16 546</b> | <b>32 145</b> |

## SHARES AND SHAREHOLDERS

| Major shareholders                      | Number of shares  | Share of shares and votes, % |
|---|-------------------|------------------------------|
| Berling Capital Oy                      | 3 224 948         | 14.2                         |
| Veikko Laine Oy                         | 3 187 000         | 14.0                         |
| Ulkomarkkinat Oy                        | 2 927 000         | 12.9                         |
| Oy Hermitage Ab                         | 2 295 693         | 10.1                         |
| Mandatum Life Insurance Company Limited | 2 053 296         | 9.0                          |
| Ab Kelonia Oy                           | 405 500           | 1.8                          |
| Änkilä Petteri Juha Väinämö             | 350 500           | 1.5                          |
| Procurator-Holding Oy                   | 341 415           | 1.5                          |
| Finnish Cultural Foundation             | 340 000           | 1.5                          |
| Notalar Oy                              | 292 945           | 1.3                          |
| Rantanen Ilkka Sakari                   | 278 211           | 1.2                          |
| Foundation for Economi Education        | 276 800           | 1.2                          |
| Piela Ventures Oy                       | 260 000           | 1.1                          |
| Rausanne Oy                             | 236 200           | 1.0                          |
| Borg Peter Osvald Johanne               | 218 030           | 1.0                          |
| Sijoitusrahasto Danske Suomi kasvuosake | 216 973           | 1.0                          |
| Heinilä Olli Heikki                     | 215 030           | 0.9                          |
| Hoffström Petter Wilhelm                | 215 030           | 0.9                          |
| Iiskola Hannu Mikko Tapani              | 215 030           | 0.9                          |
| Orpana Jyrki Juhani                     | 215 030           | 0.9                          |
| Others                                  | 5 003 115         | 22.0                         |
| <b>TOTAL</b>                            | <b>22 767 746</b> | <b>100.0</b>                 |

The information is based on the situation in the shareholders register kept by Euroclear Finland Ltd on 31 December 2010.

| Ownership structure by sector 31.12.2010    | Number of shares  | Share of shares and votes, % |
|---|-------------------|------------------------------|
| <b>Corporations</b>                         | 13 745 076        | 60.4                         |
| <b>Financial and insurance institutions</b> | 2 574 269         | 11.3                         |
| <b>Public organisations</b>                 | 200 037           | 0.9                          |
| <b>Households</b>                           | 4 549 693         | 20.0                         |
| <b>Foreign</b>                              | 5 598             | 0.0                          |
| <b>Others 1)</b>                            | 1 693 073         | 7.4                          |
| <b>TOTAL</b>                                | <b>22 767 746</b> | <b>100.0</b>                 |

1) The others comprise non-profit organisations and shares not registered to securities system.

| Ownership structure according to number of shares held | Shares No./shareholder  | Number of owners | Share of shareholders, % |
|--|-------------------------|------------------|--------------------------|
|  | <b>1 -100</b>           | 1 315            | 37.8                     |
|  | <b>101 -500</b>         | 1 047            | 30.1                     |
|  | <b>501 -1.000</b>       | 454              | 13.0                     |
|  | <b>1.001 -5.000</b>     | 527              | 15.1                     |
|  | <b>5.001 -10.000</b>    | 66               | 1.9                      |
|  | <b>10.001 -50.000</b>   | 47               | 1.3                      |
|  | <b>50.001 -100.000</b>  | 2                | 0.1                      |
|  | <b>100.001 -500.000</b> | 19               | 0.5                      |
|  | <b>500.001 -</b>        | 6                | 0.2                      |
| <b>TOTAL</b>   |                         | <b>3 483</b>     | <b>100.0</b>             |

|   | Shares No./shareholders | Number of shares  | Share of No. of shares, % |
|---|-------------------------|-------------------|---------------------------|
|   | <b>1 -100</b>           | 53 292            | 0.2                       |
|   | <b>101 -500</b>         | 292 941           | 1.3                       |
|   | <b>501 -1.000</b>       | 369 254           | 1.6                       |
|   | <b>1.001 -5.000</b>     | 1 171 575         | 5.1                       |
|   | <b>5.001 -10.000</b>    | 493 816           | 2.2                       |
|   | <b>10.001 -50.000</b>   | 950 645           | 4.2                       |
|   | <b>50.001 -100.000</b>  | 167 163           | 0.7                       |
|   | <b>100.001 -500.000</b> | 4 667 394         | 20.5                      |
|   | <b>500.001 -</b>        | 14 594 957        | 64.1                      |
| <b>Total</b>  |                         | <b>22 761 037</b> | <b>100.0</b>              |
| <b>Shares that have not yet registered to securities depositary</b> |                         | 6 709             | 0.0                       |
| <b>TOTAL</b>  |                         | <b>22 767 746</b> | <b>100.00</b>             |



## Nominee-registered

923 106 of the company shares represent 4.1% of company votes and shares, were nominee-registered.

| Shares and share capital | Number of shares | Share capital |
|--------------------------|------------------|---------------|
| <b>Jan. 1, 2010</b>      | 22 767 746       | 11 383 873    |
| <b>Dec. 31, 2010</b>     | 22 767 746       | 11 383 873    |

The nominal value of the share is EUR 0.50. Each share carries one vote.

The minimum share capital according to the Articles of Association is 4 000 000 euros and the maximum share capital is 16 000 000 euros. The share capital may be increased or decreased within these limits without amending the Articles of Association.

## Management ownership

Specification for the Management ownership is shown in the notes to the balance sheet.

## Option programme

Amanda Capital Plc's Board of Directors has on 18 August 2010 decided to issue a maximum of 2 000 000 option rights to key employees of the Amanda Capital Plc Group. Each option right entitles its holder to subscribe for one new share in Amanda Capital Plc. The option rights are intended as part of the incentive and commitment scheme of key persons.

The option rights are valued at fair value on the date of their issue and entered as expense in the income statement during the period when the right arises. The fair value of the issued options on the day of issue has been defined by using the Black-Scholes option pricing model.

|   | 2010A<br>options | 2010B<br>options | 2010C<br>options | 2010D<br>options | 2010E<br>options |
|---|------------------|------------------|------------------|------------------|------------------|
| <b>Number of options</b>                | 400 000          | 400 000          | 400 000          | 400 000          | 400 000          |
| <b>Share subscription period begins</b> | 1 April 2012     | 1 April 2013     | 1 April 2014     | 1 April 2015     | 1 April 2016     |
| <b>Share subscription period ends</b>   | 31 May 2020      | 31 May 2020      | 31 May 2020      | 31 May 2020      | 31 May 2020      |

**Share subscription price** The share subscription price with an option right is EUR 2.50. It corresponds to the weighted average quotation of the company share at Nasdaq OMX Helsinki Oy during the period 1 January to 1 June 2010 with an addition of 47.7 per cent.

**Number of issued options** 450 000

### Information used in the Black-Scholes model

**Anticipated volatility** 25%  
**Interest rate at the time of issue** 2.31%

## Option programme 2009

The Board of Directors of Amanda Capital Plc has decided to cancel 3.11.2010 the Amanda Capital Plc option programme of 2009. All of the key employees to whom the options were granted in 2009, have either lost their options or have changed their 2009 options into the 2010 programme.

## **BOARD OF DIRECTORS' PROPOSAL FOR THE DISTRIBUTION OF PROFITS**

The Board of Directors proposition to the AGM

The Board of Directors proposes to the AGM that the result for the financial period be entered in the profit and loss account and that no dividend be paid out.

Helsinki, February 16, 2011

AMANDA CAPITAL PLC

Board of Directors

**Topi Piela**

**Esa Karppinen**

**Peter Fagernäs**

The Chairman of the Board

**Pertti Laine**

**Petri Niemisvirta**

These financial statements have been drawn up in compliance with good bookkeeping practice.

A report on the audit performed has been issued today.

Helsinki, February 16, 2011

ERNST & YOUNG OY

Authorized Public Accountant Firm

Kunto Pekkala

Authorized Public Accountant

## AUDITOR'S REPORT

### To the Annual General Meeting of Amanda Capital Plc

We have audited the accounting records, the financial statements, the report of the Board of Directors, and the administration of Amanda Capital Plc for the financial period 1.1. - 31.12.2010. The financial statements comprise the consolidated statement of financial position, statement of comprehensive income, statement of changes in equity and statement of cash flow, and notes to the consolidated financial statements, as well as the parent company's balance sheet, income statement, cash flow statement and notes to the financial statements.

### Responsibility of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of consolidated the financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, as well as preparation of financial statements and the report of the Board of Directors that give a true and fair view in accordance with laws and regulations governing the preparation of the financial statements and the report of the Board of Directors in Finland. The Board of Directors is responsible for the appropriate arrangement of the control of the company's accounts and finances, and the Managing Director shall see to it that the accounts of the company are in compliance with the law and that its financial affairs have been arranged in a reliable manner.

### Auditor's responsibility

Our responsibility is to express an opinion on the financial statements, on the consolidated financial statements and on the report of the Board of Directors based on our audit. The Auditing Act requires that we comply with requirements of professional ethics. We conducted our audit accordance with good auditing practice in Finland. Good auditing practice requires that we and plan and perform the audit to obtain reasonable assurance whether the financial statements and the report of the Board of Directors are free from material misstatement and whether the members of the Board of Directors of the parent company and the Managing Directors are guilty of an act of negligence which may result in liability in damages towards the company or violated the Limited Liability Companies Act or the articles of association of the company.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the report of the Board of Directors. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements and the report of the Board of Directors that give true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the report of the Board of Directors.

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

### Opinion on the consolidated financial statements

In our opinion, the consolidated financial statements give a true and fair view of the financial position, financial performance, and cash flows of the group in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU.

### Opinion on the company's financial statements and the report of the Board of Directors

In our opinion, the financial statements and the report of the Board of Directors give a true and fair view of both the consolidated and the parent company's financial performance and financial position in accordance with the laws and regulations governing the preparation of the financial statements and the report of the Board of Directors in Finland. The information in the report of the Board of Directors is consistent with the information in the financial statements.

## **Opinions based on assignment of the Board of Directors**

We support that the financial statements should be adopted. The proposal by the Board of Directors regarding the use of the result shown in the balance sheet is in compliance with the Limited Liability Companies Act. We support that the Members of the Board of Directors of the parent company and the Managing Directors should be discharged from liability for the financial period audited by us.

Helsinki, February 16, 2011

Ernst & Young Oy

Authorized Public Accountant Firm

Kunto Pekkala

Authorized Public Accountant



## CORPORATE GOVERNANCE STATEMENT 2010

**This Corporate Governance Statement has been drawn up separately from the report by the Board of Directors. The statement is not part of the official financial statements.**

### General

In addition to acts and regulations applicable to listed companies, Amanda Capital Plc complies with the Finnish Corporate Governance Code published by the Securities Market Association in 2010. The entire Code is available on the website of the Securities Market Association at [www.cgfinland.fi](http://www.cgfinland.fi).

Amanda Capital Plc departs from the following recommendations of the Code: 9. Number, composition and competence of the directors, 14. Number of independent directors, and 50. Internal audit. In addition, Amanda Capital Plc has no board committees. These departures and their justifications are explained below.

### General Meeting of Shareholders

The General Meeting is Amanda Capital Plc's highest decision-making body, at which the shareholders participate in the supervision and control of the company. Amanda Capital Plc convenes one Annual General Meeting (AGM) during each financial period. An Extraordinary General Meeting may be convened when necessary. Shareholders exercise their right to speak and vote at the General Meeting.

The General Meeting shall be organised in a manner that permits shareholders to exercise their ownership rights effectively. Amanda Capital Plc provides shareholders with sufficient information about the agenda of the General Meeting in advance. The advance information is provided in the notice of the General Meeting, other releases and on the company website. The goal is that the CEO, Chairman of the Board, and a sufficient number of directors attend the General Meeting. A person proposed as director for the first time shall participate in the General Meeting that decides on his/her election, unless there are well-founded reasons for the absence.

Amanda Capital Plc's Annual General Meeting was held on 14 April 2010.

## Board of Directors

The General Meeting elects the directors. The director candidates put forward to the Board shall be mentioned in the notice of the General Meeting, if the proposal has been made by the Board or if the candidate is supported by shareholders holding at least 10 per cent of the total votes carried by all the shares of the company, provided that the candidate has given his/her consent to the election. The candidates that have been proposed after the delivery of the notice of the meeting will be disclosed separately. The company's Articles of Association do not contain any provisions on the manner of proposing prospective directors. In its Annual Report, the company states the number of Board meetings held during the financial period as well as the average attendance of the directors. The members of the Board of Directors are elected for one year at a time.

A person elected director must have the qualifications required by the work of a director and sufficient time for taking care of the duties. The company facilitates the work of the Board by providing the directors with sufficient information on the company's operations. Amanda Capital Plc's Board of Directors consists of 5 to 7 members. The Board elects the Chairman from among its members.

The company reports the following biographical details and information on the holdings of the directors: name, year of birth, education, main occupation, primary working experience, date of commencement of board membership, primary simultaneous key positions of trust and shareholding in the company.

The members of Amanda Capital Plc's Board of Directors shall provide the Board and the company with sufficient information for the evaluation of their qualifications and independence and notify of any changes in such information.

The Annual General Meeting held on 14 April 2010 elected the following persons to the Board:

Topi Piela, born 1962, member of the Board since 2004 (independent of the company). Topi Piela, Chairman of the Board, M.Sc. (Econ.), CEFA, is Managing Director and Board member of Balance Capital Oy.

Peter Fagernäs, born 1952, member of the Board since 2007 (independent of the company). Peter Fagernäs, LL.M., is Chairman of the Board of Oy Hermitage Ab and Managing Director of Hermitage & Co Oy.

Esa Karppinen, born 1952, member of the Board since 2006 (independent of the company). Esa Karppinen, LL.M., is the Group CEO of Berling Capital Ltd.

Pertti Laine, born 1941, member of the Board since 2006 (independent of the company). Pertti Laine, M.Sc. (Econ.), is the Chairman of the Board of Veikko Laine Oy.

Petri Niemisvirta, born 1970, member of the Board since 2006 (independent of the company and its major shareholders). Petri Niemisvirta, LL.M., is Managing Director of Mandatum Life Insurance Company Ltd.

Amanda Capital Plc's Board of Directors has a written charter covering its operations. Below is a list of the most important principles and duties mentioned in the charter:

- the Board shall be responsible for the administration of the company and the appropriate organisation of the company's operations
- the Board shall steer and supervise the company's operative management as well as appoint and dismiss the CEO
- the Board shall approve the company's strategic goals
- the Board shall approve the company's risk management principles and make sure that the management system functions well
- the Board shall ensure that the company confirms the values that are to be applied in its operations
- the Board shall promote the interests of the company and all its shareholders
- the members of the Board do not represent the parties who proposed them as Board members when working on the Board
- the Board shall assess its performance and working methods annually, either by means of internal self-evaluation or by using an external evaluator.

During the financial period 2010, the Board of Directors of Amanda Capital Plc convened 11 times, average attendance being 96 per cent.

The majority of the members of Amanda Capital Plc's Board of Directors are independent of the company. The Board of Directors assesses the independence of the directors and states on the company website which of the directors have been deemed independent. When evaluating independence, the circumstances of private individuals or legal entities regarded as related parties of the director, as referred to in Chapter 1, section 4 of the Finnish Limited Liability Companies Act, will be taken into consideration in all situations. Companies belonging to the same group as a company are comparable with the company.

At the Annual General Meeting 2010, the shareholders elected for Amanda Capital Plc a Board of Directors representing the best experience and expertise that the company needs in its present situation. Amanda Capital Plc has several major shareholders, compared with other listed companies, and their expertise in the sector is very strong, due to which the company departs from the Code (Recommendation 14. Number of independent directors), and there is only one person who is independent of the major shareholders among the directors. The Board of Directors and shareholders are looking for a suitable female member to the Board of the company in order to fulfil the recommendation of the Code (Recommendation 9. Number, composition and competence of the directors) regarding the gender of the directors. There was no suitable female candidate, familiar with the company's field of operations, who could be proposed as candidate to the General Meeting of 2010. The Board and shareholders will continue to look for a female candidate and aim at proposing a female candidate who knows the company's field of operations well as director at subsequent General Meetings.

## Board Committees

Amanda Capital Plc does not have any committees due to the size of the company and its Board.

## CEO

The CEO is in charge of the day-to-day administration of the company in accordance with the regulations of the Finnish Limited Liability Companies Act and instructions and orders issued by the Board of Directors. The CEO may take measures which, considering the scope and nature of the operations of the company, are unusual or extensive, with the authorisation of the Board. The CEO ensures that the accounting practices of the company comply with the law and that financial matters are organised in a reliable manner.

## Amanda Capital Plc's Board of Directors appoints the CEO.

Martin Paasi, M.Sc. (Econ.), CEFA (born 1972), acted as CEO from 1 January 2010 to 22 June 2010. Petter Hoffström, CFO, M.Sc. (Econ.) (born 1968), worked as acting CEO from 22 June 2010.

In addition, the company discloses the same biographic details and information on the holdings of the CEO as of the directors. The CEO shall not be elected Chairman of the Board.

## Substitute for the CEO

The substitute for the CEO is responsible for the CEO's duties in the event that the CEO is unable to attend to them. Amanda Capital Plc's Board of Directors appointed Jyrki Orpana, LL.M. (born 1962), substitute for the CEO on 13 September 2010.

The company discloses the same biographic details and information on the holdings of the substitute for the CEO as of the directors.

## Remuneration statement

The Annual General Meeting of Amanda Capital Plc confirmed the following remuneration for the directors in April 2010: Chairman of the Board 2 000 euros per month and the directors 1 000 euros per month. The remuneration is paid in cash. The members of Amanda Capital Plc's Board of Directors have no share-related rights, nor are they covered by any other remuneration scheme.

The terms of the CEO's employment relationship have been specified in writing in the CEO's contract of employment approved by the Board. Both parties may give notice on this contract with a period of notice of two (2) months. When notice is given by the company for whatever reason or if the contract is terminated through mutual agreement by the company and the CEO, the CEO is entitled to a compensation corresponding to his/her overall salary for the six (6) months preceding the termination of the contract, which compensation is paid on the day when the contract is terminated.

The remuneration of the CEO consists of a fixed monthly salary and an options scheme. The Board of Directors decides on the CEO's remuneration.

In 2010, the CEO was paid an overall salary of 362 125 euros. The sum comprises a compensation for the termination of employment and indirect employee costs.

The retirement age and pension of the CEO are determined in accordance with the Finnish Employees Pensions Act.

The remuneration of the substitute for the CEO consists of a fixed monthly salary. The Board of the company decides on the remuneration of the substitute for the CEO.

### Other executives

Due to its size, the company has no other executives, as defined in the Corporate Governance Code.

Main features of the internal control and risk management systems in relation to the financial reporting process

Amanda Capital Plc's Board of Directors monitors that the CEO manages the day-to-day administration of the company in accordance with the instructions and orders given by the Board. The Board monitors the activities of the Investment Committee and its investments proposals.

Amanda Capital Plc is a private equity investment company that makes private equity fund investments mainly in Europe. In addition, Amanda Capital Plc's subsidiaries manage their clients' private equity fund investments and act as general partners in the private equity funds of funds that they have established. The investment strategy of Amanda Capital Plc specifies the limits for individual risk concentrations of investments made from the balance sheet of the parent company. The Board of Directors of the company monitors compliance with the investment strategy. Four times a year, the Board of Directors receives a report on the company's investment portfolio. The investment strategy is presented in more detail on the company website.

Amanda Capital Plc operates in such a manner that it retains the freedom to decide which investment objects to buy and sell. The company tries to avoid situations in which it is the principal shareholder in an investment object. The company exercises its rights of ownership by participating in general meetings of shareholders, unit holder meetings, and other investor events organised by the investment objects.

The risks associated with Amanda Group's business mainly consist of investment-related risks, i.e. the market risk, currency risk and liquidity risk. Amanda has tried to diversify the risks of investment operations by making investments in private equity funds that make investments in different geographic regions and sectors. Risks are managed comprehensively through an investment process and investment strategy confirmed by Amanda Capital Plc's Board of Directors.

The investment objects are selected through an investment process, in which the Investment Committee screens potential

investment objects that are subjected to a Due Diligence review, in which the fund's personnel, documentation and other factors essentially related to the administration and development of the fund are examined. The final investment proposals are submitted to Amanda Capital Plc's Board of Directors for assessment and decision-making. The final investment proposals of funds managed by Amanda are submitted to the Board of the company that acts as general partner for assessment and decision-making.

The Group's liquidity is monitored continuously, and good liquidity is maintained by only investing the surplus liquidity in objects with a low risk, which can be turned into cash rapidly and at a clear market price. The exits of private equity funds from the target companies have an essential impact on liquidity. On the other hand, the management of private equity investments is characterised by long-term management agreements that produce a stable cash flow and improve the predictability of the company's liquidity.

The aim of the financial reporting process is to produce up-to-date financial information and make sure that decision-making is based on reliable information. The monthly and quarterly reports of the Amanda Group are produced with the financial reporting process. The Group draws up monthly a consolidated income statement and balance sheet report, which is checked by the CEO. Each quarter, the financial management of the Group provides the Board with calculations on the Group's result and balance sheet, cash flow, changes in shareholders' equity, Group key figures, changes in the private equity fund investments, a liquidity follow-up calculation as well as other reports needed to ensure the reliability of financial reporting. Amanda's Board monitors that the financial reporting process produces financial information of a high quality.

Due to the small size of the company and the transparency of its operations, the Board of Directors has decided that there is no need for separate internal audit (Recommendation 50. Internal audit). The CEO is responsible for the tasks of the internal audit function. The CEO may assign external evaluators to carry out audits on areas that the CEO deems necessary.

### Insider administration

Amanda Capital Plc complies with the Insider Guidelines of NASDAQ OMX Helsinki Ltd of 1 January 2006.

The company maintains an insider register on statutory insiders and company-specific insiders. The statutory insider register, which is public, includes the members of the company's Board of Directors, the CEO, the substitute for the CEO and the auditor with main responsibility. The company-specific insider register comprises the entire personnel of the company. The insider register is maintained by Euroclear Finland Ltd.

Those who are regarded as Amanda Capital Plc's insiders or those whose interests they protect (persons under guardianship) or corporations they control are not be permitted to trade in Amanda Capital Plc's shares on a short-term basis. Investments are regarded as short-term investments when the period

between the purchase and transfer or the transfer and purchase of the security is less than one (1) month.

Company insiders may not trade in securities issued by the company for 14 days prior to the publication of the company's interim report and financial statements bulletin. It is recommended that insiders schedule their trading, as far as possible, to periods during which the market has as complete information as possible on issues influencing the value of the share.

The restriction on trading is applied to the company's permanent insiders, those under their guardianship and the organisations they control, as referred to in Chapter 1, section 5 of the Securities Markets Act. The restriction on trading does not apply to auditors, nor corporations in which insiders exercise significant influence.

It is contrary to good practice and forbidden to circumvent the trading restriction by trading in shares on one's own behalf in the name of a related party or through other intermediaries, such as organisations in which the insider exercises significant influence.

The company uses a register on project-specific insiders in issues or arrangements that deviate from the company's regular business activities due to their nature or size. The company evaluates on a case by case basis whether an issue or arrangement under preparation is to be deemed a project. The purpose of the project-specific register is to clarify the moment at which a person is to be regarded as an insider and to make the processing of insider information more efficient.

Amanda Capital Plc has informed its permanent insiders of the company's Guidelines for Insiders. The company has a designated person in charge of insider issues, who carries out tasks related to the management of insider issues. The company checks the information to be declared with the permanent insiders annually. In addition, the company checks at least once a year the trading of the permanent insiders based on the register information of Euroclear Finland Ltd.

## **Audit**

The proposal for the election of an auditor prepared by the Board of Directors of the company will be disclosed in the notice of the General Meeting. If the Board has not arrived at a decision on the prospective auditor by the time the notice is sent, the candidacy will be disclosed separately.

In 2010, the auditor of Amanda Capital Ltd was Ernst & Young Oy, Authorized Public Accountants. The responsible auditor was Kunto Pekkala, APA.

## **Auditors' fees**

The independent auditors have been paid the following amounts for the services related to the audit of the financial statements 2010 and for other services:

The fees for the audit and closely related fees in 2010 were 79 232 euros (2009: 75 930 euros).

The other services in 2010 amounted to 861 euros (2009: 2 281 euros).

## **Disclosure of information**

The major issues concerning Amanda Capital Plc's administration are disclosed on the company's website ([www.amandacapital.fi](http://www.amandacapital.fi)). The stock exchange releases are available on the company website immediately after their publication.



## THE BOARD OF DIRECTORS AND CEO

### The Board of Directors since 14 April 2010

**Topi Piela, born 1962,  
Member of the Board since 2004  
Chairman of the Board of Directors**

Topi Piela, Msc.Econ, CEFA is the Managing Director and a board member of Balance Capital Oy. Mr. Piela served as the Managing Director of Amanda Capital Plc from 2000 until the spring of 2004, when he assumed the position of the Board of Directors. Piela's previous positions include Investment Director at Ilmarinen Mutual Pension Insurance Company, Managing Director and co-founder of Arctos Rahasto Oy, and Securities and Investment Director of Ålandsbanken Ab. He has also served on the investment committees of several Finnish and European private equity funds. Mr. Piela is a member of the Board of Directors of Balance Capital Ltd, Piela Ventures Oy, Stonesoft Plc, JJPPT and Holding Ltd. He is also a member of the State Pension Fund investments committee, and Hallitusammattilaiset ry (the Finnish Association of Professional Board Members).

Mr. Piela is independent of the company.

**Esa Karppinen, born 1952,  
a Member of the Board since 2006**

Esa Karppinen, Master of Laws, has been the Group CEO in Berling Capital Ltd since 1986. Before this Mr. Karppinen served as Deputy CEO and CFO in Expaco Ltd. Mr. Karppinen holds



The Board of Directors standing from left: Pertti Laine, Peter Fagernäs and Esa Karppinen. Sitting: Petri Niemisvirta and Topi Piela.

several positions of trust such as the Chairman of the Board in Oy Air Finland Ltd and Member of the Board in Aspo Plc, Plc and Taaleritehdas Oy.

Mr. Karppinen is independent of the company.

**Peter Fagernäs, born 1952,  
Member of the Board since 2007**

Peter Fagernäs, L.L.M, has been Managing Partner in Hermitage & Co. Ltd and Chairman of the Board in Oy Hermitage Ab since 2003. Before this Mr. Fagernäs served as Executive Chairman in Pohjola Group Plc and also Executive Chairman in Convetum Plc. Mr. Fagernäs holds several positions of trust such as the Chairman of the Board of Directors in Taaleritehdas Ltd and Member of the Board in Winnpak Plc (Canada).

Mr. Fagernäs is independent of the company.

**Pertti Laine, born 1941,  
Member of the Board since 2006**

Pertti Laine, M.Sc. (econ.) holds several positions of trust in different companies. Mr. Laine is the Chairman of the Board in Veikko Laine Oy, Länsiauto Ltd and in United Bankers Ltd.

Mr. Laine is independent of the company.

**Petri Niemisvirta, born 1970,  
Member of the Board since 2006**

Petri Niemisvirta, Master of Laws, has been the Managing Director of Sampo Life Insurance Company Limited and a member of Group Executive Committee of Sampo Group since 2001. Before this Mr. Niemisvirta served as Managing Director in Evli Life Ltd. and in different positions in Sampo Life Insurance Company Limited. Mr. Niemisvirta holds several positions of trust such as the Chairman of the Life Insurance section in Federation of Finnish Financial Services, Member of the Board in Federation of Finnish Industries, Consumers' Insurance office, Nordben Life and Pension Insurance Co. Limited and Silta Ltd.

Mr. Niemisvirta is independent of the company and major shareholders in the company.

### CEO

Martin Paasi, M.Sc. (Econ.), CEFA (born 1972), acted as CEO from 1 January 2010 to 22 June 2010. Petter Hoffström, CFO, M.Sc. (Econ.) (born 1968), worked as acting CEO from 22 June 2010.



## FINANCIAL REPORTS IN 2011

### Amanda's financial reports in 2011

Interim reports of Amanda will be published as follows in 2011:

Interim Report January – March: Wednesday, May 18

Interim Report January - June: Wednesday, August 24

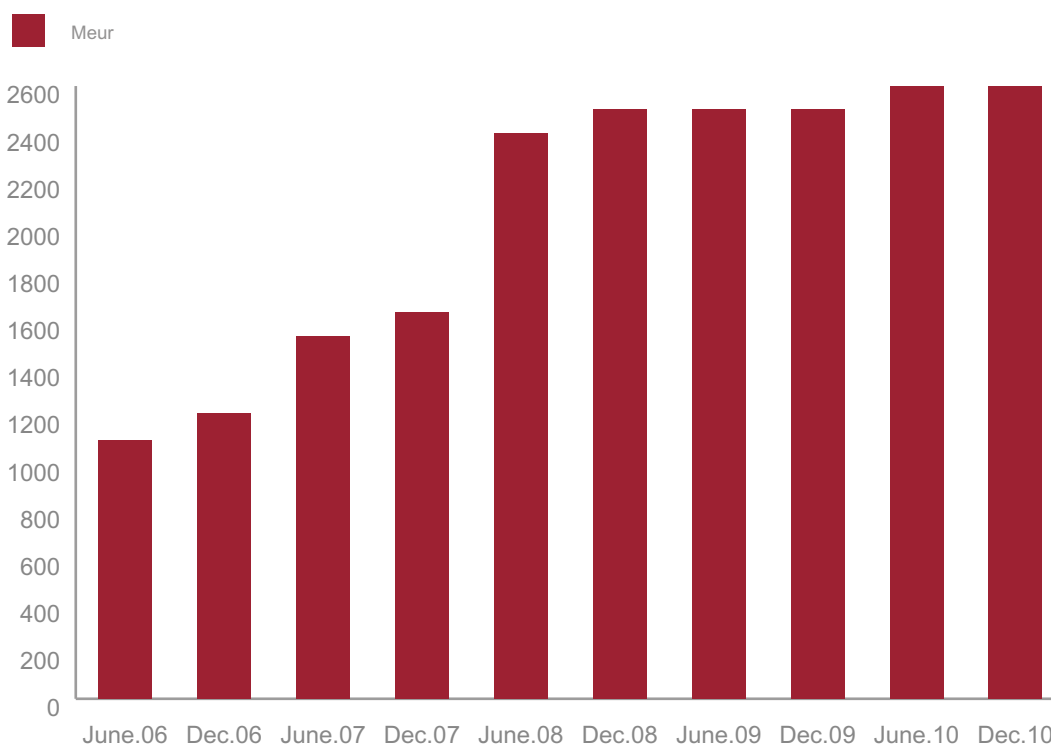
Interim Report January - September: Wednesday, November 23

Interim reports, stock exchange releases and the Annual Report are available and printable at Amanda's website [www.amandacapital.fi](http://www.amandacapital.fi). Quarterly published Amada's Private Equity Market is also available at Company's website.

## MANAGEMENT AND CONSULTANCY OF PRIVATE EQUITY INVESTMENTS

During the period under review, Amanda has started to raise means to a private equity fund of funds called Amanda V East. The fund makes investments in unlisted companies in Russia and Eastern Europe through private equity funds. The target size of the fund is EUR 150 million.

### Development of Amanda's assets under management 2006 – 2010 (original commitments), Meur

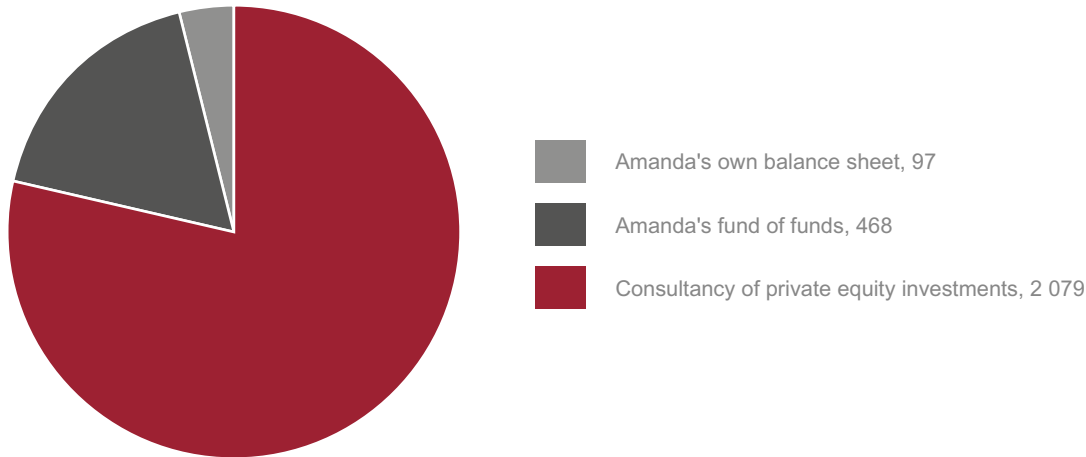


The management of private equity funds is characterised by long-term management agreements lasting often ten years. Because of the prolonged agreements Amanda already knows the management fee cash flows for many years forward.

## ASSETS UNDER MANAGEMENT

Amanda Capital Plc's wholly-owned subsidiary Amanda Advisors Ltd is responsible for the private equity investment management and consulting services. The assets under management currently total 2.6 billion euros, of which around 2.1 billion euros are Amanda's clients' private equity assets. The remainder of the assets are investments by the parent company Amanda Capital Plc.

### Assets under management 31.12.2010, Meur



Amanda offers its clients consulting services related to private equity investments. Clients such as insurance and pension companies and foundations have outsourced their private equity investment operations or part of them to Amanda. Amanda's investment team actively looks for new investment targets. The continuous monitoring and reporting has an important role in the range of services offered.

## FUNDS OF FUNDS

Amanda also makes investments in the six private equity funds of funds that it has established. These funds have over 50 institutional investors from ten countries.

Amanda's private equity fund of funds are close ended limited partnerships intended for professional investors. There will be new fund of funds launched in the future.

### The First European Fund Investments UK L.P. (EFI I)

|                         |  |
|-------------------------|--|
| Strategy:               | The fund invests in technology and buyout private equity funds in Western Europe.              |
| Vintage year:           | 1999   |
| Size of the fund:       | 87.8 MEUR  |
| Management fee:         | 1.32% p.a. After the sixth year the fee is decreased by 10% p.a.                               |
| Carried interest:       | 5% of the profit when the investors have obtained an annual return of 6% on their investments. |
| Amada's own commitment: | 0.64 MEUR  |

#### Updated on 30 Sept. 2010:

|   |                                      |
|---|--------------------------------------|
| Commitments:                                | 23 commitments totalling 87.0 MEUR.  |
| Remaining cost:                             | 40.8 MEUR                            |
| Market value:                               | 22.4 MEUR                            |
| Distribution (capital + profit):            | 72.1 MEUR. The fund is not in carry. |
| Total value (market value + distributions): | 94.5 MEUR                            |

### European Fund Investments II L.P. (EFI II)

|   |  |
|---|--|
| Strategy:                                   | The fund invests in technology and buyout private equity funds in Western Europe.              |
| Vintage year:                               | 2001   |
| Size of the fund:                           | 88.4 MEUR  |
| Management fee:                             | 1.1% p.a. After the sixth year the fee is decreased by 15% p.a.                                |
| Carried interest:                           | 5% of the profit when the investors have obtained an annual return of 8% on their investments. |
| Amanda's own commitment:                    | 0.86 MEUR  |
| <b>Updated on 30 Sept. 2010:</b>            |  |
| Commitments:                                | 20 commitments totalling 87.4 MEUR.  |
| Remaining cost:                             | 57.5 MEUR  |
| Market value:                               | 49.1 MEUR  |
| Distribution (capital + profit):            | 27.4 MEUR. The fund is not in carry.   |
| Total value (market value + distributions): | 76.5 MEUR  |

### Mandatum Private Equity Fund I L.P.

|   |  |
|---|--|
| Strategy:                                   | The fund invests in private equity funds in Western Europe that carry out medium-sized buyouts.  |
| Vintage year:                               | 2002   |
| Size of the fund:                           | 50.0 MEUR  |
| Management fee:                             | 0.75% p.a. After the sixth year the fee is decreased by 10% p.a.                                 |
| Carried interest:                           | 7.5% of the profit when the investors have obtained an annual return of 8% on their investments. |
| <b>Updated on 30 June. 2010:</b>            |  |
| Commitments:                                | 10 commitments totalling 49.8 MEUR   |
| Remaining cost:                             | 35.0 MEUR  |
| Market value:                               | 30.8 MEUR  |
| Distribution (capital + profit):            | 22.7 MEUR. The fund is not in carry.   |
| Total value (market value + distributions): | 53.5 MEUR  |

### Mandatum Private Equity Fund II L.P.

|                   |   |
|-------------------|---|
| Strategy:         | The fund invests in venture capital funds in the US. The fund has been established for two clients and its investments operations have been outsourced. |
| Vintage year:     | 2003  |
| Size of the fund: | 4.0 MEUR<br>16.0 MUSD   |
| Other:            | The fund has no return-related fee structure. The management fee is of minor significance to Amanda.  |

### Amanda III Eastern Private Equity L.P.

|   |  |
|---|--|
| Strategy:                                   | The fund invests in local private equity funds that look for mid-market buyout investment objects in Russia, the former Soviet republics and Eastern Europe. |
| Vintage year:                               | 2006   |
| Size of the fund:                           | 110.2 MEUR   |
| Management fee:                             | 1% p.a. after the seventh year the fee is decreased by 10% p.a.  |
| Carried interest:                           | 10% of the profit when the investors have obtained an annual return of 6% on their investments.  |
| Amanda's own commitment:                    | 10.0 MEUR  |
| <b>Updated on 30 Sept. 2010:</b>            |  |
| Commitments:                                | 14 commitments totalling EUR 96.8 million  |
| Remaining cost:                             | 46.4 MEUR  |
| Market value:                               | 49.4 MEUR  |
| Distribution (capital + profit):            | 4.5 MEUR. The fund is not in carry.  |
| Total value (market value + distributions): | 53.9 MEUR  |

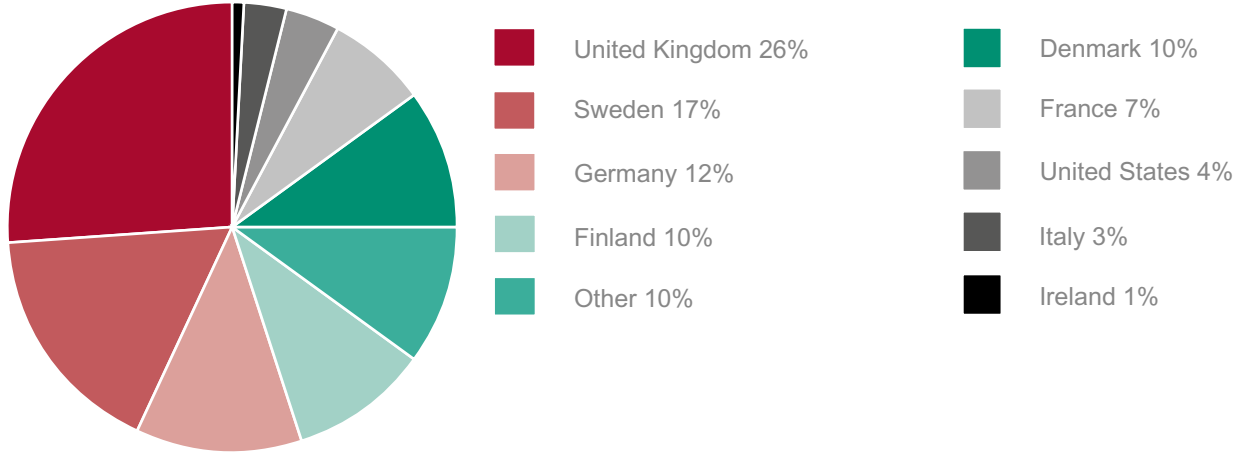
### Amanda IV West L.P.

|   |  |
|---|--|
| Strategy:                                   | The fund invests in private equity funds in Western Europe that carry out medium-sized buyouts.  |
| Vintage year:                               | 2007   |
| Size of the fund:                           | 90.0 MEUR  |
| Management fee:                             | 0.8% p.a. after the sixth year the fee is decreased by 10% p.a.                                  |
| Carried interest:                           | 7.5% of the profit when the investors have obtained an annual return of 8% on their investments. |
| Amanda's own commitment:                    | 5.0 MEUR   |
| <b>Updated on 30 Sept. 2010:</b>            |  |
| Commitments:                                | 11 commitments totalling 77.0 MEUR   |
| Remaining cost:                             | 15.9 MEUR  |
| Market value:                               | 10.1 MEUR  |
| Distribution (capital + profit):            | 0.9  |
| Total value (market value + distributions): | 10.9 MEUR  |

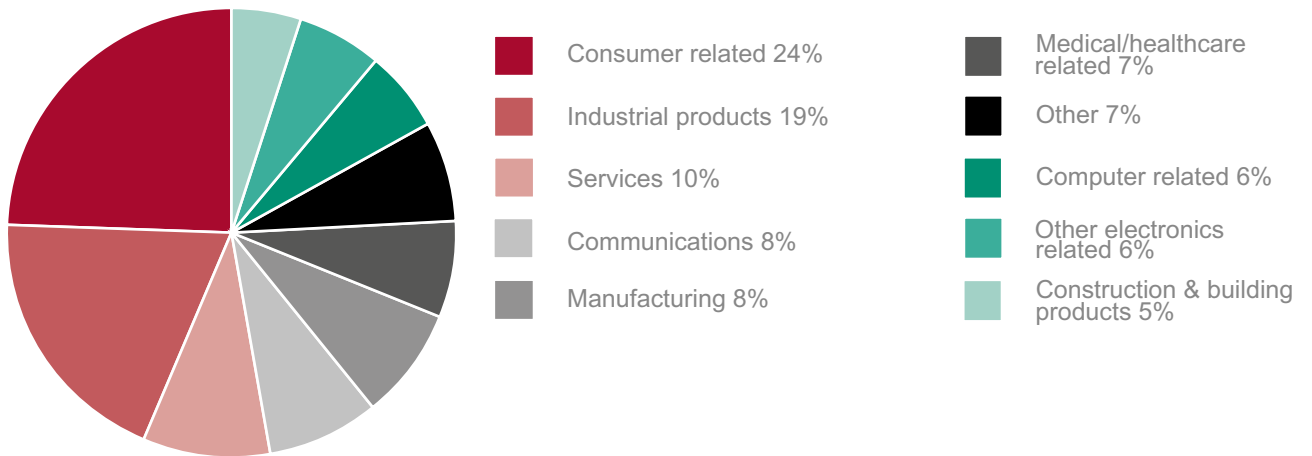
## INVESTMENT ACTIVITIES

### DIVERSIFICATION OF INVESTMENTS OF AMANDA CAPITAL PLC, DECEMBER 31, 2010 (AT COST)

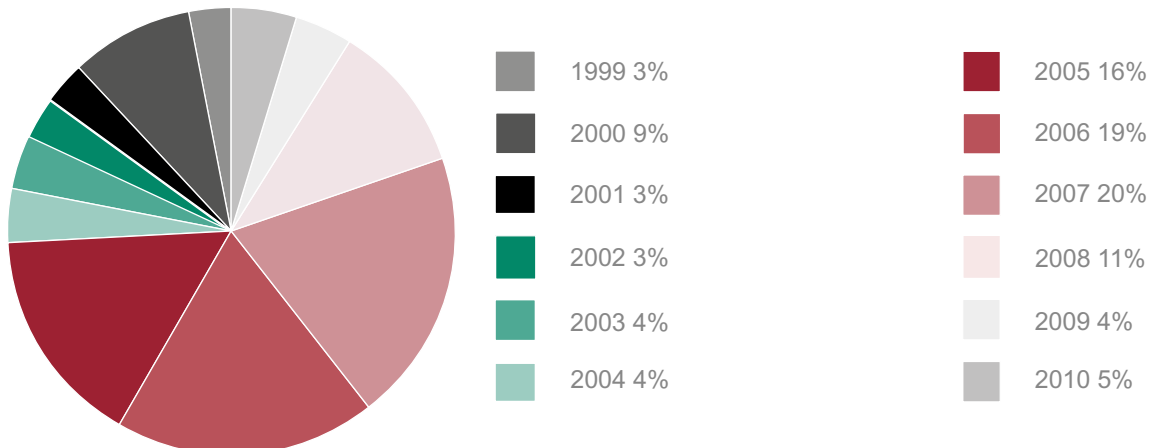
#### Geographic (by portfolio cost)



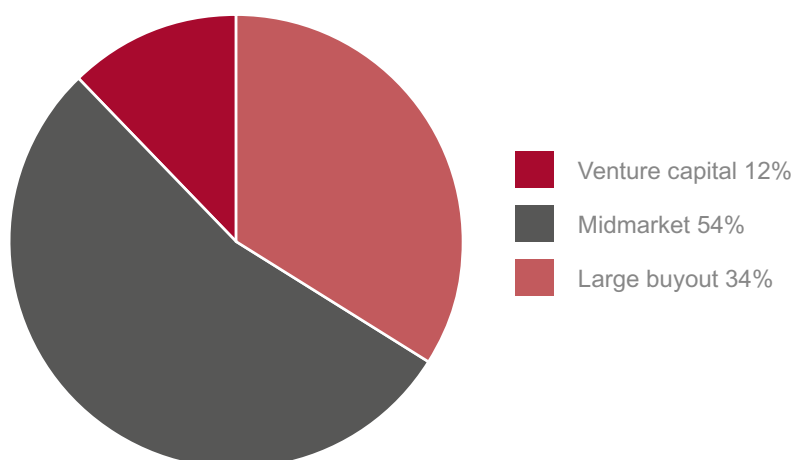
#### Industry sector (by portfolio cost)



#### Vintage (by portfolio cost)



## Stage (by cost)



## CURRENT PRIVATE EQUITY INVESTMENTS OF AMANDA CAPITAL PLC

Amanda Capital Plc has invested in 21 private equity funds and five private equity fund of funds that it manages itself.

### Amanda III Eastern Private Equity L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2006   |
| Management company     | Amanda Advisors Ltd  |
| Total size of the Fund | 110.2 MEUR   |
| Amanda's commitment    | 10.0 MEUR  |
| Financing stage        | Buyout   |
| Geographical focus     | Russia, IVY, CIS countries, Central and Eastern Europe         |
| Target funds           | Midmarket private equity funds                                 |
| www pages              | <a href="http://www.amandacapital.fi">www.amandacapital.fi</a> |

### Amanda V East L.P.

|                        |                     |
|------------------------|---------------------|
| Vintage year           | 2008                |
| Management company     | Amanda Advisors Ltd |
| Total size of the Fund | 5.0 MEUR            |
| Amanda's commitment    | 5.0 MEUR            |

### Amanda IV West L.P.

|                        |  |
|------------------------|--|
| Vintage year           | 2007   |
| Management company     | Amanda Advisors Ltd  |
| Total size of the fund | 90.0 MEUR  |
| Amanda's commitment    | 5.0 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Western Europe   |
| Target funds           | Midmarket private equity funds                                 |
| www pages              | <a href="http://www.amandacapital.fi">www.amandacapital.fi</a> |

### The First European Fund Investments UK L.P. (EFI I)

|                        |  |
|------------------------|--|
| Vintage Year           | 1999   |
| Management company     | Amanda Advisors Ltd  |
| Total size of the Fund | 88.0 MEUR  |
| Amanda's commitment    | 0.64 MEUR  |
| Financing stage        | Buyout/venture capital   |
| Geographical focus     | Europe   |
| Target funds           | Midmarket private equity (70%)/<br>venture capital (30%) funds |
| www pages              | <a href="http://www.amandacapital.fi">www.amandacapital.fi</a> |

### European Fund Investments L.P. (EFI II)

|                        |  |
|------------------------|--|
| Vintage Year           | 2001   |
| Management company     | Amanda Advisors Ltd  |
| Total size of the Fund | 88.4 MEUR  |
| Amanda's commitment    | 0.86 MEUR  |
| Financing stage        | Buyout/venture capital   |
| Geographical focus     | Europe   |
| Target funds           | Midmarket private equity (90%)/<br>venture capital (10%) funds |
| www pages              | www.amandacapital.fi   |

### Atlas Venture VI L.P.

|                        |                                      |
|------------------------|--------------------------------------|
| Vintage Year           | 2001                                 |
| Management company     | Atlas Venture Advisors, Inc.         |
| Total size of the Fund | 599.7 MUSD                           |
| Amanda's commitment    | 1.9 MUSD                             |
| Financing stage        | Venture capital                      |
| Geographical focus     | Europe, U.S.                         |
| Industry focus         | Information technology, life science |
| www pages              | www.atlasventure.com                 |

### Balderton Capital I L.P.

|                        |   |
|------------------------|---|
| Vintage Year           | 2000  |
| Management company     | Balderton Capital Partners                      |
| Total size of the Fund | 500.0 MUSD                                      |
| Amanda's commitment    | 2.0 MUSD  |
| Financing stage        | Venture capital                                 |
| Geographical focus     | Europe  |
| Industry focus         | Software, internet, media, and telecom          |
| www pages              | www.balderton.com                               |
| Other                  | Fund name previously Benchmark<br>Europe I L.P. |

### Charterhouse Capital Partners VII L.P.

|                        |   |
|------------------------|---|
| Vintage Year           | 2002  |
| Management company     | Charterhouse Development Capital<br>Limited |
| Total size of the Fund | 2,708.0 MEUR                                |
| Amanda's commitment    | 3.0 MEUR                                    |
| Financing stage        | Buyout                                      |
| Geographical focus     | Europe                                      |
| Industry focus         | Middle-sized and large companies            |
| www pages              | www.charterhouse.co.uk                      |

### EQT IV (No. 1) L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2004   |
| Management company     | EQT Partners                                   |
| Total size of the Fund | 2,500.0 MEUR                                   |
| Amanda's commitment    | 3.0 MEUR                                       |
| Financing stage        | Large buyout                                   |
| Geographical focus     | Northern Europe                                |
| Industry focus         | Middle-sized and large industrial<br>companies |
| www pages              | www.eqt.se                                     |

### EQT V L.P.

|                        |                                  |
|------------------------|----------------------------------|
| Vintage Year           | 2006                             |
| Management company     | EQT Partners                     |
| Total size of the Fund | 4,250.0 MEUR                     |
| Amanda's commitment    | 5.0 MEUR                         |
| Financing stage        | Large buyout                     |
| Geographical focus     | Northern Europe                  |
| Industry focus         | Middle-sized and large companies |
| www pages              | www.eqt.se                       |

### Fenno Rahasto Ky

|                        |  |
|------------------------|--|
| Vintage Year           | 1997   |
| Management company     | Fenno Management Oy,<br>CapMan Capital Management Oy |
| Total size of the Fund | 42.5 MEUR  |
| Amanda's commitment    | 2.6 MEUR   |
| Financing stage        | Midmarket  |
| Geographical focus     | Finland  |
| Industry focus         | Middle-sized companies                               |
| www pages              | www.fennomanagement.fi                               |

### Finnventure Rahasto V Ky

|                        |                                       |
|------------------------|---------------------------------------|
| Vintage Year           | 1999                                  |
| Management company     | CapMan Capital Management Oy          |
| Total size of the Fund | 169.9 MEUR                            |
| Amanda's commitment    | 4.3 MEUR                              |
| Financing stage        | Midmarket, venture capital            |
| Geographical focus     | Finland, Nordic countries             |
| Industry focus         | Middle-sized and technology companies |
| www pages              | www.capman.fi                         |



### Gresham Fund III

|                        |  |
|------------------------|--|
| Vintage Year           | 2003   |
| Management company     | Gresham LLP  |
| Total size of the Fund | 236.9 MGBP   |
| Amanda's commitment    | 2.0 MGBP   |
| Financing stage        | Midmarket  |
| Geographical focus     | UK   |
| Industry focus         | Small and middle-sized companies                         |
| www pages              | <a href="http://www.greshampe.com">www.greshampe.com</a> |

### Gresham IV Fund L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2006   |
| Management company     | Gresham LLP  |
| Total size of the Fund | 347.0 MEUR   |
| Amanda's commitment    | 3.0 MEUR   |
| Financing stage        | Midmarket  |
| Geographical focus     | UK   |
| Industry focus         | Small and middle-sized companies                         |
| www pages              | <a href="http://www.greshampe.com">www.greshampe.com</a> |

### Industri Kapital 1997 L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 1997   |
| Management company     | Industri Kapital 1997 Limited                        |
| Total size of the Fund | 750.0 MEUR   |
| Amanda's commitment    | 3.1 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Mainly Nordic countries                              |
| Industry focus         | Middle-sized and large companies                     |
| www pages              | <a href="http://www.ikivest.com">www.ikivest.com</a> |

### Industri Kapital 2000 Fund L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 1999   |
| Management company     | Industri Kapital Ltd                                 |
| Total size of the Fund | 2,100.0 MEUR   |
| Amanda's commitment    | 5.0 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Europe   |
| Industry focus         | Middle-sized and large companies                     |
| www pages              | <a href="http://www.ikivest.com">www.ikivest.com</a> |

### Innovacom 4 FCPR

|                        |   |
|------------------------|---|
| Vintage Year           | 2000  |
| Management company     | Innovacom s.a.  |
| Total size of the Fund | 200.7 MEUR  |
| Amanda's commitment    | 5.0 MEUR  |
| Financing stage        | Venture capital   |
| Geographical focus     | France, Germany, U.S., United Kingdom                                   |
| Industry focus         | Communications, computer related, computer software, electronic related |
| www pages              | <a href="http://www.innovacom.com">www.innovacom.com</a>                |

### MB Equity Fund II L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 1997   |
| Management company     | MB Equity Partners Oy                              |
| Total size of the Fund | 42.1 MEUR  |
| Amanda's commitment    | 4.1 MEUR   |
| Financing stage        | Midmarket  |
| Geographical focus     | Finland  |
| Industry focus         | Middle-sized companies                             |
| www pages              | <a href="http://www.mbfunds.fi">www.mbfunds.fi</a> |

### Merlin Biosciences Fund L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2000   |
| Management company     | Merlin Biosciences Limited   |
| Total size of the Fund | 247.0 MEUR   |
| Amanda's commitment    | 1.3 MEUR   |
| Financing stage        | Venture capital  |
| Geographical focus     | Europe   |
| Industry focus         | Biosciences, life science  |
| www pages              | <a href="http://www.merlin-biosciences.com">www.merlin-biosciences.com</a> |

### Montagu III L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2005   |
| Management company     | Montagu Private Equity LLP                           |
| Total size of the Fund | 2,260.6 MEUR   |
| Amanda's commitment    | 5.0 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Europe   |
| Industry focus         | Middle-sized companies                               |
| www pages              | <a href="http://www.montagu.com">www.montagu.com</a> |

#### Nexit Infocom 2000 Fund L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2000   |
| Management company     | Nexit Ventures Oy  |
| Total size of the Fund | 66.3 MEUR  |
| Amanda's commitment    | 3.2 MEUR   |
| Financing stage        | Venture capital  |
| Geographical focus     | Nordic countries and U.S.  |
| Industry focus         | Mobile, wireless internet infrastructure,<br>mobile internet     |
| www pages              | <a href="http://www.nexitventures.com">www.nexitventures.com</a> |

#### Permira Europe IV L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2006   |
| Management company     | Permira Advisers Limited                             |
| Total size of the Fund | 9,636.0 MEUR   |
| Amanda's commitment    | 4.0 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Europe, USA and Asia                                 |
| Industry focus         | Large companies                                      |
| www pages              | <a href="http://www.permira.com">www.permira.com</a> |

#### PAI Europe IV

|                        |  |
|------------------------|--|
| Vintage Year           | 2005   |
| Management company     | PAI Partners   |
| Total size of the Fund | 2,700.0 MEUR   |
| Amanda's commitment    | 5.0 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Europe   |
| Industry focus         | Middle-sized and large companies                             |
| www pages              | <a href="http://www.paipartners.com">www.paipartners.com</a> |

#### Triton Fund II L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2006   |
| Management company     | Triton Advisers Limited  |
| Total size of the Fund | 1,115.0 MEUR   |
| Amanda's commitment    | 5.0 MEUR   |
| Financing stage        | Midmarket  |
| Geographical focus     | Europe   |
| Industry focus         | Middle-sized companies   |
| www pages              | <a href="http://www.triton-partners.com">www.triton-partners.com</a> |

#### Permira Europe II L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2000   |
| Management company     | Permira Advisers Limited                             |
| Total size of the Fund | 3,300.0 MEUR   |
| Amanda's commitment    | 4.2 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Europe   |
| Industry focus         | Middle-sized and large companies                     |
| www pages              | <a href="http://www.permira.com">www.permira.com</a> |

#### Permira Europe III L.P.

|                        |  |
|------------------------|--|
| Vintage Year           | 2003   |
| Management company     | Permira Advisers Limited                             |
| Total size of the Fund | 5,076.0 MEUR   |
| Amanda's commitment    | 3.0 MEUR   |
| Financing stage        | Buyout   |
| Geographical focus     | Europe   |
| Industry focus         | Middle-sized and large companies                     |
| www pages              | <a href="http://www.permira.com">www.permira.com</a> |

## LIQUIDATED PRIVATE EQUITY FUNDS OF AMANDA CAPITAL PLC

Amanda Capital Plc has liquidated investments in 3 private equity funds and private equity fund of funds that it manages itself.

### EQT Finland C.V.

|                        |  |
|------------------------|--|
| Vintage Year           | 1999                                       |
| Management company     | EQT Partners                               |
| Total size of the Fund | 73.3 MEUR                                  |
| Amanda's commitment    | 4.5 MEUR                                   |
| Financing stage        | Midmarket buyout                           |
| Geographical focus     | Finland                                    |
| Industry focus         | Middle-sized industrial companies          |
| www pages              | <a href="http://www.eqt.se">www.eqt.se</a> |

### EQT II B.V.

|                        |  |
|------------------------|--|
| Vintage Year           | 1998                                       |
| Management company     | EQT Partners                               |
| Total size of the Fund | 6,193 bnSEK                                |
| Amanda's commitment    | 22.9 MSEK                                  |
| Financing stage        | Midmarket                                  |
| Geographical focus     | Europe                                     |
| Industry focus         | Middle-sized industrial companies          |
| www pages              | <a href="http://www.eqt.se">www.eqt.se</a> |

### Sponsor Fund Ky

|                        |  |
|------------------------|--|
| Vintage Year           | 1997   |
| Management company     | Sponsor Capital Oy                                 |
| Total size of the Fund | 100.9 MEUR   |
| Amanda's commitment    | 3.5 MEUR   |
| Financing stage        | Midmarket  |
| Geographical focus     | Finland  |
| Industry focus         | Small and middle-sized companies                   |
| www pages              | <a href="http://www.sponsor.fi">www.sponsor.fi</a> |

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