2022

ANNUAL REPORT

Quest FOR GROWTH

CONTENTS

1. MESSAGE TO THE SHAREHOLDERS

“ We invest in three forward-looking investment areas: Cleantech, Health and Digital. Via the active shareholding model, we engage in dialogue with portfolio companies and steer operations in a more sustainable direction.

More than anything else, 2022 will be remembered as the year the war in Ukraine began. Along with rising inflation, rising interest rates and fears of recession, it is not an especially happy year to look back on. Financial markets also struggled, with the extraordinary result that returns on both equities and bonds plunged into the red.

With a negative return on equity of about 15%, Quest for Growth posted one of the worst results in recent years, even though this followed three strong years in which returns exceeded 10%. Despite this, there were also some notable rays of hope in 2022: there was a very successful exit among the private companies with the sale of c-LEcta, a portfolio company, to Kerry, an Irish multinational. In the quoted portfolio, Accell was sold with a profit of more than 100% in about 18 months after a takeover bid by KKR.

As in previous years, Quest for Growth has continued to invest significantly in high-potential companies. Commitments to invest in Capricorn Digital Growth Fund and Capricorn Fusion China Fund were increased to €20 million and around €9 million, respectively. The various funds in which Quest for Growth invests were very active with regard to new and follow-up investments. Two new co-investments together with Capricorn Fusion China Fund also took place: US$2 million in Finquest, a Singaporean company, and €2 million in fruitcore robotics, a German company.

In the quoted portfolio, the return of EVS is the only newcomer to note. In the past, this Liège-based technology company was also in the portfolio for many years with very good results.

Quest for Growth again made great strides in ESG reporting and is closely following all successive new developments in the context of Sustainable Finance Disclosure Reporting (SFDR) legislation. During the past year, the manager has refined the ESG methodology for quoted companies. In the ESG chapter of this annual report, we present our accomplishments in 2022 and what attracted our attention in more detail.

The time has come for me to say goodbye after 12 wonderful years as chairman of Quest for Growth and pass on the torch. These have been fantastic years and I am convinced that Quest for Growth has grown stronger and that it is well-positioned for a bright future.

Despite the many challenges in the world, we look ahead to the future with hope. I wish to thank the team for taking the important steps to ensure the continued positive development of Quest for Growth. Finally, I would like to thank all shareholders for their confidence!

Antoon De Proft,
Chairman

2. KEY FIGURES

Portfolio	2022	2021	2020	2019	2018
Quoted equities	82,860	116,460	101,758	84,891	70,494
Venture & growth capital	14,170	19,972	15,646	9,279	10,312
Venture & growth funds	39,481	32,627	25,097	27,365	25,279
Financial assets	136,511	169,059	142,501	121,535	106,085
Cash and other net assets	7,799	10,682	10,809	14,693	13,401
Other liabilities	-40	-40	-41	-42	-42
Net asset value (000€)	**144,269**	**179,701**	**153,269**	**136,185**	**119,444**
Net asset value per share (€)	**7.9**	**10.7**	**9.1**	**8.1**	**7.1**

Numbers per share

Net asset value per share (€)	**7.9**	**10.7**	**9.1**	**8.1**	**7.1**
Profit / loss per ordinary share (€)	-1.40 (1)	2.0	1.0	1.0	-1.6
Profit / loss per preference share (€)	-1.40 (1)	-	-	-	-
Gross dividend per ordinary share (€)	0	1.0	-	-	-
Net dividend per ordinary share (€)	0	1.0	-	-	-
Gross capital reduction per ordinary share (€)	0	-	0.40	-	-

Stock information (2)

Share price (€)	6.0	8.0	6.5	5.9	6.0
Discount %	24.3%	25.5%	28.9%	27.3%	15.5%
Total number of outstanding shares (000)	18,199	16,774	16,774	16,774	16,774
Market capitalisation (000€)	109,195	133,858	109,033	98,968	100,981
Stock market volume in shares (000)	2,512	2,775	2,876	2,701	2,939

Resultats

Return NAV (3)	-14.7%	21.9%	12.5%	14.0%	-18.3%
Net return on dividend (4)	0%	12.5%	0%	0%	0%
Total dividend (000€)	0	19,046	0	0	0
Dividend preference shares (000€)	0	1,971	0	0	0
Dividend ordinary shares (000€)	0	17,075	0	0	0
Net profit/loss (000€)	-24,829	33,141	17,084	16,741	-26,924
Pay-out ratio	0%	57.5%	0%	0%	0%

(1) calculated based on the average number of shares for the financial year
(2) calculated with total number of outstanding shares at the end of the financial year
(3) NAV return after profit distribution, taking into account capital increases (time weighted rate of return)
(4) compared to the share price at the end of the financial year

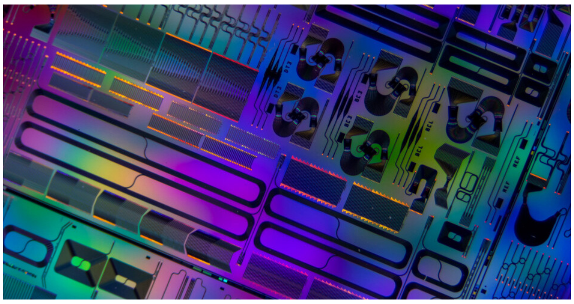
3. HIGHLIGHTS 2022

1

c-LEcta GmbH, a co-investment with Capricorn Sustainable Chemistry Fund, sold to Kerry Group plc, a global provider of taste and nutrition solutions.

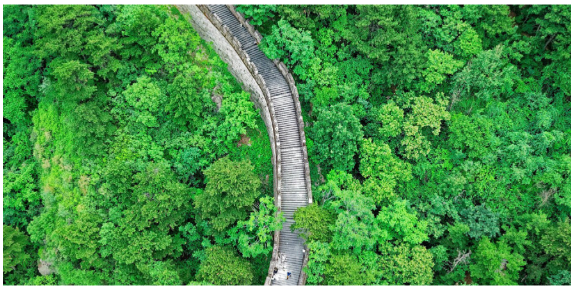
2

Capricorn Digital Growth Fund closed successfully with € 84.5 million. Quest for Growth increased its commitment to € 20,000,000.



3

After an interim closing at 28 March 2022 the **Capricorn Fusion China Fund** was successfully closed with €36,3 mio. Quest for Growth raised its commitment to € 9,075,000.



4

EVS, market leader in live video technology, introduced as new quoted investment.

5

New investment of USD 2 million in the Singaporean company **Finquest**, a co-investment with Capricorn Fusion China Fund.

6

Sale of all **Accell** shares, in the context of the offer made by the American private equity player KKR, at € 58 per share.

7

A new investment of € 2 million in the German company **fruitcore robotics**, a co-investment with Capricorn Fusion China Fund.

4. INVESTMENT STRATEGY

Asset allocation

Quest for Growth is a privak/pricaf, a public alternative investment fund (AIF) with fixed capital under Belgian law, managed by Capricorn Partners NV.

Quest for Growth invests in both quoted and private growth companies. Quest for Growth will invest at least **70%** of its assets in quoted equities with a market capitalization of less than €1,5 billion or in venture and growth capital. At least **25%** of the assets will be invested in venture and growth capital. Quest for Growth will target a combined exposure to venture and growth capital (direct and indirect via venture and growth funds) and uncalled commitments between **45%** and **55%** of its capital. Investments are chiefly made by shares and convertible loans.

Resources that are temporarily not invested in the above categories may be held in financial instruments such as term deposits or short-term commercial paper. Quest for Growth is allowed to hold up to 30% of its assets in cash and cash equivalents.

In general, Quest for Growth limits its investments to the amount of its own funds. The use of borrowings (leverage) is limited to a maximum of 10%, but debt financing will only be used in special circumstances and for a limited period.

The aggregated amount of uncalled committed capital of all venture and growth funds and any debt taken on by Quest for Growth will never exceed 35% of the statutory capital of Quest for Growth.

The use of derivative products is possible within certain limits as an alternative to equities dealing or in order to hedge the quoted equities portfolio.

Geographically, Quest for Growth mainly focuses on European companies. In principle investments in foreign currencies will not be hedged. The asset manager can decide to deviate from the general rule in exceptional circumstances. For example, in case of an investment in venture and growth capital in a country that is perceived as having a significant exchange rate risk or in case of an imminent exit in a not EUR denominated company. The decision to hedge will be exceptional and the reasoning will be documented and reported to the board of directors of Quest for Growth.

Sectors and investment areas

Given the desire to invest in growth companies, the focus lies on industries and themes that are expected to be capable of higher than average growth. Quest for Growth has three central areas of investment, being Digital, Health and Cleantech. These investment areas are in line with the expertise and experience of the investment managers of the Management Company.chap.

Digital specifically involves investments in sectors such as software, hardware and semiconductors. There is focus on sub-areas within Digital that still have strong growth prospects. Examples include digital solutions for the healthcare sector ("Digital Healthcare"), the management of large quantities of data ("Big Data"), the internet of things, e-commerce and cloud software.

In **Health** the focus lies on companies oriented towards the prevention, diagnosis and treatment of illnesses. This encompasses biopharmaceutical and pharmaceutical medicines and medical equipment, devices and services. Examples of firms we are on the look out for include products and technologies offering solutions for major clinical needs or that contribute to keeping a check on rising costs on the healthcare sector.

Cleantech covers innovative products or services for cleaner or more efficient use of the earth's natural resources such as energy, water, air and raw materials. Cleantech can be regarded as a particularly attractive area of investment in the coming years and decades because it offers solutions that enable further economic growth on a planet with limited natural resources. This investment theme can include investments in companies involved in energy efficiency, renewable energy, advanced materials, sustainable chemistry, water and pollution control.

Segments

1 Investments in quoted equities

Quest for Growth's quoted portfolio is 100% actively managed and does not follow any reference index or benchmark. Stock selection is based on fundamental analysis. Important investment criteria are: financial strength, growth prospects, market position, management and governance strength and valuation. The preference lies in long-term investments in growth companies with an attractive valuation.

Most of the shares within the portfolio are in companies with a small or mid sized market capitalisation (small & mid caps). Quest for Growth believes it is very important to maintain personal contact with the management of these companies. Quest for Growth may also invest in large companies to a certain degree, thus improving the liquidity of part of the portfolio.

Balanced diversification among the various industries is a goal. The portfolio is diversified but selective, with investments in 20 to 30 different companies. The holding in any individual company is in principle no more than 5% of the net asset value.

2 Direct investments in venture & growth capital

Quest for Growth is able, on a selective basis, to co-invest together with the venture and growth funds of Capricorn Partners, which can result in Quest for Growth increasing its exposure to companies in which investments have already been made. This will usually be done in a later phase of the company's development. These kinds of investments are initially decided on by the board of directors of Quest for Growth.

To promote investment in venture and growth capital, the Board of Directors resolved in 2017 to make provision for direct investments that were not joint investments. They have to fall within the existing competences of the Management Company, Capricorn Partners, but outside the active investment period or specialisms of existing Capricorn venture and growth funds. The search is on for companies that at least have returning, paying clientele or a proof of concept (in Health-tech).

For direct investments in venture and growth capital, Quest for Growth will invest a maximum of 5% of the assets in a single company. The initial investment will amount to a maximum of 2.5% of the assets.

The aim with regard to venture and growth capital is to create capital gains by means of takeovers by other market players or in the course of exit (i.e., disposing of the shares in the company) by means of an IPO on the stock market.

3 Investments in venture & growth funds

To a major extent, investments in unquoted equities will be made via venture capital funds of Capricorn Partners, which is Quest for Growth's Management Company. Decisions on whether to undertake investments in these funds are taken by the board of directors of Quest for Growth. The aim is to take significant participations in start-up and growth companies via these funds, whereby the Management Company plays an active role on the board of directors and in supporting the management.

Quest for Growth will not commit more than 20% of its statutory capital to a single fund organized by Capricorn Partners. The aggregated investment in venture and growth funds calculated based on cost of investment will in principle never exceed 35% of the statutory capital of Quest for Growth.

These Capricorn funds in which Quest for Growth invests also strive to create capital gains by eventually selling the companies in their portfolio or listing them at the stock exchange.

5. INVESTMENT REPORT

I. PORTFOLIO

57.4%
Quoted equities

Cleantech		Digital		Health	
ABO WIND 3.13%	MM KARTON AG 2.36%	B&C SPEAKERS 1.44%	nedap 3.55%	EQUASENS 3.49%	Roche 3.37%
KERRY 2.42%	STEICO 1.89%	cewe 4.01%	EVS 2.06%	nexus/ag 2.30%	stratec 1.69%
Gurit 1.28%	Thermador Groupe 2.12%	DATRON Smart Manufacturing Solutions 0.88%	SAP 2.08%		Financiere de Tubize 3.17%
JENSEN 2.81%	umicore materials for a better life 1.78%	LEM 1.83%	technotrans 1.55%		
	FRX POLYMERS 0.06%	Melexis INSPIRED ENGINEERING 2.88%	TKH GROUP 3.44%		
			Wolters Kluwer 3.39%		
17.9%		**25.5%**		**14.0%**	

9.8%
Venture and growth funds

Cleantech	Digital	Diversified
DMC 1.12%	Finquest 1.30%	fruitcore robotics 1.39%
PROLupin 0.32%	NGDATA 0.67%	**1.39%**
REIN4CED Engineering & manufacturing 0.96%	sensolus 0.43%	
QPINCH 1.48%	EclecticIQ 1.77%	
3.9%	**4.5%**	

27.3%
Venture and growth funds

Cleantech

Capricorn Cleantech Fund
- avantium
- FRX Polymers

0.6%

Capricorn Sustainable Chemistry Fund
- Black Bear Carbon Black
- Econic
- DMC
- ViroVet
- Prolupin
- VOID
- Zeopore
- REIN4CED
- Trillium
- QPINCH

8.4%

Digital

Capricorn ICT Arkiv
- Arkite
- FEops
- icometrix
- indigo
- sensolus
- NGDATA

3.5%

Capricorn Digital Growth Fund
- Gradyent
- EclecticIQ
- indigo
- DEO
- StoryChief
- ZEZIO
- Minze
- bingli
- neotiv
- chainels

4.8%

Health

Capricorn Health-tech Fund
- confo therapeutics
- diagenode
- iSTAR Medical
- Mainstay Medical

7.65%

Diversified

Capricorn Fusion China Fund
- Xian-Thiebaut
- Xenomatix
- spectricity
- Finquest
- fruitcore robotics

1.8%

Other

- The Carlyle Group 0.06%
- EQT Life Sciences 0.53%

0.6%

QUOTED EQUITIES

Equity	Sector / Market	Number of shares	Change since 31/12/2021	Currency	Share price	Valuation in €	in % of Net Asset Value
Cleantech							
ABO WIND	Deutsche Börse (Xetra)	60,787	-14,712	€	74.2000	4,510,395	3.13%
FRX INNOVATION	TSXV (Canada)	493,842	0	CAD	0.2591	88,611	0.06%
GURIT	SWX Swiss Exchange	20,170	1,610	CHF	90.0000	1,843,506	1.28%
JENSEN GROUP	Euronext Brussel	152,876	0	€	26.5000	4,051,214	2.81%
KERRY GROUP	Euronext Dublin	41,500	0	€	84.2400	3,495,960	2.42%
MAYR-MELNHOF KARTON	Deutsche Börse (Xetra)	22,500	5,000	€	151.2000	3,402,000	2.36%
STEICO	Deutsche Börse (Xetra)	63,333	5,000	€	43.1500	2,732,819	1.89%
THERMADOR	Euronext Parijs	35,444	5,500	€	86.2000	3,055,273	2.12%
UMICORE	Euronext Brussel	75,000	0	€	34.3200	2,574,000	1.78%
						25,753,778	
Digital							
B&C SPEAKERS	Borsa Italiana	165,004	0	€	12.6000	2,079,050	1.44%
CEWE STIFTUNG	Deutsche Börse (Xetra)	65,295	851	€	88.7000	5,791,667	4.01%
DATRON	Deutsche Börse (Xetra)	119,000	0	€	10.7000	1,273,300	0.88%
EVS	Euronext Brussel	133,625	133,625	€	22.2500	2,973,156	2.06%
LEM HOLDING	SWX Swiss Exchange	1,446	-50	CHF	1.794.0000	2,634,431	1.83%
MELEXIS	Euronext Brussel	51,289	9,000	€	81.0000	4,154,409	2.88%
NEDAP	Euronext Amsterdam	93,148	0	€	55.0000	5,123,140	3.55%
SAP	Deutsche Börse (Xetra)	31,200	-1,000	€	96.3900	3,007,368	2.08%
TKH GROUP	Euronext Amsterdam	133,570	-2,500	€	37.1600	4,963,461	3.44%
WOLTERS KLUWER	Euronext Amsterdam	50,000	-4,000	€	97.7600	4,888,000	3.39%
						36,887,982	
Health							
EQUASENS	Euronext Parijs	67,330	4,000	€	74.7000	5,029,551	3.49%
NEXUS	Deutsche Börse (Xetra)	59,401	5,000	€	55.8000	3,314,576	2.30%
ROCHE	SWX Swiss Exchange	16,500	1,000	CHF	290.5000	4,867,726	3.37%
STRATEC	Deutsche Börse (Xetra)	30,003	-2,492	€	81.1000	2,433,243	1.69%
TUBIZE	Euronext Brussel	64,588	3,000	€	70.8000	4,572,830	3.17%
						20,217,927	
						82,859,687	**57.43%**

VENTURE & GROWTH CAPITAL

Equity	Sector	Change since 31/12/2021	Currency	Valuation in €	in % of Net Asset Value
DMC	Cleantech	0	$	1,612,600	1.12%
ECLECTICIQ	Digital	500,000	€	2,557,961	1.77%
FINQUEST	Digital	1,906,033	$	1,875,117	1.30%
FRUITCORE ROBOTICS	Diversified	2,000,327	€	2,000,327	1.39%
NGDATA	Digital	148,400	€	959,758	0.67%
QPINCH	Cleantech	0	€	2,137,498	1.48%
REIN4CED	Cleantech	0	€	1,378,020	0.96%
SENSOLUS	Digital	104,999	€	1,180,585	0.82%
				13,701,866	**9.50%**

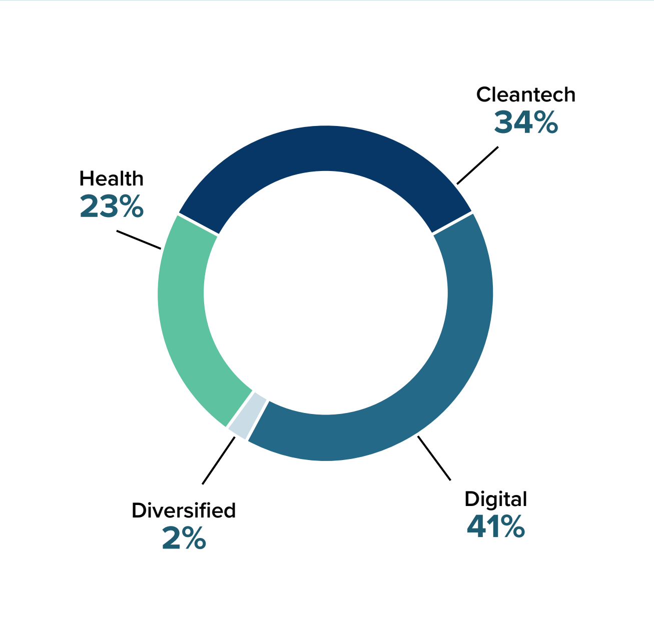
Debt	Sector	Wijzigingen sinds 31/12/2021	Munt	Waardering in €	% van de Intrinsieke Waarde
PROLUPIN	Cleantech	888,571	€	468,595	0.32%
				468,595	**0.32%**

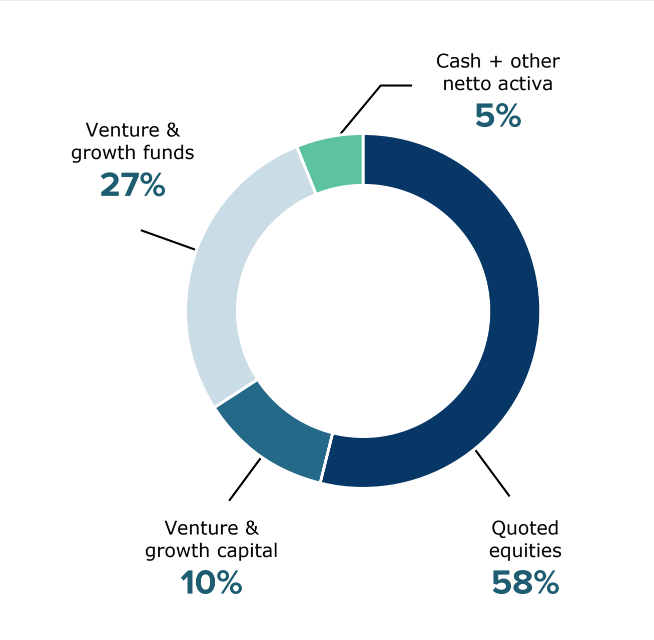
VENTURE & GROWTH FUNDS

CAPRICORN PARTNERS	Sector	Change since 31/12/2021	Currency	Share price	Valuation in €	in % of Net Asset Value
CAPRICORN CLEANTECH FUND	Cleantech	-375,000	€	31/12/2022	886,415	0.61%
CAPRICORN DIGITAL GROWTH FUND	Digital	4,250,000	€	31/12/2022	6,970,305	4.83%
CAPRICORN FUSION CHINA FUND	Diversified	1,282,500	€	31/12/2022	2,615,454	1.81%
CAPRICORN HEALTH-TECH FUND	Health	0	€	31/12/2022	11,041,232	7.65%
CAPRICORN ICT ARKIV	Digital	575,000	€	31/12/2022	5,029,841	3.49%
CAPRICORN SUSTAINABLE CHEMISTRY FUND	Cleantech	1,000,000	€	31/12/2022	12,090,332	8.38%
THIRD PARTY FUNDS						
CARLYLE EUROPE TECHNOLOGY PARTNERS II	Diversified		€	30/09/2021	86,891	0.06%
LIFE SCIENCES PARTNERS III	Health	-159,691	€	30/09/2021	138,309	0.10%
LIFE SCIENCES PARTNERS IV	Health	-159,691	€	30/09/2021	621,766	0.43%
					39,480,546	**27.37%**

PORTFOLIO OVERVIEW

	Valuation in €	in % of Net Asset Value
Quoted equities	82,859,687	57.43%
Venture & Growth capital	14,170,461	9.82%
Venture & Growth Capital Funds	39,480,546	27.37%
Change in valuation Venture & Growth capital	0	0.00%
Financial Assets	**136,510,693**	**94.62%**
Cash	6,177,459	4.28%
Other net assets & liabilities	1,580,797	1.10%
Net Asset Value	**144,268,949**	**100.00%**
Net Asset Value per share (€)	**7,93**	
Stock price (€)	6,00	
Discount %	**-24.31%**	





PORTFOLIO DISTRIBUTION

The percentage of listed stocks in the portfolio was 57% and decreased substantially due to falling stock prices worldwide. In 2021, the quoted portfolio was just 65% of total assets. About 12% of the net asset value consisted of investments in non-quoted companies, compared with 11% in 2021. Over 28% of the net asset value was invested in venture capital funds (compared with 18% on 31 December 2021).

The sum of direct and indirect investments in non-quoted companies was 37%, well above the statutory minimum of 25% (compared with 29% on 31 December 2021). The balance of approximately 6% of the portfolio, or over € 8 million, consisted of cash and other net assets (compared with 6% on 31 December 2021). 73.16% of the net asset value was invested in non-listed holdings or listed shares with a market capitalisation of less than 1.5 billion euros, whereas the statutory minimum percentage is 70%.

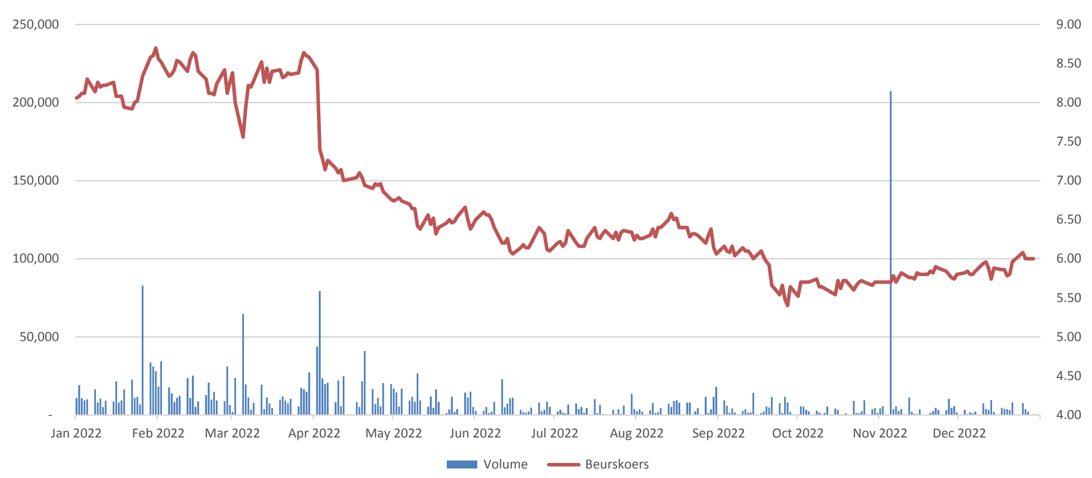
NET ASSET VALUE AND SHARE PRICE

The net asset value per share at 31 December 2022 was € 7.93 compared with € 10.71 at 31 December 2021. Quest for Growth's total net asset value at year-end was € 144.3 million, compared with over € 179.7 million at year-end 2021.

During the first quarter of the year, the share price remained mostly above the 2021 closing price. On 5 April 2022, the stock went ex-dividend. Shareholders were given the choice of either receiving their net dividend of €1.00 in cash or converting the dividend into new shares of Quest for Growth at an issue price of €6.00. Shareholders opted to convert 45% of dividend rights into new shares. The share price fell 13.6% over 2022, including dividend reinvestment. The discount of the stock price to the net asset value increased again, amounting to 24.3% at the closing date of 2022, compared with 25.5% on 31 December 2021.

Quest for Growth's market capitalisation was approximately € 109 million at year-end.

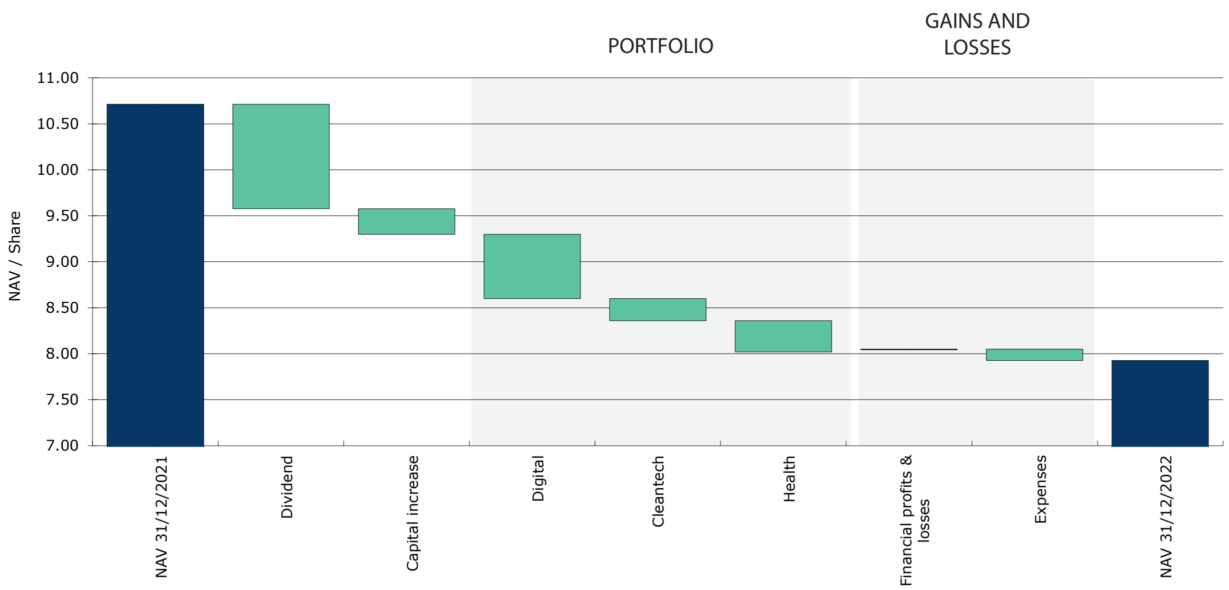
SHARE PRICE & VOLUME

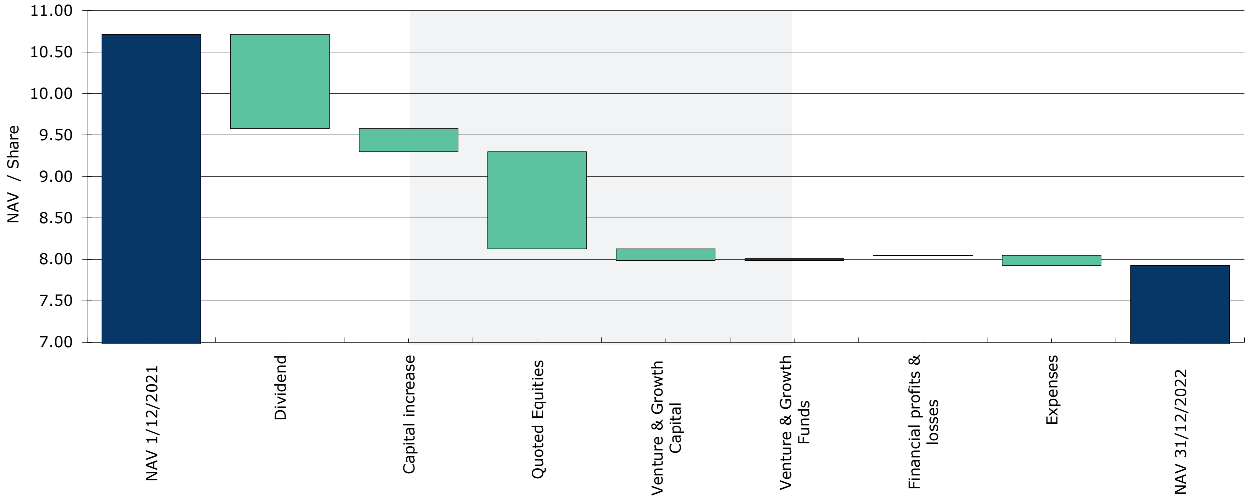


GEOGRAPHICAL DISTRIBUTION

The portfolio has excellent diversification between the three different investment areas: Digital, Health and Cleantech. Geographically, the focus of the portfolio is Western Europe.

RESULTS BY SECTOR AND BY SEGMENT





1. Market environment

A stock market year of high volatility - and the return of a great deal of stock market wisdom

2021 was a gold star year for global stock markets; the expectations for 2022 relating to the stock market performance were uncertain. While the 2021 stock market indices moved steadily higher throughout the year, 2022 proved to be a stock market year of high volatility and a clear downward trend. The old stock market wisdom 'As January goes, so goes the year' proved true once again. The January decline was a harbinger for the rest of the stock market year.

Shortage of raw materials

In the first half of 2021, supply chains worldwide had already proved to be severely disrupted, a trend that continued over 2022. The availability of any product proved a key factor. The price of a product or service necessarily shifted into the background. Just about everything became more expensive: raw materials, parts, transportation, food, housing and labour. While central bankers initially classed the general price increases as temporary, this assessment later turned out to be wrong. Nor did financial markets realise until the start of the new year 2022 that substantial central bank interventions would be inevitable.

Impact of interest rate hike

It was not until after the Russian military invaded neighbouring Ukraine that the Federal Reserve decided on its first interest rate hike, in March. Afterwards, the Fed raised short-term interest rates to 4.50%. The ECB followed suit with a total of four interest rate hikes from July. At the end of 2022, short-term interest rates in the euro area reached 2.50%, after a six-year period of zero interest rates. The impact of interest rate hikes was felt on stock markets worldwide.

Falling stock markets

The European stock market index STOXX Europe 600 Net Return realised a loss of almost 11% in 2022. The STOXX Europe Small 200 Net Return posted a loss of 24%. Finally, the US S&P 500 index fell more than 18%. Due to a more expensive US dollar, this amounted to a loss of 13% in euros. Once again, the top 10 stocks in the US star index were indicative. Unlike many years before, so-called Big Tech companies sent the S&P 500 lower this time. Despite the decline, the top 10 stocks in the S&P 500 continue to account for more than 25% of the index.

Energy sector back in the picture

Exemplary is the return of oil company Exxon Mobil to the US top 10 and the demise of Meta, the parent company of both Facebook and Instagram. ExxonMobil, and by extension the entire oil and gas company sector, cashed in on higher energy prices with record profits and a sharp rise in the stock price. In addition to the energy sector, other so-called 'value' stocks also showed increased stock prices. Commodity companies, supplies to agriculture, insurance companies and banks showed a relatively strong performance. Sectors that performed well in recent years because of extremely low interest rates saw their prices go lower. This would include manufacturers of hardware or software, real estate investors and internet companies such as Alphabet, Amazon and Meta.

In Europe, the trends were very similar.

The energy sector is the only sector with a clearly positive price trend. Mining companies, insurance companies and banks hovered around last year's level and more or less limited losses. The remaining sectors, with real estate, retail and technology leading the way, all recorded lower prices. We saw a similar development in the different European countries. The British FTSE 100, with oil and gas companies (Shell and BP), financials (HSBC) and miners (Glencore, Rio Tinto, Anglo American) weighing more than 40%, could narrowly post a positive stock market year. Sectors such as real estate, technology and communications represent less than 10% of the index at year-end 2022. The FTSE 100 boasted the best stock market performance in Western Europe.

The Swiss stock market, traditionally a haven in difficult stock market times, came out at the bottom with a decline of (16%). The strong performance of the Swiss franc mitigated the decline to (-12%) in euros. While in past years, a combination of Low Volatility and Quality Growth did extremely well in the stock market, it was just the opposite in 2022. Blue-chip companies such as Nestlé and Roche, complemented by highly priced growth companies such as Givaudan, Sika and Lonza, dragged the Swiss stock market to the rear of the European stock market set.

Evolution stock market indices for financial year 2022

Range 12/31/2012 - 12/30/2022	Period Daily	No. of Period 3651 Day(s)			
Security	Currency	Price Change	Total Return	Difference	Annual Eq
1) QFG BB Equity	EUR	12.80%	154.14%	56.51%	9.77%
2) SXXR Index	EUR	97.63%	97.63%	--	7.05%
3) SCXR Index	EUR	100.95%	100.95%	3.32%	7.23%

2. Sector evolutions

The sectors in which Quest for Growth's quoted equity portfolio invests can be categorised into three themes or segments: Digital, Health and Cleantech.

Digital: Sharply increased demand for semiconductors systematically tapered off over 2022. Supply chains saw a slight improvement but are still far from the throughput times in the industry before 2020. At the same time, several semiconductor manufacturers worldwide announced expansion plans. The entire sector showed broad decline. Both software, hardware and machine builders for microchip production faced significant share price losses. The Stoxx 600 Technology index, with ASML by far the largest position, fell by more than 28%.

Health: The STOXX 600 Health Care performed relatively better in 2022 compared with the general European stock market barometer, the STOXX 600 Europe. Traditional pharma companies such as AstraZeneca or Novo Nordisk performed strongly and saw their share prices rise by 29% and 28%, respectively. Unlike in past years, share prices of so-called medtech companies fell sharply. The producers of hearing aids (Demant, GN Store Nord, Amplifon), medical equipment for hospitals (Philips, Elekta, Ambu) and laboratories (Eurofins Scientific), among others, saw a substantial decline in their share prices.

Cleantech: Shares in clean technology or cleantech are spread among a range of sectors. Reliable indicators of the global cleantech sector, such as The Cleantech Index (total return -25% in USD, converted to EUR -21%), underperformed compared with the stock market in general. In the longer term, the Cleantech sector continues to gain importance. After a very dynamic 2021, with numerous IPOs, whether through a SPAC (Special Purpose Acquisition Company) or not, the sector received a much needed cooling off in terms of pricing.

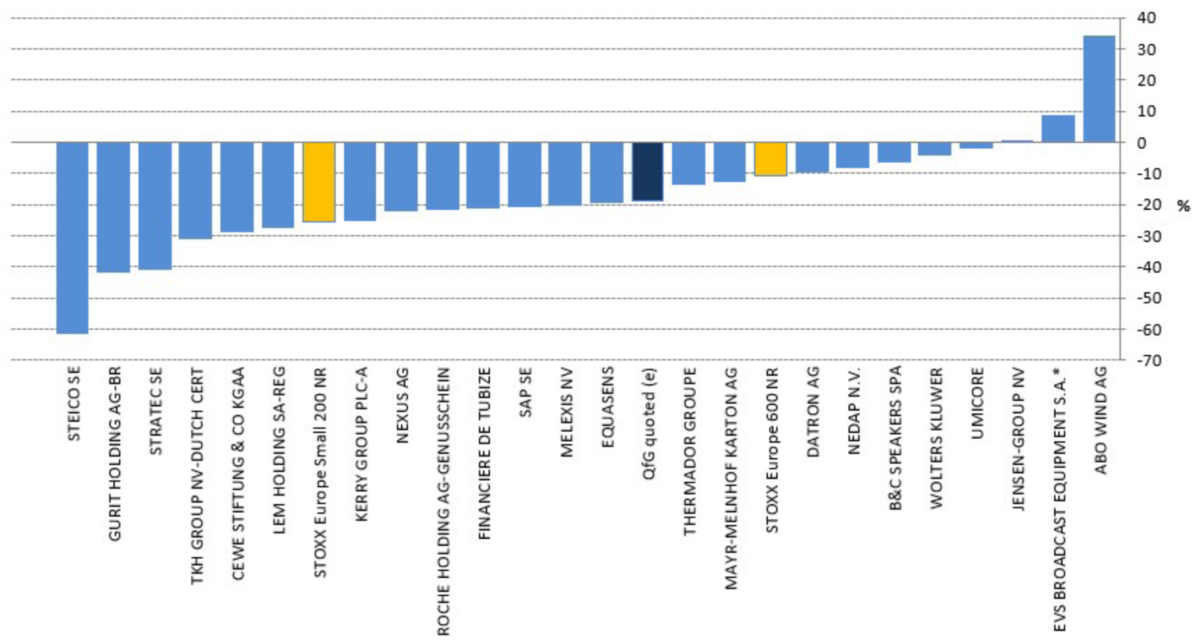
3. Portfolio return

The estimated decline in the portfolio of quoted equities in 2022 was about 19% (excluding cash and before expenses). The quoted portfolio realised a return that was not as poor as that of the Stoxx Europe 200 Small Net Return Index. However, relative to the Stoxx 600 Europe, returns lagged.

More setbacks than outliers

Steico (-61%) was unable to sustain the share price gains of the past few years. The stock price was affected by the weaker outlook for the construction sector in general. Gurit (-42%) also suffered this year due to ongoing problems in the wind power sector. Stratec (-41%) saw its share price fall due to lower volumes of C-19 testing. We note only three positive outliers in the portfolio. ABO Wind (+34%) saw its order book of onshore wind farms grow and benefited from sharply risen fossil fuel prices. Newcomer EVS (+10%) was able to excel with some substantial contracts and a higher sales forecast for this year. Finally, the sale of Accell yielded a gain of more than 100% compared with the prices at the end of 2020, when the stock was included in the portfolio.

Portfolio return (in local currency)



* since 25/2/22, day of the first purchase in Quest for Growth
Source: Bloomberg, Capricorn Partners
QfG Quoted (e): estimate excluding costs and cash

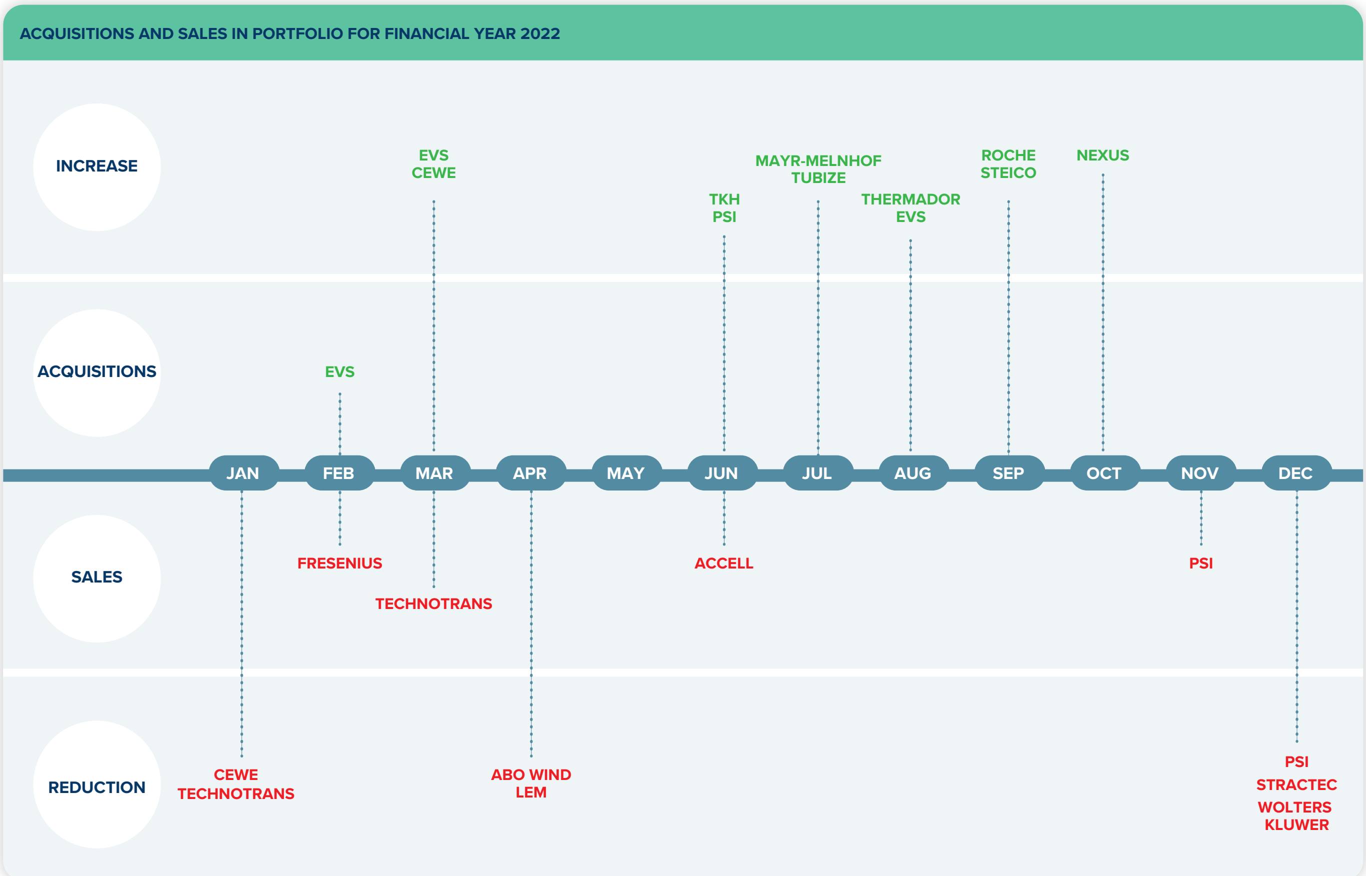
Portfolio: investments and divestments

Like calendar year 2021, 2022 proved to be a calm year in terms of portfolio changes. We applied the old stock market wisdom 'sit still when you're getting shaved' from the month of March. Only one company, Belgium's EVS Broadcasting Systems, entered the portfolio as a newcomer. EVS is an old friend in our portfolio. After several turbulent years, including in management, we are seeing improvement again in this world leader in slow-motion technology for live coverage. Under the leadership of CEO Serge Van Herck, EVS achieved growth in 2022. The earlier acquisition of the Dutch company Axon allowed for adding new products to the portfolio. EVS was also able to unpack a nice 10-year ongoing contract worth $50M and is confident about its outlook. In our view, it is good value for money.

We said goodbye to a total of 4 companies. The Dutch company Accell left the portfolio after we accepted the takeover bid launched by the American company KKR. In January, KKR launched its bid for Accell at a takeover price of €58 per share. An acquisition price we initially received with mixed feelings. The electric bicycle market grew rapidly thanks to strong tailwinds because of staycations and lockdowns resulting from the Covid pandemic. We finally decided to sell our shares when it became clear that a higher price was not a possibility. The European bicycle market has been cooling at breakneck speed ever since.

In addition, we sold our entire position in Fresenius, Technotrans and PSI Software after disappointing operating results. We took partial profits on stocks such as Stratec, LEM and ABO Wind, and bought into stocks such as Nexus, Thermador and TKH.

Profiles of all portfolio companies at 31 December 2022 are detailed in the annual report under the "Company Profiles" section.



4. Top 10 investments

The largest positions at the end of 2022 are CEWE (4.0% of the net asset value on 31 December 2022), NEDAP (3.6%) and Equasens (3.5%).

cewe	D	Photo and online printing services	4.0%
nedap	NL	Automatic Identification Solutions	3.6%
EQUASENS	F	Software & Pharmacies	3.5%
TKH GROUP	NL	Telecom, Building and Industrial Solutions	3.4%
Wolters Kluwer	NL	Software & Services for clinicians, lawyers and accountants	3.4%
Roche	CH	Pharma & Biotech	3.4%
Financière de Tubize	B	Pharma & Biotech	3.2%
ABO WIND	D	Onshore Wind Project Developper	3.1%
Melexis INSPIRED ENGINEERING	B	Senors and Microchips for Automobil	2.9%
JENSEN	B	Heavy Duty Laundry Systems	2.8%

5. Outlook

Price is what you pay, value is what you get

Prices and valuations fell throughout the year for just about all assets, including stocks. By the end of 2022, the Stoxx Europe 600 was trading at a price-to-earnings ratio of 12x, down substantially from 16x at year-end 2021. However, we observe major differences between different groups of shares. In our view, the valuation of stocks with relatively higher dividend yields and rather stable growth prospects seem to take the expected rise in interest rates better into account. In our view, the valuations of companies with longer investor payback periods still do not sufficiently take higher longer-term interest rates into account. We avoid the latter category in Quest for Growth's portfolio by focusing on profitable growth companies that are quoted at reasonable valuation multiples. The companies in our portfolio also have a good buffer thanks to a conservative balance sheet with relatively low debt.

Only when the tide goes out you discover who's swimming naked

Our strategy continues to embrace the quaint Dutch stock market wisdom 'Price is what you pay, value is what you get' and 'You can't see who's swimming naked until the tide goes out'. Given the augmented uncertainty regarding the overall economic outlook, caution remains necessary in our view.

CLEANTECH

ABO WIND

Project developer for wind and solar energy

Founded in 1996 by Dr. Jochen Ahn and Matthias Bockholt, **ABO WIND** is an international project developer for wind and solar energy projects. The company additionally provides operational management, maintenance, inspection and repair services. It is headquartered in Wiesbaden, Germany.

Country	Germany
Market cap	€ 773.7 mio
Porfolio entry	2020
SDG	7 9

FRX POLYMERS

Enabling innovation for safe and sustainable solutions

FRX INNOVATIONS INC. manufactures flame retardant solutions. Its Nofia range of products offers a safe and sustainable solution to industries such as fibers & textiles, electrical & electronics, transportation and building & construction. FRX Innovations was formed as the holding

Country	Canada
Market cap	€ 15.3 mio
Porfolio entry	2009
SDG	9 12

Gurit

Advanced composite materials for wind turbines

Founded in 1835, the Swiss company **GURIT** is specialised in fibre-reinforced and foam-based composite materials (e.g. prepregs), tooling and kitting. The products are predominantly used in the wind power industry but can also be found in aerospace, rail and marine applications. The company is stock listed on the Swiss Exchange since 2006 and based in Wattwil, Switzerland.

Country	Switzerland
Market cap	€ 463.5 mio
Porfolio entry	2020
SDG	7 9 12

SEE EXPLANATION SDG'S ON PAGE 59

Water and energy efficient laundry systems

JENSEN-GROUP NV is supplier to the heavy-duty laundry industry. The company markets products and services that include transportation and handling systems, tunnel washers, separators, feeders, ironers, folders and complete project management for fully-equipped and managed industrial laundries. The group supplies sustainable single machines, systems and integrated solutions and is developing environmental friendly and innovative products to reduce consumption of energy and water (CleanTech brand). It was founded by Jørn Munch Jensen and is headquartered in Ghent, Belgium.

Country	Belgium
Market cap	€ 237.7 mio
Porfolio entry	2016
SDG	6 7 9

Taste and nutrition solutions for food & beverages

KERRY GROUP PLC is a provider of taste and nutrition solutions, based in Kildare, Ireland. The Company serves the food, beverage and pharmaceutical industries, and is a supplier of branded and customer branded foods to the Irish, the United Kingdom and selected international markets. The Company operates through two segments: Taste & Nutrition, and Consumer Foods. The Taste & Nutrition segment manufactures and distributes application specific ingredients and flavours spanning various technology platforms. The Consumer Foods segment manufactures and supplies added value brands and customer branded products, primarily to the Irish and the United Kingdom markets.

Country	Ireland
Market cap	€ 15.4 bn
Porfolio entry	2020
SDG	2 3 12

SEE EXPLANATION SDG'S ON PAGE 59

Cartonboad and packaging from recycled wastepaper

MAYR-MELNHOF KARTON AG is a producer of cartonboard, predominantly using recycled feedstock. Its operations are divided into two core business divisions: MM Karton and MM Packaging. MM Karton produces and markets carton board from recycled fibers and virgin fibers. It operates mills in several European countries. The MM Packaging division converts carton board into folding cartons, with the majority of the manufactured products being sold to multinational customers in the branded goods industry. Next to Europe, MM Packaging also has production plants in Latin America and Asia. The Austrian company's IPO at the Vienna Stock Exchange was in 1994.

Country	Austria
Market cap	€ 3.2 bn
Porfolio entry	2020
SDG	9 12 15

Leader in the niche market of fiber based insulation

STEICO produces and markets a broad product range of wood-fibre based insulation and construction materials. The offering comprises flexible internal and external thermal insulation, insulation boards, floor insulation, construction elements, laminated veneer lumber and adjacent building products and materials. The company's roots go back to the year 1986 when Steinmann & Co. was founded

Country	Germany
Market cap	€ 715.4 bn
Porfolio entry	2018
SDG	3 7 11

SEE EXPLANATION SDG'S ON PAGE 59

Products for fluid circulation

THERMADOR GROUPE is a specialized distributor of accessories and equipment for fluid circulation in construction and industry. Its products include central heating and hot water accessories, pumps, plumbing equipment, valves and fittings, ventilation and swimming pool equipment and accessories. Subsidiaries are grouped in four segments: Fluid circuits in construction, Domestic pumps, Heavy tooling and Fluid circuits in industry. The company was founded in 1986 and is headquartered in Saint-Quentin-Fallavier, France.

Country	France
Market cap	€ 864.9 mio
Porfolio entry	2021
SDG	6 7 9

Material technologies in recycling & clean mobility

UMICORE is a materials technology group with three business areas: The Catalysis group is one of the world's largest manufacturers of automotive emission control catalysts. This segment also includes precious metals chemistry. Energy & Surface Technologies produces rechargeable battery materials, electro-optic materials, thin film products, electroplating and cobalt and specialty materials and includes the 40% stake in Element Six Abrasives. The Recycling segment is the world's largest recycler and refiner of complex materials containing precious metals. Precious metals management (trading, leasing, hedging), battery recycling and jewellery & industrial metals as well as technical materials are included in this segment. Umicore's roots go back to the year 1805. The company is headquartered in Brussels.

Country	Belgium
Market cap	€ 8.5 bn
Porfolio entry	2006
SDG	7 9 12

SEE EXPLANATION SDG'S ON PAGE 59

Electro-acoustic transducers for the audio market

Founded in 1946, **B&C SPEAKERS** is an Italian company involved in the design, manufacture and distribution of electro-acoustic transducers for the "public address" (pa) audio market within the two segments "Professional PA" (mainly fixed installations in stadiums, cinemas etc.) and "Musical Instrument PA" (portable equipment). The offering includes low- and high frequency drivers, high frequency horns and coaxial components. Under the "Architettura Sonora" brand name, the company also offers high-performance design loudspeakers for indoor and outdoor use. B&C Speakers is located in Bagno a Ripoli (Florence), Italy.

Country	Italy
Market cap	€ 145.2 mio
Porfolio entry	2020
SDG	3 8 9

Europe's leading online photo service provider

CEWE STIFTUNG & CO. KGAA ("CEWE") engages in the provision of innovative photo and online printing services, with CEWE PHOTO BOOK as the leading European photo book product and brand. Additionally, Cewe operates through the following segments: Commercial Online Printing and Retail. In the Commercial Online Printing segment, printed material for businesses is marketed through the sales platforms Saxoprint, Laserline and viaprinto. The Retail segment offers photo-related hardware and photofinishing products. Founded in 1961, CEWE was taken to the stock exchange in 1993. The company is headquartered in Oldenburg, Germany.

Country	Germany
Market cap	€ 715.9 mio
Porfolio entry	2017
SDG	3 8 9

SEE EXPLANATION SDG'S ON PAGE 59

DATRON
Smart Manufacturing Solutions

Equipment for high-speed milling of materials

DATRON AG and manufactures CNC and CAD/CAM equipment and a wide range of specialised tools in the field of high-speed milling of materials like aluminium, plastics and compounds. The company also offers neighbouring technology such as dispensing machines. Their products cover a wide range of industrial production processes as well as applications in the field of dental technology. The company was founded in 1969 and went IPO in 2011. Datron is headquartered in Mühltal, Germany.

Country	Germany
Market cap	€ 45.6 mio
Porfolio entry	2017
SDG	9

Electrical measurement solutions for energy and mobility

LEM produces components for power electronics. Its core products are transducers for measuring electrical parameters like current and voltage. LEM's transducers are used in applications such as railway, motor drives, power supplies, AC/DC converters and wind and solar power generation. The products provide more control, more reliable energy and better energy efficiency. LEM reports two business segments: The Industry segment includes the businesses Drives, Renewable energy, Traction and High precision. In the Automotive segment, it develops solutions for battery management and electrical motor controls for green and conventional cars. Liaisons Electroniques-Mecaniques LEM SA was founded in 1972 and is headquartered in Plan-Les-Ouates, Switzerland.

Country	Switzerland
Market cap	€ 2.2 bn
Porfolio entry	2019
SDG	7 9 11

Live video technology

EVS provides live video technology for broadcast and new media productions. It introduced the Live Slow-Motion system that has become the standard replay technology for broadcast sporting events. EVS' flagship hardware product is the XT live production server, with the latest generation called XT-VIA. Other products include asset management (IPDirector, C-Cast), unified live production (X-One), software-defined live production switchers (DYVI) and video assistance (Xeebra). Customer segments are LAB and LSP. LAB - "Live Audience Business" gathers customers using EVS products and solutions to create content for their own audience. LSP - "Live Service Providers" offer rental and service offerings to LAB customers. EVS was founded in 1994 and was listed on the Brussels Stock Exchange in October 1998.

Country	Belgium
Market cap	€ 322.4 mio
Porfolio entry	2022
SDG	9

SEE EXPLANATION SDG'S ON PAGE 59

Melexis

Sensors for fuel efficiency, safety and comfort in cars

MELEXIS Microelectronic Integrated Systems NV is a mixed signal semiconductor manufacturer. Its products include hall effect or magnetic sensors (Triaxis brand), pressure & acceleration sensors (based on MEMS), wireless communication ICs (RF and RFID), actuators (for engine control and LIN bus systems) and optical sensors. Melexis' products are primarily used in automotive electronics systems, where they help to improve fuel efficiency, safety and comfort. Melexis also uses it core competence to supply ICs and sensors to consumer, medical and industrial markets. Melexis adopts a fabless model. It is headquartered in Ieper, Belgium and has other important facilities in Tessenderlo (Belgium), Bulgaria and Germany. In October 1997 Melexis had its IPO on the EASDAQ Stock exchange.

Country	Belgium
Market cap	€ 3.7 bn
Porfolio entry	2011
SDG	3 7 9

nedap

Technologies to make people's work more comfortable

NEDAP offers technological solutions that target to make people's work more comfortable and successful ("Technology for Life"). The company focuses on 4 core technologies: Connected devices, Communication technology, Software architecture and User experience. It operates in 7 business units addressing niche markets: Healthcare, Identification Systems, Light Controls, Livestock Management, Retail, Security Management and Staffing Solutions. Nedap was established in 1929 and is stock listed since 1947. It is headquartered in Groenlo, the Netherlands.

Country	Netherlands
Market cap	€ 398.9 mio
Porfolio entry	2018
SDG	3 8 9

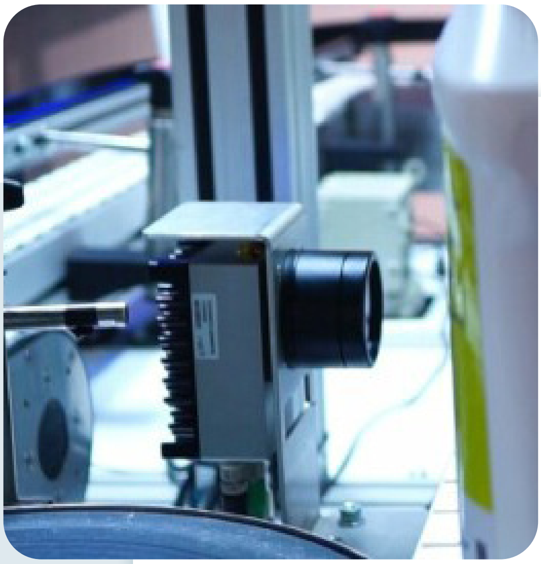
SAP

Software for all business processes across all industries

SAP is engaged in enterprise applications in terms of software and software-related service revenue. The Company's core business is selling licenses for software solutions and related services to deliver a range of choices fitting the varying functional needs of its customers, combined with a fast-growing cloud offering. Its solutions cover business applications and technologies, as well as specific industry applications. In-memory technology across its data management offerings enables customers to access the data which they need, where they need it, when they need it. The company was founded in 1972 by five former IBM employees. It went IPO in 1988.

Country	Germany
Market cap	€ 130.9 bn
Porfolio entry	2012
SDG	8 9 12

SEE EXPLANATION SDG'S ON PAGE 59



Smart vision, manufacturing and connectivity solutions

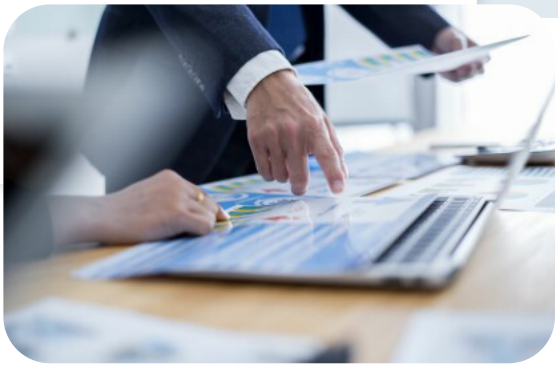
TKH GROUP focuses on three Smart Technologies. Smart Vision Systems creates 2D and 3D Machine Vision and Security Vision Systems in combination with in-house developed software. These are used in consumer electronics, factory automation, logistics, wood industry, infrastructures and buildings and medical and life sciences. Smart Manufacturing Systems further capitalize on both Vision and Connectivity technologies and develop systems and machines for tyre production, factory automation and medicine distribution. Smart Connectivity Systems creates integrated solutions for on- and off-shore energy distribution, Fibre Optic connectivity systems for data and communication networks and cable systems for industrial automation, airfield ground lighting systems and contactless energy and data distribution (CEDD). The company's roots go back to the year 1930.

Country	Netherlands
Market cap	€ 1.7 bn
Porfolio entry	2014
SDG	7 8 9

Information, software and services for professionals

WOLTERS KLUWER provides information, software, and services for professionals such as clinicians, accountants, lawyers, and for tax, finance, audit, risk, compliance, and regulatory sectors. It operates through the following segments: Health; Tax and Accounting; Governance, Risk and Compliance; and Legal and Regulatory. The company was founded by Jan-Berend Wolters and Æbele Everts Kluwer in 1836 and is headquartered in Alphen aan den Rijn, the Netherlands.

Country	Netherlands
Market cap	€ 25.8 bn
Porfolio entry	2020
SDG	3 4 16

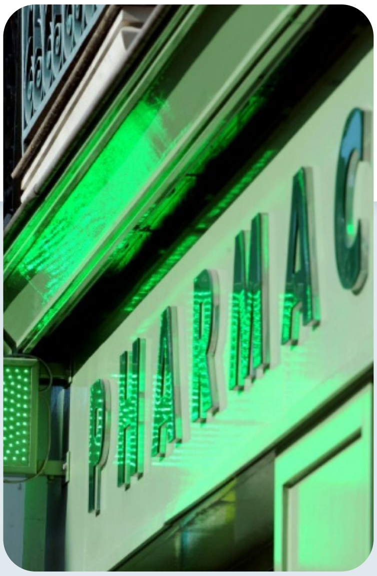


SEE EXPLANATION SDG'S ON PAGE 59

EQUASENS

Software for pharmacies and the healthcare industry

EQUASENS develops software for pharmacies and the healthcare industry. In France, the LGPI ("Logiciel de Gestion à Portail Integré") solution is considered as a standard in pharmacies, enabling stock management, optimisation of orders, data exchange, pricing policy optimisation, management of loyalty cards, etc. The Pharmacy - Europe division also offers software for pharmacies in Belgium, Luxembourg and Italy. Health and Social Care Facilities Solutions includes the subsidiaries Malta Informatique (IT solutions for nursing homes), DICSIT Informatique (home care) and Axigate (hospitals). The e-Health division includes e-Patients and e-Connect activities. Fintech provides financing solutions for rental products. The company was founded in 1996 and is headquartered in Villers-les-Nancy, France.



Country	France
Market cap	€ 1.2 bn
Porfolio entry	2010
SDG	3 8 9

nexus | ag

Software for healthcare institutions

NEXUS AG is a provider of information technology for the healthcare sector. The group has two business fields: Healthcare Software which includes modular software solutions, from planning to equipment integration and documentation, for areas such as diagnostics (DIS Product Suite), complete information systems for hospitals (HIS) and nursing homes. The Healthcare Services unit provides outsourcing and SAP integration services for the healthcare sector. The company is headquartered in Donaueschingen, Germany.

Country	Germany
Market cap	€ 915 mio
Porfolio entry	2011
SDG	3 8 9

SEE EXPLANATION SDG'S ON PAGE 59

Innovative medicines and diagnostic test

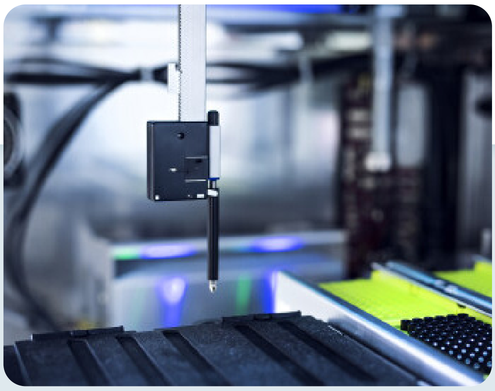
ROCHE Holding AG operates as a research healthcare company. It operates through the segments "Diagnostics" and "Pharmaceuticals". The Pharmaceutical segment refers to development of medicines in the field of oncology, immunology, ophthalmology, infectious diseases and neuroscience. The Diagnostic segment refers to diagnosis of diseases through an in-vitro diagnostics process. The company was founded by Fritz Hoffmann-La Roche on October 1st, 1896 and is headquartered in Basel, Switzerland.

Country	Switzerland
Market cap	€ 243.6 bn
Porfolio entry	2020
SDG	3 9

Analyzer systems for diagnostics

STRATEC designs and manufactures fully automated analyzer systems for its partners in the fields of in-vitro diagnostics (investigation of samples taken from the human body) and life sciences. Furthermore, the company offers integrated laboratory software and complex consumables for diagnostics applications. It operates through the following main segments: Instrumentation, Diatron (hematology and clinical chemistry) and Smart Consumables. The company was founded by Hermann Leistner in 1979 and is headquartered in Birkenfeld, Germany.

Country	Germany
Market cap	€ 1 bn
Porfolio entry	2020
SDG	3 9



Shareholder of biopharmaceutical company UCB

FINANCIÈRE DE TUBIZE is a holding company and the reference shareholder that owns an interest of 35% of all shares issued by UCB. UCB is a biopharmaceutical company, focused on the discovery and development of medicines for diseases of the immune system or of the central nervous system. Products include Vimpat, Briviact and Keppra (epilepsy), Neupro (Parkinson's disease and restless leg syndrome), Cimzia (immunology) and Zyrtec (allergies).

Country	Belgium
Market cap	€ 3.3 bn
Porfolio entry	2010
SDG	3 9

SEE EXPLANATION SDG'S ON PAGE 59

1. Market environment

Natural cool-down of the venture capital market

From a macro economic perspective, venture capitalists follow general economic sentiment and the development of stock markets. However, trends, especially in venture capital, with more irregular and therefore less predictable valuations, show more shocks and tend to lag slightly behind stock market developments. After several quarters of historic records, the venture capital market is also cooling. This is the result of macroeconomic and geopolitical evolutions on the one hand, but also a natural cool- down after the overheating of recent years.

Fundraising in Europe is heading for its lowest total in 10 years.

Fundraising in European Private Equity funds slowed in 2022 as capital became more expensive in a climate of aggressive interest rates. Another explanation is that distributions have fallen due to less favourable exit conditions. This reduces fundraising because less capital is available to reinvest. Investors have a wait-and-see attitude to pledge new capital because of nervousness in the venture capital market due to price declines in public markets. Recent figures indicate that fund sizes could decline in the future and that fundraising will be more sector specific as investors become increasingly choosy.

PE fundraising activity

More conservative stance in subsequent funding rounds

We detected a decline in investment amounts and a delay in closing new funding rounds. Major price declines in listed securities raise questions about the valuation of private innovative companies. For upcoming funding rounds, we expect a more conservative stance and lower valuation multiples. On the other hand, this will undoubtedly also provide interesting new investment opportunities.

European exit activities declined in 2022 despite record highs in 2021.

The European PE exit value reached € 221.0 billion in the third quarter of 2022, down further from the highs of 2021. If the current pace continues, the exit value is expected to amount to just under € 300.0 billion at the end of the year, down from € 429.7 billion in 2021. Despite the difficult exit environment, volatile public equity markets and the gloomy macroeconomic outlook, the exit value would register the second highest figure of the past decade at the end of 2022. The exit value steadily declined on a quarterly basis as we progressed into 2022. The drop in exits coincided with a deterioration in the market as fears of market-correcting recessions have surfaced.

Because of volatile public equity markets and gloomy macroeconomic prospects, exits have become less attractive to investors and management teams. As with financing rounds, large share price declines in public markets have raised questions about exit valuations at private companies. A wide range of factors has affected exit appetite, including geopolitical tension, weak economic growth, rising inflation and interest rate hikes. Exit values via public listings are on track to reach the lowest annual total since 2012.

The renewable energy sector activity is expected to remain strong in 2023

The energy sector rebounded in 2022, as international conglomerates posted strong profits and solid share prices. The war in Ukraine has caused energy costs to soar across Europe given the dependence on Russian oil and gas, with costs being recharged directly to consumers. Existing volatility in non-renewable energy markets has focused attention on renewables to cushion short-term shocks, prevent future supply problems and achieve long-term goals for countries. European countries and companies are working towards a greener future. Recent events may increase demand for renewable energy and accelerate efforts to avoid future energy crises.

PE exit activity

HIGHLIGHTS 2022

First quarter

The German company **c-Lecta GmbH**, a co-investment with Capricorn Sustainable Chemistry Fund, was sold to Kerry Group plc, a global provider of taste and nutrions solutions.

“We were impressed by Capricorn Partners’ knowledge and experience. We liked their appreciation-based company culture very much.”

Marc Struhalla, CEO c-LEcta

c-LEcta testifies about the valuable creation of recent years

Marc, congratulations on the fantastic track record that you have accomplished with c-Lecta, as a founder and CEO of a company that was born under your initiative almost 20 years ago. What were your drivers to start a company?

When founding c-Lecta I was a scientist who had just completed his PhD. Running a business fascinated me and was on my agenda. These two worlds came together with a concrete idea, so I had to give it a try.

When Capricorn Partners and bm-t stepped in, you were well on your way on a route for value creation and sales. What were the most difficult obstacles you encountered up to that path?

Two things come to my mind: First, choosing the right products and partners. As a technology-driven company, it is difficult to make the right calls on which markets you want to address, and which commercialization partners you choose. Secondly, it was a challenge to build all the competencies to become a fully-integrated company with a reach from product development and production, to quality management, marketing & sales.

What are some of the significant pivotal in- or externally driven developments that convinced your clients about your enzyme-based solution and your approach?

Our unique technology always attracted high interest in the industry and brought in exciting projects. But in order to work at eye-level based on sustainable, value-creating business models, it was essential to bring more to the table than “just” technology. Positioning c-Lecta as a product company and resigning from the fee-for-service business were key on our road to success.

You chose to hire an investment bank which allowed you to approach many potential investors. Why did you decide to have Capricorn Partners, and bm-t, jointly invest in c-Lecta?

Capricorn was chosen as the lead investor of the round. They made an attractive offer, and we were impressed by their knowledge and experience. We liked their appreciation-based company culture very much. A co-investor was needed to complete the round and bm-t as a locally acting VC with a great team was an obvious and perfectly fitting addition.

Ludwig, what drove you and Capricorn to invest in c-Lecta?

Ludwig Goris (Partner, Capricorn): When the company was presented to us, and I reviewed the pitch, I was immediately triggered by c-Lecta’s unique “cell-free” approach to manufacture ingredients and API’s. I did not encounter any company yet that presented such a complete offering from enzyme design over microbial programming and unique know-how to enable multi-enzyme based chemical processes. When I met Marc for the first time, I could notice that c-Lecta was built on profound scientific fundamentals that escaped the hype of industrial biotechnology. He managed and still manages the company with a true vision in mind and conviction that he is able to set through all layers of the organization.

“I was immediately triggered by c-Lecta’s unique “cell-free” approach to manufacture ingredients and API’s.

Ludwig Goris, Partner Capricorn Partners

Second quarter

Listing of **FRX Polymers** on the TSX Venture Exchange as FRX Innovations in May 2022, a co-investment with Capricorn Cleantech Fund.

Third quarter

New USD 2 million investment in Singapore company **Finquest**, a co-investment with the Capricorn Fusion China Fund.

Scaled Access, a co-investment with Capricorn ICT Arkiv, was acquired by OneWelcome in the first quarter, and Quest for Growth and Capricorn ICT Arkiv received shares in OneWelcome in return. OneWelcome will subsequently be sold to Thales, a leading provider of cyber security solutions

Fourth quarter

A new €2 million investment in German company **fruitcore robotics**, a co-investment with the Capricorn Fusion China Fund.

Furthermore, Quest for Growth made several follow-up investments in existing co-investments.

Outlook 2023

In 2023, the portfolio of investments in venture and growth capital and venture and growth funds is expected to further expand.

HIGHLIGHTS VENTURE & GROWTH CAPITAL 2022

fruitcore robotics

In the Capricorn Partners team, we have a partner with years of experience in industrial technology and with extensive knowledge in strategically important markets. It feels good that we can strengthen our international growth together and that we can accomplish our mission - to put automation at the fingertips of all companies - even faster

Patrick Heimburger, co-founder and Managing Director of fruitcore robotics

Thinking back to the start of the company, what triggered the creation of fruitcore robotics?

As a team of five robotic enthusiasts we launched a prototype on the leading robotics trade fair in 2016. The feedback was overwhelmingly positive with more than 200 interviews that showed the clear demand for easy to use robots with high performance and an attractive price-performance.

Fruitcore robotics has rapidly seen positive traction. What are some of the significant proof-points with clients about your solution and your approach?

Our user interface is unique as customers can realize simple as well as complex tasks without prior knowledge in robotics or PLC-programming. With our self-developed software, electronics and hardware we provide an end-to-end solution to program the whole process in one user interface. This reduces complexity in the purchasing process, set-up, operating stage and after-sales.

What are the next challenges and goals for the next phase of fruitcore robotics?

The next challenge is to expand all marketing and sales activities on an international scale. The launch of our Plug & Play solutions and further exciting product news in 2023 will be huge drivers that help us grow the business.

You talked to many potential investors. Why did you decide to have Capricorn and the other investors invest in fruitcore robotics?

The dialogue with Capricorn was very positive since the first day. We had lots of profound discussions on the robotic market, underlying trends and our technology stack. We share a common vision regarding the go-to-market strategy and regarding the development of fruitcore robotics as an organization.

What are the reasons that drove Capricorn to invest in fruitcore robotics?

Ke Zhang (Investment Director, Capricorn Partners):

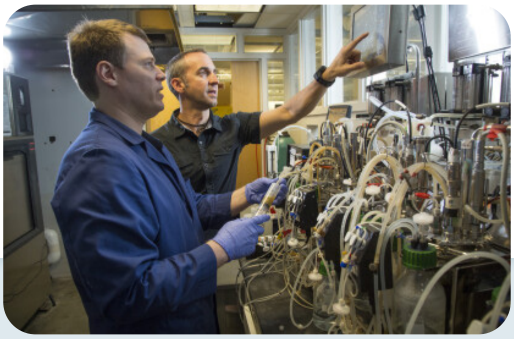
We see in fruitcore robotics a company that rides the robust long-term trend of industrial automation with products that are well tailored to the market needs and are continuously evolving to adapt to the customer requirement. Combined with a passionate and focused management team with a proven track record of fast product development and go-to-market as well as solid operational management, we have all the ingredients of a future winner.

Important next steps for fruitcore robotics include expansion into more international markets as well as to further develop the software and service part of the product offering. The company has been successful in fast, market-driven product development, we are confident that it can continue to execute and deliver.

CLEANTECH

Bringing reproducibility and economics to fermentation

DMC produces molecules for the food, feed, chemical intermediates and chemical speciality industries. DMC opens up a wide range of high-margin products that are currently difficult to manufacture (hence costly). The company uses two-step fermentation to create fermentation facilities with short development times and high repeatability. The key technology is 'gene silencing': the microbe's metabolic system is programmed in such a way that only the gene sequence for the desired product is active. DMC can enable significant carbon footprint reductions through more efficient manufacturing and the use of renewable feedstock to replace molecules that are currently produced through classical chemical pathways.



Sector	Industrial Biotechnology
Country	US
Porfolio entry	2018
SDG	2 3 12

Plant-based proteins

PROLUPIN produces plant-based proteins for lupin-based food. Prolupin's proprietary technology enables the extraction of concentrated, sensory-neutral protein isolates from lupins. Alongside other food ingredients, the company develops, produces and markets non-dairy yoghurts, drinks, ice cream and other consumer products under its "LUVE" brand. Plant-based proteins have a smaller environmental footprint than most animal-derived ones. Moreover, lupines are among the more sustainable of protein crops, thanks to their ability to grow on poor and arid soil with little to no fertilisers or agrochemicals. This also enables them to be grown locally in many regions, allowing them to reduce the carbon footprint for transport. Finally – and equally important – lupine products are healthy, non-GMO and Prolupin has proven they can be very tasty.

Sector	Food
Country	Germany
Porfolio entry	2020
SDG	3 12 14 15

SEE EXPLANATION SDG'S ON PAGE 59

Industrial energy from waste heat

The **QPINCH** Heat Transformer uses a patented approach to overcome the hurdles faced by conventional technologies to upgrade waste heat into 'usable' heat (having the right temperature to drive industrial processes). The large scale and broad applicability of this technology positions Qpinch for providing strategic solutions to reducing emissions more cheaply and faster in the petrochemicals, food and beverages, paper and pulp, and other industries. The Qpinch technology provides a heat lift for waste heat that could otherwise not be utilised. Compared with conventional heat pumps, the closed-loop process minimises operational costs as well as electricity use. The technology is easily scalable and therefore able to process enormous levels of industrial waste heat, enabling a quantum leap in energy efficiency and in CO2 reduction.

Sector	Waste Heat
Country	Belgium
Porfolio entry	2021
SDG	7 12 13

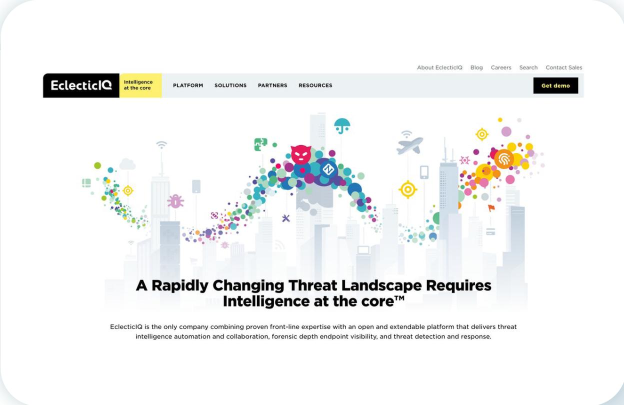
Impact-resistant, recyclable composites

REIN4CED produces ground-breaking products with a new breed of lightweight, impact-resistant and recyclable composites. REIN4CED leads the innovation cycle in the bicycle industry by engineering, designing and manufacturing for bike brands looking for maximum performance as well as for enhanced safety and durability. REIN4CED's products are broadly applicable in industries where lightweight, strength and impact resistance are key. Its patent-protected technology offers leisure, automotive and aerospace OEMs an entirely new platform for material innovation. The composites dramatically improve product safety and enable CO2 reduction through their lightweight and simplified production and logistical set-up.

Sector	Advanced Materials
Country	Belgium
Porfolio entry	2021
SDG	9 12

SEE EXPLANATION SDG'S ON PAGE 59

EclecticIQ



Cyber threat intelligence

ECLECTICIQ is the only European cyber-security company combining proven front-line expertise with an open and extendable platform that delivers threat-intelligence automation and collaboration, forensic depth endpoint visibility, and threat detection and response. Leveraging smart AI technologies, EclecticIQ translates raw threat intelligence data into actionable insights for cyber analysts. EclecticIQ's offering allows organisations and governments to develop their digital activities in a secure environment.

Sector	Business 4.0
Country	Netherlands
Porfolio entry	2020
SDG	9 16

Finquest

Connecting private equity funds and corporate buyers to private companies

FINQUEST is a big data and AI company focused on identifying and connecting its clients with relevant off-market acquisition and investment opportunities across the globe. The company's database is constantly updated and enhanced through a broad-spectrum implementation of crawlers and AI, providing targeted, curated, and actionable introductions in the private company space.

Sector	Big Data and AI platform
Country	Singapore
Porfolio entry	2022
SDG	/

SEE EXPLANATION SDG'S ON PAGE 59

NGDATA

Facilitating truly personalized marketing

NGDATA'S Intelligent Engagement Platform is a feature-rich, AI-powered customer data platform. Through a combination of insightful customer DNA and real-time interaction management, it facilitates one-to-one, personalised marketing at every stage of the customer journey. NGDATA has been developed using state-of-the-art big data technology. The platform uses vast amounts of data in real-time to build the rich, relevant and context-aware individual customer profiles that drive marketing actions.

Sector	Business 4.0
Country	Belgium
Porfolio entry	2013

sensolus

Asset tracking solutions in logistics

SENSOLUS specialises in activity and location monitoring of non-powered assets. The company provides end-to-end supply chain visibility and insights to their customers, which include Airbus, TCR, AB InBev and Veolia. The Sensolus industrial internet-of-things technology covers the full trajectory from data to actionable insights, starting with data collection based on low-power devices with edge intelligence, a patent protected data integrity solution for networks, and an intuitive cloud platform for data visualisation and insights.

Sector	Business 4.0
Country	Belgium
Porfolio entry	2017
SDG	8 9 12

SEE EXPLANATION SDG'S ON PAGE 59

fruitcore robotics

Democratizing access to industrial automation

FRUITCORE empowers SMEs to introduce industrial robots in manufacturing and logistics. Their HORST robots ("Highly Optimised Robotic System Technology") significantly lower all adoption hurdles with low Capex requirement, fast implementation, intuitive programming and high productivity. Fruitcore achieves these advantages through a unique combination of proprietary powertrain design, fully in-house developed software suite and robot connectivity.

Sector	Industrial robotics & automation
Country	Germany
Porfolio entry	2022
SDG	3 4 8 9 12

SEE EXPLANATION SDG'S ON PAGE 59

1. Overview and history

Capricorn Cleantech Fund	Capricorn Health-tech Fund	Capricorn ICT Arkiv	Capricorn Sustainable Chemistry Fund	Capricorn Digital Growth Fund	Capricorn Fusion China Fund
since 2008	since 2010	since 2012	since 2018	since 2019	since 2021

Capricorn Cleantech Fund

The fund invested in European and North American innovation companies in a wide range of cleantech areas. These companies are specialised in reducing and optimising the use of natural resources, harnessing the benefits of renewable materials and energy, and providing the next generation of sustainable automotive and semiconductor technologies.

Capricorn Health-tech Fund

The fund focuses on non-digital technologies that help prevent, diagnose and treat diseases, while the Capricorn Digital Growth Fund focuses on digital health technologies. The human healthcare technology sector covers a wide range of products and services in sub-sectors such as bio-pharmaceuticals and pharmaceuticals, vaccines, medical devices, medical imaging, diagnostics, research equipment and nutraceuticals.

Capricorn ICT Arkiv

Capricorn's first fund focused on the opportunities that arise from transforming data into actionable insights using AI and data science technologies, both within digital healthcare and Business 4.0.

Capricorn Sustainable Chemistry Fund

The fund capitalises on the ever-increasing opportunities resulting from the urgent need for new technologies to reuse, recycle or reduce the consumption of natural resources. These technologies significantly reduce the carbon footprint and reduce resource requirements for processes and products. They are critical in the transition to a sustainable and ultimately circular economy. This includes food and feed ingredients, materials and chemical products manufactured from renewable resources and/or through sustainable processes. The Fund focuses on investment opportunities in Europe and North America but will also consider investments in other regions.

Capricorn Digital Growth Fund

On 28 February 2022, the Capricorn Digital Growth Fund successfully closed with €84.5 million. Quest for Growth increased its commitment to €20,000,000. By 31 December 2022, €6.5 million (33%) of this amount had already been called.

The fund focuses on investments in data-driven companies, concentrating on the growing number of investment opportunities, based on the trend of turning data into actionable insights on the one hand and the emerging use of artificial intelligence and data science techniques on the other. In this context, the investment team will mainly focus on applications in two areas: Digital Health and Industry 4.0. Geographically, the Capricorn Digital Growth Fund will focus on investment opportunities in Europe. The fund invests across the funding continuum from start-up to scale-up.

Capricorn Fusion China Fund

After an interim closing, the Capricorn Fusion China Fund was successfully closed at €36.3 million on 28 March 2022. Quest for Growth increased its commitment to €9,075,000. By 31 December 2022, €3.2 million (35%) of this amount had been called.

The fund focuses on investing in companies that link the European and Chinese markets. On the one hand, the fund is looking for innovative European companies which see a clear role for the Chinese market in their development (in sourcing, supply, production or commercialization). On the other hand, the fund will also invest in Chinese companies looking to step into the European market.

HIGHLIGHTS 2022

Capricorn Cleantech Fund

Avantium N.V. announced the successful completion of a €45 million capital increase in April 2022. Successful completion will enable Avantium to advance their plantMEG™ technology towards commercialisation and develop their biorefinery, CO2-based chemicals, and their other environmentally friendly polymer-related technologies. Despite the capital increase, there was a decrease in Avantium's share price compared with the share price at year-end 2021.

The listing of **FRX Polymers** on the TSX Venture Exchange in May 2022 as FRX Innovations (FRXI) had a positive impact on the net asset value. However, at a later stage, the decline in the share price in the fourth quarter led to a negative impact on the net asset value. FRX Innovations is a global manufacturing company that produces a range of environmentally friendly, fire-retardant products, serving a number of major markets, including electronics, automotive, electric vehicles and medical devices. The listing on the TSX Venture Exchange may help the company meet growing demand for their products and accelerate growth into new markets.

Capricorn Health-tech Fund

Following the sale of **Ogeda** to Astellas Pharma in 2017, a potential milestone payment is still outstanding. Astellas Pharma has published that it has submitted an application for a new drug for fezolinetant to the US FDA, which has declared the application admissible. This increases the likelihood of the milestone payout resulting in a positive upward adjustment.

In addition, **iStar** Medical and AbbVie announced a strategic transaction to further develop and commercialise iSTAR Medical's MINIject® device, a next-generation minimally invasive surgical (MIGS) device for patients with glaucoma. This had a positive impact on Quest for Growth's equity value.

As a result of the 2021 sale of **Diagenode** to US-based Hologic, two escrow payments were received in 2022.

Capricorn ICT Arkiv

OneWelcome, the Dutch identity and access management platform, is acquiring Leuven-based authorisation player Scaled Access. As a result of this transaction, both Capricorn ICT Arkiv and Quest for Growth, which had stakes in Scaled Access, become shareholders in OneWelcome. With the acquisition of Scaled Access, OneWelcome is extending its range of services by offering detailed and policy-based access. Organisations can now manage and control the access of consumers, business partners and external workers to their online services and apps at even more detailed levels. In the third quarter, OneWelcome was sold to Thales, a leading provider of cyber security solutions. This acquisition allows OneWelcome to roll out its state-of-the-art identity and access management platform globally.

In addition, the Belgian company **LindaCare**, in portfolio since 2015, has filed for bankruptcy.

The fund also made some follow-on investments in existing portfolio companies.

Capricorn Sustainable Chemistry Fund

Kerry Group plc announced in February 2022 that it had reached an agreement to acquire 92% of the share capital of **c-LEcta** for €137 million. The balance remains in the hands of management. The acquisition agreement of c-LEcta had a positive impact on the equity value of Capricorn Sustainable Chemistry Fund.

During the second quarter of 2022, the fund invested in deep-tech company **Econic Technologies**, a pioneer in the use of carbon dioxide (CO2) as a valuable resource. It licenses and sells innovative catalyst and process technology for the production of CO2 containing polymers used in essential everyday products. The use of CO2 sustainably displaces conventional oil-based raw materials and complements bio-based raw materials to create more cost-effective, higher-performing end products. In the third quarter, the fund increased its investment in the company.

The fund also made some follow-on investments in existing portfolio companies.

Capricorn Digital Growth Fund

The fund invested in the French company **Zozio** during the second quarter and in the third quarter in the following three companies **StoryChief**, **Trensition** and **Bingli**.

Trensition developed an AI-driven SaaS platform for strategic intelligence, Trendtracker. It is designed to support organisations in continuously making better-informed strategic decisions. Trendtracker offers companies a 100% custom and data-based, transparent and objective view of trends coming today and tomorrow and in the longer term. This investment round will accelerate Trensition's international growth and enable continuous innovation of its AI-powered SaaS platform. It also allows Trensition to expand the team that can take the company to the next level.

Bingli is a digital health company that provides a patient-doctor anamnesis (medical history information collected by a physician by asking questions) solution based on a combination of AI-driven technology and fixed, predefined questions. This solution provides clinicians with the necessary information before consultation or clinical intervention and has the potential to become a screening tool based on contextual data. Bingli is set to use the funding to further develop clinically relevant solutions in order to optimise collection of information and create insight into healthcare, and to expand into new markets, with a focus on Europe and the US.

Er volgden nog drie nieuwe investeringen in het vierde kwartaal: neotiv, Minze en Chainels.

neotiv is a digital health company offering a cognitive test solution that can diagnose patients with mild cognitive impairment (MCI), which is known as a precursor to other diseases such as Alzheimer or Dementia.

Minze is a digital health company offering a solution to diagnose, monitor & treat patients with lower urinary tract symptoms (LUTS) inside and outside of the hospital.

Chainels offers a tenant experience app that connects those that live and work in mixed-used, residential, retail and office destinations. Their app also serves as a property management portal and community platform which enhances communication between all stakeholders.

The fund also made some follow-on investments in existing portfolio companies.

HIGHLIGHTS 2022

“ Together, let’s make the industry more efficient, human and sustainable.

Bastin Triclot, CEO Zozio

Thinking back to the start of the company, what triggered the creation of the company?

When I left my engineering studies to work in industry in France and Germany, I met with over thirty industrialists. I came to the realisation that they had a huge technical debt. SaaS office automation or productivity software has mostly been adopter by service companies, but the offering is very limited for logistical operators in factories. From very early on, the ambition of Zozio was to create a unique smart companion for the operator and the operational manager in the production facility.

Zozio has rapidly seen positive traction. What are some of the significant proofpoints with clients about your solution and your approach?

With our solution, we are able to increase productivity by up to 10%, eliminate several tons of product waste and improve working conditions. When we meet with manufacturers to explain our solution with its return on investment of 3 months and deployment in 2 days, their faces light up. It’s a revelation for these workers who have been neglected until now.

What are the next challenges and goals for the next phase of Zozio?

Our product is already industrialized and deployed in more than 100 sites and 20 countries worldwide. Commercial expansion is our current objective by multiplying by 7 the size of our commercial team within the coming 12 months in France and also in Germany.

You talked to many potential investors. Why did you decide to have Capricorn, The Faktory Fund, and Industrya jointly invest in ZoZio?

We had set three criteria in the choice of our future partners: the ability to follow us in the next rounds, the international reach, the fine understanding of the manufacturing industry and IoT. Capricorn Partners, Industry & The Faktory has the best fit to meet our requirements. To top it off, we have had a fruitful collaboration from the start that convinced us they were the right people for Zozio’s success.

What are the reasons that drove Capricorn to invest in Zozio?

Steven Lambert, Capricorn Partners : Zozio is able to combine its knowledge of production operations with the new generation technologies to help manufacturers manage their factory flows in a smarter way. Big name manufacturing clients are impressed by the ease of deployment and ease of use, with an immediate return.

“ Zozio is able to combine its knowledge of production operations with the new generation technologies to help manufacturers manage their factory flows in a smarter way.

Steven Lambert, Investment Director Capricorn Partners

StoryChief

> Something that was just an idea a few years ago is now a globally scaling business and is backed by the financial resources and coaching of some of the greatest minds in the industry.
>
> Valeri Potchekailov, CEO StoryChief

Thinking back to the start of the company, what triggered the creation of StoryChief?

We started as a digital marketing agency and learned a lot from working closely with internal marketing teams of aximarent enterprises. We soon realized that the decentralization of the content marketing processes was a big issue in these organizations.

Getting content online took ages simply because the operations were not centralized. People were sending Word documents through email, the copy versions were not SEO optimized, and there was no performance data and structure in the content archive. To top it off, there are plenty of channels out there to publish your content, but they are underused since replicating content in the right format from one channel to the other is very time-consuming. In order to set up such a process, you had to link multiple complex software applications. This resulted in processes that were difficult to work with.

We got the idea to create a very user-friendly platform where you have all your stakeholders and channels connected and centralized in order to collaborate, publish with a click and measure the performance of marketing content. This was the beginning of StoryChief.

Storychief has rapidly seen positive traction. What are some of the significant proof points with clients about your solution and approach?

The fact that our product is very scalable and is being used in 70 different countries. This traction is a significant proof point that our solution is catching on. In theory, we can market it anywhere from USA, to Singapore and Argentina, which is a great feeling. It is a matter of where we aim our focus and where we want to go next.

You talked to many potential investors. Why did you decide to have Capricorn Partners and other investors jointly invest in StoryChief?

As a SaaS company from Belgium we find it important to work closely with a local VC, who brings international experience and reach. The fact that Capricorn Partners goes deep into the technology solution and brings a lot of affinity and expertise with AI and Data Science, has been a key driving factor for our decision on our investor of choice.

What are the reasons that drove Capricorn to invest in StoryChief?

Steven Lambert, Capricorn Partners : StoryChief is solving a real problem in marketing operations, which makes it easy for customers to see and experience the value and return on investment. Additionally, it is a great opportunity to apply AI to leverage market data to guide users in a smart way to further maximize the market impact of their marketing content.

In terms of market traction, StoryChief has been able to get their platform proven and adopted by many different marketing agencies and departments across several countries.

StoryChief is first mover in the next generation of smart marketing platforms which will not only replace point solutions, but also cover the entire content life cycle in a smart way.

Capricorn FUSION

Capricorn Fusion China Fund

During the second quarter of 2022, the fund invested in Singapore company **Finquest**, a co-investment with Quest for Growth. Finquest focuses on big data and AI and seeks to identify globally relevant acquisition and investment opportunities for its clients. The company's database is continuously updated and expanded using data collection software ('crawlers') and AI, providing a source of targeted, compiled and easily actionable information on non-quoted companies. Finquest gives professional clients and private equity funds access to investment and acquisition opportunities in non-quoted companies in Europe, the Asia Pacific region and North America.

The fund invested in German company **fruitcore robotics** in the fourth quarter.

Capricorn funds

Capricorn CLEANTECH

CAPRICORN CLEANTECH FUND

avantium

Advanced high-throughput R&D for energy, chemicals and pharma industries

AVANTIUM develops innovative chemistry technologies across industry value chains in order to produce chemicals and materials based on renewable feedstock instead of fossil resources. The company is headquartered in Amsterdam, employing approximately 200 people, with extensive R&D laboratories and three pilot plants in Geleen and Delfzijl, the Netherlands. Avantium's activities are dedicated to developing and commercializing breakthrough technologies for the production of chemicals from renewable sources and circular plastic materials used for a variety of consumer products. It also provides advanced catalysis products and services to organisations who desire to gain efficiency in their processes.

Sector	Advanced Chemicals
Country	Netherlands
Porfolio entry	2008
SDG	9 12

CO-INVESTMENT

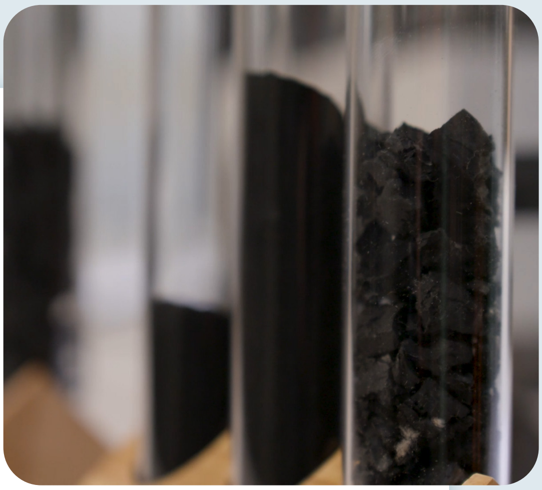
FRX POLYMERS

SEE EXPLANATION SDG'S ON PAGE 59

CAPRICORN SUSTAINABLE CHEMISTRY FUND

Recovering carbon black from end-of-life tyres

BLACK BEAR Carbon recovers carbon black from end-of-life tyres (ELTs). ELTs are often stored in large dumps that are major breeding grounds for diseases-carrying mosquitos. Moreover, if these heaps catch fire, they produce enormous of amounts of soot. Black Bear Carbon saves 10 tonnes of CO2 per ton of recovered carbon black. Carbon black is widely used in the manufacture of tyres, rubbers, plastics, paints and many other products. The traditional production process is energy and CO2 intensive (new carbon black being made from heavy petroleum products). Black Bear Carbon reduces the need for the use of heavy petroleum products, thereby saving resources and energy.



Sector	Functional Chemicals
Country	Netherlands
Porfolio entry	2018
SDG	3 9 12

Renewable chemicals

TRILLIUM is a spin-out from Southern Research that has developed an economical and sustainable process to produce acrylonitrile and propylene glycol from renewable resources. Trillium provides a green drop-in, cost-effective alternative to chemicals that are currently produced from fossil fuel-derived iso-propylene. Trillium's bio-based chemicals have demonstrated equal performance after conversion into the desired materials. Furthermore, Trillium's technology can be used in local, small-scale production units, so the long-range hazardous transport of acrylonitrile can be avoided. As a result, a public health risk is removed and GHG emissions can be meaningfully reduced.

Sector	Industrial Processes Technologies
Country	Verenigde Staten
Porfolio entry	2021
SDG	9 12

SEE EXPLANATION SDG'S ON PAGE 59

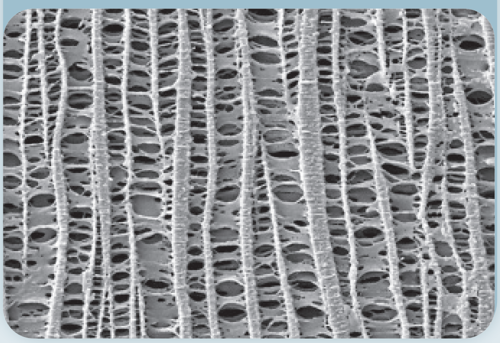
CAPRICORN SUSTAINABLE CHEMISTRY FUND

VOID

Reducing raw materials use in polymer films

VOID has developed a technology to reduce the use of raw materials in polymer films (used for bags, foils, etc.) while offering improvements in their properties, such as enabling further stretching. The effect is a 25% lower polymer use. The technology also eliminates the use of titanium dioxide, making the film 100% recyclable. VOID allows for significant carbon footprint reductions through more efficient resource use and its increased recyclability of multilayer polymer film packaging material.

Sector	Functional Chemicals
Country	United Kingdom
Porfolio entry	2020
SDG	9 12 13



VIROVET

Controlling viral diseases in livestock

VIROVET develops disruptive and innovative technologies for the control of viral diseases in livestock, such as the company's innovative vaccine platform. It also has several antiviral drugs in the pipeline. The company's plasmid-launched vaccination approach enables the next generation of thermostable, low-dose and broadly applicable vaccine formulations. This, together with its dedicated small molecule approach, means the company is earmarked to be a disruptor in the animal health sector. Its products will help protect sensitive food supply chains and guarantee the protein supply that is still essential for both developing and industrialised societies.

Sector	Food & feed
Country	Belgium
Porfolio entry	2020
SDG	2 12 15

CO-INVESTMENTS

DMC

PROLupin

QPINCH

REIN4CED Engineering & manufacturing

SEE EXPLANATION SDG'S ON PAGE 59

Revolutionizing zeolite catalyst performance

ZEOPORE, a spin-out from the University of Leuven, has developed a toolbox which is able to tune the amount, size and interconnectivity of mesopores in zeolites (catalysts for conversion processes), ensuring optimal settings for specific zeolite, feedstock and application combinations. Zeopore's technology results in highly accessible mesoporous zeolites, with a direct increase in stability and selectivity in zeolite applications, such as plastics recycling and the production and conversion of bio-renewables. As resources

Sector	Functional Chemicals
Country	Belgium
Porfolio entry	2020
SDG	9 12

Carbon-to-value catalyst platform technology

ECONIC Technologies is a pioneer in the utilisation of carbon dioxide (CO2) as a valuable raw material. Econic's technology inserts waste CO2 molecules into polymers used in essential everyday products. The use of CO2 sustainably displaces conventional oil-based feedstocks and complements bio-based raw materials, to create more sustainable, more cost effective, higher performing, end products. Econic was founded in 2011 by Prof. Charlotte Williams, at Imperial College London. The company is ready to meet consumer and societal drive to net zero and fit with the existing supply chain. The recipient of many nominations and awards, the company was most recently named as winner in the Sustainability sector of 'Future22' by Tech Tour, Europe's largest investor-oriented community.

Sector	Advanced Chemicals and Raw Materials
Country	United Kingdom
Porfolio entry	2022
SDG	9 12 13

SEE EXPLANATION SDG'S ON PAGE 59

CAPRICORN ICT ARKIV

CO-INVESTMENTS

NG DATA

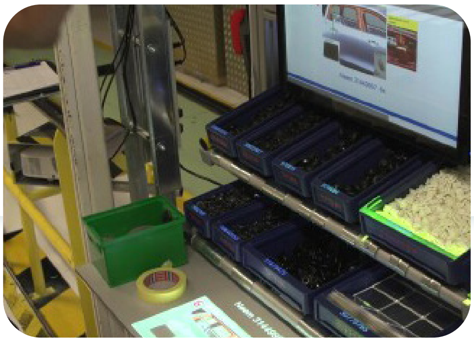
sensolus

ARKITE

Digital work instructions

The Human Interface Mate's no-code platform by **ARKITE** guides operators with augmented reality instructions in complex and/or repetitive manual assembly tasks. The investment in Arkite fits our Industry 4.0 focus and provides a human-centric solution for operator guidance, whilst respecting privacy and improving ergonomics in an industrial working environment.

Sector	Industry 4.0
Country	Belgium
Porfolio entry	2017
SDG	8 9

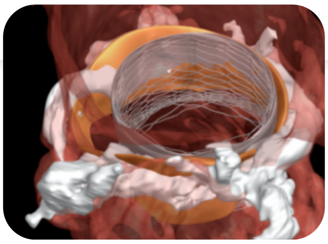


FEOPS insights for excellence

Transforming cardiac images into digital twins

FEOPS is a digital health player offering cloud-based procedure planning solutions in the structural heart space. FEops illustrates the possibilities of adapting well-known techniques from the engineering and Industry 4.0 world to the healthcare space. FEops combines digital twins with AI-enabled anatomical analyses to generate data-driven insights that enhance and improve procedure planning and periprocedural.

Sector	Digital Health
Country	Belgium
Porfolio entry	2015
SDG	3 12



Scale up of the Year

SEE EXPLANATION SDG'S ON PAGE 59

icometrix
IMAGING BIOMARKER EXPERTS

Transforming patient care

With its CE-marked and FDA-approved solution **ICOBRAIN** by Icometrix is positively transforming patient care through imaging AI. Icobrain quantifies clinically relevant brain structures in individual patients who are suffering from neurological disorders such as multiple sclerosis, dementia or TBI. Icompanion, in turn, is a platform that supports MS patients and enriches the imaging data with real world input.

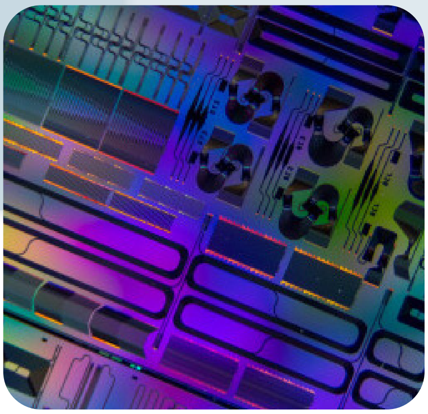
Sector	Digital Health
Country	Belgium
Porfolio entry	2015
SDG	3

indigo

Glucose-monitoring sensors

INDIGO Diabetes is developing the world's first continuous multi-metabolite monitoring system for people living with diabetes. This investment is an excellent example of a connected medtech investment opportunity. Based on scalable hardware technology from the telecoms industry, Indigo will make new sensing capabilities available, providing additional actionable insights for diabetes patients and care providers.

Sector	Digital Health
Country	Belgium
Porfolio entry	2016
SDG	3



SEE EXPLANATION SDG'S ON PAGE 59

CAPRICORN DIGITAL GROWTH FUND

Data-driven efficiency for the operating room

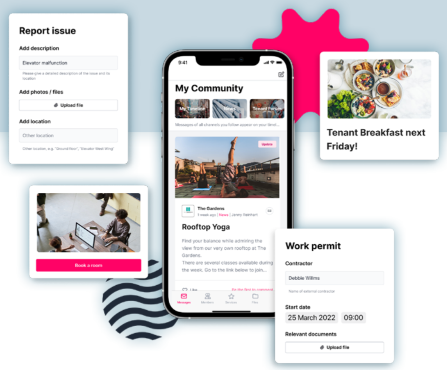
DEO'S mission is to resolve a key challenge of our health-care ecosystem: meet an increasing patient demand with timely and high-quality care, overcoming shortages in medical staff and the immense pressure on hospital reimbursement. To do so, DEO has developed an innovative OR Efficiency Platform.
DEO's product will have a big impact on more efficient OR management resulting in a better patient outcome and improved ergonomics and job satisfaction for the clinicians.

Sector	Digital Healthcare
Country	Belgium
Porfolio entry	2021
SDG	3

Bringing tenants together

CHAINELS offers a tenant experience app that connects those that live and work in mixed-used, residential, retail and office destinations. Their app also serves as a property management portal and community platform which enhances communication between all stakeholders including landlords, tenants, occupiers, investors, owners, developers, operators, local authorities, and public officials.

Sector	Industry 4.0
Country	Netherlands
Porfolio entry	2023
SDG	8 11



Managing district heating networks

District heating networks provide heating for residential properties, using heat from renewable energy sources or recovered from industrial processes. **GRADYENT** offers a proven digital twin and AI-based solution for optimising the management of such networks. Our investment concept is based on the rapid growth of district heating networks in many countries, and the need to manage their growing complexity (both in terms of heat sources and the needs of consumers) in a smart and sustainable way.

Sector	Industry 4.0
Country	Netherlands
Porfolio entry	2020
SDG	7 11

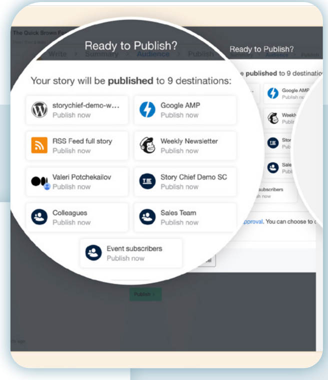
SEE EXPLANATION SDG'S ON PAGE 59

ZOZIO

Reinvention of factory logistics

ZOZIO, created in 2019, has made its name in the industry with the only AI-powered platform for predictive logistics and aims to become the logistics platform of reference in the industry of tomorrow. Zozio is working with big companies, enabling them to optimise factory flows by freeing the operator from long and repetitive tasks. Thus, the manager is assisted in his decision making, the factory is more efficient and finally the company gains in productivity.

Sector	Industry 4.0
Country	France
Porfolio entry	2022
SDG	8 9 12



StoryChief

Streamlining content marketing processes

STORYCHIEF is a content marketing platform from Ghent, Belgium. A user-friendly environment that helps agencies and marketing teams manage their content life cycle in one place from briefing, multi-channel optimization, planning, review, publishing and analytics.

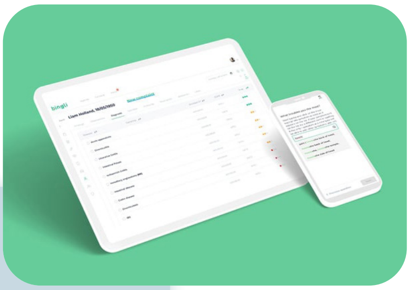
Sector	Business 4.0
Country	Belgium
Porfolio entry	2022
SDG	/

AI-driven strategic intelligence

TRENSITION developed an AI-driven strategic intelligence SaaS platform, Trendtracker, that supports organisations in taking more informed strategic decisions, continuously. Trendtracker provides companies with a 100% custom and data-based, transparent, and objective view of trends that are coming today, tomorrow and the day after.

Sector	Big Data and AI platform
Country	Belgium
Porfolio entry	2022
SDG	8 9

SEE EXPLANATION SDG'S ON PAGE 59



bingli

The smartest medical interview

BINGLI is a digital health company offering a patient-doctor anamnesis (medical history information gather by a physician by asking questions) solution based on a combination of AI-driven technology and fixed predefined questions. This solution provides the clinicians with the necessary information before consultation or clinical intervention and has the potential of becoming a screening tool based on contextual data.

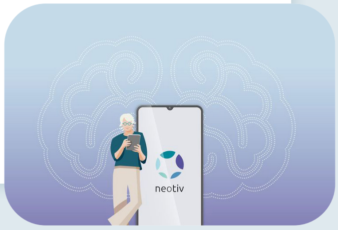
Sector	Digital Healthcare
Country	Belgium
Porfolio entry	2022
SDG	3

neotiv

Enabling cognitive health

NEOTIV is a digital health company offering a cognitive test solution that can diagnose patients with mild cognitive impairment (MCI), which is known as a precursor to other diseases such as Alzheimer or Dementia. The solution is based on specific scene and object recognition tests. This provides clinicians the opportunity to diagnose MCI and neotiv's solution can become the screening tool for cognitive tests in the next years.

Sector	Digital Health
Country	Germany
Porfolio entry	2022
SDG	3 12

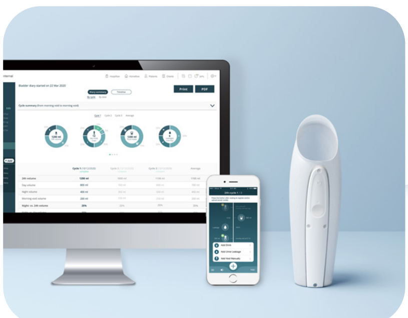


Minze
health at home

Uroflowmetry and bladder diaries reinvented

MINZE is a digital health company offering a solution to diagnose, monitor & treat patients with lower urinary tract symptoms (LUTS) inside and outside of the hospital. Minze offers different hardware solutions (Hospiflow, Homeflow, Diary Pod), a digital app for the patient and a remote patient monitoring platform for the clinician. Their solutions provide patients an easy way to monitor their LUTS symptoms by tracking their urination (volume, pressure) which is essential information for clinicians to perform a better diagnosis.

Sector	Digital Healthcare
Country	Belgium
Porfolio entry	2022
SDG	8 9 12



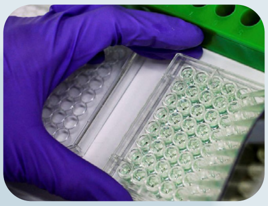
CO-INVESTMENTS

EclecticIQ

indigo

SEE EXPLANATION SDG'S ON PAGE 59

CAPRICORN HEALTH-TECH FUND



Stabilize, target, discover and transform

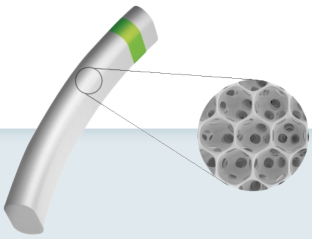
CONFO THERAPEUTICS is a leader in the discovery of GPCR (G protein-coupled receptors) modulating therapies. The company has been building a technology platform and develops internal discovery programs addressing otherwise unmet medical needs of patients with severe illnesses that currently lack disease-modifying treatments. Our investment in Confo Therapeutics is a prime example of the fund's mission to provide capital to enablers of drug discoveries across a multitude of diseases.

Sector	Technology Platform
Country	Belgium
Porfolio entry	2015
SDG	3

Implants for patients with glaucoma

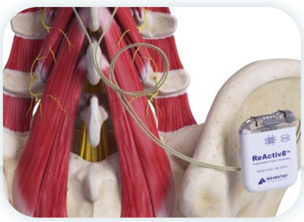
ISTAR MEDICAL aims to improve the lives of patients suffering from eye diseases by developing innovative minimally invasive ophthalmic implants made from STAR® Biomaterial. It is estimated that globally about 80 million, mainly elderly people, suffer from glaucoma. Glaucoma is the second-leading cause of blindness and often a result of lack of therapy compliance. Funding innovations that reduce the therapy burden on patients lies at the heart of the fund's strategy.

Sector	Medical Devices
Country	Belgium
Porfolio entry	2013
SDG	3



Rehabilitative treatment for severe low back pain

MAINSTAY MEDICAL has developed a groundbreaking treatment for chronic lower back pain through stimulating and restoring the neuromuscular function of the muscles that stabilize the lumbar spine.
Chronic low back pain causes immense suffering for patients and can lead to full disability. Developing and marketing devices to avoid chronic pain and immobility it is a prime example of the fund's investment strategy.



Sector	Medical Devices
Country	United States / Ireland
Porfolio entry	2015
SDG	3

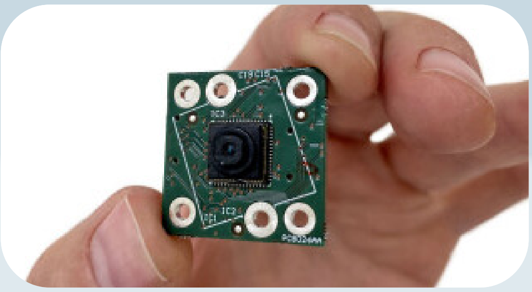
SEE EXPLANATION SDG'S ON PAGE 59

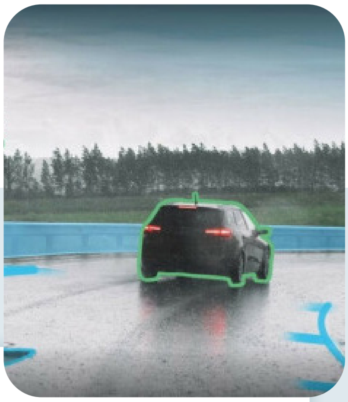
spectricity

Meet the next generation of sensing

SPECTRICITY is a fabless company headquartered in Belgium. They develop and manufacture spectral sensing solutions using CMOS technologies. These solutions are designed for high volume production and use in consumer and mobile devices. China has been one of the leading cell phone manufacturing countries in the world and may continue to develop steadily in the near future. In addition, China's domestic mobile phone market has become one of the largest cell phone markets in the world.

Sector	Hyperspectral imaging
Country	Belgium
Porfolio entry	2021
SDG	3 9





XenomatiX

True solid state lidar

3D sensor vision solutions for safer roads

XENOMATIX mission is to provide road safety and road comfort with its solidly reliable, versatile and affordable true-solid-state LiDAR technology. Consumer attitudes in China, where autonomous vehicles and new mobility options are more positively received, will have a big impact on the global automotive industry, certainly taking into account the size of China's domestic market.

Sector	Solid-state LIDAR
Country	Belgium
Porfolio entry	2021
SDG	3 9

XIAN-THIEBAUT

Collapsible alumunium tubes

XI'AN THIEBAUT is a Sino-Belgian joint venture specialising in the production of collapsible aluminium tubes for packaging pharmaceuticals, cosmetics, food and fine chemicals. Xi'an Thiebaut's aim is to continuously improve the quality of pharmaceutical packaging for better human health. The investment illustrates the mission of the Capricorn Fusion China Fund to invest in western technology with a clear value for the Chinese middle class and its growing health awareness.

Sector	Manufacturing
Country	China
Porfolio entry	2020
SDG	3 12 14

CO-INVESTMENTS

Finquest

fruitcore robotics

SEE EXPLANATION SDG'S ON PAGE 59

Other funds

THE CARLYLE GROUP

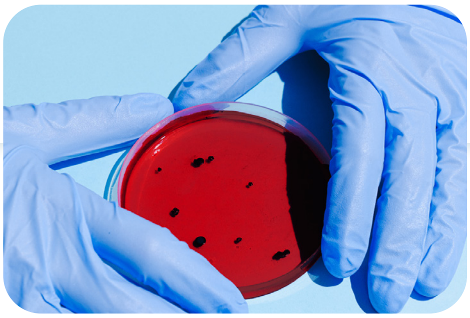
CETP (Carlyle Europe Technology Partners) is managed by subsidiaries of the Carlyle Group, which is one of the largest and most experienced global private equity companies. CETP concentrates on investing in European companies, particularly in the technology, media and telecommunications sectors. The fund also focuses on buyouts in which potential portfolio companies can bear debt capitalisation, and on investing equity capital in companies with existing income flows, whether or not these are profitable ("later stage venture"). Quest for Growth has co-invested in a large number of CETP's portfolio businesses via Carlyle Europe Technology Partners Co-investment, LP.

Sector	Industry 4.0
Country	Belgium
Porfolio entry	2017

EQT Life Sciences

EQT LIFE SCIENCES is one of the largest specialist European investors in the healthcare and biotechnology sector. Since the end of the 1980s, EQT's management has invested in a large number of very innovative companies, many of which have grown into leading firms in the global life sciences sector. EQT has offices in Amsterdam (the Netherlands), Munich (Germany) and Boston (USA).

Sector	Digital Health
Country	Belgium
Porfolio entry	2015



SEE EXPLANATION SDG'S ON PAGE 59

6. ESG REPORT

Responsible financing means that Environmental, Social and Governance (ESG) criteria are taken into account in investment decisions, which lead to sustainable growth and the transition to a climate-neutral economy.

With Quest for Growth, we have been working for years to promote a positive impact, on people, the environment and society among our portfolio companies. By taking account of ESG criteria, we meet the expectations of our shareholders. We know that this responsible method of investing is the only right way, although it calls for discipline and expertise. If we wish to address the climate crisis, we must focus on green innovative technologies. As Capricorn Partners, we have already been working for years to stimulate low-carbon technologies. For example, the Capricorn Cleantech Fund was already formed in 2008, with Quest for Growth as a strategic investor.

But it is not only important to invest in these technologies. They must also be affordable and accessible enough to be able to apply them on a large scale. This is precisely why Quest for Growth invests in both cleantech start-ups with ground-breaking ideas and in quoted companies with the commercial strength to use that technology. This approach gives our shareholders a unique opportunity to invest in a diversified portfolio.

We therefore deploy our capital for responsible progress. Via our active shareholding model, we enter into a dialogue with our investments and increase their economic value by steering the activities in a more sustainable direction. We divide our capital among three investment domains: Cleantech, Health Tech and Digital.

In addition to promoting the environmental and social characteristics to companies, we primarily stimulate good governance of the organisations.

Capricorn Partners developed an integrated and proactive ESG investment strategy. From the selection of the portfolio companies and venture funds to the monitoring of the companies in our portfolio, we increasingly consider our decisions in the light of their impact on people and the environment.

Our strategy also continues to build on internationally recognised principles that we have signed in relation to investment. We also comply fully with European legislation in the field of sustainable financing and reporting.

You can view the ESG policy at any time on the ESG page of the Capricorn Partners website (www.capricorn.be).

THE TEN PRINCIPLES OF THE UN GLOBAL COMPACT

United Nations Global Compact

HUMAN RIGHTS | LABOUR | ENVIRONMENT | ANTI-CORRUPTION

The ten principles of the UN Global Compact

Quest for Growth accepts no form of abuse relating to human rights, labour, the environment or anti-corruption in the investment portfolio.

Capricorn Partners has signed the 10 principles of the United Nations Global Compact. These principles are based on international UN declarations relating to **human rights, labour, the environment and anti-corruption.**

The principles concerning human rights call on companies to support and respect the protection of internationally recognised human rights and requires them to ensure that they do not cooperate in violations of human rights.

With regard to **labour**, Quest for Growth requires the portfolio companies to show support for the freedom of association and effective recognition of the right to collective negotiation. The principles also require companies to eliminate all forms of forced labour or mandatory labour, to effectively discontinue child labour and to combat every form of discrimination in the fields of labour and occupations.

Respect for the **environment** is a key element of this United Nations pact. Companies must take precautions in addressing environmental challenges and must take initiatives to promote greater environmental awareness. They must also stimulate the development and circulation of environmentally friendly technologies. The theme-based approach of the fund provides good evidence that we focus on the planet in the management of our investment portfolio.

The last principle is that of **anti-corruption**. No doubt at all may exist in that respect. The companies in our portfolio must counter every form of corruption, including blackmail and bribery, and if necessary, must be sanctioned appropriately.

Quest for Growth did not establish a single violation of the UN Global Compact principles in 2022.

The UN Principles of Responsible Investment (PRI)

Capricorn Partners has also endorsed the UN's 6 Principles of Responsible Investment.

This commitment means that we **integrate ESG characteristics and risk factors** in our investment analyses, our due diligence inquiries and our decision-making process, and that we play an active role in the management boards of the private portfolio companies and exercise our voting rights. In both cases, we take decisions that are consistent with our ESG policy. In the past year, Quest for Growth has taken every opportunity to exercise voting rights.

We report annually to our investors on our **ESG engagement.** Where relevant, taking account of the size and activities of the portfolio companies, we report on the qualitative and quantitative progress of the ESG factors in our portfolio companies. We also promote the acceptance and implementation of the PRI within the investment sector and participate in conferences, networks and information platforms in order to share information. The fact that Capricorn Partners has been a member of UN PRI network for some years reflects how strongly we believe in the power of this network and the initiatives associated with it.

Finally, we report on our activities and progress relating to the **implementation of these principles**. The latest audit of the PRI shows that we are on the right track, which encourages Quest for Growth to continually raise the bar a little higher. We have a high score for the investment policy for both listed and private shares, while the score for the stewardship policy and the use of voting rights in listed companies lies above the median. We want to raise the bar higher in that regard. We take the points for attention raised by the audit seriously and take the appropriate measures. For example, in 2022 we organised more ESG training courses for our team and publicly supported the Paris Climate Agreement in our ESG policy, which is published on our website.

The UN Sustainable Development Goals (SDGs)

Our ESG strategy is based on the UN Sustainable Development Goals (SDGs). The 17 development goals, drawn up in 2015, aim to eliminate poverty, protect the planet and bring peace and welfare for everyone towards 2030. Every company and every fund that we invest in has a positive impact on one or more SDGs.

Quest for Growth contributes most to the following goals

Building resilient infrastructure, promoting inclusive and sustainable industrialisation and fostering innovation

Ensure sustainable consumption and production

Ensuring access to affordable, reliable, sustainable and modern energy for all

Ensuring healthy living and promoting well-being for all at all ages

In 2019, the European Union's Green Deal expressed the ambition to become the world's first climate-neutral continent by 2050. To achieve this ambition, financial resources must flow to sustainable activities and companies to the maximum extent possible. Transparency is the key word here.

In implementation of the Sustainable Finance Action Plan, Europe has therefore enacted new legislation containing guidelines on corporate sustainability and mandatory reporting, both for financial market players and non-financial companies: the Sustainable Finance Disclosure Regulation (SFDR) and the Corporate Sustainability Reporting Directive (CSRD). As the underlying initiative, the EU Sustainable Finance Taxonomy provides the common language, unambiguously defining what constitutes a sustainable activity.

SFDR legislation as mandatory transparency for the financial sector

Investment funds will be required since 2021 to communicate transparently how they integrate sustainability risks and opportunities into their investment choices and recommendations. The legislation introduces a classification system with reporting requirements for investment products.

For example, the SFDR distinguishes between:

- financial products that finance unsustainable activities;
- financial products that promote environmental and/or social characteristics (Article 8 funds)
- and sustainable investments (article 9 funds).

Quest for Growth is an **Article 8 fund**: it promotes ecological and/or social characteristics but does not have sustainable investment as an objective. It is also referred to as a '**light green fund**'. Most other Capricorn Partners funds belong to the same category.

In concrete terms, Quest for Growth is an Article 8 fund because we integrate ESG into our investment strategy, from selection to monitoring, and because we aim for active ownership in the companies in which we invest, so that we can have an impact on the ESG decision-making. But we are also critical regarding every potential negative impact on the environment, people and society, and we also exclude companies based on undesirable conduct and based on products with a negative impact. We regard all this as promoting ESG characteristics in the portfolio companies. More information on the environmental and social characteristics of Quest for Growth is available in the appendix of this annual report.

Reporting obligation for all quoted companies

According to the Belgian Law, quoted companies must publish annual sustainability reports.

The EU taxonomy: the reference framework concerning the environment

What sustainable economic activities involve must be clear to all actors. For that reason, the EU created the Sustainable Finance Taxonomy: a classification system with objective criteria that determines which economic activities make a substantial contribution towards the EU's environmental and climate objectives.

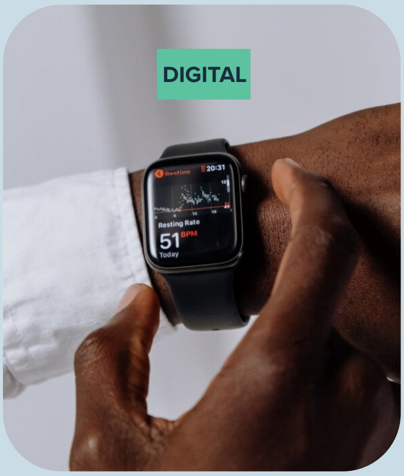
In concrete terms, an activity is sustainable if it makes a substantial contribution to at least one goal, 'does no significant harm' (DNSH) to other goals, is in line with minimum social assurances (conventions, principles, etc.) and complies with the technical screening criteria. It is the screening criteria that specify what a 'substantial contribution' involves for a given activity. So far, these have been defined only for the 'limit climate change' and 'adaptation to climate change' goals.

Financial institutions and companies must state whether their investments are '**eligible**', which means **that the activities are included in the activities on the list of the EU taxonomy**. If that is the case, they must state whether their activities are '**aligned**': i.e., whether they **comply with the DNSH principle, the social assurances and specific technical criteria** for that activity.

Quest for Growth invests in three sectors: c**leantech, digital and health**. Two of those three sectors – cleantech and digital – are **eligible**, while health does not qualify. Cleantech activities as such are not explicitly included in the EU taxonomy list, while specific criteria do exist for companies that produce certain low-carbon technologies. For the digital sector, specific criteria exist for companies that offer data-driven solutions that reduce emissions of greenhouse gases.

For our investments in venture and growth capital, we have established that the portfolio companies are **0%** aligned. For the quoted companies in our portfolio, we have established that a large majority are currently **0%** aligned. There are two reasons for this. At present, various technical criteria have been set for 'climate mitigation' and 'climate adaptation', while the companies in which we invest can also make a difference in the transition to a circular economy and/or in the other environmental goals. We have also established that both the available and the requested information was insufficient this year to show a greater alignment.

Investing where technology impacts most



Investments in three sectors

Quest for Growth invests in companies and funds in the **cleantech, digitisation and health care sectors**. We have designated several ESG themes within these sectors as 'material'. These are themes that reflect the impact of those companies on people and the environment and to which we therefore assign priority.

Within **Cleantech**, we focus on companies that supply products or services for a cleaner or more efficient use of the earth's natural resources, such as energy, water, air and raw materials. The companies may be active in domains such as renewable energy, energy efficiency, water treatment, waste and environmental management and new materials.

> **We acknowledge that the energy transition has begun, but that this solves only half of the problem. Solar and wind power now make up the bulk of new energy capacity being installed, while for us, industry is at the core of greenhouse gas reduction.We also note that our current economy is barely circular and we believe very strongly that this transition is needed to combat climate change. According to OECD research more than half of our total emissions of greenhouse gases are linked to our use of raw materials and materials.**
>
> Capricorn Cleantech team

We acknowledge that the **energy transition has begun**, but that this solves only half of the problem. Solar and wind power now make up the bulk of new energy capacity being installed, while for us, **industry** is at the core of greenhouse gas reduction. We also note that our current **economy is barely circular** and we believe very strongly that this transition is needed to combat climate change. According to OECD research more than half of our total emissions of greenhouse gases are linked to our use of raw materials and materials.

With cleantech start-ups, we look at the **potential CO_2 reductions** that their innovations can bring about. Here we support companies including those that have launched new technologies using electricity instead of natural gas for the synthesis of chemicals. Certain start-ups are also working to refine the use of CO_2 as a chemical building block. The CO_2 emissions are then collected and reused, so that they do not enter the atmosphere.

Where this is meaningful, we report on reduced CO_2 emissions for these portfolio companies. During the pre-commercial phase of companies in our portfolio, the aim of reducing CO_2 emissions is primarily a qualitative goal, whereby the technologies under development aim at the highest possible realistically feasible CO_2 reductions. The actual quantitative impact only becomes significant if volumes (of the product) are sold and reduction of CO_2 emissions therefore goes hand in hand with growing revenues. In the latter case, we will ask the portfolio company to compare the CO_2 impact of its alternative technology with the product or process that existed before it created the new replacement product or process. In that way, we can determine the net impact achieved or potentially achieved.

In the **Digital sector**, we invest in B2B software companies in domains such as data management, connectivity and automation. In this sector, the ESG considerations for the non-quoted companies primarily concern the application of artificial intelligence (AI).

The other ESG themes within these companies include data security and privacy, stimulation of the transition to green datacentres, the digitisation of industrial processes that contribute to reduction of the CO2 footprint and finally, assuring product quality and good personnel policy.

For the **Health sector**, the emphasis lies on seeking health care technologies that offer solutions for health problems, including the prevention, diagnosis and treatment of illnesses or solutions that contribute to better or more efficient health care.

For the quoted companies, we report the **CO_2 footprint** in the ESG chapter and stimulate every form of climate-neutral approach to the production.

34% Cleantech

41% Digital

23% Health

2% Other

The division of the investments is as follows: nearly **34%** of the portfolio is in the Cleantech sector, half of which is invested in quoted equities. **41%** is invested in the digital sector, **23%** in Health and **2%** in another category.

ESG integration: from investment to monitoring

In selecting portfolio companies and funds, Capricorn Partners seeks investments with a positive impact on people and the environment, which also contribute to the Sustainable Development Goals (SDGs).

In the first instance, we exclude investments in companies that do not comply with the ten principles of the UN Global Compact or those that present unacceptable ESG risks in terms of environmental, social and governance factors.

We distinguish the following types of exclusion:

- exclusions based on **undesirable behaviour**;
- exclusions based on **products with a negative impact**;

Undesirable behaviour

We expect all our portfolio companies to comply with the United National Global Compact and other international standards and principles. For that reason, we exclude companies that show undesirable behaviour in the fields of human rights, employment rights, environmental challenges, responsibilities and anti-corruption.

Products with a negative impact

We exclude companies that are involved in harmful activities such as:

- **controversial weapons** (weapons such as cluster munitions, anti-personnel mines, sub-munitions, inert ordnance and armour containing depleted uranium or other industrial uranium and weapons of mass destruction, such as biological, chemical or nuclear weapons).
- **production of weapons** (weapons are defined as products that are designed to wound or kill. In addition to military weapons, the definition of weapons covers civilian firearms, including the production and wholesaling or retailing of guns, pistols and ammunition).
- the production of **coal** or power from coal (companies active in exploration, mining, transportation, distribution or refining of coal and electricity companies active in the generation of power from coal).

- production of **nuclear energy**.
- **non-conventional oil and gas production** This includes production of oil shale, synthetic crude oil and derived products based on tar sands, shale gas and the production of oil and gas from the North Pole region.
- the production of and trading in **tobacco** (including products containing tobacco, e-cigarettes and wholesaling or retailing of these products).

We make a distinction between **direct and indirect involvement.**

Direct involvement is defined as production and wholesale, while indirect involvement concerns products and services relating to the prohibited activities, such as the supply of parts, specific services or distribution of the products.

For the quoted companies with direct involvement in the development of **excluded products**, we accept a **tolerance threshold of 5% of the income**, except for **controversial weapons**, for which **zero tolerance** applies. In the case of indirect involvement, we tolerate a maximum of 25% of the company's revenue from activities of this kind. Quest for Growth has no portfolio company that exceeds this threshold.

> **We avoid investments in quoted companies with significant activities in conventional oil extraction and power generation based on fossil fuels. We make no distinction between oil and gas here..**
>
> Capricorn Cleantech team

ESG integration in the quoted portfolio

Environmental and social aspects are taken into account when selecting shares of listed companies. Moreover, the exclusion factors mentioned above are checked before each investment and on a regular basis after the investment.

It also analyses whether the companies meet minimum corporate governance requirements, in particular in terms of:

- Good management structures
- Relations with employees
- Remuneration
- Compliance with tax laws

Specific criteria used to assess this (without each criterion individually leading to exclusion) include:

- Presence of independent directors
- Global Compact compliance
- Auditor's report
- Board participation rate
- Combined CEO/chairman or duality CEO
- One share one vote principle
- Poison pill structures
- Pay ratios
- Golden parachute
- Long-term orientation influenced by controlling shareholder/ family

ESG integration for investments in venture & growth capital and in venture & growth funds

In order to be able to decide whether to invest in a particular start-up, we make a thorough **analysis** of the company. Precisely what we ask of them depends on the location, the size and the current stage of the company. We put the questions based on the ESG Due Diligence Questionnaire of Invest Europe. In this way, we enter into a dialogue with the management of the company and assess their intentions to implement a robust ESG policy.

Based on the analysis, we identify the risks and opportunities of the investment. If the risks are unacceptable, we decide not to invest. Nevertheless, there are exceptions. Sometimes, for example, the company does not comply with all the ESG criteria. We then draw up an improvement process which the management must approve.

The risks can be very diverse

For instance, we invest in digital growth companies that specialise in artificial intelligence. The abuse of this technology is a material topic. This concerns breaches of privacy, misleading clients, unethical applications or the entry of prejudices as a result of incomplete datasets. We therefore refer to a specific ESG risk. We also support the ethical standards relating to AI which the EU drew up in 2019. Europe is now working on an Artificial Intelligence Act, which will define the risks in more detail.

Staff turnover and finding suitable IT profiles are other important risks in the sector. We also attach sufficient importance to this by raising the subject at board meetings.

As already mentioned in the paragraph regarding the EU taxonomy, we do not yet calculate the CO2 intensity of this part of the portfolio, because the start-ups and growth companies cause few CO2 emissions. When the companies upscale, we ask them to compare the CO2 emissions of their production process with other customary production processes, in order to be able to evaluate the amount of the reduction in these emissions.

The ESG risks and opportunities of our investments are monitored and published in the annual reports of the various venture and growth funds in which Quest for Growth invests. In those annual sustainability reports, each investment is subjected to an ESG exercise and action points are listed for next year. The main negative effects of each investment are also explained.

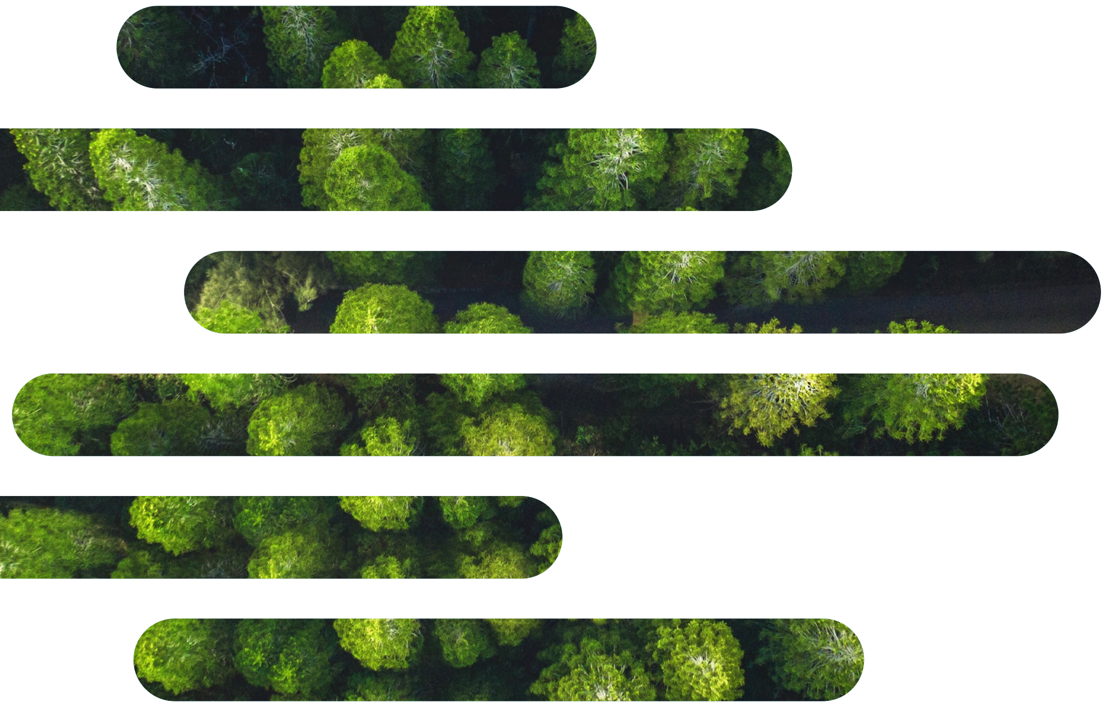
Active ownership

In **quoted portfolio companies**, we have the opportunity of discussing and promoting the ESG topics via personal contacts with the management. We exercise our voting right as shareholder and try, to the extent that there are shareholder decisions around ESG, to reflect our strategy in this. By exercising our voting right, we try to encourage those companies to reduce their exposure to these activities. If the expectations are not met or if our voting rights result in little change, we consider disinvesting in the company, or exclusion of the company.

When we invest in a **private company,** we in principle want to sit on the board of directors. This allows us to coach and actively guide the companies in launching their products or services on the market and developing a profitable business model. As the company evolves, we also coach them on corporate social responsibility. We ask them to draw up their own ESG policies, taking into account key risks and impacts.

Some young companies do not yet have a proper governance structure, such as a board of directors consisting of (one) independent advisor(s) with relevant experience in the sector and representatives of the main investors. In such cases, we request that a board of directors be established, in which Capricorn Partners has at least one board seat (or, by way of an exception, an observer's seat) at the time the initial investment closes.

At meetings of shareholders and general meetings, we use our voting rights partly to ensure that the investment goals of the fund are taken into account.



1. In quoted companies

ESG criteria

Most companies in the quoted portfolio score well on ESG. Elements we look at include aligned interests of management through participation in the shareholder structure, quality of management, transparency, remuneration policy, diversity and staff development.

The performance of the quoted portfolio companies on the criteria below is in line with the median score of the STOXX Europe Small 200 and STOXX Europe 600 indices.

	QfG portfolio companies	STOXX Europe 600 Index	STOXX Europe Small 200
Environmental			
CO_2 Intensiteit (Scope 1 + 2)	11.48	14.18	7.30
Social			
Diversity - % Women Board of Directors	33.0%	37.5%	36.4%
Wage ratio	32.3	43.1	29.25
Governance			
% Independent Directors	69.2%	66.7%	66.7%
Role CEO and chairman BoD seperated	83.0%	91.5%	93.5%

Exclusion based on activities

No portfolio company is directly exposed to the excluded activities, if we take into account the tolerance thresholds we have built in. A number of companies are indirectly involved in sectors and activities with ESG risks. But the companies' activities compansate the indirect exposure to those risks.

For example, **Mayr-Melnhof** is indirectly exposed to ESG risks as a supplier to the tobacco industry. We estimate that the positive impact of its main recycling activities far outweighs the impact of that indirect exposure. Furthermore, the share of the revenue involved in the tobacco industry is diminishing. Mayr-Melnhof acquired various companies at the end of 2020, representing more than € 1 billion of extra revenue from activities with a positive impact.

Exercise of voting rights

In 2021, Quest for Growth was represented by Capricorn Partners to vote at **23 shareholder meetings** of quoted companies.

The main meetings that we attended as shareholders related to the bid for the acquisition of the **Accell Group**. On 24 January 2022, the Accell Group and a consortium led by the American investment company KKR reached agreement on a cash bid. On 20 May 2022, Accell organised an Extraordinary General Meeting for voting on the modalities relating to the takeover bid. Quest for Growth voted against at that meeting, because we took the view that the legal structure increased the pressure to accept the public bid for Accell. Despite public opposition from a large group of minority shareholders and the vote against by Quest for Growth, the proposal was accepted. Earlier, at the Annual General Meeting of Accell op 20 April, we voted against four proposals, including the discharge of the Management Board and the Supervisory Board for their activities on behalf of the company, as well as against two proposals to reappoint the members of the Supervisory Board. In our view, they had not made sufficient efforts in relation to the public bid for the Accell Group.

As is the case every year, in exercising our voting rights we devoted extra attention to the composition of the board of directors, primarily with respect to diversity. In one portfolio company, we voted against a proposed new directorr because that proposal did not contribute to the diversity.

2. In venture & growth capital and in venture & growth funds

Theme-based approach

All Capricorn Partners funds are Article 8 funds according to the SFDR, apart from Capricorn Fusion China Fund (Article 6). This means that we promote ESG characteristics at the portfolio companies via these funds and co-investments and that we follow-up and measure these ESG criteria as fully as possible. The theme-based choices of the funds determine the selection of the material ESG topics, from CO_2 consumption at Cleantech companies to monitoring the application of artificial intelligence in Digital companies and ensuring product quality in Healthcare companies.

Monitoring results

The ESG risks and opportunities of our investments are monitored and published in the annual reports of the various funds. In those annual sustainability reports, each investment is subjected to an ESG exercise and action points for next year are listed.

The action points focus on increasing diversity in the teams, reducing staff turnover, professionalising human resources management, prioritising corporate governance and related initiatives, maximising compliance and, finally, reducing CO_2 consumption.

The main adverse effects of each investment are also explained in detail. This is done rather according to own interpretation and definition because of the unavailability of relevant data for the PAI standard criteria.

The ESG actions for non-quoted companies have primarily been monitored qualitatively to date, because in most cases, we do not have sufficient data, such as the CO2 reduction. The progression in the development of the business technology (the Technical Readiness Level or TRL), coupled with the progress in potentially realising a significant positive impact on one of the ESG criteria remains a determining factor in the continuing assessment of the portfolio companies. Data may be available for non-significant ESG criteria, but it is less relevant to follow-up these data. As already mentioned, this often involves very young companies that are still in the start-up phase.

Furthermore, we cast our votes at **28 shareholder meetings** of non-quoted companies.

ESG Highlights

Gurit

CLEANTECH QUOTED

This Swiss company produces advanced composite systems which it sells primarily to producers of wind turbines. It also recycles polyethylene terephthalate (PET) bottles as PET foam, which is used as a raw material for turbine blades. In 2021, the company invested in an expansion of its recycling installation for PET.

Gurit has also developed its own sustainability policy.

In 2021, the company achieved climate neutrality for its own direct emissions, such as emissions from production (scope 1), for its indirect emissions, such as electricity consumption (scope 2), and partly for the indirect emissions arising from suppliers and/or end-users (scope 3). It did so by reducing its emissions in scope 1 and offsetting the rest. The company also uses 100 per cent renewable energy. Furthermore, the company uses only renewable energy. Gurit was awarded bronze Ecovadis certification in 2022. Ecovadis evaluates how a company integrates the principles of corporate sustainability in its business operations.

Gurit took significant steps in the right direction with respect to its administrative policy.

The company has simplified its share structure. In the past, the company had two types of shares: non-listed registered shares and freely tradeable bearer shares. The latter category represented a single vote, and the registered shares five votes. Simplifying the types of shares reduced the voting rights of the main shareholder of Gurit from 33.3% to 10% of the votes, in line with the number of shares held. The company does need to make extra efforts with respect to diversity.

ABO WIND — CLEANTECH QUOTED

This German company operates worldwide as a developer of onshore wind farms. In recent years, this company has also become involved in the development of solar farms and battery projects. Demand for renewable energy has been increasing for several years. At ABO Wind, this translates into a growing number of new projects, accounting for some 20 gigawatts in total.

For some years, ABO Wind has been leading the internationalisation. In the future, we expect a great deal from the development of wind farms in Finland and solar power farms in South Africa. Thanks to the successful development of a Canadian project, the small ABO Wind company was able to join the new German Chancellor Olaf Scholz on a trade mission to Canada.

Germany aims to make its energy consumption greener and in the coming years, will be shifting its energy stocking to reliable partners like Canada. Both countries signed a contract for the supply of green hydrogen from Canada to Germany. ABO Wind is also working on this and recently won contracts for the development of three wind farms with a total capacity of 11 gigawatts.

LEM — DIGITAL QUOTED

This Swiss company produces power converters and sensors that measure and optimise the energy consumption of installations including lifts, heating, ventilation and air conditioning (HVAC) systems and robotics in order to reduce their CO_2 emissions. In the Quest for Growth portfolio, the company falls into the digitisation category, but also has a clear association with cleantech. The sensors and converters are also used in renewable energy sources, electric trucks, charging stations and smart grids.

In order to reduce the burden on the environment, LEM aims to reduce its energy and water consumption, as well as the number of kilograms of waste per person. It also ensures that its minerals (such as gold, tantalum and tin) do not come from conflict zones.

Furthermore, LEM has improved its ecological footprint in the past year. To mark its 50th anniversary, the company relocated its head office to a new and more energy-efficient building. At the same time, the management expressed the ambition **to be climate-neutral for scope 1 and 2 by 2025**, by using even more renewable energy for its own activities.

ESG Highlights

QPINCH

CLEANTECH VENTURE & GROWTH CAPITAL

A Belgian company that developed an innovative heat pump.

The heat pump is highly scalable (1-100 megawatt), making it suitable for industrial use in the chemical, petrochemical and food industries. The ground-breaking technology avoids energy intensive compression of gases and therefore does not require large amounts of electricity, unlike mechanical pumping of heat. For companies, the main advantage of using residual heat is the energy saving.

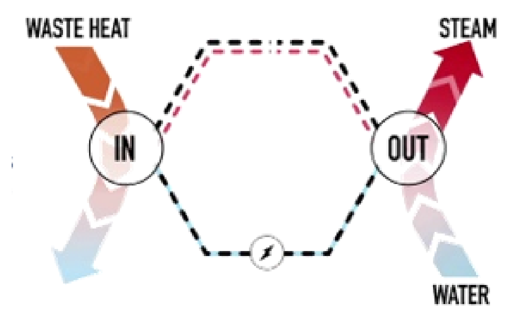
An innovative technology aimed at improving energy efficiency.

The savings potential for a typical industrial plant is up to 50 megawatts or 105 k-tons of CO_2-eq, leading to a CO_2 reduction by 10% towards 2030. Unlike conventional heat pump technology, the ground-breaking Qpinch Heat Transformer (QHT) uses little or no net electricity to convert industrial waste heat into carbon-free process heat. QHT is a patented chemical process. Typical applications are distillation towers, condensation of water from atmospheric steam and cooling of exothermic reactors. The QHT can also be applied in the food ingredients and animal feed industries, in chemical plastic recycling and can supply the heat required to drive carbon capture processes.

Energy replacement and carbon capture will not be commercially available until after 2030/2035. The implementation of energy-efficient solutions is a necessary first step in the entire industrial net-zero step-by-step plan. QHT has a performance coefficient (COP) of 30, compared with a COP of 3 for conventional technology, which represents a gigantic step towards the implementation of more efficient energy solutions on a large scale. QHT uses the same amount of electricity as that currently used to cool the waste heat. Consequently, QHT has zero net electricity consumption. In contrast to conventional technology, QHT has almost no rotating equipment and therefore has extremely low maintenance costs.

Savings on fossil fuels and CO_2 reduction for large industrial sites.

The Qpinch technology enables its clients to save € 700k EBITDA per MW per year, 2,100 tonnes of CO_2 emissions or the equivalent of 1,400 cars. For an installation of 50 MW, this means a minimum savings potential of € 35 M EBITDA (fuel + CO_2 taxes), 105 k-tons of CO2. The first installations of Borealis and EVAL are now operational. In total, the installations save 2.6MW of gas, representing CO_2 savings of 5,460 tonnes and € 700M EBITDA in savings for the client.



EclecticIQ

DIGITAL VENTURE & GROWTH CAPITAL

Growing numbers of people are falling victim to cyber attacks.

EclecticIQ is a Dutch company active in the cyber security industry, which presents an increasingly important challenge to companies, costing them billions of dollars. Cyber attackers can steal business secrets and technology or use sensitive information of private citizens, as a result of which European companies become less competitive. Ransomware, espionage and the spread of fake news are among the most common forms of cyber security threats. These can destabilise businesses and even threaten the democratic process.

EclecticIQ makes a positive contribution to solving the growing challenge of cyber security.

In 2020, the European Commission adopted specific directives and a new strategy to stimulate cyber security in Europe. EclecticIQ developed software to predict cyber attacks and to stop the attackers before they affect companies and government bodies. If an attack nevertheless occurs, the software helps to trace cyber threats sooner and solve the problem faster.

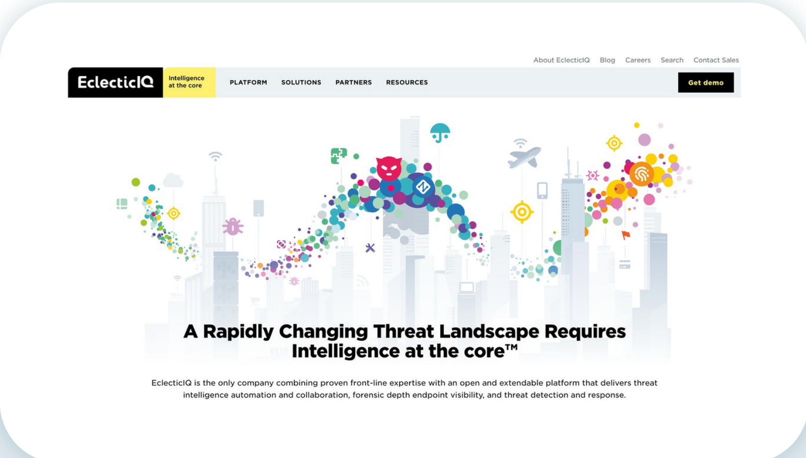
There is a positive environment for limiting ESG risks

EclecticIQ actively plays an educational role in the field of cyber security, by writing transparent articles on its blog, aimed primarily at IT workers but available to the general public. Over the past year, for example, reports appeared on Russian-Ukrainian cyber attacks.

The company also attaches great importance to diversity and anti-discrimination. The company employs staff of different nationalities, and the male-female ratio currently lies above the benchmark for technology companies.

The company won a high score in the welfare survey conducted among its employees. The sector nevertheless faces significant staff turnover, due to the high demand for the job profile. The company is working hard to address this, including through an HR programme to promote social cohesion.

The emphasis in the field of ESG at the company lies less on the environment than on security, integrity, reliability and continuity of the business processes. The policy and the procedures to be followed will continue to be refined in order to be able to respond to this appropriately.



7. CORPORATE GOVERNANCE

a. Corporate Governance Code

Introduction

Quest for Growth has adopted the Belgische Corporate Governance Code for quoted companies (versie 2020) (www.corporategovernancecommittee.be) as its reference code and will hereafter report on its corporate governance policy for the past financial year.

The prinicples of the Corporate Governance Code are incorporated in the Corporate Governance Charter and in the Good Governance Statement.

Corporate Governance Charter

In its Corporate Governance Charter, Quest for Growth explains the main aspects of its corporate governance policy. The Charter is available on the website of the company (www.questforgrowth.com).

The Charter was updated by the secretary in 2021 and approved by the board of directors in October 2021. In 2022, the secretary adjusted the capital amount following the capital increase due to the contribution in kind of dividend rights following the optional dividend, added Ms Brigitte de Vet-Veithen as a director and uploaded the Management Company's revised Valuation Policy.

Good Governance Statement

The board of directors declares, based on the report of the secretary, that the company has applied the provisions for the Belgische Corporate Governance Code 2020 for the financial year 2022, except for provisions 7.6, 7.7, 7.8, 7.12 and 9.1 of the Code.

Corporate Governance Code

The following provisions of the Corporate Governance Code have not yet been applied:

1. *Provision 7.6: Non-executive directors receive part of their remuneration in the form of shares in the company. These shares should be retained for at least one year after the non-executive director leaves the board and at least three years after the shares were granted. However no share options are granted to non-executive directors.*

The non-compliance of this provision was also mentioned in the reports of the financial years 2020 and 2021.

The board continues to believe that (i) remuneration through shares could undermine the independence of non-executive directors, (ii) QfG does not own any shares that would allow them to be granted to directors and (iii) a study report conducted by Guberna and the VBO in December 2021 shows that a large majority of quoted companies do not follow this principle (according to the Study Report, only 11% follow this recommendation).

2. *Provision 7.7 The remuneration policy for members of the executive management describes the different components of the remuneration and determines the appropriate balance between fixed and variable remuneration, and cash and deferred remuneration.*

3. *Provision 7.8 In order to align the interests of the members of the executive management with the objectives os sustainable value creation of the company, the variable part of the remuneration package of the executive directors is linked to the overall performance of the company and the individual performances.*

4. *Provision 7.12 On the advice of the remuneration committee, the board approves the main conditions of the contracts of the CEO and the other members of the executive management. The board includes provisions allowing the company to reclaim variable remuneration, or to withhold payment of variable remuneration, and specifies the circumstances under which this would be appropriate, to the extent enforceable by law. The contract contains specific provisions regarding early termination.*

The **remuneration policy** of QfG is limited to a policy outlined for the non-executive directors and the provision that Capricorn Partners receives a fixed remuneration of 1% of the share capital of QfG for its role as Management Company. The remuneration of natural persons who perform the management of QfG on a day-to-day basis is the responsibility of Capricorn Partners, which must ensure that it has a remuneration policy that complies with the requirements set out in the Code of Companies and Associations, the AIFM-Law of 19 April 2014 and the AIFM-Directive.

The board of directors of QfG is however aware that its responsibility for compliance with the Code is not thereby terminated and that the board should therefore ensure that het Management Company applies the aforementioned provisions 7.7 up to and including 7.12 concerning the remuneration of the members of the executive management, applies its own remuneration policy with regard to these persons who are part of the executive management of QfG.

On 25 January 2022, the board of directors instructed the Nomination and Remuneration Committee to examine the above-mentioned provisions of the Code in the Management Company's remuneration policy and report on this to the board of directors. The Nomination and Remuneration Committee addressed this issue and considered that the simplification and reduction of certain preferential rights belonging to Class A and B shares is an important step to move towards a new variable remuneration policy. Preliminary discussions on the amendment of preferences could only be completed with the persons concerned in the penultimate week of the last financial year. After its decision by the extraordinary general meeting, the Nomination and Remuneration Committee will further consider the compliance with the principles of Corporate Governance Code as stipulated in articles 7.7, 7.8 and 7.12. . Capricorn Partners has already provided the following clarifications on their remuneration policy: "At Capricorn Partners, no variable remuneration linked to individual performance is granted as this would only fuel internal rivalry between employees and not promote teamwork. However, all employees are granted an identical profit bonus linked to the Management Company's overall financial performance. The variable remuneration relating to the Quest for Growth fund under management consists of granting a number of options on the preference shares, which in some years give the right to an extra dividend. This remuneration is exclusively linked to the distributed profit of Quest for Growth. Thus there is an alignment between the shareholders of Quest for Growth and the employees of the Management Company. These shares can be called back by the Management Company at any time. Capricorn Partners has a full remuneration committee that evaluates annually the remuneration of the board members of the Management Company as well as the A.I.F.M. staff (these are the employees whose actions can influence the risk profile of the Management Company or the funds under management).

Provision 9.1: At least every three years, the board evaluates its own performance as well as its interaction with the executive management, as well as its size, composition and functioning, as well as that of its committees. The evaluation is conducted through a formal procedure, externally facilitated or not, in accordance with a methodology approved by the board.

The last review was at the end of 2019 and therefore should have taken place at the end of 2022. Due to the anticipated large shift in directors' mandates (eight of the 10 mandates expire in March 2023 and four of them cannot or will not renew their mandates), the board has postponed this review to spring 2023.

b. Capital structure

i. Share capital

The share capital of the company after the realisation of the capital increase by contribution in kind of dividend rights following an optional dividend, thus notarised on 21 April 2022, amounts to € 148,298,945.16 and is represented by 18,199,212 shares, with no nominal value. The shares are divided into three classes, namely 18,198,212 ordinary shares, 750 A shares and 250 B shares. All shares granted by simple subscription on a subsequent capital increase are ordinary shares. Only shares entitled to dividends exist.

The ordinary shares are registered or dematerialised and are all tradeable on the regulated Euronext Brussels market without any transfer restrictions.

The A and B shares are and will remain registered, are not traded on a regulated market, and are reserved for the founders, strategic partners and individuals who contribute to the company's success.

The holders of A and B shares will enjoy a preference dividend as stipulated in article 44 of the articles of association "this preference dividend is to be paid out on the portion of the net profit that is in excess of the amount needed to make a nominal payment to shareholders equal to a nominal payment of 6% on an annual basis, calculated on the shareholders' equity as expressed on the balance sheet after deduction of the dividend paid out during the financial year, and, if needed, to be increased by an amount equal to the amount that the company would have missed out on due to deductions for profit-sharing paid in the same year by funds managed by Capricorn Partners NV in which it is a shareholder. Twenty percent (20%) of the excess amount will be paid to the holders of A and B shares as a preference dividend. The remaining eighty percent (80%) is divided equally among all shareholders. In the event of a capital increase in the course of the year, the newly contributed capital is taken into account for the calculation on a pro rata temporis basis."

The ordinary shares are freely transferable; transfers of A and B shares are subject to restrictions as set out in the articles of association. Since these shares are also not tradeable on a regulated market, these rights do not need to be specified in this report. Please refer to the articles of association and the company's Corporate Governance Charter, both published on the website (www.questforgrowth.com).

ii. Authorised capital

The text of the articles of association, amended on 14 April 2021, expressly authorises the board of directors to increase the capital on one or more occasions by a maximum amount of €139,749,029.16.

This authorisation is granted for a period of five years from the publication of the deed to increase the company's capital of 14 April 2021 in the Appendix to the Belgian Official Gazette on 29 April 2021. It may be renewed one or more times, each time for a maximum period of five years.

The Annual General Meeting may increase or reduce the subscribed capital. If a capital increase would take place by issuing shares against cash contribution, the preferential right of the existing shareholders cannot be deviated from.

iii. Reference shareholder

A notification requirement exists at the fund when a shareholder exceeds the 5% voting rights threshold.

As at 31 December 2022, Quest for Growth had one shareholder who notified holding more than 5% of the voting rights:

Name and address	%	Number of shares	Last date threshold crossed
Federal Holding and Investment Company (SFPI-FPIM) via Belfius Insurance Belgium NV Karel Rogierplein 11 1210 Brussels Belgium	13.03%	2,371,235(*)	20/10/2011

(*) Situation at 31 December 2022

iv. Subscription rights

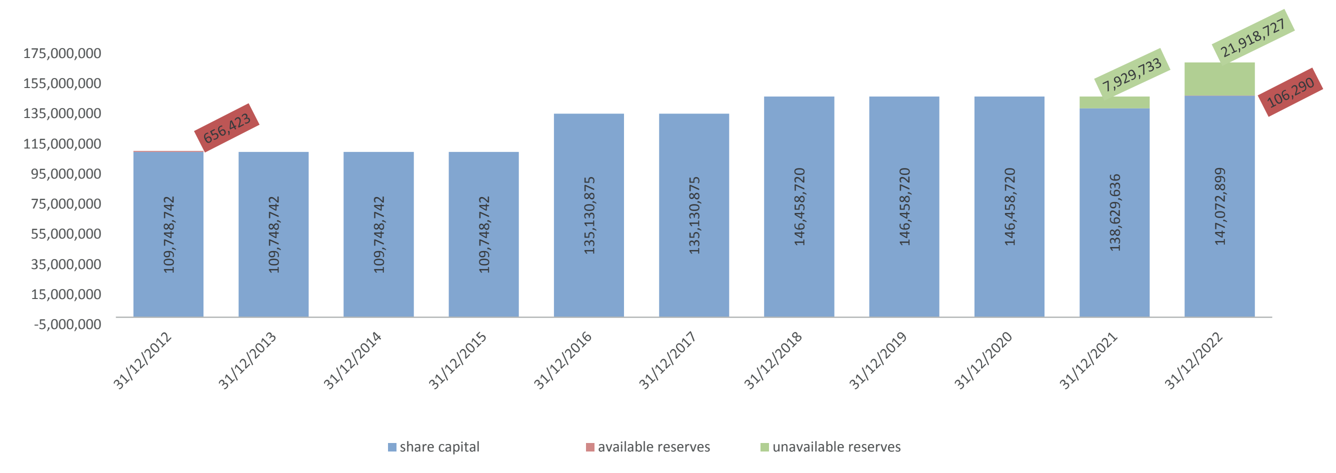
There are no outstanding subscripiton rights to shares of the company.

v. Purchase own shares

The articles of association contain no special provisions on authorities of the board of directors regarding the possibility of purchasing own shares.

vi. 10y evolution share capital and reserves

EVOLUTION SHARE CAPITAL AND RESERVES



c. Board of directors

i. General

The board of directors is the most important management body within Quest for Growth and is responsible for all activities that are needed to enable the company to achieve its objectives, with the exception of those responsibilities that are entrusted by statute to the shareholders in general meeting and the responsibilities that are contracted out to the Management Company.

The board of directors establishes the general policy, supervises the Management Company and is accountable to the shareholders in general meeting.

The responsibilities of the board of directors include:

- setting the business objectives and investment strategy, and evaluating them at regular intervals,
- ensuring correct implementation of the Corporate Governance Charter and the Corporate Governance Code
- appointing, dismissing and supervising the Management Company and the executive officers, and determining their powers,
- supervising internal and external control and risk management,
- approving the (interim) annual report, and the quarterly statement to shareholders,
- approving the annual financial statements, including the Corporate Governance Statement,
- deciding to invest in funds organised by the Management Company, and where there is a potential conflict of interest,
- paying dividends, where applicable,
- preparation of special reports required by the Belgian Companies Code for certain transactions,
- setting up and putting together advisory boards and defining their powers.

The board of directors has delegated the portfolio management, risk management, administration, human resources policy, marketing and day-to-day management of the company to Capricorn Partners, a management company of alternative institutions for collective investment that is licensed by the FSMA (hereinafter referred to as the Management Company).

ii. Composition

The board of directors has a maximum of 10 members, appointed by the general meeting, which may or may not be shareholders; at least two of them must represent holders of A shares and at least two members must represent holders of B shares.

With three directors of a different gender, the gender quota has been met as it can be rounded down to the lower natural number. Additional efforts were not considered necessary during the past financial year as the required diversity was achieved. However, diversity remains an important consideration in the composition of the board of directors. Diversity in day-to-day management falls under the Management Company's human resources policy: the executive committee of Capricorn Partners has five members, two of whom are women and three men. Among the 28 employees, we count 36% women, four nationalities and a wide age curve .

Below is an overview of the members of the board of directors and the date on which their mandate started and will end. The mandate of eight directors will end after the general meeting of 2023. Misters De Proft, Avonts, Akkermans and Ms Liesbet Peeters have indicated not to stand for re-election:

		Start of first term of office	Date of expiry of office: at the end of the general meeting determining the results for the financial year ending on 31 December:	Proposed by holders of shares of class
Chairman	Antoon De Proft (1)	9 August 2011	30 March 2023	Ordinary
Director – executive officer	Philippe de Vicq de Cumptich	9 August 2011	30 March 2023	Ordinary
Director	René Avonts	25 August 1998	30 March 2023	Ordinary
Director	Prof. Regine Slagmulder (1)	9 August 2011	30 March 2023	Ordinary
Director	Liesbet Peeters	16 March 2017	30 March 2023	A
Director	Jos B. Peeters	9 June 1998	30 March 2023	A
Director	Michel Akkermans	16 September 2004	30 March 2023	B
Director	Jos Clijsters	25 March 2021	28 March 2024	B
Director	Paul Van Dun (1)	28 March 2019	30 March 2023	Ordinary
Director	Brigitte de Vet-Veithen (1)	30 March 2022	27 March 2025	Ordinary

(1) Independent director

Antoon De Proft
Chairman and independent director

Antoon De Proft graduated as a civil engineer from KU Leuven. He started his career in Silicon Valley as an applications engineer and has always been active internationally. He was CEO at ICOS Vision Systems, a world leader in semiconductor inspection equipment, until the company was sold. Mr De Proft is founder of ADP Vision bvba and CEO of Septentrio nv, a company that designs and sells high-accuracy GPS receivers. He is also chairman of the board of IMEC and chairman of the supervisory board of TKH Group nv.

Regine Slagmulder
Independent director and chairman of the audit committee

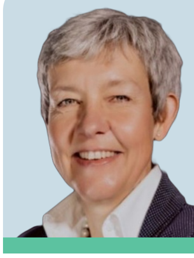
Regine Slagmulder is a partner and full professor in management accounting & control at Vlerick Business School. She graduated as a civil electrical engineer and as a business engineer from Ghent University, after which she obtained a PhD in Management from the Vlerick School. As part of her research activities, she was a Research Fellow at INSEAD, Boston University (USA) and the P. Drucker Graduate Management Center at Claremont University (USA). She is also an independent director and chairman of the audit committee at the listed companies MdxHealth and Ekopak NV.

Philippe de Vicq de Cumptich
Director and executive officer

Philippe de Vicq holds a law degree (KU Leuven) and an MBA (Vlerick School). He was an investment manager at Investco for 10 years and then spent 15 years at Gevaert, where he was promoted to managing director. From 2005 to 2010, he was managing director at KBC Private Equity. He is currently an independent director or member of the Advisory Board at a number of industrial and financial companies, including Uitgeverij Lannoo, Boston Millennia Partners, Belgian Growth Fund and Cibo.

Paul Van Dun
Independent director

Paul is general manager of KU Leuven Research & Development (LRD). There, he coordinates activities around collaborations with companies, patents/licences, spin-off company creation and regional development. He is also managing director of the Gemma Frisius investment fund, director at the Fondation Fournier-Majoie pour l'Innovation, director at RZ Tienen, chairman of the Centre for Drug Design and Discovery, member of the supervisory board of Brightlands Chemelot Campus (Nl). He is also advisor to several investment companies, and director or chairman at several high-tech and life science companies.



Brigitte de Vet-Veithen
Independent director

Brigitte de Vet-Veithen is Vice President of Materialise and heads Materialise Medical. She has 25 years of experience in the technology sector, and especially in healthcare and life sciences. Before joining Materialise, she was CEO of Acertys group. She started her career in consulting and held management positions at Johnson & Johnson, Cordis Neurovascular and Cordis in Germany. Ms de Vet-Veithen holds an MBA with a Major in Engineering from HEC Liege and an MBA from INSEAD.

Liesbet Peeters
Director

Liesbet Peeters is founder and managing partner of Volta Capital, specialist in creating and structuring impact investment funds, financial vehicles and products that mobilise capital to meet the needs of underserved communities and generate improved financial and social returns. Before founding Volta Capital, she was investment officer at International Finance Corporation (IFC) in Washington DC and CFO/Investor Relations manager at Capricorn Partners in Belgium.

Michel Akkermans
Director

Michel Akkermans is a Civil Electrical Engineer and also holds a special degree in Business Economics, both from KU Leuven. He is former CEO and Chairman of Clear2Pay NV, a software technology company specialising in payment solutions. Michel also holds various positions as an active investor and on boards of directors. As a strategic investor, Pamica and/or Mr Akkermans have the right to nominate one director.

René Avonts
Director

René Avonts graduated as a commercial engineer from KU Leuven and started his career at Paribas Belgium, where he became head of the international department. He was later appointed member of the executive committee and the board of directors. He then became a member of the executive committee of Artesia Bank and Bacob, and chairman of Artesia Securities. He was also a director and CFO of Elex NV. René Avonts assumed the mandate of managing director at Quest Management NV, the former management company of Quest for Growth.

Jos Clijsters
Director

Jos Clijsters has had a long career in the financial sector and chaired the board of directors of Belfius Bank since 2014. He had already joined Belfius in 2011 as chairman of the management committee of Belfius Bank and as chairman of the board of directors of Belfius Insurance. Previously, Jos Clijsters was active for almost 30 years at Fortis, notably as a member of the executive committee

Jos B. Peeters
Director

Jos B. Peeters is founder and chairman of the executive committee of Capricorn Partners. Jos holds a PhD in solid state physics from KU Leuven. He worked at Bell Telephone Manufacturing Cy, PA Technology and BeneVent Management before founding Capricorn Partners. Jos was the first president of the Belgian Venture Capital and Private Equity Association and he served as chairman of EVCA (now Invest Europe) and their capital markets working group that led to the creation of Easdaq. As one of the veterans in the European venture capital and private equity industry, Jos has been involved in early stage investments in numerous technology companies for more than three decades

iii. Functioning

1. Activities

The board of directors met six times in the pas financial year:

- The four meetings following the end of a quarter each deal with a number of recurring topics such as the approval of valuations, the adoption of the quarterly figures (or half-yearly report), the report of the Management Company, the report of the non-executive executive officer and the chairman of the audit committee on the activities carried out during the past quarter.
- An additional meeting was held on 22 February 2022 to determine the manner in which the general meeting would be held, update the PRIIP and exchange views on revising the capital structure and making the preference rights accruing to the A and B shares market-compliant.
- The board met on 31 March 2022 via videoconference before the notary public in order to offer the shareholders the option of not receiving in cash but, in whole or in part, contributing their claim against the Company for payment of the approved (net) dividend for the 2021 financial year to the capital of the Company against issue of new shares (the so-called “optional dividend”) under the authorised capital.

Once a year, the board of directors decides on the annual report and the appropriation of the result, updates the PRIIP and hears the report of the secretary regarding compliance with the Corporate Governance Code 2020. In closed session with only the non-executive directors, the interaction with the executive management is assessed in accordance with article 3.11 of the Corporate Governance Code 2020, as well as whether the management fee is still in line with the market. The interactions with shareholders, press and analysts are now also reported to the board of directors.

Other decisions in the past year include: the additional investment in the Capricorn Digital Growth Fund and direct investments in the unquoted companies Finquest, Gradyent and Fruitcore Robotics, the appointment of Ms Sabine Vermassen as effective leader for an indefinite period of time and the approval of Capricorn Partners’ updated Valuation Policy.

2. Meetings & attendance

	25/01/2022	22/02/2022	31/03/2022	25/04/2022	26/07/2022	25/10/2022
Antoon De Proft	P	P	P	P	P	P
Michel Akkermans	P	P	P	P	P	P
René Avonts	P	P	P	P	P	P
Philippe de Vicq de Cumptich	P	P	P	P	P	P
Brigitte de Vet-Veithen	N/A	N/A	N/A	N/A	P	P
Jos B. Peeters	P	P	P	P	P	P
Liesbet Peeters	P	A	A	P	P	P
Regine Slagmulder	A	P	P	A	P	P
Paul Van Dun	P	P	P	P	P	P
Lieve Verplancke	P	P	A	N/A	N/A	N/A
Jos Clijsters	P	P	P	P	P	P

P = present A = apologies

3. Evaluation

The chairman of the board of directors holds regular discussions with all the directors to evaluate the functioning of the board of directors. In doing so, he focuses on both the operational and strategic responsibilities of the board of directors.

At the end of 2019 all the directors received an anonymous questionnaire as part of a thorough evaluation of the functioning of the board of directors, of the interaction between the board of directors and the Management Company, and of the interaction with the chairman and the executive officers. This evaluation exercise was discussed during the first meeting of the board of directors in 2020 and will take place the next time at the beginning of 2023.

iv. Conflicts of interest

Article 7:96 ff. Belgian Companies and Associations Code – Article 11§1 of the Royal Decree of 10 July 2016

Transactions with related parties – Article 7:97 Belgian Companies and Associations Code

During the past financial year, no situations arose in which Articles 7:96 and 7:97 of the Companies and Associations Code or Article 11§1 of the Royal Decree of 10 July 2016 had to be applied.

v. Code of conduct

Each director arranges his or her own personal and business affairs in such way that no direct or indirect conflict of interest arises with the company. Transactions between the company and its directors require to be conducted at arm's length.

The members of the board of directors subscribe to the Corporate Governance Charter, one section of which is dedicated to the ethical rules, and have each individually signed a Dealing Code in accordance with the rules prescribed in the Market Abuse Regulation (MAR), which has been applicable since 3 July 2016. The MAR creates a common regulatory framework with respect to insider dealing, the unlawful disclosure of inside information and market manipulation.

Members of the executive management are also subject to the Management Company's Code of Conduct.

d. Nomination and Remuneration Committee

i. General

At the board meeting of 27 April 2021, Quest for Growth decided to set up a Nomination and Remuneration Committee in preparation of a major change of directors in 2023.

ii. Composition

The nomination and remuneration committee consists of the chairman of the board of directors, a representative of the management committee (als niet stemgerechtigd lid) and an additional independent director. In concrete terms, Mr Antoon De Proft, Mr Jos Peeters and Mr Paul Van Dun are members of the committee. Mr Van Dun chairs the committee. Both Mr De Proft and Mr Van Dun have experience and expertise in the specific areas of the nomination and remuneration Committee.

iii. Functioning

1. Activities

The committee met informally to prepare the operation to amend the rights of the preference shares. This involved several discussions with the persons concerned.

2. Meetings & attendance

A formal meeting did not take place. The March 2023 board changes were prepared early January 2023. The intention is to move to a more formal Nomination and Remuneration Committee after the amendment of the articles of association and director changes.

Regine Slagmulder
Chairman

Paul Van Dun

René Avonts

e. Audit and risk committee

i. General

Within the board of directors, an audit and risk committee has been set up. The set-up and functioning of the committee are described in the articles of association and Corporate Governance Charter of Quest for Growth. The majority of the members of the audit and risk committee, including the chairman, fulfil the criteria in terms of accounting and audit expertise. The audit committee members have no executive or functional responsibilities within the company.

The committee assists the board of directors in performing its duties by overseeing:

- the quality and integrity of the audit, bookkeeping and financial reporting processes;
- the financial reports and other financial information provided by the company to its shareholders, prudential regulators and the general public;
- the internal control systems relative to bookkeeping, financial transactions and compliance with statutory requirements and the ethical rules imposed by the company.

The audit and risk committee's principal activity is to steer and supervise the financial reporting, bookkeeping and administration. The financial reporting is discussed quarterly, with special attention being paid to valuation decisions relative to venture and growth capital and to venture and growth funds in the portfolio.

The audit and risk committee oversees the efficiency of the internal control and risk management systems. Moreover, the committee has yearly access to the report of the Management Company. The audit committee seeks to create open communication between the external auditor, the Management Company and the board of directors.

For the performance of its duties the committee has unlimited and direct access to all information and all employees of the Management Company and the committee can use the means necessary to achieve this. The audit and risk committee is supposed to communicate freely and frankly with the auditor (including individual talks at least once a year).

After each meeting the chairman of the committee reports to the board of directors, which includes issuing recommendations.

ii. Composition

Regine Slagmulder, Chairman
Paul Van Dun
René Avonts

iii. Functioning

1. Activities

During the past financial year, the audit and risk committee met five times. Four meetings were convened following the quarterly management update and the fund's quarterly results. There was also an additional joint meeting with the audit committee of the Management Company in the presence of the Management Company's internal auditor to discuss the internal control processes at the Management Company and at QfG and to listen to the internal auditor's annual report. In accordance with principle 4.14 of the Corporate Governance Code, the audit and risk committee considers that there is no need to set up a separate internal audit function for QfG as all management processes of QfG are included in the terms of reference of the internal audit function of the Management Company.

2. Meetings & attendance

	25/01/2022	25/04/2022	26/07/2022	25/10/2022	14/11/2022
Regine Slagmulder	P	A	P	P	P
René Avonts	P	P	P	P	P
Paul Van Dun	P	P	P	P	P
Lieve Verplancke	P	N/A	N/A	N/A	N/A

P = present A = apologies

Sabine Vermassen
Head of Legal, Risk
and Compliance
Capricorn Partners

Philippe de Vicq

f. Executive officers

i. General

The board of directors has appointed two executive officers, who are responsible for day-to-day management and for supervising the execution of the management agreement between the company and the Management Company. Their duties include ensuring that the Management Company has sufficient personnel, processes and controls to appropriately carry out its responsibilities under the management agreement.

In order to enable the executive officers to fulfil their duties appropriately and efficiently, the Management Company timely provides them with the necessary relevant reports as set down in the management agreement. In addition, the executive officers have unrestricted access to the employees and the information held by the Management Company.

The executive officers report verbally on their findings to the board of directors at least once every quarter. As part of their responsibilities, the executive officers each day receive a calculation of the net asset value, the risk analysis and the compliance analysis.

ii. Composition

The executive officers are Mr Philippe de Vicq de Cumptich (also director of Quest for Growth) and Ms Sabine Vermassen (member of the executive committee of Capricorn Partners). Sabine Vermassen was appointed executive officer by the board of directors of Quest for Growth on 25 October 2022, replacing Yves Vaneerdewegh, who held this position since 25 April 2017.

Mr Philippe de Vicq de Cumptich is responsible for the following tasks:

- Supervising the calculation of the published net asset value
- Controlling the execution of the management agreement with Capricorn Partners
- Controlling the adherence to the investment policy of Quest for Growth

Ms Sabine Vermassen is responsible for the following tasks:

- Secretary of the board of directors
- Compliance, risk management and corporate housekeeping, monitoring compliance with the Corporate Governance Code
- Other tasks of daily management not covered by those delegated to Capricorn Partners

iii. Functioning

1. Activities

During the past financial year, various formal and informal meetings took place between the executive officers and the Management Company to discuss the evolution of Quest for Growth, and more specifically the valuation of the unquoted portfolio and to prepare the general and extraordinary general meetings, the meetings of the audit committee and the board of directors.

Other matters discussed by the executive officers in 2022 include the preparation of press releases and interim reports and the possible new investments in unquoted companies.

Within the executive officers' mandate of oversight and monitoring of Quest for Growth's processes and activities, they have read the Corporate Governance Charter and the other Policies and Procedures of the Management Company and the executive officers are of the opinion that the processes and controls listed therein are sufficient to carry out the duties of the Management Company in connection wit hits activities for Quest for Growth in accordance with the management agreement.

2. Meetings & attendance

At least two meetings take place every quarter: the effective leaders attend the general valuation meeting at which the unlisted shares are determined by the Management Company and they also meet formally at all times to prepare the boards of directors. In addition, Mr de Vicq has also been appointed as a director in all of Capricorn Partners' venture capital funds in which QfG has taken a participation.

Jos Peeters
Chairman of the Executive Committee

Katrin Geyskens
Digital & Health

Yves Vaneerdewegh
Quoted Equities, Finance & Administration

Sabine Vermassen
Legal, Risk and Compliance

Rob van der Meij
Cleantech

g. Management Company

i. General

Capricorn Partners is the management company of Quest for Growth and carries out the statutory management tasks including portfolio management, risk management and administration (also the "Management Company").

Capricorn Partners is an independent manager of private and public venture and growth funds, practising portfolio management of variable capital investment funds in delegation. Capricorn Partners specialises in investments in technologically innovative growth companies. Its investment teams consist of experienced investment managers with deep technology backgrounds and extensive business experience. Capricorn Partners distinguishes itself from other venture capital providers by its thorough, multidisciplinary dossier knowledge and far-reaching hands-on approach to investment files. In addition, it can rely on an extensive, global network of advisers, investors and experts who, each in their own field, are crucial to the Capricorn team's successful investment decisions.

Capricorn Partners is licensed as a management company of alternative institutions for collective investments by the Financial Services and Markets Authority (FSMA) and has a compliance, governance and internal control structure that meets all statutory and regulatory requirements.

The content and scope of the tasks of the Management Company as well as the reporting obligations to the board of directors of Quest for Growth are described in the management agreement concluded between the two parties on 1 April 2017 and updated in 2021. You can find the latest version of this management agreement on the website as an appendix to the Corporate Governance Charter.

The board of directors of Quest for Growth remains authorised to determine the investment policy and the allocation of assets. The board of directors also decides autonomously on investments in venture and growth funds set up by Capricorn Partners and on co-investments in venture and growth capital that are made jointly with Capricorn Partners' venture and growth funds and may result in a conflict of interest.

De board of directors is responsible for supervising the Management Company in the fulfilment of the tasks assigned to it in the Management Agreement.

ii. Composition Executive Committee

Jos Peeters, Chairman of the Executive Committee

Before founding Capricorn Partners, Jos worked for Bell Telephone Manufacturing Company, PA Technology and BeneVent Management. He was the first Chairman of the Belgian Venture Capital and Private Equity Association, and served as Chairman of EVCA (now Invest Europe). In the latter role, he chaired the capital markets work group, which led to the creation of Easdaq. A veteran of the European venture capital and private equity industry, Jos was involved in over three decades of early stage investing in a broad range of technology-based companies, supporting M&A transactions as well as IPOs on Nasdaq, Easdaq and Euronext.

Katrin Geyskens – Digital & Health

Katrin brings twenty years of investment experience to the Capricorn Digital team. Before falling in love with venture capital, she had a short career in banking and management consulting followed by a try at a start-up. The first female president of the BVA, she served on their board of directors for ten years. Next to working for Capricorn, Katrin is a council member of VARIO (the Flemish Council for Innovation and Entrepreneurship) and a member of the supervisory board of EIT Digital. In 2020, she was named one of Belgium's 'Inspiring Fifty', an award celebrating inspiring female leaders in technology.

Yves Vaneerdewegh – Quoted Equities, Finance & Administration

Before joining Capricorn Partners in 2005, Yves worked for Hamburg Mannheimer NV (part of Munich Re Group) as a financial analyst, and for Puilaetco as a portfolio manager.

Sabine Vermassen – Legal, Risk & Compliance

A certified compliance officer, Sabine started her career in the M&A department of an international law firm. She has been working as an advisor to several venture capital funds and their portfolio companies since 1991. Sabine is the chairman of the Belgian Venture Capital Association and a member of the Professional Standards Committee of Invest Europe.

Rob van der Meij – Cleantech

Rob is a chemical engineer who has held business management positions with Akzo Nobel and Shell Chemicals. Rob was one of the founders and the CEO of KiOR in the United States, and he has worked as the CEO for several other start-ups in chemicals and water technology. He likes to invest in start-ups, both privately and as a partner at Capricorn Partners, and he currently serves on the board of several start-ups in the EU and the US.

iii. Funds under management

Capricorn Partners, in addition to being the manager of Quest for Growth, is also the management company and managing director of the Capricorn Cleantech Fund, the Capricorn Health-tech Fund, the Capricorn ICT ARKIV, the Capricorn Sustainable Chemistry Fund, the Capricorn Digital Growth Fund, the Capricorn Fusion China Fund, the Capricorn Industrial Biotech Fund (based in The Netherlands) and of three feeder funds linked to the venture and growth funds. Capricorn Partners is also investment and marketing manager of the Quest Cleantech Fund and Quest+, two compartments (sub-funds) of Quest Management Sicav and manages the Funds for Good-Cleantech II portfolio. These variable capital funds invest only in quoted equities and are based in Luxembourg.

The table below shows the total commitments raised in the funds under management of Capricorn Partners.

	Capricorn CLEANTECH	Capricorn DIGITAL	Capricorn HEALTH	Capricorn FUSION
Venture & Growth Funds*				
Capricorn Cleantech Fund	112,000,000			
Capricorn Sustainable Chemistry Fund	86,500,000			
Capricorn ICT Arkiv		33,000,000		
Capricorn Digital Growth Fund		84,500,000		
Capricorn Health-tech Fund			42,000,000	
Capricorn Fusion China Fund				30,300,000
Capricorn Industrial Biotech Fund	6,300,000			
Listed				
Quest for Growth	144,268,949			
Quest Management, sicav				
Quest Cleantech Fund	192,925,113			
Quest +	9,924,677			
Third parties				
FundsforGood - Cleantech II	74,443,548			

** Committed Capital*

h. Depository bank & statutory auditor

i. General

Statutory auditor of Quest for Growth is PwC Bedrijfsrevisoren BV, represented by Mr Gregory Joos, Culliganlaan 5, 1831 Machelen.

The depository bank is BELFIUS BANK BELGIË, Pachecolaan 44, B-1000 Brussels.

The depository bank is responsible for a number of material tasks. Its main task is to ensure the safekeeping of the assets of the funds under management and to carry out the physical trading of these assets on behalf of the Management Company (e.g.: deliver the securities sold, pay for the securities purchased). In addition, the custodian is responsible for the day-to-day administration of Quest for Growth's assets (e.g.: collecting dividends and interest from the assets and exercising the subscription and allotment rights attached to them).

ii. Functioning

The depository bank prepares quarterly reports for the audit committee. The four reports prepared for this purpose in 2022 were without comments.

i. Internal control & risk management

i. General

Internal control is a system developed by the governing body that contributes to controlling the company's activities, its effective functioning and the efficient use of its resources, all in accordance with the objectives, scope and complexity of its business activities.

Risk management is the process of identifying, evaluating and controlling risks and communication in this respect.

The Management Company's internal control procedures must ensure that the financial reporting is a faithful reflection of the transactions completed, that the operational business processes are effective and efficient, and that all activities comply with legislation, regulations and the company's own internal policies.

The Management Company has a risk department consisting of four people, and operates in accordance with the COSO model. This COSO framework is generally accepted as the standard for internal control, and is structured around five components: the control environment, the risk management process, the control activities, information and communication, and finally supervision and monitoring. A risk analysis of all processes is carried out annually, with a review as to whether the control procedures meet the requirements in terms of effectiveness and efficiency. The control procedures themselves are then tested to check whether they effectively deliver on what they promise.

ii. Responsible

Internal control and risk management are part of the delegated tasks to the Management Company. The Board of Directors supervises this important function, as do the Management Company's internal auditor and the external auditor of both Quest for Growth and the Management Company.

For QfG, the management of internal control and risks focuses primarily, and on a daily basis, on the risks associated with the investments in the portfolio and their impact on the company's general risk profile and liquidity. With regard to financial reporting, the stock market transactions of the investment managers are checked and settled on a daily basis against the information that the fund administrator/risk officer receives from broker companies. The fund administrator, who is physically separated from the investment managers, compiles a daily overview, using internal and external software packages, of the following risk points:

- compliance with investment restrictions
- compliance with the privak legislation
- supervision of hedging of the exchange risk
- supervision of fluctuations in the daily net asset value

iii. Activities

All discrepancies are highlighted. These sheets are sent daily to the executive officers and the members of the Management Company's executive committee. One member of the executive committee is responsible for risk and compliance.

Each month the fund administrator compares the shareholder positions of all public investments with the report from the depositary bank. Any discrepancies are investigated and reconciled. The transactions and cash positions are processed daily in the accounting department's master spreadsheets. QfG's intrinsic value is determined each month on the basis of these master spreadsheets. The financial statements are prepared every quarter, and discussed with QfG's executive officers and audit committee before being submitted to the board of directors for approval. The half-yearly figures are also reviewed by the external auditor, and the annual figures are fully audited.

iv. Internal and external auditor

Quest for Growth beschikt ook over een externe auditor die als onderdeel van zijn activiteiten de geschiktheid van de interne controle van de Beheervennootschap analyseert en evalueert.

Aangezien Quest for Growth haar dagelijks beheer in grote mate uitbesteedt aan Capricorn Partners is er binnen de vennootschap geen nood aan een interne auditfunctie.

Capricorn Partners has an internal auditor, BDO Advisory BV, represented by Mr Steven Cauwenberghs, who reviews all processes and procedures, including those relevant to Quest for Growth, on a rotational basis. The internal auditor informs the executive officers and the audit committee of Quest for Growth as well as the audit committee of the Management Company about all audit findings of the annual internal control audit.

There is also an annual meeting between the Management Company's internal auditor, the representatives of the Management Company, and the audit and risk committees of QfG and Capricorn Partners to discuss in detail the internal auditor's findings and the internal audit plan for the subsequent year.

The financial risks (portfolio risk, liquidity risk, interest rate risk and exchange risk) are explained in the notes to the annual accounts on page 95 (Notes to the annual accounts – item 6).

v. Financial reporting

The above processes allow Quest for Growth to report financial information that meets all the objectives and legal and accounting obligations that the fund must comply with. In addition, through internal separation of powers and the four-eye principle, the Management Company has a number of overarching controls in place that contribute to accurate reporting.

j. Communication with shareholders

Quest for Growth considers it highly important to provide its shareholders with accurate and timely information. To achieve this, QfG uses various communication channels, such as the website, the annual report, press releases and presentations to investors.

Quest for Growth distributes a monthly press release that includes the net asset value as per the end of the month, and also sends this to shareholders who request it. You can find the publication dates for these press releases for the current financial year in the financial calendar on page 124 of this report.

Furthermore, all shareholders who request it will receive a notification via email and a press release containing the necessary information whenever there is important news.

In 2021, the Belgian Association of Financial Analysts ABAF/BVFA awarded Quest for Growth the prize for Best Financial Communication among holdings and investment companies.

Below is an overview of the press releases issued in relation to the past year:

NAV per 31/12/2021	6 January 2022
Annual results 2022	27 January 2022
NAV per 31/01/2022	3 February 2022
Acquisition of c-LEcta	15 February 2022
Brigitte de Vet-Veithen proposed as director	25 February 2022
NAV per 28/02/2022	3 March 2022
Dividend and modalities optional dividend approved	31 March 2022
NAV per 31/03/2022	7 April 2022
Result optional dividend	21 April 2022
Transparency legislation	27 April 2022
Business update 31 March 2022	28 April 2022
NAV per 30/04/2022	5 May 2022
NAV per 31/05/2022	2 June 2022
Quest for Growth invests in Finquest	24 June 2022
NAV per 30/06/2022	7 July 2022
Semi-annual report 30 June 2022	28 July 2022
NAV per 31/07/2022	4 August 2022
NAV per 31/08/2022	8 September 022
NAV per 30/09/2022	6 October 2022
Business update 30 September 2022	27 October 2022
NAV per 31/10/2022	3 November 2022
NAV per 30/11/2022	8 December 2022
Quest for Growth invests in fruitcore robotics	14 December 2022

8. REMUNERATION REPORT

a. Remuneration policy

The remuneration policy is based on the fundamental principle that the company must be able to attract and retain qualified directors with the required knowledge and experience in the company's various policy areas, taking into account (i) the company's size and specific governance structure, (ii) the strategic objectives and risk appetite of the company, while (iii) always promoting sustainable value creation. The board of directors ensures that the remuneration policy is consistent with the company's general remuneration framework as set out in the Corporate Governance Charter. Although not minuted as a separate agenda item, the remuneration policy was approved by the 2020 general meeting. No changes were made to the remuneration policy in either 2021 or 2022. Directors and executive management were paid in accordance with the remuneration policy. An amendment to the remuneration policy will be prepared in 2023 and the general meeting will be informed accordingly.

The executive management, which was delegated exclusively to the Management Company, is remunerated on the basis of a fixed percentage, i.e. 1% of the capital of the company. The determination of a management fee based on a percentage of the capital rather than on the basis of the assets under management has the advantage of clarity, simplicity and exclusion of any, possibly not objective and difficult to determine, valuation of the underlying assets that are not listed. A fixed remuneration based on capital prevents too much attention being given to risky behaviour that could jeopardise long-term value creation. QfG has entered into an agreement with the Management Company Capricorn Partners a management agreement regarding the tasks, conditions and modalities of the management assignment and the remuneration that Capricorn will receive for carrying out this assignment. In the event of termination of the management agreement, the Management Company is entitled to payment of the fixed fee pro rata to the date of termination of the agreement and no additional severance payment will be paid.

The non-executive directors receive a fixed annual remuneration of € 7,500 and an attendance fee of € 500 for every meeting they attend. The chairman and the director who fulfils the role of executive officer receive a fixed remuneration (€ 27,000 excl. VAT) but no attendance fee. The fixed remuneration paid to the chairman and the director-executive officer reflects the additional time their responsibilities require them to dedicate. For example, the executive officers regularly meet with representatives of the Management Company to ensure optimal execution of their role in supervising the Management Company's fulfilment of its mandate. The chairman is responsible for the agenda, organisation and evaluation of the board of directors. In addition to their fixed remuneration as a director, the members of the audit committee receive an annual fee of € 2,500 and an attendance fee of € 500 per meeting they attend.

This remuneration structure aims to ensure the active participation of the directors and this for both board and committee meetings.

The normal and justified expenses incurred by the directors in the performance of their duties are reimbursed and recognised under general costs. However, in 2022 this amount was nil.

Neither the Management Company, nor the executive officers, nor the directors receive a performance-related short-term remuneration directly related to the results of the company. There are also no long-term incentive programs or benefits in kind that are directly related to the results of the company, but only to the dividends paid to the A and B shareholders. Since the company is not responsible for the allocation of these shares, it cannot provide for a right of recovery in favour of the company.

The Management Company has 379 A and B shares under management of which 363 shares were held at the end of 2022 by individuals who actively contribute to the success of Quest for Growth. Capricorn Partners has a call option on these shares so that they are redeemable at any time. The shares have a special dividend right in accordance with the company's bylaws and are not related to profits in Quest for Growth but rather to dividends paid to shareholders, which promotes an alignment of the interests of all shareholders.

There are no contributions for pensions or similar compensation for directors, and no director or executive officer in that capacity is entitled to the payment of any severance pay at the expense of the company when their term of office comes to an end, for whatever reason. The members of the executive management also do not receive any contributions for pensions or similar benefits from the Management Company.

b. Remuneration paid to directors and executive officers

For the financial year 2022, the following remuneration (exc. VAT) was paid to the chairman and the director-executive officer:	
Mr Antoon De Proft:	€ 27,000
Mr Philippe de Vicq de Cumptich:	€ 27,000
For the financialyear 2022, the following remuneration (excl. VAT) was paid to the directors:	
Prof. Regine Slagmulder:	€ 14,500
Mr René Avonts:	€ 15,500
Mr Michel Akkermans:	€ 10,000
Ms Lieve Verplancke:	€ 4,000
Mr Paul Van Dun:	€ 15,500
Ms Liesbet Peeters:	€ 9,500
Mr Jos Clijsters:	€ 10,500
Ms Brigitte de Vet-Veithen:	€ 7,125
Total renumeration paid to the directors in the past financial year including VAT amounted to	€ 161.281,25

The director Jos Peeters and the executive officers Yves Vaneerdewegh/Sabine Vermassen are only remunerated by the Management Company Capricorn Partners.

For the financial year 2022, no expenses were reimbursed to the directors and managing directors, nor any form of benefits in kind or variable remuneration, except the attendance fees linked to the effective presence of the directors on the boards of directors. In accordance with the remuneration policy, no amounts were paid for pension accrual, insurances or pension plans.

c. Remuneration depositary bank and external auditor

The remuneration paid to Belfius Bank for its services as depository bank amounted to € 45,688 in the past financial year.

The remuneration paid to PWC Bedrijfsrevisoren for the audit of the annual financial statements and for the limited review of the half-year figures was € 38,500 (excl. VAT). An additional fee of € 32,000 (excl. VAT) was paid in 2022 in connection with non-audit services.

d. Remuneration Management Company (and its directors and employees)

The remuneration paid to the Management Company is fixed at 1% of the company's statutory capital (see p. 19 of the Explanation to the Financial Information). This calculation basis has been applicable since 2017. Thus, for the 2022 financial year, € 1,456,988 was paid to the Management Company, a small increase compared to 2021 due to the realised capital increase of rounded € 8.5 million.

The five members of the executive committee of Capricorn Partners jointly received a payment of € 344,620 for their services to the company during the past financial year. This calculation is based on the proportion of income the Management Company receives from each fund. The share of that remuneration for the chairman of the executive committee is € 83,443, for the four other members of the executive committee together € 261,177. As the executive committee was expanded by two members in mid-2022, only 50% of the two additional board members were included in this calculation.

No benefits in kind, pension contributions or other insurance were granted, acquired or paid out at the expense of Quest for Growth during the past financial year. The relative share of the fixed remuneration is therefore 100%, and no right of recovery had to be exercised for variable remuneration.

On account of the holding of preference shares A and/or B of Quest for Growth, the following net dividends were paid to the executive director Jos Peeters and the executive officers: Jos Peeters, holder of 293 A or B shares received € 567,318.32, Yves Vaneerdewegh, holder of 124 A or B shares received € 240,093.76 and Sabine Vermassen, holder of 32 A or B shares received € 61,959.68. This shareholding with accompanying dividend right constitutes the only remuneration that can be considered a variable remuneration (the so-called “carried interest”) and is linked to the amount of dividends paid on Quest for Growth's ordinary shares (and thus indirectly to QfG's overall performance). We refer to the paragraph on Capital Structure and Quest for Growth's Articles of Association in this regard. The link with individual allocation is historical (Jos Peeters was the co-founder of QfG) and time-related, in particular how much time each member of the Executive Committee spends on tasks for Quest for Growth. In the past financial year, there was no change in the allocation of preference shares to members of the Company's executive management. With regard to severance payments, the Management Company can say goodbye to any member of the executive management provided a three-month notice period is observed without owing any severance payment.

During the past financial year, the Management Company paid a total amount of € 5,023,835 to all its employees including variable remuneration of € 270,305 (which, however, are not linked to Quest for Growth performance). The number of beneficiaries is twenty-eight.

The aggregate amount of remuneration paid to employees whose actions significantly affected QfG's risk profile was € 1,453,786. The ratio between the highest paid employee and the lowest paid is, excluding dividends but including variable remuneration that is part of the employment contract: 4.4x.

e. Changes to the remuneration policy

In 2022 the remuneration policy was not adjusted.

The company anticipates a few substantial changes to its remuneration policy over the next two years, notably:

- reduction in the number of board members
- market remuneration for directors after benchmark
- remuneration for members of the remuneration and nomination committee
- modification of the rights attached to the preference shares A and B
- redistribution of the preference shares A and B

These amendments will be submitted to the general meeting in 2023.

f. Evolution of the remuneration and performance of the Company

The remunerations of the directors and executive management were neither increased nor decreased in the past financial year. The remuneration paid to the Management Company was adjusted from the date of the capital increase in accordance with the agreed fixed remuneration of 1% on the capital.

This is in line with the company's remuneration policy which gives preference to fixed remuneration and variable remuneration linked solely to the dividend yield of all shareholders, thus trying to align the interests of shareholders and executive management aximal.

The company has opted to track the evolution of remuneration over the past five years starting from the 2020 financial year. The evolution will therefore be included for the first time in the annual report for financial year 2024.

OTHER STAUTORY DISCLOSURES REQUIRED BY ARTICLE 3:6 OF THE CODE OF COMPANIES AND ASSOCIATIONS

1° Description of the main risks and uncertainties

See item 6 of the Notes to the financial statements

2° Important events that have occurred after the end of the financial year

The board of directors has no knowledge of important events occurring after the balance sheet date that have influenced the capital, the economic or financial position and/or the result of the company.

3° Disclosures concerning circumstances that might significantly affect the company's development

There exist no circumstances that might significantly affect the company's development other than risks referred to under 'Financial Information' and 'Notes'.

4° Research and development activities

Quest for Growth is an investment fund and does not develop any technology, service or product itself. It does of course investigate how it can increase its assets under management and thus contribute to long-term value creation among shareholders.

5° Disclosures concerning the existence of branches of the company

The company does not have any branches.

6° Carry-over loss or loss during two financieal years

In accordance with Article 3:6 § 1 6°, the company's Board of Directors must justify the application of the valuation rules on a loss carried forward on a going concern basis. The Board of Directors has considered the future and believes that the financial statements can be prepared under the application of the valuation rules on a going concern basis.

7° All information that needs to be included

The conflict of interest procedure as provided for in Articles 7:96 and 7:97 of the Code of Companies and Associations was initiated but ultimately did not have to be followed during the financial year 2022.

8° Use of financial instruments

We refer to the statement of objectives and policy of the company regarding the management of risk set forth in this report. We also refer to the analysis of credit risk and liquidity risk explained elsewhere in this report under 'Financial Information' and to the analysis of financial risks, including the pricing risk related to stock market prices, under the 'Notes'. The company's cash-flow risk is limited in view of its activities as an alternative investment fund.

9° Justification of the independence and expertise of a member of the audit committee

We refer to the description of the directors who are members of the audit committee included in the Corporate Governance Statement.

For the Corporate Governance Statement, we refer to the relevant chapter in this Annual Report.

9. FINANCIAL INFORMATION 2022

FREE TRANSLATION FROM THE DUTCH ORIGINAL REPORT

STATUTORY AUDITOR'S REPORT TO THE GENERAL SHAREHOLDERS' MEETING OF QUEST FOR GROWTH NV ON THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2022

We present to you our statutory auditor's report in the context of our statutory audit of the annual accounts of Quest for Growth NV (the "Company"). This report includes our report on the annual accounts, as well as the other legal and regulatory requirements. This forms part of an integrated whole and is indivisible.

We have been appointed as statutory auditor by the general meeting d.d. 31 March 2022, following the proposal formulated by the board of directors and following the recommendation by the audit committee. Our mandate will expire on the date of the general meeting which will deliberate on the annual accounts for the year ended 31 December 2024. We have performed the statutory audit of the Company's annual accounts for 4 consecutive years.

Report on the annual accounts

Unqualified opinion

We have performed the statutory audit of the Company's annual accounts, which comprise the balance sheet as at 31 December 2022, the income statement, the statement of changes in equity and the statement of cash flows for the year then ended, and the notes to the annual accounts, including a summary of significant accounting policies and other explanatory information, and which is characterised by a balance sheet total of EUR 144,309,287 and an income statement showing a loss for the year of EUR 24,828,966.

In our opinion, the annual accounts give a true and fair view of the Company's net equity and financial position as at 31 December 2022, and of its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

Basis for unqualified opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Belgium. Furthermore, we have applied the International Standards on Auditing as approved by the IAASB which are applicable to the year-end and which are not yet approved at the national level. Our responsibilities under those standards are further described in the "Statutory Auditor's responsibilities for the audit of the annual accounts" section of our report. We have fulfilled our ethical responsibilities in accordance with the ethical requirements that are relevant to our audit of the annual accounts in Belgium, including the requirements related to independence.

We have obtained from the board of directors and Company officials the explanations and information necessary for performing our audit.

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

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the annual accounts of the current period. These matters were addressed in the context of our audit of the annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Fair value measurement of financial assets

Description of the key audit matter

The Company measures its financial assets, consisting of investments that are, or are not, traded in active markets at fair value through profit or loss.

The fair value of investments that are traded in active markets is determined, based on their quoted market price on the respective stock markets on 31 December 2022 (Level 1 measurements in the fair value hierarchy). As disclosed in note 7.d., the total of the Level 1 financial assets recognised at fair value in the balance sheet amounts to EUR 82,771,077 at 31 December 2022.

The fair value of investments that are not traded in active markets is determined on the basis of valuation methods applied by the Company using, among other things, estimates that are based on non-observable market data (Level 3 measurements in the fair value hierarchy). The estimates rely on assumptions made by the board of directors that are included in the valuation method of each individual investment.

The most important assumptions for the investments valued based on the method based on multiples concern the composition of the peer group and the applied discounts or premiums. The most important assumptions for the investments valued based on a scenario analysis are the assessment of Key Performance Indicators per investment and the probability-weighting of the different possible future scenarios. The total of the Level 3 financial assets recognised at fair value in the balance sheet at 31 December 2022 amounts to EUR 53,651,008 (note 7.d.).

The use of other underlying assumptions can alter the fair value. Considering the importance of financial assets in the balance sheet and the impact of the fair value measurement on the balance sheet and the income statement, we consider this as a key audit matter.

Our audit approach to the key audit matter

Our verification of the 31 December 2022 fair values as applied by the Company with regard to investments that are traded in active markets was based on the closing price on the said date.

To assess the reasonability of 31 December 2022 fair value used in the measurements of investments that are not traded in active markets, we performed, amongst others, the following auditing procedures:

- analysis of the peer group of comparable enterprises and of the applied discounts and premiums applied by the Company when using a valuation method based on the multiples approach;
- inquiries with the investment managers with respect to the assumptions applied concerning the assessment of Key Performance Indicators of the enterprises in which the Company holds an investment and with respect to the probability-weighting of the different possible future scenarios, when using scenario analysis as valuation method;
- assessment of the reasonableness of the assumptions used to determine the valuation by verifying them against underlying elements;
- review of the information disclosed in note 7 ‘Fair value of financial instruments’ to the financial statements as required under IFRS.

In performing our audit procedures, we relied on the assistance of our internal valuation experts.

Our auditing procedures have led us to conclude that the values, estimates and underlying assumptions used by the board of directors fall within an acceptable range of reasonable estimates and assumptions, and that the information disclosed in note 7 to the financial statements meets IFRS requirements.

Responsibilities of the board of directors for the preparation of the annual accounts

The board of directors is responsible for the preparation of annual accounts that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium, and for such internal control as the board of directors determine is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the board of directors is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Statutory auditor’s responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

In performing our audit, we comply with the legal, regulatory and normative framework applicable to the audit of the annual accounts in Belgium. A statutory audit does not provide any assurance as to the Company’s future viability nor as to the efficiency or effectiveness of the board of directors’ current or future business management. Our responsibilities in respect of the use of the going concern basis of accounting by the board of directors’ are described below.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors;
-

- Conclude on the appropriateness of the board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our statutory auditor's report to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our statutory auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the audit committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, we determine those matters that were of most significance in the audit of the annual accounts of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

Other legal and regulatory requirements

Responsibilities of the board of directors

The board of directors is responsible for the preparation and the content of the directors' report on the annual accounts and the other information included in the annual report, as well as for the compliance with the legal and regulatory requirements regarding bookkeeping, with the Companies' and Associations' Code and the Company's articles of association.

Statutory auditor's responsibilities

In the context of our engagement and in accordance with the Belgian standard which is complementary to the International Standards on Auditing (ISAs) as applicable in Belgium, our responsibility is to verify, in all material respects, the directors' report on the annual accounts and the other information included in the annual report, as well as compliance with the articles of association and of certain requirements of the Companies' and Associations' Code, and to report on these matters.

Aspects related to the directors' report and to the other information included in the annual report

In our opinion, after having performed specific procedures in relation to the directors' report, the directors' report is consistent with the annual accounts for the year under audit, and it is prepared in accordance with the articles 3:5 and 3:6 of the Companies' and Associations' Code.

In the context of our audit of the annual accounts, we are also responsible for considering, in particular based on the knowledge acquired resulting from the audit, whether the directors' report and the other information included in the annual report, is materially misstated or contains information which is inadequately disclosed or otherwise misleading. In light of the procedures we have performed, there are no material misstatements we have to report to you.

Statement related to independence

- Our registered audit firm and our network did not provide services which are incompatible with the statutory audit of the annual accounts and our registered audit firm remained independent of the Company in the course of our mandate.

- The fees for additional services which are compatible with the statutory audit of the annual accounts referred to in article 3:65 of the Companies' and Associations' Code are correctly disclosed and itemised in the notes to the annual accounts.

European Uniform Electronic Format (ESEF)

We have also verified, in accordance with the draft standard on the verification of the compliance of the financial statements with the European Uniform Electronic Format (hereinafter "ESEF"), the compliance of the ESEF format with the regulatory technical standards established by the European Delegate Regulation No. 2019/815 of 17 December 2018 (hereinafter: "Delegated Regulation").

The board of directors is responsible for the preparation, in accordance with ESEF requirements, of the financial statements in the form of an electronic file in ESEF format (hereinafter "digital financial statements") included in the annual financial report.

Our responsibility is to obtain sufficient appropriate evidence to conclude that the format of the digital financial statements comply in all material respects with the ESEF requirements under the Delegated Regulation.

Based on the work we have performed, we believe that the format of the official version of the digital financial statements included in the annual financial report of Quest for Growth NV per 31 December 2022 comply in all material respects with the ESEF requirements under the Delegated Regulation.

Other statements

- Without prejudice to formal aspects of minor importance, the accounting records were maintained in accordance with the legal and regulatory requirements applicable in Belgium.
- The appropriation of results proposed to the general meeting complies with the legal provisions and the provisions of the articles of association.
- There are no transactions undertaken or decisions taken in breach of the Company's articles of association or the Companies' and Associations' Code that we have to report to you.
- This report is consistent with the additional report to the audit committee referred to in article 11 of the Regulation (EU) N° 537/2014.

Diegem, 24 February 2023

The statutory auditor
PwC Reviseurs d'Entreprises SRL / PwC Bedrijfsrevisoren BV
represented by

Gregory Joos
Réviseur d'Entreprises / Bedrijfsrevisor

MANAGEMENT RESPONSIBILITY STATEMENT

The financial statements for the period ended 31 December 2022 have been prepared in accordance with IFRS as approved by the International Accounting Standards Board and accepted by the European Union. Where necessary, additional explanations are provided in this financial information.

The board of directors approved the financial statements on 16 February 2023.

The undersigned state that to the best of their knowledge:

a. The financial statements give a true and fair view of the financial position, equity, profit or loss, changes in equity and cash flows of Quest for Growth NV, taken as a whole as at and for the twelve month period ended 31 December 2022; and

b. The financial statements include a fair review of important events that have occurred during the twelve month period ended 31 December 2022, and their impact on the financial statements for such period, a description of the principal risks and uncertainties they face and the future prospects.

Leuven, 16 February 2023

Regine Slagmulder
Director – Chairman of the audit committee

Philippe de Vicq de Cumptich
Director – Executive officer

Sabine Vermassen
Executive officer
Capricorn Partners

BALANCE SHEET

In EUR **Assets**	Situation at Notes	31 December 2022	31 December 2021	31 December 2020
Cash and cash equivalents	7.g	6,177,462	9,313,614	7,581,758
Short term debt securities	7.f	0	0	2,699,977
Trade and other receivables	15	1,050,834	910,459	192,002
Dividends receivable	7.f	563,083	450,277	328,430
Financial assets				
Financial assets at FVTPL - equity securities	14	136,042,102	168,509,906	142,401,510
Financial assets at FVTPL – debt securities	14	468,595	549,016	100,000
Other current assets		7,210	7,210	7,210
Total assets		**144,309,287**	**179,740,483**	**153,310,887**
Equity and liabilities				
Share capital	17	147,072,900	138,629,636	145,339,326
Reserves		21,918,727	7,929,733	
Accumulated result		106,290		-9,154,588
Net result for the year		-24,828,966	33,140,999	17,084,320
Total equity attributable to shareholders		**144,268,952**	**179,700,367**	**153,269,059**
Current tax payable	12	219	3	9
Other liabilities		40,115	40,112	41,819
Total liabilities		**40,335**	**40,115**	**41,828**
Total equity and liabilities		**144,309,287**	**179,740,483**	**153,310,887**

INCOME STATEMENT

In EUR	For the financial year ended Notes	31 December 2022	31 December 2021	31 December 2020
Net realised gains / (losses) on financial assets	8/10	6,764,147	18,841,630	9,328,136
Net unrealised gains / (losses) on financial assets	8/10	-31,245,241	15,198,088	8,765,979
Dividends income		1,984,901	1,549,620	1,115,320
Interest income	11	-7,018	-14,121	-5,451
Net realised foreign exchange gain / (loss)		8,637	-128,103	-32,526
Net unrealised foreign exchange gain / (loss)		4,114	-11,340	25,769
Total revenues		**-22,490,460**	**35,435,774**	**19,197,227**
Other operating income		101,156	29,066	35,752
Other operating loss				-54,356
Total operating revenues		**-22,389,304**	**35,464,840**	**19,178,623**
Fee management company	19	-1,456,988	-1,416,608	-1,464,587
Custodian fees		-45,688	-49,599	-38,477
Director's fees		-161,281	-170,330	-163,845
Levy on investment funds	21.5	-166,557	-141,774	-125,971
Other operating expenses		-272,972	-286,996	-134,692
Total operating expenses		**-2,103,791**	**-2,065,307**	**-1,927,572**
Profit / (Loss) from operating activities		**-24,492,791**	**33,399,533**	**17,251,051**
Net finance expense		-2,651	-5,658	-3,743
Profit / (Loss) before income taxes		**-24,495,442**	**33,393,875**	**17,247,308**
Withholding tax expenses	12	-333,304	-252,870	-162,945
Other incomes taxes	12	-219	-5	-42
Profit / (Loss) for the period		**-24,828,966**	**33,140,999**	**17,084,320**
Profit / (Loss) per share				
Basic & diluted average number of shares outstanding	9	17,765,860	16,774,226	16,774,226
Basic & diluted profit/loss per share for ordinary shares	9	-1.40	1.98	1.02
Basic & diluted profit/loss per share for A and B shares	9	-1.40	1.98	1.02

The holders of the different share classes have different rights in the event of a dividend payment and in the event of liquidation of the company (see point 18 below)

STATEMENT OF CHANGES IN EQUITY

In EUR	Notes	Share capital	Reserves	Retained earnings/loss	Total equity
Balance at 1 January 2022	**17**	**138,629,636**	**7,929,733**	**33,140,999**	**179,700,368**
Retained earnings			13,988,994	-13,988,994	0
Proft/(Loss) for the year				-24,828,966	-24,828,966
Capital reduction					
Issue of ordinary shares, net of costs of capital increase		8,443,264			8,443,264
Dividends				-19,045,714	-19,045,714
Balance at 31 December 2022	**17**	**147,072,900**	**21,918,727**	**-24,722,675**	**144,268,952**
Balance at 1 January 2021	**17**	**145,339,326**		**7,929,733**	**153,269,059**
Retained earnings			7,929,733	-7,929,733	0
Profit / (Loss) for the year				33,140,999	33,140,999
Capital reduction		-6,709,690			-6,709,690
Issue of ordinary shares, net of costs of capital increase					
Dividends					
Balance at 31 December 2021	**17**	**138,629,636**	**7,929,733**	**33,140,999**	**179,700,368**
Balance at 1 January 2020	**17**	**145,339,326**		**-9,154,587**	**136,184,739**
Profit/(Loss) for the year				17,084,320	17,084,320
Issue of ordinary shares, net of costs of capital increase					
Dividends					
Balance at 31 December 2020	**17**	**145,339,326**		**7,929,733**	**153,269,059**

STATEMENT OF CASH FLOWS

In EUR	For the financial year ended Notes	31 December 2022	31 December 2021	31 December 2020
Cash flows from operating activities				
Proceeds from sale of Financial Assets - equity securities		30,215,236	72,551,900	64,899,567
Proceeds from sale of Financial Assets – debt securities		0	2,699,977	2,499,978
Acquisition of Financial Assets - equity securities		-21,234,761	-65,327,190	-67,631,718
Acquisition of Financial Assets - debt securities		-888,571	-446,507	-100,000
Net receipts / (payments) from derivative activities		0	-258,725	0
Monies received from claims further to divestments		29,768	95,744	151,752
Dividends received		1,515,962	1,178,857	888,649
Interest received	11	110	221	1,074
Interest paid	11	-32,576	-14,342	-6,525
Operating expenses paid	12	-2,103,487	-2,070,367	-1,931,285
Income taxes paid		-3,01	-11	-415
Cash flow from operating activities		**7,501,677**	**8,409,287**	**-1,228,923**
Proceeds from capital increase		8,443,264	0	0
Capital reduction		0	-6,709,687	0
Dividends paid to holders of preference shares	17	-1,936,239	0	0
Dividends paid to holders of ordinary shares	18	-16,774,228	-1,710	0
Paid withholding tax on dividends to shareholders	18	-335,247	-0	0
Cash flow from financing activities		**-10,602,450**	**-6,711,397**	**0**
Net increase / (decrease) in cash and cash equiva-lents		**-3,100,772**	**1,697,890**	**-1,228,923**
Cash and cash equivalents at the beginning of the year		-9,313,614	7,581,757	8,878,627
Effect of exchange rate on cash and cash equivalents		-35,079	33,967	-67,947
Cash and cash equivalents at the end of the period		6,177,462	9,313,614	7,581,757

NOTES TO THE FINANCIAL STATEMENTS

1. Reporting entity

Quest for Growth NV PRIVAK (the “Company”) is a public alternative investment company with fixed capital under Belgian law, with registered office at Lei 19, PO Box 3, 3000 Leuven and with company number 0463.541.422

The AIFM Directive, the AIFM Law and the Royal Decree mainly determine the legal status of the public privak.

The Company is a closed end investment company primarily involved in investing in a highly diversified portfolio of equity securities issued by companies listed on European stock exchanges, unquoted companies and unquoted investment companies, with the objective of realising capital gains that are distributed to the shareholders in the form of dividends.

The Company is managed by Capricorn Partners (the “Management Company”).

Quest for Growth is listed on Euronext Brussels under code BE0003730448.

2. Basis for reporting

The financial statements were authorised for publication by the Company’s board of directors on 16 February 2023.

The financial statements for the period ended on 31 December 2022 were prepared in accordance with IFRS as published by the International Accounting Standards Board (IASB) and accepted by the European Union.

The annual accounts have been drawn up on the basis of going concern.

3. Functional currency and presentation of currencies

The financial statements are presented in euros, which is the company’s functional currency.

Following exchange rates were used for translation into euros:

	31 December 2022	31 December 2021
USD	1.0666	1.1326
SEK	11.1218	10.2503
CAD	1.444	1.4393
GBP	0.88693	0.84028
CHF	0.9847	1,0331
NOK	10.5138	9.9888

4. Use of judgements and estimates

In preparing these financial statements, management has made judgement and estimates that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses.

The actual results may differ from these estimates.

a. Judgements

Qualification as an investment entity

IFRS 10 lays down a compulsory exemption for companies that meet the definition of an investment entity from having to measure both its subsidiaries and its interests in associates and joint ventures at fair value with accounting of changes in value through profit or loss.

An investment entity is defined as an entity that:

(1) obtains funds from one or more investors for the purpose of providing those investor(s) with investment management services;

(2) commits to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both, and

(3) measures and evaluates the performance of substantially all of its investments on a fair value basis.

In assessing whether it fulfils this definition, an entity must also look into whether it possesses the following typical features for an investment entity:

(1) it has more than one investment;

(2) it has more than one investor;

(3) it has investors that are not related parties of the entity; and

(4) it has ownership interests in the form of shares or similar interests.

In accordance with the transitional provisions of IFRS 1, this analysis was done on the transition date, when it was determined that Quest for Growth possesses both the essential and the typical features and therefore meets the definition of an investment entity. Quest for Growth is a public investment company with close-ended capital for investment in unquoted companies and growth companies (called a “PRIVAK” (Dutch) or “PRICAF” (French)), regulated by the AIFM Directive, the AIFM Act and the public PRIVAKs/PRICAFs legislation (Royal Decree of 10 July 2016). The Company’s diversified portfolio comprises for the most part investments in quoted equities, venture and growth capital and venture and growth funds. Quest for Growth is listed on Euronext Brussels and has a diversified range of shareholders. Quest for Growth’s objects are collective investment in permitted financial instruments issued by unquoted companies and growth companies in order to thereby realise capital gains that are paid in the form of dividends to its shareholders. Quest for Growth measures all holdings at fair value with changes in value accounted through the income statement.

b. Assumptions and estimates

The management makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The assumptions and estimates that have a significant risk of causing a material adjustment are outlined below. Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to estimates are recognized prospectively.

Fair value of derivative financial instruments

The Company may, from time to time, hold financial derivative instruments that are not quoted in active markets, such as over-the-counter derivatives. Fair values of such instruments are determined by using valuation techniques. Valuation techniques (for example, models) used to determine fair values, are validated and periodically reviewed.

Fair value of private equity portfolio

The private equity portfolio includes direct investments through equity, investment related investment loans and investments in other funds managed by the Management Company or in third party funds. These investments are stated at fair value on a case-by-case basis.

Fair value is estimated in compliance with the International Private Equity and Venture Capital Association (IPEV) Guidelines. These guidelines include valuation methods and techniques generally recognised as standard within the industry. The Company primarily uses earnings multiples and scenario analysis to estimate the fair value of an investment.

Although management uses its best judgement in estimation the fair value of investments, there are inherent limitations to every valuation methodology. Changes in assumptions could affect the reported fair value of financial instruments.

Valuation models use observable data, to the extent practicable. The determination of what constitutes "observable" requires significant judgement by the Company. The Company considers observable data to be market data that are readily available, regularly distributed or updated, reliable and verifiable and provided by independent sources that are actively involved in the relevant market.

We also refer to note 7 to the financial statements for more information.

5. Important amendments to the principles for financial reporting

There are no significant changes impacting the financial reporting.

6. Financial risk management

This note presents information about the Company's exposure to each of the financial risks.

Quest for Growth is exposed to a number of financial risks. The company's major risk factors are defined below. However these risks are not the only risks the company may run. Any other risk Quest for Growth may run, can also have a negative impact on the activities of the Company.

A. Market risk
   1. Price risk
   2. Interest rate risk
   3. Currency risk
B. Liquidity risk
C. Credit risk

Financial risk management framework

The Company's overall risk management programme seeks to maximise the returns derived for the level of risk to which the Company is exposed and seeks to minimise potential adverse effects on the Company's financial performance. The Company's policy allows it to use derivative financial instruments to both moderate and create certain risk exposures.

All securities investments present a risk of loss of capital. The maximum loss of capital on long equity and debt securities is limited to the fair value of those positions. The maximum loss of capital on forward currency contracts is limited to the notional contract values of those positions.

The management of these risks is carried out by the Management Company under policies approved by the board of directors, as explained in the annual report (Strategy page 8 and further).

The Management Company reports daily in this regard to the executive officers of the Company. Within the Management Company, risk management falls within the responsibility of a senior member of the finance department who is not a member of the executive committee but does report directly to it.

The risk manager uses Excel spreadsheets to collate and process all information relevant for risk management. The Excel worksheets generate various reports by which the risks within Quest for Growth can be monitored:

- compliance with investment restriction
- compliance with the legislation on closed-end private equity companies;
- supervision of hedging of the exchange risk;
- supervision of fluctuations in the daily net asset value (NAV).

All abnormalities are immediately notified to the executive officers.

The risk manager reports to the executive officers. He/she reports to the audit committee at least once a year on his/her activities and can make process-improvement suggestions at any time.

Risk management within the Company focuses especially on the risks associated with the investments in the portfolio and their impact on the company's general risk profile and liquidity. Focus is also laid on identifying and managing operational risks such as legal, outsourcing and compliance.

A. Market risk

1. Price risk (see also sensitivity analysis on page 96)

The value of the quoted companies in the portfolio directly depends on the stock prices and the evolution thereof.

In addition, the valuation of the unquoted companies of the portfolio and the valuation of the venture capital funds depend upon a number of market related elements such as the value of companies in the peer group, used for valuation purposes.

This means that the fair value of quest for Growth's unquoted portfolio is highly dependent on the evolution of the stock markets.

Each investment in the quoted portfolio is smaller than 5% of the net asset value. Each direct investment in unquoted companies is also smaller than 5% of the net asset value.

Investments in venture capital funds may be higher than 5% of the net asset value but are themselves diversified.

2. Interest rate risk

Quest for Growth invests a limited amount in term deposits and commercial paper. The interest rate risk is therefore negligible.

3. Currency risk

Quest for Growth invests in companies whose securities are not denominated in euro. It is the responsibility of the board of directors to determine to what extent this currency risk should be hedged. As of September 2016 currency risk is no longer hedged. The board however, can at any time decide on a case-by-case basis to hedge a position in the in the portfolio

On 31 December 2022 Quest for Growth held a currency risk of € 12,921,991. The exposure per currency is illustrated in the tabel below:

31 December 2022	In foreign currency	in euro
Quoted equities		
CAD	127,954	88,611
CHF	9,202,674	9,345,663
Venture & growth capital		
GBP	0	0
USD	3,719,999	3,487,717
CHF	0	0
Venture & growth funds		
GBP	0	0
USD	0	0
Cash and cash equivalents		
GBP	0	0
USD	0	0
CHF	0	0

31 december 2021	in foreign currency	in euro
Quoted equities		
CAD	0	0
CHF	12,563,826	12,161,287
Venture & growth capital		
GBP	0	0
USD	1,719,999	1,518,629
CHF	0	0
Venture & growth funds		
GBP	0	0
USD	0	0
Cash and cash equivalents		
GBP	0	0
USD	0	0
CHF	0	0

Sensitivity analysis

The table below sets out the effect on the result of the period of a reasonably possible decrease of the euro against the USD, CAD and CHF by 10% at 31 December 2022 and 31 December 2021. The analysis assumes that all other variables, in particular interest rates, remain constant. Given that there were no debts or liabilities in foreign currencies at the end of the financial year, the effect on equity is the same as the effect on profit or loss.

in euro	31 December 2022	31 December 2021
USD	387,524	168,737
CAD	9,846	0
CHF	1,038,407	1,351,254

B. Liquidity risk

'Liquidity risk' is the risk that the company will encounter difficulties in meeting the obligations associated with its financial liabilities and commitments that are settled by delivering cash or another financial asset.

Quest for Growth is an investment company with fixed capital and – as opposed to investment funds with variable capital – does not have to buy back shares. No liquidity problems can arise in the short term.

Quest for Growth does nonetheless invest in quoted growth shares with a certain liquidity risk and has outstanding commitments towards a number of venture and growth funds and venture and growth capital.

These investment commitments need to be fully paid up in accordance with the investments the companies makes over the investment period and further on. Quest for Growth has no control or decision power in this respect.

The table below gives an overview of the outstanding commitments at 31 December 2022 and 31 December 2021.

	Currency	Commitment in € 31/12/2022	Commitment in € 31/12/2021
Capricorn Health-tech Fund	€	1,050,000	1,050,000
Capricorn ICT ARKIV	€	1,472,000	2,046,925
Capricorn Sustainable Chemistry Fund	€	5,000,000	8,000,000
Capricorn Digital Growth Fund	€	12,000,000	11,250,000
Capricorn Fusion China Fund	€	5,898,750	5,681,250
Carlyle Europe Technology Partners II	€	653,148	653,148
Total		**26,073,898**	**28,681,323**

The following are the contractual maturities of financial liabilities at the reporting date.

	In euro	Contractual cash flows			
31 december 2022	**Book value**	**Total**	**Less than 15 days**	**15 days to 1 year**	**More than 1 year**
Non-derivative liabilities					
Balances due to brokers	0	0	0	0	0
Dividends payable	0	0	0	0	0
Derivative financial liabilities	0	0	0	0	0
Commitments	26,073,898	26,073,898	0	26,073,898	0
Total	**26,073,898**	**26,073,898**	**0**	**26,073,898**	**0**

	In euro	Contractual cash flows			
31 december 2021	**Book value**	**Total**	**Less than 15 days**	**15 days to 1 year**	**More than 1 year**
Non-derivative liabilities					
Balances due to brokers	0	0	0	0	0
Dividends payable	0	0	0	0	0
Derivative financial liabilities	0	0	0	0	0
Commitments	28,681,323	28,681,323	0	28,681,323	0
Total	**28,681,323**	**28,681,323**	**0**	**28,681,323**	**0**

The table above shows the undiscounted cash flows of the Fund's financial liabilities on the basis of their earliest possible contractual maturity.

The ratio of net assets with an expected liquidation period within seven days (liquid assets) to total net assets is set out below.

	31 December 2022	31 December 2021
Total liquid assets	45,330,877	67,848,724
Liquid assets as % of total net assets	31%	38%

Liquidity in the case of quoted shares is assessed on the basis of the average number of shares traded at the exchange during the previous 90 days. The table below shows the anticipated liquidation period for financial assets as at 31 December 2022:

Term:	Immediately available	Maximum 7 days	Max. 1 month	Max. 1 year	More than 1 year
	17.34%	14.09%	21.55%	9.86%	37.17%

C. *Credit risk*

- Concentration of credit risk

Quest for Growth holds an important cash position.

The credit risk on the cash position is managed by a fair distribution of the cash amongst different financial institutions with solid ratings or guaranteed by the Belgian Government. However this diversification of cash or similar instruments cannot protect the Company against negative evolutions within the counterparties that may have an important impact on the Company's cash position.

There were no significant concentrations in debt securities to any individual issuer or group of issuers at 31 December 2022 or at 31 December 2021. No individual investment exceeded 5% of the net assets either at 31 December 2022 or at 31 December 2021.

Participations in venture capital funds - which can be more than 5% of net assets - can be found on page 81 above.

The Management Company reviews the credit concentration of debt securities based on counterparties.

The table below shows the most significant positions of cash and short term debt securities in fuction of the equity of the company on 31 December 2022:

Counterparty	Cash	Short term debt securities
BELFIUS BANK	3.09%	0.00%
KBC BANK	0.35%	0.00%

7. Fair value of instruments

a. *Valuation models*

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

Financial assets and liabilities measured at fair value

The fair value of financial assets and liabilities traded in active markets (such as listed securities and publicly traded deriva-tives) are based on quoted market prices at the close of trading at the measurement date. An active market is a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an on-going basis. The Company uses the close price for both financial assets and financial liabilities. If a significant move-ment in fair value occurs subsequent to the close of trading at the end of the reporting date, valuation techniques will be ap-plied to determine the fair value.

The fair value of financial assets and liabilities that are not traded in active markets are determined by using valuation tech-niques. The Company may use internally developed models, which are based on valuation methods and techniques generally recognised as standard within the industry (IPEV). Valuation models are used primarily to value unlisted equity, debt securities and other debt instruments for which markets were or have been inactive during the financial year. Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions.

Valuation techniques used include the use of comparable recent market-based transactions. They determine how much an informed independent third party would be willing to pay to purchase the investment being valued. They refer to other instru-ments that are substantially the same, premium pricing models and other valuation techniques commonly used by market participants who use market inputs as much as possible and rely as little as possible on inputs specific to the entity.

The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valua-tion techniques employed may not fully reflect all factors relevant to the positions the Company holds. Valuations are there-fore adjusted, where appropriate, to allow for additional factors including model risk, liquidity risk and counterparty risk.

Other financial assets and liabilities

The carrying value less impairment provision of other financial assets and liabilities are assumed to approximate their fair values.

b. *Fair value hierarchy*

The company recognises transfers between levels of the fair value hierarchy as at the beginning of the reporting period.

The fair value hierarchy has the following levels:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs that are unobservable. This category includes all instruments for which the valuation techniques includes inputs not based on observable data and whose unobservable inputs have significant effect on the instruments' valuation.

If the inputs used to determine the fair value of an asset or liability fall within different levels of the fair value hierarchy, the determined fair value in its entirety is classified in the same level of the fair value hierarchy as the lowest level input that is significant to the entire fair value measurement. For this purpose, the significance of an input is assessed with respect to the fair value measurement as a whole. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement belongs to level 3. Assessing the extent to which a particular input is material to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' requires significant judgement by the company. The Company considers observable data to be that market data that is readily available regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

Investments whose values are based on quoted market prices in active markets, and are therefore classified within Level 1, include active listed equities and exchange traded derivatives. The Company does not adjust the quoted price for these instruments.

Financial instruments that trade in markets that are not considered to be active but are valued based on quoted market prices, dealer quotations or alternative pricing sources supported by observable inputs are classified within Level 2. These include listed equities on non active markets and over-the-counter derivatives. As Level 2 investments include positions that are not traded in active markets and/or are subject to transfer restrictions, valuations may be adjusted to reflect illiquidity and/or non-transferability, which are generally based on available market information.

Investments classified within Level 3 have significant unobservable inputs, as they trade infrequently. Level 3 instruments include private equity and corporate debt securities. As observable prices are not available for these securities, the Company has used valuation techniques to derive the fair value.

c. *Valuation framework*

The Company has established a control framework for the measurement of fair values. The Management Company that is responsible for developing the Company's valuation processes and procedures oversees the valuation process. The Management Company reports to board of directors of the Company.

The valuations and calculations are carried out by the Management Company at a frequency, which is appropriate to the specific character of the Company. In practise, the Management Company reassesses the valuations of the non-quoted investments of the Company at least once every quarter. The valuation could be reassessed in between valuation dates in case material events occur in the underlying investment.

The valuation is the responsibility of the valuation expert and the executive committee of the Management Company. The valuation role is functionally independent from the portfolio management activities and the valuation expert, though present in the team meetings is not a member of the investment committees. Other measures ensure that conflicts of interest are mitigated and that undue influence upon the employees is prevented. The valuation shall be performed with all due skill, care and diligence. The valuation expert has an experience in auditing or determining the valuation of financial instruments.

For the valuation of the unquoted investments, the valuation expert receives input of the dedicated investment managers on the fundamentals and the prospects of the non-quoted investments. He/she attends the meetings of the investment teams. Valuation proposals can be discussed in the respective investment team meetings of the funds. The main responsibility of the valuation expert is to make sure that all valuations are done in accordance with the valuation rules of the company and that the assumptions at the basis of the valuation are sufficiently documented. He/she will also make sure that all factors that could be relevant in determining the value of the unquoted investments are taken into account in the assessment.

The valuation proposals are discussed at a quarterly valuation meeting that takes place close to the end of each quarter. Are present in this quarterly valuation meeting: the valuation expert, the members of the executive committee of Capricorn Partners and all Capricorn investment managers overseeing active non-quoted investments of the company. In the valuation meeting the proposed valuations of an investment manager are discussed with all members present and the valuations may be amended to obtain a final valuation proposal.

The final valuation proposals are submitted for approval to the executive committee of Capricorn Partners.

The ultimate responsibility for the approval of the valuations resides legally and contractually with the board of Quest for Growth. Changes in valuation rules will be submitted to and need approval of the board of directors.

d. *Fair value hierarchy – Financial instruments measured at fair value*

The following table analyses financial instruments measured at fair value at the reporting date by the level in fair value hierarchy into which the fair value measurement is categorised. The amounts are based on the values recognised in the statement of financial position.

In 2022 no financial instruments were transferred from level 2 to level 1.

31 December 2022	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets at fair value through profit or loss				
Quoted equities	82,771,077	88,611		82,859,689
Debt securities			468,595	468,595
Venture & growth capital			13,701,867	13,701,867
Venture & growth funds			39,480,547	39,480,547
Total	**82,771,077**	**88,611**	**53,651,008**	**136,510,697**
Derivated financial instruments				
Listed equity index options	0	0	0	0
Foreign currency forward contracts	0	0	0	0
Total	**0**	**0**	**0**	**0**

31 December 2021	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets at fair value through profit or loss				
Quoted equities	116,459,903	0	0	116,459,903
Debt securities	0	0	549,016	549,016
Venture & growth capital	0	0	19,422,573	19,422,573
Venture & growth funds	0	0	36,627,429	32,627,429
Total	**116,459,903**	**0**	**52,599,019**	**169,058,922**
Derivated financial instruments				
Listed equity index options	0	0	0	0
Foreign currency forward contracts	0	0	0	0
Total	**0**	**0**	**0**	**0**

The following table shows a reconciliation from the opening balances to the closing balances for the fair value measurement in level 3 of the fair value hierarchy.

	Private equity investments	Venture capital funds	Total
Balance at 1 January 2022	**19,971,590**	**32,627,429**	**52,599,019**
Purchases	5,586,072	7,107,500	12,693,572
Sales	-5,617,417	-351,984	-5,969,401
Transfers into level 3			
Transfers out of level 3			
Total profit (or loss) recognised in the income statement	-5,769,783	97,601	-5,672,182
Balance at 31 December 2022	**14,170,462**	**39,480,547**	**53,651,008**
Balance at 1 January 2021	**15,646,277**	**25,096,969**	**40,743,246**
Purchases	6,592,545	6,893,750	13,486,295
Sales	-3,134,656	-1,951,889	-5,086,546
Transfers into level 3			
Transfers out of level 3			
Total profit (or loss) recognised in the income statement	867,423	2,588,560	3,456,022
Balance at 31 December 2021	**19,971,590**	**32,627,429**	**52,599,019**

Measurement techniques used to determine fair value must encompass as many relevant observable inputs and as few non-observable inputs as possible. Level 3 inputs are non-observable as regards the assets. They are used to determine fair value to the extent that no relevant observable inputs are available. They reflect the assumptions on which market players should proceed when measuring the assets, including assumptions as to risks.

Risk assumptions include the risk inherent in a certain measurement technique that is used to determine fair value (such as a valuation model) and the risk inherent in the inputs for the measurement technique.

The table below shows the degree to which certain measurement techniques are used to value level 3 financial instruments on 31 December 2022:

	Multiples	Scenario analysis	Stock quotations	Cash	Other
Venture & growth capital and debt securities	39.62%	60.38%			
Venture & growth funds (underlying instru-mentss)	6.82%	79.67%	2.20%	8.51%	2.80%

e. *Sensitivity analysis of financial instruments at fair value through profit or loss*

The valuation of investments in venture and growth capital and in venture and growth funds depends on a number of market related factors. The following market-related factors may be applied to the measurement methods.

Multiples: the multiples used are preferably equity/earnings (company value/turnover) for companies with a sustainable turnover flow and equity/EBITDA (company value/profit for financial burdens, taxes and depreciation/amortisation) for companies with a sustainable EBITDA flow. The valuation is done on the basis of the most recent available information over 12 months, for instance the figures for the last four quarters or the figures for the last financial year.

The multiple is determined based on the median for comparable companies ("peer group"). Factset is used as the source for these financial data. The peer group is composed on the basis of criteria such as: similar activities or industry, size, geographical spread. The peer group preferably encompasses a minimum of three and a maximum of ten companies.

The market-based multiple of the group of comparable quoted companies (peer group) is corrected with differences between the peer group and the company to be valued. A first correction (illiquidity discount) is applied because of the difference in liquidity of the valued shares compared to that of quoted shares. Other grounds for correcting multiples (discount or premium) might be: size, growth, diversity, nature of activities, differences between markets, competitive positioning, services performed by the company, recent transactions selling or financing comparable transactions, exceptional or non-recurring expected decline in results, etc.

Scenario analysis: In applying the probability-weighted model, account is taken of industry-specific information and available studies.

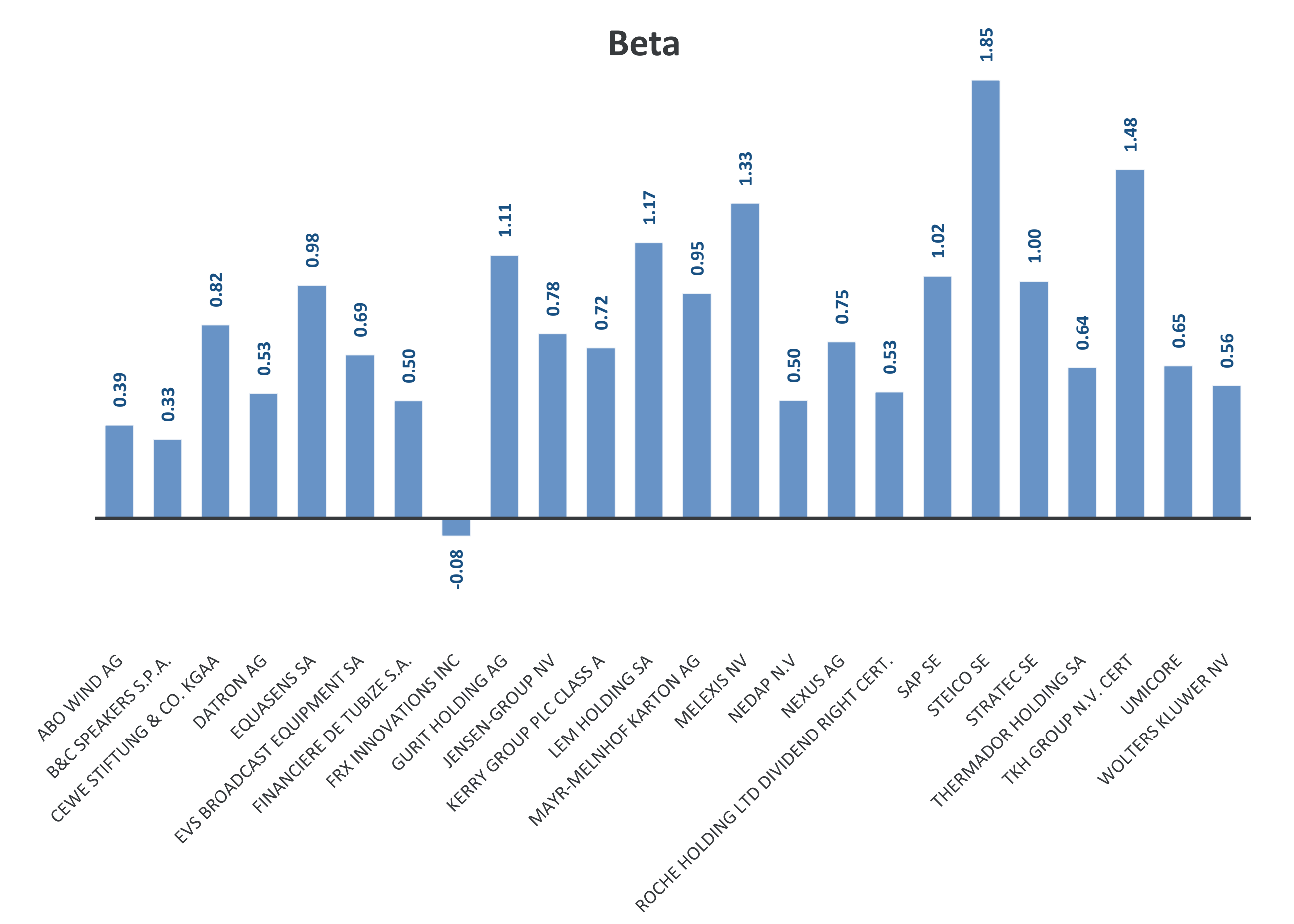
In valuing investments in venture and growth capital in the venture and growth funds managed by Capricorn, as at 31 December 2022 29 participations were valued on the basis of scenario analysis and 5 participations were valued using the multiple method. Additionally, in valuing the direct investments made by Quest for Growth in unquoted companies, 6 participations were valued on the basis of scenario analysis and 3 participations were valued using the multiple method.

If the valuations in a scenario analysis are subject to a 10% change, this means an increase (or decrease) in the value of the venture and growth funds by an amount of € 2,392,158. For Quest for Growth's direct investments in venture and growth capital, valued under scenario analysis this would mean an increase (or decrease) of € 855,680.

If the peer group multiple were to increase (or decrease) by 1 for the individual participations in the venture and growth funds valued on the basis of multiples, this would result in an overall increase (or decrease) of € 1,428,101. For Quest for Growth's direct investments in venture and growth capitals valued on the basis of multiples, increasing (or decreasing) the multiple by 1 for the individual participations would mean an overall increase (or decrease) of € 748,559.

The quoted equities portfolio is to a significant extent sensitive to fluctuations on the stock markets. The portfolio's beta, which measure the portfolio's sensitivity relative to the market, is 0.83 over 2 years. The betas have been calculated with Factset for the quoted share portfolio excluding cash against the STOXX Europe 600 index as at 31 December 2022. Taking account of these betas, calculated on the basis of historical data for the portfolio, a rise or fall of 8.3% can be expected upon a rise or fall of 10% in the STOXX Europe 600 index. Changes in the portfolio's composition and changes in the volatility of shares in the portfolio or of the market can give rise to fluctuations beyond the above range.

The chart below provides an overview of the betas of the listed shares in the portfolio over 2 years:



f. *Financial instruments not measured at fair value*

The financial instruments not measured at fair value through profit or loss are short term financial assets and liabilities whose book value approaches fair value. They are not measured at fair value because the book value is a good approach of the fair value, because of their short term nature and for the financial assets for the high credit quality of counterparties. Consequently, no depreciation due to expected credit losses was recognised for these receivables.

31 December 2022	Book value	Level 1	Level 2	Level 3	Total
Financial assets					
Short-term debt securities	0	0	0	0	0
Trade and other receivables	1,050,834	0	1,050,834	0	1,050,834
Dividend receivables	563,083	0	563,083	0	563,083
Financial liabilities					
Trade payables	0	0	0	0	0

31 December 2021	Book value	Level 1	Level 2	Level 3	Total
Financial assets					
Short-term debt securities	0	0	0	0	0
Trade and other receivables	910,459	0	910,459	0	910,459
Dividend receivables	450,277	0	450,277	0	450,277
Financial liabilities					
Trade payables	0	0	0	0	0

During the year, the position in short-term debt securites was further reduced.

g. *Cash and cash equivalents*

Cash and cash equivalents are assets placed with financial institutions and can be accessed immediately.

8. Operating segments

The Company has three reportable segments: Investments in quoted equities, investments in venture and growth capital and investments in venture and growth funds. Segment information is prepared on the same basis as that is used for the preparation of the Fund's financial statements.

Investments in quoted equities

Quest for Growth's quoted portfolio is 100% actively managed and does not follow any reference index or benchmark. Stock selection is based on fundamental analysis. Important investment criteria are: financial strength, growth prospects, market position, management strength and valuation. The preference lies in long-term investments in growth companies with an attractive valuation.

Most of the shares within the portfolio are in companies with a small or mid sized market capitalisation (small & mid caps). Quest for Growth believes it is very important to maintain personal contact with the management of these companies. In addition to mid caps, Quest for Growth may also invest in large companies to a certain degree, thus improving the liquidity of part of the portfolio.

Balanced diversification among the various industries is a goal. The portfolio is diversified but selective, with investments in 20 to 30 different companies. The holding in any individual company is in principle no more than 5% of the net asset value.

Investments in venture and growth capital

Quest for Growth is able, on a selective basis, to co-invest together with the venture capital funds of Capricorn Partners, which can result in Quest for Growth increasing its exposure to companies in which investments have already been made. This will usually be done in a later phase of the company's development. These kinds of investments are initially decided on by the board of directors of Quest for Growth.

To encourage investments in unquoted companies, since 2017 Quest for Growth has also been able to invest directly, without these investments constituting a co-investment. We refer to the Srategy chapter of this report on page 8.

For direct investments in unquoted companies, Quest for Growth will invest a maximum of 5% of the assets in a single company.

The aim with regard to unlisted equities is to create capital gains by means of takeovers by other market players or in the course of exit (i.e., disposing of the shares in the company) by means of an IPO on the stock market

Investments in venture and growth funds

Investments in unquoted equities will increasingly be made via venture and growth funds of Capricorn Partners, which is Quest for Growth's Management Company. Decisions on whether to undertake investments in these funds are taken by the board of directors of Quest for Growth. The aim is to acquire significant holdings in businesses via these funds, whereby the Management Company plays an active role on the board of directors and in supporting those businesses' management. This strategy is designed to ensure a higher influx of investment files and more thorough supervision of the investments in unlisted shares, with the ultimate aim of further improving Quest for Growth's future results.

As regards investments in third-party funds, a similar strategy has been pursued as for direct holdings in unquoted companies, but there will be no investments in new funds. Past obligations will be honoured.

The table below gives an overview of the assets per segment:

	Note	31 December 2022	31 December 2021
Investments in quoted equities	14	82,859,689	116,459,903
Investments in venture and growth capital	14	14,170,462	19,971,590
Investments in venture and growth funds	14	39,480,546	32,627,429
TOTAL		**136,510,697**	**169,058,922**

OVERZICHT VAN WINST OF VERLIES PER SEGMENT

In EUR	For the period ended Note	31 December 2022	31 December 2021
Net realised gains /(losses) on financial assets	7/10	573,633	12,888,490
Net unrealised gains/(losses) on financial assets	7/10	-25,573,059	11,742,064
Dividends income		1,984,901	1,549,620
Segment revenue from investments in quoted equities		**-23,014,525**	**26,180,174**
Net realised gains/(losses) on financial assets	7/10	5,899,538	6,715,788
Net unrealised gains/(losses) on financial assets	7/10	-5,769,784	867,425
Dividends income		0	-
Segment revenue from investments in venture and growth capital		**129,754**	**7,583,213**
Net realised gains /(losses) on financial assets	7/10	290,977	-762,648
Net unrealised gains /(losses) on financial assets	7/10	97,601	2,588,600
Dividends income		0	-
Segment revenue from investments in venture and growth funds		**388,577**	**1,825,952**
Net interest income / (charges)	11	-7,018	-14,121
Net realised foreign exchange gain/(loss)		8,637	-128,103
Net unrealised foreign exchange gain/(loss)		4,114	-11,340
Total income from investments		**-22,490,460**	**35,435,774**
Other operating income / (loss)		101,156	29,066
Total operating income		**-22,389,304**	**35,464,840**
Total operating costs		-2,103,487	-2,065,307
Profit from operating activities		**-24,492,791**	**33,399,533**
Net finance expense		-2,651	-5,658
Profit / (Loss) before income taxes		**-24,492,791**	**33,393,875**
Withholding tax expenses	12	-333,304	-252,870
Other incomes taxes	12	-219	-5
Profit / (Loss) for the period		**-24,828,966**	**33,140,999**

9. Earnings per share

	31 December 2022			31 December 2021		
	Ordinary shares	class A shares	class B shares	Ordinary shares	class A shares	class B shares
Average number of shares outstand-ing - basic and diluted	17,765,860	750	250	16,773,226	750	250
Profit / (Loss)	-24,827,569	-1,048	-349	33,139,023	1,482	494
Profit / (Loss) per share	-1.40	-1.40	-1.40	1.98	1.98	1.98

The holders of the different share classes have different rights to dividend payments and on liquidation of the company (see point 18 below)

10. Net gain from financial instruments at fair value through profit or loss

Net gain (loss) from financial instruments designated as at fair value through profit or loss	31 December 2022	31 December 2021
Shares (including venture capital funds)	-24,058,609	34,292,004
Debt securities	-422,486	6,439
Derivative financial instruments	0	-258,725

Net gain (loss) from financial instruments designated as at fair value through profit or loss	31 December 2022	31 December 2021
Realised	6,764,147	18,841,630
Unrealised	-31,245,241	15,198,088

The realised gain from financial instruments at fair value through profit or loss represents the difference between the carrying amount of a financial instrument at the beginning of the reporting period, or the transaction price if it was purchased in the current period, and its sale or settlement price.

The unrealised gain represents the difference between the carrying amount of a financial instrument at the beginning of the period, or the transaction price if it was purchased in the current reporting period, and its carrying amount at the end of the period.

11. Interest income (charges)

Interest income / (charges) on financial instruments not measured at fair value	31 December 2022	31 December 2021
Short term debt securities	0	139
Cash and cash equivalents	-7,018	-14,261

12. Income taxes

Other income taxes

Quest for Growth is structured as a private equity company and therefor enjoys considerable tax benefits. These benefits only apply if the investment rules are adhered to and:

- All the portfolio companies are subject to a normal taxation scheme;
- At least 80% of realised profits from the financial year are distributed as dividends (Quest for Growth's articles of association specify that it will distribute at least 90% of the realised profits) to the extent that the provisions of the CAC and of Article 35 of the Royal Decree of 10 July 2016 are met;
- Provided there are sums available for distribution.

Provided the private equity company adheres to these investment rules, the tax base is limited to disallowed expenses and 'abnormal or gratuitous benefits'.

Amendments of the corporate tax laws may have an important impact on the Company's results.

Withholding taxes

Dividend income from foreign companies received by the Company is subject to withholding tax imposed in country of origin. Based on double-taxation treaties between Belgium and the country of origin, sometimes part of the retained withholding taxes can be claimed back.

Dividend income from Belgian companies is subject to a withholding tax of 30%. The withholding tax paid cannot be claimed back. During the reporting period till 31 December 2022 € 146,255 (2021: € 79,416) was withheld on dividends from Belgian companies.

For the period to 31 December 2022, a sum of € 187,049 of non-deductible withholding tax was retained at source on dividends from foreign corporations. In the period to 31 December 2021, retentions of this kind amounted to € 173,454.

13. Classification of financial assets and financial liabilities

The table below sets out the classifications of the carrying amounts of the company's financial assets and financial liabilities into categories of financial instruments.

31 December 2022	Designed at fair value	Financial assets and liabilities at amortised cost	Total
Cash and cash equivalents		6,177,462	6,177,462
Short term debt securities			
Trade receivables		1,050,834	1,050,834
Dividends receivable		563,083	563,083
Financial assets			
Financial assets at FVTPL – equity securities	136,042,102		136,042,102
Financial assets at FVTPL – debt securities	468,595		468,595
Other current assets		7,210	7,210
Trade and other payables		-219	-219
Other liabilities		**-40,115**	**-40,115**
Total	**136,510,697**	**7,758,255**	**144,268,952**

31 December 2021	Designed at fair value	Financial assets and liabilities at amortised cost	Total
Cash and cash equivalents		9,313,614	9,313,614
Short term debt securities			
Trade receivables		910,459	910,459
Dividends receivable		450,277	450,277
Financial assets			
Financial assets at FVTPL – equity securities	168,509,906		168,509,906
Financial assets at FVTPL – debt securities	549,016		549,016
Other current assets		7,210	7,210
Trade and other payables		-3	-3
Other liabilities		**-40,112**	**-40,122**
Total	**169,058,922**	**10,461,455**	**179,700,367**

14. Financial assets and financial liabilities at fair value through profit or loss

Financial assets at fair value through profit or loss	31 December 2022	31 December 2021
Quoted equities	82,859,689	116,459,903
Venture and growth capital	13,701,862	19,422,573
Venture and growth funds	39,480,547	32,627,429
Debt securities	468,595	549,016
Derivative financial instruments	0	0
Total financial assets through profit or loss	**136,510,697**	**169,058,922**

Classification

The company classifies its investments in debt and equity securities, venture funds and derivatives as financial assets and liabilities at fair value through profit and loss, given that they are managed, and their performance is evaluated on the basis of fair value pursuant to a documented risk management or investment strategy, and information concerning the group is circulated internally on this basis to managers of the entity who hold key positions. Investments in equity instruments (including shares) are measured at fair value through profit or loss, since they are held for trading. Derivative financial instruments are measured at fair value through profit or loss pursuant to IFRS 9.

Financial assets or financial liabilities held for trading are those acquired or incurred principally for the purpose of selling or repurchasing in the near future or on initial recognition, they are part of a portfolio of identified financial instruments that the fund manages together and has a recent actual pattern of short-term profit taking. All derivatives and short positions are included in this category. No hedge accounting is done for hedging transactions.

15. Trade and other receivables

Trade and other receivables comprise:

	31 December 2022	31 December 2021
Claims pursuant to divestments (escrow-accounts)	1,050,834	910,459
Other	0	0
Total	**1,050,834**	**910,459**

16. Fees to the statutory auditor

The fee paid to PWC Bedrijfsrevisoren for performing the audit of the financial statements and for a limited review of the half-yearly figures amounted to € 38,500 (excluding VAT). An additional fee of € 32,000 (excluding VAT) was paid in 2022 in the connection with non-audit services.

17. Equity

	31 December 2022	31 December 2021
Authorised, issued and fully paid		
Ordinary shares	18,198,212	16,773,226
Class A shares	750	750
Class B shares	250	250
Subscribed capital	**€ 148,298,945**	**€ 139,749,029**
Cost of capital increase	€ 1,226,045	€ 1,119,393
Share capital after deduction cost of capital in-crease (IFRS)	**€ 147,072,900**	**€ 138,629,636**

Capital increase / optional dividend:

Quest for Growth paid a dividend of € 19,045,714.27 on 21 April 2022. This represented a gross dividend for the ordinary shares of € 1.02 per share (net: € 1.00 per share).

Shareholders were offered a choice between either:

(i) the contribution of their dividend rights to capital in exchange for new shares of the class “ordinary shares”,

(ii) the payment of the dividend rights in cash, or

(iii) a combination of the two preceding options.

The issue price for the holders of ordinary shares was € 6.00 per new ordinary share. The issue price for the holders of preference shares (A shares and B shares) was € 7.32 per new ordinary share, as they did not enjoy a discount. The number of dividend rights that had to be contributed to subscribe to one new ordinary share (the “exchange ratio”) was 6, i.e. 1 new ordinary share for 6 existing dividend rights.

For 45% of the dividend rights, shareholders opted to contribute their dividend rights to the capital in exchange for new shares of the ordinary share class. As a result, 1,424,986 new ordinary shares were issued, for a total amount of € 8,549,916.

The delivery of the new ordinary shares and their admission to trading on Euronext Brussels also took place on 21 April 2022.

The capital of Quest for Growth now amounts (after deducting the costs of the capital increase) to € 147,072,900 and is represented by 18,198,945 ordinary shares, 750 A shares and 250 B shares.

Each of these shares confers one voting right at the general meeting of the company.

18. Dividend

Quest for Growth has the structure of a privak, a public alternative investment company with fixed capital, and must comply with specific rules. Although Article 35 of the Royal Decree of 10 July 2016 stipulates that the privak must distribute at least 80% of the net income of the financial year, less the amounts corresponding to the net reduction of the investment institution's debts in the financial year, Quest for Growth's Articles of Association contain a provision according to which the company is obliged to distribute at least ninety per cent (90%) of its income, after deduction of salaries, commissions and expenses.

The General Meeting decides, on the proposal of the board of directors, on the allocation of the balance.

Dividend attributable to holders of different classes of shares

The holders of class A and class B shares of the Issuer receive a preference dividend. That preferred dividend is paid out of the part of the net profit that exceeds the amount necessary to pay out to all the shareholders a dividend equal to six per cent (6%) nominal calculated on basis of the capital and reserves as they are expressed on the balance sheet after appropriation of the net profit at the beginning of the accounting year to which the dividend relates. Of that surplus amount twenty per cent (20%) is paid out to holders of class A and class B shares of the Issuer as preference dividends. The remaining eighty per cent (80%) is distributed equally amongst all shareholders. Capital increases effectuated during the year are included in the calculation on a pro rata temporis base

Dividend distribution 2022 for the financial year 2021

In accordance with the aforementioned provisions on profit appropriation, as defined in the Royal Decree of 10 July 2016 on alternative undertakings for collective investment in unquoted companies and growth businesses ("Privak RD"), an additional amount of € 13,988,994 must be included in an unavailable reserve in respect of the 2021 financial year to bring it to a total amount of € 21,918,727 being the positive balance of fluctuations in the fair value of the assets.

On 31 March 2022, the Annual General Meeting of Shareholders approved the proposal of the Board of Directors to distribute the remaining distributable profit € 19,045,714.27 as a dividend. This amounted to a gross dividend for the ordinary shares of € 1.02 per share (net: € 1.00 per share).

The dividend was paid with ex-coupon date 5 April 2022. Shareholders were given the choice of taking the dividend in shares or in cash:

	Gross	Net	Total
Ordinary shares	€ 1.02	€ 1.00	€ 17,074,782.14
Shares class A/B	€ 1,970.93	€ 1,936.24	€ 1,970,932.12
			€ 19,045,714.27

Financial year 2022

Pursuant to Article 35 §2 2nd paragraph of the Royal Decree of 10 July 2016 relating to alternative undertakings for collective investment in unlisted companies and growth companies, the positive balance of fluctuations in the fair value of assets must be included in an unavailable reserve.

The unavailable reserves under Article 35 & 2 2nd paragraph amounted to € 21,918,726.91 after the result distribution for financial year 2021.

On 31 December 2022, the balance of fluctuations in the fair value of assets is - € 9,236,514. Consequently, the company will propose to withdraw the unavailable reserves.

19. Related parties and key contacts

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

(a) Management fee

The Company is managed by Capricorn Partners, an alternative investment fund manager incorporated in Belgium.

Under the terms of the management agreement dated 1 April 2017, whereby the Company appointed Capricorn Partners as Management Company of Quest for Growth, the Management Company's fee is set at 1% of the Company's share capital.

In 2021 Capricorn Partners received € 1,416,608
In 2022 Capricorn Partners received € 1,456,988

20. Subsequent events

The board of directors has no knowledge of events occurring after the balance sheet date that might have an effect on the result for the year.

21. Significant valuation rules

The Company's financial statements are prepared in accordance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and approved by the European Union.

The following valuation rules policies have been consistently applied to all periods presented in these financial statements.

21.1 Foreign currencies

Transactions in foreign currencies are recorded at the exchange rate valid on the date of the transaction. Monetary assets and liabilities in foreign currencies are converted at the closing rate on the balance sheet date. Profits and losses resulting from foreign currency transactions and the conversion of monetary assets and liabilities are recorded in the income statement.

21.2 Non-derivative financial instruments

The fund categorises non-derivative financial assets as follows: financial assets valued at fair value with changes in value being incorporated into profit or loss, and financial assets at amortised cost.

Realised profits or losses on investments are calculated as the difference between the sale price and the investment's carrying value at the time of the sale. All purchases and sales of financial assets according to standard market conventions are recognised on the transaction date.

Purchases and sales of financial assets according to standard market conventions are purchases and sales of an asset on the basis of a contract whose terms require delivery of the asset within the deadlines that are generally laid down or agreed on the relevant market.

First recognition of loans, receivables and issued debt instruments occurs on the date on which they are executed.

Financial assets measured at fair value with changes in value reflected in profit or loss

A financial asset is classified as measured at fair value through profit or loss, if it does not fall within the other categories (measured at amortised cost). Directly attributable transaction costs are accounted through profit or loss at the time they are incurred. Financial assets measured at fair value through profit or loss are measured at fair value; any changes including any interest or dividend proceeds are incorporated into profit or loss.

The shareholdings are classified as financial fixed assets measured at fair value through result. These holdings are equity instruments belonging to the fund's investment portfolio, including associated holdings.

The International Private Equity and Venture Capital Valuation Guidelines (IPEV Guidelines) are applied as explained below. In December 2018, a new version of these guidelines was published.

Determination of the fair value for investments in equity components

1. Investments in quoted companies

For investments that are actively traded on organised financial markets, fair value is determined on the basis of the closing price at the time the relevant market closed on the balance sheet date.

Discounts are not normally applied to stock market prices. However, in cases where the liquidity of a share is restricted or if the market price is not representative, account is taken thereof in determining the value.

The following discounts are applied where appropriate. They can be modified if circumstances clearly dictate they should be.

- Contractual limitations or other legally enforceable restrictions on sale such as a lock-up agreement: for investments in quoted companies subject to contractual arrangements prohibiting sale of those shares before the expiry of a given period ("lock-up agreement"), a discount of 1.5% is applied for each lock-up month still to run under the lock-up agreement, capped at 25%. No distinction is drawn between so called hard and soft lock-ups.

- Limited liquidity owing to limited trading in the share: if the share is not regularly traded (e.g. not daily), a liquidity discount may be applied. If a share's negotiability is limited (it is not traded in daily) and where there are particular movements in the price prior to the reporting date, the option can also be taken to apply an average price over a recent period as a measurement yardstick.

- If more than one of the above discounts applies, application is made of the highest applicable at that time.

2. Investments in unquoted companies

In accordance with IFRS 13, the fair value is determined as the amount for which an asset can be traded between well informed, independent parties prepared to enter into a transaction. In the absence of an active market for a financial instrument, use is made of valuation models. Valuation methods are applied consistently from one period to another unless change would result in a better estimation of fair value.

Valuation methods

a. Multiples Method

This method is used for investments in an established company with a significant, identifiable or regular stream of turnover or profits that can be regarded as sustainable. When assessing the sustainability of the turnover or profits, the company's results for at least one audited financial year must be available for examination together with the forecasted results outlook of the company.

In order to determine the fair value of an investment, a reasonable and comparable multiple (bearing in mind the company's risk profile and profit-growth prospects) is applied to the sustainable turnover or profits of the company to be valued.

The following multiples are preferred:

- EV/turnover (enterprise value/turnover) for companies with a sustainable turnover flow

- EV/EBITDA (enterprise value/earnings before interest, taxes, depreciation and amortisation) for companies with a sustainable EBITDA flow

The valuation is done on the basis of the most recent available figures over 12 months, either of the last four quarters or of the last financial year.

The multiple is determined based on the median for comparable quoted companies (the 'peer group'). The peer group is composed on the basis of criteria such as: comparable activities or sector, size, geographical spread. The peer group will preferably encompass a minimum of three and a maximum of around ten companies. The market source used for determining the multiples is Factset.

The market-based multiple of the peer group of quoted companies is then adjusted for points of differences between the peer group and the company to be valued ('discount' or 'premium'). In this regard, account is taken of the difference in liquidity of the valued shares to be valued compared to that of quoted equities. Other grounds for correcting multiples might be: scope; growth; diversity; nature of activities; differences between markets; competitive positioning; performance of the company; recent transactions in which comparable companies have been sold or financed; exceptional or one-off items and anticipated drops in results.

b. Scenario analysis

The scenario analysis method is used when the company has no or no recurring, constant sales or profits yet, which is often the case for seed, start-up and early-stage companies. The scenario analysis can also be used in exceptional circumstances for companies that meet the criteria for applying the multiples method, but where applying such multiples method would result in a valuation that does not reflect the fair market value of the investment.

It consists of a forward-looking method that takes into account a number of possible future scenarios, being the probability-weighted expected return method (PWERM - probability-weighted expected return method). Valuations are determined by applying a correction factor to the most recent transaction price based on key performance indicators (KPI). This correction factor is calculated by assigning probability percentages to a number of different possible future scenarios: (a) a successful exit, (b) an upward revaluation, (c) an unchanged valuation (equal to the recent transaction price), (d) a downward revaluation and (e) a total depreciation (lost investment).

c. Specific considerations

Irrespective of the multiples or scenario analysis-based method used for the valuation, specific consideration should always be given to the following factors which may have an impact on the valuation of the portfolio company:

- Any surplus assets or excess liabilities and other contingencies of the company.

- Bridge financing, such as granting loans to an investee company pending on a new round of equity financing) should be taken into account as follows: In case of an initial investment, where the AIF holds no other investment in the portfolio company, the bridge loan should be valued in isolation. If it is expected that the financing will occur in due course and that the bridge loan is merely ensuring that funds are made available early, cost may be the best indicator of fair value, unless market or company specific conditions exist, which could indicate that fair value differ from cost. If the bridge financing is provided to an existing investee company in anticipation of a follow-on investment, the bridge finance should be included, together with the original investment, as a part of the overall package of investment being valued to the extent a market participant would be expected to combine the overall investment.

- Other debt investments such as (convertible) loans etc. are valued at the price at which the debt investment was made or the loan was issued. At subsequent valuation dates, any indications of changes in credit risk that may affect fair value should be taken into account.

- Other rights such as conversion rights and ratchets may affect the fair value, and a separate assessment is done in order to establish the probability of them being exercised and the impact that this could have on the fair value of the investment.

- Differences in the allocation of earnings or exit proceeds, such as liquidation preferences must be assessed and taken into account in order to determine their impact on the valuation of the investment:

    - Multiples method: the calculated equity of the company must be integrated into the waterfall to obtain the fair value of the investment

    - Scenario analysis: liquidation preferences must be taken into account in specifically defined situations

- Any instrument that may have a dilutive effect on the fund’s investment must be considered so as to split the net equity value appropriately among the different securities and financial instruments.

- Non-binding indicative offers, or term sheets are not accepted as such on a stand-alone basis for valuation but need to be assessed with a probability score of realization.

- If a transaction upon which the valuation is based (e.g. SPA or “signed purchase agreement”) has been executed but has not yet been closed, a closing discount can be applied to the valuation to factor in the risk that closing might not be achieved.

- Positions in options and warrants must be valued separately from the underlying investments considering the exercise period and the strike price of the option or warrant versus the actual fair value of the underlying asset.

- For receivables placed in an escrow account (in general a deferred payment of part of a sales price linked to representations & warranties), a standard discount of 10% is applied.

- Any internal matters such as fraud, commercial disputes, litigation, changes in management or strategy may obviously affect the fair value as well.

- At the measurement date, all available information is considered to determine the fair value of the investment. Post balance sheet events that occur between the end of the reporting period and the date that the financial statements are authorized for issue, will be analyzed and depending on the nature of the event, the fair value of the investment can be adjusted.

d. *Investments in funds not managed by Capricorn Partners*

For funds that are not managed by Capricorn Partners, the fund's fair value is in principle derived from the reported fund's net asset value. However, it may be necessary to adjust that value based on the best available information at the measurement date.

Factors that might give rise to an adjustment include: a timing difference against the reporting date, major valuation differences in the underlying shareholdings and any other factor likely to affect the value of the fund. Hence, a better estimation of the fair value of the fund may be obtained by determining the individual valuations of the underlying shareholdings.

e. *Receivables of sold investments linked to milestones*

Receivables stemming from the sale of investments that are linked to uncertain future results (milestone payments based on sales or EBITDA figures or on other key performance indicators) are separately valued but attract a discount that is dependent on the probability of these results-bound payments/claims being realised. To this end, probabilities of success that are generally accepted in the sector are used for a separate valuation.

Financial assets measured at amortised cost

Financial assets measured at amortised cost are classified in the business model that is based on the acquisition or holding of financial instruments to collect the contractual cash flows and pass the SPPI (solely payment of principal and interest) test. At initial recognition, these assets are measured at fair value plus any directly attributable transaction costs. These financial assets are subsequently measured at amortised cost, minus any impairments calculated on the basis of forecast credit losses pursuant to IFRS 9.

Non-derivative financial obligations

On first recognition, non-derivative financial obligations are measured at fair value plus any directly attributable transaction costs. After first recognition, these obligations are measured at amortised cost using the effective-interest method.

Criteria for writing off financial assets and debts

Financial assets and debts are written off when the contractual rights attaching to them are no longer controlled. This arises when financial assets and debts are sold or the cash flows attributable to the assets and debts are assigned to an independent third party.

21.3 Derivative financial instruments

Derivative financial instruments are measured at fair value on first recognition; any directly attributable transaction costs are accounted through profit or loss at the time they are incurred. After first recognition, derivative financial instruments are measured at fair value. Changes in fair value are recognised in the income statement. No hedge accounting is done for hedging transactions.

21.4 Income tax

As a matter of principle, Quest for Growth is subject to Belgian corporation tax at the standard rate of 25%. However, its tax base is determined on a notional basis in the sense that it comprises only the total abnormal and gratuitous benefits it receives and disallowed expenses incurred other than impairment and capital losses on shares.

Application of this favourable tax regime is dependent on Quest for Growth's qualifying as a public PRIVAK/PRICAF. This means that, should the company forfeit that status (e.g. as the result of breaches of regulatory provisions imposed as a consequence of the status, such as permitted investments and the investment policy that is pursued), said favourable corporation tax regime will no longer apply to it.

Received income is in principle exempt from Belgian withholding tax except for Belgian-source dividends and compounded interest on loans and zero-coupon bonds. Belgian-source dividends remain subject to Belgian withholding tax at 30% unless Quest for Growth has held a holding representing at least 10% of the capital of the relevant Belgian company for one year or more. Any Belgian withholding tax retained at source on dividends received by Quest for Growth cannot be offset against its corporation tax liability and any excess is not refundable.

Moreover, it must be noted that certain foreign income received by Quest for Growth may be subject to local (foreign) withholding taxes. The company receives the relevant income after deduction or retention of the relevant local withholding tax and, in principle, cannot offset it against its Belgian corporation tax charge or otherwise recover it in Belgium in any other manner.

21.5 Other levies

Quest for Growth is a collective investment undertaking and therefore subject to the annual tax on those bodies. The rate of this tax is 0.0925% and is the tax charged on the total net assets on 31 December of the preceding year.

21.6 Provisions

Provisions are constituted where the company has engaged commitments (enforceable in law or de facto) as a result of previous events, where it is probable that fulfilment of those obligations will require an outflow of resources and where a reliable estimate can be made of the scope of those obligations. Provisions are determined by placing a net present value on anticipated future cash flows on the basis of a discount rate before tax that is a reflection of the current market assessments of the time value of money and of the specific risks relative to the obligation. The grossing-up of provisions is accounted as a finance charge. If the company expects to be remunerated for a provision, the repayment is not booked as an asset until such time as repayment is virtually certain.

21.7 Recognition of earnings

Interest earnings are booked as earnings according to the effective-interest method as set out in IFRS 9.

Earnings and expenditure are presented on a net basis for profits and losses on financial instruments and for exchange rate profits and losses.

Declared didividends are recorded as earnings:

(1) for listed shares: at the time the share is listed ex-coupon

(2) for unlisted shares: at the time that the shareholders in general meeting approve the dividend

21.8 Share capital

Costs directly attributable to an issuance of ordinary stock after deduction of any tax effects are deducted from equity.

Dividends proposed by the board of directors after year-end are not booked as a debt in the financial statements until approved by the shareholders in annual general meeting.

21.9 Profit per share

Quest for Growth calculates both the ordinary and the diluted profit per share in accordance with IAS 33. The ordinary profit per share is calculated on the basis of the weighted average number of outstanding ordinary shares during the period. The diluted profit per share is calculated according to the average number of outstanding shares during the period, taking into account the dilutive effect of subscription rights to shares in circulation. There are currently no subscription rights to shares in circulation.

22. Newly applied standards

There are no IFRS standards, amendments or interpretations, first effective for the fiscal year beginning January 1, 2022, that had a material impact on Quest for Growth's 2022 accounts.

Royal decree of 10 July 2016

Compulsory disclosures under the Royal Decree of 10 July 2016 on alternative funds for collective investment in unquoted companies and growth undertakings

- The statutory debt ratio of the privak may not exceed 10% of the statutory assets.
- Quest for Growth's statutory debt ratio is 0.03%.
- The total debt burden of the privak's statutory debt ratio multiplied by the total uncalled amounts upon acquisition by the privak of financial instruments that are not fully paid up may not exceed 35% of the privak's statutory assets.

The total debt burden of Quest for Growth multiplied by the total uncalled amount upon acquisition by the privak's financial instruments that are not fully paid up amounts to 18.10%.

- A detailed list of the transactions in quoted companies that have been carried out over the past financial year may be inspected free of charge at the company's registered office.
- The Royal Decree of 10 July 2016 requires that more detailed information on transactions closed during the reporting period be published for investments in unquoted companies. Sometimes however it is not possible to release detailed information about these transactions because releasing them could jeopardise the finanical position of portfolio companies. See the section concerning compulsory disclosures (above).
- Portfolio composition, distribution per sector, per country and per currency and sector performance are detailed on the pages 14, 15 and 16 of the annual report preceding these financial statements.
- According to Article 35 §2 2nd paragraph of the Royal Decree of 10 July 2016 on alternative undertakings for collective investment in unlisted companies and growth companies, the positive balance of fluctuations in the fair value of assets should be included in an unavailable reserve. The unavailable reserves under Article 35 & 2 2nd paragraph amounted to € 21,918,726.91 after the distribution of results for the 2021 financial year.

As at 31 December 2022, the balance of fluctuations in the fair value of assets is - € 9,236,514. Consequently, the company will propose to withdraw the unavailable reserves.

Compulsory disclosures required by the Royal Decree of 10 July 2016 on public privaks

The Royal Decree of 10 July 2016 on public privaks sets down additional obligations regarding the provision of information in the company's annual report. Article 11§1 of that Royal Decree has already been discussed above in the 'Corporate Governance Statement'.

Fees, commissions and costs (articles 10§2 and 10§3 of the Royal Decree)

We refer to the Remuneration Report with regard to the obligations of article 10§2.

During the financial year, there were no transactions relating to the instruments and rights listed below and therefore the company did not pay any related commissions, duties or costs:

- financial instruments issued (a) by the Management Company or the custodian, or (b) by a company with which the privak, the Management Company, the custodian or directors, executive officers or persons charged with the daily management of the privak, or the Management Company is related;
- participatory rights in any other institution for collective investment that is managed directly or indirectly by the Management Company or other persons falling within the immediately foregoing clause.

Limitations exceeded (articles 23, 24 and 30 of the Royal Decree)

On 31 December 2022 the company was in compliance with article 18§3 of the Royal Decree and the corresponding provisions of its articles of assocation.

During articles 23, 24 and 30 of the Royal Decree did not apply to the company.

Investments (annex B to the Royal Decree of 10 July 2016)

This report contains further information about the transactions that were carried out during the past financial year by the privak, including inter alia a list of investment transactions that were carried out during the relevant financial year with mention, for each transaction, of the acquisition value, the valuation value and the category of investments in which they were allocated.

The tables below provide an overview of the acquisition value, the valuation of the investments and the category of investments to which they belong and a list of the investment transactions for venture & growth capital and venture & growth funds.

QUOTED EQUITIES	ACQUISITION VALUE	VALUATION
ABO WIND	1,240,447	4,510,395
B&C SPEAKERS	2,141,445	2,079,050
CEWE STIFTUNG	6,230,345	5,791,667
DATRON	1,552,300	1,273,300
EQUASENS	4,891,403	5,029,551
EVS	2,778,065	2,973,158
FRX INNOVATION	2,056,495	88,611
GURIT	2,769,454	1,843,506
JENSEN GROUP	5,917,479	4,051,215
KERRY GROUP	4,306,054	3,495,960
LEM HOLDING	1,873,451	2,634,431
MAYR-MELNHOF KARTON	3,597,689	3,402,000
MELEXIS	4,508,646	4,154,409
NEDAP	4,212,655	5,123,140
NEXUS	2,977,921	3,314,576
ROCHE	5,936,001	4,867,726
SAP	3,794,627	3,007,368
STEICO	4,211,584	2,732,819
STRATEC	2,894,227	2,433,243
THERMADOR	3,442,052	3,055,273
TKH GROUP	6,282,796	4,963,461
TUBIZE	4,330,980	4,572,831
UMICORE	2,991,219	2,574,000
WOLTERS KLUWER	5.152.169	4.888.000

VENTURE & GROWTH CAPITAL	ACQUISITION VALUE	VALUATION
SHARES		
DMC	1,513,685	1,612,601
ECLECTICIQ	2,500,000	2,557,961
FINQUEST	1,906,033	1,875,117
FRUITCORE ROBOTICS	2,000,327	2,000,327
NGDATA	1,615,594	959,758
QPINCH	1,899,998	2,137,498
REIN4CED	2,422,385	1,378,020
SENSOLUS	755,828	1,180,553
LOAN NOTES / COMMERCIAL PAPER		
PROLUPIN	888.571	468.595

VENTURE & GROWTH FUNDS	ACQUISITION VALUE	VALUATION
CAPRICORN CLEANTECH FUND	2,758,750	886,415
CAPRICORN DIGITAL GROWTH FUND	8,000,000	6,970,305
CAPRICORN FUSION CHINA FUND	3,176,250	2,615,454
CAPRICORN HEALTH-TECH FUND	2,605,073	11,041,232
CAPRICORN ICT ARKIV	1,288,000	5,029,841
CAPRICORN SUSTAINABLE CHEMISTRY FUND	13,000,000	12,090,332
CARLYLE EUROPE TECHNOLOGY PARTNERS II	12,383	86,891
LIFE SCIENCES PARTNERS III	11,467	138,309
LIFE SCIENCES PARTNERS IV	16.940	621.767

For the investments in quoted equities, the detailed list of transactions carried out during the previous financial year can be consulted free of charge at the company's registered office.

List of transactions for venture & growth capital and venture & growth funds:

VENTURE & GROWTH CAPITAL	TRANSACTIONS
SHARES	
DMC	0
ECLECTICIQ	500,000
FINQUEST	1,767,097
FRUITCORE ROBOTICS	2,000,327
NGDATA	185,500
QPINCH	0
REIN4CED	0
SENSOLUS	104,999
LOAN NOTES / CP	
PROLUPIN	888,571

VENTURE & GROWTH FUNDS	TRANSACTIONS
CAPRICORN CLEANTECH FUND	-375,000
CAPRICORN DIGITAL GROWTH FUND	4,250,000
CAPRICORN FUSION CHINA FUND	1,282,500
CAPRICORN ICT ARKIV	575,000
CAPRICORN SUSTAINABLE CHEMISTRY FUND	1,000,000
LIFE SCIENCES PARTNERS III	-159,691
LIFE SCIENCES PARTNERS IV	-82,234

Investments and securities representing more than 5% of the assets and other obligations (annex B to the Royal Decree of 10 July)

During the financial year the company did not have investments representing more than 5% of the assets, with the exception of the investments related to the venture capital funds controlled by the Management Company explained below:

	% NAV	Called capital	Uncalled capital	% Uncalled capital	Final closing date	End of investment period	Remaining term (in years)	Number of portfolio companies
Capricorn Health-tech Fund	7.65%	13,950,000	1,050,000	7%	22/10/2010	18/12/2015	2	3
Capricorn Sustainable Chemistry Fund	8.38%	15,000,000	5,000,000	25%	14/12/2018	14/12/2023	5	10

(*) see page 41 and further "investments in venture and growth funds"

The company has no outstanding guarantees or securities.

Notes to the overall policy guidelines in companies where the privak/pricaf or its representatives are represented in the governing bodies (Annex B to the Royal Decree of 10 July 2016)

Quest for Growth is represented directly in the governing bodies of the venture capital funds that are managed by the Management Company, and indirectly via the representative of the Management Company in the governing bodies of almost all unquoted companies that constitute a co-investment with a venture capital fund of Capricorn Partners and of one direct investment of Quest for Growth.

Representatives who exercise a governing mandate are required to follow the lines of conduct set out in the Code of Conduct for Quest for Growth directors and, if applicable, in the Code of Conduct of the Management Company. All parties concerned are required to abide strictly by the conditions and provisions of the Management agreement.

During the financial year under review, the privak/pricaf and its representatives did not apply Articles 7:96 and 7:97 of the Code of Companies and Associations in companies where the privak or its representatives are represented in the governing bodies.

Other compulsory disclosures

Other compulsory disclosures are spread throughout this report, where necessary with a reference to the relevant provision of said Royal Decree of 10 July 2016.

10. GENERAL INFORMATION

GENERAL INFORMATION ABOUT THE COMPANY

Name, legal form and legal entities register

The company's registered office is situated at Lei 19, box 3, B-3000 Leuven. The company is registered in Belgium under the legal entities register in Leuven, with company registration number 0463.541.422.

Formation, changes to the Articles of Association, duration

The company was established for an indefinite period in the form of a public limited company (NV/SA) on 9 June 1998.

Financial year and audit

The Company's financial year begins on January 1st and ends on December 31st. The annual accounts are audited by PwC Bedrijfsrevisoren LTD, represented by Mr Gregory Joos, Culliganlaan 5, 1831 Machelen.

Where information is available for inspection

Quest for Growth's articles of association are available for inspection at the registry of Leuven Commercial Court. The company's financial statements are filed with the National Bank of Belgium. These documents, together with the annual, semi-annual and quarterly reports and all other public information intended for shareholders, are published on the website of the Company: and may also be obtained from the company's registered office.

The annual report, together with the financial statements, are sent to the registered shareholders and to all other parties so requesting.

Company objectives

The privak aims to invest collectively by means of financing from the public in accordance with the Royal Decree of 10 July 2016 on alternative undertakings for collective investment in unlisted companies and in growth companies. Its investment policy will be guided by the provisions of the aforementioned Royal Decree and the provisions of its Articles of Association and the prospectus issued in connection with the public issue of shares.

The privak shall focus its investment policy on investment in growth industries in various sectors of the economy, including but not limited to the sectors of medicine and health, biotechnology, information technology, renewable energy and new materials.

Furthermore, the company may incidentally keep liquid funds in the form of savings accounts, investments at notice or short term investment certificates. From the second year of operations onwards, such liquid funds shall in principle be limited to ten per cent (10%) of the assets unless a special decision by the board of directors temporarily authorises a higher percentage.

General meeting

The general meeting shall be held on the last Thursday of March at 11am. Where that date falls on a public holiday, the meeting shall take place on the next working day. The AGM for the accounting year starting 1 January 2023 and ending 31 December 2023 will take place on 28 March 2024.

Board of directors	**Mr Antoon De Proft**, chairman and independent director
	Mr Michel Akkermans, director
	Mr René Avonts, director
	Mr Philippe de Vicq de Cumptich, director and executive officer
	Mr Jos Clijsters, director
	Dr. Jos B. Peeters, director
	Ms Liesbet Peeters, director
	Prof. Regine Slagmulder, independent director
	Mr Paul Van Dun, independent director
	Ms Brigitte de Vet-Veithen, independent director
Audit committee	**Prof. Regine Slagmulder,** chairman
	Mr René Avonts
	Mr Paul Van Dun
Executive officers	**Mr Philippe de Vicq de Cumptich**, director
	Ms Sabine Vermassen, member of the executive committee of Capricorn Partners
Management company	Capricorn Partners NV, Lei 19 box 1, B-3000 Leuven
Statutory auditor	PwC Bedrijfsrevisoren LTD, represented by Mr Gregory Joos, Culliganlaan 5, 1831 Machelen
Depository bank	BELFIUS BANK BELGIË, Pachecolaan 44, B-1000 Brussels
Incorporation	9 June 1998
Official listing	23 September 1998 on Euronext Brussel
Security number	ISIN: BE0003730448
Stock price	Bloomberg: QFG BB Equity
	Reuters: QUFG.BR
	Telekurs: 950524
Company reports	quarterly, the next quarterly report will be published on 27 April 2023
Estimated net asset value	published every first Thursday of the month on the website www.questforgrowth.com

Closed-end private equity funds, submitted to the Royal Decree of 10 July 2016 on alternative institutions for collective investment in unquoted and growth companies, are an investment instrument designed to offer individual investors a suitable framework in which to invest in unquoted and growth undertakings.

The privak is under the supervision of the Financial Services and Market Authority (FSMA) and is subject to specific investment rules and obligations as regards the distribution of dividends.

Investment rules

- 25% or more of the portfolio must be invested in unquoted companies;
- 70% or more of the portfolio (qualified investments) must be invested in
  - unquoted companies;
  - quoted growth companies with a market capitalisation of less than 1.5 billion euros;
  - other alternative investment funds with an investment policy similar to that of the private equity fund.

A private equity fund may not invest more than 20% of its portfolio in a single undertaking.

Tax treatment of a public privak/pricaf

As a public privak/pricaf, Quest for Growth NV falls under the special corporation tax rules in section 185bis of the Income Tax Code 1992, which restrict the tax base of public privaks/pricafs to abnormal and gratuitous benefits that they receive and non-deductible expenditure (except for write-downs and impairment on shares).

Tax liability in the hands of Belgian individuals and bodies subject to legal entities tax

Dividend distributions

There is no withholding tax charge on that portion of a dividend derived from capital gains realised by a privak/pricaf on shares. The remaining portion of the dividend attracts a withholding tax charge at a rate of 30%. The charge to withholding tax and the exemption therefrom are both final in terms of ultimate liability.

Capital gains on shares realised by Belgian individuals

Private individuals not investing in the course of their business in principle pay no tax on any capital gain realised by them when selling their units in a privak/pricaf.

There is an exception to this rule under section 19bis Income Tax Code 1992, which imposes a tax charge on the privak/pricaf's interest component in the case of a purchase of own shares, liquidation or transfer for valuable consideration of units in a public privak/pricaf in the name of individual investors (referred to as the "savings levy"). The ambit of section 19bis was amended by section 101 of the "Programme Law" of 25 December 2017. For participatory rights acquired on or after 1 January 2018, section 19bis applies to collective investment undertakings investing 10% or more in debt claims and/or certificates of debt. The threshold was previously 25%.

However, section 19bis does not apply if the CIU's units qualify as distribution units within the meaning of section 19bis (1), second and third paragraphs. Quest for growth NV his applied to the Rulings Commission for an advance decision confirming that section 19bis of the Income Tax Code 1992 does not apply.

Despite the fact that the distribution requirement laid down in Quest for Growth NV's articles of association is limited to 90% of the realised net income it receives, Quest for Growth NV's application cites a prior decision in which it was confirmed that the exception for Quest for Growth shares applies on condition that an annual amount equal to the "Belgian TIS" (i.e. the interest component) is distributed to the shareholders as a dividend.

In the prior decision confirming the inapplicability of section 19bis Income Tax Code 1992, Quest for Growth NV commits itself:

1) to annually pay out a sum at least equal to the Belgian TIS to the extent permitted by the rules applying to it; and

2) in each case, to verify that, insofar as permitted by the rules to which it is subject, a sum equal to the Belgian TIS is distributed and that the portion of distributed dividend on which withholding tax is deducted at source is greater than the amount of Belgian TIS per share; and

3) to expressly incorporate said commitments in the next (half-yearly and annual) reports issued by Quest for Growth NV.

Should an amount equal the Belgian TIS not be distributed, or not be fully distributed, in a given year, for instance due to the legal prohibition constituted by section 35 of the Royal Decree of 10 July 2016 read in conjunction with sections 617 et seq. of the Companies Code (i.e. the proscription against distributing unrealised income), Quest for Growth NV is asking the Rulings Commission to confirm that this means that section 19bis still needs to apply. In that event, in a later financial year (n+1, n+2, etc.), Quest for Growth NV will (provided circumstances allow) pay the relevant amount of TIS booked in year n over and above the TIS for that same later year to the extent that that sum could not be paid at the time of closing the accounts for the yea.

Capital gains on shares realised by Belgian legal persons subject to legal entities tax

Legal persons subject to legal entities tax are, as a rule, not taxed on the capital gains they realised when selling their units in a privak/pricaf.

Liquidation surplus and profits on surrender

A public privak/pricaf qualifies as an investment company and for tax treatment that differs from the general rules under the ordinary law and therefore, in principle, no withholding tax is due on income realised further to redemptions of own shares by the public privak/pricaf or further to the entire or partial distribution of its equity.

There is a exemption to this for Belgian nationals (natural persons) in that article 19bis Income Tax Code 1992 may fall to be applied. As mentioned above, Quest for Growth NV has applied to the Rulings Commission for an advance decision to confirm that section 19bis does not apply to share redemptions by Quest for Growth NV, entire or partial distribution of its equity or transfers for valuable consideration of units in Quest for Growth NV.

Tax treatment in the hands of Belgian investors subject to corporation tax

Dividend distributions

No withholding tax is retained on the portion of a dividend deriving from capital gains realised by a privak/pricaf on shares. The remainder of the dividend is in principle subject to withholding tax at the rate of 30%.

Distributed dividends qualify for deduction as definitively taxed income (DBI/RDT). Neither the participation threshold not the minimum holding period apply for that deduction. Moreover, the holding in the privak/pricaf need not necessarily be booked as a financial asset in order to qualify for the DBI/RDT deduction.

Dividends distributed by a privak/pricaf only qualify for the DBI/RDT deduction to the extent that they derive from dividends or capital gains relative to shares that are not excluded from the DBI/RDT deduction on the basis of the “taxation condition” set down in section 203 of the Income Tax Code 1992. Income from dividends that do not accord a right to the DBI/RDT deduction or that bear no relationship to capital gains on shares that are eligible for exemption are subject to corporation tax at the standard rate of 29.58% or the rate of 20.4% (the latter only applying to small companies under certain conditions and limited to the first slice of € 100,000). From financial year 2020, the standard rate falls to 25%. The reduced rate of 20.4% falls to 20% from financial year 2020.

Capital gains on shares

Capital gains realised on units in a privak/pricaf in principle attract corporation tax in the hands of Belgian corporate investors at the standard rate of 29.58% (25% from financial year 2020), or 20.40% (20% from financial year 2020) for small companies (see above). As a rule, impairment (or write-downs) on units in a privak/pricaf are non-deductible.

FINANCIAL CALENDAR

Shareholders' meetings	Annual General Meeting	Thursday 30 March 2023 at 11 uur
	Annual General Meeting	Thursday 28 March 2024 at 11 uur
Public announcements	Results FY 2022	Thursday 26 January 2023 at 17h40
	Results Q1	Thursday 27 April 2023 at 17h40
	Results H1	Thursday 27 July 2023 at 17h40
	Results Q3	Thursday 26 October 2023 at 17h40
	Results FY 2023	Thursday 25 January 2024 at 17h40
Analyst meetings Press conferences	Results FY 2022	Friday 27 January 2023 at 11h00
	Results H1	Friday 28 July 2023 at 11h00
	Results FY 2023	Friday 26 January 2024 at 11h00

Publication of the Net Asset Value at 17h40

	2023											
NAV	31 Jan	28 Feb	31 Mar	30 Apr	31 May	30 Jun	31 Jul	31 Aug	30 Sep	31 Oct	30 Nov	31 Dec
QfG Website	Thu 2 Feb	Thu 2 Mar	Thu 6 Apr	Thu 4 May	Thu 8 Jun	Thu 6 Jul	Thu 3 Aug	Thu 7 Sep	Thu 5 Oct	Thu 9 Nov	Thu 7 Dec	Thu 4 Jan

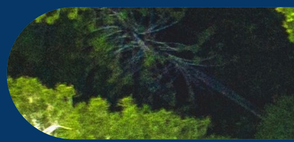
Under the Royal Decree of 14 November 2007 on the obligations of issuers of financial instruments admitted to trading on a regulated market, Quest for Growth is required to make its annual management report public. The annual financial report comprises the audited financial statements, the annual report, the management responsibility statement and the statutory auditor's signed report.

In accordance with Articles 3:10 and 3:12 of the Code of Companies and Associations, the full version of the annual financial statements has been filed with the National Bank of Belgium together with the management report by the board of directors and the statutory auditor's report.

The statutory auditor has issued an unqualified opinion on the annual financial statements.

You can find the annual report, the full version of the annual financial statements and the statutory auditor's report on those financial statements on the website at www.questforgrowth.com and you can obtain copies free of charge on request at the following address:

Quest for Growth NV
Lei 19 box 3, B-3000 Leuven, Belgium
Telephone: +32 (0)16 28 41 28
Fax: +32 (0)16 28 41 29
E-mail: quest@questforgrowth.com



QUEST FOR GROWTH NV
Privak/pricaf, pubic alternative investment fund (AIF) with fixed capital under Belgian law

Lei 19 box 3 - B-3000 Leuven
+32 (0) 16 28 41 00
quest@questforgrowth.com
www.questforgrowth.com