Annual report 2017-2018

Building leading companies.

Gimv

Annual report 2017-2018

Contents

1 Ambition and focus on growth give strong year

Dear Shareholders,

2017-2018 was a strong year for our investment company. In an economy that is regaining momentum and a highly competitive market, we invested a record amount of Gimv's equity, not least thanks to the continued enthusiasm of the teams of both Gimv and the portfolio companies.

Strong results in an economy regaining momentum

The economy moved up a gear in the past year, thanks to additional stimulus from the monetary authorities and after a very long period of recession and hesitant recovery. The subsequent corporate investments and job creation increased consumer confidence.

At the same time our ambitious teams - at Gimv and in our portfolio companies - did their utmost to translate our shared focus on growth into strong results. Thanks to their efforts, sales and operating cash flow of our overall portfolio grew by a good 10%.

An eye for growth potential

Our portfolio companies continue to present strategic interest to potential buyers, making them strong potential sources of profit for Gimv. For example, after successful journeys with Gimv, growth companies like Luciad, Brakel, Almaviva Santé and Mackevision today find themselves parts of larger companies, where they can continue to excel. These exits in turn produced attractive capital gains for Gimv.

Gimv invested a record EUR 246 million of equity in the past financial year. This took place in a highly competitive market, where - based on our specialization and experience - we were searching more than ever for growth potential and investment opportunities. New and promising companies were added to the portfolio: Cegeka (Smart Industries in Belgium), Stiplastics Healthcaring (Health & Care in France), WEMAS (Sustainable Cities in Germany) or Snack Connection (Connected Consumer in the Netherlands), to mention just a few.

"Our teams and shareholdings translated growth ambitions into strong results."

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Koen Dejonckheere
CEO

Hilde Laga
Chairman

Portfolio well positioned for the future

A sharper focus on our platform-based ambitions (i.e. growth in the selected sectors of Connected Consumer, Health & Care, Smart Industries and Sustainable Cities) puts our young portfolio of 54 growth companies in pole position for the future. Driven, dynamic teams, both at Gimv and at the shareholdings, are working hard to realize these ambitions.

Investing in autonomous growth is a key priority here, in combination with buy-and-build strategies through additional acquisitions and a continued commitment to innovation and digital trends. **Building Leading Companies.**

Further expansion of talented teams

During the year, Gimv continued to expand the teams in its four offices in Paris, Munich, The Hague and Antwerp. We attracted new talents with an international mind-set, and also took a close look at our overall cost and management structure.

It is therefore with confidence in our future that we will again be paying you a significant cash dividend of EUR 2.50 per share. Over the past years we have paid out approximately half our net profit, as dividend, leaving funds available to finance the further growth of Gimv itself.

On behalf of our board of directors, we wish to thank the many thousands of employees at Gimv and at our portfolio companies for their ambitious commitment and trust in our company.

Hilde Laga, Chairman,
and Koen Dejonckheere, CEO

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2 Results & key figures

Strong portfolio return gives annual result of EUR 107 million

Thanks to a number of successful divestments and the growth of the portfolio companies, the portfolio result amounts to EUR 150.4 million (giving a portfolio return of 15.6%), of which EUR 137.7 million realised and EUR 12.7 million unrealised. This portfolio return is above the long-term target of 15% for the fourth consecutive year. On the platform portfolio, the return was no less than 19.1%.

The realised portfolio result consists of the realised net capital gains plus interest and dividends received from portfolio companies. Realised net capital gains during FY 2017-2018 amounted to EUR 113.4 million (2016-2017: EUR 84.2 million), and dividends and interest to EUR 24.3 million. (EUR 51.0 million in FY 2016-2017), bringing the realised portfolio result to EUR 137.7 million (EUR 135.3 million in FY 2016-2017). 88% of this realised portfolio result comes from the four investment platforms.

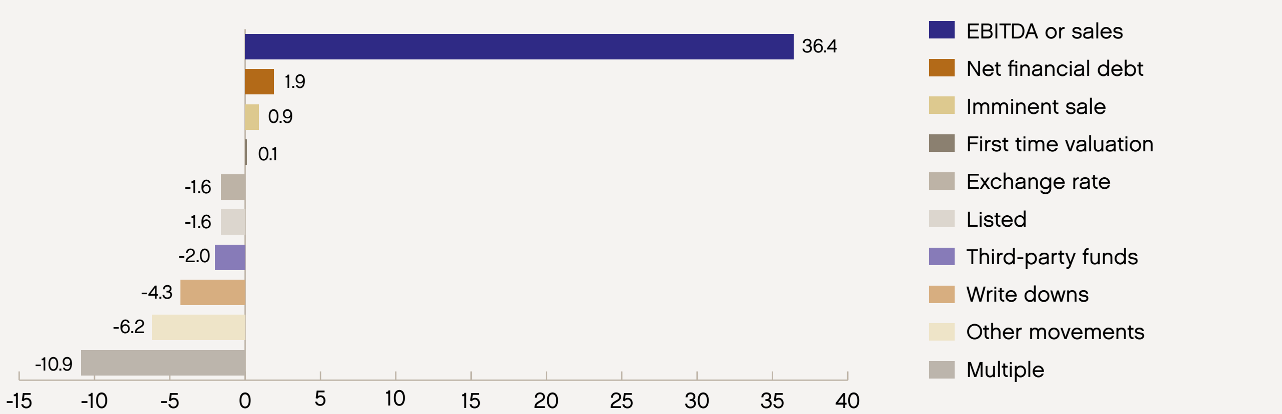
The unrealised portfolio result (the unrealised net capital gains) totalled EUR 12.7 million (EUR 55.7 million in 2016-2017). The disparity between these two figures reflects the fact that more than 2/3 of the platform portfolio now consists of investments made over the past three years.

The unrealised portfolio result is a direct consequence of the application of the prevailing international private equity valuation rules. This unrealised portfolio result is due primarily to a number of positive elements: (i) the strong growth in sales and profitability of our shareholdings (EUR 36.4 million), (ii) a decrease in net financial debt of the shareholdings (EUR 1.9 million), (iii) the sale of the shareholding in ActivePath Solutions that was under way at the end of the financial year (EUR 0.9 million) and (iv) the initial revaluation of a number of shareholdings (EUR 0.1 million). These positive effects are partly undone by a number of negative elements: (v) lower multiples for unlisted shareholdings (EUR -10.9 million), (vi) a number of smaller write-downs (EUR -4.3 million), (vii) a fall in the value of the third party funds (EUR -2.0 million), (vii) a fall in the share price of a number of listed shareholdings (EUR -1.6 million), (ix) negative exchange rate effects (EUR -1.6 million) and (x) a number of other value adjustments (1) (combined effect of EUR -6.2 million).

The balance of the operating result for FY 2017-2018 (2) came out at EUR -33.3 million, compared to EUR -39.5 million in FY 2016-2017. Income decreased owing to the decreased management fee on the co-investment partnerships (EUR 1.3 million versus EUR 2.3 million) and there was also a decrease in other operating income (EUR 3.8 million versus EUR 5.4 million). On the other hand, other operating expenses fell sharply (EUR 2.9 million versus EUR 10.4 million) as a result of the reversal of previous provisions.

The net financial result for the year is EUR 0.6 million positive. This is somewhat lower than the EUR 1.7 million of FY 2016-2017, owing to the lower interest income on cash balances.

Unrealised capital gains and losses together amount to EUR 12.7 million



(1) This write-down is due primarily to the payment of a dividend by Gimv-XL Partners.
(2) Management fees, turnover and other operating income, after deducting services and other goods, personnel costs, amortization of intangible fixed assets, depreciation of land, buildings and equipment, and other operating costs.

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After deducting taxes (EUR -1.0 million) and non-controlling interests (EUR -9.7 million), Gimv realised for the 2017-2018 financial year a net profit (group share) of EUR 107.1 million.

Record investments

In today's competitive markets, we distinguish ourselves commercially with our proactive and differentiating platform approach, and our clear formulation of the joint value creation trajectories.

In FY 2017-2018, Gimv made in all EUR 246.2 million of on-balance sheet investments (versus EUR 179.6 million in FY 2016-2017). An additional EUR 49.1 million were invested via the co-investment partnerships (as share of our co-investors), bringing the total investments (on balance sheet and via the co-investment partnerships) to EUR 295.3 million (EUR 195.8 million in FY 2016-2017.

The past financial year saw significant investments in the various investment platforms. We made initial investments in WEMAS Absperrtechnik (for the Sustainable Cities platform), Arseus Medical, Imcheck Therapeutics, Fire1, France Thermes, MVZ Holding, and Stiplastics Healthcaring (for the Health & Care platform), Cegeka (for the Smart Industries platform), and AgroBiothers, Impact, La Croissanterie, and Snack Connection (for the Connected Consumer platform). There were also follow-on investments in, among others, Biom'Up, Incendin, Jenavalve, Melijoe, Tinc and Topas Therapeutics.

Strong strategic interest for our portfolio companies continues to produce successful exits

After several attractive growth trajectories, Gimv again realised a number of successful exits in FY 2017-2018. Gimv sold its shareholdings in, among others, Greenyard, Marco Vasco and Teads (Connected Consumers), Almaviva Santé (Health & Care), Luciad, Mackevision and RES Software (Smart Industries), and Brakel and Well Services Group (Sustainable Cities). There were also a number of distributions from the third party funds. Moreover, with an increased focus on the four investment platforms and the phasing-out of investments in third-party funds (external managers), an agreement was reached with various international secondary investors for the full or partial sale of a selection of our fund interests.

For all these divestments together, Gimv received a total of EUR 371.1 million (EUR 394.3 million in 2016-2017). Additional divestments via the co-investment partnerships (minority interests) added a further EUR 46.8 million (EUR 313.5 million in 2016-2017), bringing total divestments (on balance sheet and via co-investment partnerships) to EUR 417.9 million (EUR 707.8 million in 2016-2017).

On top of the sales proceeds of EUR 371.1 million, the sold shareholdings generated during FY 2017-2018 EUR 2.5 million of dividends, interest and management fees. In this way, sold shareholdings produced a total of EUR 373.6 million. On 31 March 2017 these divestments were carried at a total value of EUR 262.0 million. Consequently, exits generated 42.6% more (EUR 111.6 million) than their net asset value at 31 March 2017 (measured at fair value in the consolidated figures). Over the entire period the realised money multiple on these sold platform shareholdings was 2.3x their original acquisition price.

EUR 1 billion portfolio

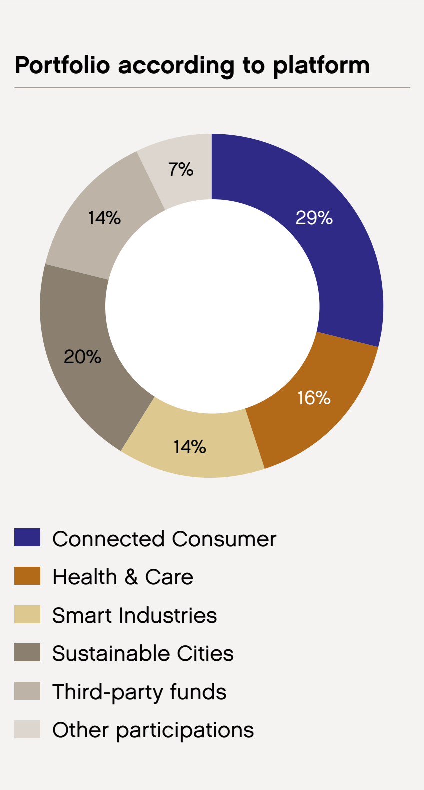
Total assets amounted at 31 March 2018 to EUR 1 356.5 million. The portfolio remains stable at EUR 960.4 million compared to EUR 963.6 million at 31 March 2017. The significant level of divestments was offset by the high number of new investments, in addition to a limited increase in the value of the existing portfolio shareholdings. The current portfolio, young but with significant growth potential, is almost twenty percent larger than 5 years ago, while almost EUR 1.4 billion of exits occurred during that period.

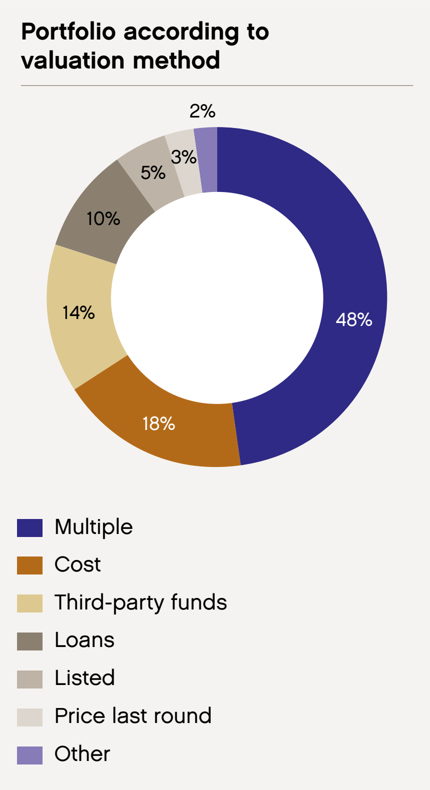
Cash position allows us to take full advantage of opportunities in the coming period

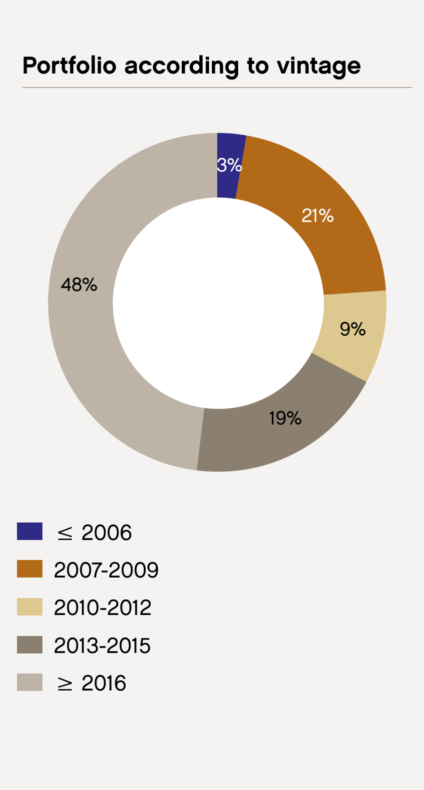
Gimv's cash position at 31 March 2018 amounted to EUR 380.5 million compared with 313.9 million at 31 March 2017.

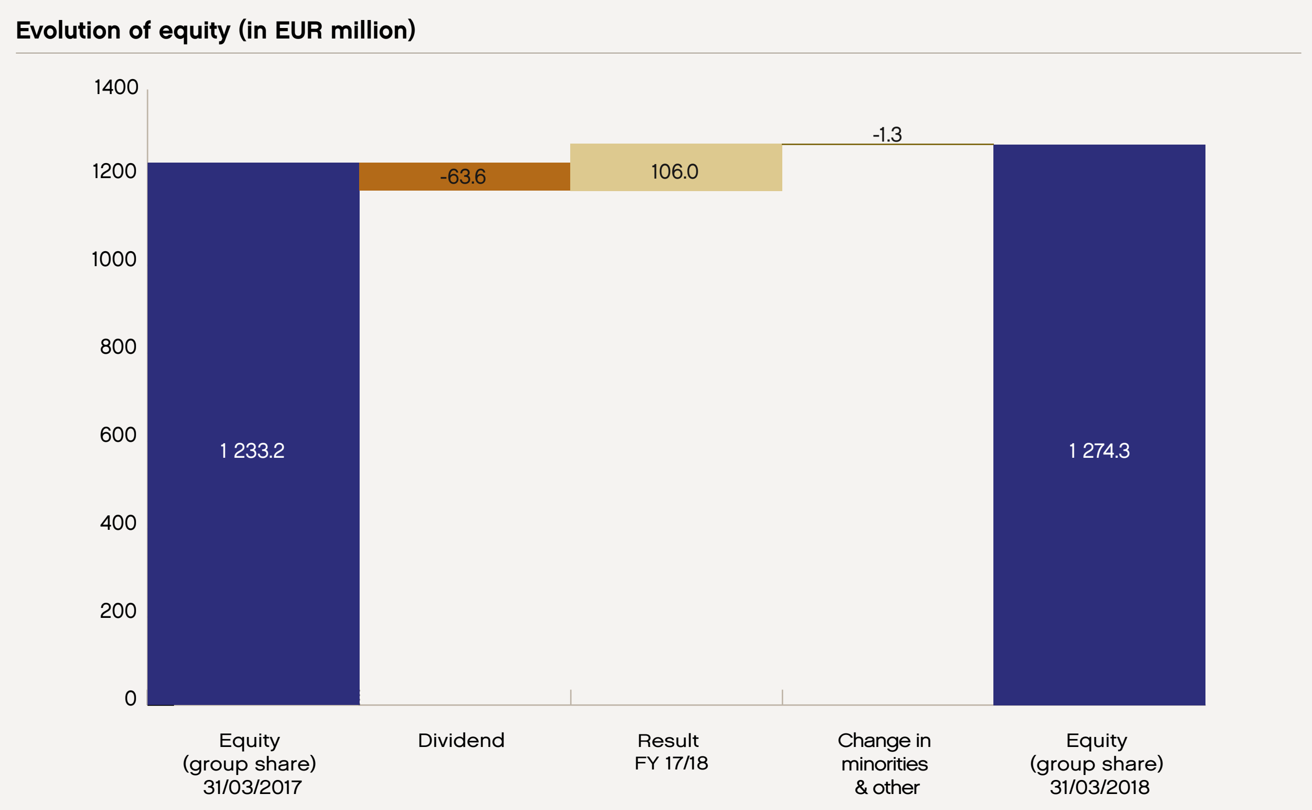
Equity rises further to EUR 1 274.3 million or EUR 50.1 per share

Equity (group's share) (= net asset value) amounted at 31 March 2018 to EUR 1 274.3 million (EUR 50.1 per share), compared with EUR 1 233.2 million (EUR 48.5 per share) at 31 March 2017. The increase in equity during FY 2017-2018, taken together with the dividend payments of EUR 63.6 million during the financial year, represents return on equity for the financial year of 8.5%.


Portfolio according to platform
29%
16%
14%
20%
14%
7%
Connected Consumer
Health & Care
Smart Industries
Sustainable Cities
Third-party funds
Other participations


Portfolio according to valuation method
48%
18%
14%
10%
5%
3%
2%
Multiple
Cost
Third-party funds
Loans
Listed
Price last round
Other


Portfolio according to vintage
3%
21%
9%
19%
48%
≤ 2006
2007-2009
2010-2012
2013-2015
≥ 2016


Evolution of equity (in EUR million)
1400
1200
1000
800
600
400
200
0
1 233.2
-63.6
106.0
-1.3
1 274.3
Equity (group share) 31/03/2017
Dividend
Result FY 17/18
Change in minorities & other
Equity (group share) 31/03/2018

Main events after balance sheet closing date (31 March 2018)

At the end of March, stock market- listed Broadridge Financial Solutions, a global fintech player, acquired the Israeli technology company ActivePath. Gimv invested for the first time in ActivePath in September 2011, with co-investor Genesis Partners. ActivePath's technology enhances the consumer experience associated with consumer statements, bills, and regulatory communications.

In May 2018, Gimv announced an agreement in principle to acquire a majority stake in Laser 2000 (Germany), a leading independent distributor of innovative laser and photonics solutions.

Outlook

The future results of our businesses and the development of the value of our portfolio remain, however, dependent on a number of external factors. These include (i) the possible slowing of the current speed of growth of Europe's economy, (ii) the further economic developments in emerging markets, (iii) the evolution of the confidence of governments, savers and consumers, hampered by ageing, budgetary measures and inflationary pressure, (iv) the geopolitical climate in various parts of the world, (v) looming international trade tensions as part of an increasing climate of protectionism worldwide, (vi) the stability of the regulatory environment and the tax treatment of entrepreneurial risk-taking in the markets in which Gimv and our businesses operate, (vii) the stability and liquidity of the financial system, both in terms of valuation levels and for the financing of our companies, (viii) market receptivity to new IPOs and capital transactions, (ix) the dynamic of international groups and industry players with regard to further acquisitions, and (x) the duration and modalities of the current monetary policy of both the FED and the ECB, and thus the possible demise of the current impulses for growth, which can have a major impact on financial markets. We must also keep in mind that a number of sectors are facing disruptive development, which brings huge challenges of adapting to them, but at the same time provides opportunities for companies to reinvent themselves. Assessing the impact of all these for the coming period is therefore particularly difficult.

Information on risk management can be found in chapter 5 of this annual report.

Research and development

Gimv and its consolidated subsidiaries did not undertake any research and development activities during the past year.

107
MILLION EUR
NET PROFIT

16%
PORTFOLIO
RETURN

246
MILLION EUR
INVESTMENTS

Key Figures

	31-03-2018	31-03-2017	31-03-2016	31-03-2015	31-03-2014
Consolidated financial statements (in 000 EUR)					
Equity	1 274 252	1 233 177	1 167 887	1 092 636	992 043
Portfolio	960 369	963 585	1 013 894	920 189	930 959
Cash and cash equivalents	380 452	313 906	192 774	184 766	56 637
Net cash and cash equivalents	380 452	313 906	183 881	184 766	56 637
Balance sheet total	1 356 502	1 315 260	1 230 329	1 136 048	1 026 721
Net profit	107 064	131 853	137 175	135 991	14 998
Total gross dividend (3)	63 567	63 567	62 295	62 295	60 576
Investments (own balance sheet)	246 209	179 628	130 220	154 283	194 566
Investments (including co-investment partnership)	295 309	195 795	162 492	190 958	264 768
Divestments (own balance sheet)	371 145	394 346	227 168	331 960	95 765
Divestments (including co-investment partnerships)	417 992	707 817	303 468	367 431	131 143
Number of employees	92	93	95	103	99
Key figures per share (in EUR)					
Equity	50.11	48.5	45.93	42.97	40.12
Net profit	4.21	5.19	5.39	5.35	0.61
Diluted net profit	4.21	5.19	5.39	5.35	0.61
Gross dividend (3)	2.50	2.5	2.45	2.45	2.45
Share price (on the closing date of the financial year)	49.15	52.31	48.5	41.89	37.12
Total numbers of shares	25 426 672	25 426 672	25 426 672	25 426 672	24 724 780
Ratios					
Pay-out ratio	59.4%	48.2%	45.4%	45.8%	403.9%
Net return on equity	8.5%	11.0%	12.6%	13.7%	1.5%
Gross return on portfolio (4)	15.8%	18.8%	20.0%	17.3%	3.8%
Premium (+) / discount (-) on equity	-1.9%	7.9%	5.6%	-2.6%	-7.5%

(3) For the financial year 2013-2014 paid out as an optional dividend

(4) Realised capital gains + unrealised capital gains on financial fixed assets + dividends + interests + management fees + turnover / portfolio at start of financial year

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3 Market information and trends

1. Global M&A market - Europe

2017 was again a top year for the mergers & acquisitions market. With a global volume of USD 3 180 billion in 2017, the market pegged level with 2016. In particular a final sprint of 5 megadeals in December for almost EUR 200 billion brought the figures for 2017 close to 2016.

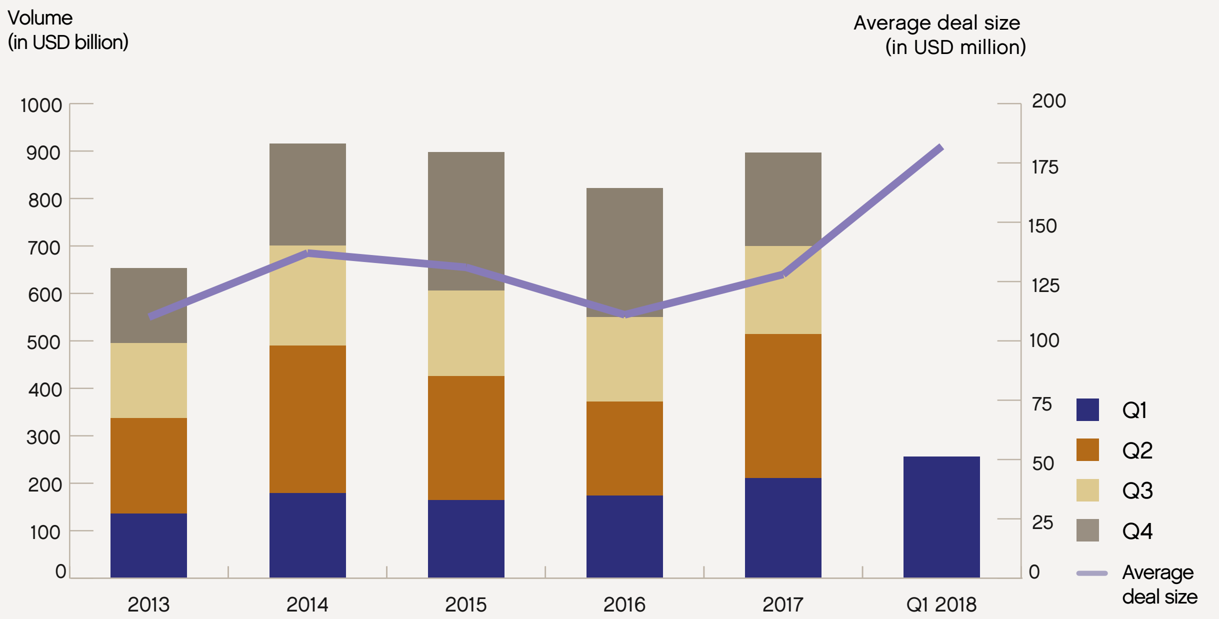
Europe accounted for USD 929 billion, or nearly 30 percent of the global volume (the highest share since 2012). Compared with 2016, this is an increase of no less than 14% in transaction value. This made 2017 also a record year. The driving force behind this record activity is stable growth and employment in the Eurozone.

With just over 7 200 transactions, the average transaction value in Europe was USD 128 million, which is 15% higher than in 2016. The private equity sector represents an important part of this increase. The ever growing funds have ensured not only greater competition, but also hunger for ever larger transactions.

According to data from Mergermarket/Merrill Corporation, the share of buyouts in the global M&A market amounted in 2017 to about 16% of total deal volume, well up on the 2016 figure of 12%. For Europe, this share was 17%, a 26% increase versus 2017 and the highest percentage since 2007. Despite low interest rates, private equity players in all markets have to deal with fierce competition from strategic buyers. These are supported not only by high equity valuations and cheap financing, but also by healthy balance sheets with historically high liquidity positions, encouraging them to seek growth through acquisitions. This is a trend we also saw in 2016, and which also fuelled a number of mega transactions.

M&A activity in Europe

Source: Mergermarket



2. Private equity in Europe

2017 was an excellent year for the private equity industry in Europe on all fronts. The economic upturn seen in the Eurozone since autumn 2016 continued in 2017. Equity markets rose in parallel, while interest rates remained at historically low levels. In addition, the many funds are awash with capital. The combination of this abundant capital and cheap financing brought a resurgence in mega buyouts. In 2017, there were no less than 38 transactions of over EUR 300 million each (+ 150% versus 2016). Valuations are running high, and the level of debt serving to finance these transactions is high, but not yet at pre-crisis levels. In terms of value creation, the focus has clearly shifted in recent years towards the operational improvement of the companies and active buy & build strategies.

Competition and high valuations had also a favourable effect: with industrial buyers looking for buy & build opportunities, and buy-out funds hunting for investments, 2017 was another strong year for exits. As in past years, these generated a flow of distributions to investors, which formed a solid basis for a post-crisis record amount of fundraising. All this made 2017 another grand cru year for the private equity industry, in which an attractive return could be achieved for investors.

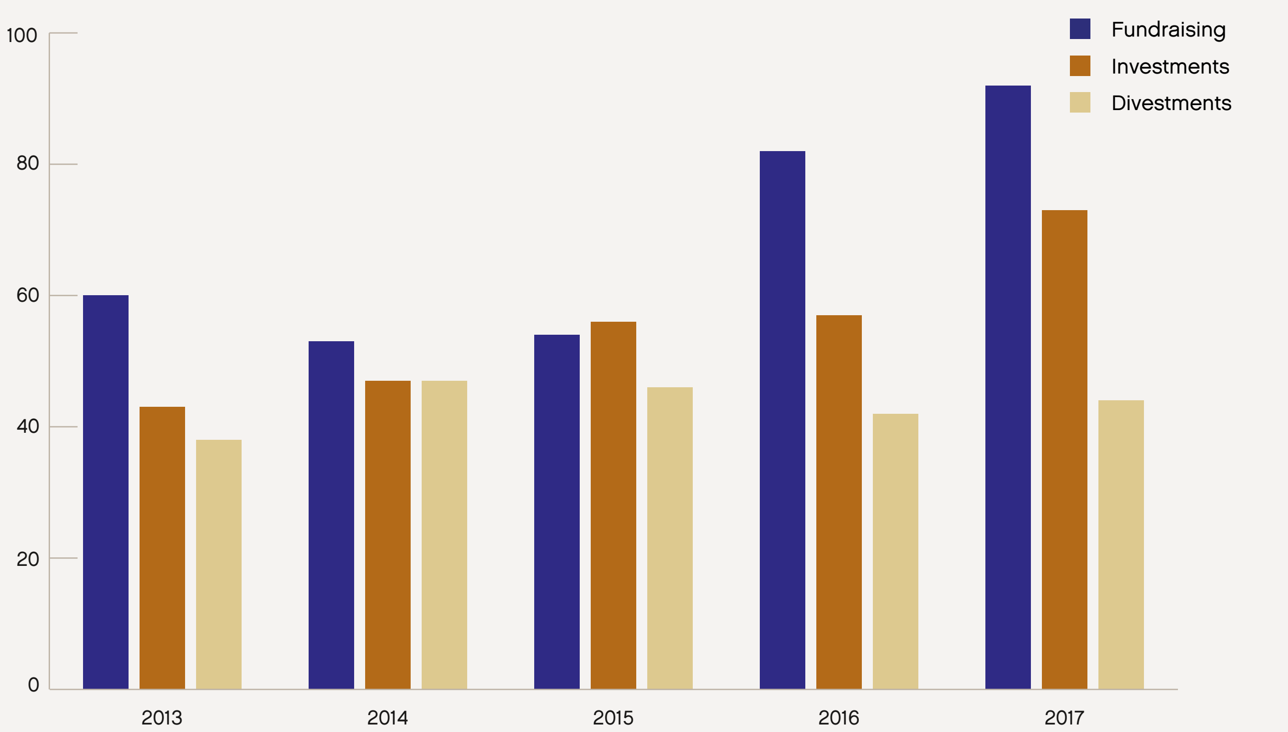
3. Investments

Invest Europe figures for 2017 show that no less than EUR 73.5 billion was invested in the European private equity market. This is a 30% increase on 2016 (EUR 57.1 billion) and the second highest level since 2007. The number of investments rose by around 9% to 7 400 transactions. 85% of these transactions occurred in SMEs (< EUR 50 million).

Geographically, the largest number of transactions (also in value) were concluded on the France/Benelux/DACH block, where 47% of the total investment amount was put to work. The other main regions are Southern Europe (13%), the United Kingdom (26%) and Scandinavia (9%).

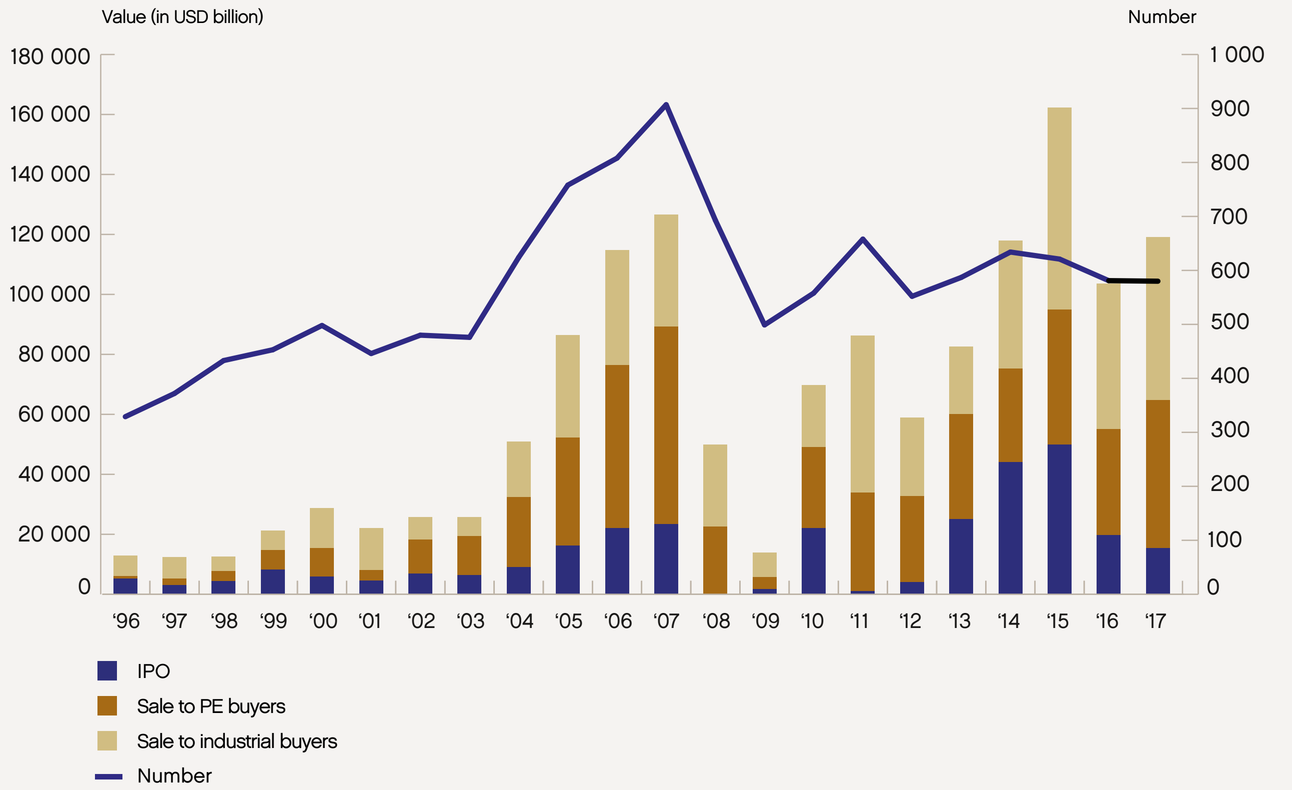
The global capital available for private equity investments today amounts to USD 1.7 trillion. This historic record figure gives more than ample room for new investment and - despite the high valuations - many fund managers are under pressure to put this capital to work.

Private equity and venture capital activity in Europe (in EUR billion) Source: Invest Europe / EDC



Exits of European buyout-backed companies

Source: CMBOR



4. Exits

At EUR 44.3 billion, total divestments were 6% higher than 2016, but in line with the average amount since 2012. At 3 900, the number of exits was also slightly lower than in 2016. It is important in this context to note that Invest Europe counts exits at cost, without factoring in any capital gains on sales. The above graph from the CMBOR European Buy-Outs Report better reflects the effect of the sales price and shows - albeit only for buyouts - that the exit amount increased by about 15% in 2017 versus 2016, with sales to other private equity players increasing in particular.

According to the Invest Europe data, the preferred divestment routes in 2017 were exits to industrial players (35%) and exits to other private equity players (28%). In addition in 2017 many companies held by private equity players were brought to the stock market (14% of the divestment total). The CMBOR data generally confirm this.

5. IPOs

2017 saw a revival in the number of IPOs, reversing the sharp drop witnessed in 2016. IPO Watch Europe 2017 (PwC) tells us that in 2017 there were 348 IPOs (+30% versus 2016), which raised a total amount of EUR 45 billion (EUR 29.4 billion in 2016 or +50%). The share of IPOs by private equity players declined in the past year compared to the previous four years, representing some 30 percent of all initial public offerings in value and 40 percent in number.

The average size of IPOs was about EUR 195 million, which is approximately similar to 2016 (EUR 184 million). Nine IPOs raised more than EUR 1 billion each, only one of which was brought to the market by a private equity player.

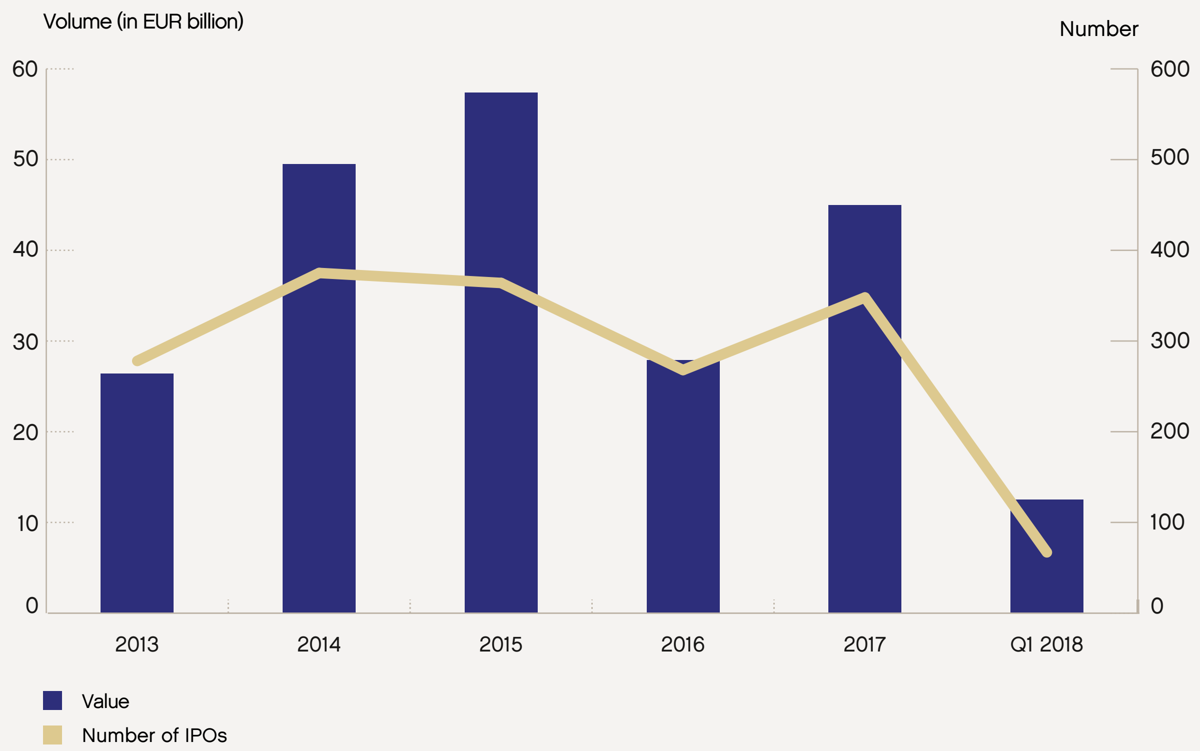
In 2017, the European stock markets performed very well, despite election uncertainties in different countries, international geopolitical tensions, and the lengthy Brexit negotiations. The global growth outlook and the positive evolution of corporate earnings means that the outlook for 2018 is also cautiously positive. Moreover, European valuations are still attractive in an international perspective, which can further support interest in equities.

6. Fundraising

Following a few excellent years for exits with attractive returns and the resulting distributions to investors, in 2017 there was again plenty of cash around, with investors ready and keen to again allocate significant sums to the sector. Fundraising in 2017 was at its highest level since 2006. According to preliminary data from Invest Europe, 542 European private equity funds

European IPO activity

Source: Pwc IPO Watch Europe



raised EUR 92 billion, bringing the total amount raised over the past three years to EUR 228 billion, which is much as in the six years previous to that (2009-2014).

In addition to the current high distributions, investors' permanent search for returns in a low interest rate environment is another important incentive to make new allocations to private equity funds. In the long term, the private equity industry has proven itself to generate consistently better returns than other asset categories.

The funds that had a final closing in 2017 clocked an average of EUR 385 million. Slightly more than half of the total amount raised went to ten buyout funds with volume of more than EUR 1 billion. Large investors, like pension funds, insurers or sovereign wealth funds are are opting to place large sums in a restricted number of large funds in order to reduce the number of managers. At the same time we are increasingly seeing these these large investors in managed accounts, direct investments and co-investments.

Pension funds are again the main investors in private equity. Funds-of-funds, family offices and sovereign wealth funds also play an important role in resourcing the sector. Approximately 43% of the amount raised comes from investors outside Europe (45% in 2016). This confirms that plenty of confidence exists in the European private equity industry, and more broadly in the expansion of the European economy (source: Invest Europe).

7. Return

Despite the strong stock exchange performances, the private equity sector in 2017 again outperformed public markets in terms of return. Thus, the European buy-out funds realised an annual return (for the 12 months to end-June 2017) of no less than 22.7% versus 18.2% for MSCI Europe (source: Global Private Equity Report 2018 – Bain & Company). But also in the longer term (10-year returns) we are seeing an attractive additional return compared with equities markets (8.7% vs. 3.6%). In addition, stock markets can fluctuate significantly on a daily basis, while, with their quarterly valuations, private equity portfolios show considerably less volatility. Nevertheless, private equity is representing a less liquid class of assets. For this reason private equity remains an interesting asset category for long-term investors. The outperformance of the private equity sector versus the public markets has declined in recent years under pressure of greater competition.

4 Share and shareholders

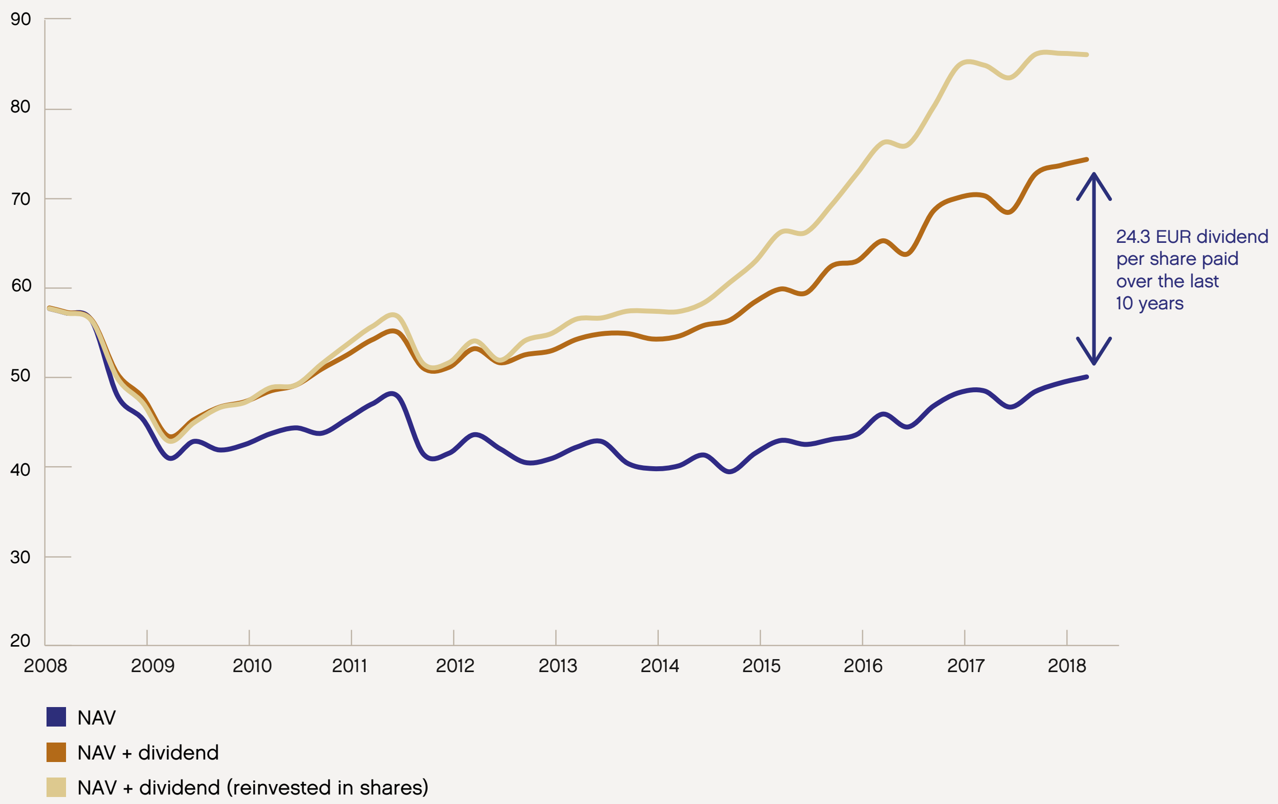
1. NAV over time

2017-18 was again a very active year, in which we invested just under EUR 250 million - a new record - across our various investment platforms in our home markets. The strong strategic intrest for our portfolio companies also enabled us to again realise significant capital gains. On top of this, our portfolio companies succeeded in achieving their growth ambitions, with strong sales and profit figures. These factors combined enabled us to realise an above-average portfolio return for the fourth consecutive year. The development of our NAV during FY 2017-2018 and the dividends paid during the year together represent a total return of 8.5%.

The chart below shows the evolution of NAV per share. Despite fluctuations in NAV, Gimv has realised an attractive return over the past ten years (which includes the 2008-2009 financial crisis and the 2011 euro crisis). For an investor reinvesting his dividend in the Gimv share, the return on an annual basis would have been around 4.3%, as illustrated by the top line in the graph. If we look only at the last 5 years, the annual return rises to 9.3%.

NAV per share (in EUR)

Source: Gimv



2. Share price over time

2017 was an attractive year for stock markets. Despite a resurgent economy, central banks remained accommodating and interest rates did not really begin to rise. Moreover, economic growth went hand-in-hand with rising corporate profits.

Despite its strong results and its continuing strong investment and divestment activity, Gimv's share price lagged behind in the evolution of the company's intrinsic value. At the start of the financial year, the share price climbed sharply, only to be confronted during the year with some of profit taking. Including the gross dividend paid, 2017-2018 was therefore a fairly neutral financial year for our shareholders.

The average share price was EUR 52.06, with a low of EUR 44.85 in February 2018 and a high of EUR 56.95 in May 2017.

Average daily trading volume during the past year rose slightly to 19 334 shares, compared with 18 646 in FY 2016-2017. This gave an average daily turnover of the Gimv share of EUR 1 008 440.

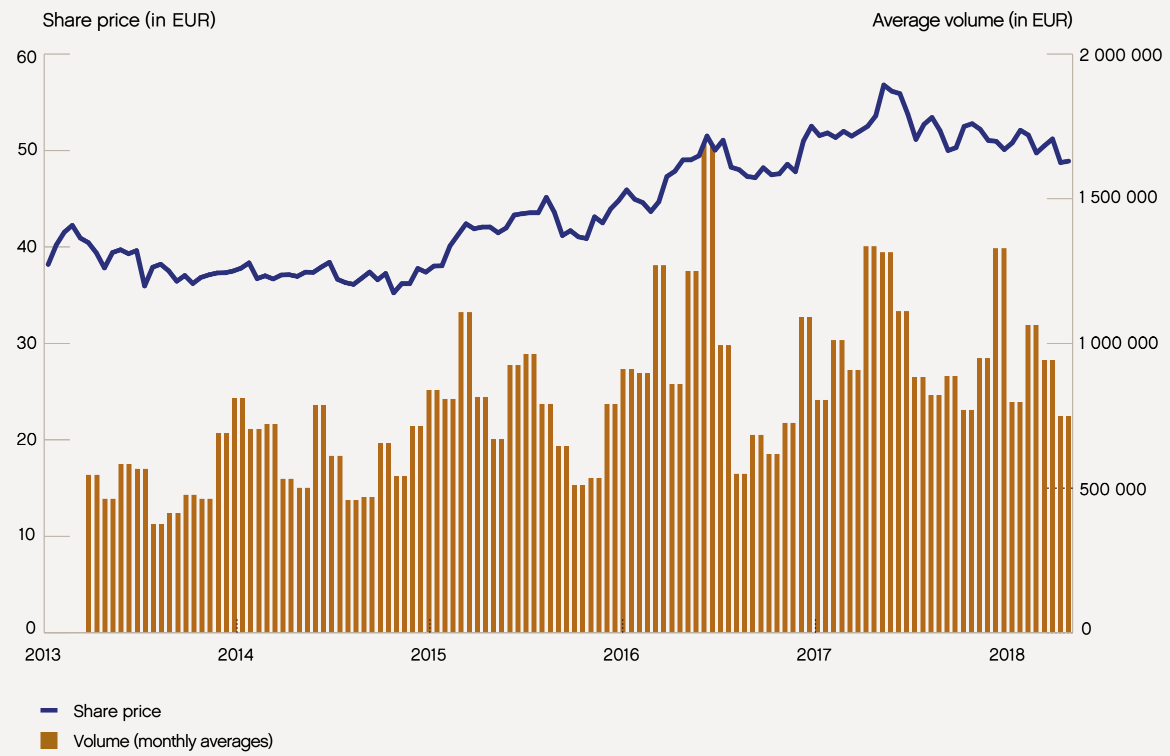
Gimv's stock price has risen steadily since early 2013 (from EUR 38 at the start of 2013 to just under 50 at end-March 2018, which is +62% including gross dividends). Through its consistent valuation and dividend policy, Gimv can count on a large number of long-term investors, which somewhat limits the volatility of the share price. This aspect can also be seen in the relative performance of the Gimv share compared with the indexes (see chart on p. 17). With Gimv's share price less impacted by the crisis in 2008, the increase in the ensuing years was also less dramatic.

Confidence in an economic recovery - confirmed by rising corporate earnings - and the ECB's sustained stimulus programme translated into a positive stock market evolution until the end of 2017. However, since the beginning of this year, the economic upturn has fuelled fears of rising inflation, potentially leading to interest rate hikes. Additionally we were confronted with looming international trade tensions, in line with a trend of increasing protectionism worldwide. As a result, the Bel 20, the DJ Eurostoxx 50 and the LPX50 (a price index for listed private equity firms) all dipped slightly at the beginning of 2018.

3. Dividend policy

The board of directors will be proposing an unchanged gross dividend of EUR 2.50 per share (EUR 1.75 net) to the general shareholders meeting in June. Gimv's dividend policy is not to reduce the dividend and to increase it whenever sustainably possible.

Gimv share price and trading volumes over the past five years (in EUR) Source: Gimv



Gimv share performance versus indexes (5 year)

Gimv share performance versus indexes (1 year)

Since Gimv's result as an investment company depends on the sale of its investments and the evolution in the value of the portfolio, Gimv cannot guarantee that this policy will continue in the future.

4. Shareholding structure

The Gimv share has been listed on Euronext Brussels since 26 June 1997. The capital of Gimv amounts to EUR 241 364 628 and is represented by 25 426 672 fully paid-up shares without nominal value. All shares are listed on Euronext Brussels, have the same rights and fractional value and are fully paid up.

The largest shareholder in Gimv NV is the Vlaamse Participatiemaatschappij (VPM). At end-March 2018, VPM held 26.82% of the capital or 6 818 407 shares, making it a reference but not a majority shareholder. VPM is 100% owned by the Flemish Region. All other shares are distributed among the broader investment community. 45% of the shares are held by institutional investors, of whom just over half in Belgium, 24% by retail investors and the remaining 4% could not be identified.

5. Communication

Gimv attaches the highest importance to providing accurate and timely information to both individual and institutional investors. For this it uses various communication channels such as the website, annual report, press releases and presentations to investors, both in groups and individually.

6. Financial calendar

27 June 2018
General shareholders' meeting in respect of FY 2017-2018

2 July 2018
Ex-date of the 2017-2018 dividend (coupon no. 25)

3 July 2018
Record date of the 2017-2018 dividend (coupon no. 25)

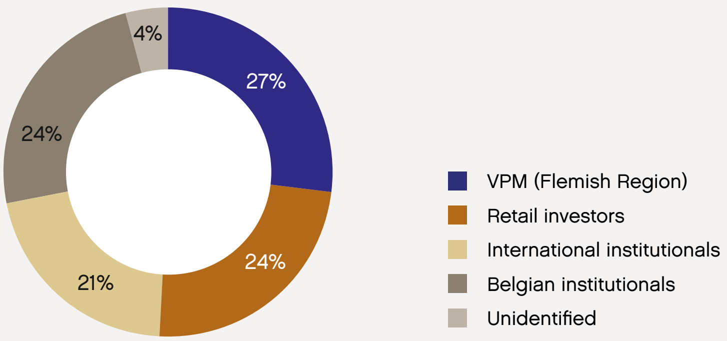
4 July 2018
Payment date of the 2017-2018 dividend (coupon no. 25)

19 July 2018
Business update first quarter FY 2018-2019
(01/04/2018 - 30/06/2018)

22 November 2018
Announcement of first half FY 2018-2019 results
(01/04/2018 - 30/09/2018)

Gimv's shareholders

Source: Shareholder identification survey Ipreo Q4 2017



Share code GIMV	**Bloomberg code** GIMB BB
ISIN code BE0003699130	**Liquidity providers** Bank Degroof Petercam & KBC Securities
Reuters code GIMV.BR	**Principal paying agent** KBC Bank

GIMB LISTED EURONEXT

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

5 Risk factors

Gimv is - just like any other company - exposed to a number of risks. The increasing complexity of society and of the investment projects in which Gimv is involved, along with the changing laws and regulations, call for require a high degree of risk awareness.

Risk management is the process of identification, assessment, management and communication of risk from an integrated and organisation-wide perspective. This is is a continuous process, if only because the current situation and the fact of taking measures in changing circumstances require this of us.

Gimv is convinced that risk management is an essential part of good governance and the development of a sustainable business. By maintaining an appropriate balance between risks and returns, Gimv seeks to maximise business success and shareholder value. Optimal risk management needs to contribute to the realisation of the (strategic) objectives:

- optimising operational business processes in terms of effectiveness and efficiency;
- ensuring the reliability of financial reporting;
- monitoring its activities in accordance with regulations, laws and codes of conduct.

This section describes the risks with which Gimv is confronted as an investment company, along with the operational and financial risks associated with Gimv's investment activities.

1. Economic risk

The evolution of the general economic situation can, just like all risks to which Gimv's investee companies are exposed, potentially impact the results of the shareholdings and by extension the valuation of these shareholdings on Gimv's balance sheet. Given Gimv's highly differentiated portfolio, spread over 54 different shareholdings operating in different sectors and countries, fluctuations in the economic situation can have very varied impacts.

Portfolio concentration is limited. No one holding represents more than 10% of the total value of the investment portfolio, and the five largest holdings together represent 24.1% of the total portfolio, compared with a 20.5% at the end of March 2017 (see table below).

Investment portfolio (in decending order of value)	31-03-2018		31-03-2017
1. Itho Daalderop / Klimaatgarant		1. Itho Daalderop / Klimaatgarant	
2. Grandeco		2. Grandeco	
3. United Dutch Breweries (UDB)		3. Almaviva Santé	
4. Cegeka		4. United Dutch Breweries (UDB)	
5. Walkro		5. Mackevision	
Share of total portfolio	**24.1%**		**20.50%**
6. IMPACT		6. Brakel	
7. Joolz		7. Teads	
8. Spineart		8. Walkro	
9. Itineris		9. Joolz	
10. Sureca (Contraload)		10. Acceo	
Share of total portfolio	**36.8%**		**34.60%**

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Difficult economic conditions may adversely affect not only the valuation of the existing portfolio, but also the quantity and quality of available new investment opportunities, and exit opportunities for existing shareholdings (and therefore cash generation). By consequence Gimv's turnover, earnings and cash flow are subject to many different elements and can therefore fluctuate significantly. Gimv is therefore unable to guarantee that it will maintain its current dividend policy at all times.

2. Market risk

The value of the listed portion of the portfolio depends directly on the stock market prices of the companies concerned and on the fluctuations thereof. Under IFRS, the valuation of unlisted investments depends also on a number of market-related elements (inter alia through comparison with a 'peer group' of listed companies). However, the volatility of such market data does not necessarily reflect the performance of the shareholding in question. This means that the unrealised capital gains and losses on the unlisted part of Gimv's portfolio (and therefore Gimv's earnings) are also determined to a large extent by market developments.

A 10% change in the share prices of the listed part of the portfolio and in the value of the unlisted part of the portfolio measured using multiples has an impact of EUR 5 147 k and EUR 45 601 k respectively (at end-March 2017: EUR 5 386 k and EUR 44 297 k respectively). Further information on the value over time of these shareholdings and on the parameters determining this value is given in Note 14 of the annual financial statements (7.1.14).

3. Risk in relation to anti-trust legislation

In principle, Gimv invests on a non-recourse basis. This implies that the financial risk is limited to the amount of the investment in the shareholding concerned. In recent years, however, private equity companies themselves have been directly fined for violation of anti-trust legislation by their investee companies. These violations were committed by shareholdings in which private equity firms held controlling stakes. The anti-trust authorities consider maintaining a controlling interest sufficient ground for direct liability for the fines imposed, even if the private equity firm itself was in no way involved in the cartel.

4. Competition risk

Gimv operates in a competitive market of both local and international private equity players and a rapidly changing competitive landscape. Gimv's success is largely determined by its ability to maintain a strong competitive and differentiated position.

5. Tax risk

Currently, Gimv has offices in Belgium, the Netherlands, France and Germany. Gimv therefore is subject to the jurisdiction of various tax authorities. Changes in the tax laws of the countries concerned can affect Gimv's results.

Capital gains on shares are the largest component of Gimv's result. Following the 2017 summer agreement, the most important adjustment in this context is that from 2018 the definitively taxed income conditions (more than 10% in the capital or an investment in excess of EUR 2.5 million) have to be complied with in order to be exempted from capital gains tax. In addition, capital gains realised within a one-year period are taxed at a tax rate of 25.75%. Another part of the summer agreement that may possibly impact Gimv's tax situation is the limitation on the use of loss carryforwards and other tax reserves. Any further changes in the corporation tax treatment of capital gains on shares could have a material impact on Gimv's results.

6. Regulatory risk

Gimv's key activity consists of private equity investments,. This sector has, in recent years, been increasingly subject to European and national regulations (e.g. AIFMD - Alternative Investment Fund Managers Directive).

The ever-changing regulatory environment is closely monitored at Gimv, the impact on the organisation, administration or reporting is evaluated on a regular basis, and any necessary adjustments are made. With the rules differing from one type of private equity firm to another and from country to country, Gimv risks suffering competitive disadvantage from a changing regulatory framework.

7. Liquidity risk

Gimv's portfolio consists of investments that are generally high risk, unsecured and unlisted and therefore illiquid. The realisation of capital gains on its investments is uncertain, can be slow in coming and is at times legally or contractually restricted during certain periods (lock-up, stand still, closed period, etc.) These capital gains depend, among other things, on the earnings development of the specific shareholding, on the general economic situation, on the availability of buyers and financing, and on the possibility of IPOs. As a result, the illiquid nature of its assets presents a risk for Gimv's results and cash flow generation. In addition, Gimv does not always control the timing or the course of the sales process, which can potentially lead to a suboptimal return.

With a net cash position and unused credit lines, Gimv is not exposed to the risks associated with debt financing. Gimv does keep watch, however, to ensure that the buyout companies build in sufficient margins and do not incur any debts which could exceed their repayment capacities in normal circumstances.

The average debt ratio for Gimv's portfolio companies is 2.0 times operating cash flow (or EBITDA). For these reasons the board considers the liquidity risk a limited one.

8. Credit risk

Gimv incurs credit risk (or counterparty risk) both in respect of its cash position and as a result of the loans in the investment portfolio.

At treasury level this risk is managed through distributing this cash sensibly across a sufficiently large number of banks and other financial institutions with good ratings. This cautious approach to its treasury policy does not, however, give any guarantee against adverse changes in the financial institutions in question and may potentially have a significant impact on Gimv's cash position.

The credit risk from the loans in the investment portfolio is diversified over a large number of holdings. Total loans as end-March 2018 are EUR 96 274 (10.0% of the total investment portfolio), with the largest loan equal to 1.9% of the total investment portfolio. At end-March 2018, 0.3% of the total loan portfolio was in arrears (4% at end-March 2017). A more detailed description of the loans is provided in Note 15 to the annual financial statements (7.1.15).

The loans that Gimv makes available to its shareholdings are often subordinated to the investments of other parties. This subordination applies generally vis-à-vis funds made available by financial institutions, with the risk of there being insufficient proceeds from the sale or liquidation of the company in question to repay the loans from Gimv. Where a shareholding gets into financial difficulties, Gimv's influence can also decrease to the benefit of the secured creditors. The directors view the change in fair value of investments due to changes in credit risk as insignificant and therefore present no sensitivity figures with respect to credit risk.

9. Interest and refinancing risk

Since Gimv is currently financial debt-free, it is right now not directly subject to any interest or refinancing risk. Gimv's investee companies obviously make frequent use of debt financing. For some of these this means that an interest and/or refinancing risk exists when existing loans mature and need to be refinanced.

Leveraged buyouts bear the inherent risk of the company getting into serious trouble in the event that a drastic fall in earnings erodes its repayment capacity. Moreover, a particular outcome in one shareholding (e.g. bankruptcy) can have a (direct or indirect) impact on the attitude of interested third parties towards one or more other shareholdings.

10. Human resources risk

For achieving its objectives, Gimv is largely dependent on the experience, commitment, reputation, deal-making skills and networks of its senior employees. Human capital is a key corporate asset. The departure of senior staff can therefore adversely impact Gimv's activities and results.

11. Currency risk

As of 31 March 2018 Gimv group has foreign currency assets with a countervalue of EUR 44 894 k. The breakdown by currency is shown in the table below:

Portfolio in foreign currency on 31 March 2018	in foreign currency	in k EUR
USD	40 455	32 826
GBP	2 007	2 292
CHF	11 502	9 786
Total		**44 894**

Portfolio in foreign currency on 31 March 2017	in foreign currency	in k EUR
USD	32 292	30 273
GBP	5 594	6 590
Total		**36 863**

This shows that Gimv's direct exchange rate risk is rather limited (up to 3.5% of the Group's equity). A 10% change in the USD and GBP exchange rate against the EUR has an impact of around EUR 4 489 or 0.3% of Gimv's equity. Gimv aims for a 60% hedging of the currency risk of USD denominated assets, through forward sales of USD. These hedges produced in 2017-18 a positive result of EUR 2 181. The result of this hedging is included in the other operating result. See Note 8 to the annual financial statements (7.1.8).

Besides the direct foreign exchange risk through the holding of foreign-currency denominated participating interests, Gimv also has an indirect exchange rate risk from the activities and, potentially, the financing of the portfolio companies. Any hedging against this latter currency risk takes place at the level of the respective portfolio companies.

12. Risk associated with fund commitments

The company has in the past invested in private equity funds managed by third parties. These investment commitments must be paid in proportionally to the investments that are decided and implemented. Gimv has no further control or power of decision over these investments.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

The amount of outstanding commitments fund has fallen sharply in recent years since Gimv has chosen in principle not to make any new commitments to external funds.

At end-March 2018 Gimv still had EUR 16 186 k of such outstanding commitments to funds managed by third parties (= 4.3% of its cash resources). For more details, the reader is referred to the table of outstanding fund commitments in Note 23 to the financial statements (7.1.23). The greatly reduced amount of these fund commitments means that there is no risk of investment calls limiting the capacity to make direct investments.

13. Risk related to off-balance sheet commitments and significant pending litigation

As part of its investment activities, Gimv has a whole series of commitments that are not expressed on its balance sheet. In a number of cases, for example, Gimv is committed to follow-up investments. These commitments total EUR 39 409 k (EUR 30 487 k at end-March 2017). There are also a whole series of agreements or commitments that can directly impact the shareholdings and/or their value. Thus, the company's shareholding may be diluted by exercise of share options and the effect of anti-dilution clauses; there can also be agreements concerning the division of the proceeds of any sale or obligations to co-sell with other investors.

When selling shareholdings, the company has in certain cases to provide warranties with respect to these. At the end of March 2018, there were 21 files (20 at end-March 2017) for which representations and warranties were still outstanding. In addition, the company is involved in a limited number of judicial proceedings, both as defendant and as plaintiff. Where deemed necessary, the requisite provisions are set up, based on an assessment of these risks using the available information. A more detailed description can be found in Note 24 to the financial statements (7.1.24).

14. Risk related to cyber security

Gimv too operates in an increasingly connected world and is therefore also vulnerable to possible external cyber attacks on the integrity of its systems and data. To protect us against this, the best possible measures have been taken in the area of firewall software and applications have been installed to monitor internet traffic and all electronic communication flows. It is important to point out that even these extensive measures can never fully exclude the possibility of Gimv systems being broken into from the outside.

6 Corporate governance statement

Gimv applies the Belgian Corporate Governance Code for listed companies (2009) as its reference in this area. Independent studies confirm that Gimv's corporate governance policy is, to a very large extent, in line with the recommendations and guidelines of this reference code. This is confirmed by, inter alia, the Corporate Governance Survey (September 2017) by PwC Business Advisors.

The most important aspects of Gimv's corporate governance policy are explained in its Corporate Governance Charter. The text is available on the Gimv website (http://www.gimv.com/nl/corporate-governance-charter). Gimv will also send a hard copy by post on request. The company updates this Corporate Governance Charter whenever relevant developments take place. The most recent version dates from May 2017.

Changes in corporate governance policy and relevant events during the past financial year are examined in the following corporate governance statement. To obtain a complete picture, this chapter can best be read together with the Corporate Governance Charter.

1. Board of directors

Key strategic and investment decisions are made by the board of directors. The board of directors consists of twelve members who, in principle, convene on a monthly basis to define the principles of Gimv's strategic policy. These strategic guidelines are then translated into everyday practice by the managing director.

1. Composition

Under Article 12 of Gimv's articles of association, Gimv's board of directors is composed of::

- five directors nominated by the Flemish Government or a company controlled by the Flemish Government, as long as the Flemish Government holds more than 25% of the shares. The chairman of the board of directors is elected from these five directors;
- a minimum of three independent directors, appointed in accordance with article 524 of the Belgian Companies' Code;
- the remaining directors, selected from candidates who are not nominated by the Flemish Government nor by a company controlled by the Flemish Government.

Koen Dejonckheere has been appointed CEO by the board of directors and is the only director having an executive function within Gimv. The other members of the board of directors are non-executive directors.

During 2017-2018, the following changes took place in the composition of the board of directors

- Dirk Boogmans resigned voluntarily as a member of the board of directors in May 2017;
- Christ'l Joris resigned voluntarily as a member of the board of directors following the General Meeting of June 2017.

The board of directors thanks both directors for their years of commitment as directors.

The directorships of Sophie Manigart, Bart Van Hooland, Luc Missorten and Frank Verhaegen expire at the end of the ordinary General Meeting of Wednesday 27June 2018.

- At the General Meeting of 27 June 2018, a proposal will be made to reappoint Luc Missorten as independent director for a new four-year term until the annual meeting of June 2022.
- Sophie Manigart has indicated that she does not wish to be reappointed. The Company thanks Sophie Manigart for her years of dedication.
- At the General Meeting of 27 June 2018, a proposal will be made to appoint Johan Deschuyffeleer as an independent director for a four-year term until the annual meeting of June 2022. In this way, Johan Deschuyffeleer will fill the mandate vacated by Sophie Manigart.
- The board of directors will propose to the General Meeting of 27 June 2018 to extend the current mandate of Bart Van Hooland (June 2016 - June 2018) by two years until the annual meeting of June 2020.

- Frank Verhaegen was co-opted as independent director by the board of directors on 18 July 2017 to replace Dirk Boogmans who voluntarily resigned. This co-optation will be submitted to the General Meeting of 27 June 2018 for confirmation. On that occasion, a proposal will also be made to appoint Frank Verhaegen as an independent director for a four-year term (including the term of the co-optation) until the annual meeting of June 2021.

Deviation of best-practice principle 4.1

Five directors on the board of directors are nominated by the Vlaamse Participatiemaatschappij (VPM), of which they are also directors. As such, the nomination procedure for these directors deviates from the regular procedure, since the board of directors of Gimv has no direct influence on the nomination procedure or selection criteria for directors nominated by VPM. This situation is specific to Gimv's ownership structure (and the management agreement between VPM and the Flemish Government). This is a reality that Gimv has to take account of. Nevertheless, VPM takes care to ensure a well-balanced composition and complementarity within directors' profiles.

Independent directors

The board of directors of Gimv includes six directors, of whom the General Meeting concluded at their appointment that they meet the criteria of article 524 of the Belgian Company Code: Sophie Manigart, Manon Janssen, Luc Missorten, Bart Van Hooland, Frank Verhaegen and An Vermeersch. These directors also meet the criteria for independence mentioned in Annex A of the Belgian Corporate Governance Code.

2. Members

Hilde Laga
Chairman

Hilde Laga has been a member of Gimv's board of directors since June 2015 and chairman since 1 April 2016.

Among other things, she is on the board of directors of Barco, Agfa Gevaert and Greenyard, all of which are listed on Euronext. She is also a visiting professor at the KU Leuven and a member of the Belgian Corporate Governance Commission.

She is the founder of the law firm Laga, where she was managing partner for many years, as well as head of the corporate and M&A practice.

Koen Dejonckheere
CEO

Koen Dejonckheere was appointed CEO of Gimv in 2008. Before that, he was managing director at KBC Securities. Prior to that, he was active in both corporate finance and private equity.

Koen Dejonckheere graduated in civil engineering from Ghent University and has an MBA from IEFSI-EDHEC in Lille (France).

As CEO, he has been a member of Gimv's board of directors since 2008.

FLTR: Frank Verhaegen, Bart Van Hooland, Manon Janssen, Luc Missorten, Geert Peeters, Koen Dejonckheere, Sophie Manigart, Hilde Laga, Marc Descheemaeker, An Vermeersch, Karel Plasman, Brigitte Boone

Brigitte Boone
Director

Brigitte Boone has a master's degree in law and another in economic law. She is also an alumna of INSEAD and Harvard Business School. Between 1985 and 2009, Brigitte Boone held various positions (legal counsel, head tax department, CEO Fortis Private Equity, CEO commercial and investment banking) at Generale Bank, subsequently Fortis Bank. She was also a member of the Executive Committee and of the board of directors of Fortis Bank until May 2009. Currently, Brigitte Boone is managing director at 2B Projects. In addition, she holds independent director's mandates at Amonis OFP, Studio 100, Plopsaland, DS Textiles and Puilaetco Dewaay. She is also a non-executive director at Imec and BTC.

Brigitte Boone has been a member of Gimv's board of directors since June 2015.

Marc Descheemaecker
Director

Marc Descheemaecker obtained in 1977 a master's degree in Applied Economics from UFSIA (University of Antwerp). In 1978, he completed his studies at the College of Europe in Bruges, where he obtained a postgraduate degree in European Economics.

Marc Descheemaecker was CEO of the NMBS (Belgian national railroad company) from 2004 until 2013 and has been chairman of the board of BAC (Brussels Airport Company) since 2013.

In addition, Marc Descheemaecker is chairman of the board of directors at De Lijn and Lijncom, independent director of the High Diamond Council Antwerp (HRD), member of the board at Vitrufin (holding above Ethias) and member of the board of directors at the European Investment Bank (EIB) and the European Investment Fund (EIF). Since January 2017, he has been a member of the board of directors of NMBS.

Marc Descheemaecker has been a member of Gimv's board of directors since October 2014.

Manon Janssen
Director

Manon Janssen graduated as a commercial engineer from the Free University of Brussels/Solvay Business School. She began her career at Procter & Gamble where she worked for 16 years in different countries and where she was responsible for major brands.

In 2000, she became Vice President of Marketing & Innovation at Electrolux Europe and in 2005 she started as Chief Marketing Officer at Philips Lighting.

From May 2010 until May 2015, Manon Janssen was CEO and Managing Director of Ecofys Group, a leading consulting firm in the field of energy and climate.

Since September 2015, she has been CEO and chairman of the Board of Management at Ecorys, an international consultancy assisting private and public leaders in making informed choices on economic, social and spatial development issues. In addition, she is chair of De Topsector Energie (NL) and a member of several expert committees in the field of energy transition.

Manon Janssen has been a member of Gimv's board of directors since January 2017.

Sophie Manigart
Director

Sophie Manigart is Professor of Corporate Finance at the Faculty of Economics and Business Administration at Ghent University as well as partner at Vlerick Business School.

She is also a director at AXA Belgium and at the Belgian Venture Capital and Private Equity Association.

Sophie Manigart has been a member of Gimv's board of directors since June 2010. Her mandate expires on 27 June 2018.

Luc Missorten
Director

Luc Missorten was CEO of Corelio until the end of September 2014. Previously, he held positions at law firm Linklaters and at Citibank, after which he was appointed chief financial officer at AB Inbev and UCB.

Luc Missorten holds various director's positions, mainly in listed companies (Barco, Ontex, Recticel and Scandinavian Tobacco Group).

Luc Missorten has been a member of Gimv's board of directors since June 2014.

Geert Peeters
Director

Geert Peeters is currently COO at Cath Kidston Ltd, after previously holding various positions in a long career at VF Corporation and Levi Strauss & Co and was active at Bacardi Ltd and Sofinal NV.

He holds a master's degree in industrial engineering in textiles/chemistry, an executive MBA from Flanders Business School and a master's degree in Operations & Supply Chain Management from Vlerick Business School.

Geert Peeters has been a member of Gimv's board of directors since April 2016.

Karel Plasman
Director

Karel Plasman holds a master's degree in commercial and financial sciences. For 5 years he was a professor at the Handelshogeschool in Antwerp, teaching modern financial techniques.

Karel Plasman held senior management positions at international financial organisations like Rabobank Nederland, VISA International London and the Almanij-group.

In June 2002, Karel Plasman started up Corga SA Luxembourg, which in 2007 became part of Acerta Consult. Until May 2014, he was CEO of the Acerta Group.

Karel Plasman has been a member of Gimv's board of directors since June 2015.

Bart Van Hooland
Director

Bart Van Hooland is an entrepreneur active in SMEs in various sectors. His main activity today is managing DROIA, an investment and venturing organisation focused on new cancer therapies.

He is also involved as shareholder and director in producers of building and garden materials, and in companies with water-related activities such as surveying, diving and dredging. He develops activities as start-ups or through new partnerships.

Bart Van Hooland has been a member of Gimv's board of directors since June 2010.

Frank Verhaegen
Director

Frank Verhaegen is a non-executive director at Caloritum, an independent director at VDK Bank NV and treasurer of Antwerp Cathedral. Previously, he held various positions as Audit Partner, was Chairman of Deloitte Belgium and Chairman of the Institute of Auditors, accredited for financial institutions.

Frank Verhaegen holds a master's degree in Law and in Economic Sciences from KU Leuven and an executive MBA 'High Performance Boards' from IMD (Belgium).

Frank Verhaegen was co-opted as a director of Gimv in July 2017.

An Vermeersch
Director

An Vermeersch graduated as a Bio-Engineer in Microbiology and Biochemistry from the University of Ghent and obtained an MBA from the Vlerick Business School.

She started her career at GSK, after which she started working as a consultant at McKinsey & Company Inc. in 2000, where she led several projects in Healthcare and Pharma. In 2008 she returned to GSK Vaccines as Global Business Operations Director - Global Vaccines Development. From 2012 to 2015, as Vice President - Vaccines Executive Office, she led the drafting of a new strategy, the transformation programme and the integration of Novartis Vaccines. She was appointed Vice President - Global Health and Public Affairs in 2016 and, among other things, directs the Global Health strategy.

An Vermeersch has been a member of Gimv's board of directors since June 2017.

Corporate mandates

We give below a full overview of all corporate mandates held by Gimv's directors on 31 March 2018.

Name	Current board memberships
Brigitte Boone	Amonis OFP, BTC, Delhaize Management, DS Textiles, Fidimec, Interuniversitair Micro-Electronica Centrum (IMEC), Plopsaland, Puilaetco Dewaay Private Bankers, Studio 100, 2B Projects (management company), VPM
Koen Dejonckheere	Different entities of the Gimv-group, Belgische Vereniging van Beursgenoteerde Bedrijven (chairman), Enternext, Home Invest Belgium GGV, Roularta Media Group, Verbond van Belgische Ondernemingen (VBO) (member of the strategic committee), Vlaams Netwerk van Ondernemingen (VOKA) (director) and VEV (chairman), TDP, Ziekenhuisgroep AZ Delta
Marc Descheemaecker	BAC, De Lijn, Europese Investeringsbank (EIB), Europees Investeringsfonds (EIF), HRD Antwerp, Lijncom, NMBS, Vitrufin, VPM
Manon Janssen	Ecorys (member board of management), Topsector Energie (chairman Topteam)
Hilde Laga	Agfa-Gevaert, Barco, Commissie Corporate Governance, Fund+, Greenyard, Kortrijk Innovatie Netwerk, KU Leuven, Ons Erfdeel, VPM, UZ Leuven (management committee), Zorg KU Leuven
Sofie Manigart	AXA Belgium, Belgian Venture Capital and Private Equity Association, Beschutte Werkplaats Ryhove, Ovinto
Luc Missorten	Barco, Corelio, Mateco, Ontex, Recticel, Scandinavian Tobacco Group
Geert Peeters	Cath Kidston Ltd, VPM
Karel Plasman	Antwerp International Golf and Country Club Rinkven, E.N.A.G.A., Induss, Oscare, NxtPort, Pinvest, VPM, Z-Advies, Z-Immo
Bart Van Hooland	Aura Invest, Bioncotech, Boribat, Cathie Associates Holding, Clair, Convert Pharmaceuticals, Cyteir Therapeutics, Deco, DROIA SA, DROIA Facilities Services, DROIA NV, DROIA Invest SA, DROIA Inc, Ghent Dredging, Margaret, Metaptys, Normoxys Inc, Pont, PX Biosolutions, South Lane, TUSK Therapeutics SA, TUSK Therapeutics NV, TUSK Therapeutics Ltd, Tux, Xia
Frank Verhaegen	Frank Verhaegen, Vankajo Invest, VDK Bank, Caloritum, Vrienden van KOCA, De Kathedraal
An Vermeersch	Floré

3. Operations

Activities report

During FY 2017-18, the board of directors exercised its powers as described in the Corporate Governance Charter.

In addition to its usual activities and investment decisions, the Board examined the following issues:

- Gimv's strategic positioning;
- updating the leadership and the organisation;
- the value creation process in the portfolio companies;
- the elaboration of the amended long-term incentive plan 2018-2021;
- the allocation of resources to and the vision on its infrastructure activities.

Number of meetings and attendance

During FY 2017-2018, the board of directors convened ten meetings, five during the first half and five during the second half of the financial year. In addition, the board of directors met five times by telephone.

On average, 92% of the directors were present at the physical meetings. The directors' individual attendances are listed in the remuneration report under 'directors' remuneration' (cfr. infra, item 7).

Conflicts of interest - Article 523 of the Belgian Company Code

During FY 2017-2018, one situation gave rise to the application of the conflicts of interest procedure in the board of directors.

During its meeting of 16 May 2017, the board of directors deliberated and resolved on the CEO's bonus for FY 2016-2017. The following was recorded in the minutes of this meeting:

The evaluation and variable remuneration of the managing director was the next item discussed. As the managing director has, as the beneficiary, an interest of a proprietary nature in the meaning of article 523 of the Companies' Code, he left the meeting and did not participate in the deliberation and decision-making on this item.

Dirk Boogmans reported that the Remuneration Committee had examined the appraisal interview that the CEO had with the chairman of the board of directors and the chairman of the Remuneration Committee. Following this positive evaluation, the

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Remuneration Committee also advised the board of directors to reappoint Koen Dejonckheere as managing director for a new four-year term.

The Remuneration Committee proposed to the board of directors to grant variable remuneration of EUR 120 000 to the CEO in respect of the past financial year

Resolution

In the light of the Company's results for the past financial year and the status of the set objectives, the board of directors approves – upon recommendation of the Remuneration Committee – the CEO's bonus of EUR 120 000.

Conflicts of interest - Article 524 of the Belgian Company Code

Listed companies are required to subject decisions for which competence lies with the board of directors and which relate to the relationship between the company and its affiliated companies, to a committee of three independent directors, assisted by one or more independent experts. Article 524 of the Belgian Company Code describes the procedure to be followed.

During FY 2017-2018, there have been no situations giving rise to the application of this conflicts of interest procedure.

Gimv shares owned by the members of the board of directors

Koen Dejonckheere is the only director who owns Gimv shares. At the beginning of the financial year, Koen Dejonckheere held 6 434 Gimv shares. This situation was unchanged at 31 March 2018.

4. Evaluation

In principle, every two years, the chairman organises an evaluation of the performance of the board of directors. This exercise consists of a questionnaire on various aspects of governance, plus individual interviews with directors.

The aim of this exercise is to capture individual opinions and feedback by means of a quantitative instrument. The questions include:

- to what extent is information presented in a timely and accurate manner to the directors and how does management respond to any questions and remarks?
- how do discussions and decision-making processes work within the board and is there adequate opportunity to present all points of view?
- to what extent do individual directors participate in the discussions and do directors sufficiently contribution their specific expertise during discussions?
- how is the chair man's leadership perceived during meetings, with particular attention to everybody's right to speak, the conformity of the decisions with the discussions and the consensus of the directors?

During FY 2015-2016, the board of directors evaluated its performance in accordance with the above procedure, with the outcome included in the FY 2015-2016 annual report. During FY 2017-2018, no evaluation exercise took place, this being on the agenda for FY 2018-2019.

5. Remuneration

The remuneration of the directors is set out in the remuneration report (cfr item 7 below)

6. Rules of conduct

Gimv Dealing Code and Gimv Code of Conduct

Gimv has introduced a "Gimv Dealing Code" and a "Gimv Code of Conduct", both of which apply to directors and employees of Gimv and its group companies. Both documents can be found on Gimv's website.

Code of Ethics

Gimv takes its lead in its activities from, inter alia, the code of conduct of the Belgian Venture Capital & Private Equity Association (BVA). This code aims to contribute to the lasting development of the private equity sector in Belgium. Its main points relate to sustainable creation of value by means of active shareholdership in investee companies and to the ethically responsible use of investment resources on the basis of integrity, confidence and open communication. This BVA code of conduct forms part of the Gimv Code of Conduct and can also be found on the BVA website (www.bva.be).

2. Advisory committees within the board of directors

Three specialised advisory committees have been set up within the board of directors: the Audit & Risk Committee, the Remuneration Committee and the Nomination Committee. The setting up and operation of these committees is described in Gimv's articles of association and its Corporate Governance Charter. After each meeting, the board of directors receives a report with recommendations in respect of decisions to be taken by the board.

1. Audit & Risk Committee

Composition

The Audit & Risk Committee consists of Luc Missorten (chairman), Brigitte Boone, Sophie Manigart and Marc Descheemaecker. It is thus comprised solely of non-executive board members, half of whom are independent. All Audit & Risk Committee members meet the criteria of expertise regarding bookkeeping and audit.

This means that, during the past financial year, the recommendation that the Audit & Risk Committee should consist of a majority of independent directors (Corporate Governance Code, Appendix C, sub 5.2/4) was not met. The board of directors intends, however, following the changes in the composition of the board of directors that are on the agenda of the General Meeting on 27 June 2018, to adjust the composition of the Audit & Risk Committee to meet this recommendation.

Operations

Activities report

The main role of the Audit & Risk Committee is to direct and supervise the financial reporting, the accounting process and the administration of the Company. The financial reporting is extensively discussed on a quarterly basis, with special attention given to the valuation decisions relating to the shareholdings in the portfolio. The Audit & Risk Committee also monitors the efficiency of internal control and risk management systems. The Audit & Risk Committee reports systematically to the board of directors on its activities, and reassesses the Audit & Risk Committee charter on an annual basis. During FY 2017-2018, the Audit & Risk Committee paid special attention to the following items:

- The financial reporting was discussed in detail during all of the four meetings, including both the reporting process itself and the portfolio valuations and results. During the May and November meetings, the annual and half-yearly results respectively and the financial communication were discussed in the presence of the statutory auditor. The meeting in May also discussed the financial report as included in the 2017-2018 annual report.
- The valuation methods, as set out in Gimv's valuation rules, were continuously monitored. During FY 2017-2018, the Audit & Risk Committee examined more closely the various components of the evolution of the valuation, with specific attention to the impact on it of the results of the portfolio companies, as well as the evolution of the applied valuation methods and any valuation discounts.
- The Audit & Risk Committee analyses annually the fiscal situation of the Gimv group, along with any tax disputes. In addition, the Audit & Risk Committee analyses at regular intervals the ongoing legal disputes, as well as Gimv's off-balance sheet obligations, on the basis of internally and externally prepared reports. The committee is of the opinion that there are no items not included in the annual accounts and the annual report.
- The Audit & Risk Committee also devoted attention to (i) the introduction of the General Data Protection Regulation (GDPR) and its concrete consequences for Gimv, and (ii) the concrete consequences of the Summer Agreement for Gimv.
- As the maximum term of the current statutory auditor's term of office expires at the June 2019 General Meeting, the procedure for selecting a new auditor was also initiated during FY 2017-2018.
- Finally, during FY 2017-2018, the Audit & Risk Committee also conducted an evaluation of its operation. This evaluation resulted in, among other things, the decision to move from a more classical Audit Committee to an Audit & Risk Committee, with a greater focus on an adequate management of the risks for Gimv and its main portfolio companies.

With respect to risk management, this year the company opted for an approach whereby the portfolio and process risks with which Gimv is confronted in its activities are discussed and assessed on a regular basis by the Audit & Risk Committee. A number of these risks (including market and economic risk, liquidity risk and currency risk) are included in the recurrent financial reporting. In addition, a number of other risks (fiscal risk, legal risks etc.) are examined on an annual basis. Finally, a number of other risks are reviewed on an ad-hoc basis, for example, this year the Audit & Risk Committee examined more specifically (i) safety and risks in the IT area, and (ii) the compliance procedures. This combination of recurrent monitoring and ad-hoc discussion of major risks should allow Gimv's management to guarantee the efficient application of the control processes, so as to continuously enhance the effectiveness of risk management.

A more detailed description of the internal control approach and methodology can be found in the chapter on internal control and risk management (cfr. item 6 below).

The auditor's management letter contained no recommendations leading to significant adjustments. The statutory auditor therefore delivered an unqualified opinion.

The Audit & Risk Committee has no knowledge of facts or circumstances with a potentially significant impact on Gimv that are not included in the annual accounts or the annual report.

Number of meetings and attendance

During FY 2017-2018, the Audit & Risk Committee met four times, with an average attendance of 94%. The individual attendances of the committee's members are listed in the remuneration report under 'Remuneration of the board of directors' (cfr. infra point 7).

The Audit & Risk Committee meets at least once a year without any Executive Committee member and at least once without the auditor.

2. Remuneration Committee

Composition

The Remuneration Committee is composed of Frank Verhaegen (chairman), Bart Van Hooland, Manon Janssen, Karel Plasman and Geert Peeters.

In this way, the Remuneration Committee consists entirely of non-executive directors, and three of the five members are independent directors.

Operations

Activities report

During FY 2017-2018, the Remuneration Committee examined the recurrent activities, as set out in the Corporate Governance Charter.

In addition to its regular work on the remuneration policy and preparing the remuneration report, the Remuneration Committee also devoted attention during the past year to the following subjects:

- assessment of the executive management and setting their objectives and their annual variable remuneration;
- the market research carried out by a reputed external HR expert on the remuneration structure and the long-term incentive plans;
- the evaluation of the existing long-term incentive plans and benchmarking for the new 2018-2021 long-term incentive plan.

Number of meetings and attendance

During FY 2017-2018, the Remuneration Committee met physically seven times and once by telephone, with an average attendance of 97%. The individual attendances of the members are listed in the remuneration report under 'Remuneration of the board of directors' (cfr. infra point 7).

3. Nomination Committee

Composition

The Nomination Committee is composed of Hilde Laga (chairman), Marc Descheemaecker, Manon Janssen (since 20 June 2017), Bart Van Hooland (since 20 June 2017) and Frank Verhaegen (since 18 July 2017). Dirk Boogmans was a member of the Nomination Committee until his voluntary resignation in May 2017. Christ'l Joris was a member of the Nomination Committee until her voluntary resignation at the General Meeting of June 2017.

In this way, the Nomination Committee consists entirely of non-executive directors, with three of the five members being independent directors.

Operations

Activities report

During FY 2017-2018, the Nomination Committee focused primarily on (i) the reappointment of Koen Dejonckheere as managing director, and (ii) the search for replacements for Christ'l Joris, Dirk Boogmans and Sophie Manigart respectively. This search resulted in (i) the appointment of An Vermeersch by the General Meeting of June 2017 to replace Christ'l Joris, (ii) the co-optation by the board of directors of Frank Verhaegen to replace Dirk Boogmans with effect from 18 July 2017, and (iii) the proposal made by the board of directors to the General Meeting of 27 June 2018 to appoint Johan Deschuyffeleer as an independent director.

Number of meetings and attendance

During FY 2017-2018, the Nomination Committee met physically three times, with an average attendance of the physical meetings of 92%. In addition, the Nomination Committee also met once by telephone.

Deviation from best-practice principles 5.3.1 en 5.3.4

The nomination committee has no authority to nominate members of the Executive Committee, with the exception of the CEO.

Unlike companies with a one-tier management structure, Gimv has a de facto two-tier structure, which gives the CEO responsibility for the daily management of the Company and, as such, for the composition of the management.

3. Executive committee

The CEO is responsible for ensuring the implementation of the strategic and investment decisions of the board of directors. The CEO is assisted in the execution of his duties by the Executive Committee.

1. Members

Alongside the CEO, the Executive Committee is comprised of the following members:

FLTR: Bart Diels, Kristof Vande Capelle, Tom Van de Voorde, Dirk Dewals, Koen Dejonckheere, Erik Mampaey, Edmond Bastijns

Edmond Bastijns
Chief Legal Officer and Secretary General

Edmond Bastijns joined Gimv in September 2000. Since 2007, he has been responsible for the legal department in his capacity as Chief Legal Officer. In July 2016, he was appointed Secretary General and became a member of the Executive Committee

Before Gimv, he was a lawyer at Linklaters in Brussels (formerly De Bandt, van Hecke & Lagae) from 1996 until 2000.

Edmond Bastijns holds a master's degree in Law from the University of Leuven (KU Leuven). In 2014-2015 he completed the Advanced Management Program at the Chicago Booth School of Business.

Dirk Dewals
Head Connected Consumer

Dirk Dewals joined Gimv in 2009. Before that, he gained extensive experience during his ten years in corporate finance at Petercam, advising both listed and private companies and their shareholders on mergers & acquisitions, capital market transactions and strategic evaluations.

Dirk Dewals is a commercial engineer (KU Leuven) and also worked in the department of business economics and strategy at KU Leuven.

Bart Diels,
Head Health & Care

During his more than 20 years at Gimv, Bart Diels has built a successful and broad full-cycle track record, both in early and late stage investments, in business building, buy-and-build strategies and exit (IPO & trade sale) and this in different sectors.

Bart has guided early-stage companies like BAI, Coreoptics, eXimius, Filepool and Metris at every stage of the growth process, from smart idea to successful exit. He also achieved significant capital gains on late-stage investments like FICS and LMS. Today, Bart is chairman at OTN Systems and board member at Benedenti, Eurocept and Spineart. His broad experience is vital in further expanding Gimv's Health & Care platform, which he has headed since late 2012.

Bart holds a master's degree in Financial and Quantitative Economics and an MBA, both from the University of Antwerp (Belgium).

Erik Mampaey
Head Sustainable Cities

Erik Mampaey joined Gimv as Head of Sustainable Cities in early 2018. Previously he was employed at ENGIE as Head of Acquisitions, Investments & Financial Advisory (AI & FA) Europe (Business units in the Benelux, Northern, Eastern, Central and Southern Europe, and in the UK/Ireland). In this capacity, he was responsible for a whole series of strategic and financial projects in Europe, where he was in charge of an M&A/financial engineering team focused on a very wide range of energy and sustainable topics.

Erik Mampaey graduated as a Commercial Engineer from KU Leuven, after which he obtained an executive master's diploma in Corporate Finance from the Solvay Brussels School.

Kristof Vande Capelle
CFO

Kristof Vande Capelle is Chief Financial Officer of Gimv.

Before joining Gimv in September 2007, he worked at Mobistar as Director of Strategic Planning and Investor Relations. His other professional experiences are as a credit analyst at KBC and an academic assistant at the KU Leuven.

He holds a master's degree in Applied Economics (major in Corporate Finance) and an MA in Economics, both from the University of Leuven (KU Leuven).

Tom Van de Voorde
Head Smart Industries

Tom Van de Voorde joined the Gimv team in 2007, first at Buyouts & Growth Belgium, where he completed several management buyouts and investments in growth companies, and subsequently in the Smart Industries Platform. Today, he is responsible for the Smart Industries platform, focused on value-creating investments in technology.

He gained valuable experience in investment banking at Bank Degroof, where he worked as vice president of Investment Banking & Private Equity, and at NIBC Advisory in Brussels as head of M&A.

Changes in the composition of the Executive Committee during FY 2017-2018

During FY 2017-2018, Alex Brabers, Benoît Raillard, Peter Maenhout and Ivo Vincente left Gimv. Alex Brabers and Benoît Raillard have not been replaced. Peter Maenhout was succeeded as Head Connected Consumer by Dirk Dewals as of November 2017. Ivo Vincente was succeeded as Head Sustainable Cities by Erik Mampaey as of January 2018. Tom Van de Voorde was appointed Head Smart Industries as of June 2017.

2. Remuneration

For the remuneration of the members of the Executive Committee, see the Remuneration Report (cfr. item 7 below).

3. Evaluation

The CEO evaluates the members of the Executive Committee on a yearly basis. The results are presented to and discussed by the Remuneration Committee.

Each year, the Remuneration Committee evaluates the CEO's performance. This evaluation is prepared jointly by the chairman of the board of directors and the chairman of the Remuneration Committee.

The Remuneration Committee reports to the board of directors on the above-mentioned evaluations.

4. Ownership of shares as at 31 March 2018

The table below gives an overview of the Gimv shares held by Executive Committee members at the start and end of FY 2017-2018:

	1 April 2017	31 March 2018
Edmond Bastijns	900	900
Bart Diels	2 935	2 935
Kristof Vande Capelle	3 101	3 101
Dirk Dewals	40	40
Erik Mampaey	-	-
Tom Van de Voorde	-	490

4. Capital

1. Reference shareholder

Vlaamse Participatiemaatschappij NV (VPM) holds an interest of 6 818 407 shares or 26.82% in Gimv.

Decisions lying within the powers of the board of directors of listed companies involving relationships between the listed company and affiliated companies (other than subsidiaries) must first be assessed by a committee of three independent directors, assisted by one or more independent experts. Article 524 of the Belgian Companies' Code describes the procedure to be followed (see p. 28 item 1.3 above).

2. Evolution of capital

Gimv's share capital amounts to EUR 241 364 628.63 and is represented by 25 426 672 fully paid-up shares without nominal value. All shares have the same rights and fractional value, and are fully paid up. The following capital increases have taken place since 1995 (converted into EUR)

Date	Capital		Share premium	Total number of shares
	Increase	Total		
31-01-1995	672 262 43	102 756 848.68	1 021 820.48	4 145 201
31-07-1995 (1)	12 146 782.71	114 903 631	37 436 384.32	4 635 201
27-05-1997 (1)	103 240 216.26	218 146 301.80	-	23 176 005
05-12-2000 (2)	1 853 698.20	220 000 000.00	-	23 176 005
03-08-2012 (3)	7 478 071.40	227 478 071.40	17 130 237.58	23 963 786
02-08-2013 (3)	7 223 793.74	234 701 865.14	17 946 082.81	24 724 780
01-08-2014 (3)	6 662 763.59	241 364 628.63	16 552 314.41	25 426 672

Apart from the above-mentioned shares, the company has not issued any securities that on exercise or conversion would produce an increase in the number of shares.

All shares of the Company are listed on the First Market of Euronext Brussels, with share code GIMB, ISIN code BE0003699130, Reuters code Gimv.BR, and Bloomberg code GIMB BB.

(1) Incorporation of share premium and 1:5 share split
(2) Capital increase and conversion into euros
(3) Capital increase following an optional dividend

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

3. Authorised capital and purchase of own shares

The board of directors is authorised to increase the capital of the Company in one or more instalments with a total amount of maximum EUR 241 364 628.63. Until 29 June 2021, the board of directors may exercise this right in the following special circumstances:

- when an unforeseen urgent need for financing arises and market conditions do not lend themselves to a public issue;
- where it appears necessary to enable the Company to react quickly to market opportunities, especially with regard to the full or partial acquisition of companies, mergers and/or establishing strategic alliances;
- whenever the costs of convening a general shareholders' meeting are disproportionate to the amount of the intended capital increase;
- when, owing to the pressing urgency of the particular situation, a capital increase under the authorised capital procedure appears necessary in the interest of the Company;
- whenever the Company wishes to issue shares, warrants, options or other securities for the employees, directors or advisers of the Company or associated companies;
- when a capital increase is carried out in the framework of the granting of a stock dividend, whether the dividend is paid up directly in new shares, or indirectly in cash, whereby the money will be used immediately for subscription to new shares;
- and for all transactions related thereto.

Furthermore, the board of directors is specifically authorised to use the aforementioned authorised capital in the event of a public takeover bid on securities issued by the Company. The board of directors may exercise this right until 29 June 2021. During FY 2017-2018, the board of directors did not make use of this authorisation.

The board of directors is also authorised to acquire or dispose of its own shares, on or off the stock market, subject to equal treatment of all shareholders. This authorisation has been granted for a five-year period until 29 June 2021. Gimv did not use the option to purchase own shares during FY 2017-2018.

4. Threshold for convening the General Meeting

Shareholders who represent, independently or jointly, 3% of the authorised capital are entitled to place items on the agenda of the General Meeting and to submit proposals for resolutions.

Apart from this, the board of directors considers every reasonable proposal from a shareholder, regardless of his shareholding. If the proposal is of interest for Gimv and its shareholders, the board of directors will place the item on the agenda of the General Meeting.

5. External audit

The external audit of Gimv and most of its subsidiaries was entrusted, by decision of the General Meeting of 29 June 2016, to EY Bedrijfsrevisoren, represented by Mr Ömer Turna. During FY 2017-2018, Gimv paid a total of EUR 668 982 (VAT excluded) to EY Bedrijfsrevisoren.

- EUR 94 150 for the statutory audit of Gimv's annual accounts;
- EUR 297 174 for the statutory audit of the annual accounts of Gimv's subsidiaries, for which EY Bedrijfsrevisoren is appointed as statutory auditor;
- EUR 11 560 for all other audit assignments, mostly in connection with other advisory assignments relating to Gimv portfolio companies;
- EUR 18 274 for tax advice relating to Gimv portfolio companies;
- EUR 21 824 for assignments outside the scope of auditing, including checking the calculation of variable remuneration and verifying the valuation of options and warrants on the shares of the co-investment companies;
- EUR 226 000 for various due diligence assignments.

The remuneration for the statutory audits of the annual accounts of Gimv and its (direct or indirect) subsidiaries is linked to the annual evolution of the consumer price index.

Article 134, §4 of the Belgian Company Code requires companies to include in an annexe to the annual report 'the subject and remuneration connected with tasks, mandates or assignments entrusted to a person with whom the statutory auditor has concluded an employment agreement or collaborates professionally, and to companies or persons affiliated with the auditor'. This requirement applies to Gimv, Belgian companies and persons affiliated to Gimv, and its foreign subsidiaries.

Since Gimv, as an investment company, has dozens of shareholdings, in Belgium and abroad, it has agreed the following procedures with its statutory auditor:

- Both the additional statutory tasks assigned to, and the other services provided by the statutory auditor (and the companies affiliated to or cooperating with EY) are subject to strict monitoring and, on occasions, approval by the Audit & Risk Committee;
- Gimv requests a specific report on the assignments undertaken by EY (and companies affiliated to or cooperating with it) for Gimv's Belgian affiliates or foreign subsidiaries where Gimv holds more than 50% of the shares;
- In respect of any other shareholding, regardless of whether this company is affiliated to Gimv, Gimv requests its statutory auditor or EY (or companies affiliated to or cooperating with EY) whether any tasks, mandates or assignments have been carried out for it. However, as Gimv's management is usually not involved in its portfolio companies' choice of service providers, it does not always have this information.

This investigation showed takeover-related due diligence assignments to be the only material assignments carried out by EY;

- EY also has internal systems able to detect conflicts of interest in a timely manner. Although Gimv has no reason to doubt the correctness of the information thus obtained, it is unable to guarantee its accuracy and completeness.

6. Internal control and risk management

Internal control can be defined as a system, developed by management, which contributes to the governance of the Company's activities, to its efficient performance and to optimal use of its assets, taking into account the goals, size and complexity of the activities.

The ever-increasing complexity of today's society and of Gimv's investment projects in general, as well as changing laws and regulations, necessitate a greater degree of risk awareness.

Risk management is the process of identification, evaluation, control and communication of risks from an integrated and organisation-wide perspective. This is an ongoing process, imposed on us by a changing world and new measures introduced in changing circumstances.

As previously mentioned, Gimv applies the Belgian Corporate Governance Code for listed companies as a point of reference. In accordance with article 1.4 of this Code, this chapter elaborates on the most important elements of Gimv's internal control and risk management systems.

1. Control environment

The Company's control environment - the way the organisation deals with risk management - is defined by its corporate culture:

- mission and values, organisational culture, philosophy, management style and corporate structure;
- the definition of integrity and ethics in the Ethics Code and the Gimv Code of Conduct for directors and employees (http://www.gimv.com/nl/corporate-governance-charter);
- role and responsibilities of the board of directors and the various committees as defined in the Corporate Governance Charter (http://www.gimv.com/nl/corporate-governance-charter). From all this we see that each department within Gimv enjoys a high level of independence, but that Gimv has also developed a powerful and centralised decision process for new investments.

2. Approach according to the COSO model

The Company is convinced that risk management is an essential part of good governance and the development of a sustainable corporate performance. By managing risk and maintaining an appropriate balance between risks and returns, the Company seeks to maximise business success and shareholder value. Optimal risk management also needs to contribute to the realisation of the (strategic) objectives::

- optimising operational business processes in terms of effectiveness and efficiency;
- reliable financial reporting;
- monitoring its activities in accordance with regulations, laws and codes of conduct.

This approach concords with that of the COSO model. This is an international reference framework for an integrated system of internal control and risk management as developed by the Committee of Sponsoring Organisations of the Treadway Commission ('COSO'). This COSO reference framework is built around 5 components: (i) control environment, (ii) risk management process, (iii) control activity, (iv) information and communication and (v) supervision and monitoring. This model is acknowledged as the standard framework for internal control.

3. Management measures and internal control

Using this risk analysis, we update the risk and control matrix which maps the risks and accompanying control measures for each process. This includes both risks that impact the financial reporting and the operating risks.

- During a first phase, Gimv evaluates whether the internal control mechanisms are structured in a sufficiently effective and efficient manner. In case of deficiencies, remedial measures are taken by the persons responsible for the relevant process and control mechanisms.
- In a second phase, all control mechanisms are evaluated in terms of structure, and of their effectiveness and efficiency. In this manner, Gimv investigates whether the control mechanisms work properly in the day-to-day activities. In the case of shortcomings, recommendations are formulated and a second round of checks follows to determine whether all recommendations have been implemented.

4. Assessment of current approach

For risk control, Gimv has opted for an approach in which the portfolio and process risks with which Gimv is confronted in its activities are assessed on a regular basis. The monitoring of a number of these risks (including market and economic risk, liquidity risk and currency risk) is included in the recurrent financial control. In addition, a number of other risks (e.g. tax risks, legal risks) are reviewed annually by the Audit & Risk Committee. Finally, there are a number of other risks handled on an ad-hoc basis. For example, this year the Audit & Risk Committee examined more specifically (i) safety and risks in the IT area, and (ii) the compliance procedures.

This combination of recurrent monitoring and ad-hoc discussion of major risks should allow Gimv's management to guarantee the efficient application of the control processes, so as to continuously enhance the effectiveness of risk management.

5. The most significant risks

The Company's most significant risks have already been defined in Chapter 5 of this annual report.

7. Remuneration report

1. Remuneration policy for non-executive directors

Procedures

The annual General Meeting decides on the remuneration of the members of the board of directors. The total amount of fixed remuneration and attendance fees for all directors, chairman and CEO included, is decided on an annual basis by the annual General Meeting, with authorisation given to the board of directors to distribute the remuneration amongst the directors. As a rule, the directors' remuneration is assessed as to its market conformity every two years. The most recent assessment was carried out in 2016. The Remuneration Committee and the board of directors want to ensure that the remuneration package is able to attract the required profiles for the board of directors.

Policy and remuneration level

Gimv's non-executive directors are entitled to a fixed annual remuneration and attendance fees:

- there is a fixed annual remuneration for the board members as well as for the chairperson of (each of) the committees;
- there is also an attendance fee for board and committee meetings, except for the chairman of the board.

This remuneration structure is intended to ensure active participation in both board and committee meetings. The fixed remuneration for the committee chairpersons is justified by the fact that the proper operation of these committees requires adequate preparation by their chairpersons.

Principles established by the General Meeting

On 28 June 2017, Gimv's annual General Meeting established the total remuneration of all board members, including the chairman and CEO, at a maximum EUR 1 450 000 per year. The directors were authorised to further distribute this remuneration. The following distribution was agreed upon within the board of directors:

- the annual fixed remuneration of the chairman of the board of directors is set at EUR 175 000 (excluding an annual EUR 48 000 lump-sum expenses allowances). The chairman is not granted any premiums for any group insurance, nor any attendance fees for board or committee meetings;
- the fixed remuneration for the CEO amounts to EUR 526 021 (group insurance premiums excluded);
- the fixed remuneration for non-executive directors amounts to EUR 21 000 per year;
- the directors (except the chairman) receive an attendance fee of EUR 1 250 per meeting of the board of directors or of a board committee, but the total annual attendance fees for each member may not exceed EUR 6 250 per committee;
- committee chairpersons (except for the chairman of the board of directors) receive a fixed annual remuneration of EUR 7 500 and the committee members (except for the chairman of the board of directors) receive a fixed annual remuneration of EUR 3 750.

In addition to the fixed remuneration and attendance fees, non-executive directors receive no other remuneration and do not participate in the group insurance for Gimv employees, with the exception of the chairman who receives a lump-sum allowance (see above).

The CEO is entitled to a fixed remuneration, receives a variable remuneration as well as certain benefits in kind and is also a beneficiary of the group insurance and of the LTIP (cfr infra). In this way, the CEO is the only director participating in any incentive plan for Gimv employees. Since 26 May 2005, the General Meeting has approved the managing director's participation in all variable remuneration systems for employees of the Company, on the understanding that the actual participation is always decided by the board of directors.

Remuneration paid to the board of directors for FY 2017-2018

The total amount of the fixed directors' remuneration for FY 2017-2018 amounted to EUR 1 212 904, including the fixed remuneration of the chairman and the managing director. The following table provides an overview of the directors' remuneration for FY 2017-2018:

	year of birth	director		fixed remuneration financial year		attendance fee				total received financial year
						BoD		Committee		
		since	until	BoD	committee	presence	fee	presence	fee	
Hilde Laga	1956	2015	2019	(5)		10/10	n/a	3/3	n/a	(5)
Koen Dejonckheere	1969	2008	2021	(6)	(6)	10/10	n/a	n/a	n/a	(6)
Dirk Boogmans	1955	2010	2017	10 500	5 625	2/2	2 500	3/3	3 750	22 375
Brigitte Boone	1960	2015	2019	21 000	3 750	10/10	12 500	4/4	5 000	48 439
Marc Descheemaecker	1955	2014	2019	21 000	7 500	10/10	12 500	7/7	8 750	56 875
Manon Janssen	1961	2017	2020	21 000	6 563	9/10	11 250	7/7	8 750	52 813
Christ'l Joris	1954	2010	2017	10 500	3 750	3/3	3 750	4/4	5 000	23 000
Sophie Manigart	1962	2010	2018	21 000	3 750	9/10	11 250	3/4	3 750	45 939
Luc Missorten	1955	2014	2018	21 000	7 500	9/10	11 250	4/4	5 000	51 875
Geert Peeters	1966	2016	2019	21 000	3 750	10/10	12 500	6/7	6 250	49 689
Karel Plasman	1954	2015	2019	21 000	3 750	9/10	11 250	7/7	6 250	48 439
Bart Van Hooland	1964	2010	2018	21 000	6 563	7/10	8 750	7/9	7 500	51 251
Frank Verhaegen	1960	2017	(4) 2021	15 750	8 438	5/6	6 250	5/5	6 250	36 688
An Vermeersch	1971	2017	2021	15 750	n/a	7/7	8 750	n/a	n/a	24 500

2. Remuneration policy for the Executive Committee and other employees

Introduction

Objectives

Gimv's remuneration policy aims to attract and continuously motivate talented profiles with the necessary experience and potential to ensure the Company's continuity, value creation and profitable growth in all markets in which Gimv operates (Belgium, the Netherlands, France and Germany). The remuneration policy is mainly aimed at aligning the interests of the employees with those of the shareholders, by having them share in the created shareholder value within the framework of the long-term incentive plan (LTIP).

The total compensation package for employees consists of three components, combining this longer-term objective with the annual compensation:

- an annual remuneration, consisting of:
  - fixed annual remuneration, and
  - variable annual remuneration (the bonus plan);
- a long term incentive plan (LTIP: 'carried interest' or 'co-investment structure').

Of the entire remuneration package, the annual fixed remuneration counts for about 60% in the long term.

For the coming two years, Gimv plans to maintain these remuneration objectives, namely a combination of a long term-incentive, which ensures value creation and follow-up of the investments, with a fixed annual remuneration.

(4) Subject to ratification of co-optation and appointment by the General Meeting of 27 June 2018
(5) See chairman's remuneration
(6) See managing director's remuneration

Note: this table takes into account the amounts paid in FY 2017-2018. In previous financial years, the fixed remuneration was always paid at the end of December and the end of June. As these payments did not coincide with the closing of the financial year, there was always a discrepancy between the total amount received during the financial year and the total amount with respect to the financial year. The result of this is that, in the amounts reported above, a total of EUR 76 445 was paid in FY 2017-2018 in respect of the last quarter of FY 2016-2017. From FY 2017-2018, the fixed remuneration amounts are paid quarterly so that the amounts paid in a financial year and in respect of it are now the same.

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Procedures

Gimv's Remuneration Committee, which reports directly to the board of directors, periodically benchmarks Gimv's remuneration packages with, inter alia, other private equity funds in Belgium or the Benelux, or with European funds which have teams in the countries where Gimv operates, since these players aim to attract the same reputed profiles, as well as with a relevant sample of other listed companies. The remuneration policy is something that evolves over times and calls for regular assessment. For this, Gimv is assisted by HR experts active in the sector in the various markets relevant to Gimv. In this context, a reputed external HR expert conducted such a benchmarking exercise during FY 2017-2018 for the total remuneration package of the managing director, the other Executive Committee members and the other Gimv employees.

3. Variable annual remuneration: the bonus plan

Principles

Employees

The bonus plan for employees is based on group, team and individual objectives. It is intended as an incentive and steering instrument for the shorter term. In that respect, it is complementary to the long-term incentive plan (LTIP, infra), which runs over a period of eight to thirteen years.

The existence and size of the bonus plan in a given year is primarily dependent on the realisation of certain group objectives in that financial year (more specifically as a function of the net result, the investment activity and the value creation in the portfolio). Where the group objectives have been fully reached, the maximum bonus budget amounts to 30% of the total salary cost. If the lower limit of the group objectives is not met, there is in principle no bonus budget (even if the team objectives and/or individual objectives mentioned below have been achieved). In between these extremes, the bonus budget is calculated proportionally. The group targets are determined at the start of each financial year by the board of directors on the proposal of the Remuneration Committee. As these goals contain confidential information of a strategic nature for Gimv, no further details are disclosed.

An employee's individual share in the above-mentioned global bonus budget is based on the one hand on his/her job level and on the other hand on the achievement of the team and individual objectives. At the start of the financial year, each beneficiary receives his/her team and individual objectives. The weighting of the team objectives vis-à-vis the individual objectives differs according to the employee's job level. The starting point here is that the bonus for junior employees depends more on the individual objectives:

	Analist Associate	Principal	Partner
Team objectives	30%	40%	50%
Individual objectives	70%	60%	50%

The team and individual objectives are agreed in advance between the respective managers and the employees, tested on the basis of the annual evaluation interviews and subsequently recorded in writing in the annual evaluation report. Apart from the evaluation interviews, no specific evaluation criteria or other evaluation methods are used. The bonus is paid each year after the closing of the financial year and after the evaluation of the realisation of the objectives.

CEO and other Executive Committee members

The CEO and the other Executive Committee members do not take part in the bonus plan as set out above. Their variable annual remuneration is calculated in a discretionary manner within the same envelope of 30% of the fixed remuneration. In determining the amount, account is taken of, among other things, the extent to which the above-mentioned group objectives (50%) and individual objectives (50%) were achieved in the given financial year. The group objectives are the same as for all employees, i.e. the net result, the investment activity and the value creation within the portfolio. For the members of the Executive Committee, these are also their team objectives.

The managing director reports annually to the Remuneration Committee in May on the extent to which these targets have been met in the relevant financial year to which the performance criteria relate. The final decision on the amount of the annual variable remuneration is taken by the board of directors on the advice of the Remuneration Committee.

Since the amount of this variable remuneration is lower than a quarter of the total annual remuneration, this variable remuneration component for the CEO and the other members of the Executive Committee is not subject to the stipulations of article 520ter of the Belgian Companies' Code. Since this variable remuneration is (i) determined on the basis of audited figures, and (ii) is inherently discretionary in nature, there is no right of recovery for the Company.

FY 2016-2017

The figures given in the present annual report relate to the bonus paid in the past 2017-2018 financial year and consequently to the objectives for FY 2016-2017. The group objectives for FY 2016-2017 consisted on the one hand of a net profit objective and on the other hand of quantitative objectives in terms of investments and value creation. These group objectives are focused on the realisation of the Company's medium-term plan. The lower limit for each of these 3 group objectives was set at 2/3 for FY 2016-2017, below which the bonus budget for the relevant objective is nil. The objectives for FY

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2016-2017 were fully achieved. In FY 2017-2018, Gimv paid out total variable remuneration in the framework of the bonus plan of EUR 3 092 432 (including the CEO and the other Executive Committee members).

FY 2017-2018

For FY 2017-2018, the group objectives again consist of a net profit objective and of quantitative objectives in terms of investments and value creation. These group objectives are focused on the realisation of the Company's medium-term plan. The lower limit for each of these 3 group objectives was set at 2/3 for FY 2017-2018, below which the bonus budget for the relevant objective is nil. The evaluation of the achievement of these objectives, the determination of the bonus amount and its payment will take place, as is the rule, in FY 2018-2019. This will be reported in the next annual report.

Profit bonus plan

The board of directors will propose to the General Meeting of 27 June 2018 to allocate a profit bonus from the profits of FY 2017-2018 to the Belgian employees of the Company.

The profit bonus plan is a simple and flexible tool created by the legislator in December 2017 to strengthen employees' purchasing power and to reinforce their identification with the success of the company. Provided there is a profit and the board of directors proposes to pay a profit bonus, it is up to the General Meeting to decide by a simple majority whether or not to pay a profit premium to the Belgian employees. The profit bonus plan is a new component of the bonus plan. The profit bonus will not be used to replace any bonus (or other remuneration component) to which employees are already entitled. The profit bonus plan does not create future rights for the employees.

Subject to approval by the General Meeting of 27 June 2018, the total gross amount of the categorised profit bonus for FY 2017-2018 will amount to EUR 1 041 050 and will be allocated to all Belgian employees of the Company (around 60 persons) on the basis of 'function' as a distinguishing criterion. In the proposal to the General Meeting, the individual gross amount of the categorised profit bonus will range between EUR 3 500 for administrative staff and EUR 35 000 for partners and Executive Committee members (with the exception of the managing director who is not an employee and therefore not eligible). In this way, the two statutory thresholds (maximum ratio 1:10 between the lowest and highest reimbursement, and maximum 30% of the total gross wage costs) are respected.

Long Term Incentive Plan (LTIP) – Horizon 8 to 13 years

Principles

In line with the private equity practice in Gimv's home markets, Gimv has since 2001 had a long-term incentive plan (also 'carried interest' or 'co-investment structure'), whereby the Executive Committee members and a significant group of employees share in the realised net capital gains and thus participate in the long-term results of Gimv. It is only to the extent that a portfolio of companies can be successfully sold, after offsetting all profitable and loss-making participations and after the settlement of the financing and management costs, that employees can share in the realised added value. In this way, employees' interests are directly aligned with those of Gimv and its shareholders, in particular the maximisation of realised net capital gains on the portfolio and the resulting creation of shareholder value.

This LTIP is based on consecutive three-year investment periods ('vintages'), during which Gimv employees co-invest, through co-investment vehicles, in the basket of companies in which Gimv invests during this three-year period. The co-investments are not carried by individual shareholding, but by group (basket or vintage) of companies. In this way, profitable and loss-making investments compensate each other. The co-investment is principally carried out with financing through a loan granted by Gimv to the co-investment vehicle in question.

The LTIP aims at value creation in the long term, which characterises Gimv: an initial first pay-out will occur only 8 years after the start of the three-year investment period. Payment is based on the capital gains realised up to that time in cash on the total investment portfolio (and not of individual participations). The 8-year period is followed by a 5-year earn-out period, during which additional cash realisations within the investment portfolio can lead to additional payments (in principle once per year). After the end of this 13-year period, the part of the investment portfolio which has not been realised in cash by means of a sale to third parties can no longer lead to any LTIP payment.

Based on this LTIP, since 2010, approximately 12.5% of the net capital gains realised in cash as a result of the divestment of the relevant investment portfolio (offsetting all profitable and loss-making investments and after deduction of financing and management costs) have accrued to the beneficiaries. Prior to 2010, this percentage amounted to 10%. The final percentage can be influenced downwards if certain options or warrants are not vested or exercised (cfr. infra).

Currently, the LTIP has approximately 50 beneficiaries. The LTIP is characterised by a high degree of solidarity. The more senior within the organisation, the more the beneficiary is incentivised at group level by the LTIP. That is why Gimv has created, by 3-year investment period, LTIPs for each of the four platforms, plus a group-level LTIP (Adviesbeheer Gimv Groep), with the aim of incentivising at the appropriate level.

Of the total LTIP, approximately 30 to 40% accrues to the members of the Executive Committee (including the CEO) and approximately 60 to 70% to the other employees. This LTIP is not a component of the variable remuneration.

During FY 2017-2018, the Remuneration Committee and the board of directors thoroughly evaluated the existing LTIP with the assistance of external experts and also compared it with market practice. This evaluation led to the adjustment of a number of features for the new LTIP that began on 1 April 2018 with a new three-year investment period (7). The most important changes are:

- an even greater focus on the allocation to the investment professionals and in particular the senior dealmakers (mainly the platform heads, investment partners and investment principals);
- a more substantial own investment by the beneficiaries in the form of purchasing shares in the co-investment vehicles and the distribution of the rights to the beneficiaries of the LTIP 2018 in the form of dividends instead of capital gains on shares;
- the introduction of stricter rules for beneficiaries leaving the company;
- an increase in the percentage of the participation in the realised net capital gains from 12.5 to 14%, together with a number of other measures making the overall plan impact-neutral for Gimv;
- the adjustment of a number of parameters (vesting scheme, payment schedule, etc.) as a function of the results of the comparative market study.

As the new LTIP 2018 has started only after the end of the financial year, further details will be reported in the FY 2018-2019 annual report.

The existing LTIP in practice

For each 3-year investment period, Gimv incorporates a co-investment vehicle for each of the four investment platforms, as well as an umbrella co-investment vehicle (cfr. above). Belgian beneficiaries of the LTIP are granted warrants (prior to 2013 they received options) on shares of the co-investment vehicles, while foreign beneficiaries acquire shares of the co-investment vehicles.

Beneficiaries' LTIP rights are, as a general rule, only definitively acquired over a period of eight years (the 'vesting period'), as follows: no vesting in year 1, 18.75% per year in years 2 and 3, subsequently 7.5% per year as from year 4 until and including year 8, and finally 25% at the start of year 9. A first payment can only be effectuated after year 8, followed by a 5-year earn-out period.

Upon exercise, each warrant entitles its holder to one share in the co-investment vehicle in question. The shares of the co-investment vehicles acquired by exercise of the warrants can be sold to Gimv at the earliest eight years after the start of the 3-year investment period. As such, the first settlement can be made only after year 8, followed by a 5-year earn-out period.

The value of the sale price is determined by realised net added value on the investment basket in question. This aligns beneficiaries' interests with those of the Gimv shareholders.

The beneficiaries are entitled to the net capital gains in the in the form of the sales price to Gimv of the shares of the co-investment vehicles, over and above a minimal return of approximately 4% to cover costs on the basket of investments in question, so that only the portion above the minimum threshold accrues to the beneficiary.

The principal characteristics of the warrants and call and put options as set out above are identical for all beneficiaries (including the CEO and the other Executive Committee members).

Value built-up under the LTIP

As per 31 March 2018, the total built-up value for all beneficiaries amounted to EUR 64 720 774 (8), compared to EUR 53 098 793 as per 31 March 2017.

The breakdown as per 31 March 2018 of the outstanding provisions for earn-out payments (LTIP 2007-2009) and of the total value that was built up (LTIP 2010 and further) is as follows:

(7) In this context, the board of directors also decided that no new investments will be made under LTIP 2016.
(8) The value built up in the LTIPs on the still active vintages (2007, 2010, 2013 and 2016) is included in the financial statements under 'minority interests' (being the value of the shares in the co-investment companies held by the beneficiaries) and 'provisions' (i.e. a provision for the not-yet exercised warrants of the co-investment companies and/or Gimv's liabilities in the context of the earn-out). The amount of EUR 64 720 774 consists of minority interests of EUR 60 450 331 and provisions of EUR 4 270 443.

Vintage	Total provision for earn-outs per 31/03/2018
2007 - 2010	1 823 607

Vintage	Total accrued value per 31/03/2018
2010 - 2013	47 384 254
2013 - 2016	15 512 913
2016 - 2018	-

The amounts set out above are liable to changes within the coming years for various reasons:

- the evolution of the value of the underlying, not yet realised investment portfolio (as stated before, each vintage contains a number of companies);
- the cash realisation of the capital gains on the underlying investment portfolio that were built up and the timing of these;
- the increase/decrease in the total number of outstanding options/warrants and/or the total number of outstanding shares.

In addition, the minority interests and provisions assume that LTIP beneficiaries will remain with Gimv until the end of the vesting scheme.

During FY 2017-2018, the following transactions took place:

- a reallocation of a portion of the released rights under LTIP 2013-2016 and under LTIP 2016-2018 to existing and new beneficiaries (see table p. 46 with respect to Executive Committee members);
- the exercise of options relating to LTIP 2010-2013 and the exercise of warrants relating to LTIP 2013-2016 (see tables p. 46 with respect to the CEO and other Executive Committee members);
- a final earn-out payment in respect of LTIP 2004-2006 in a cumulative amount of EUR 1 055 045 for all beneficiaries together (see table p. 45 with respect to Executive Committee members), after which LTIP 2004-2006 was definitively closed (any further divestments of the limited residual portfolio will no longer give rise to any LTIP payment).

The remuneration policy as set out above resulted during the past financial year in the below-mentioned payments to the CEO and the other Executive Committee members respectively.

1. Managing director

Gimv paid in FY 2017-2018 a total amount of EUR 876 901 to Koen Dejonckheere, the managing director, as an independent service provider. This amount consists of:

Annual fixed fee	Fixed premium group insurance	Annual variable remu-neration 2016-2017 (11)	Premium accident insurance	Other (9)
526 021	73 286	120 000	1 884	155 709

Apart from this remuneration for his mandate as a person entrusted with the daily management of the company, the managing director does not receive any additional remuneration in respect of his mandate as a director.

The tax value of the benefits in kind included in the managing director's compensation package is EUR 11 188. These benefits comprise a company car and the reimbursement of telecommunication expenses.

His share in the total built-up value of the LTIP is set out in the table on page 43.

During FY 2017-2018, no payments were made to the managing director under any LTIP.

Details of the options and warrants exercised by the managing director during FY 2017-2018 are included in the tables on p. 45.

During FY 2017-2018, no options or warrants expired and the managing director did not transfer any shares, options or warrants.

Upon the reappointment of the managing director at the annual meeting of 26 June 2013, his severance pay was limited to twelve months fixed and variable remuneration to bring it in line with the recommendations of article 554 of the Companies' Code. On termination of the mandate from age 60 onwards, no termination compensation is due.

(9) This payment relates to the managing director's share in the capital gain realised by Biotech Fonds Vlaanderen from the sale of its shareholding in Multiplicom. This amount was provisioned on 31 March 2017 (see 2016-2017 annual report, p. 77, footnote 5) and paid out in FY 2017-2018. The principle of this share of the capital gain was agreed in October 2008, when the managing director took office. Under this October 2008 agreement, the managing director will still be entitled in the future to a share of the capital gain that Biotech Fonds Vlaanderen has realised or will realise on the sale of the last two shareholdings that are the subject of this scheme (i.e.. AgroSavfe and Complix), on condition that the managing director is in the company at the time of payment.
(11) This variable annual remuneration was paid in cash in FY 2017-2018 and relates to FY 2016-2017.

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2. Remuneration of the other Executive Committee members

In FY 2017-2018, Gimv paid a total EUR 3 374 556 to the members of the Executive Committee (10) (excluding the managing director). This amount is composed as follows:

Annual fixed fee	Annual variable remu-neration 2016-2017 (11)	Premiums group insurance (12)	Premies accident insurance	Other (13)
1 774 525	746 250	246 912	4 149	602 720

The total tax value of the benefits in kind included in the remuneration package of the Executive Committee members (excluding the managing director) amounts to EUR 26 594. These benefits comprise company cars and the reimbursement of telecommunication expenses.

The shares of individual Executive Committee members (including the managing director) in the total accrued value of the LTIP can be found in the table on p. 43 (14):

For Executive Committee members (including the managing director), a condition for taking part in the LTIP is to each hold at least EUR 100 000 of Gimv shares during each investment period. This condition will be replaced with effect from 1 April 2018 by the mandatory investment in the new co-investment system (LTIP 2018-2021). Further information on this will be given in the FY 2018-2019 annual report.

(10) The amounts mentioned in this table take into account (i) all remuneration paid in FY 2017-2018 to Alex Brabers, Benoît Raillard, Peter Maenhout and Ivo Vincent (who left the Company during the past financial year), with the exception of the severance pay of Alex Brabers, and (ii) the remuneration paid in FY 2017-2018 to Tom Van de Voorde, Dirk Dewals and Erik Mampaey from the time of their appointment as members of the Executive Committee.

(11) This variable annual remuneration was paid in cash in FY 2017-2018 and relates to FY 2016-2017.

(12) In the current composition of the Executive Committee, the contributions to the group insurance are determined for two members on a defined benefit basis and for four members on a defined contribution basis.

(13) This amount relates to a historical agreement (comparable to a carried interest) on the basis of which certain employees, including certain members of the Executive Committee, share in the capital gain realised by Biotech Fonds Vlaanderen on the sale of its shareholding in Multiplicom. These Executive Committee members will in the future remain entitled to a share of the added value that Biotech Fonds Vlaanderen has realised or will realise on the sale of the last two participations (i.e.. AgroSavfe and Complix), provided that they are in the company at the time of payment.

(14) During the past financial year, Alex Brabers, Benoît Raillard, Peter Maenhout and Ivo Vincente left the Company. Alex Brabers' share in the total value of the LTIP is: EUR 12 260 (share in the earn-out on LTIP 2007-2010), EUR 2 945 710 (share in LTIP 2010-2013) and EUR 806 024 (share in LTIP 2013-2016). During FY 2017-2018, Alex Brabers also received a final earn-out payment on LTIP 2004-2006 of EUR 12 948. Peter Maenhout's in the total value of the LTIP is: EUR 30 837 (share in the earn-out on LTIP 2007-2010), EUR 3 214 296 (share in LTIP 2010-2013) and EUR 366 525 (share in LTIP 2013-2016). Benoît Raillard's share in the total value of the LTIP is: EUR 389 544 (share in LTIP 2013-2016). Ivo Vincente's share in the total value of the LTIP is: EUR 6 080 (share in the earn-out on LTIP 2007-2010), EUR 1 998 941 (share in LTIP 2010-2013) and EUR 502 964 (share in LTIP 2013-2016). During FY 2017-2018, Ivo Vincente also received a final earn-out payment on LTIP 2004-2006 of EUR 69 404.

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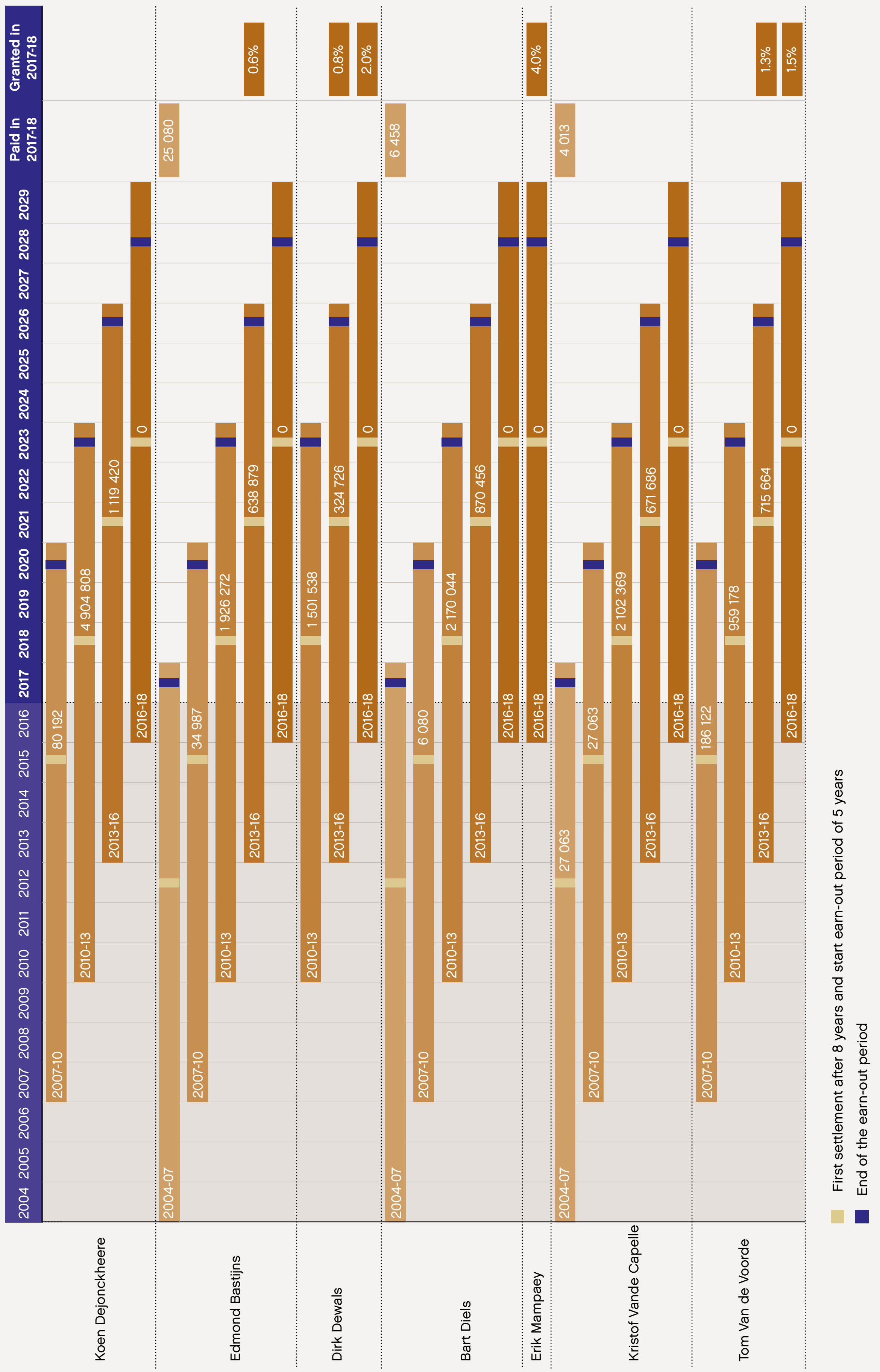
Overview share EXCO in LTIP (in EUR)

Source: Gimv



During FY 2017-2018, the following transactions took place with regard to Executive Committee members (including the managing director):

- an additional grant of warrants on shares of the LTIP 2013-2016 co-investment companies

LTIP 2013 - 2016				
	CIV (15)	Allocation	Exercise price	New total
Edmond Bastijns	AGG13	783	40.99	3 700
Tom Van de Voorde	AGG13	1 600	40.99	2 897
	AGSI13	23	110.99	461
Dirk Dewals	AGG13	500	40.99	1 797
	AGCC13	329	5.00	1 145

- an (additional) grant of warrants on shares of the LTIP 2016-2018 co-investment companies

LTIP 2016-2018				
	CIV (16)	Allocation	Exercise price	New total
Tom Van de Voorde	AGG16	253	2.00€	476
	AGSI16	49	5.00€	785
Dirk Dewals	AGG16	262	2.00€	476
	AGCC16	178	5.00€	699
Erik Mampaey	AGG16	476	2.00€	476
	AGSC16	750	5.00€	750

- an exercise of category B options on shares of the LTIP 2010-2013 co-investment companies (17)

Exercise of B-options LTIP 2010-2013				
	CIV (18)	Number of exercised B-options	Exercise price	Number of shares after exercise
Koen Dejonckheere	AGG10	1 816	6.25€	4 540
Edmond Bastijns	AGG10	713	6.25€	1 783
Dirk Dewals	AGBG10	152	6.25€	314
Bart Diels	AGG10	605	6.25€	1 513
	AGVC10	691	6.25€	1 728
Kristof Vande Capelle	AGG10	778	6.25€	1 946
Tom Van de Voorde	AGBG10	112	6.25€	214

(15) ‘AGG13’ stands for Adviesbeheer Gimv Group 2013. ‘AGSI13’ stands for Adviesbeheer Gimv Smart Industries 2013. ‘AGCC13’ stands for Adviesbeheer Gimv Connected Consumer 2013.
(16) ‘AGG16’ stands for Adviesbeheer Gimv Group 2016. ‘AGSI16’ stands for Adviesbeheer Gimv Smart Industries 2016. ‘AGCC16’ stands for Adviesbeheer Gimv Connected Consumer 2016. ‘AGSC16’ stands for Adviesbeheer Gimv Sustainable Cities 2016.
(17) Executive committee members leaving Gimv during the past financial year exercised the following category B options under LTIP 2010-2013: (i) Alex Brabers exercised 822 AGG10 options with an exercise price of EUR 6.25, after which he owns a total of 2 054 AGG10 shares as well as 938 AGVC10 options with an exercise price of EUR 6.25, upon exercise of which he will own a total of 2 345 AGVC10 shares, and (ii) Peter Maenhout exercised 778 AGG10 options with an exercise price of EUR 6.25 after which he holds a total of 1 946 AGG10 shares as well as 182 AGBG10 options annual report with an exercise price of EUR 6.25, upon exercise of which he will own a total of 455 AGBG10 shares.
(18) ‘AGG10’ stands for Adviesbeheer Gimv Group 2010. ‘AGBG10’ stands for Adviesbeheer Gimv Buyouts & Growth 2010. ‘AGVC10’ stands for Adviesbeheer Gimv Venture Capital 2010.

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- an exercise of warrants on shares of the LTIP 2013-2016 co-investment companies (19)

Exercise of warrants LTIP 2013-2016				
	CIV (20)	**Number of exercised warrants**	**Exercise price**	**Total number of shares after exercise**
Koen Dejonckheere	AGG13	6 483	2.00€	6 483
Edmond Bastijns	AGG13	2 917	2.00€	3 700
	AGG13	783	40.99€	
Dirk Dewals	AGG13	1 297	2.00€	1 797
	AGG13	500	40.99€	
	AGCC13	1 145	5.00€	1 145
Bart Diels	AGG13	3 458	2.00€	3 458
	AGHC13	640	5.00€	640
Kristof Vande Capelle	AGG13	3 890	2.00€	3 890
Tom Van de Voorde	AGG13	1 135	2.00€	2 897
	AGG13	162	7.87€	
	AGG13	1 600	40.99€	
	AGSI13	383	5.21€	461
	AGSI13	55	5.95€	
	AGSI13	23	110.99€	

No options or warrants expired during FY 2017-2018. Current Executive Committee members did not transfer any shares, options or warrants during FY 2017-2018 (21).

The final earn-out payments made during FY 2017-2018 in the context of the closure of the LTIP 2004-2006 are shown in the table on p. 43. For the rest, there were no payouts during FY 2017-2018 in connection with any LTIP.

For the recruitment and dismissal of Executive Committee members (with the exception of the managing director), there are no special agreements and the normal legal provisions apply.

On behalf of the board of directors, 22 May 2018

Hilde Laga, Chairman and Frank Verhaegen, Director

(19) The members of the Executive Committee who left Gimv during the past financial year exercised the following warrants under the LTIP 2013-2016: (i) Alex Brabers exercised 4 668 AGG13 warrants with an exercise price of EUR 2.00, giving him a total of 4 668 AGG13 shares, and (ii) Peter Maenhout exercised 2 075 AGG13 warrants with an exercise price of EUR 2.00, giving him a total of 2 075 AGG13 shares, as well as 653 AGCC13 warrants. These have an exercise price of EUR 5.00, giving him 653 AGCC13 shares.
(20) 'AGG13' stands for Adviesbeheer Gimv Group 2013. 'AGSI13' stands for Adviesbeheer Gimv Smart Industries 2013. 'AGCC13' stands for Adviesbeheer Gimv Connected Consumer 2013. 'AGHC13' stands for Adviesbeheer Gimv Health & Care 2013.
(21) In the context of his departure settlement, Alex Brabers transferred to Gimv: (i) 1 167 warrants on Adviesbeheer Gimv Group 2013 shares, and (ii) 803 warrants on Adviesbeheer Gimv Group 2013 shares. In the context of his departure settlement, Peter Maenhout transferred to Gimv: (i) 1 383 warrants on shares of Adviesbeheer Gimv Group 2013, (ii) 435 warrants on shares of Adviesbeheer Gimv Connected Consumer 2013, (iii) 476 warrants on shares of Adviesbeheer Gimv Group 2016, and (iv) 699 warrants on shares of Adviesbeheer Gimv Connected Consumer 2016. In the context of his departure settlement, Benoît Raillard transferred to Gimv: (i) 1 634 shares of Adviesbeheer Gimv Group 2013, and (ii) 535 shares of Adviesbeheer Gimv Group 2016. In the context of his departure settlement, Ivo Vincente transferred to Gimv: (i) 1 837 shares of Adviesbeheer Gimv Group 2013, (ii) 628 shares of Adviesbeheer Gimv Sustainable Cities 2013, (iii) 476 shares of Adviesbeheer Gimv Group 2016, and (iv) 750 shares of Gimv Adviesbeheer Gimv Sustainable Cities 2016.

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8. HR

Ambitious teams - both at Gimv and in our portfolio companies - again did their utmost last year to translate the joint focus on growth into strong results.

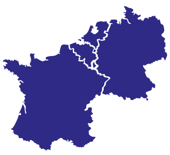
To achieve its objectives, Gimv is largely dependent on the experience, commitment, reputation, deal-making skills and networks of its employees.

Investing in people also sometimes means attracting new talents. Thus, Gimv continued to expand the teams in its four offices (Paris, Munich, The Hague and Antwerp) in the past year.

In other words, our human capital is a key asset. Meet us on www.gimv.com (team) or via LinkedIn.

"Our human capital is a key asset"

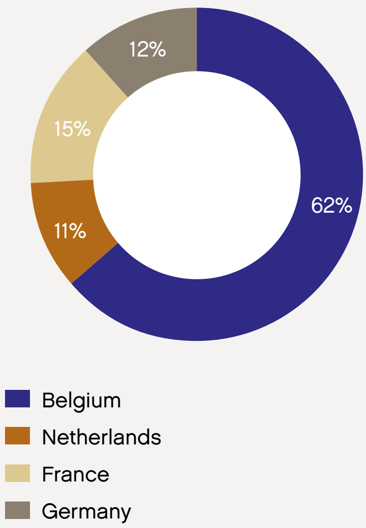
92 employees operating in 4 offices: Antwerp, The Hague, Munich, Paris



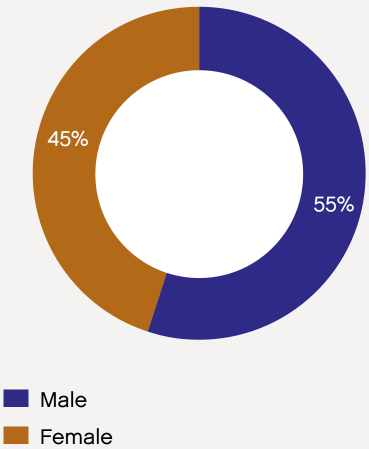
Working for **54** portfolio companies

Employing jointly over **14 000** professionals

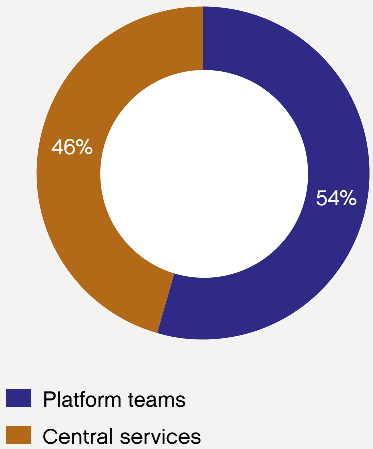
Distribution by country



Distribution by gender



Distribution by activity



7 Annual Accounts

General Information

Gimv NV
Public Limited company

Registered office
Karel Oomsstraat 37
2018 Antwerp
Tel: +32 3 290 21 00
info@gimv.com
www.gimv.com

Commercial register: Antwerp No. 222.348
Enterprise number: BE0220.324.117
Date of formation: 25 februari 1980
Financial year: 1 april 2017 - 31 maart 2018
Financial service: KBC Bank
Number of shares (31/03/2018): 25 426 672

The consolidated financial statements of Gimv NV at 31 March 2018 were approved for publication by the board of directors on 22 May 2018.

Consolidation

As a result of the exemption from compulsory consolidation for investment entities, approved by the European authorities on 20 November 2013, Gimv as an investment entity is no longer required to fully consolidate its majority shareholdings. In accordance with IFRS 9 Financial Instruments, Gimv records these subsidiaries at fair value through profit and loss.

With the application of IFRS 10, Gimv has changed its valuation rules for assessing the control and consolidation of other entities. IFRS 10 introduces a new control model that applies to all entities. Among other things this requires Gimv to consolidate entities that it de facto controls. However, an exception is allowed if an entity meets the definition of an investment entity.

IFRS 10 defines an investment entity as an entity that:
- obtains funds from one or more investors for the purpose of providing these investors with investment management services;
- commits to its investor(s) to achieve capital gains or other investment income or a combination of both (corporate purpose);
- measures and evaluates the performance of substantially all of its investments on a fair value basis

Funding
As a publicly listed investment company Gimv obtains its funds from a wide variety of investors (who are shareholders of the listed company). In addition to a number of institutional investors, there are also a large number of (mainly Belgian) retail investors who through their shares in Gimv gain access to a portfolio of unlisted growth companies.

Gimv also invests through co-investment partnerships, using funds provided by external parties.

Corporate objective
Gimv's stated aim is to 'achieve double-digit returns and implement an attractive dividend policy through the performances of our portfolio companies and through successful exits'. Gimv invests in companies with a view to achieving a financial return on exits, and not to developing products and services in cooperation with the investee companies.

It strives first of all to build strongly performing companies, with the potential to grow on the basis of, among other things, competitive advantage, dominant market position, strong management and potential scalability in other markets. Starting from carefully selected macro trends, Gimv's vision for the future is translated into four investment platforms, each with a specific investment approach: Connected Consumer, Health & Care, Smart Industries en Sustainable Cities.

Fair value
Gimv management assesses the performance of the investments on the basis of fair value.

The results of the portfolio valuation (by reference to fair value) are explained in detail in the external financial communication to investors, analysts and the press.

Impact of new or amended standards applicable on 1 April 2018

The Group has applied certain new and amended standards and interpretations for the first time. The Group has not applied in advance other new or amended standards and interpretations that are already published but are not yet in effect.

Although these new and amended standards and interpretations were first applied in 2018, they did not materially affect the consolidated financial statements. The nature and effect of the new and amended standards and interpretations are explained below:

- Amendments to IAS 7 Statement of Cash Flows - Disclosure initiative, effective 1 January 2017
- Amendments to IAS 12 Profit taxes - Recognition of of deferred tax assets for unrealised losses, effective 1 January 2017
- Annual improvements - cycle 2014-2016, applicable from 1 January 2017.

Amendments to IAS 7 *Statement of Cash Flows* - Disclosure Initiative
The amendments require that information be provided on changes in financing obligations, whether or not arising from cash flows. Comparative information is not required when applying the amendments for the first first time. The changes had no impact on the Group's disclosures, as the Group has no financing obligations.

Amendments to IAS 12 *Profit taxes* - Recognition of deferred tax assets for unrealised losses
The changes clarify the need to assess whether tax legislation limits sources of tax profit that can be offset against timing differences. The changes further provide guidance on the determination of future taxable profits, and explain the circumstances under which the realisation of certain assets can be included in the taxable profit for more than their carrying amount. The Group has applied the changes retrospectively. The application of the amendments does not affect on the Group's financial position and results, as the Group does not have offsettable timing differences or assets falling within the scope of the changes.

Annual improvements - 2014-2016 cycle:
Improvements to IFRS 12 *Disclosure of interests in other entities* - Clarification of the scope of the disclosure requirements in IFRS 12.

The improvements clarify that the disclosure requirements of IFRS 12, except those in paragraphs B10-B16, apply to interests in subsidiaries, joint ventures and associates (or part of an investment in joint ventures and associates) classified as (or included in a group of assets classified as) held for sale. The amendments apply to financial periods beginning on or after 1 January 2017. The application of the changes does not affect the Group's disclosures as no interests in subsidiaries, joint ventures and associates are classified as (or included in a group of assets classified as) held for sale.

Standards already published but not yet in effect

The new and amended standards and interpretations published on the date of publication of the Group's financial statements but not yet applicable are explained below. The Group intends to apply these new and amended standards and interpretations as soon as they apply.

- Amendments to IFRS 2 *Share-based Payment* - Classification and Measurement of Share Based Payment Transactions (1), effective 1 January 2018
- Amendments to IFRS 4 *Insurance Contracts* - Application of IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts, effective 1 January 2018
- IFRS 9 *Financial Instruments*, effective 1 January 2018

- IFRS 15 *Revenue from Contracts with Customers*, (including Amendments to IFRS 15: Effective date of IFRS 15 and Clarifications of IFRS 15, effective 1 January 2018
- IFRS 16 *Leases*, effective 1 January 2019
- IFRS 17 *Insurance Contracts* , effective 01 January 2021
- Amendments to IAS 40 *Investment Properties* - Transfers of Investment Properties (1), effective 1 January 2018
- IFRIC 22 *Foreign Currency Transactions and Advance Consideration* (1), effective 1 January 2018
- IFRIC 23 *Uncertainty over income tax treatments* (1), effective 1 January 2019
- Annual improvements - cycle 2014-2016 (1), applicable from 01 January 2018.

Amendments to IFRS 2 Share-based Payment - Classification and measurement of share-based payment transactions
The amendments clarify:
- the effects of the conditions for unconditional commitments on the measurement of a share-based payment transaction settled in cash;
- the classification of a share-based payment transaction that is settled net after deduction of withholding tax; and
- the processing of a share-based payment transaction where, owing to a change in terms, settlement take places in equity instruments rather than in cash.

These changes are applied prospectively. Retrospective application is allowed where this is applied to all changes and other criteria are met. The amendments are effective for financial periods beginning on or after 1 January 2018.

Early application is allowed. The Group is busy assessing the possible impact of the changes on the consolidated financial statements.

Amendments to IFRS 4 Insurance Contracts - Application of IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts
These changes are not relevant to the Group because no insurance contracts are issued.

IFRS 9 Financial instruments
The final version of IFRS 9 replaces IAS 39 Financial Instruments: recognition and measurement. IFRS 9 brings together all three aspects of the project relating to the processing of financial instruments: classification and measurement, impairment and hedge accounting. IFRS is effective for financial periods beginning on or after 1 January 2018. Early application is allowed. Retrospective application is mandatory, except for hedge accounting. Comparative information does not need to be provided. Hedge accounting is generally applied prospectively, with a limited number of exceptions.

The Group has completed the analysis of the implementation of IFRS 9.

The Group recognises shareholdings as financial assets, measured at fair value through P&L. The loans granted to portfolio companies by the Group were analysed in the context of IFRS 9. It was concluded that the loans meet the SPPI (solely payments of principal and interest test), allowing them to continue to be measured at amortised cost after deducting any write-downs.

The Group has analysed the new requirements for impairments. The Group does not expect a significant effect in view of the current approach to write-downs.

IFRS 15 *Revenue from contracts with customers*
IFRS 15 introduces a five-step model for recognising revenue from contracts with customers. Under IFRS 15, revenue from delivery of goods or services is recognised in the amount of compensation that the company expects to be entitled to. IFRS 15 is effective for financial periods beginning on or after 1 January 2018. Full retrospective application or a modified retrospective application is required.

The Group has completed the analysis of the implementation of IFRS 15. The changes will not significantly affect the recognition of the Group's revenues that fall within the scope of the standard (i.e. management fees and one-off invoices).

IFRS 16 *Leases*
IFRS 16 sets out the principles for the recognition, measurement, presentation and explanation of leases. Lessees recognise all leases, under one model, in the balance sheet. The changes will not significantly affect the Group. The Group expects most lease contracts to relate to company cars.

(1) Not yet approved by the EU on 30 March 2018

IFRS 17 ***Insurance contracts***

These changes are not relevant to the Group because no insurance contracts are issued.

Amendments to IAS 40 ***Investment Properties*** **- Transfers of Investment Properties**

The changes clarify the requirements governing reclassifications from or to investment property. The amendments are effective for financial periods beginning on or after 1 January 2018. Full retrospective application or a modified retrospective application is required. Certain exemptions are permitted under the transitional provisions. The changes will not affect the Group.

IFRIC 22 ***Foreign Currency Transactions and Advance Consideration***

IFRIC 22 refers to the exchange rate to be used when recognising advance payments received or made in foreign currency. The interpretation is effective for financial periods beginning on or after 1 January 2018. The interpretation will not affect the Group.

IFRIC 23 ***Uncertainty over income tax treatments***

IFRIC 23 clarifies the application of the recognition and measurement requirements in IAS 12 Income taxes when there is uncertainty over the treatment of these taxes. The interpretation is effective for financial periods beginning on or after 1 January 2019. The interpretation will not affect the Group.

Annual improvements - 2014-2016 cycle

The '2014-2016 cycle' with improvements to standards and interpretations aims to remove inconsistencies and clarify texts. These improvements are:

- IAS 28 Investments in associates and joint ventures: The improvements clarify that the choice to measure investments at fair value with changes in value through profit and loss can be made per individual investment. The amendments are effective for financial periods beginning on or after 1 January 2018.

The improvements are not expected to affect the Group.

Significant judgements and estimates

In compiling the balance sheet and income statement, estimates or assumptions are often made that influence the assets or liabilities reported at balance sheet closing date and the income and charges for the reporting period. Although such estimates are made in a rational fashion, based on management's knowledge of the business, it is possible that actual figures will differ from the estimated figures. The largest risk of material adaptations relates to the estimates made in determining the fair value of the financial assets and loans to companies in the investment portfolio (done in accordance with the measurement rules described in section 7.1.5.)

1. Consolidated annual accounts

1. Income statement

	Explanation	2017-2018	2016-2017	2015-2016
1. Operating income		237 589	271 813	266 897
1.1. Dividend income	7.1-1.1 and 8	14 824	42 810	15 582
1.2. Interest income	7.1-1.2 and 8	9 485	8 209	10 623
1.3. Gain on disposal of investments	7.1-1.5 and 8	120 125	88 085	74 506
1.4. Unrealised gains on financial assets at fair value trough P&L	7.1-3 and 8	87 434	124 539	158 920
1.5. Management fees	7.1-1.3 and 8	1 322	2 284	3 200
1.6. Turnover	7.1-1.4 and 8	555	474	1 288
1.7. Other operating income	8	3 844	5 413	2 779
2. Operating expenses (-)		-120 478	-120 389	-116 145
2.1. Realised losses on disposal of investments	7.1-2 and 8	-6 686	-3 832	-3 973
2.2. Unrealised losses on financial assets at fair value through P&L	7.1-3 and 8	-57 206	-59 409	-57 227
2.3. Impairment losses	7.1-12.2 and 8	-17 576	-9 456	-12 983
2.4. Purchase of goods and services	8	-15 098	-15 323	-14 176
2.5. Personnel expenses	8	-20 016	-20 756	-18 977
2.6. Depreciation of intangible assets	8	-189	-189	-168
2.7. Depreciation of property, plant and equipment	8	-844	-980	-996
2.8. Other operating expenses	8	-2 863	-10 444	-7 646
3. Operating result, profit (loss)		117 111	151 424	150 752
4. Financial income	9	1 300	2 301	2 403
5. Financial costs (-)	9	-689	-573	-611
6. Share of profit (loss) of associates		-	-	-
7. Result before tax, profit (loss)		117 722	153 151	152 544
8. Tax expenses (-)	10	-958	-3 515	-3 839
9. Net profit (loss) of the period		116 764	149 635	148 705
9.1 Non-controlling interest		9 700	17 782	11 530
9.2 Attributable to equity holders of the parent		107 064	131 853	137 175

Earnings per share (in EUR)		2017-2018	2016-2017	2015-2016
1. Basic earnings per share	11	4.21	5.19	5.39
2. Diluted gains earnings per share (2)	11	4.21	5.19	5.39

	2017-2018	2016-2017	2015-2016
Net profit (loss) of the period	116 764	149 635	148 705
Other comprehensive income	-1 075	-	-
Remeasurement gains (losses) on pension plans	-1 075	-	-
Total comprehensive income	115 689	149 635	148 705
Attributable to :	-	-	-
Non-controlling interest	9 700	17 782	11 530
Attributable to equity holders of the parent	105 989	131 853	137 175

(2) Assumed that all stock options/warrants which were in the money as at the end of the period would be exercised

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

2. Balance sheet

Assets	Explanation	31-03-2018	31-03-2017	31-03-2016
I. Non-current assets		968 305	972 701	1 023 548
1. Intangible assets		314	495	630
2. Property, plant and equipment	13	7 622	8 620	9 024
3. Financial assets at fair value through P&L	14	835 056	844 600	888 536
4. Loans to investee companies	15	125 312	118 985	125 358
5. Other financial assets		-	-	-
II. Current assets		388 197	342 560	206 781
6. Trade and other receivables	16	3 608	23 134	12 000
7. Loans to investee companies		-	-	-
8. Cash, deposits and cash equivalents	17	365 452	292 068	192 031
9. Marketable securities and other instruments	17	15 000	21 838	744
10. Other current assets		4 137	5 520	2 006
Total assets		**1 356 502**	**1 315 260**	**1 230 329**

Liabilities	Explanation	31-03-2018	31-03-2017	31-03-2016
I. Equity	3	1 339 851	1 278 921	1 195 074
A. Equity attributable to equity holders of the parent company		1 274 252	1 233 177	1 167 887
1. Issued capital	18	241 365	241 365	241 365
2. Share premium account / Treasury shares		51 629	51 629	51 629
3. Retained earnings		981 258	940 183	874 893
B. Non-controlling intrest		65 600	45 744	27 187
II. LIABILITIES		16 651	36 339	35 254
A. Non-current liabilities		5 886	18 257	12 309
4. Pension liabilities	19	5 886	17 636	11 415
5. Provisions	20	-	620	895
B. Current liabilities		10 765	18 083	22 945
6. Financial liabilities	21	-	-	-
7. Trade and other payables	21	7 594	12 754	18 235
8. Income tax payables	10	57	179	1 039
9. Other liabilities		3 114	5 149	3 670
Totaal equity and liabilities		**1 356 502**	**1 315 260**	**1 230 329**

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

3. Changes in equity

Year 2017-2018						Attributable to shareholders of the parent		
	Explanation	Issued capital	Share premium account	Retained earnings	Total	Non-controlling interests	Consolida-tion
Total 01/04/2018	2	241 365	51 629	940 182	1 233 176	45 744	1 278 921
Net profit (loss) of the period	1	-	-	107 064	107 064	9 700	116 764
Other comprehensive income		-	-	-1 075	-1 075	-	-1 075
Total comprehensive income		-	-	105 989	105 989	9 700	115 689
Capital increase / decrease		-	-	-	-	7 232	7 232
Acquisition of subsidiaries		-	-	-	-	-	-
Dividends to shareholders	12	-	-	-63 567	-63 567	-	-63 567
Other changes		-	-	-1 347	-1 347	2 923	1 576
Total 31/03/2018	**2**	**241 365**	**51 629**	**981 257**	**1 274 251**	**65 600**	**1 339 851**

Year 2016-2017						Attributable to shareholders of the parent	
	Explanation	Issued capital	Share premium account	Retained earnings	Total	Non-controlling interests	Consolida-tion
Total 01/04/2016	2	241 365	51 629	874 894	1 167 888	27 187	1 195 074
Net profit (loss) of the period	1	-	-	131 853	131 853	17 782	149 635
Capital increase / decrease		-	-	-	-	-3 484	-3 484
Acquisition of subsidiaries		-	-	-	-	-	-
Dividends to shareholders	12	-	-	-62 295	-62 295	-	-62 295
Other changes		-	-	-4 268	-4 268	4 259	-9
Total 31/03/2017	**2**	**241 365**	**51 629**	**940 183**	**1 233 177**	**45 744**	**1 278 921**

Year 2015-2016						Attributable to shareholders of the parent	
	Explanation	Issued capital	Share premium account	Retained earnings	Total	Non-controlling interests	Consolida-tion
Total 01/04/2015	2	241 365	51 629	799 642	1 092 636	18 575	1 111 210
Net profit (loss) of the period	1	-	-	137 175	137 175	11 530	148 705
Capital increase / decrease		-	-	-	-	742	742
Acquisition of subsidiaries		-	-	-	-	-	-
Dividends to shareholders	12	-	-	-62 295	-62 295	-	-62 295
Other changes		-	-	372	372	-3 661	-3 289
Total 31/03/2016	**2**	**241 365**	**51 629**	**874 893**	**1 167 887**	**27 187**	**1 195 074**

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

4. Cash flow statement

This cash flow is based on Gimv and its subsidiaries. Gimv group reports its majority shareholdings at market value based on the exception for investment entities (in line with IFRS 10). Gimv group has no claim whatsoever on the cash balances of its majority shareholdings. Gimv group is responsible solely for the value of the group's investment in the company in question.

Starting with the current reporting period, Gimv uses the direct method for the cash flow statement. This change has been implemented with the aim of providing a better and more relevant insight into Gimv's actual cash flows.

To maintain comparability with the presented comparative figures, these have also been recalculated using the direct method.

	31-03-2018	31-03-2017	31-03-2016
Cash flow from operational activities	**-34 308**	**-40 457**	**-26 423**
Management fee from managed funds	1 322	2 284	3 200
Payments to employees	-21 726	-21 010	19 851
Paid/recovered income taxes	479	-2 215	64
Other operating expenses	-14 383	-19 515	-9 836
Cash flow from investing activities	**164 159**	**223 091**	**96 762**
Investments in financial assets	-246 209	-179 628	-130 220
Proceeds from sales of financial assets	371 145	375 621	199 237
Interests received	5 847	1 625	10 623
Dividends received	14 824	42 810	15 582
Short term financing	18 000	18 000	-
Other cash flows from investing activities	552	664	1 540
Cash flow from financing activities	**-63 305**	**-61 503**	**-62 331**
Proceeds from capital increase	-	-	-
Capital repayment / decrease	-	-	-
Proceeds from borrowings	-	-	-
Repayment of borrowings	-	-	-
Interests paid	-	-	-
Dividends to shareholders	-63 567	-62 295	-62 295
Other cash flow from financing activities	262	792	-36
Change in cash during period	**66 546**	**121 132**	**8 008**
Cash at beginning of period	313 906	192 774	184 766
Cash at end of period	**380 452**	**313 906**	**192 774**

5. Accounting principles (IFRS)

Consolidation principles

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

Scope of consolidation

Since 21 November 2013, the amendment to IFRS 10, IFRS 12 and IAS 27 entitled 'Investment Entities' has been approved by the European Union. The amendment introduces an exemption for investment entities to the general principle that a parent must consolidate all of its subsidiaries.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

An investment entity is defined as an entity that acquires funds from one or more investors for the purpose of providing investment management services to these investors, undertakes to its investors to realise capital gains or other investment income or a combination of both, and measures and assesses the performance of as good as all its investments on a fair value basis.

Given that Gimv meets the definition of an investment entity, it measures all majority shareholdings at fair value with changes in value recognised through profit and loss. See below ('determination of fair value') for further information about the measurement procedure.

Subsidiaries of an investment entity that provide asset management services to third parties are, however, required to be consolidated.

All assets, liabilities, capital, profits, losses and cash flows deriving from transactions within the Gimv consolidated group are fully eliminated.

Associates

Associates are undertakings in which Gimv has significant influence over the financial and operating policies, but which it does not control. Given that Gimv is an investment company, these investments are measured at fair value, in accordance with IAS 28, para. 1 and are presented in the balance sheet as "Investments at fair value through profit or loss". Changes in fair value are included in profit or loss in the period in which the change took place.

Foreign currencies

Transactions in foreign currencies are recorded at the rates of exchange prevailing at the dates of the individual transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the closing rates of exchange prevailing at the balance sheet closing date. Foreign exchange gains and losses resulting from currency transactions and from the translation of monetary assets and liabilities are recognised in the income statement. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Financial derivatives

Derivatives are measured at fair value. Changes in fair value are recognised in the income statement. Gimv does not apply hedge accounting for IAS 39 purposes.

Financing costs

Financing costs are charged against the income statement as soon as incurred.

Intangible assets

Acquired intangible assets other than goodwill are recognised at cost and amortised on a straight line basis over a period of five years. The amortisation period and method are reviewed annually. The carrying values of intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

Property, plant and equipment

Property, plant and equipment are stated in the balance sheet at cost less accumulated depreciation and impairment losses. Depreciation is recorded over the estimated useful lives of the assets using the straight line method.

Estimated useful lives are:

- buildings 20-30 years
- installations: 10 years
- machinery 5 years

- furniture: 10 years
- office equipment: 5 years
- computers: 3 years
- vehicles: 5 years
- leasehold improvements, the remaining period of the lease contract.

Depreciation is calculated from the date the asset is available for use.

Impairment of fixed assets

At each closing date, the Group assesses whether there is any indication that an asset may be impaired. Where such indications of impairment exist, the Group makes an estimate of the recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable value. The recoverable value of an asset is the greater of either the fair value less costs to sell or the value in use. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current money market yields and the risks specific to the asset. For an asset that does not generate separately identifiable cash inflows, the recoverable amount is determined at the level of the cash-generating unit to which the asset belongs.

Impairment losses are recognised in the income statement.

Financial assets

Gimv follows the International Private Equity and Venture Capital Valuation Guidelines (IPEV Guidelines) as explained below. In December 2015 a new version of these guidelines was published, applicable as from 1 September 2015.

Shareholdings are classified as financial fixed assets and measured at fair value via the income statement. This covers equity instruments belonging to the Group's investment portfolio, including associates. These investments are initially recorded at cost. Subsequently the unrealised gains and losses resulting from the periodical revaluations are recognised in the income statement.

Loans to portfolio companies are financial assets with fixed or determinable payments that are not listed in an active market. After initial recognition, these financial assets are measured at cost less any impairment losses when there are doubts about the recoverability of the loan.

Realised gains and losses on investments are calculated as the difference between the selling price and the carrying amount of the investment at the date of disposal. All 'regular way' purchases and sales of financial assets are recognised on the trade date.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within a time frame generally established by regulation or convention in the marketplace.

Determination of fair value

Listed companies
For investments that are actively traded in organised financial markets, fair value is determined by reference to the stock exchange bid prices on the balance sheet closing date.

Any limitations on the negotiability or the share, or situations where the share price is not representative given the size of the shareholding, are taken into account in the valuation. Generally no discounts are applied to listed prices, except where contractual, governmental or other legally enforceable limitations exist that can influence the value, or in the scenarios below:

- When a stock price is available on an active market, but this stock price is not a representative measure of fair value as a result of information occurring after the balance sheet date but before the measurement date. The stock price used will be adjusted with the information after the balance sheet date; and
- In determining the fair value of an obligation or equity instrument belonging to the group based on the stock price used for identical asset components in an active market and when specific adjustments are required due to specific factors that apply.

The adjusting of publicly available information entails that the assets or liabilities measured by these adjustments, will be classified lower than level 1.

Instruments for which no quoted market price exists

In accordance with IAS 13, fair value is determined as the amount for which an asset could be exchanged between knowledgeable, willing parties in an arm's length transaction. In the absence of an active market for a financial instrument, the Gimv group uses valuation models. Gimv follows here the International Private Equity and Venture Capital Valuation Guidelines. The valuation methodologies are applied consistently from period to period, except where a change would result in a better estimate of fair value.

Valuation methodologies

Price of a recent investment

This method will be applied in the case of a recent investment in a company which has no significant profits or significant positive cash flows. For these starting enterprises, there are usually no existing earnings or positive cash flows, nor will there be in the short-term future. It is difficult to gauge the probability and financial impact of the success or failure of development or research activities and to make reliable cash flow forecasts. Consequently the most appropriate approach to determine fair value is a methodology that is based on market data, that being the price of a recent investment. Where there has been a recent investment in the enterprise in question, the price will generally provide a good indication of fair value, if the purchase price was representative of the fair value at the time. In the event of an internal round involving only existing investors proportionally to their existing investments, it is important to examine whether specific conditions exist that could reduce the reliability of this financing round as an indication of real value. Nevertheless a financing with investors at a lower price than the valuation at the most recent reporting date may indicate a decrease in value and is taken into consideration.

The objectives of investors in making an internal down round may vary. Although a down round evidences that the company was unable to raise funds from investors at a higher valuation, the purpose of such a round may be, among others, the dilution of the founders or of investors not participating in the financing round.

Similarly when a financing is done at a higher valuation (internal up round), in the absence of new investors or other significant factors which indicate that value has been enhanced, the transaction alone is unlikely to be a reliable indicator of fair value. When using the 'recent transaction price' method, Gimv takes the costs of the investment itself or the price at which a significant new investment was made in the company for determining the fair value of the investment. Gimv does this only for a limited period following the date of the relevant transaction. This length of this period will depend on the specific features of the investment in question. During the limited period following the date of the relevant transaction, Gimv assesses whether changes or events subsequent to the relevant transaction could imply a change in the investment's fair value. Where Gimv decides that an indication exists that the fair value has changed (on the basis of objective data or the particular investment manager's experience), it will adjust the price of the most recent financing round.

Earnings Multiple

The method is applied to investments in an established business with an identifiable stream of turnover or profit that can be considered to be maintainable.

I. In using the earnings multiple method to determine the fair value of an investment, a multiple is applied that is appropriate and reasonable (given the risk profile and earnings growth prospects of the company) to the maintainable turnover or profit of the company. Depending on the circumstances the multiple will be determined by reference to a one or more comparable companies or the earnings multiple of a quoted stock market sector or sub-sector. It is important that the market-based multiple derived from the group of comparable listed companies (the 'peer group') be corrected for the differences between the peer group and the company to be valued. Account is taken here of the difference in liquidity of the shares being valued compared with that of listed shares. Other reasons for correcting multiples can be size, growth, diversity, type of activities, differences in markets, competitive position, etc. Recent transactions involving the sale of similar companies may also serve as a basis for determining an appropriate multiple.
II. The factor defined under (i) is adjusted for any surplus assets or liabilities and other relevant factors to derive an enterprise value for the company;
III. From this enterprise value are deducted all amounts relating to financial instruments ranking ahead of the highest ranking instrument of the Group in a liquidation and taking into account the effect of any instrument that may dilute the Group's investment in order to derive the net equity value;
IV. The net equity value is appropriately apportioned between the relevant financial instruments.

The data used are based on the most recent available information Gimv can rely on (historical, current or forecast), and are adjusted for exceptional or non-recurring items, the impact of discontinued operations and acquisitions and forecasted downturns in profits.

The following methods are in use at Gimv:

- comparable price/earnings, price/cash flow, enterprise value/earnings before interest (and tax and depreciation) and enterprise value/sales multiples;
- reference to relevant and applicable sub-sector average multiples;
- actual entry multiples paid for an investment.

Investments in funds not managed by the Gimv group
For investments in funds not managed by the Gimv group, the fair value of the investment is derived from the value of the net assets of the fund. Depending on market circumstances it can be decided to base the valuation of the funds on individual valuations of the underlying shareholdings, based on the Gimv valuation methodology. In turbulent markets the value of the funds can be adapted as a function of the relevant stock market indexes between the fund reporting date and the Gimv balance sheet closing date.

Although the reported fund value provides a relevant starting point for determining the fair value of the fund, it may be necessary to adjust this value on the basis of the best available information at reporting date. Elements that can give rise to an adjustment are: a timing difference between the fund's and Gimv's reporting dates, major measurement differences or any other element that can impact the value of the fund.

Discounted cash flows or earnings
This methodology involves determining the value by calculating the present value of the expected future cash flows of the underlying business. Owing to the high degree of subjectivity of the inputs, discounted cash flow is only used as a cross-check of values determined using market-based methodologies.

Specific considerations

- Movements in exchange rates that may impact the value of the investments are taken into account;
- Where the reporting currency is different from the currency in which the investment is denominated, the translation into the reporting currency is done using the exchange rate at reporting date;
- Major positions in options and warrants are valued separately from the underlying investments, using an option valuation model. The fair value is based on the assumption that options and warrants will be exercised whenever the fair value is in excess of the exercise price;
- Other rights such as conversion options and ratchets, which may impact the fair value, are reviewed on a regular basis to assess whether these are likely to be exercised and the extent of any impact on the value of the investment;
- Differential allocation of proceeds, such as liquidation preferences, may have an impact on the valuation. If these exist, they are reviewed to assess whether they give a benefit to the Gimv group or to third parties;
- Loans granted pending a coming financing round are, in the case of an initial investment (bridge loans), measured at cost. Where doubts exist as to the feasibility of the final financing, a discount may be applied;
- Whenever bridge finance is provided to an existing investment in anticipation of a follow-on investment, the bridge finance is included together with the original investment and valued as a package;
- Many financial instruments used in private equity accumulate the interest, which is paid out in cash only at redemption of the instrument. In measuring these, Gimv takes into account the total amount receivable, including the increase in accumulated interest;
- Where a mezzanine loan is the only instrument held by Gimv, this is measured on a stand-alone basis. The issue price is a reliable indicator here of the fair value at that time. Any indication of a significant weakening of activities or a major change in the expected return at a subsequent date can lead to a revision of the fair value. Any warrants attached to this loan are measured separately;
- Where the mezzanine loan is one of a number of instruments held by the Gimv group in the underlying business, then the mezzanine loan and any attached warrants are included as a part of the overall investment package being valued;
- Where doubts exist as to the creditworthiness of the beneficiary of a loan, and hence as to the repayment of the loan in question, a discount can be applied to the nominal amount;
- Indicative offers are not used in isolation but need to be corroborated by one of the valuation methodologies.

Criteria for the writing out of financial assets and liabilities

Financial assets and liabilities are written out of the books whenever the Gimv group no longer manages the contractual rights attached to them. It does this whenever the financial assets are sold or whenever the cash flows attributable to these assets and liabilities are transferred to an independent third party. After initial recognition, these investments are measured at fair value, with unrealised gains and losses recognised in the income statement. Realised gains and losses on investments are calculated as the difference between the selling price and the carrying amount of the investment at the date of disposal. All 'regular way' purchases and sales of financial assets undertaken are recognised on the trade date. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within a time frame generally established by regulation or convention in the marketplace.

Regular purchases and sales of financial assets

Regular purchases and sales of financial assets are recorded at transaction date.

Other non-current and current assets

Other non-current and current assets are measured at amortised cost.

Income tax

Current taxes are based on the results of the group companies and are calculated according to the local tax rules. Deferred income tax is recorded, based on the liability method, on all temporary differences between the tax basis of assets and liabilities and their carrying amounts for financial reporting purposes.

Cash and cash equivalents

Cash and cash equivalents are split into two categories. The first consists of cash, bank deposits and liquid assets.

These are all treasury resources held in cash or on a bank deposit, including treasury resources invested in liquid products not subject to fluctuations in value. These products are therefore reported at nominal value. The second comprises negotiable securities and other liquid assets. These are treasury resources invested in negotiable securities or funds which are subject to market valuation. These investments may be originally recognised at fair value, being equal to their cost price at recognition date. Subsequently these products are measured at fair value, with any fluctuations taken into the financial result.

Non-controlling interests

'Non-controlling interests' is that part of the net results and the net assets of a subsidiary attributable to interests which are not owned, directly or indirectly via subsidiaries, by the Gimv group.

Provisions

Provisions are recognised whenever the group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligations, and a reliable estimate of the amounts can be made. Where the group expects an amount which has been provided for to be reimbursed, the reimbursement is recognised as an asset only when the reimbursement is virtually certain.

Revenue recognition

Interest revenue is recognised as revenue using the effective interest method as set out in IAS 39. Dividends allocated to Gimv group are recorded as revenue once the general meeting of shareholders has approved the dividend. Fees are recorded as revenue in accordance with the contractual provisions in the relevant agreement.

Employee benefits

Post-employment benefits comprise pensions, life insurance and medical care. Retirement benefits under defined contribution and defined benefit plans are provided through separate funds or insurance plans.

- Defined benefit plans: for defined benefit plans, the amount recognised in the balance sheet is determined as the present value of the defined benefit obligation less any past service costs not yet recognised and the fair value of any plan assets. Where the calculation results in a net surplus the recognised asset is limited to the net total of all cumulative unrecognised past service costs and the present value of any refunds from or reductions in future contributions to the plan;
- Defined contribution plans: As a result of the legislative changes, Gimv no longer values defined contribution plans at intrinsic value. In line with the defined benefit plans, the net outstanding pension liability is determined by actuarial calculation in accordance with IAS 19 (using the PUC method).

The recognition of actuarial gains and losses is determined separately for each defined benefit plan. Actuarial gains and losses, as and when established, are recognised under 'Other comprehensive income'.

Share-based payment transactions

In order to involve employees more closely in the respective investment portfolios, options, warrants and/ or shares are offered to members of staff in the co-investment companies which have been set up by business unit. The value of these options is subsequently determined based on the evolution of the value of the underlying portfolio in the co-investment company in question. The fair values of these options are calculated annually and presented in accordance with IAS 37.

Financial liabilities

Interest-bearing loans and borrowings are initially measured at cost less transaction-related costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. In calculating the amortised cost, account is taken of any issue costs, and any redemption discount or premium.

Dividend

Dividends proposed by the board of directors after year-end are not recorded as debts in the financial statements until approved by the shareholders at the annual general meeting.

Earnings per share

The Group calculates both basic and diluted earnings per share in accordance with IAS 33. The basic earnings per share is calculated based on the weighted average number of shares outstanding during the period. Diluted earnings per share is computed using the average number of shares outstanding during the period plus the dilutive effect of warrants and stock options outstanding during the period.

6. Subsidiaries

Subsidiaries not falling under IFRS 10 are fully consolidated. Regardless of the participation percentage, Gimv retains control over these companies under the contractual provisions.

Name of the subsidiary	City, country	Company number	% voting right	Change to previous year	Reason why > 50% does not lead to consolidation
Consolidation					
Advanced Joining Technologies B.V. (Arplas)	Amersfoort, The Netherlands	65528247	60.11%	0.00%	IFRS 10
Advanced Safety Technologies B.V. (ALT)	Utrecht, The Netherlands	68218737	74.07%	0.00%	IFRS 10
Adviesbeheer Gimv B&G Belgium 2010	Antwerp, Belgium	0823.741.915	79.18%	0.00%	
Adviesbeheer Gimv Buyouts & Growth 2004	Antwerp, Belgium	0863.249.322	0.00%	-100.00%	
Adviesbeheer Gimv Buyouts & Growth 2007	Antwerp, Belgium	0887.141.115	100.00%	0.00%	
Adviesbeheer Gimv Buyouts & Growth 2010	Antwerp, Belgium	0824.507.397	85.66%	-2.74%	
Adviesbeheer Gimv Buyouts & Growth Netherlands 2010	The Hague, The Netherlands	50482904	67.67%	0.00%	
Adviesbeheer Gimv CO2020 2013	Antwerp, Belgium	0518.892.392	84.66%	-5.03%	
Adviesbeheer Gimv CO 2016	Antwerp, Belgium	0649.473.594	85.24%	-5.24%	
Adviesbeheer Gimv CT2007	Antwerp, Belgium	0893.833.224	100.00%	0.00%	
Adviesbeheer Gimv DS 2004	Antwerp, Belgium	0863.250.114	0.00%	-91.92%	
Adviesbeheer Gimv DS 2007	Antwerp, Belgium	0887.077.371	100.00%	0.00%	
Adviesbeheer Gimv Fund Deals 2007	Antwerp, Belgium	0893.837.083	100.00%	0.00%	
Adviesbeheer Gimv Group 2010	Antwerp, Belgium	0824.472.383	10.27%	-30.56%	
Adviesbeheer Gimv Group 2013	Antwerp, Belgium	0515.977.741	72.06%	2.00%	
Adviesbeheer Gimv Group 2016	Antwerp, Belgium	0649.467.260	87.03%	-0.39%	
Adviesbeheer Gimv HC 2013	Antwerp, Belgium	0518.890.018	86.04%	-6.70%	
Adviesbeheer Gimv HC 2016	Antwerp, Belgium	0649.474.782	71.84%	-4.88%	
Adviesbeheer Gimv LS 2004	Antwerp, Belgium	0863.241.897	0.00%	-100.00%	
Adviesbeheer Gimv LS 2007	Antwerp, Belgium	0887.140.224	100.00%	0.00%	
Adviesbeheer Gimv Participants 2004 BV	The Hague, The Netherlands	27340017	100.00%	0.00%	
Adviesbeheer Gimv Participants 2007 BV	The Hague, The Netherlands	27362562	100.00%	0.00%	
Adviesbeheer Gimv SC 2013	Antwerp, Belgium	0518.894.273	83.47%	0.00%	
Adviesbeheer Gimv SC 2016	Antwerp, Belgium	0649.474.188	86.46%	-5.29%	
Adviesbeheer Gimv SI 2013	Antwerp, Belgium	0518.893.085	94.48%	-0.37%	
Adviesbeheer Gimv SI 2016	Antwerp, Belgium	0649.472.705	86.62%	0.00%	
Adviesbeheer Gimv Tech 2004	Antwerp, Belgium	0863.241.107	0.00%	-92.69%	
Adviesbeheer Gimv Tech 2007	Antwerp, Belgium	0887.142.303	100.00%	0.00%	
Adviesbeheer Gimv Venture Capital 2010	Antwerp, Belgium	0823.743.893	64.24%	-8.38%	
Adviesbeheer Gimv XL	Antwerp, Belgium	0823.740.430	100.00%	0.00%	
AgroBiothers	Cuisery, France		55.00%	55.00%	IFRS 10
Almaviva Santé	Marseille, France		0.00%	-28.54%	IFRS 10
Aquila	Leuven, Belgium	0534.804.946	0.00%	-57.85%	IFRS 10
Artichem	Olen, Belgium	0506.792.732	60.74%	8.37%	IFRS 10
Brakel Investments BV	Uden, The Netherlands	64709612	0.00%	-75.00%	IFRS 10
Buyouts & Growth Participants 2004 BV	The Hague, The Netherlands	27331774	100.00%	0.00%	
Buyouts & Growth Participants 2007 BV	The Hague, The Netherlands	27331772	100.00%	0.00%	

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Name of the subsidiary	City, country	Company number	% voting right	Change to previous year	Reason why > 50% does not lead to consolidation
CFL Holding BV (Itho Daalderop)	Tiel, The Netherlands	64664457	71.32%	0.00%	IFRS 10
Datacontact	Warzawa, Poland		0.00%	-100.00%	IFRS 10
Eagle Venture Partners BV	Vlaardingen, The Netherlands		0.00%	-68.50%	IFRS 10
Eagle Venture Partners Limited	Guernsey, UK		0.00%	-73.30%	IFRS 10
Erunam	The Hague, The Netherlands	54141141	100.00%	0.00%	IFRS 10
Financiére LGN	Paris, France		100.00%	100.00%	IFRS 10
France Thermes	Paris, France		68.23%	68.23%	IFRS 10
Gimv Arkiv Tech Fund II	Antwerp, Belgium	0839.659.912	52.00%	0.00%	
Gimv Arkiv Technology Fund (3)	Antwerp, Belgium	0878.764.174	50.17%	0.00%	
Gimv Buyouts & Growth 2004 BV	The Hague, The Netherlands	27274508	89.00%	0.00%	
Gimv Buyouts & Growth 2007 BV	The Hague, The Netherlands	27306207	90.00%	0.00%	
Gimv Buyouts & Growth Netherlands 2010 BV	The Hague, The Netherlands	27378792	100.00%	0.00%	
Gimv CO Co-Invest 2018	Antwerp, Belgium	0692.678.384	100.00%	100.00%	
Gimv H&C Co-Invest 2018	Antwerp, Belgium	0692.681.057	100.00%	100.00%	
Gimv SC Co-Invest 2018	Antwerp, Belgium	0692.680.265	100.00%	100.00%	
Gimv SI Co-Invest 2018	Antwerp, Belgium	0692.679.671	100.00%	100.00%	
Gimv Group Co-Invest 2018	Antwerp, Belgium	0692.551.492	100.00%	100.00%	
Gimv B&G France FCPR	Paris, France		100.00%	0.00%	
Gimv France FPCI 2010	Paris, France		100.00%	0.00%	
Gimv France FPCI 2013	Paris, France		100.00%	0.00%	
Gimv France FPCI 2016	Paris, France		100.00%	0.00%	
Gimv France SAS	Paris, France		100.00%	0.00%	
Gimv Investments H&C Netherlands 2013 BV	The Hague, The Netherlands	57093156	100.00%	0.00%	
Gimv Investments SC Netherlands 2013 BV	The Hague, The Netherlands	59482583	100.00%	0.00%	
Gimv Investments CO Netherlands 2013 BV	The Hague, The Netherlands	62731521	100.00%	0.00%	
Gimv Investments SI Netherlands 2013 BV	The Hague, The Netherlands	65423445	100.00%	0.00%	
Gimv Investments H&C Netherlands 2016 BV	The Hague, The Netherlands	68071167	100.00%	0.00%	
Gimv Investments CC Netherlands 2016 BV	The Hague, The Netherlands	65881702	100.00%	0.00%	
Gimv Investments SI Netherlands 2016 BV	The Hague, The Netherlands	68071272	100.00%	0.00%	
Gimv Nederland BV	The Hague, The Netherlands	27162749	100.00%	0.00%	
Gimv Nederland holding BV	The Hague, The Netherlands	27258597	100.00%	0.00%	
Gimv-XL NV	Antwerp, Belgium	0820.802.914	100.00%	0.00%	
Grandeco	Tielt, Belgium	0889.387.654	98.10%	0.00%	IFRS 10
Groupe Acceo	Gémenos, France		66.12%	3.32%	IFRS 10
Halder Investments IV BV	The Hague, The Netherlands	27127858	100.00%	0.00%	
Halder-GIMV Germany Management BV	The Hague, The Netherlands	27114196	100.00%	0.00%	
I-mmoPad NV	Antwerp, Belgium	0422.112.920	100.00%	0.00%	

(3) Gimv group retains control although this subsidiary is in an extinction scenario

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Name of the subsidiary	City, country	Company number	% voting right	Change to previous year	Reason why > 50% does not lead to consolidation
Impression International	Antwerp, Belgium	0895.599.119	80.00%	-5.00%	IFRS 10
Kopria BV	The Hague, The Netherlands	54162300	100.00%	0.00%	IFRS 10
Mackevision Medien Design	Stuttgart, Germany		0.00%	-54.11%	IFRS 10
Nelumbo	Oudenaarde, Belgium	0564.887.616	75.50%	0.00%	IFRS 10
Onyx Investments BV	Delft, The Netherlands		69.26%	0.00%	IFRS 10
OTN Systems	Herentals, Belgium	0898.723.509	53.32%	0.00%	IFRS 10
SK Talents Investments BV	Utrecht, The Netherlands		65.00%	0.00%	IFRS 10
Topsumma NV	Gistel, Belgium	0661.638.879	65.53%	-1.00%	IFRS 10
Unted Investments BV	Breda, The Netherlands	62747444	83.86%	0.00%	IFRS 10
TDP	Brussel, Belgium	0891.786.920	50.00%	0.00%	IFRS 10
Wolf	Paris, France		52.80%	0.80%	IFRS 10
Xpertise	Antwerp, Belgium		85.51%	85.51%	IFRS 10
MVZ Holding AG	Zug, Zwitserland		100.00%	0.00%	IFRS 10

In a number of subsidiaries which are consolidated, the evolution of voting rights is due to the partial exercise of options by employees or an eventual call by Gimv on the shares held by employees.

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7. Segment information

Since FY 2013-2014, Gimv has reported its investment activities with a focus on four platforms. The management reporting also follows this new structure in line with the requirements of IFRS 8.

The four segments are: **Connected Consumer**, companies with a clear vision of the needs and preferences of the customer of the future; **Health & Care**, solutions for the health and care sector that cater to a growing, ageing and health-conscious society; **Smart Industries**, suppliers of smart systems and services that offer added value through intelligent and differentiating technologies; and **Sustainable Cities**, services, utilities and infrastructure with a sustainable impact on society. In addition, the “Other” segment mainly includes investments in third-party funds and infrastructure.

The additional information, in line with the so-called IFRS 8 Entity-wide disclosures, is provided on a geographic basis.

I. Segmentation according to the activities							
Year 2017-2018	**Connected Consumer**	**Health & Care**	**Smart Industries**	**Sustainable Citites**	**Other**	**Funding & Services**	**Total**
1. Revenues	11 888	29 765	60 922	23 597	20 139	-	146 311
1.1. Dividend income	763	1 262	-	4 839	7 959	-	14 824
1.2. Interest income	2 766	1 116	3 297	1 427	880	-	9 485
1.3. Management fees	-	-	-	-	1 322	-	1 322
1.4. Turnover	9	69	15	62	399	-	555
1.5. Realised gains on disposal of investments	8 350	27 318	57 609	17 270	9 579	-	120 125
2. Realised losses on disposal of investments	-	-1 161	-3 923	-	-1 602	-	-6 686
3. Unrealised gains (losses) on financial assets at fair value through P&L	25 197	-5 901	4 169	11 405	-4 642	-	30 228
4. Impairment losses	-7 707	-714	-9 155	-	-	-	-17 576
5. Segment result	24 949	16 891	48 972	34 358	7 734	-	132 905
6. Unallocated expenses & profits	-	-	-	-	-	-15 793	-15 793
7. Operating result	24 949	16 891	48 972	34 358	7 734	-15 793	117 111
8. Net finance costs (+/-)	-	-	-	-	-	-	610
9. Result before tax	-	-	-	-	-	-	117 722
10. Tax expenses	-	-	-	-	-	-	-958
11. Net result	-	-	-	-	-	-	116 764
12. Assets & liabilities							
12.1. Segment assets	280 117	154 402	133 949	193 529	198 472	396 033	1 356 502
12.2. Segment liabilities	-	-	-	-	-	1 356 502	1 356 502
13. Other segment information							
13.1. Capital expenditure	83 709	73 837	39 218	31 819	17 625	-	246 209
13.1.1 Financial assets at fair value through P&L	56 241	55 107	37 868	13 609	17 625	-	180 450
13.1.2. Loans to investee companies	27 468	18 730	1 350	18 210	-	-	65 759

II. Geographical information									
Year 2017-2018	**Belgium**	**The Netherlands**	**Germany**	**France**	**Rest of Europa**	**USA**	**Other Coun-tries**	**Funding & Services**	**Total**
1. Revenues	52 066	21 139	26 365	41 505	3 854	803	580	-	146 311
1.1. Dividend income	13 531	1 266	-	-	27	-	-	-	14 824
1.2. Interest income	5 976	499	735	2 275	-	1	-	-	9 485
1.3. Management fees	1 322	-	-	-	-	-	-	-	1 322
1.4 Turnover	269	236	-	50	-	-	-	-	555
1.5. Realised gains on disposal of investments	30 969	19 139	25 629	39 180	3 827	802	580	-	120 125
2. Segment assets	340 219	258 246	97 810	154 430	80 082	3 917	25 764	396 033	1 356 501
3. Capital expenditure	95 324	20 896	31 443	76 422	19 343	1 988	793	-	246 209
3.1. Financial assets at fair value through P&L	75 974	20 096	11 852	50 404	19 343	1 988	793	-	180 450
3.2. Loans to investee companies	19 350	800	19 591	26 018	-	-	-	-	65 759

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

I. Segmentation according to the activities							
Year 2016-2017	Connected Consumer	Health & Care	Smart Industries	Sustainable Citites	Other	Funding & Services	Total
1. Revenues	15 838	9 164	55 304	7 623	53 931	-	141 860
1.1. Dividend income	1 203	1 802	-	-	39 804	-	42 810
1.2. Interest income	2 850	962	3 385	438	574	-	8 209
1.3. Management fees	-	-	-	-	2 284	-	2 284
1.4. Turnover	39	87	20	137	191	-	474
1.5. Realised gains on disposal of investments	11 745	6 313	51 900	7 048	11 079	-	88 085
2. Realised losses on disposal of investments	-386	-	-659	-1 632	-1 156	-	-3 832
3. Unrealised gains (losses) on financial assets at fair value through P&L	25 158	7 383	19 902	22 890	-10 203	-	65 131
4. Impairment losses	-3 381	-	-5 754	-	-321	-	-9 456
5. Segment result	32 143	11 575	66 232	25 647	36 885	-	172 482
6. Unallocated expenses & profits	-	-	-	-	-	-21 057	-21 057
7. Operating result	32 143	11 575	66 232	25 647	36 885	-21 057	151 424
8. Net finance costs (+/-)	-	-	-	-	-	-	1 727
9. Result before tax	-	-	-	-	-	-	153 151
10. Tax expenses	-	-	-	-	-	-	-3 515
11. Net result	-	-	-	-	-	-	149 636
12. Assets & liabilities							
12.1. Segment assets	223 977	130 277	184 280	186 354	238 735	351 636	1 315 260
12.2. Segment liabilities	-	-	-	-	-	1 315 260	1 315 260
13. Other segment information							
13.1. Capital expenditure	25 984	34 342	66 220	33 795	19 286	-	179 628
13.1.1 Financial assets at fair value through P&L	25 984	32 857	55 609	30 295	18 799	-	163 545
13.1.2. Loans to investee companies	-	1 485	10 611	3 500	487	-	16 083

II. Geographical information							
Year 2016-2017	Belgium	The Netherlands	Germany	France	Rest of Europa	USA	Other Countries
1. Revenues	112 399	9 550	1 183	6 504	11 634	150	442
1.1. Dividend income	40 401	607	-	-	1 802	-	-
1.2. Interest income	5 793	439	17	1 643	317	-	-
1.3. Management fees	2 284	-	-	-	-	-	-
1.4 Turnover	130	104	144	85	12	-	-
1.5. Realised gains on disposal of investments	63 792	8 401	1 022	4 776	9 503	150	442
2. Segment assets	303 185	237 556	118 353	193 317	78 343	7 867	25 004
3. Capital expenditure	41 078	55 326	6 644	42 010	29 631	2 798	2 141
3.1. Financial assets at fair value through P&L	29 825	55 326	6 644	37 179	29 631	2 798	2 141
3.2. Loans to investee companies	11 253	-	-	4 831	-	-	-

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

I. Segmentation according to the activities							
Year 2015-2016	**Connected Consumer**	**Health & Care**	**Smart Industries**	**Sustainable Citites**	**Other**	**Funding & Services**	**Total**
1. Revenues	12 144	36 980	33 741	7 091	15 244	-	105 199
1.1. Dividend income	5	109	7 067	6 790	1 611	-	15 582
1.2. Interest income	6 916	1 237	1 732	286	454	-	10 623
1.3. Management fees	-	-	-	-	3 200	-	3 200
1.4. Turnover	63	922	247	15	42	-	1 288
1.5. Realised gains on disposal of investments	5 161	34 713	24 696		9 937	-	74 506
2. Realised losses on disposal of investments	-1 018	-1 591	-	-509	-854	-	-3 973
3. Unrealised gains (losses) on financial assets at fair value through P&L	13 655	-1 269	57 326	23	31 957	-	101 693
4. Impairment losses	-1 706	-2 132	-9 145	-	-	-	-12 983
5. Segment result	28 156	47 385	33 610	19 231	34 391	-	162 773
6. Unallocated expenses & profits	-	-	-	-	-	-12 020	-12 020
7. Operating result	28 156	47 385	33 610	19 231	34 391	-12 020	150 752
8. Net finance costs (+/-)	-	-	-	-	-	-	1 792
9. Result before tax	-	-	-	-	-	-	152 544
10. Tax expenses	-	-	-	-	-	-	-3 839
11. Net result	-	-	-	-	-	-	148 705
12. Assets & liabilities							
12.1. Segment assets	281 512	93 761	208 348	150 070	286 175	210 463	1 230 329
12.2. Segment liabilities	-	-	-	-	-	1 230 329	1 230 329
13. Other segment information							
13.1. Capital expenditure	13 333	18 562	7 368	82 442	8 515	-	130 220
13.1.1 Financial assets at fair value through P&L	12 533	18 163	5 750	77 442	7 735	-	121 623
13.1.2. Loans to investee companies	800	399	1 618	5 000	780	-	8 597

II. Geographical information									
Year 2015-2016	**Belgium**	**The Netherlands**	**Germany**	**France**	**Rest of Europa**	**USA**	**Other Coun-tries**	**Funding & services**	**Total**
1. Revenues	64 426	225	848	13 281	21 567	821	4 030	-	105 199
1.1. Dividend income	15 076	-	-	-	506	-	-	-	15 582
1.2. Interest income	7 671	125	82	2 231	514	-	-	-	10 623
1.3. Management fees	3 200	-	-	-	-	-	-	-	3 200
1.4 Turnover	1 208	58	-1	21	3	-	-	-	1 288
1.5. Realised gains on disposal of investments	37 272	42	768	11 029	20 544	821	4 030		74 506
2. Segment assets	398 822	193 969	106 910	198 337	84 262	8 212	29 355	210 463	1 230 329
3. Capital expenditure	26 535	68 517	11 039	19 140	2 995	513	1 482	-	130 220
3.1. Financial assets at fair value through P&L	25 216	62 717	9 561	19 140	2 995	513	1 482	-	121 623
3.2. Loans to investee companies	1 319	5 800	1 478	-	-	-	-	-	8 597

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

8. Operating result

Dividends, interests, management fees and turnover	2017-2018	2016-2017	2015-2016
Dividends	14 824	42 810	15 582
Interests	9 485	8 209	10 623
Management fees	1 322	2 284	3 200
Turnover	555	474	1 288
Total	**26 186**	**53 776**	**30 693**

In 2017-2018, income from dividends, interests and management fees amounted to EUR 26 186, down EUR 27 590 compared to 2016-2017. The decrease is mainly explained by lower dividend income from the Gimv-XL co-investment partnership. In addition, a dividend was received from Hansea. Interest income increased by EUR 1 277, reflecting the higher amount of outstanding loans. Management fees are down owing to the declining investment portfolio of the Gimv-XL co-investment partnership, the management fee being calculated on the outstanding investment amount.

In 2016-2017, this item increased by EUR 23 083, Dividends are up by 27 228 EUR, being received mainly from the Gimv-XL co-investment partnership (through a number of successful exits) and Vandemoortele. Interest reduced by EUR 2 415 as a result of conversions of loans into shares, among others at Thinkstep and Nomadesk, and of the loan repayments from Vandemoortele, Impression International and Elicio. Management fees are down EUR 916 owing to the lower fee from the Gimv-XL co-investment partnership, which is no longer calculated on the commitments but on the invested amount. Income received by the Gimv group from investee companies also fell by EUR 815.

The decline in 2015-2016 is explained as follows. Dividends increased by EUR 6 842, being received primarily from Xeikon and Hansea. Interest reduced by EUR 2 944 following the conversion of a number of loans into shares, among others at Easyvoyage and Greenyard, and the loan repayments from Essar Ports, Acertys and XL Video. Management fees fell by EUR 4 226. This is mainly due to the recalculation of the Gimv-XL fund fee, which is no longer calculated on the commitments but on the amount invested.

Realised gains and losses	2017-2018	2016-2017	2015-2016
Capital gains on disposal of investments	120 125	88 085	74 506
Losses on dispsal of investments	-6 686	-3 832	-3 973
Total	**113 439**	**84 253**	**70 533**

Realised gains and losses on the disposal of investments by activity	Connected Consumer	Health & Care	Smart Industries	Sustain-able Cities	Other	Total
Capital gains on disposal of investments	8 350	27 318	57 609	17 270	9 578	120 125
Losses on dispsal of investments	-	-1 161	-3 923	-	-1 602	-6 686
Total	**8 350**	**26 157**	**53 686**	**17 270**	**7 976**	**113 439**
Listed companies	232	141	601	-	-	973
Funds	-	-	-	-	7 974	7 974
Shareholdings	8 118	26 016	53 086	17 270	2	104 491
Total	**8 350**	**26 157**	**53 686**	**17 270**	**7 976**	**113 439**

Gimv recorded in 2017-2017 a realised result of EUR 113 439. This result is the difference between the selling price of the divested investments and their IFRS carrying value at the beginning of the financial year. The largest capital gains were achieved on the following successful divestments: Teads and Easy Voyage (Connected Consumer), Almaviva Santé (Health & Care), Luciad and Mackevision (Smart Industries) and Brakel (Sustainable Cities).

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Unrealised gains and losses	2017-2018	2016-2017	2015-2016
Unrealised gains from financial assets at fair value	87 434	124 539	158 920
Unrealised losses on financial assets at fair value	-57 206	-59 409	-57 227
Impairment losses	-17 576	-9 456	-12 983
Total	**12 652**	**55 675**	**88 710**

Unrealised gains and losses in 2017-2018 by activity	Connected Consumer	Health & Care	Smart Industries	Sustainable Cities	Other	Total
Unrealised gains from financial assets at fair value	34 544	4 033	10 927	21 703	16 227	87 434
Unrealised losses on financial assets at fair value	-9 346	-9 934	-6 758	-10 298	-20 870	-57 206
Impairment losses	-7 707	-714	-9 155	-	-	-17 576
Total	**17 491**	**-6 616**	**-4 986**	**11 405**	**-4 642**	**12 652**
Listed companies	-	420	-680	-	-1 368	-1 628
Funds	-	-	-	-	-3 901	-3 901
Shareholdings	17 491	-7 036	-4 306	11 405	627	18 180
Total	**17 491**	**-6 616**	**-4 986**	**11 405**	**-4 642**	**12 652**

The unrealised gains and losses item reflects the periodic revaluations of shareholdings and of loans to investee companies.

These shareholdings are classed as financial assets and measured at fair value through P&L. These investments are initially recorded at cost. Subsequent unrealised gains and losses resulting from the periodical revaluations are recognised in the income statement.

Loans to portfolio companies are financial assets with fixed or determinable payments that are not listed in an active market. After initial recognition, these financial assets are measured at cost less any impairment losses when there are doubts about the recoverability of the loan. Concretely, impairments were recorded in 2017-2018 in amounts of EUR 7 707 for the Connected Consumer platform, EUR 714 for Health & Care and EUR 9 155 for Smart Industries.

These revaluations take place on a quarterly basis based on decisions of the valuation committee. This committee determines the fair value in accordance with IAS 13.

Listed investments are measured based on the bid price at the balance sheet closing date, taking into account any trading limitations. Where no stock market price is available, the fair value is determined using the valuation methods most appropriate to the particular type of investment. GIMV follows here the International Private Equity and Venture Capital Valuation Guidelines (see 7.5. above).

Unrealised value fluctuations amounted to a net EUR 12 652 gain in 2017-2018. These value fluctuations are primarily driven by the improved performance of investee companies. Further information can be found in Note 14: Financial assets (7.1.14)

Purchase of goods and other services, personnel expenses and depreciation	2017-2018	2016-2017	2015-2016
Goods en services	-15 098	-15 323	-14 176
Personnel expenses	-20 016	-20 756	-18 977
Depreciation	-1 032	-1 169	-1 164
Total	**-36 147**	**-37 248**	**-34 317**

This item is down by EUR 1 102. Spending on other goods and services was down by EUR 225, owing to lower due diligence costs in the context of possible investments. Remuneration fell by EUR 740 with a reduction in the provisions for severance pay. Depreciation is in line with previous years.

In 2016-2017, this item as a whole increased by EUR 2 932, Spending on other goods and services was up by EUR 1 147, owing to higher due diligence costs in the context of potential investments in an increasingly competitive market. Personnel expenses increased by EUR 1 780 through setting up a provision for severance pay.

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In 2015-2016, this item as a whole increased by EUR 1 994. Spending on other goods and services was up by EUR 697, owing to higher due diligence costs in the context of potential investments. Remuneration increased by EUR 1 193, reflecting the recruitment of a number of senior investment managers, mainly in France and Germany, and a number of termination benefits paid.

Other operating results	2017-2018	2016-2017	2015-2016
Foreign exchange income	-	13	241
Take back provisions for liabilities and charges	768	-	-
Take back unrealised loss on current assets	-	-	-
Result from derivatives	2 181	-	875
Other operating income	895	5 400	1 663
Total operating income	**3 844**	**5 413**	**2 779**
Other financial expenses	-507	-1 104	-719
Provisions for liabilities and charges	-2 226	-6 222	-4 923
Provisions for pensions	-	-	-
Taxes and operating costs	-	-	-
Foreign exchange expenses	-31	-9	-126
Result from derivatives	-	-1 086	-
Other operating expenses	-100	-2 024	-1 878
Total operating expenses	**-2 863**	**-10 445**	**-7 646**
Total	**980**	**-5 032**	**-4 867**

In 2017-2018, other operating result rose by a net EUR 6 012. The increase mainly consists of a positive hedging result ('result from derivatives') of USD 2 181 against a negative hedging result of 1 086 EUR last year. The purpose of this hedging is to offset most of the value fluctuations in the USD portfolio by opposing value movements on these hedging contracts so as to neutralise the impact of the evolution of the US dollar on net income. These derivatives are valued quarterly using a fair value approach. In addition, a reversal of a provision on the outstanding escrow on Lampiris in the amount of EUR 1 451 was recognised.

In 2016-2017, other operating result fell by a net EUR 165. The result on the USD hedging was EUR -1 086. Other operating income increased by EUR 3 737, mainly due to the compensation for Gimv on the exit from Multiplicom in the framework of Biotech Fund Flanders. Provisions for risks and expenses increased by EUR 1 299 mainly due to the provision taken on the outstanding escrow at Lampiris.

In 2015-2016, other operating result fell by a net EUR 1 393. The result on the USD hedging is EUR 875 positive compared to a loss of EUR 6 967 the year before, giving a positive variation of EUR 7 842.

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9. Financial result

	2017-2018	2016-2017	2015-2016
Financial income	1 300	2 301	2 403
Financial costs	-689	-573	-611
Total	**611**	**1 727**	**1 792**

In 2017-2018, the financial result decreased by EUR 1 117 owing to falling interest rates despite a rising cash position. Financial income decreased by EUR 1 001 and financial costs increased by EUR 116.

In 2016-2017, the financial result fell by EUR 65. In line with lower interest rates and despite a higher cash position, financial income declined by EUR 102 EUR and financial expenses by EUR 37.

In 2015-2016, the financial result fell by EUR 870. Financial income decreased by EUR 984 as a result of falling interest rates. Financial expenses decreased slightly.

10. Taxes

	2017-2018	2016-2017	2015-2016
Consolidated income statement			
Current income tax	1 578	3 790	3 548
Current income tax charge	1 578	3 790	3 548
Adjustment in respect of current income tax of previous periods	-	-	-
Deferred tax liability	-620	-274	291
Income tax expense reported in consolidated income statement	958	3 515	3 839
Consolidated statement of changes in equity			
Current income tax	-	-	-
Income tax expense/benefit reported in equity	-	-	-
Reconciliation of income tax expense applicable to result before tax at the statutory income tax rate to income tax expense at the group's effective income tax rate			
Result before tax	117 722	153 151	152 544
At local statutory income tax rate	40 014	52 056	51 850
Higher (lower) income tax rates of other countries	-	-	-
Adjustments in respect of current income tax of previous periods	-	-	-
Expenses non-deductible for tax purposes	15 841	6 546	4 489
Tax exempt profits	-55 183	-56 103	-54 510
Non-deductible amortization of goodwill	-	-	-
Non-recorded deferred income tax assets	-	-	-
Other	907	1 291	1 719
Taxes at effective income tax rate	1 578	3 790	3 548
Effective income tax rate	1.3%	2.5%	2.5%

Gimv group's core business consists of investing in shareholdings that are then sold after a certain period with a capital gain. In the countries where Gimv has branches, capital gains on the sale of shares are fully or almost fully tax-exempt.

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As from tax year 2013, capital gains on shares are tax-exempt only if the shares have been kept in full ownership for an uninterrupted period of at least 1 year. In the case of non-fulfilment of this holding period, these capital gains are taxed at a special rate of 25.75% (incl. crisis contribution). The tax base may be reduced by the loss from the tax period, by the definitively taxed income deduction, by the notional interest deduction and/or previous losses.

In addition, capital gains on shares that qualify for complete exemption are taxable as from the 2014 tax year, at a rate of 0.412% (incl. crisis contribution). These are no deductions from this tax base. For FY 2017-2018, this tax amounted for Gimv to EUR 578. The separate rate of 0.412% will be abolished with effect from tax year 2019 (for accounting years beginning on 1 January 2018 at the earliest). Given this development, under IFRS no provision is made for the deferred tax (EUR 620 in the previous financial year) that arises on the basis of the unrealised capital gains on the shareholdings. Gimv NV has definitively taxed income and extensive carryforwardable tax losses from the past.

The tax expense for Gimv group is EUR 958. As an investment company, Gimv NV is mixed VAT liable, and therefore has non-tax deductible VAT in an amount of EUR 569. There are also certain companies in the group which pay corporation tax.

11. Earnings per share

		2017-2018	2016-2017	2015-2016
(in 000 EUR)				
Net profit attributable to ordinary equity holders of the parent	A	107 064	131 853	137 175
Intrest on convertible non-cumulative redeemable preference shares				
Net profit attributable to ordinary equity holders of the parent adjusted for the effect of convertible preference shares	B	107 064	131 853	137 175
(in 000)				
Weighted average number of ordinary shares (excluding treasury shares) for basic earnings per share	A	25 427	25 427	25 427
Effect of dilution				
Share options		-	-	-
Redeemable preference shares		-	-	-
Weighted average number of ordinary shares (excluding treasury shares) adjusted for the effect of dilution	B	25 427	25 427	25 427
(in EUR)				
Earnings per share	A	4.21	5.19	5.39
Earnings per share with effect of dilution	B	4.21	5.19	5.39

Earnings per share is obtained by dividing the net profit attributable to the holders of ordinary shares of the parent company by the weighted average number of shares outstanding during the financial year.

The diluted earnings per share is calculated by dividing the net profit attributable to the holders of ordinary shares of the parent company (after deducting interest on convertible, redeemable, non-cumulative preference shares) by the sum of the weighted average number of outstanding shares at the end of the financial year and the weighted average number of ordinary shares that would be issued upon the conversion into ordinary shares of all rights to ordinary shares having a potentially dilutive effect.

The table above gives information on the profit and shares figures used in calculating normal and diluted earnings per share.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

12. Paid and proposed dividends

	2017-2018	2016-2017	2015-2016
Paid dividends			
Closing dividend (in EUR 000)	63 567	62 295	62 295
Closing dividend (in EUR)	2.50	2.45	2.45
Interim dividend (in EUR 000)	-	-	-
Interim dividend (in EUR)	-	-	-
Total dividends paid	**63 567**	**62 295**	**62 295**

Proposed dividends			
Closing dividend (in EUR 000)	63 567	63 567	62 295
Closing dividend (in EUR)	2.50	2.50	2.45

The board of directors will be proposing to the ordinary general meeting of shareholders that the company declare a gross dividend of EUR 2.50 per share in respect of FY 2017-2018. After 30% investment withholding tax, the net dividend amounts to EUR 1.75 per share.

13. Property, plant and equipment

2017-2018	Land and buildings	Machinery and equipment	Furniture and vehicles	Other property, plant and equipment	Total
1. Opening balance, net carrying amount	7 282	539	799	-	8 620
1.1. Gross carrrying amount	15 512	1 110	4 707	-	21 329
1.2. Accumulated depreciation and impairment (-)	-8 230	-571	-3 908	-	-12 708
2. Additions	27	80	238	-	345
3. Acquisition through business combinations	-	-	-	-	-
4. Sales and disposals (-)	-736	-	-	-	-736
5. Disposal of subsidiaries (-)	-	-	-	-	-
6. Depreciations (-)	-432	-69	-340	-	-841
7. Impairment losses recognised in profit & loss (-) during the period or reversed (+)	-	-	-	-	-
8. Increase (decrease) translation differences	-	-	-	-	-
9. Transfer from (to)	234	-	-	-	234
10. Other increase (decrease)	-	-	-	-	-
11. Closing balance, net carrying amount	6 375	550	697	-	7 622
11.1. Gross carrrying amount	14 802	1 190	4 945	-	20 937
11.2. Accumulated depreciation and impairment (-)	-8 428	-640	-4 248	-	-13 316

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2016-2017	Land and buildings	Machinery and equipment	Furniture and vehicles	Other property, plant and equipment	Total
1. Opening balance, net carrying amount	7 743	229	1 051	-	9 024
1.1. Gross carrrying amount	15 458	738	4 556	-	20 752
1.2. Accumulated depreciation and impairment (-)	-7 715	-509	-3 505	-	-11 728
2. Additions	54	372	151	-	577
3. Acquisition through business combinations	-	-	-	-	-
4. Sales and disposals (-)	-	-	-	-	-
5. Disposal of subsidiaries (-)	-	-	-	-	-
6. Depreciations (-)	-515	-62	-403	-	-980
7. Impairment losses recognised in profit & loss (-) during the period or reversed (+)	-	-	-	-	-
8. Increase (decrease) translation differences	-	-	-	-	-
9. Transfer from (to)	-	-	-	-	-
10. Other increase (decrease)	-	-	-	-	-
11. Closing balance, net carrying amount	7 282	539	799	-	8 620
11.1. Gross carrrying amount	15 512	1 110	4 707	-	21 329
11.2. Accumulated depreciation and impairment (-)	-8 230	-571	-3 908	-	-12 708

2015-2016	Land and buildings	Machinery and equipment	Furniture and vehicles	Other property, plant and equipment	Total
1. Opening balance, net carrying amount	8 092	252	1 167	-	9 511
1.1. Gross carrrying amount	15 242	733	4 268	-	20 243
1.2. Accumulated depreciation and impairment (-)	-7 150	-481	-3 101	-	-10 732
2. Additions	216	5	305	-	526
3. Acquisition through business combinations	-	-	-	-	-
4. Sales and disposals (-)	-	-	-17	-	-17
5. Disposal of subsidiaries (-)	-	-	-	-	-
6. Depreciations (-)	-565	-28	-403	-	-996
7. Impairment losses recognised in profit & loss (-) during the period or reversed (+)	-	-	-	-	-
8. Increase (decrease) translation differences	-	-	-	-	-
9. Transfer from (to)	-	-	-	-	-
10. Other increase (decrease)	-	-	-	-	-
11. Closing balance, net carrying amount	7 743	229	1 051	-	9 024
11.1. Gross carrrying amount	15 458	738	4 556	-	20 752
11.2. Accumulated depreciation and impairment (-)	-7 715	-509	-3 505	-	-11 728

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

14. Financial assets

	31-03-2018	31-03-2017	31-03-2016
Financial assets at fair value through the income statement	835 056	844 600	888 536
of which listed shareholdings	51 471	53 865	39 366
Loans to investee companies	125 312	118 985	125 358
Total	**960 369**	**963 585**	**1 013 894**

The financial assets include equity shareholdings at fair value through profit or loss and loans to investee companies. This total investment portfolio reduced slightly by EUR 3 216.

Financial assets at fair value through the income statement	2017-2018	2016-2017	2015-2016
1. Opening balance	844 600	888 536	788 284
1.1. Investments	180 450	163 545	121 623
1.2. Acquisition through business combination	-	-	-
1.3. Divestments (-)	-221 605	-268 680	-143 378
1.4. Disposal of subsidiaries	-	-	-
1.5. Unrealised change (increase (+), decrease(-) in fair value)	26 319	59 343	97 094
1.6. Increase (decrease) translation differences	-	-	-
1.7. Other (increase (+), decrease(-))	5 292	1 856	24 913
2. Closing balance	835 056	844 600	888 536
Of which			
Shares - listed	51 471	53 865	39 366
Shares - unlisted	783 585	790 736	849 170
Change in fair value recognised in P&L during the period	26 319	59 343	97 094
Unlisted portfolio	-1 628	16 570	-7 066
Listed portfolio	27 947	42 773	104 160

The financial assets consisting of the shareholdings of Gimv and its subsidiaries fell by EUR 9 544.

In 2017-2018, Gimv invested EUR 180 450 in shareholdings. 12 new companies were invested in: Snack Connection, La Croissanterie, AgroBiothers and IMPACT (Connected Consumer), Arseus Medical, ImCheck, PGS, Fire1, France Thermes and Stiplastics Healthcaring (Health & Care), Cegeka (Smart Industries) and Wemas (Sustainable Cities). There were also follow-up investments in, among others, Biom'Up, JenaValve, EndoStim, Melijoe, Sureca and Incendin. There were 9 portfolio divestments amounting to EUR 221 605 (at opening carrying value on an IFRS basis). The main divestments were Teads, Greenyard and Marco Vasco (Connected Consumer), Almaviva Santé (Health & Care), Luciad, Mackevision and RES Software (Smart Industries) and Brakel (Sustainable Cities).

Unrealised valuation movements amounted to EUR 26 319. These reflect the periodic measurement exercises on the overall portfolio and are explained mainly by the improved operating results of the portfolio companies. The Gimv group measures listed shareholdings at their bid price (other than the exceptions mentioned in the valuation rules) and unlisted shareholdings based on the measurement methods most appropriate for the particular type of investment, following the International Private Equity and Venture Capital Valuation Guidelines.

The remaining changes reflect transfers due to reclassifications, conversions of loans into shares and the capitalisation of interest.

In 2016-2017, Gimv invested EUR 163 545 in shareholdings. 11 new companies were invested in: Joolz and Real Impact Analytics (Connected Consumer, Breath Therapeutics, Endostim, G-Therapeutics and Spineart (Health & Care), ALT Technologies, Arplas, Mega International and Summa (Smart Industries) and Acceo (Sustainable Cities). Added to these were follow-on investments in, among others, Biom'Up, Brakel, Ecochem, Europlasma, Itineris, Jenavalve, OTN, TINC and Topas Therapeutics. There were 12 portfolio divestments amounting to EUR 268 680 (at opening carrying value on an IFRS basis). The main divestments were Vandemoortele, Altaïr/Brunel, Onedirect and Hecht (Connected Consumer), Multiplicom (Health & Care), Punch Powertrain, GreenPeak and Leyton (Smart Industries) and Lampiris, Biodiesel Holding and BMC Investments (Sustainable Cities). Unrealised valuation movements amounted to EUR 59 343.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

These reflect the periodic measurement exercises on the overall portfolio and are explained mainly by the improved operating results of the portfolio companies. The Gimv group measures listed shareholdings at their bid price (other than the exceptions mentioned in the valuation rules) and unlisted shareholdings based on the measurement methods most appropriate for the particular type of investment, following the International Private Equity and Venture Capital Valuation Guidelines.

In 2015-2016, Gimv invested EUR 121 623 in shareholdings. 8 new companies were invested in: Legallais (Connected Consumer), Equipe Zorgbedrijven, Biom'Up, Benedenti and Topas Therapeutics (Health & Care) and Mackevision, Thinkstep and CoScale (Sustainable Cities). There were a number of follow-on investments in existing shareholdings including Mackevision and Artichem. A total of 13 portfolio companies were divested in 2015-2016 for an amount of EUR 143 378 (at IFRS opening carrying values). The main divestments were Easy Voyage, Greenyard and XL Video (Connected Consumer), Prosonix and Acertys (Health & Care); VCST, Xeikon en ProxiAD (Smart Industries) and Essar Ports (Sustainable Cities). Unrealised valuation movements amounted to EUR 97 094.

Overview of listed shareholdings

Company	Bloomberg symbol	Holding in %	Holding in n° of outstanding shares
Electrawinds	EWI GR	3.34%	1 632 416
Inside Secure	INSD FP	6.76%	2 979 534
Biom'Up	BUP FP	9.52%	1 206 272
TINC	TINC BB	10.67%	2 911 198

Limitations

Gimv receives income in the form of dividends and interest from its portfolio companies. There are no significant restrictions on transfers of funds from these portfolio companies to Gimv.

Support

As of 31 March 2018, Gimv has contractual obligations to provide financial support to 16 companies in the portfolio in an amount of EUR 39 409 of binding financial commitments.

Hierarchy of fair values

At 31 March 2018 the group held the following financial instruments recorded at fair value.

The group applies the following hierarchy for determining and disclosing the fair value of financial instruments, by valuation technique

- Level 1: listed (unadjusted) prices in active markets for identical assets or liabilities;
- Level 2: other methods in which all variables have a significant effect on the calculated fair value and are observable, either directly or indirectly;
- Level 3: techniques using inputs which have a significant effect on the recorded fair value, but are not based on observable market data.

Transfers in real value hierarchy

During the financial year ended on 31 March 2018, one shareholding was moved from Level 2 to Level 1. One shareholding was transferred from level 3 to level 2 owing to the use of a lock-up discount following an IPO. Another shareholding was transferred from level 3 to level 2 owing to the use of a lock-up discount on the stock market price. These transfers in the fair value hierarchy fit with the application of the valuation rules.

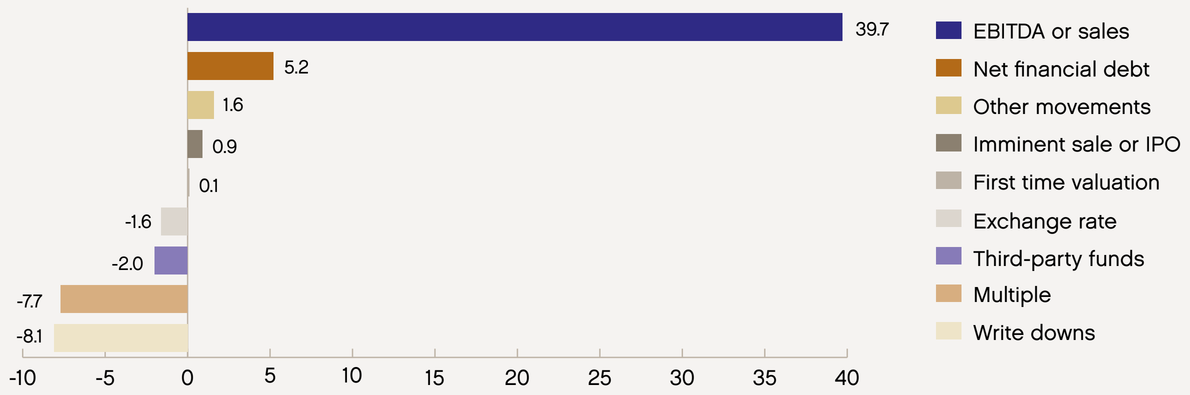
Assets measured at fair value		Total	Level 1	Level 2	Level 3
Financial assets at fair value through profit or loss	2017-2018	835 056	41 920	9 551	783 585
	2016-2017	844 600	39 263	14 602	790 736
	2015-2016	888 536	39 366	-	849 170

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Evolution of valuation 2017-2018

The graph below shows the sources of changes in the valuation of the unlisted portfolio companies (level 3). This clearly shows that this positive evolution is largely explained by the improved performance of the portfolio companies. This is clearly reflected in the positive contribution of Ebitda or sales. In total, the unrealised gains on the unlisted portfolio companies amount to a net EUR 27 947. The average Ebitda multiple used for these valuations was 7.1x at the end of March 2018 (slightly higher than the 7.0x of end-March 2017). The sensitivity of the valuation to variations in the multiple is discussed under 7.25 Market risk. For a further description of our valuation method underlying this graph, we refer to the valuation rules explained in section 7.1.5.9 Financial Assets.

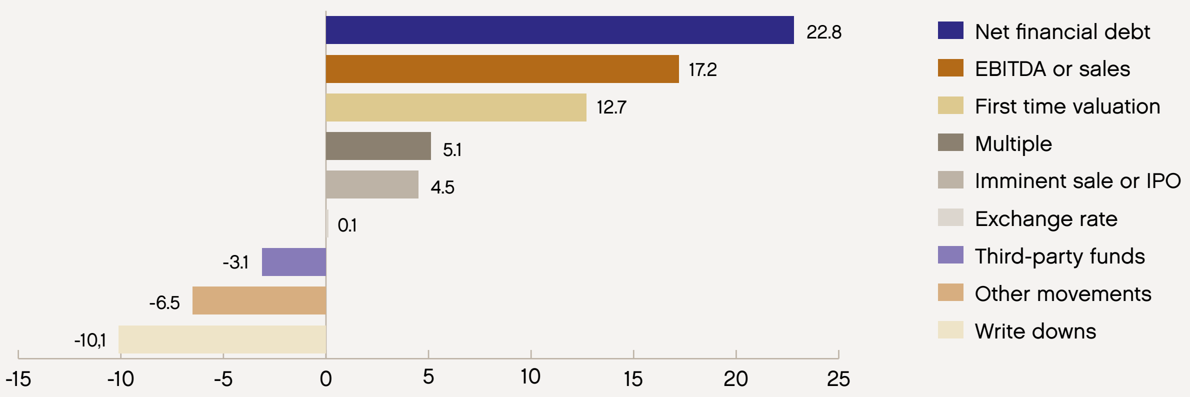
Value evolution of the non-listed portfolio companies 2017-2018: unrealised capital gains and losses together amount to EUR 27.9 million



Evolution of valuation 2016-2017

The graph below shows the sources of changes in the valuation of the unlisted portfolio companies (level 3). This clearly shows that this positive evolution is largely explained by the improved performance of the portfolio companies. This is clearly reflected in the positive evolution of the net financial debt position, the evolution of Ebitda/sales and the effect of the first valuation in a number of companies. In total, the unrealised gains on the unlisted portfolio companies amount to a net EUR 42 773. The average Ebitda multiple used for these valuations was 7.0x at the end of March 2017 (slightly higher than the 6.7x of end-March 2016). The sensitivity of the valuation to variations in the multiple is discussed under 7.25 Market risk. For a further description of our valuation method underlying this graph, we refer to the valuation rules explained in section 7.1.5.9 Financial Assets.

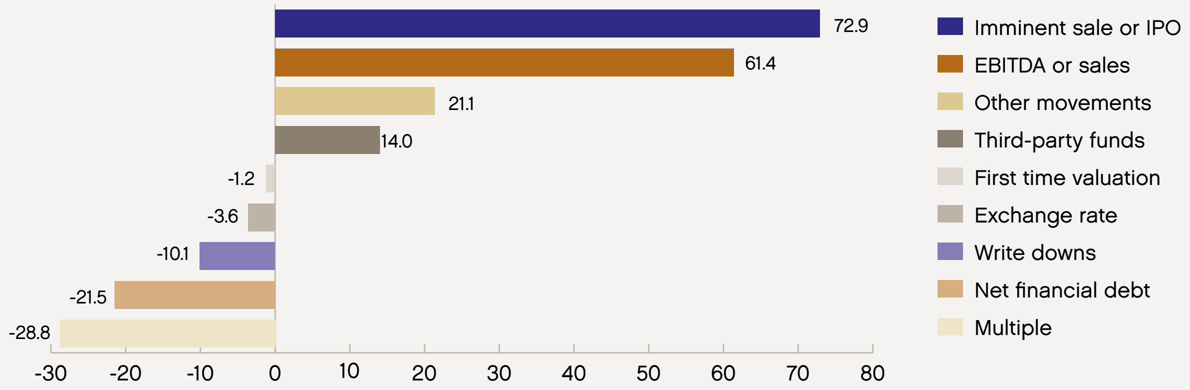
Value evolution of the non-listed portfolio companies 2016-2017: unrealised capital gains and losses together amount to EUR 42.8 million



Evolution of valuation 2015-2016

The graph below shows the evolution of the valuation of the unlisted portfolio companies (level 3). This clearly shows that this positive evolution is largely explained by the improved performance of the portfolio companies, expressed in the evolution of EBITDA/sales. To this is added the value appreciation as a result of the upward revaluation of two portfolio companies at an advanced stage of sales negotiation. In total, the unrealised gains on the unlisted portfolio companies amount to a net EUR 104 160. For a further description of our valuation method underlying this graph, we refer to the valuation rules explained in section 7.1.5.9 Financial Assets.

Value evolution of the non-listed portfolio companies 2015-2016: unrealised capital gains and losses together amount to EUR 104.2 million



15. Loans to portfolio companies

In 2017-2018, loans to portfolio companies rose by EUR 6 328 to EUR 125 313. New loans totalling EUR 65 759 were made, the largest being to: IMPACT, France Thermes, Stiplastics Healthcaring and WEMAS. Loans of EUR 40 440 were repaid (at carrying value on an IFRS basis). The main repayments were from: Pragma II, Almaviva Santé and Luciad. The net impact of value fluctuations (as a result of the valuation process) and transfers is EUR 18 991.

In 2016-2017, loans to portfolio companies declined by EUR 6 373 to EUR 118 985. New loans totalling EUR 16 083 were made, the largest being to: Summa, Acceo Group, OTN Systems, Europlasma and Biom'Up. Loans of EUR 43 436 were repaid (at carrying value on an IFRS basis). The main repayments were from: Vandemoortele, Altaïr/Brunel, Leyton and Hecht. The net impact of value fluctuations (due to the valuation process) and transfers amounts to EUR 20 979, including a vendor loan following the Pragma exit.

In 2015-2016, loans to portfolio companies reduced by EUR 6 546 to EUR 125 358. New loans totalling EUR 8 597 were made, the largest being to Itho Daalderop/Klimaatgarant, Benedenti, Think Step and United Dutch Breweries. Loan repayments of EUR 22 153 were received (at carrying value on an IFRS basis). The main divestments were Acertys, Xeikon, Proxiad and Essar Ports. The net impact of the valuation fluctuations and transfers amounts to EUR 7 009 positive.

	2017-2018	2016-2017	2015-2016
1. Opening balance	118 985	125 358	131 904
1.1. Gross carrrying amount	168 870	171 575	169 737
1.2. Accumulated impairment (-)	-49 885	-46 217	-37 833
2. Additions	65 759	16 083	8 597
3. Repayment (-)	-40 440	-43 436	-22 153
4. Impairement losses	-13 667	-3 668	-8 384
5. Reversal of impairment losses (+)	-	-	-
6. Increase (decrease) translation differences	-	-	-
7. Transfer to (from)	-5 323	24 647	15 394
8. Other (increase (+), decrease(-))	-	-	-
9. Closing balance	125 313	118 985	125 358
9.1. Gross carrrying amount	188 865	168 870	171 575
9.2. Accumulated impairment (-)	-63 552	-49 885	-46 217

Additional information regarding loans to portfolio companies 2017-2018			
Duration	**Max 1 year**	**1 to 5 year**	**Total**
	1 802	123 511	125 313
Currency		**EUR**	**Total**
		125 313	125 313
Applied interest rate	**Fixed interest rate**	**Variable interest rate**	**Total**
	96 319	28 994	125 313
Average interest rate	7.17%	6.52%	

Additional information regarding loans to portfolio companies 2016-2017			
Duration	**Max 1 year**	**1 to 5 year**	**Total**
	11 161	107 824	118 985
Currency	**EUR**	**USD**	**Total**
	116 662	2 323	118 985
Applied interest rate	**Fixed interest rate**	**Variable interest rate**	**Total**
	89 090	29 895	118 985
Average interest rate	7.68%	6.52%	

Additional information regarding loans to portfolio companies 2015-2016			
Duration	**Max 1 year**	**1 to 5 year**	**Total**
	33 148	92 210	125 358
Currency		**EUR**	**Total**
		125 358	125 358
Applied interest rate	**Fixed interest rate**	**Variable interest rate**	**Total**
	119 730	5 628	125 358
Average interest rate	9.05%	1.09%	

16. Trade and other receivables

In 2017-2018, trade and other receivables fell by EUR 19 525. Trade receivables reduced by EUR 2 505. Other receivables decreased by EUR 17 020 with the repayment of a short-term financing to a portfolio company, which was repaid at the beginning of the financial year.

In 2016-2017, trade and other receivables rose by EUR 11 133. Trade receivables reduced by EUR 1 225, Other receivables increased by EUR 12 505 EUR due to short-term financing to a portfolio company, which has already been repaid.

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In 2015-2016, trade and other receivables fell by EUR 5 124. Trade receivables increased by EUR 3 819, Other receivables fell by EUR 9 289. The outstanding claim on TINC (in an amount of EUR 4 300) was fully repaid following the TINC IPO. The claim on TDP in an amount of EUR 10 187 was reimbursed significantly down to EUR 2 888. Following the capital reduction of Vectis Participaties II, a receivable of EUR 1 919 was recorded.

	2017-2018	2016-2017	2015-2016
More than 1 year			
Trade receivables	-	-	-
Other receivables	-	-	-
Closing balance	-	-	-
Maximum 1 year			
Trade receivables	310	3 611	4 836
Intrest receivables	796	-	-
Tax receivable, other than income tax	1 438	489	636
Deferred charges and accrued income	-	-	-
Other receivables	1 064	19 033	6 528
Closing balance	3 608	23 134	12 000

17. Cash and marketable securities

In 2017-2018, the cash position rose by EUR 66 546. The cash-in from divestments (at sales price) was EUR 371 145. Gimv invested EUR 246 209 and paid a cash dividend of EUR 63 567 in respect of 2016-2017.

Marketable securities and other liquid instruments contain treasury resources invested in marketable securities or in funds subject to market valuation. These consist mainly of commercial paper and decreased by EUR 6 838 as a portion matured in 2017-2018.

Cash, bank deposits and liquid assets covers all treasury resources held in cash or on a bank deposit. This amount also includes treasury resources invested in liquid products which are not subject to fluctuations in value. All liquid resources are invested in products that are convertible into cash within one week's notice.

In 2016-2017, the cash position rose by EUR 121 132. The cash-in from divestments (at sales price) was EUR 382 045. Gimv invested EUR 179 628 and paid a cash dividend of EUR 62 295 in respect of 2015-2016. In addition, a short-term financing of EUR 18 000 was granted in the context of an investment in a portfolio company. Negotiable securities and other liquid assets increased by EUR 21 094 EUR and consist mainly of commercial paper.

In 2015-2016, the cash position rose by EUR 8 008. The cash-in from divestments (at sales price) was EUR 199 237. Gimv invested EUR 130 220 and paid a cash dividend of EUR 62 295 in respect of 2015-2015. In connection with the sale of a portfolio company, Gimv has acted as an intermediary between shareholders and still needs to remit a sum of EUR 8 893 to the other shareholders. Consequently, the net cash position is EUR 183 881.

	2017-2018	2016-2017	2015-2016
I. Cash, deposits and cash equivalents			
Short term bank deposits	327 434	254 614	151 657
Cash and other cash equivalents	38 018	37 454	40 373
Gross carrying amount	365 452	292 068	192 031
II. Marketable securities and other instruments			
Marketable securities and other instruments	15 000	21 838	744

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

18. Outstanding capital and reserves

For the past three years, capital has remained unchanged. The outstanding capital amounts as of 31 March 2018 to EUR 241 365, represented by 25 426 672 fully paid-up ordinary shares without nominal value.

Gimv is a publicly traded company. 26.82% of the shares are owned by the Vlaamse Participatiemaatschappij (VPM); the remainder are spread across a large number of institutional and retail shareholders.

	Number (in 000)			Amount (in 000 EUR)		
	2017-2018	2016-2017	2015-2016	2017-2018	2016-2017	2015-2016
Shares authorised	25 427	25 427	25 427	241 365	241 365	241 365
Par value per share	-	-	-	-	-	-
Shares issued and fully paid at the beginning of the period	25 427	25 427	25 427	241 365	241 365	241 365
Change	-	-	-	-	-	-
Shares issued and fully paid at the end of the period	25 427	25 427	25 427	241 365	241 365	241 365

19. Pension liabilities

Some employees have a defined contribution plan. Others have defined benefit plans, entitling them, at pension date, to an amount that is set in relation to their final salary. As a result of the legislative changes, Gimv no longer values defined contribution plans at intrinsic value. As with the defined benefit plans, the net outstanding pension liability is determined by actuarial calculation in accordance with IAS 19 (using the PUC method). These plans comply with Belgian law and are therefore subject to the statutory minimum return. There are no specific risks in these pension plans.

There have been no amendments made to these plans in the financial year and no surrenders have occurred. Under IFRS, both types of plans are treated as defined benefit plans. Gimv group has the actuarial calculation for both plans updated annually by the group insurance administrator. The fair value of the assets in this plan amounts to EUR 43 280. The discounted value of future liabilities in this plan is EUR 44 355. The difference between the fair value of the assets and the future liabilities was recognised as a pension liability in the consolidated balance sheet in an amount of EUR 1 075.

	01-04-2017	Service costs	Interest cost	Subtotal included in P&L	Return on plan assets (excl. Amounts included in net interest expenses)	Actuarial changes arising from changes in demo-graphic assump-tions	Actuarial changes based upon experience	Benefits paid	Transfer financial fund	Contribu-tions by employer	31-03-2018
Defined benefit obligation	43 847	681	645	1 325	-	-466	-	-	-	-	44 355
Fair value of plan assets	41 772	-	613	613	681	-	-	-101	-311	626	43 280
Net pension liability	-2 102	-681	-31	-712	681	466	-	-101	-311	626	-1 075

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

The overall change in the present value of the Defined Benefit Obligation for Gimv	
DBO at 31 March 2017	**30 255**
Remeasurement	13 619
DBO at 1 April 2017	**43 874**
Service Cost	681
Interest Cost	645
Benefits paid	-
Exchange differences	-844
DBO at 31 March 2018	**44 355**

DBO at 1 April 2016	**28 142**
Service Cost	2 843
Interest Cost	426
Benefits paid	-3 012
Actuarial gains (losses)	1 855
DBO at 31 March 2017	**30 255**

Following changes in the financial assumptions on which the actuarial calculations are based, the opening balance was revalued in an the amount of EUR 13 619. This revaluation also impacted the plan assets, as a result of which only a limited net impact is present. This net impact, amounting to EUR 231, was recognised in the current year under actuarial (gains) losses.

The major categories of plan assets of the fair value of the total plan assets are as follows	31-03-2018	31-03-2017
Equities	2 362	1 024
Derivates	-	148
Bonds	33 925	23 630
Commercial papers	156	5
Cash	1 592	2 276
Real estate	1 436	262
Loans	3 813	2 653
Total	**43 284**	**29 998**

The principal assumptions used in determining pension and post-employment benefit obligations	31-03-2018	31-03-2017
Discount rate	1.60%	1.60%
Inflation rate	1.75%	1.50%
Salary Increase (inflation included)		
< 50 year	3.00%	3.00%
> 50 year	1.75%	1.50%

Mortality tables: the mortality tables were based on the MR-5 for men and the FR-5 for women.
Employee turnover - new participants: the actuarial calculation is based on the current population.
The departure probability applied: up to age 55: 5% per year; from age 55: 0% a year.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Sensitivity analysis	31-03-2018		31-03-2017
Discount rate			
0.5 % increase	43 224		28 234
0.5 % decrease	45 748		30 761
1.45 % decrease	49 236		
Salary expectations			
0.5 % increase	44 410		13 354
0.5 % decrease	44 302		13 209
Expected payments		**Expected payments**	
2018-2021	10 230	2017-2021	12 021
2022-2026	18 554	2022-2026	19 889
> 2026	35 654	> 2026	40 338

The average remaining lifespan of the plans is 11 years.

20. Provisions

In 2017-2018, provisions fell by by EUR 11 750, mainly within the framework of the Long Term Incentive Plan (LTIP).

In line with the private equity practice in Gimv's home markets, Gimv has since 2001 had a long-term incentive plan (also 'carried interest' or 'co-investment structure'), Executive Committee members and a significant group of employees share the realised net capital gains and participate in this way in Gimv's long-term results. It is only to the extent that a portfolio of companies can be sold successfully after deduction of all profitable and loss-making shareholdings and after offsetting the financing and management costs that employees can share in the realised capital gain. In this way, employees' interests are directly aligned with those of Gimv and its shareholders that is maximisation of realised net gains on the portfolio and, consequently, the creation of shareholder value.

This LTIP is based on successive three-year investment periods ('vintages'), with Gimv's employees investing, through co-investment companies, in the basket of companies in which Gimv also invests during that three-year period. For each three-year investment period, Gimv sets up a co-investment company for each of the four investment platforms, as well as an overarching co-investment company. Belgian LTIP beneficiaries acquire warrants (before 2013: options) on shares of these co-investment companies, while foreign beneficiaries acquire shares of these co-investment companies.

As a general rule, beneficiaries' rights under the LTIP are only finally acquired after a period of eight years (the 'vesting period'). Each warrant entitles the holder upon exercise to one share in the co-investment company concerned. The co-investment company shares acquired by exercising the warrants may be sold to Gimv at the earliest eight years after the start of the three-year investment period, based on the cash gains realised on that date on the relevant total investment portfolio and after reaching a minimum return ('hurdle') of around 4%. For this reason, the first settlement date is only after eight years, followed by five-year earn-out period in which further cash realisations from the investment portfolio can lead to additional payments.

Based on this LTIP, since 2010, approximately 12.5% of the net realised cash gains on divestment from the relevant investment portfolios (with offsetting of all profitable and loss-making investments and net of finance and management costs) have been allocated to the beneficiaries. In the period prior to 2010, that percentage was 10%.

The Company has established a provision for unexercised warrants or options on shares of co-investment companies. The same provision also contains an amount for future payments on the outstanding purchase price of shares in co-investment companies (= earn-out). These provisions are calculated on the assumption of the employees concerned remaining with the company to the end of the vesting period.

This provision may be modified in one of three ways: (i) the valuation of the underlying investment portfolio can change, (ii) the number of outstanding options can change, or (iii) there can be a pay-out of the still outstanding purchase price of shares in co-investment companies.

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In 2017-2018, provisions fell by EUR 11 750 to EUR 5 886. The provision in respect of the LTIP decreased by EUR 11 374. This change is explained as follows:

- the evolution in the the value of the underlying portfolio of the co-investment companies, causing the provision to increase by EUR 3 940;
- a change in the number of outstanding options has reduced the provision by EUR 14 942 mainly due to employees' exercise of options on the 2010 co-investment companies;
- the provision also includes EUR 1 824 relating to the estimated settlement of previously exercised options from the 2007-2009 investment period. This amount is the net result of an increase of EUR 679 due to value changes and a decrease of EUR 1 051, the latter largely due to the payment of an outstanding acquisition price on the 2004-2006 vintage.

Furthermore, an earlier provision for the repayment of the Lampiris escrow was fully reversed for an amount of EUR 1 451 and a provision was made for future pension obligations via 'other comprehensive income' amounting to EUR 1 075.

At 31 March 2017 the total provision set up by the Company in respect of this LTIP amounted to EUR 15 555. At the start of FY 2016-2017, this provision amounted to EUR 10 645. This change is explained as follows:

- the evolution in the the value of the underlying portfolio of the co-investment companies, causing the provision to increase by EUR 6 368;
- a change in the number of still unexercised options, causing the provision to fall by EUR 1 373;
- The provision also includes EUR 2 093 for the estimated settlement of previously exercised options from the 2004-2006 and 2007-2009 investment periods. This amount is the net result of an increase of EUR 728 due to value changes and a decrease of EUR 812, the latter largely due to the payment of an outstanding acquisition price.

In 2015-2016, provisions rose by EUR 4 923, mainly within the framework of the co-investment structure.

At 31 March 2016, the total provision set up by the company in past years in the context of this co-investment structure amounted to EUR 10 645. At the start of FY 2015-2016, this provision was EUR 5 624. This change is explained as follows:

- the evolution in the the value of the underlying portfolio of the co-investment companies, causing the provision to increase by EUR 6 110;
- a change in the number of still unexercised options, causing the provision to fall by EUR 72;
- the provision also includes EUR 2 177 for the estimated settlement of previously exercised options from the 2004-2006 investment period. This amount is the net result of an increase of EUR 512 due to value changes and a decrease of EUR 1 532, the latter largely due to the payment of an outstanding acquisition price.

	Warranty	Provisions for litigations	Restructuring provision	Environmental risk	Employment benefits	OCI : Remea-surement pension plans	Other Provisions	Total
1. Opening Balance	631	-	-	-	15 555	-	1 451	17 636
1.1. Non-current provisions	631	-	-	-	14 606	-	1 451	16 688
1.2. Current provisions	-	-	-	-	949	-	-	949
2. Additional provisions made	-	-	-	-	4 620	1 075	-	5 694
3. Provisions utilised (-)	-	-	-	-	-1 052	-	-	-1 052
4. Provisions: unused amounts reversed	-	-	-	-	-	-	-1 451	-1 451
5. Changes in consolida-tion scope	-	-	-	-	-14 942	-	-	-14 942
6. Translation differences increase (decrease)	-	-	-	-	-	-	-	-
7. Effect of changes due to discounting	-	-	-	-	-	-	-	-
8. Other increase (decrease)	-	-	-	-	-		-	-
9. Closing balance	631	-	-	-	4 181	1 075	-	5 886
9.1. Non-current provisions	631	-	-	-	4 181	1 075	-	5 886
9.2. Current provisions	-	-	-	-	-	-	-	-

21. Financial liabilities and trade payables

The Gimv group has no financial debts.

In 2017-2018, trade and other payables fell by EUR 5 160. Trade payables fell by EUR 3 061, while other payables were down by EUR 2 099. There are no outstanding debts to other shareholders in any divestment context.

In 2016-2017, trade and other payables fell by EUR 5 481. Trade payables increased by EUR 2 541. The other payables decreased by EUR 8 021 mainly due to Gimv having paid out an outstanding debt to other shareholders.

In 2015-2016, trade and other payables rose by EUR 9 133. In connection with the sale of a portfolio company, Gimv has acted as an intermediary between shareholders and still needs to remit a sum of EUR 8 893 to the other shareholders.

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Year 2017-2018	Maximum 1 year	1 to 5 years	More than 5 years	Total
I. Interest bearing loans and borrowings				
1. Loans	-	-	-	-
2. Bond loans	-	-	-	-
3. Convertible loans	-	-	-	-
4. Obligations under finance leases	-	-	-	-
5. Bank overdrafts	-	-	-	-
6. Other loans	-	-	-	-
Total	**-**	**-**	**-**	**-**
II. Trade and other payables				
1. Trade payables	637	-	-	637
2. Received advances	-	-	-	-
3. Other payables	6 957	-	-	6 957
of which due to employees	6 067	-	-	6 067
Total	**7 594**	**-**	**-**	**7 594**

Year 2016-2017	Maximum 1 year	1 to 5 years	More than 5 years	Total
I. Interest bearing loans and borrowings				
1. Loans	-	-	-	-
2. Bond loans	-	-	-	-
3. Convertible loans	-	-	-	-
4. Obligations under finance leases	-	-	-	-
5. Bank overdrafts	-	-	-	-
6. Other loans	-	-	-	-
Total	**-**	**-**	**-**	**-**
II. Trade and other payables				
1. Trade payables	3 698	-	-	3 698
2. Received advances	-	-	-	-
3. Other payables	9 057	-	-	9 057
of which due to employees	8 829	-	-	8 829
Total	**12 754**	**-**	**-**	**12 754**

Year 2015-2016	Maximum 1 year	1 to 5 years	More than 5 years	Total
I. Interest bearing loans and borrowings				
1. Loans	-	-	-	-
2. Bond loans	-	-	-	-
3. Convertible loans	-	-	-	-
4. Obligations under finance leases	-	-	-	-
5. Bank overdrafts	-	-	-	-
6. Other loans	-	-	-	-
Total	**-**	**-**	**-**	**-**
II. Trade and other payables				
1. Trade payables	1 157	-	-	1 157
2. Received advances	-	-	-	-
3. Other payables	17 078	-	-	17 078
of which due to employees	8 026	-	-	8 026
Total	**18 235**	**-**	**-**	**18 235**

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

22. Related parties

2017-2018	Subsidiaries	Unconsolidated subsidiaries	Associates	Key management	Other related parties	Total
I. Amounts owed by related parties	**409 921**	**28 436**	**260**	**-**	**-**	**438 617**
1. Loans to investee comp. and other financial assets	409 921	28 436	260	-	-	438 617
1.1. Loans	-	28 436	260	-	-	28 696
1.2. Other financial assets	409 921	-	-	-	-	409 921
2. Receivables	-	-	-	-	-	-
2.1. Trade receivables	-	-	-	-	-	-
2.2. Other receivables	-	-	-	-	-	-
3. Other assets	-	-	-	-	-	-
II. Amounts owed to related parties	**409 921**	**-**	**-**	**-**	**-**	**409 921**
1. Financial liabilities	-	-	-	-	-	-
2. Trade and other payables	409 921	-	-	-	-	409 921
2.1. Trade payables	-	-	-	-	-	-
2.2. Other payables	409 921	-	-	-	-	409 921
3. Other liabilities	-	-	-	-	-	-
III. Transactions with related parties	**-**	**203**	**-**	**4 275**	**-**	**4 478**
1. Sales of goods	1 445	203	-	-	-	1 648
2. Purchase of goods (-)	-	-	-	-	-	-
3. Management fees	-	-	-	-	-	-
4. Purchase of services (-)	-1 445	-	-	-	-	-1 445
5. Financing arrangements	-	-	-	-	-	-
6. Compensation of key management of the Group	-	-	-	4 275	-	4 275
6.1. Short-term employee benefits	-	-	-	3 956	-	3 956
6.2. Pension payments	-	-	-	320	-	320
6.3. Resignation fees	-	-	-	-	-	-
6.4. Share-based payments	-	-	-	-	-	-

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

2016-2017	Subsidiaries	Unconsolidated subsidiaries	Associates	Key management	Other related parties	Total
I. Amounts owed by related parties	**428 984**	**18 267**	**1213**	**-**	**-**	**448 464**
1. Loans to investee comp. and other financial assets	428 984	18 267	1213	-	-	448 464
1.1. Loans	-	18 267	1213	-	-	19 480
1.2. Other financial assets	428 984	-	-	-	-	428 984
2. Receivables	-	-	-	-	-	-
2.1. Trade receivables	-	-	-	-	-	-
2.2. Other receivables	-	-	-	-	-	-
3. Other assets	-	-	-	-	-	-
II. Amounts owed to related parties	**428 984**	**-**	**-**	**-**	**-**	**428 984**
1. Financial liabilities	-	-	-	-	-	-
2. Trade and other payables	428 984	-	-	-	-	428 984
2.1. Trade payables	-	-	-	-	-	-
2.2. Other payables	428 984	-	-	-	-	428 984
3. Other liabilities	-	-	-	-	-	-
III. Transactions with related parties	**-**	**3**	**65**	**4326**	**-**	**4 394**
1. Sales of goods	1 636	3	65	-	-	1 704
2. Purchase of goods (-)	-	-	-	-	-	-
3. Management fees	-	-	-	-	-	-
4. Purchase of services (-)	-1 636	-	-	-	-	-1 636
5. Financing arrangements	-	-	-	-	-	-
6. Compensation of key management of the Group	-	-	-	4 326	-	4 326
6.1. Short-term employee benefits	-	-	-	3 327	-	3 327
6.2. Pension payments	-	-	-	999	-	999
6.3. Resignation fees	-	-	-	-	-	-
6.4. Share-based payments	-	-	-	-	-	-

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

2015-2016	Subsidiaries	Unconsolidated subsidiaries	Associates	Key management	Other related parties	Total
I. Amounts owed by related parties	**299 454**	**8 634**	**1 125**	**-**	**-**	**9 759**
1. Loans to investee comp. and other financial assets	299 454	8 634	1 125	-	-	9 759
1.1. Loans	-	-	-	-	-	-
1.2. Other financial assets	299 454	-	-	-	-	-
2. Receivables	-	-	-	-	-	-
2.1. Trade receivables	-	-	-	-	-	-
2.2. Other receivables	-	-	-	-	-	-
3. Other assets	-	-	-	-	-	-
II. Amounts owed to related parties	**299 454**	**-**	**-**	**-**	**-**	**-**
1. Financial liabilities	-	-	-	-	-	-
2. Trade and other payables	299 454	-	-	-	-	-
2.1. Trade payables	-	-	-	-	-	-
2.2. Other payables	299 454	-	-	-	-	-
3. Other liabilities	-	-	-	-	-	-
III. Transactions with related parties	**-**	**3**	**-**	**3 595**	**-**	**3 598**
1. Sales of goods	877	3	-	-	-	880
2. Purchase of goods (-)	-	-	-	-	-	-
3. Management fees	-	-	-	-	-	-
4. Purchase of services (-)	-877	-	-	-	-	-877
5. Financing arrangements	-	-	-	-	-	-
6. Compensation of key management of the Group	-	-	-	3 595	-	3 595
6.1. Short-term employee benefits	-	-	-	3 185	-	3 185
6.2. Pension payments	-	-	-	410	-	410
6.3. Resignation fees	-	-	-	-	-	-
6.4. Share-based payments	-	-	-	-	-	-

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Explanation of the remuneration of the executive committee and board of directors		2017-2018	2016-2017	2015-2016
1. Remuneration				
Fixed	Executive committee	1 775	1 979	1 710
	Board of directors	712	702	756
Variable	Executive committee	1 349	758	551
	Board of directors	120	120	110
Subtotal	**Executive committee**	**3 124**	**2 737**	**2 261**
	Board of directors	**832**	**822**	**866**
2. Group insurance				
Fixed	Executive committee	247	301	260
	Board of directors	73	73	141
Variable	Executive committee	-	1 085	9
	Board of directors	-	-	-
Subtotal	**Executive committee**	**247**	**1 386**	**269**
	Board of directors	**73**	**73**	**141**
Total	**Executive committee**	**3 370**	**4 123**	**2 530**
	Board of directors	**905**	**895**	**1 008**

23. Outstanding fund commitments

The table below provides an insight into Gimv's outstanding fund commitments Right from its early years, Gimv has invested in 'third-party funds'. These are funds set up and managed by external fund managers, and in which Gimv has no advisory role. In the past Gimv invested in funds managed by external managers in order to explore certain markets and sectors. Given the long duration of these funds, these still represent a major part of our on-balance sheet portfolio. Right now, in principle, no new commitments are made to third-party funds. The still outstanding commitments to these third-party funds amounted at the end of March 2018 to EUR 16 186.

In the context of an increased focus on the four investment platforms and the phasing-out of investments in third-party funds (external managers), an agreement was reached with various international secondary investors for the full or partial sale of a selection of our fund interests. These transactions had the effect of reducing, not only the size of this fund portfolio, but also the outstanding commitments.

For a number of segments, Gimv has taken the initiative to set up joint co-investment partnerships and cooperation arrangements with experienced partners, which also allows external institutional investors to participate in specific sectors. The co-investment partnerships, which are complementary to Gimv's core business, can take advantage of the experience of the various platform teams that advise on investment decisions. In all, just over EUR 900 million of funds have been committed to these co-investment partnerships. Gimv is itself a the largest investor, with over a third of committed funds. 24 reputable Belgian external parties account for the other 65%. All of these funds, both 'third party funds' and 'own co-investment partnerships, are measured at fair value, in accordance with the IPEV valuation rules as explained in item 7.1.5.9 Financial assets.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Name fund	Year	Currency	Total commitment	Total commitment in EUR	Outstanding commitment on 31/03/2017	Fair value at 31/03/2018
Active third-party funds						
CapMan IX Buyout	2009	EUR	13 000	13 000		
CapMan Russia Fund	2009	EUR	7 922	7 922		
CapMan Russia Fund II	2013	EUR	11 000	11 000		
CapMan Technology Fund	2009	EUR	5 232	5 232		
CapMan VIII Buyout	2006	EUR	20 000	20 000		
CapMan X Buyout	2012	EUR	14 000	14 000		
EPF III	2006	EUR	5 000	5 000		
Fintech Gimv Fund	2007	USD	15 000	12 171		
Genesis III	2000	USD	10 000	8 114		
Genesis IV	2009	USD	10 000	8 114		
Genesis Private Equity II	2009	EUR	10 000	10 000		
Halder-Gimv Germany II	2008	EUR	65 000	65 000		
I-source	2006	EUR	5 000	5 000		
Lyceum Capital II	2008	GBP	21 000	23 883		
Vectis II	2011	EUR	5 000	5 000		
V-Bio Ventures	2016	EUR	5 000	5 000		
Total active third-party funds				**218 437**	**15 784**	**134 350**
Vectis	2004	EUR	3 000	3 000		
Total tail-end third-party funds				**3 000**	**402**	**557**
Total third-party funds				**221 437**	**16 186**	**134 907**

Name fund	Year	Currency	Total commitment	Total commitment in EUR	Outstanding commitment on 31/03/2017	Fair value at 31/03/2018
Co-investment partnerships						
Gimv Arkiv Technology Fund	2006	EUR	15 100	15 100		
Gimv Arkiv Tech Fund II	2011	EUR	13 000	13 000		
Gimv-XL (4) (5)	2008	EUR	186 791	186 791		
DG Infra+ Bis (6)	2007	EUR	15 973	15 973		
DG Infra Yield (6)	2010	EUR	7 350	7 350		
Gimv H&C CIP (4) (5)	2013	EUR	72 000	72 000		
Total co-investment partnerships				**310 214**	**47 290**	**76 344**

(4) These partnerships are managed by a management company which is majority owned by Gimv.
(5) Gimv's investments in the shareholdings of the Gimv-XL fund and Gimv H&C CIP are recorded directly in the Gimv balance sheet.
(6) These partnerships are managed by a TDP, a company which is 50% owned by Gimv.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

24. Off-balance sheet obligations and major pending litigation

The text below gives an overview of off-balance sheet obligations attached to shareholdings which represent a material portion of the Gimv group's non-current financial assets:

Apart from commitments to invest in funds (cfr. supra):

- there are 16 files with binding financial commitments totalling EUR 39 409;
- in addition, Gimv is committed to investing EUR 50 525 for financing investments in primary infrastructure projects via TDP
- in just over two-thirds of investments Gimv's interest can be diluted, albeit generally to a relatively limited extent, by stock option plans or securities entitling their holders to shares upon exercise or conversion;
- Gimv's interest in one file is encumbered with collateral
- in just over three-quarters of the files, agreements have been made which, in the event of an exit, could result in an uneven distribution of the proceeds, to the benefit or detriment of Gimv depending on the investment and/or the circumstances;
- 40% of the files include an anti-dilution clause that enters into force when additional capital is raised at a lower price per share. This clause usually, but not always, works in favour of Gimv;
- half of investments commit Gimv to co-selling its holdings, in most cases together with the other members of the financial consortium;
- in 2 files Gimv has granted a call option on all or part of its shares in a particular shareholding, and in 2 files one or more third parties have put options on Gimv;
- there are 16 files in which Gimv has agreed, in the event of an exit, to cede part of its capital gain above a certain return to one or more other shareholders;
- given the 8 complete divestments during the past year, there are currently only 21 files in which representations and warranties have been given that are still effective (including still outstanding terms of limitation). At the year-end closing date there was no indication whatsoever to suggest that any claim might in future be made against these representations and warranties.

In the pending litigation in which Gimv group is involved at 31 March 2018, the appropriate provisions have been set up where necessary, taking into account the assessment of the risks on the basis of the information available at the close of the financial year.

25. Risks

Gimv is - just like any other company - exposed to a number of risks. The increasing complexity of society and of the investment projects in which Gimv is involved, along with the changing laws and regulations, call for require a high degree of risk awareness.

Risk management is the process of identification, assessment, management and communication of risk from an integrated and organisation-wide perspective. This is is a continuous process, if only because the current situation and the fact of taking measures in changing circumstances require this of us.

Gimv is convinced that risk management is an essential part of good governance and the development of a sustainable business. By maintaining an appropriate balance between risks and returns, Gimv seeks to maximise business success and shareholder value. Optimal risk management needs to contribute to the realisation of the (strategic) objectives:

- optimising operational business processes in terms of effectiveness and efficiency;
- ensuring the reliability of financial reporting;
- monitoring its activities in accordance with regulations, laws and codes of conduct.

This section describes the risks with which Gimv is confronted as an investment company, along with the operational and financial risks associated with Gimv's investment activities.

Economic risk

The evolution of the general economic situation can, just like all risks to which Gimv's investee companies are exposed, potentially impact the results of the shareholdings and by extension the valuation of these shareholdings on Gimv's balance sheet. Given Gimv's highly differentiated portfolio, spread over 54 different shareholdings operating in different sectors and countries, fluctuations in the economic situation can have very varied impacts.

Portfolio concentration is limited. No one holding represents more than 10% of the total value of the investment portfolio, and the five largest holdings together represent 24.1% of the total portfolio, compared with a 20.5% at the end of March 2017 (see table below).

Investment portfolio (in decending order of value)	31-03-2018		31-03-2017
1. Itho Daalderop / Klimaatgarant		1. Itho Daalderop / Klimaatgarant	
2. Grandeco		2. Grandeco	
3. United Dutch Breweries (UDB)		3. Almaviva Santé	
4. Cegeka		4. United Dutch Breweries (UDB)	
5. Walkro		5. Mackevision	
Share of total portfolio	**24.1%**		**20.50%**
6. IMPACT		6. Brakel	
7. Joolz		7. Teads	
8. Spineart		8. Walkro	
9. Itineris		9. Joolz	
10. Sureca (Contraload)		10. Acceo	
Share of total portfolio	**36.8%**		**34.60%**

Difficult economic conditions may adversely affect not only the valuation of the existing portfolio, but also the quantity and quality of available new investment opportunities, and exit opportunities for existing shareholdings (and therefore cash generation). It follows from this that Gimv's turnover, earnings and cash flow are subject to many different elements and can therefore fluctuate significantly. Gimv is therefore unable to guarantee that it will maintain its current dividend policy at all times.

Market risk

The value of the listed portion of the portfolio depends directly on the stock market prices of the companies concerned and on the fluctuations thereof. Under IFRS, the valuation of unlisted investments depends also on a number of market-related elements (inter alia through comparison with a 'peer group' of listed companies). However, the volatility of such market data does not necessarily reflect the performance of the shareholding in question. This means that the unrealised capital gains and losses on the unlisted part of Gimv's portfolio (and therefore Gimv's earnings) are also determined to a large extent by market developments.

A 10% change in the share prices of the listed part of the portfolio and in the value of the unlisted part of the portfolio measured using multiples has an impact of EUR 5 147 and EUR 45 601 respectively (at end-March 2017: EUR 5 386 and EUR 44 297 respectively). Further information on the value over time of these shareholdings and on the parameters determining this value is given in Note 14 of the annual financial statements (7.1.14).

Risk in relation to anti-trust legislation

In principle, Gimv invests on a non-recourse basis. This implies that the financial risk is limited to the amount of the investment in the shareholding concerned. In recent years, however, private equity companies themselves have been directly fined for violation of anti-trust legislation by their investee companies. These violations were committed by shareholdings in which private equity firms held controlling stakes. The anti-trust authorities consider maintaining a controlling interest sufficient ground for direct liability for the fines imposed, even if the private equity firm itself was in no way involved in the cartel.

Competition risk

Gimv operates in a competitive market of both local and international private equity players and a rapidly changing competitive landscape. Gimv's success is largely determined by its ability to maintain a strong competitive and differentiated position.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Tax risk

Currently, Gimv has offices in Belgium, the Netherlands, France and Germany. Gimv therefore is subject to the jurisdiction of various tax authorities. Changes in the tax laws of the countries concerned can affect Gimv's results.

Capital gains on shares are the largest component of Gimv's result. Following the 2017 summer agreement, the most important adjustment in this context is that from 2018 the definitively taxed income conditions (more than 10% in the capital or an investment in excess of EUR 2.5 million) have to be complied with in order to be exempted from capital gains tax. In addition, capital gains realised within a one-year period are taxed at a tax rate of 25.75%. Another part of the summer agreement that may possibly impact Gimv's tax situation is the limitation on the use of loss carryforwards and other tax reserves. Any further changes in the corporation tax treatment of capital gains on shares could have a material impact on Gimv's results.

Regulatory risk

Gimv's key activity consists of private equity investments,. This sector has, in recent years, been increasingly subject to European and national regulations (e.g. AIFMD - Alternative Investment Fund Managers Directive).

The ever-changing regulatory environment is closely monitored at Gimv, the impact on the organisation, administration or reporting is evaluated on a regular basis, and any necessary adjustments are made. With the rules differing from one type of private equity firm to another and from country to country, Gimv risks suffering competitive disadvantage from a changing regulatory framework.

Liquidity risk

Gimv's portfolio consists of investments that are generally high risk, unsecured and unlisted and therefore illiquid. The realisation of capital gains on its investments is uncertain, can be slow in coming and is at times legally or contractually restricted during certain periods (lock-up, stand still, closed period, etc.) These capital gains depend, among other things, on the earnings development of the specific shareholding, on the general economic situation, on the availability of buyers and financing, and on the possibility of IPOs. As a result, the illiquid nature of its assets presents a risk for Gimv's results and cash flow generation. In addition, Gimv does not always control the timing or the course of the sales process, which can potentially lead to a suboptimal return.

With a net cash position and unused credit lines, Gimv is not exposed to the risks associated with debt financing. Gimv does keep watch, however, to ensure that the buyout companies build in sufficient margins and do not incur any debts which could exceed their repayment capacities in normal circumstances. The average debt ratio for Gimv's portfolio companies is 2.0 times operating cash flow (or EBITDA). For these reasons the Board considers the liquidity risk a limited one.

Credit risk

Gimv incurs credit risk (or counterparty risk) both in respect of its cash position and as a result of the loans in the investment portfolio.

At treasury level this risk is managed through distributing this cash sensibly across a sufficiently large number of banks and other financial institutions with good ratings. This cautious approach to its treasury policy does not, however, give any guarantee against adverse changes in the financial institutions in question and may potentially have a significant impact on Gimv's cash position.

The credit risk from the loans in the investment portfolio is diversified over a large number of holdings. Total loans as end-March 2018 are EUR 96 274 (10.0% of the total investment portfolio), with the largest loan equal to 1.9% of the total investment portfolio. At end-March 2018, 0.3% of the total loan portfolio was in arrears (4% at end-March 2017). A more detailed description of the loans is provided in Note 15 to the annual financial statements (7.1.15).

The loans that Gimv makes available to its shareholdings are often subordinated to the investments of other parties. This subordination applies generally vis-à-vis funds made available by financial institutions, with the risk of there being insufficient proceeds from the sale or liquidation of the company in question to repay the loans from Gimv. Where a shareholding gets into financial difficulties, Gimv's influence can also decrease to the benefit of the secured creditors. The directors view the change in fair value of investments due to changes in credit risk as insignificant and therefore present no sensitivity figures with respect to credit risk.

Interest and refinancing risk

Since Gimv is currently financial debt-free, it is right now not directly subject to any interest or refinancing risk. Gimv's investee companies obviously make frequent use of debt financing. For some of these this means that an interest and/or refinancing risk exists when existing loans mature and need to be refinanced.

Leveraged buyouts bear the inherent risk of the company getting into serious trouble in the event that a drastic fall in earnings erodes its repayment capacity. Moreover, a particular outcome in one shareholding (e.g. bankruptcy) can have a (direct or indirect) impact on the attitude of interested third parties towards one or more other shareholdings.

Human resources risk

For achieving its objectives, Gimv is largely dependent on the experience, commitment, reputation, deal-making skills and networks of its senior employees. Human capital is a key corporate asset. The departure of senior staff can therefore adversely impact Gimv's activities and results.

Currency risk

As of 31 March 2018 Gimv group has foreign currency assets with a countervalue of EUR 44 894. The breakdown by currency is shown in the table below::

Portfolio in foreign currency on 31 March 2018	in foreign currency	in k EUR
USD	40 455	32 826
GBP	2 007	2 292
CHF	11 502	9 786
Total		**44 894**

Portfolio in foreign currency on 31 March 2017	in foreign currency	in k EUR
USD	32 292	30 273
GBP	5 594	6 590
Total		**36 863**

This shows that Gimv's direct exchange rate risk is rather limited (up to 3.5% of the Group's equity). A 10% change in the USD and GBP exchange rate against the EUR has an impact of around EUR 4 489 or 0.3% of Gimv's equity. Gimv aims for a 60% hedging of the currency risk of USD denominated assets, through forward sales of USD. These hedges produced in 2017-18 a positive result of EUR 2 181. The result of this hedging is included in the other operating result. See Note 8 to the annual financial statements (7.1.8).

Besides the direct foreign exchange risk through the holding of foreign-currency denominated participating interests, Gimv also has an indirect exchange rate risk from the activities and, potentially, the financing of the portfolio companies. Any hedging against this latter currency risk takes place at the level of the respective portfolio companies.

Risk associated with fund commitments

The company has in the past invested in private equity funds managed by third parties. These investment commitments must be paid in proportionally to the investments that are decided and implemented. Gimv has no further control or power of decision over these investments.

The amount of outstanding commitments fund has fallen sharply in recent years since Gimv has chosen in principle not to make any new commitments to external funds.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

At end-March 2018 Gimv still had EUR 16 186 of such outstanding commitments to funds managed by third parties (= 4.3% of its cash resources). For more details, the reader is referred to the table of outstanding fund commitments in Note 23 to the financial statements (7.1.23). The greatly reduced amount of these fund commitments means that there is no risk of investment calls limiting the capacity to make direct investments.

Risk related to off-balance sheet commitments and significant pending litigations

As part of its investment activities, Gimv has a whole series of commitments that are not expressed on its balance sheet. In a number of cases, for example, Gimv is committed to follow-up investments. These commitments total EUR 39 409 (EUR 30 487 at end-March 2017). There are also a whole series of agreements or commitments that can directly impact the shareholdings and/or their value. Thus, the Company's shareholding may be diluted by exercise of share options and the effect of anti-dilution clauses; there can also be agreements concerning the division of the proceeds of any sale or obligations to co-sell with other investors.

When selling shareholdings, the company has in certain cases to provide warranties with respect to these. At the end of March 2018, there were 21 files (20 at end-March 2017) for which representations and warranties were still outstanding. In addition, the Company is involved in a limited number of judicial proceedings, both as defendant and as plaintiff. Where deemed necessary, the requisite provisions are set up, based on an assessment of these risks using the available information. A more detailed description can be found in Note 24 to the financial statements (7.1.24).

Risk related to cyber security

Gimv too operates in an increasingly connected world and is therefore also vulnerable to possible external cyber attacks on the integrity of its systems and data. To protect us against this, the best possible measures have been taken in the area of firewall software and applications have been installed to monitor internet traffic and all electronic communication flows. It is important to point out that even these extensive measures can never fully exclude the possibility of Gimv systems being broken into from the outside.

2. Statutory Auditor's Report

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Independent auditor's report to the general meeting of Gimv NV for the year ended 31 March 2018

As required by law and the Company's articles of association, we report to you as statutory auditor of Gimv NV (the "Company") and its subsidiaries (together the "Group"). This report includes our opinion on the consolidated statement of the financial position as at 31 March 2018, the consolidated statement of the realized and unrealized results, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year ended 31 March 2018 and the disclosures (all elements together the "Consolidated Financial Statements") and includes as well our report on other legal and regulatory requirements. These two reports are considered as one report and are inseparable.

We have been appointed as statutory auditor by the shareholders meeting of 29 June 2016, in accordance with the proposition by the Board of Directors following recommendation of the Audit Committee. Our mandate expires at the shareholders meeting that will deliberate on the annual accounts for the year ending 31 March 2019. We have been performing the audit of the Consolidated Financial Statements of the Group since before 1998.

Report on the audit of the Consolidated Financial Statements

Unqualified opinion

We have audited the Consolidated Financial Statements of Gimv NV, which consists of the consolidated balance sheet as at 31 March 2018, the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the year ended 31 March 2018 and the disclosures, which shows a consolidated balance sheet total of € 1.356.502 in thousands and of which the consolidated income statement shows a profit for the year of € 116.764 in thousands.

In our opinion the Consolidated Financial Statements of the Group give a true and fair view of the consolidated net equity and financial position as at 31 March 2018, as well as its consolidated results and its consolidated cash flows for the year then ended in accordance with the International Financial Reporting Standards as adopted by the European Union ("IFRS") and with applicable legal and regulatory requirements in Belgium.

Basis for the unqualified opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the "Our responsibilities for the audit of the consolidated financial statements" section of our report.

We have complied with all ethical requirements that are relevant to our audit of the Consolidated Financial Statements in Belgium, including those with respect of independence.

We have obtained from the Board of Directors and the officials of the Company the explanations and information necessary for the performance of our audit and 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 judgment, were of most significance in our audit of the Consolidated Financial Statements of the current reporting period.

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Audit report dated 22 May 2018 on the Consolidated Financial Statements of Gimv NV as of and for the year ended 31 March 2018 (continued)

These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole and in forming our opinion thereon, and consequently we do not provide a separate opinion on these matters.

Valuation of the investment portfolio

Description of the key audit matter and the audit risk

The Group invests in different investments, which are valued, in line with the requirements of IFRS 10 "Consolidated financial statements", at fair value in the consolidated balance sheet under the heading "Financial assets at fair value through profit and loss" for an amount of € 835.056 in thousands. These represent 62 % of the consolidated balance sheet.

Due to the absence of direct observable market data, some of these investments are valued through methods using unobservable inputs, which can have a significant effect on the fair value. These unobservable inputs are also partly based on assumptions as well as estimates made by management. The use of a different valuation method and/or changes to the underlying assumptions could lead to significant deviations in the fair value. The resulting disclosures are complex and the quality is dependent on the quality of the underlying data.

Summary of the performed audit procedures

Specific areas of audit focus include the valuation of the investments where unobservable inputs are used.

With regards to the above mentioned key audit matter, we performed additional procedures on areas with an increased risk of subjectivity and high level of estimation in the valuation process. These procedures included, amongst others:

- the involvement of valuation specialists of our firm in order to assess:
    - the reasonableness of the assumptions and estimates applied by management, where the applied multiple, which is highly dependent on the type of activity and industry of the investment, was assessed;
    - the compliance of the valuation methods applied by management with the "International Private Equity and Valuation guidelines" and with IFRS;
- analysis and discussion of the valuation methods applied;
- reconciliation the source data used with audited data;
- review of potential impairment indicators by analyzing the performance of the investments by means of a comparison between the actual annual performance with the previous period as well as the budget of the period; and
- assessment of the contents and completeness of the disclosures provided in note 7.14 with the requirements made by IFRS 7 "Financial Instruments: Disclosures" and IFRS 13 "Fair value measurement".

Responsibilities of the Board of Directors for the preparation of the Consolidated Financial Statements

The Board of Directors is responsible for the preparation of the Consolidated Financial Statements that give a true and fair view in accordance with IFRS and with applicable legal and regulatory requirements in Belgium as well as internal controls relevant to the preparation of the Consolidated Financial Statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the Consolidated Financial Statements, the Board of Directors is responsible for assessing the Company s ability to continue as a going concern, and provide, if applicable, information on matters impacting going concern, The Board of Directors should prepare the financial statements using the going concern basis of accounting, unless the Board of Directors either intends to liquidate the Company or to cease business operations, or has no realistic alternative but to do so.

Our responsibilities for the audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements are free from material misstatement, whether due to fraud or error, to express an opinion on these Consolidated Financial Statements based on our audit. Reasonable assurance is a high level of assurance, but not a guarantee that an audit conducted in accordance with the ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and considered material

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Audit report dated 22 May 2018 on the Consolidated Financial Statements of Gimv NV as of and for the year ended 31 March 2018 (continued)

if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit, in accordance with ISAs, we exercise professional judgment and we maintain professional skepticism throughout the audit. We also perform the following tasks:

- identification and assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, the planning and execution of audit procedures to respond to these risks and obtain audit evidence which is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting material misstatements is larger when these misstatements are due to fraud, since fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtaining insight in the system of internal controls that are relevant for the audit and with the objective to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- evaluating the selected and applied accounting policies, and evaluating the reasonability of the accounting estimates and related disclosures made by the Board of Directors as well as the underlying information given by the Board of Directors;
- conclude on the appropriateness of Board of Director's use of the going-concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to event or conditions that may cast significant doubt on the Company or Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the Company or Group to cease to continue as a going-concern; and
- evaluating the overall presentation, structure and content of the Consolidated Financial Statements, and of whether these financial statements reflect the underlying transactions and events in a true and fair view.

We communicate with the Audit Committee within the Board of Directors 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.

Because we are ultimately responsible for the opinion, we are also responsible for directing, supervising and performing the audits of the subsidiaries. In this respect we have determined the nature and extent of the audit procedures to be carried out for group entities.

We provide the Audit Committee within the Board of Directors 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 within the Board of Directors, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our report, unless the law or regulations prohibit this.

Building a better working world

Audit report dated 22 May 2018 on the Consolidated Financial Statements of Gimv NV as of and for the year ended 31 March 2018 (continued)

Report on 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 Board of Directors' report and other information included in the annual report.

Responsibilities of the auditor

In the context of our mandate and in accordance with the additional standard to the ISA's applicable in Belgium, it is our responsibility to verify, in all material respects, the Board of Directors' report and other information included in the annual report, as well as to report on these matters.

Aspects relating to Board of Directors' report and other information included in the annual report

In our opinion, after carrying out specific procedures on the Board of Directors' report, the Board of Directors' report is consistent with the Consolidated Financial Statements and has been prepared in accordance with article 119 of the Belgian Company Code.

In the context of our audit of the Consolidated Financial Statements, we are also responsible to consider whether, based on the information that we became aware of during the performance of our audit, the Board of Directors' report and other information included in the annual report, being:

- chapter 2 "Results and key figures";
- chapter 5 "Risk factors"; en
- chapter 6 "Corporate governance statement"

contain any material inconsistencies or contains information that is inaccurate or otherwise misleading. In light of the work performed, we do not need to report any material inconsistencies. In addition, we do not express any form of assurance regarding the individual elements included in the annual report.

Independence matters

Our auditor's office and our network have not performed any services that are not compatible with the statutory audit of the Consolidated Financial Statements and have remained independent of the Company during the course of our mandate.

The fees related to additional services which are compatible with the statutory audit of the Consolidated Financial Statements as referred to in article 134 of the Belgian Company Code were duly itemized and valued in the notes to the Consolidated Financial Statements.

Other communications

This report is consistent with our supplementary declaration to the Audit Committee as specified in article 11 of the regulation (EU) nr. 537/2014.

Antwerp, 22 May 2018

Ernst & Young Bedrijfsrevisoren BCVBA
Statutory auditor
Represented by

Ömer Turna
Partner*
*Acting on behalf of a BVBA/SPRL

Ref: 18OT0223

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3. Unconsolidated financial statements

In the following two notes we give an abridged version of the balance sheet and income statement of Gimv NV.

The full financial statements, audited by EY and in respect of which it has issued an unqualified opinion, will be filed electronically with the National Bank of Belgium.

This filing will be made within thirty days of the Annual General Meeting of 27 June 2018.

1. Balance sheet

Assets	31-03-2018	31-03-2017	31-03-2016	31-03-2015	31-03-2014
Fixed assets	**993 427**	**993 308**	**918 959**	**897 500**	**915 030**
I. Intangible fixed assets	314	495	630	356	351
II. Tangible fixed assets	5 956	6 370	6 961	7 553	7 782
A. Land and buildings	5 344	5 701	6 066	6 495	6 891
B. Plant, machinery and equipment	-	-	-	-	-
C. Furniture and vehicles	612	669	895	1 058	891
F. Assets under construction and advance payments				-	-
IV. Financial fixed assets	987 157	986 442	911 367	889 591	906 896
A. Affiliated enterprises	642 010	624 485	517 866	466 050	406 391
1. Shares	340 711	339 276	332 393	337 298	317 456
2. Amounts receivable	301 299	285 209	185 472	128 752	88 935
B. Enterprises linked by participating interests	249 039	256 003	225 803	258 108	313 426
1. Shares	224 464	240 000	210 647	222 210	276 472
2. Amounts receivable	24 575	16 003	15 157	35 897	36 953
C. Other financial fixed assets	96 107	105 954	167 698	165 433	187 079
1. Shares	66 189	77 029	112 167	121 522	136 587
2. Amounts receivable and cash guarantees	29 918	28 924	55 531	43 911	50 492
Current assets	**293 004**	**284 760**	**194 339**	**188 733**	**73 635**
V. Amounts receivable after one year	-	-	-	-	-
B. Other amounts receivable	-	-	-	-	-
VII. Amounts receivable within one year	1 860	3 944	10 003	15 527	21 001
A. Trade debtors	357	3 271	3 965	138	831
B. Other amounts receivable	1 503	673	6 038	15 389	20 170
VIII. Cash investments	162 165	170 006	110 087	94 394	46 605
B. Other investments	162 165	170 006	110 087	94 394	46 605
IX. Cash at bank and in hand	128 898	109 399	73 988	78 468	5 729
X. Deferred charges and accrued income	82	1 410	262	344	300
Total assets	**1 286 431**	**1 278 068**	**1 113 298**	**1 086 233**	**988 665**

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

Equity and Liabilities	31-03-2018	31-03-2017	31-03-2016	31-03-2015	31-03-2014
Equity	**1 075 073**	**1 034 454**	**904 389**	**882 498**	**795 908**
I. Capital	241 365	241 365	241 365	241 365	234 702
II. Share premium account	51 629	51 629	51 629	51 629	35 077
IV. Reserves	322 601	322 601	322 601	322 601	321 288
V. Profit carried forward	459 478	418 859	288 795	266 903	204 842
VII. Provisions for liabilities and charges	2 454	3 886	2 807	3 931	7 739
1. Pensions and similar obligations	-	-	-	-	-
2. Taxes	-	-	-	-	-
3. Other liabilities and charges	2 454	3 886	2 807	3 931	7 739
Liabilities	**208 905**	**239 727**	**206 102**	**199 804**	**185 018**
VIII. Amounts payable after one year	-	-	-	-	-
A. Long-term financial debts	-	-	-	-	-
4. Credit institutions	-	-	-	-	-
5. Other loans	-	-	-	-	-
D. Other amounts payable	-	-	-	-	-
IX. Amounts payable within one year	206 254	235 029	203 348	192 479	181 451
A. Current portion of amounts payable after one year	-	-	-	-	-
B. Financial debts	-	-	-	-	-
1. Credit institutions	-	-	-	-	-
2. Other loans	-	-	-	-	-
C. Trade debts	821	1 404	957	946	794
1. Suppliers	821	1 404	957	946	794
E. Taxes, payroll and related obligations	4 240	7 445	6 830	6 865	6 795
1. Taxes	-	-	-	101	157
2. Payroll and social security	4 240	7 445	6 830	6 764	6 638
F. Other amounts payable	201 193	226 180	195 560	184 669	173 862
X. Accrued charges and deferred income	2 652	4 698	2 754	7 324	3 567
Total liabilities	**1 286 431**	**1 278 068**	**1 113 298**	**1 086 233**	**988 665**

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

2. Income statement

Charges	2017-2018	2016-2017	2015-2016	2014-2015	2013-2014
A. Interest and other debt charges	586	539	508	706	1 032
B. Other financial charges	547	1 133	785	727	183
C. Services and other goods	9 993	11 327	11 245	10 310	10 690
D. Payroll, social security charges and pensions	14 063	15 792	14 259	14 074	13 541
E. Other operating charges	791	2 473	1 624	7 515	1 703
F. Depreciation and write-downs on formation expenses, tangible and intangible fixed assets	861	938	968	887	901
G. Write-downs on	56 560	50 049	44 342	48 950	60 729
1. financial fixed assets	56 560	50 049	44 342	48 950	60 729
2. current assets	-	-	-	-	-
H. Provisions for liabilities and charges	-1 433	1 079	-1 124	-3 807	-438
I. Losses on the disposal of	10 613	620	257	3 118	12 049
1. financial fixed assets	10 613	620	257	3 118	12 048
2. tangible fixed assets	-	-	-	-	1
3. current assets	-	-	-	-	-
J. Extraordinary charges	-	-	-	-	-
K. Taxes	511	706	397	581	157
L. Profit / loss for the financial year	104 185	193 631	84 187	125 670	1 513

Income	2017-2018	2016-2017	2015-2016	2014-2015	2013-2014
A. Income from financial fixed assets	41 618	29 492	21 825	13 698	11 735
1. Dividends	31 215	19 532	13 730	5 319	2 702
2. Interest	10 403	9 960	8 095	8 379	9 033
B. Income from current assets	612	2 277	2 336	3 276	5 074
C. Other financial income	28	19	218	370	173
D. Income from services provided	2 823	5 622	5 329	9 756	12 741
E. Other operating income	1 777	4 528	2 424	1 027	1 519
G. Write-back of write-downs on	14 355	29 348	23 522	25 732	33 518
1. financial fixed assets	14 355	29 348	23 522	24 660	31 527
2. current assets	-	-	-	1 072	1 991
H. Capital gains on the disposal of	135 995	206 800	101 788	154 382	37 295
1. financial fixed assets	135 995	206 800	101 788	154 382	37 295
2. current assets	-	-	-	-	-
I. Extraordinary income	3	203	3	187	3
J. Adjustment of income taxes	66	1	4	303	-

3. Share capital

	31-03-2018	31-03-2017	31-03-2016
Capital	241 365	241 365	241 365

There have been no changes in capital during the past three financial years. The number of shares in 25 426 672.

Gimv NV is a publicly traded company. 26.82% of the shares are owned by the Vlaamse Participatiemaatschappij (VPM); the rest are spread across a large number of institutional and retail shareholders.

The consolidated financial statements are expressed in thousands of euros unless otherwise mentioned.

4. Valuation rules (BGAAP)

Formation expenses

Formation expenses are recorded at cost and are charged in full to the income statement in the financial year in which they are incurred.

Intangible assets

Intangible fixed assets are carried at acquisition or production cost, less amortisation.

The recorded production price of intangible fixed assets other than those acquired from third parties is not higher than a conservative estimate of their value in use or their future return for the companies in question.

The amortisation rates applied are:

- licences: 20% straight line;
- internally developed software: 20% straight line.

Additional or extraordinary amortisation is recorded whenever, as the result of technical obsolescence or changes in economic or technological conditions, the carrying value of certain intangible fixed assets is higher than their value in use for the enterprise.

Note:

The acquisition cost of tangible fixed assets may include interest on borrowings used to finance them, but only in respect to the period prior to these fixed assets becoming ready for use.

Property, plant and equipment

Tangible fixed assets of unlimited useful life are carried at cost. Reductions in value are recorded in the event of a permanent loss or impairment of value.

Tangible fixed assets of limited useful life are carried at cost less depreciation, calculated in principle on a straight-line basis.

The depreciation percentages used for calculating linear or declining balance depreciation are based on the estimated economic life of the assets in question. The following percentages are applied systematically without regard to the result:

- land: zero;
- administrative buildings: 3% declining balance;
- lifts, electricity: 6% declining balance;
- telephony installations: 10% declining balance
- finishing of buildings, landscaping: 15% straight line;
- office equipment: 20% straight line;
- furniture: 15% straight line;
- vehicles: 25% straight line;
- interior decoration and fittings: 33% straight line;
- computer hardware: 20% straight line;

In the year of acquisition, new investments are depreciated pro rata temporis from the day they enter the enterprise.

Additional or extraordinary depreciation is also recorded on tangible fixed assets whenever, as the result of technical obsolescence or changes in economic or technological conditions, the carrying value of certain tangible fixed assets is higher than their value in use for the enterprise. Additional or extraordinary depreciation is also recorded on tangible fixed assets that have been decommissioned or no longer contribute to activity in a lasting way where the probable realisation value is lower than the carrying value.

Financial assets

Listed shares are valued at the lower of cost or most recent stock market quotation.

Unlisted securities are valued at cost. Reductions in value are recorded in the event of permanent reduction or loss of value, caused by the condition, profitability or prospects of the companies in which the shares are held.

Supplementary acquisition costs are charged in full to the income statement of the financial year in which the financial fixed assets in question are acquired. The purchase price of subscription rights and warrants forms an integral part of the acquisition price of subscribed shares.

Amounts receivable are measured at nominal value.

The collectibility of receivables recorded under financial fixed assets is assessed individually at balance sheet date.

Reductions in value are recorded when uncertainty exists as to the collectibility of certain receivables.

Fixed-interest securities are valued at cost. Write-downs are applied whenever repayment of all or part of a receivable at due date is uncertain.

Amounts receivable and payable

This paragraph contains the valuation rules for receivables and payables maturing both after and within one year.

All amounts receivable and payable are carried at nominal value. The collectibility of receivables is assessed individually at balance sheet date. Reductions in value are recorded when uncertainty exists as to the collectibility of certain receivables.

Account will be taken in such cases of any existing or future rules concerning interest rates and/or discounts specified by any legislation.

Fixed-interest securities are valued at cost.

Short-term investments and cash at bank and in hand

Listed securities are valued at the lower of cost or listed price (or bid price) on the last day of the financial year.

Unlisted securities are valued at cost.

Supplementary acquisition costs are charged in full to the income statement of the financial year in which the financial fixed assets in question are acquired.

Reductions in value are applied where the realisation value on the balance sheet date is lower than the acquisition cost. Additional reductions in value are applied in order to reflect changes in the realisation or market value.

Fixed-interest securities are valued at cost. The supplementary costs are charged against the income statement along with interest paid.

Any difference between the cost price and the redemption value is taken into income as part of the interest yield of the securities, pro rata temporis to the remaining term of the securities, and is added to or subtracted from the cost price of the securities. The resulting carrying value is compared annually at the end of the financial year with the most recent stock market price and any negative differences are charged against income. Additional reductions in value are applied in order to reflect changes in the realisation or market value.

Own shares are valued at cost. Liquid assets are carried at nominal value.

Deferrals and accruals

Deferred and accrued income and charges are recorded and valued at cost, with the portion 'carried over' to the following financial year(s) recorded in the balance sheet.

Provisions for liabilities and charges

Provisions are recorded to cover clearly defined losses or charges that are likely or certain at the balance sheet date, but the amount of which is not yet established.

Provisions may be set up to cover tax liabilities ensuing from a change in the taxable basis or in the way tax is calculated. They may also be set up to cover other liabilities and charges arising from collateral, commitments or guarantees granted or from pending litigation.

Foreign currencies

Transactions in foreign currencies during the year are recorded at the exchange rate on the transaction date.

At balance sheet date all foreign currency assets and liabilities are converted, per currency, at the spot exchange rate. Whenever the balance for a particular currency is negative, this foreign exchange loss is recognised in the income statement for the previous financial year. Unrealised currency gains, on the other hand, are recognised in deferred income, with the exception of those on liquid or equivalent assets, the positive translation differences on which are taken through the income statement.

Presentation structure of the income statement

The special status of portfolio companies (which previously allowed Gimv to use an adjusted structure for presenting its figures) was discontinued by article 134 of the Act of 2 August 2002 concerning the supervision of the financial sector. Gimv has, however, applied for a waiver, based on article 125 of the Companies Code, to allow the Company, for financial years ending on 31 December 2003 or after, to continue to use an adjusted structure for its statutory (unconsolidated) and consolidated income statements. This has the advantage of preserving consistency of presentation.

8 Contact

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Investor Relations

Shareholders and interested investors who have questions with regard to the annual report, the annual accounts of Gimv NV or other information about the Gimv group, please contact:

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On the Gimv website www.gimv.com (https://www.gimv.com/en/results-and-annual-reports) (investors, investor relations) you will find previous annual reports, press releases, the portfolio, the stock price and other information on the Gimv-group (in Dutch and English).

How to order the summary of our annual report?

As a sustainable company Gimv wants to preserve the environment. For legal reasons, we only print a small amount of the full 2017-2018 annual report. The annual report can be downloaded as pdf on our website www.gimv.com.

If you want a printed version, you can order the printed summary on http://www.gimv.com/en/results-and-annual reports.

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