



# Annual Report 2018

### Presented to the Annual General Meeting of Shareholders on 18 April 2019

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## **Management Bodies**

### **Board of Directors**

Chairman Claudio Sulser (\*) Lugano Vice chairman Andrea Zanni (\*\*) Lugano

Members Camilla Fasolo Zarattini Collina d'Oro Peter Heckendorn (\*) (\*\*) Bottmingen

Francesco Renne (\*) (\*\*) Varese (I)

### Management

CEO Flavio Quaggio
Deputy CEO Roberto Fior
Ivan Mattei

Andrea Terzariol

**Statutory Auditor** 

Ernst & Young SA, Lugano

**Internal Auditor** 

PricewaterhouseCoopers, Lugano

<sup>\*</sup> Independent directors, in accordance with FINMA Circular 2008/24

<sup>\*\*</sup> Members of the Audit Committee, Chairman Peter Heckendorn

## Board of Directors' report 2018

### Dear Shareholders,

Global economic growth in 2018 was uneven but fairly strong. The outlook is still reasonably positive, although there are various signs that economic growth is cooling, primarily in Europe for now, due to slowing international trade and the consequent loss of momentum in the manufacturing sector. Data shows that the Swiss economy is also in good health. Nonetheless, the Swiss National Bank (SNB) expects real growth to decline overall in 2019, while remaining positive.

The SNB's monetary policy remains very expansionary, perhaps because of weaker growth than in the past or low inflation, but more probably because it is constrained by international factors and the trend in the Swiss franc. In fact, until the European Central Bank begins to reverse its policy on interest rates, it will be difficult for the SNB to start raising rates to avoid an unwanted appreciation of the Swiss franc.

Benchmark interest rates in francs remained unchanged in 2018, at the lowest level of all currencies, while bond yields even decreased compared to the already low levels of previous years. It is impossible to obtain a positive nominal yield on Confederation bonds, even for 15-year maturities, while 30- and 40-year maturities both offer a nominal yield of around 0.25%.

Exchange rate volatility was low during 2018, even in the last quarter, which featured strong turbulence in the financial markets. After a period of initial weakness, the Swiss franc remained almost unchanged with respect to the dollar compared with the end of the previous year, while it appreciated against the euro. The high valuation of the Swiss franc and the interest rate spread supported the euro, while increasing uncertainty about the European Union's resilience, combined with the franc's recognised role as a safe haven, favoured the franc's appreciation.

These contrasting trends have caused the franc to fluctuate within a fairly narrow band between 1.05 and 1.20 over the last three years. In the second half of 2018, the franc regained its strength against the euro and recouped some of its losses of the previous year and the first quarter, when it was close to the fateful floor of 1.20 that was abandoned four years ago.

The financial markets were rather difficult to navigate and hostile in 2018, mainly because it was impossible to diversify risk. Indeed, all the major asset classes produced negative results, often in double digits, in particular due to low bond yields and the sharp decline in equities in the fourth quarter. The asset management of Banca Zarattini & Co. also failed to achieve positive results at the end of the year. The results in the income statement of Banca Zarattini & Co. were unsatisfactory for the year under review. In contrast to previous years, a number of adverse factors occurred at the same time, which led to a sharp deterioration in the economic result: net income in 2018 fell to CHF 138,000, compared to CHF 1.784 million in the previous year.

The main negative factors affecting the bank's results were: the drop in liquidity in the bond market and the consequent decrease in transactions carried out for institutional clients; the weakness of the financial markets in the second half of the year, which triggered a fall in commission income; and negative interest rates, which constitute an additional cost for the bank. A further negative factor was the appreciation of the Swiss franc against the euro in the second half of the year, which led

to a drop in income, mostly expressed in euro, compared with expenses, which are in francs.

From the point of view of capital, Banca Zarattini & Co. remains a solid, reliable company with abundant equity, as borne out, for example, by its Tier I ratio, which was 22.4% at the end of the year, slightly higher than the previous year.

In this period of rapid, constant change, your Bank is devoting even more effort than before to seeking growth opportunities and undertaking new initiatives both in traditional sectors and in the digital economy.

In the year under review, Banca Zarattini & Co. started operating in the trade finance sector in order to support its clients in financing commercial transactions related to international commodity trading, in particular metal trading. The new Trade Finance department comprises professional staff with extensive experience in the area. After a few months of IT piloting and planning, the department began operating in September.

The attitude of the government and FINMA towards the development of blockchain services and the launch of initial coin offering (ICO) services is proving to be open and constructive. Banca Zarattini & Co. is one of the first Swiss banks to develop specific expertise in this field and to offer services to ICO clients, while paying particular attention to compliance processes (Know Your Client and Anti Money Laundering).

The rapid development of the banking and financial sector from both the technological/IT point of view and the regulatory point of view is not surprising. The Bank is more committed than ever to updating and developing its services so that it can meet the present and future needs of its clients and guarantee ever greater reliability, security and efficiency.

We would like to conclude by thanking our clients, whom we are honoured to serve, and the employees of Banca Zarattini & Co., whose professionalism, expertise and enthusiasm enable us to look to the future with confidence.

Lugano, 2 April 2019
The Board of Directors

# **Balance Sheet**

| Assets  | 31.12.2018<br>CHF | 31.12.2017<br>CHF |
|---|-------------------|-------------------|
| Liquid assets   | 38,044,898        | 42,264,778        |
| Amounts due from banks  | 214,038,186       | 177,318,364       |
| Amounts due from customers                                      | 192,293,552       | 249,345,048       |
| Mortgage loans  | 12,435,300        | 12,509,100        |
| Trading portfolio assets  | 6,107,715         | 7,256,867         |
| Positive replacement values of derivative financial instruments | 391,594           | 552,587           |
| Financial investments   | 39,070,527        | 29,800,473        |
| Accrued income and prepaid expenses                             | 2,106,484         | 2,229,361         |
| Tangible fixed assets   | 12,722,056        | 12,268,905        |
| Intangible assets   | 1,289,330         | 1,625,677         |
| Other assets  | 442,571           | 1,359,052         |
| Total assets  | 518,942,213       | 536,530,212       |
| Liabilities Amounts due to banks                                | 921,696           | 3,718,311         |
|   | 921 696           | 2712211           |
| Amounts due in respect of customer deposits                     | 443,320,925       | 452,195,976       |
| Negative replacement values of derivative financial instruments | 363,953           | 465,460           |
| Accrued expenses and deferred income                            | 4,039,291         | 6,268,975         |
| Other liabilities   | 1,190,688         | 2,950,443         |
| Provisions  | 1,503,711         | 1,753,711         |
| Reserve for general banking risks                               | 11,570,000        | 11,570,000        |
| Bank's capital  | 20,000,000        | 20,000,000        |
| Statutory retained earnings reserve                             | 5,686,400         | 5,615,050         |
| Voluntary retained earnings reserve                             | 30,207,403        | 30,207,403        |
| Profit carried forward  | 33                | 456               |
| Profit / loss (result of the period)                            | 138,113           | 1,784,427         |
| Total liabilities   | 518,942,213       | 536,530,212       |
| Off-balance sheet transactions                                  |                   |                   |
| Contingent liabilities  | 7,467,234         | 2,536,591         |
| Irrevocable commitments   | 1,174,000         | 1,090,000         |
|   |                   |                   |

5 Balance Sheet

# Income Statement

|   | 2018<br>CHF                           | 2017<br>CHF |
|---|---------------------------------------|-------------|
| Interest and discount income  | 3,044,963                             | 2,496,317   |
| Interest and dividend income  | , ,                                   | , ,         |
| from trading activities   | 2,436                                 | 8,516       |
| Interest and dividend income  | · · · · · · · · · · · · · · · · · · · | <u> </u>    |
| from financial investments  | 386,889                               | 361,520     |
| Interest expense  | 447,097                               | -18,292     |
| Gross result from interest operations                                 | 3,881,385                             | 2,848,061   |
| Changes in value adjustments for default risks                        | , .                                   |             |
| and losses from interest operations                                   | -17,871                               | -103.580    |
| Net result from interest operations                                   | 3,863,514                             | 2,744,481   |
| Commission income   |                                       |             |
| from securities trading and investment activities                     | 14,360,688                            | 13,940,208  |
| Commission income from lending activities                             | 112,953                               | 33,741      |
| Commission income on other services                                   | 324,892                               | 340,556     |
| Commission expense  | -4,851,417                            | -4,511,069  |
| Result from commission business and services                          | 9,947,116                             | 9,803,436   |
|   |                                       |             |
| Result from trading activities and the fair value option              | 5,171,483                             | 9,413,755   |
| Result from the disposal of financial investments                     | -272,738                              | -40,125     |
| Result from real estate   | 343,996                               | 343,996     |
| Other ordinary income   | -                                     |             |
| Other ordinary expenses   | -475,170                              | -409,862    |
| Other result from ordinary activities                                 | -403,912                              | -105,991    |
| Personnel expenses  | -11,350,125                           | -13,809,846 |
| General and administrative expenses                                   | -5,586,422                            | -5,137,999  |
| Total operating expenses  | -16,936,547                           | -18,947,845 |
| Value adjustments on shareholdings, and depreciation and amortisation |                                       |             |
| of tangible fixed assets and intangible assets                        | -1,575,450                            | -945,211    |
| Changes to provisions and other value                                 | -1,070,400                            | 340,211     |
| adjustments, and losses   | 250,000                               |             |
| Operating result  | 316,204                               | 1,962,625   |
| Operating result  | 310,204                               | 1,302,020   |
| Extraordinary income  | 3,714                                 | 2,220       |
| Extraordinary expenses  | -4,731                                |             |
| Littaordinary expenses  | .,. • .                               |             |
| Changes in reserves for general banking risks                         | -                                     |             |
|   | -177,074                              | -180,418    |

# Appropriation of Profit (proposal of Board of Directors)

|   | 31.12.2018<br>CHF | 31.12.2017<br>CHF |
|---|-------------------|-------------------|
| Profit / loss                                     | 138,113           | 1,784,427         |
| + profit carried forward                          | 33                | 456               |
| = distributable profit                            | 138,146           | 1,784,883         |
| Appropriation of profit                           |                   |                   |
| Allocation to statutory retained earnings reserve | -                 | -71,350           |
| Distributions from distributable profit           | -                 | -1,713,500        |
| New amount carried forward                        | 138,146           | 33                |

# Presentation of the statement of changes in equity

(amounts in CHF 1,000)

|                                      |         |         |          |                        |   | Voluntary                |               |            |        |        |
|--------------------------------------|---------|---------|----------|------------------------|---|--------------------------|---------------|------------|--------|--------|
|                                      |         |         |          |                        |   | retained                 |               |            |        |        |
|                                      |         |         |          | Б                      |   | earnings                 | 0             |            |        |        |
|                                      |         |         | Datainad | Reserves               |   | reserves<br>and profit / | Own<br>shares |            | Result |        |
|                                      | Bank,s  | Capital | earnings | for general<br>banking | , | loss carried             | (negative     | "Minority" | of the |        |
|                                      | Capital | Reserve | reserve  | risks                  |   | forward                  | item)         | interests  | period | Total  |
| Equity at start                      |         |         |          |                        |   |                          |               |            |        |        |
| of current period                    | 20,000  | -       | 5,615    | 11,570                 | - | 30,208                   | -             | -          | 1,784  | 69,177 |
| Dividends and other distributions    | -       | -       | -        | -                      | - | -1                       | -             | -          | -1,713 | -1,714 |
| Other allocations to                 |         |         |          |                        |   |                          |               |            |        |        |
| (transfers from) the reserves        |         |         |          |                        |   |                          |               |            |        |        |
| for general banking risks            | -       | -       | -        | -                      | - | -                        | -             | -          | -      | -      |
| Other allocations to (transfers      |         |         |          |                        |   |                          |               |            |        |        |
| from) the other reserves             | -       | -       | 71       | -                      | - | -                        | -             | -          | -71    | 0      |
| Profit / loss (result of the period) | -       | -       | -        | -                      | - | -                        | -             | -          | 138    | 138    |
| Equity at end                        |         |         |          |                        |   |                          |               |            |        |        |
| of current period                    | 20,000  | -       | 5,686    | 11,570                 | - | 30,207                   | -             | -          | 138    | 67,601 |

### Notes to the annual report

### 1. Information about activity

The information refers to the position as at 31 December 2018.

### General information

Banca Zarattini & Co. SA is authorised to carry out banking activities by a decision dated 28 June 2005 of the Swiss Federal Banking Commission, now known as FINMA (Swiss Financial Market Supervisory Authority).

The company was founded in Lugano in 1991 under the name "Zarattini & Co. SA". On 28 November 2001, it acquired a licence to trade securities and, since 2001, has therefore been subject to supervision by FINMA, the Swiss Financial Market Supervisory Authority.

These financial statements have been prepared in accordance with the Swiss Federal Law on Banks and Savings Banks (Banking Act, BA), the Swiss Ordinance on Banks and Savings banks (Banking Ordinance, BO), FINMA Circular 2015/1 "Accounting rules for banks, securities dealers, financial groups and conglomerates (ARB)", the Swiss Federal Act on Stock Exchanges and Securities Trading (SESTA) and the Swiss Code of Obligations (CO).

The Bank's registered office is at Via Pretorio 1 in Lugano; reception for Private Banking and the administrative offices are located at Via Serafino Balestra 17, Lugano.

### Bank's activities

The Bank's main activity is private banking: it offers clients a comprehensive range of services relating to administration and asset management, investment advice and securities brokerage, and asset management on behalf of investment funds. It also carries out all related transactions in both Switzerland and abroad.

The Bank is active in the brokerage of fixed income securities, with institutional counterparties from Switzerland and around the world, via an operational area specialising in proprietary trading (concurrent buying and selling) of bonds.

Lending to Private Banking clients is a secondary activity, limited in principle to lombard loan facilities or loans secured against easily realisable assets. Mortgage lending is marginal and solely relates to properties in Switzerland.

In addition, the Bank has been active in the Trade Finance sector since September, offering commodity trading companies assistance in financing commercial transactions related to international commodity trading, with a particular focus on trading in metals (ferrous and non-ferrous).

### Headcount

At the end of 2018, the Bank had 81 employees (end 2017: 83 employees), representing 78.25 full-time equivalents.

### 2. Risk control and management

Banca Zarattini & Co. SA promotes a healthy corporate culture, assuming risks that are appropriate to the size, complexity and nature of its activities in line with its risk propensity and tolerance.

The risk management policy is set by the Board of Directors and forms the basis for the Bank's risk management process. Risk management is an integral part of the Bank's corporate strategy, which is aimed at preserving equity, promoting profitability and increasing the Bank's value.

The Executive Board is committed to fostering a culture of risk containment at all levels of the organisation.

In carrying out its business, Banca Zarattini & Co. combines the objectives of a private bank, such as growth and returns, with fundamental global values, such as client protection, the transparency of its activities, the integrity of the financial system and its focus on innovation. Pure risk management, which naturally focuses on the main risk categories (market, credit, liquidity, operational risk), extends to other types of risk, such as conduct and reputational risk.

The Board of Directors and the Executive Board define the company's fundamental values and aim to promote and disseminate the culture of mitigating risk throughout the company (tone from the top).

The control structure operates on three lines of defence:

- · First line: first-level controls integrated into the operational processes;
- Second line: independent, interdisciplinary controls carried out by Risk Management and Compliance;
- Third line: activities carried out by Internal Audit with the aim of ensuring that the internal governance system is satisfactory overall.

All employees are thus required to carry out their tasks conscientiously and responsibly in line with the company's fundamental values and risk propensity (accountability).

The Risk Management Service is responsible for implementing the risk policy prepared by the Executive Board and approved by the Board of Directors. Specifically, the Risk Management Service is the organisational unit generally responsible for controlling the risks incurred by the Bank. The Board of Directors has therefore delegated the Risk Management service to the Executive Board. The Risk Management service is in charge of the oversight, measurement and analysis of the risks assumed by the Bank, as well as controlling compliance with the risk policy stipulated by the Board of Directors.

In executing its oversight responsibilities, the Board of Directors draws on the support of Internal Audit, which is the main tool for monitoring and controlling the Bank as a whole. Internal Audit is an integral part of the Bank's Internal Control System. Internal Audit examines whether the business is performing in accordance with the intentions and decisions of the managing bodies, whether the Bank's activities are

being conducted systematically, safely, efficiently, in accordance with legislation and are properly organised. As such, it provides important information for assessing whether the Bank has an effective internal control system that is appropriate for its risk profile.

### Risk assessment

Every year, the Board of Directors carries out a detailed analysis of the risks to which the Bank is exposed and performs a continuous assessment, assisted by the Internal Audit Committee.

The Board of Directors carried out regular risk assessments as required and took the necessary measures to ensure that there was a low risk of a significant error in the annual accounts.

The Board of Directors also carried out a forward-looking assessment of the risks to which the Bank might subsequently be exposed, and implemented in advance appropriate measures to contain future risks.

### Risk types

Risks are defined and divided into categories, each of which is assigned a limits structure, which is constantly checked.

The Executive Board has oversight duties and is responsible for communicating with the Board of Directors, which receives regular information about the situation and changes in all risks.

### **CREDIT RISK**

Credit risk refers to the possibility of a financial loss being made as a result of a deterioration of creditworthiness or the inability of a debtor or counterparty to meet their obligations. Such financial obligations include interest expense, commission expense and the repayment of capital borrowed.

The credit risk assumed by Banca Zarattini is limited to lombard loan facilities and loans secured against easily realisable assets, with prudent loan-to-value margins according to the type and market value of the collateral. As regards loans to banking counterparties, management of credit risk forms part of the broader counterparty risk management performed on a continual basis by the Board of Directors, which takes prudent decisions based on carefully prepared internal studies and on ratings provided by the main rating agencies. The Bank also has regulations and procedures that establish the responsibilities for granting loans.

### ALM, MARKET RISK AND LIQUIDITY RISK

Asset & Liability Management (ALM) is responsible for the coordinated management of different relevant risks, such as liquidity, financing and market risks, in order to achieve the bank's objectives, operating in line with prudent, predetermined risk limits and concentrations.

### Liquidity and financing risks

Liquidity risk is defined as the risk that the Bank might not have enough funds or might only be able to obtain sufficient funds at an excessive cost in order to promptly satisfy the contractual obligations it assumes in the performance of its activities. Liquidity risks are not by nature isolated risks, but are a direct consequence of the occurrence of other risks of different types, such as strategic, reputational, credit, regulatory and macroeconomic risks.

The Bank manages liquidity risk in such a way as to guarantee the availability of sufficient liquidity to satisfy its obligations to clients who require loans or the reimbursement of deposits, as well as to satisfy the demands for cash flow in all areas of its business.

Liquidity risk propensity is defined by the Board of Directors, and is the basis for the liquidity risk management strategy, the internal directives on liquidity and the controls process. The liquidity risk management strategy, processes and controls have been determined with reference to the document of the Basel Committee on Banking Supervision on the Principles for Sound Liquidity Risk Management and they comply with the Liquidity Ordinance (LiqO) and the FINMA circulars on the subject.

### Market risk

Market risk takes the form of possible financial losses due to adverse trends in market variables, such as interest rates, exchange rates, the prices of shares, precious metals and commodities, and the relative volatility expected. The Bank's business model entails limited exposure to market risk factors. The main source of risk is the interest rate risk. This risk takes the form of a potential reduction in income and/or capital arising from the sensitivity of assets, liabilities and capital to changes in the main market interest rates.

Strict limits have been set out in specific regulations and internal directives on market risk arising from positions in securities and currencies. Such positions are monitored on a daily basis. Interest rate risk is managed by the ALM Committee in accordance with the balance sheet structure.

### **OPERATIONAL RISKS**

Operational risk is defined as the risk of loss arising from the inadequacy or improper functioning of procedures, human resources or systems, or from external events. This definition includes legal risk but not strategic or reputational risks.

Operational risk affects all areas of the Bank. Such risk is not assumed directly, but is the result of the performance of the Bank's activities.

Operational risk is managed by way of regulations and internal directives. Control activities form part of day-to-day work. The Compliance Office checks constantly to ensure compliance with internal regulations and due diligence requirements.

Internal Audit, on the instructions of the Board of Directors, verifies the validity of the procedures.

The Bank's governing bodies have decided that the Security Officer is the internal independent party responsible for defining, maintaining and monitoring the conditions that guarantee the confidentiality and security of clients' electronic data. The Board of Directors has assigned and approved the responsibilities and the frequency of audit reports, and there is a precise framework of activities and processes dedicated to the confidentiality and security of sensitive client data.

The Bank has a Business Continuity Plan designed to ensure that it can continue operating should an exceptional event occur that reduces the availability of personnel, offices or infrastructure, including the IT systems.

To manage settlement risk, the Bank uses appropriate investment and bank instruments designed to ensure that it is kept to a minimum.

Specific risks relating to proprietary trading (concurrent buying and selling) are mitigated by Risk Management on a daily basis using specific regulations.

Compliance risk corresponds to the risk of a breach of the provisions, regulations and code of conduct, as well as the related penalties, financial losses and reputational damage caused by such a breach. This may include a variety of risks, such as reputational risk, legal risk, the risk of litigation, the risk of penalties and operational risks. The compliance risk also includes the risk of financial losses due to fines incurred or restrictions imposed on ordinary activities or the suspension of banking activities by the supervisory authorities due to situations that are non-compliant and hence in breach of laws, ordinances, regulations and accounting principles. Changes in the regulatory environment are constantly monitored by the Compliance Office, and directives and procedures are amended accordingly.

Banca Zarattini is exposed to cross-border risk in view of the type of international clients it serves. The provision of financial products and services abroad is subject to the authorisation and regulation of most countries.

Hence, Banca Zarattini provides its banking and investment services solely in Switzerland. Additionally, Banca Zarattini is authorised by the Bank of Italy to provide its banking services on Italian territory, without a fixed structure there, in accordance with the provisions on the freedom to provide services.

The internal control system and the Bank's specific protective systems are considered appropriate for mitigating cross-border risk. Many directives have been issued and many controls have been set up to this effect.

### **REPUTATIONAL RISK**

Reputational risks take the form of losses arising from events that have a negative impact on the Bank's image or on the way in which the Bank is perceived by the general public, clients, investors, shareholders and supervisory authorities.

Given that reputational risk is difficult to quantify and depends on other events occurring, the Bank manages this risk in conjunction with other risks by assessing the intrinsic reputational impact.

There were no significant events after the balance sheet date.

### 3. Outsourcing

Banca Zarattini & Co. SA has outsourced some of its operations relating to the management of S.W.I.F.T. communications to Finastra SA, Baden (previously D+H Switzerland GmbH).

### 4. Accounting principles and policies

### General principles

The Bank prepares the financial statements as reliable assessment statutory single-entity financial statements. The criteria used for preparing accounts, balance sheet reporting and valuations comply with prevailing legislation and with FINMA Circular 2015/1 "Accounting rules for banks, securities dealers, financial groups and conglomerates (ARB)", as well as the provisions of the Swiss Federal Law on Banks and Savings Banks and the Swiss Federal Act on Stock Exchanges and Securities Trading. The information is presented by transaction date.

Proprietary trades (concurrent buying and selling) are entered in the balance sheet on the settlement date.

Assets and liabilities booked to the same subaccount are valued separately.

Account balances in foreign currency are translated into Swiss francs at the yearend exchange rate. The main exchange rates used to translate foreign exchange accounts were as follows:

### Foreign currencies

| Currency | 31.12.2018 | 31.12.2017 |
|----------|------------|------------|
| EUR      | 1.126725   | 1.171180   |
| USD      | 0.984950   | 0.974200   |
| GBP      | 1.250750   | 1.317650   |

### Cash, receivables due from and to banks and clients

Loans and commitments are entered in the balance sheet at nominal values. Accrued interest is calculated pro rata as at the closing date and is included in accrued income and deferred charges. Specific loan loss provisions are a function of the relative risk and are calculated on a prudent basis.

Provisions are made for debit interest and commissions more than 90 days overdue based on the unhedged portion of the credit.

Negative interest on the lending business is recognised in interest income (reduction in interest income) while negative credit interest to clients is recognised as interest expense.

In the financial year 2018, the Bank incurred costs due to negative interest amounting to CHF 836,971 (2017: CHF 336,257) and collected income from negative creditor interest amounting to CHF 479,740 (2017: CHF 0).

### Trading portfolio assets

Securities and precious metals held for trading are marked to market on the closing date. Interest and dividends on traded securities are credited to the item "Interest and dividend income on the trading portfolio".

#### Financial investments

In principle, except in the case of decisions dictated by particular market opportunities, fixed income securities are acquired to be held until maturity. They are valued according to the accrual method: the difference between purchase price and redemption value is spread over the years between the purchase and maturity dates. Other financial investments are valued at the lower of their realisable market value or purchase price (lowest value principle).

### Tangible and intangible assets

These are valued at purchase cost minus depreciation/amortisation. Depreciation is calculated on a straight-line basis on the purchase cost, taking into account the estimated useful life of the individual assets and using the indirect method.

The value of property, for which the related restructuring work was completed in 2005, is booked at purchase cost plus restructuring costs, minus depreciation and amortisation.

Suitability of the criteria adopted is checked annually and, if necessary, additional depreciation and amortisation are booked.

The following depreciation and amortisation criteria are applied:

real estate
software and hardware
vehicles
furniture, plant and furnishings
intangible assets
66 years
3 years
5 years
5 years

Investments of modest value are fully expensed.

### Value adjustments and provisions

Individual value adjustments are made for all recognisable risks at the end of the financial year, based on the prudence principle.

### **Taxes**

Income and capital taxes are determined based on the profit for the year and related taxable capital.

### Pension fund

Staff occupational pensions, which are governed according to precise rules, provide protection for members and their surviving relatives against the financial consequences of loss of earnings due to old age, death or disability, and supplement mandatory social benefits.

Banca Zarattini & Co. SA is affiliated to a collective pension fund of a legally independent insurance company, with which it has an agreement for a defined-contribution pension scheme.

Consequently, the Bank's contributions are booked as personnel expenses.

### Precious metals accounts

The valuation of precious metals is based on the market price on the reporting date.

### Contingent liabilities and irrevocable commitments

Transactions relating to contingent liabilities are recorded off balance sheet at their related nominal value. Value adjustments and provisions are made for recognisable risks of losses.

Irrevocable commitments take the form of deposit guarantees.

### Use of derivative financial instruments

Derivative financial instruments are usually only entered into for the account of clients. These instruments are marked to market.

### Changes in accounting and valuation principles

There were no changes to the accounting and valuation principles during the year.

### Information about corporate governance

Information about corporate governance in line with Annex 7 of FINMA Circular 2016/1 is available on the Bank's website www.zarattinibank.ch.

# Acquisition of Banca Intermobiliare di Investimenti e Gestioni (Suisse) SA (hereinafter "BIM" (Suisse))

As indicated in its Annual Report 2017, Banca Zarattini & Co. SA acquired BIM (Suisse).

The capitalised goodwill will be amortised over five years in accordance with the above-mentioned accounting principles from November 2017.

The impairment tests carried out showed that the capitalised value was appropriate.

# Details on the individual items in the notes to annual financial statements

(amounts in CHF 1,000)

Presentation of collateral for loans/receivables and off-balance-sheet transactions, as well as impaired loans/receivables (Table 2)

|   |               |                      | TYPE OF C   | OLLATERAL          |
|---|---------------|----------------------|-------------|--------------------|
|   | Secured       | Other                |             |                    |
| Loans (before netting with value adjustments)               | by mortgage   | collateral           | Unsecured   | Tota               |
| Amounts due from customers                                  | -             | 182,815              | 9,703       | 192,518            |
| Mortgage loans  | 12,435        | -                    | -           | 12,435             |
| Residential property  | 11,910        | -                    | -           | 11,910             |
| Office and business premises                                | 525           | -                    | -           | 525                |
| Commercial and industrial premises                          | -             | -                    | -           | -                  |
| Other   | -             | -                    | -           | -                  |
| Total loans (before netting with value adjustments)         | 12,435        | 182,815              | 9,703       | 204,953            |
| Current year  | 12,435        | 182,815              | 9,703       | 204,953            |
| Previous year   | 13,295        | 248,416              | 394         | 262,105            |
| Total loans (after netting with value adjustments)          | 12,435        | 182,815              | 9,478       | 204,728            |
| Current year  | 12,435        | 182,815              | 9,478       | 204,728            |
| Previous year   | 13,295        | 248,416              | 143         | 261,854            |
| Off-balance sheet Contingent liabilities                    | -             | 1,785                | 5,682       | 7,467              |
| Irrevocable commitments                                     | -             | -                    | 1,174       | 1,174              |
| Obligations to pay up shares and make further contributions | -             | -                    | -           |                    |
| Credit commitments  | -             | -                    | -           | -                  |
| Total off-balance-sheet                                     | -             | 1,785                | 6,856       | 8,641              |
| Current year  | -             | 1,785                | 6,856       | 8,641              |
| Previous year   | -             | 2,529                | 1,098       | 3,627              |
|   |               |                      |             |                    |
|   |               | Estimated            |             |                    |
|   | Gross<br>debt | liquidation value of | Net<br>debt | Individua<br>value |
| Table: Impaired loans/receivables                           | amount        | collateral*          |             | adjustments        |
| Current year  | 225           | -                    | 225         | 225                |
| Previous year   | 251           |                      | 251         | 251                |

<sup>\*</sup> Credit or liquidation value per customer: the lower value is to be applied.

<sup>1)</sup> Tables are numbered according to FINMA regulation. Any tables not shown do not apply to the Bank.

# Breakdown of trading portfolios and other financial instruments at *fair value* (assets) (Table 3)

|   | Current | Previous |
|---|---------|----------|
| Assets  | year    | year     |
| Trading portfolio assets                              | 6,108   | 7,257    |
| Debt securities, money market securities/transactions | 22      | 779      |
| of which, listed                                      | 22      | 779      |
| Equity securities                                     | 6,086   | 6,478    |
| Precious metals and commodities                       | -       | -        |
| Other trading portfolio assets                        | -       | -        |
| Total assets  | 6,108   | 7,257    |
| of which, determined using a valuation model          | -       | -        |
| of which, securities eligible for repo transactions   |         |          |
| in accordance with liquidity requirements             | -       | -        |

### Presentation of derivative financial instruments (assets and liabilities) (Table 4)

|   | TRADING INSTRUMENTS         |                                   |                 | HEDGING INSTRUMENT          |                                   |                    |
|---|-----------------------------|-----------------------------------|-----------------|-----------------------------|-----------------------------------|--------------------|
| Foreign exchange / precious metals      | Positive replacement values | Negative<br>replacement<br>values | Contract volume | Positive replacement values | Negative<br>replacement<br>values | Contract<br>volume |
| Forward contracts                       | 150                         | 292                               | 16,548          | -                           | -                                 |                    |
| Combined interest rate / currency swaps | 229                         | 71                                | 42,235          | -                           | -                                 |                    |
| Total                                   | 379                         | 363                               | 58,783          | -                           | -                                 | -                  |
| Equity securities / indices             | -                           | -                                 | 3,485           |                             |                                   |                    |
| Futures                                 | 1                           | 1                                 | 3,730           | -                           | -                                 |                    |
| Options (OTC)                           | 1                           | 1                                 | 7,215           | -                           | -                                 |                    |
| Total                                   | 380                         | 364                               | 65,998          |                             |                                   |                    |
| Total                                   |                             |                                   |                 | -                           | -                                 | -                  |

### Total before netting agreements:

| Current year                                 | 380 | 364 | 65,998 | - | - | - |
|--|-----|-----|--------|---|---|---|
| of which, determined using a valuation model | -   | -   | -      | - | - | - |
| Previous year                                | 546 | 466 | 92,051 | - | - | - |
| of which, determined using a valuation model | -   | -   | -      | - | - | - |

| Total after netting |  |  |
|---------------------|--|--|
| agreements          | Positive replacement values (cumulative) | Negative replacement values (cumulative) |
| Current year        | 380                                      | 364                                      |
| Previous year       | 546                                      | 466                                      |

| Breakdown by counterparty:  | Central clearing houses | Banks and securities<br>dealersr | Other customers |
|-----------------------------|-------------------------|----------------------------------|-----------------|
| Positive replacement values |                         |                                  |                 |
| (after netting agreements)  | -                       | 208                              | 172             |

### **Breakdown of financial investments (Table 5)**

|   |         | BOOK VALUE |         | FAIR VALUE |
|---|---------|------------|---------|------------|
|   | Current | Previous   | Current | Previous   |
|   | year    | year       | year    | year       |
| Debt securities                                     | 30,679  | 16,428     | 30,742  | 16,632     |
| of which, intended to be held to maturity           | 30,679  | 16,428     | 30,742  | 16,632     |
| Equity securities                                   | 8,392   | 13,373     | 11,890  | 14,479     |
| of which, qualified participations*                 | 457     | 493        | 457     | 493        |
| Total   | 39,071  | 29,801     | 42,632  | 31,111     |
| of which, securities eligible for repo transactions |         |            |         |            |
| in accordance with liquidity requirements           | -       | -          | -       |            |

<sup>\*</sup> at least 10% of capital or votes

### Breakdown of counterparties by rating

| Total debt securities: book value | 13,318         | 9,874       | 7,261            | -              | -           | 226     |
|-----------------------------------|----------------|-------------|------------------|----------------|-------------|---------|
| Debt securities: Book value       | -              | -           | -                | -              | -           | -       |
| Fitch                             | AAA<br>to AA-  | A+to A-     | BBB+<br>to BBB-  | BB+<br>to B-   | Below<br>B- | Unrated |
| Debt securities: Book value       | 246            | -           | 225              | -              | -           | -       |
| Moody,s                           | Aaa<br>to Aa3- | A1 to A3    | Baa1+<br>to Baa3 | Ba1+<br>to Ba3 | Below<br>B3 | Unrated |
| Debt securities: Book value       | 13,072         | 9,874       | 7,036            | -              | -           | 226     |
| S&P                               | AAA<br>to AA-  | A+<br>to A- | BBB+<br>to BBB-  | BB+<br>to B-   | Below<br>B- | Unrated |

### Presentation of tangible fixed assets (Table 8)

|   |                 | Accumu-                    |                                      | Current<br>year        |                |           |                   |           | Book value                      |
|---|-----------------|----------------------------|--------------------------------------|------------------------|----------------|-----------|-------------------|-----------|---------------------------------|
|   | Aquisition cost | lated<br>depre-<br>ciation | Book value<br>Previous<br>period end | Reclassi-<br>fications | Addi-<br>tions | Disposals | Depre-<br>ciation | Reversals | as at end<br>of current<br>year |
| Bank buildings                              | 13,453          | -2,507                     | 10,946                               | -                      | -              | -         | -202              | -         | 10,744                          |
| Proprietary or separately acquired software | 2.803           | -2,103                     | 700                                  | _                      | 1.478          | _         | -734              | _         | 1,444                           |
| Other tangible fixed assets                 | 5,872           | -5,249                     | 623                                  | -                      | 279            | -65       | -303              | -         | 534                             |
| Total tangible fixed assets                 | 22,128          | -9,859                     | 12,269                               | -                      | 1,757          | -65       | -1,239            | -         | 12,722                          |

### Presentation of intangible assets (Table 9)

|                         |       |         |           | Current |           |           |            |
|-------------------------|-------|---------|-----------|---------|-----------|-----------|------------|
|                         |       |         |           | year    |           |           | Book value |
|                         |       | Accumu- | Book      |         |           |           | as at      |
|                         |       | lated   | value     |         |           |           | end of     |
|                         | Cost  | amorti- | Previous  | Addi-   |           | Amortisa- | current    |
|                         | value | sation  | year ende | tions   | Disposals | tion      | year       |
| Goodwill                | 4,432 | -2,806  | 1,626     | -       | -         | -337      | 1,289      |
| Total intangible assets | 4,432 | -2,806  | 1,626     | -       | -         | -337      | 1,289      |

### Breakdown of other assets and other liabilities (Table 10)

|   | OTHE    | ER ASSETS | OTHER L | JABILITIES |
|---|---------|-----------|---------|------------|
|   | Current | Previous  | Current | Previous   |
|   | year    | year      | year    | year       |
| Amount recognised as assets in respect of employer contribution reserves  | -       | -         |         |            |
| Amount recognised as assets relating to other assets from pension schemes | 220     | 67        |         |            |
| Other assets  | 107     | 1,213     |         |            |
| Indirect tax  | 116     | 79        |         |            |
| Other liabilities   |         |           | 930     | 2,546      |
| Indirect tax  |         |           | 261     | 405        |
| Total   | 443     | 1,359     | 1,191   | 2,951      |

# Disclosure of assets pledged or assigned to secure own commitments and of assets under reservation of ownership\* (Table 11)

|  | C              | URRENT YEAR           | PREVIOUS YEAR  |                       |  |
|--|----------------|-----------------------|----------------|-----------------------|--|
|  | Book<br>Values | Effective commitments | Book<br>Values | Effective commitments |  |
| Pledged / assigned assets (amounts due from banks) | 12,024         | 9,641                 | 10,916         | 8,433                 |  |
| Assets under reservation of ownership              | -              | -                     | -              | -                     |  |

<sup>\*</sup> excluding securities financing transactions

### Disclosures on the economic situation of own pension schemes (Table 13)

|                                 |                            | Economic interest of the bank |             |                                       |                                    |                | n expenses  |
|---------------------------------|----------------------------|-------------------------------|-------------|---------------------------------------|------------------------------------|----------------|-------------|
| b) Presentation of the economic | Overfunding / underfunding |                               | of the bank | Change in economic interest (economic | Contribu-<br>tions paid<br>for the | iii persoriiie | ei expenses |
| benefit / obligation            | at end of                  | Current                       | Previous    | benefit / obligation)                 | current                            | Current        | Previous    |
| and the pension expenses        | current year               | year                          | year        | versus previous year                  | period                             | year           | year        |
| Pension schemes                 | -                          | -                             | -           | -                                     | 1,596                              | 986            | 1,045       |

The Bank is affiliated to a collective pension foundation of a legally independent insurance company, which applies the legal provisions in force for occupational pensions in Switzerland. The pension scheme is based on the defined contributions made by the employer and employee. Treatment of pension commitments is based on Swiss GAAP RPC 16. Contributions made by the employer are recorded as expenses for the financial year. In the event of overpayment of contributions, these would be recorded as assets in the revised accounts.

### **Employer contribution reserves**

At 31.12.2018, as in the previous year, no reserve was created for employer contributions.

### Revenues/liabilities and pension costs

For all pension plans, it must be determined whether the coverage and the pension institution's particular situation may generate revenues or liabilities for the company. The pension institution has fully reinsured all old-age, disability, death and investment risks with another reputable insurance company.

Consequently, it is not possible for the pension fund to be in deficit, and the Bank will not in any instance be obliged to make supplementary contributions.

Presentation of value adjustments and provisions, reserves for general banking risks, and changes therein during the current year (Table 16)

|   | Previous<br>year end | Use in<br>confor-<br>mity with<br>designated<br>purpose | Reclassi-<br>fications | Currency<br>differences |   | New creations charged to income | Releases<br>to income | Balance<br>at current<br>year end | Delta |
|---|----------------------|---|------------------------|-------------------------|---|---------------------------------|-----------------------|-----------------------------------|-------|
| Provisions for other business risks         | 1,754                | -   | -                      | -                       | - | -                               | -250                  | 1,504                             | -250  |
| Total provisions                            | 1,754                | -   | -                      | -                       | - | -                               | -250                  | 1,504                             | -250  |
| Reserves for general banking risks          | 11,570               |   | -                      | -                       |   | -                               | -                     | 11,570                            | -     |
| Value adjustments for default               |                      |   |                        |                         |   |                                 |                       |                                   |       |
| and country risks                           | 251                  | -   | -                      | -6                      | - | 18                              | -38                   | 225                               | -26   |
| of which, value adjustments for default ris | ks                   |   |                        |                         |   |                                 |                       |                                   |       |
| in respect of impaired loans / receivables  | 251                  | -   | -                      | -6                      | - | 18                              | -38                   | 225                               | -26   |

<sup>\*</sup> Reserves for general banking risks comprise taxed reserves amounting to CHF 527 and non-taxed reserves amounting to CHF 11,043.

### Presentation of the bank's capital (Table 17)

|                      |           |          | UDDENTVEAD    | PREVIOUS YEAR |          |               |  |  |
|----------------------|-----------|----------|---------------|---------------|----------|---------------|--|--|
|                      |           | C        | URRENT YEAR   |               |          |               |  |  |
|                      |           |          | Capital       |               |          |               |  |  |
|                      | Total     |          | with dividend | Total         |          | with dividend |  |  |
| Bank's capital       | par value | Quantity | rights        | par value     | Quantity | rights        |  |  |
| Share capital        | 20,000    | 20,000   | 20,000        | 20,000        | 20,000   | 20,000        |  |  |
| of which, paid up    | 20,000    | 20,000   | 20,000        | 20,000        | 20,000   | 20,000        |  |  |
| Total bank's capital | 20,000    | 20,000   | 20,000        | 20,000        | 20,000   | 20,000        |  |  |

### Disclosure of amounts due from / to related parties (Table 19)

|   | AMOUNTS         | DUE FROM         | AMOUNTS DUE TO  |               |  |
|---|-----------------|------------------|-----------------|---------------|--|
|   | Current<br>Year | Previous<br>year | Current<br>Year | Previous year |  |
| Holders of qualified participations           | 31              | -                | 3,589           | 8,046         |  |
| Group companies                               | -               | -                | 4,118           | 5,681         |  |
| Linked companies                              | 2,415           | 2,281            | 57,391          | 26,679        |  |
| Transactions with members of governing bodies | 1,110           | 1,164            | 137             | 81            |  |
| Other related parties                         | 11              | -                | 330             | 198           |  |

Explanations regarding conditions

Loans granted to the management are awarded under the same conditions as are applied to Bank staff.

There are no further transactions with related parties.

### Disclosure of holders of significant participations (Table 20)

| Holders of significant participations and groups of holders | CU      | RRENT YEAR  | PRE     | VIOUS YEAR  |
|---|---------|-------------|---------|-------------|
| of participations with pooled voting rights                 | Nominal | % of equity | Nominal | % of equity |
| with voting rights  |         |             |         |             |
| (via Neutral Holding SA SPF, Luxembourg 100%                |         |             |         |             |
| and Lukos SA, Luxembourg 100%)                              |         |             |         |             |
| Hereditary co-owner was Mario Zarattini                     | 12,668  | 63.34%      | 12,668  | 63.34%      |
| of which via Schulman Familienstiftung, Vaduz               | 10,100  | 50.50%      | 10,100  | 50.50%      |
| Flavio Quaggio, Viganello                                   | 2,270   | 11.35%      | 2,270   | 11.35%      |
| Andrea Zanni, Bré sopra Lugano                              | 1,580   | 7.90%       | 1,580   | 7.90%       |
| Tullio Santi, Lugano  | 1,088   | 5.44%       | 1,088   | 5.44%       |
| without voting rights                                       |         |             |         |             |
| (via Lukos SA, Luxembourg, 100%)                            |         |             |         |             |
| Own shares held by Neutral Holding SA SPF, Luxembourg       | 1,880   | 9.40%       | 1,880   | 9.40%       |

### Disclosure of own shares and composition of equity capital (Table 21)

|   | CU                                 | RRENT YEAR                | PRE\                          | /IOUS YEAR    |
|---|------------------------------------|---------------------------|-------------------------------|---------------|
| Details on the individual categories of the bank's capital (margin no. A5-88) | Number<br>of securities<br>(units) | Nominal<br>value          | Number of securities (units)  | Nominal value |
| Share capital   | 20,000                             | 20,000                    | 20,000                        | 20,000        |
| of which, paid up   | 20,000                             | 20,000                    | 20,000                        | 20,000        |
| Total   | 20,000                             | 20,000                    | 20,000                        | 20,000        |
| Non-distributable reserves (margin no. A5-88 - Part 2)                        |                                    | Total at end current year | Total at end of previous year |               |
| Non-distributable amount from statutory retained earnings reserve             |                                    | 5,686                     |                               | 5,615         |
| Non-distributable amount from voluntary retained earnings reserves            |                                    | 30,207                    |                               | 30,207        |
| Total   |                                    | 35,893                    |                               | 35,822        |

### Presentation of the maturity structure of investments (Table 23)

|   |          |             | Due      | Due<br>within 3 | Due<br>within | Due     |          |         |
|---|----------|-------------|----------|-----------------|---------------|---------|----------|---------|
|   |          |             | within   |                 | 12 months     | after   | No       |         |
| Assets / financial instruments              | At sight | Cancellable | 3 months | months          | to 5 years    | 5 years | maturity | Total   |
| Liquid assets                               | 38,045   |             |          |                 |               |         |          | 38,045  |
| Amounts due from banks                      | 161,821  | 9,634       | 10,359   | 32,224          | -             | -       |          | 214,038 |
| Amounts due from customers                  | -        | 191,618     | -        | 675             | -             | -       |          | 192,293 |
| Mortgage loans                              | -        | -           | 1,103    | 11,332          | -             | -       | -        | 12,435  |
| Trading portfolio assets                    | 6,108    |             |          |                 |               |         |          | 6,108   |
| Positive replacement values                 |          |             |          |                 |               |         |          |         |
| of derivative financial instruments         | 392      |             |          |                 |               |         |          | 392     |
| Financial investments                       | -        | 8,392       | 857      | 2,404           | 27,418        | -       | -        | 39,071  |
| Current year                                | 206,366  | 209,644     | 12,319   | 46,635          | 27,418        | -       | -        | 502,382 |
| Previous year*                              | 217,012  | 270,434     | 3,901    | 19,076          | 8,624         | -       | -        | 519,047 |
| Debt capital / financial instruments        |          |             |          |                 |               |         |          |         |
| Amounts due to banks                        | 922      | -           | -        | -               | -             | -       |          | 922     |
| Amounts due in respect of customer deposits | 443,321  | -           | -        | -               | -             | -       |          | 443,321 |
| Negative replacement values                 |          |             |          |                 |               |         |          |         |
| of derivative financial instruments         | 364      |             |          |                 |               |         |          | 364     |
| Current year                                | 444,607  | -           | -        | -               | -             | -       | -        | 444,607 |
| Previous year                               | 456,379  | -           | -        | -               | -             | -       | -        | 456,379 |

<sup>\*</sup> CHF 2,952 relating to financial investments of the previous year have been moved to the item "Cancellable" from the item "Due within 3 to 12 months" (CHF 2,459) and from the item "No maturity" (CHF 493).

# Presentation of assets and liabilities by domestic and foreign origin in accordance with the domicile principle (Table 24)

|  | Cl       | JRRENT YEAR | PR       | EVIOUS YEAR |
|--|----------|-------------|----------|-------------|
| Assets   | Domestic | Foreign     | Domestic | Foreign     |
| Liquid assets  | 38,045   | -           | 42,265   | -           |
| Amounts due from banks   | 86,818   | 127,220     | 81,966   | 95,352      |
| Amounts due from customers   | 13,887   | 178,406     | 10,537   | 238,808     |
| Mortgage loans   | 12,435   | -           | 12,509   | -           |
| Trading portfolio assets   | -        | 6,108       | -        | 7,257       |
| Positive replacement values of derivative financial instruments    | 215      | 177         | 284      | 269         |
| Financial investments  | 1,045    | 38,026      | 600      | 29,200      |
| Accrued income and prepaid expenses                                | 1,718    | 388         | 2,229    | -           |
| Participations   | -        | -           | -        | -           |
| Tangible fixed assets  | 12,722   | -           | 12,269   | -           |
| Intangible assets  | 1,289    | -           | 1,626    | -           |
| Other assets   | 443      | -           | 1,359    | -           |
| Total assets   | 168,617  | 350,325     | 165,644  | 370,886     |
| Liabilities Amounts due to banks                                   |          | 922         | 536      | 3.182       |
| Amounts due to ballis  Amounts due in respect of customer deposits | 76,982   | 366,339     | 91.619   | 360,577     |
| Negative replacement values of derivative financial instruments    | 219      | 145         | 228      | 238         |
| Accrued expenses and deferred income                               | 4,039    | -           | 6,269    | 200         |
| Other liabilities  | 1,191    |             | 2,951    |             |
| Provisions   | 1,504    | -           | 1,754    | _           |
| Reserves for general banking risks                                 | 11,570   | -           | 11,570   | -           |
| Bank's capital   | 20,000   | -           | 20,000   | -           |
| Statutory retained earnings reserve                                | 5,686    | -           | 5,615    | -           |
| Voluntary retained earnings reserve                                | 30,207   | -           | 30,207   | -           |
| Profit carried forward / loss carried forward                      | -        | -           | -        | _           |
| Profit / loss (result of the period)                               | 138      | -           | 1,784    | _           |
| Total liabilities  | 151,536  | 367,406     | 172,533  | 363,997     |

|                        | CU       | RRENT YEAR | PRE      | VIOUS YEAR |
|------------------------|----------|------------|----------|------------|
|                        | Absolute | Share as % | Absolute | Share as % |
| Assets                 |          |            |          |            |
| Africa                 | 675      | 0.13%      | 794      | 0.15%      |
| Algeria                | -        | 0.00%      | 78       | 0.01%      |
| Ethiopia               | 675      | 0.13%      | 716      | 0.13%      |
| Asia                   | 1,635    | 0.32%      | 7        | 0.00%      |
| Hong Kong              | 214      | 0.04%      | -        | 0.00%      |
| United Arab Emirates   | 1,421    | 0.27%      | 7        | 0.00%      |
| Caribbean              | 60,319   | 11.62%     | 118,694  | 22.12%     |
| Bahamas                | 3,542    | 0.68%      | 7,516    | 1.40%      |
| Barbados               | -        | 0.00%      | 1        | 0.00%      |
| Bermuda                | 150      | 0.03%      | 156      | 0.03%      |
| Panama                 | 11,123   | 2.14%      | 85,913   | 16.01%     |
| St. Kitts-Nevis        | 32,379   | 6.24%      | 24,461   | 4.56%      |
| British Virgin Islands | 13,118   | 2.53%      | 640      | 0.12%      |
| Cayman Islands         | 7        | 0.00%      | 7        | 0.00%      |
| Europe                 | 278,413  | 53.65%     | 235,798  | 43.95%     |
| Austria                | 345      | 0.07%      | 232      | 0.04%      |
| Belgium                | 2,129    | 0.41%      | 2,711    | 0.51%      |
| Bulgaria               | 1        | 0.00%      | -        | 0.00%      |
| Cyprus                 | -        | 0.00%      | 486      | 0.09%      |
| Denmark                | 585      | 0.11%      | -        | 0.00%      |
| France                 | 4,376    | 0.84%      | -        | 0.00%      |
| Germany                | 22,595   | 4.35%      | 15,880   | 2.96%      |
| Gibraltar              | 445      | 0.09%      | -        | 0.00%      |
| Ireland                | 5,695    | 1.10%      | 8,441    | 1.57%      |
| Isle of Man            | 11       | 0.00%      | -        | 0.00%      |
| Italy                  | 155,943  | 30.05%     | 139,320  | 25.97%     |
| Latvia                 | 388      | 0.07%      | -        | 0.00%      |
| Lithuania              | 504      | 0.10%      | -        | 0.00%      |
| Luxembourg             | 62,345   | 12.01%     | 44,950   | 8.38%      |
| Malta                  | 3,726    | 0.72%      | 4,741    | 0.88%      |
| Netherlands            | 3,402    | 0.66%      | 1,354    | 0.25%      |
| Portugal               | 2,719    | 0.52%      | 2,817    | 0.53%      |
| San Marino             | 4,235    | 0.82%      | 4,383    | 0.82%      |
| Slovenia               | -        | 0.00%      | 124      | 0.02%      |
| Spain                  | 132      | 0.03%      | -        | 0.00%      |
| Sweden                 | 667      | 0.13%      | 390      | 0.07%      |
| UK                     | 8,170    | 1.57%      | 9,969    | 1.86%      |
| Latin America          | 1,410    | 0.27%      | 5,541    | 1.03%      |
| Argentina              | -        | 0.00%      | 3        | 0.00%      |
| Belize                 | 1,145    | 0.22%      | 1,229    | 0.23%      |
| Costa Rica             | 1        | 0.00%      | -        | 0.00%      |
| Venezuela              | 264      | 0.05%      | 4,309    | 0.80%      |
| Liechtenstein          | 1        | 0.00%      | 1        | 0.00%      |
| Liechtenstein          | 1        | 0.00%      | 1        | 0.00%      |
| North America          | 7,651    | 1.47%      | 9,415    | 1.75%      |
| United States          | 7,651    | 1.47%      | 9,415    | 1.75%      |
| Oceania                | 221      | 0.04%      | 636      | 0.12%      |
| Australia              | 221      | 0.04%      | 481      | 0.09%      |
| New Zealand            | -        | 0.00%      | 155      | 0.03%      |
| Switzerland            | 168,617  | 32.49%     | 165,644  | 30.87%     |
| Switzerland            | 168,617  | 32.49%     | 165,644  | 30.87%     |
|                        |          |            |          | 00.0770    |

### Breakdown of total assets by credit rating of country groups (risk domicile view) (Table 26)

|         |               |                   |            |         | N EXPOSURE /<br>ENT YEAR END | NET FOREIGN<br>PREVIO | I EXPOSURE /<br>US YEAR END |
|---------|---------------|-------------------|------------|---------|------------------------------|-----------------------|-----------------------------|
| Rating  | Moody's       | Standard & Poor's | Fitch IBCA | In CHF  | Share as %                   | In CHF                | Share as %                  |
| 1       | Aaa           | AAA               | AAA        | 125,778 | 43.18%                       | 142,146               | 50.07%                      |
| 2       | Aa1/Aa2/Aa3   | AA+/AA/AA-        | AA+/AA/AA- | 46,485  | 15.96%                       | 47,456                | 16.72%                      |
| 3       | A1/A2/A3      | A+/A/A-           | A+/A/A-    | 14,680  | 5.04%                        | 20,411                | 7.19%                       |
| 4       | Baa1 /Baa2/   | BBB+/BBB/         | BBB+/BBB/  |         |                              |                       |                             |
|         | Baa3/Ba1/Ba2/ | BBB-/BB+/         | BBB-/BB+/  |         |                              |                       |                             |
|         | Ba3           | BB/BB-/B+         | BB/BB-/B+  | 104,316 | 35.82%                       | 73,885                | 26.02%                      |
| 5/6     | B1/B2/B3/     |                   |            |         |                              |                       |                             |
|         | Caa1/Caa2/    | B/B-/CCC/         | B/B-/CCC/  |         |                              |                       |                             |
|         | Caa3/Ca/C     | CC/C/D            | CC/C/D     | 2       | 0.00%                        | 3                     | 0.00%                       |
| Unrated |               |                   |            | -       | 0.00%                        | -                     | 0.00%                       |
| Total   |               |                   |            | 291,261 | 100.00%                      | 283,901               | 100.00%                     |

### Presentation of assets and liabilities broken down by the most significant currencies for the bank (Table 27)

| -18,278 | 16,647   | 1,414  | 3   | 3   | 211   | _  |
|---------|--|--|---|---|---|--|
| 101,556 | 371,293  | 92,805   | 3,615   | 2,139   | 6,317   | 577,725  |
| 442     | 24,447   | 31,290   | 100   | 1,751   | 753   | 58,783   |
|         |  |  |   |   |   |  |
| 101,114 | 346,846  | 61,515   | 3,515   | 388   | 5,564   | 518,942  |
| 138     | -  | -  | -   | -   | -   | 138  |
| -       | -  | -  | -   | -   | -   | -  |
| 30,207  | -  | -  | -   | -   | -   | 30,207   |
| 5,686   | -  | -  | -   | -   | -   | 5,686  |
| 20,000  | -  | -  | -   | -   | -   | 20,000   |
| 11,570  | -  | -  | -   | -   | -   | 11,570   |
| 1,504   | -  | -  | -   | -   | -   | 1,504  |
| 723     | 467  | 1  | -   | -   | -   | 1,191  |
| 3,983   | 48   | 8  | -   | -   | -   | 4,039  |
|         | -  | -  | -   | -   | -   | 364  |
| 26,934  | 345,819  | 61,111   | 3,505   | 388   | 5,564   | 443,321  |
| 5       | 512  | 395  | 10  | -   | -   | 922  |
|         |  |  |   |   |   |  |
| 83,278  | 387,940  | 94,219   | 3,618   | 2,142   | 6,528   | 577,725  |
| 442     | 34,336   | 21,399   | 102   | 1,751   | 753   | 58,783   |
|         |  |  |   |   |   |  |
| 82,836  | 353,604  | 72,820   | 3,516   | 391   | 5,775   | 518,942  |
| 402     | 41   | -  | -   | -   | -   | 443  |
| 1,289   | -  | -  | -   | -   | -   | 1,289  |
| 12,722  | -  | -  | -   | -   | -   | 12,722   |
| 1,690   | 104  | 312  | -   | -   | -   | 2,106  |
| 5,104   | 24,930   | 9,037  | -   | -   | -   | 39,071   |
| 392     | -  | -  | -   | -   | -   | 392  |
| 825     | 5,283  | -  | -   | -   | -   | 6,108  |
| 12,435  | -  | -  | -   | -   | -   | 12,435   |
| 1,449   | 149,016  | 40,038   | 2   | 46  | 1,742   | 192,293  |
|         | 173,835  | 23,383   | 3,503   | 345   | 4,033   | 214,038  |
| 37.589  | 395  | 50   | 11  | -   | -   | 38,045   |
|         | 1,449 12,435 825 392 5,104 1,690 12,722 1,289 402 82,836 442 83,278  5 26,934 3,983 723 1,504 11,570 20,000 5,686 30,207 - 138 101,114 442 101,556 | 8,939       173,835         1,449       149,016         12,435       -         825       5,283         392       -         5,104       24,930         1,690       104         12,722       -         1,289       -         402       41         82,836       353,604         442       34,336         83,278       387,940         5       512         26,934       345,819         364       -         3,983       48         723       467         1,504       -         11,570       -         20,000       -         5,686       -         30,207       -         138       -         101,114       346,846         442       24,447         101,556       371,293 | 8,939       173,835       23,383         1,449       149,016       40,038         12,435       -       -         825       5,283       -         392       -       -         5,104       24,930       9,037         1,690       104       312         12,722       -       -         402       41       -         82,836       353,604       72,820         442       34,336       21,399         83,278       387,940       94,219         5       512       395         26,934       345,819       61,111         364       -       -         3,983       48       8         723       467       1         1,504       -       -         11,570       -       -         20,000       -       -         5,686       -       -         30,207       -       -         138       -       -         101,114       346,846       61,515          442       24,447       31,290         101,556       371,293       92,805 <td>8,939       173,835       23,383       3,503         1,449       149,016       40,038       2         12,435       -       -       -         825       5,283       -       -         5,104       24,930       9,037       -         1,690       104       312       -         12,722       -       -       -         402       41       -       -         82,836       353,604       72,820       3,516         442       34,336       21,399       102         83,278       387,940       94,219       3,618            5       512       395       10         26,934       345,819       61,111       3,505         364       -       -       -         3,983       48       8       -         723       467       1       -         11,570       -       -       -         20,000       -       -       -         5,686       -       -       -         30,207       -       -       -         138       -       -       -</td> <td>8,939       173,835       23,383       3,503       345         1,449       149,016       40,038       2       46         12,435       -       -       -       -         825       5,283       -       -       -         392       -       -       -       -         5,104       24,930       9,037       -       -         1,690       104       312       -       -         12,722       -       -       -       -         402       41       -       -       -         82,836       353,604       72,820       3,516       391         442       34,336       21,399       102       1,751         83,278       387,940       94,219       3,618       2,142         5       512       395       10       -         26,934       345,819       61,111       3,505       388         364       -       -       -       -         1,504       -       -       -       -         1,504       -       -       -       -         1,504       -       -       -</td> <td>8,939       173,835       23,383       3,503       345       4,033         1,449       149,016       40,038       2       46       1,742         12,435       -       -       -       -       -         392       -       -       -       -       -         5,104       24,930       9,037       -       -       -         1,690       104       312       -       -       -         12,722       -       -       -       -       -         402       41       -       -       -       -         82,836       353,604       72,820       3,516       391       5,775         442       34,336       21,399       102       1,751       753         83,278       387,940       94,219       3,618       2,142       6,528         5       512       395       10       -       -         26,934       345,819       61,111       3,505       388       5,564         3,983       48       8       -       -       -         723       467       1       -       -       -       -      <tr< td=""></tr<></td> | 8,939       173,835       23,383       3,503         1,449       149,016       40,038       2         12,435       -       -       -         825       5,283       -       -         5,104       24,930       9,037       -         1,690       104       312       -         12,722       -       -       -         402       41       -       -         82,836       353,604       72,820       3,516         442       34,336       21,399       102         83,278       387,940       94,219       3,618            5       512       395       10         26,934       345,819       61,111       3,505         364       -       -       -         3,983       48       8       -         723       467       1       -         11,570       -       -       -         20,000       -       -       -         5,686       -       -       -         30,207       -       -       -         138       -       -       - | 8,939       173,835       23,383       3,503       345         1,449       149,016       40,038       2       46         12,435       -       -       -       -         825       5,283       -       -       -         392       -       -       -       -         5,104       24,930       9,037       -       -         1,690       104       312       -       -         12,722       -       -       -       -         402       41       -       -       -         82,836       353,604       72,820       3,516       391         442       34,336       21,399       102       1,751         83,278       387,940       94,219       3,618       2,142         5       512       395       10       -         26,934       345,819       61,111       3,505       388         364       -       -       -       -         1,504       -       -       -       -         1,504       -       -       -       -         1,504       -       -       - | 8,939       173,835       23,383       3,503       345       4,033         1,449       149,016       40,038       2       46       1,742         12,435       -       -       -       -       -         392       -       -       -       -       -         5,104       24,930       9,037       -       -       -         1,690       104       312       -       -       -         12,722       -       -       -       -       -         402       41       -       -       -       -         82,836       353,604       72,820       3,516       391       5,775         442       34,336       21,399       102       1,751       753         83,278       387,940       94,219       3,618       2,142       6,528         5       512       395       10       -       -         26,934       345,819       61,111       3,505       388       5,564         3,983       48       8       -       -       -         723       467       1       -       -       -       - <tr< td=""></tr<> |

<sup>\*</sup> Options are taken into account after being delta-weighted.

### Breakdown of contingent liabilities and contingent assets (Table 28)

|  | Current year | Previous year |
|--|--------------|---------------|
| Performance guarantees and similar                                 | 1,796        | 2,537         |
| Irrevocable commitments arising from documentary letters of credit | 5,671        | -             |
| Total contingent liabilities                                       | 7,467        | 2,537         |

### **Breakdown of fiduciary transactions (Table 30)**

|  | Current vear | Previous year |
|--|--------------|---------------|
| Fiduciary investments with third-party companies | 28,734       | 15,756        |
| Total  | 28,734       | 15,756        |

### Breakdown of managed assets and presentation of their development (Table 31)

|   | Current year | Previous year |
|---|--------------|---------------|
| a) Breakdown of managed assets  |              |               |
| Type of managed assets  |              |               |
| Assets in collective investment schemes managed by the bank               | 94,647       | 168,939       |
| Assets under discretionary asset management agreements                    | 255,596      | 335,215       |
| Other managed assets  | 1,758,507    | 1,900,404     |
| Total managed assets (including double counting)                          | 2,108,750    | 2,404,558     |
| of which, double counting   | 51,503       | 114,127       |
| b) Presentation of the development of managed assets                      | Current year | Current year  |
| Total managed assets (including double counting) at beginning             | 2,404,558    | 1,851,384     |
| +/- net new money inflow or net new money outflow                         | -94,671      | 410,592       |
| +/- price gains / losses, interest, dividends and currency gains / losses | -201,137     | 142,582       |
| Total managed assets (including double counting) at end                   | 2,108,750    | 2,404,558     |

Managed assets are calculated and recognised in accordance with the accounting guidelines issued by the Swiss Financial Market Supervisory Authority FINMA – Circular 2015/01. Managed assets comprise all assets managed or held for investment purposes by private, corporate and institutional clients, as well as assets in proprietary collective investment schemes. Liabilities are excluded, while amounts due to clients in current accounts, fiduciary deposits and all other client assets are included with their valuations. Managed assets deposited with third parties are included to the extent that they are managed by Banca Zarattini & Co. SA. Assets that count more than once, for example, assets recognised in various asset categories are booked to the item "of which, double counting". They mainly comprise shares in proprietary collective investment schemes held in client portfolios.

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### Breakdown of the result from trading activities and the fair value option (Table 32)

|   | Current year | Previous year |
|---|--------------|---------------|
| a) Breakdown by business area                                       |              |               |
| (in accordance with the organisation of the bank / financial group) |              |               |
| Result from trading activities from:                                |              |               |
| Fixed-income trading  | 4,305        | 7,895         |
| Other trading activities  | 156          | -194          |
| Currencies  | 710          | 1713          |
| Total   | 5,171        | 9,414         |
| b) Breakdown by underlying risk and based on the use                |              |               |
| of the fair value option  |              |               |
| Result from trading activities from:                                |              |               |
| Interest rate instruments   | 4,311        | 7,887         |
| Equity securities (including funds)                                 | 150          | -186          |
| Foreign currencies  | 710          | 1,713         |
| Total   | 5,171        | 9,414         |

### **Breakdown of personnel expenses (Table 34)**

|   | Current year | Previous year |
|---|--------------|---------------|
| Salaries (meeting attendance fees and fixed compensation          |              |               |
| to members of the bank's governing bodies, salaries and benefits) | 9,459        | 11,630        |
| of which, expenses relating to share-based compensation           |              |               |
| and alternative forms of variable compensation                    | -            | -             |
| Social insurance benefits   | 1,772        | 2,090         |
| Other personnel expenses  | 119          | 90            |
| Total   | 11,350       | 13,810        |

### Breakdown of general and administrative expenses (Table 35)

|   | Current year | Previous year |
|---|--------------|---------------|
| Office space expenses   | 893          | 980           |
| Expenses for information and communications technology          | 2,084        | 1,833         |
| Expenses for vehicles, equipment, furniture and other fixtures, |              |               |
| as well as operating lease expenses                             | 12           | 18            |
| Fees of audit firm(s) (Art. 961a no. 2 CO)                      | 288          | 260           |
| of which, for financial and regulatory audits                   | 288          | 260           |
| of which, for other services                                    | -            | -             |
| Other operating expenses  | 2,309        | 2,047         |
| of which, compensation for any cantonal guarantees              | -            | -             |
| Total   | 5,586        | 5,138         |

Presentation of the operating result broken down according to domestic and foreign origin, according to the principle of permanent establishment (Table 38)

|  | Domestic | Foreign |
|--|----------|---------|
| Result from interest operations  |          |         |
| Interest and discount income   | 3,045    | -       |
| Interest and dividend income from trading activities                               | 2        | -       |
| Interest and dividend income from financial investments                            | 387      | -       |
| Interest expense   | 447      | -       |
| Gross result from interest operations  | 3,881    | -       |
| Changes in value adjustments for default risks and losses from interest operations | -18      | -       |
| Net result from interest operations  | 3,863    | -       |
| Result from commission business and services                                       |          |         |
| Commission income on securities and investment transactions                        | 14,361   | -       |
| Commission income from lending activities  | 113      | _       |
| Commission income from other services  | 325      | _       |
| Commission expense   | -4,852   | _       |
| Result from commission business and services                                       | 9,947    | _       |
| Result from trading activities and the fair value option                           | 5,171    | -       |
| Other result from ordinary activities  | -404     | -       |
| Total income for the period  | 18,577   | -       |
| Operating expenses   |          |         |
| Personnel expenses   | -11,350  | -       |
| General and administrative expenses  | -5,586   | -       |
| Total operating expenses   | -16,936  | -       |
| Value adjustments on participations and depreciation and amortisation              |          |         |
| of tangible fixed assets and intangible assets                                     | -1,575   | -       |
| Changes to provisions and other value adjustments, and losses                      | 250      | -       |
| Operating result   | 316      | -       |

### Table 39: Taxes

|                                  | Current year | Previous year |
|----------------------------------|--------------|---------------|
| Current tax*                     | 177          | 180           |
| Total tax                        | 177          | 180           |
| Average rate on operating result | 56%          | 9.17%         |

<sup>\*</sup> Current tax as at 31.12.2018 refers solely to wealth tax as the profit of Banca Zarattini & Co. SA is offset against the loss carry forwards of Banca Intermobiliare (Suisse) SA. The impact arising from the use of the loss carry forwards of Banca Intermobiliare on income taxes amounted to CHF 22,000 with a 7% reduction in the average rate on the operating result.

It should be noted that after the use of the above loss carry forwards there is still a BIM loss of CHF 3,199,000 to be offset.



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To the General Meeting of Banca Zarattini & Co. SA, Lugano

Lugano, 22 March 2019

### Report of the statutory auditor on the financial statements

As statutory auditor, we have audited the financial statements of Banca Zarattini & Co. SA, which comprise the balance sheet, income statement, statement of changes in the equity and notes (pages 5 to 33), for the year ended 31 December 2018.

### **Board of Directors' responsibility**

The Board of Directors is responsible for the preparation of the financial statements in accordance with the requirements of Swiss law and the company's articles of incorporation. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The Board of Directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

### Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control system relevant to the entity's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control system. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion, the financial statements for the year ended 31 December 2018 comply with Swiss law and the company's articles of incorporation.



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### Report on other legal requirements

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

In accordance with article 728a paragraph 1 item 3 CO and Swiss Auditing Standard 890, we confirm that an internal control system exists, which has been designed for the preparation of financial statements according to the instructions of the Board of Directors.

We further confirm that the proposed appropriation of available earnings complies with Swiss law and the company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

Ernst & Young Ltd

Erico Bertoli Licensed audit expert (Auditor in charge) Beatrice Groppelli Licensed audit expert

# Building a secure future



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