

# MainTower SICAV

R.C.S. Luxembourg B 153.473

Audited Annual Report  
As at December 31, 2018

# MainTower SICAV

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# MainTower SICAV

## Organisation

### Board of Directors

#### Chairman

Mr Fabio Mazzali  
Chairman  
Zeus Capital S.A.

#### Directors

Mr Paolo Tortorella  
Member  
Zeus Asset Management S.A.

Mr Michele Di Tuccio  
Member  
Zeus Asset Management S.A.

#### Registered Office

106, route d'Arlon, L-8210 Mamer  
(up to February 14, 2018)  
Grand Duchy of Luxembourg

36, rue des Aubépines, L-8052 Bertrange  
(since February 15, 2018)  
Grand Duchy of Luxembourg

#### Management Company

Lemanik Asset Management S.A.  
(up to February 14, 2018)  
106, route d'Arlon, L-8210 Mamer  
Grand Duchy of Luxembourg

Zeus Asset Management S.A.  
(since February 15, 2018)  
36, rue des Aubépines  
L-8052 Bertrange  
Grand Duchy of Luxembourg

#### Depositary

RBC Investor Services Bank S.A.  
14, Porte de France, L-4360 Esch-sur-Alzette,  
Grand Duchy of Luxembourg

#### Administrative Agent, Registrar and Transfer Agent

RBC Investor Services Bank S.A.  
14, Porte de France, L-4360 Esch-sur-Alzette,  
Grand Duchy of Luxembourg

#### Domiciliary Agent

Lemanik Asset Management S.A.  
(up to February 14, 2018)  
106, route d'Arlon, L-8210 Mamer  
Grand Duchy of Luxembourg

Zeus Asset Management S.A.  
(since February 15, 2018)  
36, rue des Aubépines  
L-8052 Bertrange  
Grand Duchy of Luxembourg

# MainTower SICAV

## Organisation (continued)

Distributors	<p>Lemanik Asset Management S.A. (up to February 14, 2018) 106, route d'Arlon, L-8210 Mamer Grand Duchy of Luxembourg</p> <p>Zeus Asset Management S.A. (since February 15, 2018) 36, rue des Aubépines L-8052 Bertrange Grand Duchy of Luxembourg</p>
Investment Manager	<p>For sub-funds MainTower SICAV - Amaranto Italian Market, MainTower SICAV - Ambrosia*** and MainTower SICAV - Force Dynamique**: Lemanik S.A. (up to February 14, 2018) 5, Via Giuseppe Bagutti, CH-6900 Lugano Switzerland</p> <p>For sub-funds MainTower SICAV - High Income and MainTower SICAV - Dynamic Selection* Azimut Capital Management SGR S.p.A**** 4, Via Cusani, I-20121 Milano Italy</p> <p>In respect of the sub-funds MainTower SICAV - Ambrosia***, MainTower SICAV - Amaranto Italian Market and MainTower SICAV - Force Dynamique** (since February 15, 2018) Zeus Asset Management S.A. 36, rue des Aubépines L-8052 Bertrange Grand Duchy of Luxembourg</p>
Investment Adviser	<p>Zeus Capital S.A. (up to February 14, 2018) 36, rue des Aubépines, L-8052 Bertrange Grand Duchy of Luxembourg</p>
Cabinet de révision agréé	<p>KPMG Luxembourg, Société coopérative 39, Avenue John F. Kennedy, L-1855 Luxembourg Grand Duchy of Luxembourg</p>

\* Previously known as MainTower Sicav - Flexible High Volatility (Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

\*\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

\*\*\* Dormant since February 28, 2017

\*\*\*\* Transfer from Sofia SGR S.p.A to Azimut Capital Management SGR S.p.A on May 24, 2018

# MainTower SICAV

## Report of the Board of Directors

### **MAINTOWER SICAV - HIGH INCOME**

In the year 2018, the sub-fund mainly made 75% of its investment in corporate bonds and 25% in debt funds. Due to the worry of aggressive rate raising in US and the fear of rate rising in EU, which weakened the interest of debt instrument investors, the sub-fund had a harsh time to deliver a cheerful performance.

In the light of the year 2019, the rate raising is expected to be in a much moderate pace which is a much favorable situation for the sub-fund in comparison to the year 2018. As a result, we are optimistic about the performance of this sub-fund in the coming year.

The yearly return of each share class under the sub-fund in the year 2018 has been:

<b>Sub-Funds</b>	<b>Class I</b>
MAINTOWER SICAV - HIGH INCOME	-6.83%

Period: December 29, 2017 - December 31, 2018

### **MAINTOWER SICAV - AMARANTO ITALIAN MARKET**

In the year 2018, the sub-fund, in average, invested 82% of net asset directly in a basket of stocks in Italian AIM market while kept 12% cash. The rest of the asset were mainly invested in warrants which were mostly granted.

Throughout the year 2018, the sub-fund had a highest yield to date of 8.15% in third quarter and ended a negative annual return due to global market turbulence in the fourth quarter. The sub-fund will stick on a flexible stock picking strategy in case any investment opportunity arise.

The yearly return of each share class under the sub-fund in the year 2018 has been:

<b>Sub-Funds</b>	<b>Class I</b>	<b>Class A</b>
MAINTOWER SICAV - AMARANTO ITALIAN MARKET	-6.43%	-7.39%

Period: December 29, 2017 - December 31, 2018

Luxembourg, May 13, 2019

Mr Fabio Mazzali



**KPMG Luxembourg, Société coopérative**  
39, Avenue John F. Kennedy  
L-1855 Luxembourg

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Internet: [www.kpmg.lu](http://www.kpmg.lu)

To the Shareholders of  
MainTower SICAV  
36, rue des Aubépines  
L-8052 Bertrange  
Grand Duchy of Luxembourg

## **REPORT OF THE RÉVISEUR D'ENTREPRISES AGRÉÉ**

### **Report on the audit of the financial statements**

#### **Opinion**

We have audited the accompanying financial statements of MainTower SICAV ("the SICAV") and each of its sub-funds, which comprise the statement of net assets, the statement of investments and other net assets as at December 31, 2018 and the statement of operations and changes in net assets for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of MainTower SICAV and each of its sub-funds as at December 31, 2018, and of the results of their operations and changes in their net assets for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements.

#### **Basis for opinion**

We conducted our audit in accordance with the Law of July 23, 2016 on the audit profession ("Law of July 23, 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the Commission de Surveillance du Secteur Financier ("CSSF"). Our responsibilities under the Law of July 23, 2016 and ISAs are further described in the «Responsibilities of "Réviseur d'Entreprises agréé" for the Audit of the Financial Statements» section of our report. We are also independent of the SICAV in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the financial statements, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Other information**

The Board of Directors of the SICAV is responsible for the other information. The other information comprises the information stated in the annual report but does not include the financial statements and our report of "Réviseur d'Entreprises agréé" thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report this fact. We have nothing to report in this regard.

#### **Responsibilities of the Board of Directors of the SICAV for the financial statements**

The Board of Directors of the SICAV is responsible for the preparation and fair presentation of these financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial



## REPORT OF THE RÉVISEUR D'ENTREPRISES AGRÉÉ (Continued)

statements, and for such internal control as the Board of Directors of the SICAV determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors of the SICAV is responsible for assessing the SICAV's and each of its sub-funds' ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors of the SICAV either intends to liquidate the SICAV or any of its sub-funds, or to cease operations, or has no realistic alternative but to do so.

### **Responsibilities of the "Réviseur d'Entreprises agréé" for the audit of the financial statements**

The objectives of our audit are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of "Réviseur d'Entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of July 23, 2016 and with ISAs as adopted for Luxembourg by the CSSF will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Law of July 23, 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the SICAV's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors of the SICAV.
- Conclude on the appropriateness of the Board of Directors of the SICAV's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the SICAV's or any of its sub-funds' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of "Réviseur d'Entreprises agréé" to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report of "Réviseur d'Entreprises agréé". However, future events or conditions may cause the SICAV or any of its sub-funds (except for the sub-fund(s) where a decision or an intention to close exists), to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Luxembourg, May 13, 2019

KPMG Luxembourg,  
Société coopérative  
Cabinet de révision-agréé



Rushvir Appadoo  
Associé Partner

# MainTower SICAV

## STATEMENT OF NET ASSETS

as at December 31, 2018

	Notes	High Income (in EUR)	Dynamic Selection* (in EUR)	Ambrosia** (in EUR)
<b>ASSETS</b>				
- Investments in securities at market value	(2a)	11,327,297.86	-	-
- Cash at bank		178,129.86	17,178.74	7,307.99
- Amounts receivable on subscriptions		-	-	-
- Interest and dividend receivable, net		122,300.98	-	-
- Net formation expenses capitalised	(2f)	-	-	-
		<b>11,627,728.70</b>	<b>17,178.74</b>	<b>7,307.99</b>
<b>LIABILITIES</b>				
- Amounts payable on redemptions		41,010.68	-	-
- Management fees payable		12,366.98	-	-
- Taxes and expenses payable	(3)	36,909.15	3,478.74	-
- Liquidation fees		-	13,700.00	7,307.99
		<b>90,286.81</b>	<b>17,178.74</b>	<b>7,307.99</b>
<b>TOTAL NET ASSETS</b>		<b>11,537,441.89</b>	<b>-</b>	<b>-</b>
Net asset value per Class I share		91.32	-	-
Number of Class I shares outstanding		126,335.881	-	-
Net asset value per Class A share		-	-	-
Number of Class A shares outstanding		-	-	-

\* Previously known as MainTower Sicav - Flexible High Volatility (Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

\*\* Dormant since February 28, 2017

The accompanying notes form an integral part of these financial statements.



# MainTower SICAV

## STATEMENT OF NET ASSETS

as at December 31, 2018 (continued)

	Notes	Amaranto Italian Market (in EUR)	Force Dynamique* (in EUR)	Combined (in EUR)
<b><u>ASSETS</u></b>				
- Investments in securities at market value	(2a)	12,333,385.10	-	23,660,682.96
- Cash at bank		1,492,877.91	543.09	1,696,037.59
- Amounts receivable on subscriptions		-	14,970.00	14,970.00
- Interest and dividend receivable, net		4,234.65	-	126,535.63
- Net formation expenses capitalised	(2f)	21,044.64	-	21,044.64
		<b>13,851,542.30</b>	<b>15,513.09</b>	<b>25,519,270.82</b>
<b><u>LIABILITIES</u></b>				
- Amounts payable on redemptions		-	-	41,010.68
- Management fees payable		32,668.10	1.48	45,036.56
- Taxes and expenses payable	(3)	45,162.12	660.54	86,210.55
- Liquidation fees		-	-	21,007.99
		<b>77,830.22</b>	<b>662.02</b>	<b>193,265.78</b>
<b>TOTAL NET ASSETS</b>		<b>13,773,712.08</b>	<b>14,851.07</b>	<b>25,326,005.04</b>
Net asset value per Class I share		76.98	-	
Number of Class I shares outstanding		58,639.263	-	
Net asset value per Class A share		75.52	99.20	
Number of Class A shares outstanding		122,615.743	149.700	

\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## STATEMENT OF OPERATIONS AND CHANGES IN NET ASSETS

For the Year ended December 31, 2018

	Notes	High Income (in EUR)	Dynamic Selection* (in EUR)	Ambrosia** (in EUR)
<b>NET ASSETS AT THE BEGINNING OF THE YEAR</b>		9,025,974.04	120,159.38	-
<b><u>INCOME</u></b>				
Income from investments:				
- Dividends, net		13,770.02	-	-
- Bond interest, net		308,906.05	-	-
- Bank interest		391.55	-	-
- Other income		-	26,247.06	-
		<b>323,067.62</b>	<b>26,247.06</b>	-
<b><u>EXPENSES</u></b>				
Fees:				
- Advisory fee	(5)	7,060.51	62.53	-
- Management fees	(5)	164,253.15	2,649.44	-
- Administration, depositary and transfer agent fees	(9)	91,260.70	6,378.21	-
Other Expenses:				
- Audit and legal fees		85,019.85	2,299.18	-
- Liquidation fees		-	13,700.00	-
- Subscription tax	(6)	1,319.47	2.74	-
- Bank charges and correspondent fees	(7)	9,670.52	1,817.80	-
- Bank interest		3,948.74	82.04	-
- Amortisation of formation expenses	(2f)	-	-	-
- Other charges	(8)	75,307.35	5,305.19	-
		<b>437,840.29</b>	<b>32,297.13</b>	-
<b><u>NET RESULT ON INVESTMENTS</u></b>		<b>(114,772.67)</b>	<b>(6,050.07)</b>	-
Net realised result on:				
- Investments		(43,299.80)	(350,196.18)	-
- Options		-	-	-
- Futures contracts		-	-	-
- Foreign exchange		(2,721.95)	-	-
<b><u>NET REALISED PROFIT/(LOSS)</u></b>		<b>(160,794.42)</b>	<b>(356,246.25)</b>	-
Change in net unrealised appreciation/(depreciation) on:				
- Investments		(773,432.12)	350,196.18	-
<b><u>NET INCREASE/(DECREASE) IN NET ASSETS AS A RESULT OF OPERATIONS</u></b>		<b>(934,226.54)</b>	<b>(6,050.07)</b>	-
<b><u>MOVEMENTS IN CAPITAL</u></b>				
Subscriptions of shares		10,393,570.61	-	-
Redemptions of shares		(6,947,876.22)	(114,109.31)	-
<b>NET ASSETS AT THE END OF THE YEAR</b>		<b>11,537,441.89</b>	<b>-</b>	<b>-</b>

\* Previously known as MainTower Sicav - Flexible High Volatility (Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

\*\* Dormant since February 28, 2017

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## STATEMENT OF OPERATIONS AND CHANGES IN NET ASSETS

For the Year ended December 31, 2018 (continued)

	Notes	Amaranto Italian Market (in EUR)	Force Dynamique* (in EUR)	Combined  (in EUR)
<b>NET ASSETS AT THE BEGINNING OF THE YEAR</b>		11,260,629.71	685,818.02	21,092,581.15
<b><u>INCOME</u></b>				
Income from investments:				
- Dividends, net		104,131.46	10,595.89	128,497.37
- Bond interest, net		-	173.97	309,080.02
- Bank interest		233.28	35.61	660.44
- Other income		3.60	-	26,250.66
		<b>104,368.34</b>	<b>10,805.47</b>	<b>464,488.49</b>
<b><u>EXPENSES</u></b>				
Fees:				
- Advisory fee	(5)	7,459.52	447.86	15,030.42
- Management fees	(5)	311,297.85	15,970.00	494,170.44
- Administration, depositary and transfer agent fees	(9)	92,513.44	26,898.57	217,050.92
Other Expenses:				
- Audit and legal fees		84,520.95	11,189.40	183,029.38
- Liquidation fees		-	13,700.00	27,400.00
- Subscription tax	(6)	5,075.63	135.03	6,532.87
- Bank charges and correspondent fees	(7)	18,850.74	6,260.56	36,599.62
- Bank interest		9,934.62	246.61	14,212.01
- Amortisation of formation expenses	(2f)	11,744.81	5,308.87	17,053.68
- Other charges	(8)	69,214.76	8,940.38	158,767.68
		<b>610,612.32</b>	<b>89,097.28</b>	<b>1,169,847.02</b>
<b><u>NET RESULT ON INVESTMENTS</u></b>		<b>(506,243.98)</b>	<b>(78,291.81)</b>	<b>(705,358.53)</b>
Net realised result on:				
- Investments		1,221,764.03	(10,780.36)	817,487.69
- Options		-	(4,305.34)	(4,305.34)
- Futures contracts		-	(11,819.25)	(11,819.25)
- Foreign exchange		(2,541.97)	(600.36)	(5,864.28)
<b><u>NET REALISED PROFIT/(LOSS)</u></b>		<b>712,978.08</b>	<b>(105,797.12)</b>	<b>90,140.29</b>
Change in net unrealised appreciation/(depreciation) on:				
- Investments		(1,810,293.54)	2,799.37	(2,230,730.11)
<b><u>NET INCREASE/(DECREASE) IN NET ASSETS AS A RESULT OF OPERATIONS</u></b>		<b>(1,097,315.46)</b>	<b>(102,997.75)</b>	<b>(2,140,589.82)</b>
<b><u>MOVEMENTS IN CAPITAL</u></b>				
Subscriptions of shares		7,299,782.47	82,338.24	17,775,691.32
Redemptions of shares		(3,689,384.64)	(650,307.44)	(11,401,677.61)
<b>NET ASSETS AT THE END OF THE YEAR</b>		<b>13,773,712.08</b>	<b>14,851.07</b>	<b>25,326,005.04</b>

\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## STATISTICAL INFORMATION

as at December 31, 2018

	High Income (in EUR)	Dynamic Selection* (in EUR)	Ambrosia** (in EUR)	Amaranto Italian Market (in EUR)
<b>Total net assets</b>				
- as at December 31, 2018	11,537,441.89	-	-	13,773,712.08
- as at December 31, 2017	9,025,974.04	120,159.38	-	11,260,629.71
- as at December 31, 2016	-	5,414,801.90	7,140,709.21	2,946,223.86
<b>Number of Class I shares outstanding</b>				
- outstanding at the beginning of the year	92,090.051	894.077	-	38,419.875
- subscribed	106,691.506	-	-	41,727.283
- redeemed	(72,445.676)	(894.077)	-	(21,507.895)
- outstanding at the end of the year	126,335.881	-	-	58,639.263
<b>Net asset value per Class I share</b>				
- as at December 31, 2018	91.32	-	-	76.98
- as at December 31, 2017	98.01	94.11	-	82.27
- as at December 31, 2016	-	-	-	65.33
<b>Number of Class A shares outstanding</b>				
- outstanding at the beginning of the year	-	-	-	99,318.132
- subscribed	-	-	-	47,158.498
- redeemed	-	-	-	(23,860.887)
- outstanding at the end of the year	-	-	-	122,615.743
<b>Net asset value per Class A share</b>				
- as at December 31, 2018	-	-	-	75.52
- as at December 31, 2017	-	-	-	81.55
- as at December 31, 2016	-	-	93.65	65.40
<b>Number of Class H shares outstanding</b>				
- outstanding at the beginning of the year	-	469.539	-	-
- subscribed	-	-	-	-
- redeemed	-	(469.539)	-	-
- outstanding at the end of the year	-	-	-	-
<b>Net asset value per Class H share</b>				
- as at December 31, 2018	-	-	-	-
- as at December 31, 2017	-	76.72	-	-
- as at December 31, 2016	-	76.31	-	-

\* Previously known as MainTower Sicav - Flexible High Volatility (Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

\*\* Dormant since February 28, 2017

# MainTower SICAV

## STATISTICAL INFORMATION

as at December 31, 2018 (continued)

	Force Dynamique* (in EUR)
<b>Total net assets</b>	
- as at December 31, 2018	14,851.07
- as at December 31, 2017	685,818.02
- as at December 31, 2016	-
<b>Number of Class I shares outstanding</b>	
- outstanding at the beginning of the year	1,500.000
- subscribed	-
- redeemed	(1,500.000)
- outstanding at the end of the year	-
<b>Net asset value per Class I share</b>	
- as at December 31, 2018	-
- as at December 31, 2017	87.07
- as at December 31, 2016	-
<b>Number of Class A shares outstanding</b>	
- outstanding at the beginning of the year	6,368.583
- subscribed	949.724
- redeemed	(7,168.607)
- outstanding at the end of the year	149.700
<b>Net asset value per Class A share</b>	
- as at December 31, 2018	99.20
- as at December 31, 2017	87.18
- as at December 31, 2016	-
<b>Number of Class H shares outstanding</b>	
- outstanding at the beginning of the year	-
- subscribed	-
- redeemed	-
- outstanding at the end of the year	-
<b>Net asset value per Class H share</b>	
- as at December 31, 2018	-
- as at December 31, 2017	-
- as at December 31, 2016	-

\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

# MainTower SICAV

## High Income

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b><u>Transferable securities listed on an official stock exchange or on another regulated market</u></b>					
<b><u>Bonds</u></b>					
<b>Automobile Industry</b>					
EUR	400,000	VOLVO CAR A 2% 17-24.01.25	405,530.49	374,078.71	3.24%
			<b>405,530.49</b>	<b>374,078.71</b>	<b>3.24%</b>
<b>Banks and Financial Institutions</b>					
EUR	400,000	BANCA SELLA 5.5% 17-22.09.27	427,332.74	388,000.00	3.36%
EUR	100,000	BANCO POP 2.75% 15-27.07.20	104,470.00	100,946.40	0.88%
EUR	300,000	BCA POP DER 5.125% 17-31.05.27	311,241.12	286,260.00	2.48%
EUR	150,000	BNPP 4.875% 05-PERP	156,960.00	153,052.50	1.33%
EUR	200,000	CR VALTEL 4.7% 14-04.08.21	194,677.84	179,836.04	1.56%
EUR	600,000	CRED EMIL 3.625% 17-10.07.27	628,832.88	577,272.00	5.00%
EUR	200,000	DT POSTBK FD TST I FRN 04-	172,705.00	142,500.00	1.24%
EUR	100,000	ING GROUP FRN 03-PERP	89,152.50	73,707.00	0.64%
EUR	150,000	INTESA SAN FRN 06-29.11.20	155,325.00	152,445.00	1.32%
EUR	100,000	INTESA SAN FRN 15-30.06.22	103,034.00	99,650.00	0.86%
EUR	300,000	MEDIOBANCA FRN 14-23.12.21	299,935.20	288,543.21	2.50%
EUR	250,000	MEDIOBANCA FRN 15-10.09.25	267,382.26	252,825.00	2.19%
EUR	200,000	UNICREDIT 5.375% 17-PERP	200,040.00	167,729.20	1.45%
EUR	400,000	UNICREDIT 5.75% 13-28.10.25	445,467.03	411,736.00	3.57%
			<b>3,556,555.57</b>	<b>3,274,502.35</b>	<b>28.38%</b>
<b>Electronics and Electrical Equipment</b>					
EUR	100,000	NEXANS 3.25% 16-26.05.21	107,242.88	102,249.05	0.89%
			<b>107,242.88</b>	<b>102,249.05</b>	<b>0.89%</b>
<b>Food and Distilleries</b>					
EUR	200,000	DANONE 1.75% 17-PERP	200,079.78	187,480.00	1.62%
			<b>200,079.78</b>	<b>187,480.00</b>	<b>1.62%</b>
<b>Holding and Financial Companies</b>					
EUR	300,000	GAZ CAPITAL 3.389% 20.03.20	315,465.90	309,846.00	2.69%
EUR	70,000	ROTHSCHILD'S CONT. FRN 04-PERP	59,939.25	50,477.00	0.44%
EUR	150,000	SAIPEM FI 2.625% 17-07.01.25 REGS	149,599.45	140,175.00	1.21%
			<b>525,004.60</b>	<b>500,498.00</b>	<b>4.34%</b>
<b>Insurance</b>					
EUR	70,000	AEGON NV FRN 04-(PERP)	55,608.00	43,575.00	0.38%
EUR	500,000	ASSGEN 10.125% 12-10.07.42	683,377.13	618,295.00	5.36%

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## High Income

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS (continued)

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
EUR	70,000	AXA-UAP FRN 04-	56,990.50	45,252.90	0.39%
EUR	200,000	CATTOL ASS 4.25% 17-14.12.47	203,746.67	174,297.20	1.51%
EUR	150,000	CNP ASSURANCES FRN 04-PERP	129,485.00	96,999.00	0.84%
EUR	300,000	FONDIARIA 5.75% 14-PERP	320,013.78	261,415.28	2.27%
EUR	400,000	SANPAOLO VI 4.75% /FRN 14-PERP	433,779.17	376,012.86	3.26%
			<b>1,883,000.25</b>	<b>1,615,847.24</b>	<b>14.01%</b>
<b>Internet Software</b>					
EUR	200,000	INTER GAME 4.75% 12-05.03.20	216,021.61	208,000.00	1.80%
			<b>216,021.61</b>	<b>208,000.00</b>	<b>1.80%</b>
<b>Leisure</b>					
EUR	150,000	BURGER KING 6% 17-01.05.24 REGS	159,738.87	155,359.50	1.35%
			<b>159,738.87</b>	<b>155,359.50</b>	<b>1.35%</b>
<b>News Transmission</b>					
USD	200,000	ORANGE 2.75% 14-06.02.19	167,136.57	174,788.58	1.51%
			<b>167,136.57</b>	<b>174,788.58</b>	<b>1.51%</b>
<b>Other Services</b>					
EUR	300,000	BRIGHT FOOD 1.125% 17-18.07.20	302,981.15	299,955.00	2.60%
			<b>302,981.15</b>	<b>299,955.00</b>	<b>2.60%</b>
<b>Public Services</b>					
EUR	200,000	SNAM FRN 17-21.02.22	203,640.36	195,528.00	1.69%
			<b>203,640.36</b>	<b>195,528.00</b>	<b>1.69%</b>
<b>Retail</b>					
EUR	500,000	ESSELNG 1.875% 17-25.10.27 REGS	505,660.57	475,150.00	4.12%
			<b>505,660.57</b>	<b>475,150.00</b>	<b>4.12%</b>
<b>States, Provinces, and Municipalities</b>					
EUR	450,557	FRANCE 3.25% 10-25.10.21 OAT	512,502.17	497,049.98	4.31%
			<b>512,502.17</b>	<b>497,049.98</b>	<b>4.31%</b>
<b>Supranational</b>					
USD	500,000	IBRD 2.25% 17-22.05.27	404,717.45	410,618.28	3.56%
			<b>404,717.45</b>	<b>410,618.28</b>	<b>3.56%</b>
<b>Total - Bonds</b>			<b>9,149,812.32</b>	<b>8,471,104.69</b>	<b>73.42%</b>
<b>Total - Transferable securities listed on an official stock exchange or on another regulated market</b>			<b>9,149,812.32</b>	<b>8,471,104.69</b>	<b>73.42%</b>

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## High Income

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS (continued)

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b>Investment Funds</b>					
EUR	971	ALGEBRIS FINANCIAL CR -I EUR-	151,286.41	141,373.19	1.23%
EUR	750	AXA IM /US SH DUR. H.Y -I- EUR /CAP	115,404.54	112,059.28	0.97%
EUR	2,699	CANDR LG SHT CRED -R- EUR CAP	279,297.87	276,665.40	2.40%
EUR	31,581	GAM STAR CR OPP(EUR) -I- EUR /CAP	496,452.62	445,741.54	3.86%
EUR	3,022	L UC ETF 10Y US ACT -C- USD /CAP	214,947.91	225,108.78	1.95%
EUR	5,959	LYXOR ETF DLY DBL SHORT BUND	215,388.30	194,835.46	1.69%
EUR	1,965	MUZ SHORTDUR UNITS -A- HDG EUR	240,323.73	234,551.27	2.03%
EUR	10,400	SPDR S&P EURO DIV ARIST /DIS	231,067.63	214,292.00	1.86%
EUR	5,734	SPDR S&P US DIV ETF /DIS	234,248.82	246,303.97	2.13%
EUR	32,888	THR LUX CR OPP -8E- EUR /CAP	331,466.44	321,975.28	2.79%
EUR	8,750	UBS E JPMUEDB15 -A- ACC - CAP	103,126.54	100,060.63	0.87%
EUR	29,411	UBS ETF BBUSEMS SHS HDG EUR A- ACC -C	363,240.15	343,226.37	2.98%
<b>Total - Investment Funds</b>			<b>2,976,250.96</b>	<b>2,856,193.17</b>	<b>24.76%</b>
<b>Total Investments</b>			<b>12,126,063.28</b>	<b>11,327,297.86</b>	<b>98.18%</b>
<b>Other Net Assets</b>				<b>210,144.03</b>	<b>1.82%</b>
<b>Total Net Assets</b>				<b>11,537,441.89</b>	<b>100.00%</b>

The accompanying notes form an integral part of these financial statements.



# MainTower SICAV

## High Income

### **GEOGRAPHICAL CLASSIFICATION OF INVESTMENTS**

as at December 31, 2018

(by Country of incorporation - in percentage of net assets)

Italy	43.38%
France	18.28%
Ireland	11.11%
Luxembourg	10.30%
United States of America	4.80%
Sweden	3.24%
Singapore	2.60%
Netherlands	2.23%
Great Britain	1.80%
Guernsey	<u>0.44%</u>
TOTAL	<u>98.18%</u>

# MainTower SICAV

## High Income

### **INDUSTRIAL CLASSIFICATION OF INVESTMENTS**

as at December 31, 2018

(in percentage of net assets)

Banks and Financial Institutions	28.38%
Investment Funds	24.76%
Insurance	14.01%
Holding and Financial Companies	4.34%
States, Provinces, and Municipalities	4.31%
Retail	4.12%
Supranational	3.56%
Automobile Industry	3.24%
Other Services	2.60%
Internet Software	1.80%
Public Services	1.69%
Food and Distilleries	1.62%
News Transmission	1.51%
Leisure	1.35%
Electronics and Electrical Equipment	<u>0.89%</u>
TOTAL	<u><u>98.18%</u></u>

# MainTower SICAV

## Amaranto Italian Market

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b><u>Transferable securities listed on an official stock exchange or on another regulated market</u></b>					
<b><u>Equities</u></b>					
<b>Automobile Industry</b>					
EUR	10,000	ASKOLL EVA S.P.A.	35,000.00	31,600.00	0.23%
			<b>35,000.00</b>	<b>31,600.00</b>	<b>0.23%</b>
<b>Construction, Building Material</b>					
EUR	416,000	SCIUKER FRAMES SPA	541,089.26	321,984.00	2.34%
			<b>541,089.26</b>	<b>321,984.00</b>	<b>2.34%</b>
<b>Consumer Goods</b>					
EUR	68,000	I.L.L.A. S.P.A.	182,240.00	115,600.00	0.84%
EUR	36,800	SITI - B&T GROUP SPA	274,556.51	147,200.00	1.07%
			<b>456,796.51</b>	<b>262,800.00</b>	<b>1.91%</b>
<b>Electronic Semiconductor</b>					
EUR	105,500	ESAUTOMOTION S.P.A.	378,040.79	329,687.50	2.39%
			<b>378,040.79</b>	<b>329,687.50</b>	<b>2.39%</b>
<b>Forest Products and Paper Industry</b>					
EUR	67,500	NEODECORTECH S.P.A.	267,606.23	222,075.00	1.61%
			<b>267,606.23</b>	<b>222,075.00</b>	<b>1.61%</b>
<b>Graphic Art, Publishing</b>					
EUR	38,000	FINLOGIC SPA	166,884.05	201,400.00	1.46%
			<b>166,884.05</b>	<b>201,400.00</b>	<b>1.46%</b>
<b>Healthcare Education &amp; Social Services</b>					
EUR	55,300	HEALTH ITALIA SPA	246,501.67	334,012.00	2.43%
			<b>246,501.67</b>	<b>334,012.00</b>	<b>2.43%</b>
<b>Holding and Financial Companies</b>					
EUR	602	4AIM SICAF SPA	292,972.85	293,776.00	2.13%
EUR	16,200	AMBROMOBILIARE SPA	39,961.82	62,370.00	0.45%
EUR	31,970	AZIMUT HOLDING SPA	493,682.55	304,801.98	2.21%
EUR	50,000	CAPITAL FOR PROGRESS 2 S.P.A.	497,748.75	467,500.00	3.40%
EUR	118,600	CIRCLE S.P.A.	284,983.72	302,430.00	2.20%
EUR	31,200	DBA GROUP S.P.A.	124,800.00	80,184.00	0.58%
EUR	75,075	IGEA PHARMA N.V.	250,199.75	250,199.75	1.82%
EUR	6,960	S.C.M. SIM	73,706.40	49,764.00	0.36%
			<b>2,058,055.84</b>	<b>1,811,025.73</b>	<b>13.15%</b>

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## Amaranto Italian Market

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS (continued)

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b>Insurance</b>					
EUR	81,750	ASSITECA SPA	172,746.78	184,755.00	1.34%
EUR	8,925	NET INSURANCE SPA	42,244.80	37,485.00	0.27%
			<b>214,991.58</b>	<b>222,240.00</b>	<b>1.61%</b>
<b>Internet Software</b>					
EUR	184,000	DIGITAL360 S.P.A.	245,019.61	218,960.00	1.59%
EUR	301,740	PRISMI S.P.A.	568,978.29	739,263.00	5.36%
EUR	122,000	T.P.S.	487,941.33	461,160.00	3.35%
EUR	132,790	VETRYA SPA	922,519.82	630,752.50	4.58%
			<b>2,224,459.05</b>	<b>2,050,135.50</b>	<b>14.88%</b>
<b>Leisure</b>					
EUR	222,500	CASTA DIVA GROUP S.P.A.	424,096.64	199,360.00	1.45%
			<b>424,096.64</b>	<b>199,360.00</b>	<b>1.45%</b>
<b>Mechanics, Machinery</b>					
EUR	400	FERVI SPA	6,202.17	4,880.00	0.03%
EUR	135,625	GEL S.P.A.	352,801.31	176,312.50	1.28%
EUR	34,000	S.M.R.E. SPA	236,887.83	207,400.00	1.51%
			<b>595,891.31</b>	<b>388,592.50</b>	<b>2.82%</b>
<b>Miscellaneous</b>					
EUR	29,011	BORGOSIESIA SPA	0.00	17,116.49	0.12%
EUR	25,800	LEONE FILM GROUP SPA	77,227.13	121,260.00	0.88%
EUR	87,200	NOTORIOUS PICTURES SPA	97,032.74	279,040.00	2.03%
			<b>174,259.87</b>	<b>417,416.49</b>	<b>3.03%</b>
<b>News Transmission</b>					
EUR	25,000	PRYSMIAN SPA	546,900.65	421,750.00	3.06%
			<b>546,900.65</b>	<b>421,750.00</b>	<b>3.06%</b>
<b>Other Services</b>					
EUR	39,780	MAILUP S.P.A.	91,494.00	92,289.60	0.67%
EUR	250,000	SEC S.P.A.	271,250.00	271,250.00	1.97%
EUR	264,750	SG COMPANY S.P.A.	537,359.67	597,143.63	4.34%
			<b>900,103.67</b>	<b>960,683.23</b>	<b>6.98%</b>
<b>Pharmaceuticals and Cosmetics</b>					
EUR	41,000	KOLINPHARMA S.P.A.	287,287.00	258,792.00	1.88%
EUR	1,552,795	PIERREL SPA	250,175.00	225,155.28	1.63%
			<b>537,462.00</b>	<b>483,947.28</b>	<b>3.51%</b>

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## Amaranto Italian Market

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS (continued)

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b>Photography and Optics</b>					
EUR	94,400	LUCISANO MEDIA GROUP SPA	183,359.47	150,096.00	1.09%
			<b>183,359.47</b>	<b>150,096.00</b>	<b>1.09%</b>
<b>Public Services</b>					
EUR	5,076,000	AGATOS SPA	527,757.41	649,728.00	4.72%
EUR	21,750	ELETTRA INVESTIMENTI SPA	138,727.70	202,275.00	1.47%
EUR	200,314	ENERTRONICA SPA	654,686.61	280,439.60	2.03%
EUR	261,500	PLT ENERGIA SPA	729,544.83	674,670.00	4.90%
			<b>2,050,716.55</b>	<b>1,807,112.60</b>	<b>13.12%</b>
<b>Real Estate Companies</b>					
EUR	664,500	CDR ADVANCE CAP AZ. -A-	651,773.53	422,622.00	3.07%
			<b>651,773.53</b>	<b>422,622.00</b>	<b>3.07%</b>
<b>Retail</b>					
EUR	16,800	PORTOBELLO S.P.A.	54,638.22	81,312.00	0.59%
			<b>54,638.22</b>	<b>81,312.00</b>	<b>0.59%</b>
<b>Transportation</b>					
EUR	120,000	PORTALE SARDEGNA S.P.A.	383,995.08	360,000.00	2.61%
EUR	54,750	SOSTRAVEL. COM S.P.A.	306,906.60	165,892.50	1.21%
			<b>690,901.68</b>	<b>525,892.50</b>	<b>3.82%</b>
<b>Total - Equities</b>			<b>13,399,528.57</b>	<b>11,645,744.33</b>	<b>84.55%</b>
<b><u>Warrants</u></b>					
<b>Automobile Industry</b>					
EUR	35,000	ASKOLL EVA 16.07.21 CW	0.00	17,500.00	0.13%
EUR	23,250	ENERGICA 15.10.18 CW /EMC	0.00	20,343.75	0.15%
			<b>0.00</b>	<b>37,843.75</b>	<b>0.28%</b>
<b>Construction, Building Material</b>					
EUR	300,000	SCIUJER 31.05.21 CW /SCK	0.00	30,000.00	0.22%
			<b>0.00</b>	<b>30,000.00</b>	<b>0.22%</b>
<b>Consumer Goods</b>					
EUR	30,000	CULTI MIL 29.05.20 CW	0.03	9,900.00	0.07%
EUR	33,333	ILLA SPA 15.10.20 CW /ILLA	0.00	4,889.95	0.03%
EUR	15,560	SITI - B&T 10.03.21 CW /SITI	56,099.83	76,710.80	0.56%
			<b>56,099.86</b>	<b>91,500.75</b>	<b>0.66%</b>

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## Amaranto Italian Market

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS (continued)

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b>Forest Products and Paper Industry</b>					
EUR	67,500	NEOD 30.12.20 CW	0.00	3,537.00	0.03%
			<b>0.00</b>	<b>3,537.00</b>	<b>0.03%</b>
<b>Graphic Art, Publishing</b>					
EUR	51,000	FINLOGIC 16.07.20 CW /FNL	0.00	15,300.00	0.11%
			<b>0.00</b>	<b>15,300.00</b>	<b>0.11%</b>
<b>Holding and Financial Companies</b>					
EUR	17,200	AMBROMOBIL 17-PERP CW /AMB	0.00	13,760.00	0.10%
EUR	16,700	DBA GROUP 18.01.21 CW	0.00	3,780.88	0.03%
EUR	1,040	GABELLI VFI 31.12.49 CW /VALU	1,196.84	206.96	0.00%
			<b>1,196.84</b>	<b>17,747.84</b>	<b>0.13%</b>
<b>Internet Software</b>					
EUR	47,000	TECHNICAL PUB 16.06.20 CW	0.00	21,150.00	0.15%
			<b>0.00</b>	<b>21,150.00</b>	<b>0.15%</b>
<b>Mechanics, Machinery</b>					
EUR	10,000	FERVI SPA 31.05.21 CW /FVI	0.00	8,500.00	0.06%
EUR	138,125	GEL 30.06.21 CW	0.00	9,668.75	0.07%
			<b>0.00</b>	<b>18,168.75</b>	<b>0.13%</b>
<b>Public Services</b>					
EUR	45,300	ELETTRA 13.10.17 CW /ELIN	34,367.97	112,344.00	0.82%
EUR	174,814	ENERTRONICA 15.06.21 CW	0.00	16,782.14	0.12%
EUR	2,976,400	TE WIND 15.06.21 CW	0.00	100,899.96	0.73%
			<b>34,367.97</b>	<b>230,026.10</b>	<b>1.67%</b>
<b>Transportation</b>					
EUR	62,500	SOSTRAVEL 15.07.21 CW /SOS	0.00	33,075.00	0.24%
			<b>0.00</b>	<b>33,075.00</b>	<b>0.24%</b>
<b>Total - Warrants</b>			<b>91,664.67</b>	<b>498,349.19</b>	<b>3.62%</b>
<b>Total - Transferable securities listed on an official stock exchange or on another regulated market</b>			<b>13,491,193.24</b>	<b>12,144,093.52</b>	<b>88.17%</b>

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## Amaranto Italian Market

### STATEMENT OF INVESTMENTS AND OTHER NET ASSETS (continued)

as at December 31, 2018

(in EUR)

Currency	Quantity / Nominal	Description	Cost	Market value	% of net assets
<b><u>Other Transferable Securities</u></b>					
<b><u>Equities</u></b>					
<b>Biotechnology</b>					
EUR	34,800	MICROSPORE SPA	76,505.15	0.00	0.00%
			<b>76,505.15</b>	<b>0.00</b>	<b>0.00%</b>
<b>Other Services</b>					
EUR	65,500	DIGITOUCH SPA	137,137.68	83,512.50	0.60%
			<b>137,137.68</b>	<b>83,512.50</b>	<b>0.60%</b>
<b>Total - Equities</b>			<b>213,642.83</b>	<b>83,512.50</b>	<b>0.60%</b>
<b><u>Warrants</u></b>					
<b>Internet Software</b>					
EUR	264,580	PRIMISUIMOT 29.05.20 CW	0.00	105,779.08	0.77%
			<b>0.00</b>	<b>105,779.08</b>	<b>0.77%</b>
<b>Total - Warrants</b>			<b>0.00</b>	<b>105,779.08</b>	<b>0.77%</b>
<b>Total - Other Transferable Securities</b>			<b>213,642.83</b>	<b>189,291.58</b>	<b>1.37%</b>
		<b>Total Investments</b>	<b>13,704,836.07</b>	<b>12,333,385.10</b>	<b>89.54%</b>
		<b>Other Net Assets</b>		<b>1,440,326.98</b>	<b>10.46%</b>
		<b>Total Net Assets</b>		<b>13,773,712.08</b>	<b>100.00%</b>

The accompanying notes form an integral part of these financial statements.

# MainTower SICAV

## Amaranto Italian Market

### **GEOGRAPHICAL CLASSIFICATION OF INVESTMENTS**

as at December 31, 2018

(by Country of incorporation - in percentage of net assets)

Italy	83.00%
Luxembourg	4.72%
Netherlands	<u>1.82%</u>
 TOTAL	 <u>89.54%</u>



# MainTower SICAV

## Amaranto Italian Market

### **INDUSTRIAL CLASSIFICATION OF INVESTMENTS**

as at December 31, 2018

(in percentage of net assets)

Internet Software	15.80%
Public Services	14.79%
Holding and Financial Companies	13.28%
Other Services	7.58%
Transportation	4.06%
Pharmaceuticals and Cosmetics	3.51%
Real Estate Companies	3.07%
News Transmission	3.06%
Miscellaneous	3.03%
Mechanics, Machinery	2.95%
Consumer Goods	2.57%
Construction, Building Material	2.56%
Healthcare Education & Social Services	2.43%
Electronic Semiconductor	2.39%
Forest Products and Paper Industry	1.64%
Insurance	1.61%
Graphic Art, Publishing	1.57%
Leisure	1.45%
Photography and Optics	1.09%
Retail	0.59%
Automobile Industry	<u>0.51%</u>
TOTAL	<u><u>89.54%</u></u>

# MainTower SICAV

## **NOTES TO THE FINANCIAL STATEMENTS as at December 31, 2018**

### **NOTE 1 - GENERAL INFORMATION**

MAINTOWER SICAV (the "SICAV") was established on June 1, 2010 for an unlimited period, organized under the Law of the Grand Duchy of Luxembourg as an Investment Company with Variable Capital (« SICAV »). The Fund is registered pursuant to part I of the law of December 17, 2010 on undertakings for collective investments (the "law"), as amended.

The SICAV is registered at the "Registre de Commerce et des Sociétés" with the District Court of Luxembourg under the number B 153.473.

The Articles dated June 10, 2010 are published in the "Mémorial C, Recueil des Sociétés et Associations" (the "Mémorial"), and have been filed with the Chancery of the District Court of Luxembourg. Any interested person may inspect the Articles on the Chancery of the District Court of Luxembourg website at [www.rcsl.lu](http://www.rcsl.lu). All amendments done after May 31, 2016 are published in the "RESA (Recueil électronique des sociétés et associations)". Any interested person may inspect the Articles on the Chancery of the District Court of Luxembourg website at [www.rcsl.lu](http://www.rcsl.lu).

Semi-annual and annual financial reports may be obtained at the registered office of the SICAV. The net asset values, the subscription prices and the redemption prices along with any other notices to the shareholders are available at the Depositary Bank.

The following sub-funds of the SICAV are active as at December 31, 2018:

- MainTower SICAV - High Income ("High Income")
- MainTower SICAV - Amaranto Italian Market ("Amaranto Italian Market")
- MainTower SICAV - Force Dynamique ("Force Dynamique") (Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018)

The following sub-fund of the SICAV has been liquidated during the year:

- MainTower SICAV - Dynamic Selection ("Dynamic Selection") (Previously known as MainTower SICAV - Flexible High Volatility, Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

The following sub-fund of the SICAV is dormant:

- MainTower SICAV - Ambrosia ("Ambrosia") (dormant since February 28, 2017)

Sub-Fund offers classes of Shares which differ in the status of the investors:

- Class A Retail, intended for direct distribution to retail investors
- Class H Retail, intended for direct distribution to retail investors with a high level specific distribution partner
- Class I Institutional, intended for institutional investors

The currency used for the Net Asset Values calculation is EUR for all classes of Shares for each sub-fund and for the combined figures. The Net Asset Values are determined on each Business Day in Luxembourg.

### **NOTE 2 - ACCOUNTING PRINCIPLES**

The SICAV prepares its financial statements in conformity with legal and regulatory requirements in Luxembourg relating to undertakings for collective investments.

The financial statements have been prepared on a going concern basis for the SICAV and the following sub-funds: High Income, Amaranto Italian Market and Force Dynamique\*.

For the other sub-funds which have been liquidated or which were dormant in 2018 or which will be closed subsequent to the financial year end as disclosed in Note 12, the financial statements for these sub-funds have been prepared on a non-going concern basis.

\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

# MainTower SICAV

## **NOTES TO THE FINANCIAL STATEMENTS (continued) as at December 31, 2018**

### **NOTE 2 - ACCOUNTING PRINCIPLES (continued)**

The significant accounting policies used by the SICAV are as follows:

#### **a) Valuation of investments**

The Net Asset Value per Share of each Class in respect of each sub-fund is determined in the Reference Currency of that Class or sub-fund.

The value of any cash on hand or on deposit, bills and demand notes payable and accounts receivable, prepaid expenses, cash dividends and interest declared or accrued as aforesaid and not yet received is deemed to be the full amount thereof, unless in any case the same is unlikely to be paid or received in full, in which case the value thereof is arrived at after making such discount as may be considered appropriate in such case to reflect the true value thereof. In accordance with the pricing policy of the relevant sub-funds, the market prices applied in the case of bond sub-funds are the bid price.

The value of any security or other asset which is quoted or dealt in on a stock exchange is based on its last available price in Luxembourg on the stock exchange which is normally the principal market for such security.

The value of any security or other asset dealt in on any other regulated market that operates regularly, is recognised and is open to the public (a "Regulated Market") is based on its last available price in Luxembourg.

In the event that any assets are not listed nor dealt in on any stock exchange or on any other Regulated Market, or if, with respect to assets listed or dealt in on any stock exchange or on any other Regulated Market as aforesaid, the price as determined pursuant to the above sub-paragraph is not, in the opinion of the Board of Directors, representative of the fair market value of the relevant assets, the value of such assets will be based on the reasonably foreseeable sales price determined prudently and in good faith.

Units or shares of undertakings for collective investment are valued at their last determined and available net asset value or, if such price is not, in the opinion of the Board of Directors, representative of the fair market value of such assets, then the price shall be determined by the Board of Directors on a fair and equitable basis.

The liquidating value of futures, spot, forward or options contracts not traded on stock exchanges nor on other Regulated Markets shall mean their net liquidating value determined, pursuant to the policies established by the Board of Directors, on a basis consistently applied for each different variety of contracts. The liquidating value of futures, spot, forward or options contracts traded on stock exchanges or on other Regulated Markets is based upon the last available settlement prices of these contracts on stock exchanges and Regulated Markets on which the particular futures, spot, forward or options contracts are traded by the SICAV; provided that if a futures, spot, forward or options contracts could not be liquidated on the day with respect to which net assets are being determined, the basis for determining the liquidating value of such contract shall be such value as the Board of Directors may deem fair and reasonable. Swaps are valued at their market value.

The value of money market instruments not traded on any stock exchange nor on any other Regulated Market and with a remaining maturity of less than 12 months and of more than 90 days is deemed to be the nominal value thereof, increased by any interest accrued thereon. Money market instruments with a remaining maturity of 90 days or less will be valued by the amortized cost method, which approximates market value.

#### **b) Valuation of forward exchange contracts**

The unrealised gain or loss of outstanding forward exchange contracts is valued on the basis of the forward exchange rates prevailing at valuation date.

#### **c) Net realised profit or loss on sale of investments**

The net realised profit or loss on sale of investments is determined on the basis of the average cost of investments sold.

# MainTower SICAV

## **NOTES TO THE FINANCIAL STATEMENTS (continued) as at December 31, 2018**

### **NOTE 2 - ACCOUNTING PRINCIPLES (continued)**

#### **d) Conversion of foreign currencies**

All assets expressed in currencies other than the concerned sub-fund's currency are converted into the sub-fund's currency at the exchange rate prevailing on closing date in Luxembourg. As at December 31, 2018 the EUR/USD exchange rate is:

1 EUR = 1.143450 USD

#### **e) Acquisition cost of investments**

The cost of investments expressed in currencies other than EUR are converted into EUR at the exchange rate prevailing on purchase date.

#### **f) Formation expenses**

Formation costs and expenses shall be charged to the SICAV and amortized over a 5 year period.

Expenses incurred in connection with the creation of any additional sub-fund are borne by the relevant sub-fund and will be written off over a period of five years.

#### **g) Unrealised profit or loss**

In accordance with current practices, unrealised profits or losses at the end of the Financial year are accounted for in the financial statements.

#### **h) Income, expenses and accruals**

Interest income is accrued on a day-to-day basis and dividends are accrued on an ex-dividend basis. Interest and dividend income are stated net of irrecoverable withholding taxes, if any.

When the SICAV incurs any expenses, which relate to a particular sub-fund or to any action taken in connection with a particular sub-fund, such expense shall be allocated to the relevant sub-fund.

Expenses of the SICAV, which cannot be considered as being attributable to a particular sub-fund, shall be allocated to all the sub-funds pro rata to the net asset value of each sub-fund.

#### **i) Purchases and sales of investments**

The details of purchases and sales of investments of the period covered by this report can be obtained free of charge at the registered office of the SICAV.

# MainTower SICAV

## NOTES TO THE FINANCIAL STATEMENTS (continued) as at December 31, 2018

### NOTE 3 - TAXES AND EXPENSES PAYABLE

	High Income	Dynamic Selection*	Amaranto Italian Market	Force Dynamique**	
Audit Fees	15,391.24	0	15,919.36	534.57	EUR
Domiciliary fees	494.66	0	832.88	0.06	EUR
Subscription tax (note 6)	1,174.31	0	2,333.56	0	EUR
Administration and Custody fees	10,867.01	0	10,910.90	67.69	EUR
Transfer Agent fees	1,815.01	0	932.73	49.31	EUR
Other fees	7,166.92	3,478.74	14,232.69	8.91	EUR
<b>Total</b>	<b>36,909.15</b>	<b>3,478.74</b>	<b>45,162.12</b>	<b>660.54</b>	<b>EUR</b>

### NOTE 4 - SUBSCRIPTION FEE AND REDEMPTION FEE

The subscription price corresponds to the Net Asset Value per Share of the relevant Class of each sub-fund on the relevant Valuation Day which may be increased by a sales fee of a maximum of 3% of the applicable Net Asset Value per Share and which shall revert to the sales agents.

The redemption price corresponds to the Net Asset Value per Share of the relevant Class of each sub-fund on the relevant Valuation Day which may be reduced by a redemption fee of a maximum of 3% of the applicable Net Asset Value per Share and which shall revert to the sales agents.

### NOTE 5 - MANAGEMENT FEES AND PERFORMANCE FEES

#### **Management fees**

Up to February 14, 2018:

A Management Fee is payable to the Management Company by the sub-funds in remuneration for its services.

No Management Fee is charged to the relevant sub-funds over the period as from which a sub-fund is put in liquidation or is kept dormant.

The Management Fee is calculated monthly based on the Net Asset Value of the sub-funds at the following annual rates as follows:

Management fees charged by Lemanik Asset Management S.A.:

Name of the sub-fund	Management Fee Annual Rate (up to February 14, 2018)
MainTower Sicav - High Income A	1.20%
MainTower Sicav - High Income H	1.20%
MainTower Sicav - High Income I	0.80%
MainTower Sicav - Dynamic Selection A*	1.80%
MainTower Sicav - Dynamic Selection H*	1.80%
MainTower Sicav - Dynamic Selection I*	1.00%

\* Previously known as MainTower Sicav - Flexible High Volatility (Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

\*\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

# MainTower SICAV

## NOTES TO THE FINANCIAL STATEMENTS (continued) as at December 31, 2018

### NOTE 5 - MANAGEMENT FEES AND PERFORMANCE FEES (continued)

MainTower Sicav - Ambrosia A*	0.50%
MainTower Sicav - Ambrosia I*	0.40%
MainTower Sicav - Amaranto Italian Market A	2.20%
MainTower Sicav - Amaranto Italian Market I	1.20%
MainTower Sicav - Force Dynamique A**	1.90%
MainTower Sicav - Force Dynamique H**	1.00%
MainTower Sicav - Force Dynamique I**	0.80%

Since February 15, 2018, the Management Company functions of the Fund are performed by Zeus Asset Management S.A. (hereafter "the New Manco").

Management fees charged by Zeus Asset Management S.A.:

Name of the sub-fund	Management Fee (since February 15, 2018)
MainTower Sicav - High Income A	1.20% of the Net Asset Value per Share
MainTower Sicav - High Income H	1.20% of the Net Asset Value per Share
MainTower Sicav - High Income I	0.80% of the Net Asset Value per Share
MainTower Sicav - Ambrosia A*	N/A
MainTower Sicav - Ambrosia I*	N/A
MainTower Sicav - Amaranto Italian Market A	2.20% of the Net Asset Value per Share
MainTower Sicav - Amaranto Italian Market I	1.20% of the Net Asset Value per Share
MainTower Sicav - Force Dynamique A**	1.90% of the Net Asset Value per Share
MainTower Sicav - Force Dynamique H**	1.00% of the Net Asset Value per Share
MainTower Sicav - Force Dynamique I**	0.80% of the Net Asset Value per Share

The Management Fee per annum is calculated monthly and accrued with every NAV calculation on the assets of each Class within each sub-fund.

Investment Managers (if any) are remunerated out of the Management Fee.

### **Management Company Fees**

The New Manco is also entitled to receive a Management Company Fee of 0.20% per annum of the NAV of each sub-fund, subject to a minimum of EUR 20,000 p.a. for each active sub-fund.

### **Performance Fees**

In addition, the Management Company is entitled to receive a performance fee (the "Performance Fee") per sub-fund as further set out within the Prospectus and Part B of the Prospectus applicable to each sub-fund.

The Management Company will remunerate the Investment Managers (if any) out of the Performance Fee received.

\* Dormant since February 28, 2017

\*\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

# MainTower SICAV

## **NOTES TO THE FINANCIAL STATEMENTS (continued) as at December 31, 2018**

### **NOTE 5 - MANAGEMENT FEES AND PERFORMANCE FEES (continued)**

During the financial year 2018, no performance fees was charged to the sub-funds because the net asset value was below the high water mark.

#### **Risk Management Fee (Since February 15, 2018)**

As remuneration for its risk management services, the New ManCo will be entitled to receive a fee of up to 0.25% p.a. on the Net Asset Value of each sub-fund (the "Risk Management Fee").

#### **Advisory Fees (up to February 14, 2018)**

An investment advisory fee is payable to the Investment Adviser by the SICAV, at the charge of each sub-fund, in remuneration for its services. Such fee is different for each class of Shares, payable quarterly in arrears and calculated on the average net assets of the sub-fund in the respective class of Shares for the relevant quarter as follows:

Share Class	High Income	Dynamic Selection*	Ambrosia**	Amaranto Italian Market	Force Dynamique***
Class A Shares	0.50%	0.50%	0.50%	0.50%	0.50%
Class I Shares	0.50%	0.50%	0.50%	0.50%	0.50%
Class H Shares	0.50%	0.50%	Not launched	Not launched	Not launched

### **NOTE 6 - SUBSCRIPTION TAX**

The sub-fund is liable to a tax of 0.05% per annum of its Net Asset Value (taxe d'abonnement), such tax being payable quarterly on the basis of the value of the aggregate net assets of the sub-fund at the end of the relevant calendar quarter. However, this tax is reduced to 0.01% per annum for the net assets attributable to Class I.

The value of the assets represented by units/shares held in other Luxembourg UCIs shall be exempt from the subscription tax, provided that such assets have already been subject to the subscription tax.

### **NOTE 7 - TRANSACTIONS COSTS**

For the year ended December 31, 2018, the following sub-funds of the SICAV incurred transaction costs relating to purchase or sale of transferable securities, money market instruments, derivatives or other eligible assets as follows:

	EUR
High Income	5,435.36
Amaranto Italian Market	16,926.45
Force Dynamique***	2,728.73

These transaction costs are composed of brokerage costs and are included in the cost of securities.

\* Previously known as MainTower Sicav - Flexible High Volatility (Net Asset Value suspended since December 18, 2017. Liquidated since January 31, 2018)

\*\* Dormant since February 28, 2017

\*\*\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018

# MainTower SICAV

## **NOTES TO THE FINANCIAL STATEMENTS (continued) as at December 31, 2018**

### **NOTE 7 - TRANSACTIONS COSTS (continued)**

For Bonds, transaction costs are included in the spread.

The transaction amounts included under the heading "Bank charges and correspondent fees" in the "statement of operations and changes in net assets" are composed of the below transaction fees and are not included in the table above. These transaction fees are paid to the Investment Manager of the SICAV.

	EUR
High Income	1,553.45
Amaranto Italian Market	13,567.23
Force Dynamique*	4,073.84

### **NOTE 8 - OTHER CHARGES**

For the year ended December 31, 2018, the other charges comprise mainly of Marketing fees (note 10), Director fees (Note 10), distribution fees, CSSF fees and printing fees amongst others.

### **NOTE 9 - ADMINISTRATION, DEPOSITARY AND TRANSFER AGENT FEES**

For the year ended December 31, 2018, the administration and transfer agent fees amounted to EUR 210,672.71.

They also include Investment Compliance fees of EUR 14,631.81 paid to the Management Company of the SICAV.

### **NOTE 10 - OTHER TRANSACTION WITH RELATED PARTIES**

The transaction with related parties comprise of the Management Fees, Management Company Fees, Performance Fees, Risk Management Fees and Advisory Fees paid to the New Manco disclosed under Note 5, as well as the compliance fees paid to the New Manco disclosed under Note 9.

In addition, as from February 15, 2018, in remuneration for its marketing services, the New Manco will be entitled to receive a fee of up to 0.25% per annum on the Net Asset Value of each active sub-fund. These fees are booked under "Other charges" in the statement of operations and changes in net assets.

In addition to the above, an amount of EUR 60,000 has been recorded as director fees under "Other charges" in the statement of operations and changes in net assets.

### **NOTE 11 - EVENTS OCCURRED DURING THE YEAR**

The Board of Directors of MainTower SICAV decided to replace Lemanik Asset Management as Management Company and Domiciliary agent by Zeus Asset Management on February 15, 2018 ("the Effective Date").

The Board of Directors of MainTower SICAV decided to replace Lemanik S.A. as Investment Manager by Zeus Asset Management S.A. on February 15, 2018 ("the Effective Date").

### **NOTE 12 - SUBSEQUENT EVENTS**

The Board of Directors has decided to end the sub-fund MainTower SICAV - Ambrosia reactivation period with effective date April 09, 2019.

\* Active until May 17, 2018, dormant since then, and reactivated on December 31, 2018



# MainTower SICAV

## UNAUDITED INFORMATION

### Overall Risk Determination

Each sub-fund shall ensure that its global exposure relating to financial derivative instruments does not exceed the total net value of its portfolio. Global exposure is a measure designed to limit the leverage generated by each sub-fund through the use of financial derivative instruments. In order to calculate global exposure, each sub-fund will use the commitment approach, thereby aggregating the market value of the equivalent position of underlying assets.

The investments within each sub-fund are subject to market fluctuations and to the risks inherent in all investments. Accordingly, no assurance can be given that the investment objective of each sub-fund will be achieved.

### Securities Financing Transactions

The SICAV does not engage in securities financing transactions (as defined in Article 3 of Regulation (EU) 2015/2365 (the "Regulation"), securities financing transactions include repurchase transactions, securities or commodities lending and securities or commodities borrowing, buy-sell back transactions or sell-buy back transactions and margin lending transactions). Accordingly, disclosures required by Article 13 of the Regulation are not applicable for the year ended December 31, 2018.

### Remuneration policies and practices

#### Zeus Asset Management S.A.

The Management Company has established and applies a Remuneration Policy and practices that reflect the objectives for good corporate governance, sustains a long-term value creation for investors and are consistent with and promote sound and effective risk management. These practices neither encourage risk taking which is inconsistent with the risk profiles, rules, the Prospectus or the Articles, nor impair compliance with the Management Company's obligation to act in the best interest of the Fund (the Remuneration Policy).

The Remuneration Policy includes fixed and variable components of salaries and applies to those categories of staff, including Directors of the Board, the Conducting Officers, the Identified.

The Remuneration Policy is in line with the business strategy, objectives, values and interests of the Management Company, the UCITS it manages and of the investors in the UCITS and includes measures to avoid conflicts of interest.

In particular, the Remuneration Policy will ensure that:

- a) compensate control functions in accordance with the objectives linked to their function, independent of the business areas that they control;
- b) maintain an appropriate balance between the fixed remuneration and the variable remuneration and ensure that the fixed remuneration represents a sufficiently high proportion of the Remuneration;
- c) ensure that the variable remuneration takes into account all current and future risks and is based on the performance of the Staff Member, the business unit or the UCITS managed and the overall results of the Company.

Details of the Remuneration Policy, a description of the key remuneration elements and an overview of how remuneration is determined, is available on the website [www.zeus-am.lu](http://www.zeus-am.lu)

The total amount of remuneration for the financial year 2018, split into fixed and variable remuneration paid by the Management Company to its staff (including where relevant any amount paid directly by the UCITS itself), the number of beneficiaries and the aggregate amount of remuneration broken down by categories of employees are available on demand for investors at the registered office of the Management Company.

## MainTower SICAV

### UNAUDITED INFORMATION (continued)

Staff code	Fixed remuneration	Variable remuneration*	Total
S	356,502.92	-	356,502.92
R	131,562.28	80.93	131,643.21
C	22,049.99	129.48	22,179.47
O	-	-	-

S = Senior Management.

R = Risk takers which includes staff members whose professional activities can exert material influence on UCITS managed by ZAM.

C = Staff engaged in control functions (other than senior management) responsible for risk management, compliance, internal audit and similar functions (included in Senior Management "S").

O = Any other staff member receiving total remuneration that takes them into the same remuneration bracket as senior management and risk-takers, whose professional activities have a material impact on ZAM's risk profile.

\* the variable remuneration does not include the sign-on bonus (if applicable), which the company not include in the calculation of the ratio between the fixed and variable components of the total remuneration for the first performance period pursuant to EB-GL-2015-22 art. 140.