Financial Statements

2018

HARTELA

CONSOLIDATED INCOME STATEMENT

1 000 €	Note	1 Jan.–31 Dec. 2018	1 Jan.–31 Dec. 2017
NET TURNOVER	1.1	**371 382**	**339 275**
Change in work in progress		6 137	2 715
Other operating income	1.2	105	401
Materials and services	1.3	-264 502	-234 347
Personnel expenses	1.4	-42 162	-37 194
Depreciation and write-downs	1.5	-228	-194
Other operating expenses	1.6	-61 553	-62 005
Operating expences, total		**-368 445**	**-333 740**
Share of profit of associated company		190	458
OPERATING PROFIT		**9 369**	**9 109**
Financial income and expenses	1.7	-4 788	-6 669
PROFIT BEFORE APPROPRIATIONS AND TAXES		**4 581**	**2 440**
Income taxes	1.9	-1 539	1 413
PROFIT FOR THE FINANCIAL PERIOD		**3 042**	**3 853**

CONSOLIDATED BALANCE SHEET

1 000 €	Note	1 Jan.–31 Dec. 2018	1 Jan.–31 Dec. 2017
ASSETS			
NON-CURRENT ASSETS	2.1		
Intangible assets			
Other long-term expenditure		706	514
Advance payments		464	0
Intangible assets, total		**1 170**	**514**
TANGIBLE ASSETS		**890**	**1 686**
Investments			
Shares in Group companies		4	4
Shares in associates		1 902	1 746
Other investments		295	381
Investments, total		**2 201**	**2 131**
Non-current assets, total		**4 261**	**4 331**
CURRENT ASSETS			
Inventories	2.2	101 859	123 049
Long-term receivables	2.3		
Imputed tax receivables		15 655	17 158
Short-term receivables	2.4	32 005	33 915
Cash and cash equivalents		10 589	31 240
Current assets, total		**160 108**	**205 362**
		164 369	**209 693**
SHAREHOLDERS' EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY	2.5		
Share capital		101	101
Jaakko Hartela scholarship fund		35	79
Reserve for invested unrestricted equity		77 899	77 899
Retained losses		-21 950	-12 952
Profit for the financial period		3 042	3 853
Shareholders' equity, total		**59 127**	**68 980**
OBLIGATORY PROVISIONS	2.6	**14 685**	**19 047**
LIABILITIES			
Long-term liabilities	2.7		
Loans from financial institutions		5 245	18 109
Pension loans		4 000	0
Deferred tax liability		11	1
Other long-term liabilities		5 383	6 000
Long-term liabilities, total		**14 639**	**24 110**
Short-term liabilities	2.8	75 918	97 556
Liabilities, total		**90 557**	**121 666**
		164 369	**209 693**

CONSOLIDATED CASH FLOW STATEMENT

1 000 €	1 Jan.–31 Dec. 2018	1 Jan.–31 Dec. 2017
OPERATING ACTIVITIES		
Operating profit	9 369	9 109
Share of profit of associated company	-156	-358
Depreciation	228	194
Financial income and expenses	-4 788	-6 669
Taxes	-25	-22
Total	**4 628**	**2 254**
CHANGE IN NET WORKING CAPITAL		
Inventories, increase (-) / decrease (+)	11 552	-18 979
Short-term receivables, increase (-) / decrease (+)	297	61 996
Short-term interest-free liabilities, increase (+) / decrease (-)	-17 151	9 115
Total	**-5 302**	**52 132**
NET CASH FLOW FROM OPERATING ACTIVITIES	**-674**	**54 386**
INVESTING ACTIVITIES		
Increase in fixed assets	-892	-777
Gains from sales of fixed assets	890	212
Total cash flow from investing activities	**-2**	**-565**
CASH FLOW BEFORE FINANCING ACTIVITIES	**-676**	**53 821**
FINANCING ACTIVITIES		
Long-term loans, increase (+) / decrease (-)	-9 482	-7 201
Short-term loans, increase (+) / decrease (-)	-10 493	-19 054
Other long-term loans, increase (+) /decrease (-)	0	0
Dividends paid	0	0
Total cash flow from financing activities	-19 975	-26 255
INCREASE (+) / DECREASE (-) IN LIQUID ASSETS	**-20 651**	**27 566**
Liquid assets 1 Jan.	31 240	3 674
Increase/decrease	-20 651	27 566
LIQUID ASSETS 31 DEC.	**10 589**	**31 240**

NOTES TO THE FINANCIAL STATEMENTS OF 31 DECEMBER 2018

ACCOUNTING PRINCIPLES

These financial statements have been drawn up in accordance with the principles and methods concerning assumptions stipulated by Section 2(2a) of the Accounting Decree..

Consolidated financial statements

The Hartela Group's parent company is Hartela-yhtiöt Oy, which has its domicile in Helsinki. Copies of the consolidated financial statements are available from the company headquarters at Ilmalantori 1, FI-00240 Helsinki, Finland.

The consolidated financial statements include the parent company and the subsidiaries included in fixed assets.
Saipu Oy has been consolidated as an associate.
Cross-ownership of shares between Group companies has been eliminated using the past equity method. Accordingly, the cost of acquiring shares in a subsidiary has been eliminated against the shareholders' equity of the subsidiary at the time of acquisition.
The depreciation difference entered on the balance sheets of individual Group companies has been divided into shareholders' equity and deferred tax liability.
All margins and transactions, profit distributions, and receivables and liabilities within the Group have been eliminated.

Recognition of revenue from construction projects

The financial statements have been drawn up in accordance with the percentage-of-completion method whereby revenue from construction projects is recognised according to their degree of completion. With the exception of developer contracting sites, the degree of completion has been calculated as a ratio between the actual costs incurred and the estimated total costs of the project.
The percentage-of-completion method is used for projects that extend over two or more financial periods.

The Group applies the general guidelines issued by the Accounting Board on 17 January 2006 concerning developer contracting. Under income from construction work, consolidated turnover refers to the sale of shares at debt-free prices (including the proportion of the company loan). In the percentage-of-completion method, the degree of completion has been calculated by multiplying the degree of completion for construction and the degree of sale for shares with each other. The acquisition costs of the building site and the construction costs have been divided into two: the percentage corresponding to the degree of completion has been entered under expenses in the income statement, while the rest is presented under work in progress in inventories. As concerns company loans taken for developer contracting sites, the proportion that pertains to unsold shares is presented under loans from credit institutions in short-term liabilities.

VALUATION PRINCIPLES

Non-current assets and depreciation

Tangible and intangible assets have been capitalised at their acquisition cost. Planned depreciation has been calculated according to the straight-line method on the basis of the original acquisition cost and the economic life of the assets in question. Whenever necessary in the Group's property companies, depreciation according to the reducing balance method has been carried out without an advance depreciation plan. The following depreciation periods are applied in the Group:

Intangible assets	
other long-term expenditure	3 – 10 years
Tangible assets	
buildings	15 – 40 years
constructions	5 – 10 years
heavy machinery and equipment	12 – 15 years
other machinery and fixtures	5 – 8 years

Shorter depreciation periods have been applied to fixed assets purchased second-hand.

Current assets

The Group has redefined its operating policy concerning business premises construction. The Group will no longer engage in the construction of business premises on its own balance sheet. Instead, future business premises projects will be implemented as investor-driven projects. In relation to this change in operating policy, impairment has been recognised on the assessed fair values of such projects in the financial statements. All of the contracts in question were entered on the balance sheet in previous financial years. The impairment effect allocated to previous financial years due to the change in accounting principles has been recognised as a non-recurring item deducted from retained earnings under shareholders' equity in the financial statements. The Group's deferred taxes take into account the tax receivables and liabilities arising from the timing differences between the accounting and taxation of developer contracting. Deferred tax receivables have also been recognised on 10-year liabilities and rental liabilities as well as confirmed tax losses. Deferred tax receivables have been recognised based on a 20% income tax rate.

Mandatory provisions

Mandatory provisions include the warranty provision, 10-year liability provision and rental liability provision.

Leasing

Leasing payments are recognised as annual expenses. Outstanding rental commitments pertaining to leasing contracts are presented under contingent liabilities in the notes to the financial statements.

1. NOTES TO THE INCOME STATEMENT

1 000 €

1.1 Distribution of net turnover	Group	Group
By business sector	**2018**	**2017**
Income from construction work	339 476	297 313
Rental income	4 849	5 572
Sale of shares	5 692	12 673
Other sales revenue	21 365	23 717
Total	**371 382**	**339 275**
By market area		
Domestic	371 382	339 275
International	0	0
Total	**371 382**	**339 275**
Turnover recorded as income according to the degree of completion, out of total turnover for the year	339 476	297 313
Construction projects in progress recorded as income according to the degree of completion; sum recorded as income during the year and previous years	214 106	179 152
Construction projects in progress, not recorded as income	334 409	378 263
1.2 Other operating income		
Gains on sale of fixed assets	53	113
Other	52	288
Total	**105**	**401**
1.3 Materials and services		
Materials and supplies		
Purchases during the year	53 981	49 287
Land areas and building sites	8 346	9 834
Shares	3 400	29 003
Change in inventories	17 935	-2 801
	83 662	**85 323**
External services	180 840	149 024
Total	**264 502**	**234 347**

1.4 Personnel expenses and personnel

	2018	2017
Wages, salaries and remunerations	33 192	29 201
Pension expenses	5 785	5 120
Other personnel-related expenses	3 185	2 873
Total	**42 162**	**37 194**
Management's salaries and remunerations	1 224	1 260
Average number of personnel		
Salaried staff	324	306
Hourly paid employees	311	295
Total	**635**	**601**

1.5 Depreciation according to plan (EUR)

Other long-term expenditure	132	131
Buildings and constructions	12	14
Machinery and equipment	84	49
Other tangible assets	0	0
Total	**228**	**194**

1.6 Auditor's remunerations

Audit fee	57	69
Tax advice	8	49
Other services	373	116
Total	**438**	**234**

1.7 Financial income and expenses

Dividend income	2	9
Other financial and interest income	54	3
Impairment on investments in fixed assets	-161	0
Interest expenses and other financial expenses To Group companies	-4 683	-6 681
Total financial income and expenses	**-4 788**	**-6 669**

1.8 Income taxes

Income taxes on regular business operations	0	0
Income taxes accrued during previous years	-25	-21
Change in deferred tax liability	-1 514	1 434
Income taxes, total	**-1 539**	**1 413**

2. NOTES TO THE BALANCE SHEET

1 000 €

2.1 Non-current assets

Group

Käyttöomaisuus	Intangible assets Other long-termexpenditure	Advance payments	Tangible assets Land areas
Acquisition cost 1 Jan. 2018	939	0	808
Increase	324	510	0
Decrease	0	-46	-757
Acquisition cost 31 Dec. 2018	1 263	464	51
Accumulated depreciation 1 Jan. 2018	425	0	0
Decrease in accumulated depreciation	0	0	0
Extraordinary depreciation	0	0	0
Depreciation for the financial period	132	0	0
Accumulated depreciation 31 Dec. 2018	557	0	0
Book value 31 Dec. 2018	**706**	**464**	**51**

	Tangible assets Buildings and constructions	Machinery and equipment	Other tangible assets
Acquisition cost 1 Jan. 2018	1 597	1 518	50
Increase	0	58	0
Decrease	-24	-96	0
Acquisition cost 31 Dec. 2018	1 573	1 480	50
Accumulated depreciation 1 Jan. 2018	1 288	999	0
Decrease in accumulated depreciation	-24	-95	0
Depreciation for the financial period	12	84	0
Accumulated depreciation 31 Dec. 2018	1 276	988	0
Book value 31 Dec. 2018	**297**	**492**	**50**

Investments	Group Shares in Group companies	Associated company shares	Other shares
Acquisition cost 1 Jan. 2018	4	1 746	380
Increase	0	156	0
Decrease	0	0	-85
Acquisition cost 31 Dec. 2018	**4**	**1 902**	**295**

SHARES AND HOLDINGS

Group companies

Shares under fixed assets	**Domicile**	**Group holding %**	**Parent company holding %**
Hartela Etelä-Suomi Oy	Helsinki	100,0	100,0
Kiinteistö Oy Lahden Vesijärvenkatu 31	Lahti	100,0	0,0
Hartela Länsi-Suomi Oy	Turku	100,0	100,0
Hartela Pohjois-Suomi Oy	Oulu	100,0	100,0
Etnin Oy	Lappeenrata	100,0	100,0

Other shares and holdings

Parent company	**Domicile**	**Holding %**
Saipu Oy	Helsinki	33,33
Group		
Golfsarfvik Oy	Kirkkonummi	0,4
Asunto Oy Klasimberä	Rauma	5,6

Information on the company's shares

The company's share capital consists of 23,223,600 shares, with each share conferring one vote at the General Meeting of Shareholders. All shares carry an equal right to dividends and company assets.

2. INVENTORIES

1 000 €

2.2 Inventories

	1 Jan.–31 Dec. 2018	**1 Jan.–31 Dec. 2017**
Construction work in progress	35 487	29 350
Land areas and building sites	4 342	8 534
Shares	62 029	85 165
Advance payments	0	0
Total	**101 858**	**123 049**

2.3 Long-term receivables

Deferred tax receivables from accrual		
From accrual differences and confirmed tax losses	15 655	17 158

2.4 Itemisation of short-term receivables

Accounts receivable	17 734	16 145
Loan receivables	824	4 546
Other receivables	357	876
Prepaid expenses and accrued income	13 089	12 348
Total	**32 004**	**33 915**

Other receivables primarily consist of receivables related to the sales of shares and land areas.The most significant items included in prepaid expenses and accrued income consist of accrued income for construction projects in progress that are recognised as revenue according to the degree of completion

2.5 Shareholders' equity

	2018	2017
Share capital 1 Jan.	101	101
Share capital 31 Dec.	**101**	**101**
Jaakko Hartelan scholarship fund 1 Jan.	79	79
Decrease	-44	0
	35	**79**
Reserve for invested unrestricted equity 1 Jan.	77 899	77 899
Reserve for invested unrestricted equity 31 Dec.	**77 899**	**77 899**
Retained earnings 1 Jan.	-9 099	-1 504
Changes in accounting principles	-12 851	-11 448
Retained earnings 31 Dec.	**-21 950**	**-12 952**
Profit for the financial period	3 042	3 853
Shareholders' equity, total 31 Dec	**59 127**	**68 980**
Statement of distributable assets 31 Dec.		
Jaakko Hartela scholarship fund	35	79
Reserve for invested unrestricted equity	77 899	77 899
Retained earnings	-21 950	-12 952
Profit for the financial period	3 042	3 853
Portion of accumulated depreciation difference entered under shareholders' equity	-45	-6
Distributable assets	**58 981**	**68 873**

2.6 Obligatory provisions

	31 Dec. 2018	31 Dec. 2017
Warranty provisions	1 782	1 437
Ten-year liabilities	10 333	12 759
Rental liability provisions	2 570	4 851
	14 685	**19 047**

2.7 Long-term liabilities

	31 Dec. 2018	31 Dec. 2017
Loans from financial institutions	5 245	18 109
Pension loans	4 000	0
Other loans		
From shareholders	5 383	6 000
Total	**14 628**	**24 109**

Deferred tax liability		
On depreciation difference	**11**	**1**

Loans falling due after five years		
Loans from financial institutions	**0**	**0**

2.8 Short-term liabilities

Bonds	0	5 000
Loans from financial institutions	6 746	9 000
Company loans – developer contracting	12 320	15 559
Pension loans	1 000	1 000
Advances received	12 832	21 840
Accounts payable	15 477	19 310
Other liabilities	10 004	12 719
Accrued liabilities	17 539	13 128
Total	**75 918**	**97 556**

The most significant items included in the Group's other liabilities consist of purchase price liabilities and value added tax liabilities. The most significant items included in accrued liabilities consist of the accrual of annual holiday pay and construction costs.

3. CONTINGENT LIABILITIES

1 000 €

	31 Dec. 2018	31 Dec. 2017
Loans		
Bonds	0	5 000
Loans from credit institutions	24 310	42 668
Pension loans	5 000	1 000
Other liabilities	5 383	6 000
Total	**34 693**	**54 668**
Guarantees for the company's own commitments		
Real estate mortgages	24 872	33 954
Securities pledged	29 336	53 519
Receivables pledged	320	300
Total	**54 528**	**87 773**

In addition, Group companies have given business mortgages as collateral for their own and Group companies' commitments.

	31 Dec. 2018	31 Dec. 2017
Lease liabilities Rent for business premises		
Payable next year	1 503	1 408
Payable later	15 818	15 124
Total	**17 321**	**16 532**
Leasing commitments		
Payable next year	551	466
Payable later	842	706
Total	**1 393**	**1 172**

4. RELATED PARTY LIABILITIES

The shareholders have issued a long-term loan to the parent company. No repayment schedule has been specified for the loans. The interest rate on the loan is market-based. One subsidiary operates in premises leased from shareholders and pays rent. The rent is in line with the rental levels in the market. The transactions carried out with related parties have not been significant or exceptional, and they have been carried out under ordinary business terms.

	Group
	31 Dec. 2018
Related party transactions	
Shareholder loan	5 383
Interest on shareholder loan	175
Rent for business premises	176
Total	**5 734**

THE BOARD OF DIRECTORS' PROPOSAL FOR THE DISTRIBUTION OF PROFIT

The Group's distributable equity on 31 December 2018 amounts to EUR 58 981 470,99. The parent company's distributable equity on 31 December 2018 amounts to EUR 75 946 257,09, of which the loss for the financial period is EUR -3 480 381,95. The Board of Directors proposes that no dividend will be paid.

SIGNATURES TO THE FINANCIAL STATEMENTS AND THE REPORT OF THE BOARD OF DIRECTORS BY THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CEO

Chairman of the Board of Directors

Helsingissä 26. helmikuuta 2019

Jukka Hienonen Chairman of the Board	Heikki Hartela	Maarit Hartela-Varkki
Hanna Hartela	Petri Olkinuora	Antti Peltoniemi
Juha Korkiamäki Managing Director		

AUDITOR'S REPORT

TO THE ANNUAL GENERAL MEETING OF THE HARTELA GROUP

AUDIT OF THE FINANCIAL STATEMENTSAUDITOR'S

REPORT

We have audited the financial statements of Hartela-yhtiöt Oy (Business ID 2346079–8) for the financial period 1 January–31 December 2018. The financial statements comprise the consolidated balance sheet, income statement and cash flow statement and notes to the consolidated financial statements, as well as the parent company's balance sheet, income statement, cash flow statement and notes to the financial statements.

In our opinion, the financial statements give a true and fair view of both the consolidated and the parent company's financial performance and financial position in accordance with the regulations governing the preparation of financial statements in Finland and meet the statutory requirements.

RATIONALE OF THE OPINION

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities in accordance with good auditing practice are described in more detail under *Auditor's responsibility in auditing the financial statements.* We are independent of the parent company and the group companies in accordance with the ethical requirements observed in Finland for our audit, and we have fulfilled our other ethical responsibilities pursuant to said requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

RESPONSIBILITY OF THE BOARD OF DIRECTORS AND THE MANAGING DIRECTOR CONCERNING THE FINANCIAL STATEMENTS

The Board of Directors and the Managing Director are responsible for preparing the financial statements in such a way that they give a true and fair view in accordance with the regulations governing the preparation of financial statements in Finland and meet the statutory requirements. The Board of Directors and the Managing Director are also responsible for the internal control they consider necessary to be able to prepare financial statements without material misstatement due to misdemeanours or errors.

In preparing the financial statements, the Board of Directors and the Managing Director have an obligation to assess the ability of the parent company and the group to continue their operations, and in applicable cases present the factors relating to the continuity of operations and the fact that the financial statements have been prepared based on the continuity of operations. The financial statements are prepared based on the continuity of operations, except if the parent company or the group is to be dissolved or its operations discontinued or there are no realistic alternatives to doing so.

AUDITOR'S RESPONSIBILITY IN AUDITING THE FINANCIAL STATEMENTS

Our responsibility is to obtain reasonable certainty as to whether the financial statements as a whole contain any material misstatement due to misdemeanours or errors, and to issue an auditor's report with our opinion. Reasonable certainty is a high level of certainty, but it does not guarantee that material misstatement would always be observed in an audit performed in accordance with good auditing practice. Misstatements can be caused by misdemeanours or errors, and they are considered to be material if they alone or together could reasonably be expected to influence the financial decisions made by users based on the financial statements.

An audit pursuant to good auditing practice involves us using professional discretion and retaining professional scepticism throughout the audit. Moreover:

- We identify and assess the risks of material misstatements due to misdemeanours or errors in the financial statements, plan and perform audit measures addressing these risks, and obtain a sufficient amount of appropriate audit evidence as the basis for our opinion. The risk of a material misstatement caused by misdemeanours remaining unidentified is higher than the risk of a material misstatement caused by an error remaining unidentified, as misdemeanours can involve cooperation, forgery, intentional non-disclosure of information, presentation of incorrect information or bypassing internal control.

- We consider internal control relevant to the entity's preparation of 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 parent company's or the group's internal control.

- We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as the reasonableness of the information reported on them.

- We draw a conclusion as to whether it has been appropriate for the Board of Directors and the Managing Director to prepare the financial statements based on the assumption of the continuity of operations, and based on the audit evidence we have obtained, we conclude whether there is material uncertainty relating to events or circumstances that could give reasonable doubt to be suspicious of the ability of the parent company or the group to continue its operations. If our conclusion is that there is material uncertainty, we must pay attention to the information presented in the financial statements concerning the uncertainty in our auditor's report, or, if the information concerning the uncertainty is not sufficient, adjust our opinion. Our conclusions are based on audit evidence obtained by the date of issuing the auditor's report. Subsequent events or circumstances can, however, result in the parent company or group not being able to continue its operations.

- We evaluate the general presentation method, structure and content of the financial statements, including all information disclosed in the financial statements, and whether the financial statements illustrate the underlying business transactions and events in such a way that they give a true and fair view.

- We obtain a sufficient amount of appropriate audit evidence of financial information concerning the entities or business functions included in the group in order to be able to issue a report on the consolidated financial statements. We are responsible for the control, supervision and performance of the audit. We are solely responsible for the auditor's report.

We communicate with the administrative organs on, e.g., the planned scope and timing of the financial statements and significant audit observations, including any significant shortcomings in internal control that we identify during the audit.

OTHER REPORTING OBLIGATIONS

Other information

The Board of Directors and the Managing Director are responsible for other information. Other information comprises information included in the report of the Board of Directors. Our opinion on the financial statements does not concern other information.

It is our obligation to read the information presented in the Board of Directors' report in connection with the audit and, when doing so, evaluate whether the information included in the Board of Directors' report is in material conflict with the audit or the knowledge obtained by us in performing the audit, or whether it otherwise seems to be materially incorrect. Moreover, it is our duty to evaluate whether the report of the Board of Directors has been prepared in accordance with the applicable regulations.

In our opinion, the information disclosed in the report of the Board of Directors and the financial statements is consistent and the report of the Board of Directors has been prepared in accordance with applicable regulations.
Should we conclude based on our work that the information included in the report of the Board of Directors contains material misstatement, we must report this. We have nothing to report in this respect.

Helsinki, 26 February 2019.

ORGANIZATION

HARTELA-YHTIÖT OY
Managing Director
Juha Korkiamäki

HARTELA ETELÄ-SUOMI OY
Helsinki Metropolitan Area, Lahti
Managing Director
Matti Aho

HARTELA LÄNSI-SUOMI OY
Turku, Lohja, Rauma, Tampere
Managing Director
Hanna Kolehmainen

HARTELA POHJOIS-SUOMI OY
Oulu
Managing Director
Markku Taskinen

BOARD OF DIRECTORS

Chairman of the Board
Jukka Hienonen 20.6.2016

Members of the Board
Heikki Hartela 27.04.1988
Maarit Hartela-Varkki 22.04.1998
Hanna Hartela 22.04.1998
Petri Olkinuora 01.01.2013
Antti Peltoniemi 18.06.2013

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