



# Private Market Opportunities Fund SICAV SIF S.A.

Audited financial report  
as at 31/12/17

R.C.S. Luxembourg B168.936

# Private Market Opportunities Fund SICAV SIF S.A.

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Subscriptions can only be received on the basis of the latest prospectus accompanied by the latest annual report.

# Private Market Opportunities Fund SICAV SIF S.A.

## Management and Administration

Registered office	56, rue d'Anvers L-1130 Luxembourg Grand Duchy of Luxembourg
Investment Manager	Crescendo Advisors International Limited 13 North Esplanade St Peter Port Guernsey GY1 2LQ
Custodian and Paying, Central Administration and Registrar and Transfer Agent	CACEIS Bank, Luxembourg Branch 5, Allée Scheffer L-2520 Luxembourg Grand-Duchy of Luxembourg
Auditor	PricewaterhouseCoopers, Société coopérative 2, Rue Gerhard Mercator L-2182 Luxembourg Grand-Duchy of Luxembourg
Structuration and Coordination	Global Finance Consult 56, Rue d'Anvers L-1130 Luxembourg Grand-Duchy of Luxembourg

## Board of Directors

M. Jacques Diwan  
Chairman and Fund Manager  
Crescendo Capital S.A. (Geneva)

M. Douglas Kalen  
Member and Fund Manager  
Crescendo Capital S.A. (Geneva)

M. Laurent Pichonnier  
Member and Regulatory Compliance  
Global Finance Consult (Luxembourg)

# Private Market Opportunities Fund SICAV SIF S.A.

## Activity Report

### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)**

The Board of Directors launched Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation) ("PMOF A" or the "Sub-fund") on May 15, 2012. The Sub-fund was closed in December 2012 with USD 26 million and entered into liquidation phase the 15<sup>th</sup> of May 2017.

At the date of liquidation, the fund consisted of 6 investments, 3 of which have been fully realised during the remainder of 2017.

As of end of 2017, the portfolio consist of 3 investment vehicles with the following strategies:

12.25% : Home Leasing , expected to wind down in 2018

36.82% : Corporate Direct Lending

32.38% : Corporate Lending – special situations

Three investments have been fully realised during 2017.

The Sub-fund has generated a positive annualised time weighted return of 7.02% up to the liquidation date.

Overall the cumulative return since inception stands at +40.44%.

During 2017, PMOF A continued to receive regular distributions from its underlying investments with the tail of an investment that had to be marked down.

The Sub-fund has returned a total of USD 3.9 million of capital to investors up to the liquidation date and a further USD 766K up to the end of 2017 and consequently shares were redeemed on a pro-rata basis.

The Board of Directors expects to see PMOF A receive regular distributions from its underlying investments and is supervising the liquidation of the Sub-fund.

### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B**

The Board of Directors launched Private Market Opportunities Fund SICAV SIF S.A. Sub Fund B ("PMOF B" or the "Sub-fund") on May 22, 2013. The Sub-fund was closed in December 2013 with USD 11.8 million.

The Sub-fund consists of 3 investment vehicles which create a diversified pool of underlying loans and credits, spread across corporate credit, real estate lending, and special situations financing.

In terms of investment strategy, the portfolio is allocated as follows:

60.77%: Corporate Lending

9.18%: Home Leasing

9.23%: Real Estate Bridging Loan Finance

Two investments have been fully realised during 2017.

The Sub-fund generated a positive annual net annualised time weighted return of 5.38% as at the end of December 2017, which represents a cumulative return of 27.35% since inception. The annual net return was below the Board's expectations due to marked down valuations of the tail of some underlying investments in Q3 and Q4 which had a disproportionate effect given the current decreasing size of PMOF B.

The Sub-fund distributed a total of USD 5.8 million of capital to investors with shares redeemed on a pro-rata basis.

# Private Market Opportunities Fund SICAV SIF S.A.

## Activity Report (continued)

### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B (continued)**

One of the funds is still segregated into a side-pocket for the realisation period due to the liquidation process and illiquid nature of the underlying assets. The receiver has stated that he will not have fire sale of the assets and will use external independent firms to help monetising the assets which was the case for Life Settlement Assets. Management fees and performance fees have been waived for the side pocket.

The Board of Directors anticipates the Sub-fund to continue to receive regular distributions from its underlying investments and aims at starting the formal liquidation of the Sub-fund mid 2018.

### **Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (amalgamation as at February 28, 2017)**

The Board of Directors launched Private Market Opportunities Fund SICAV SIF S.A.-Short Term Sub-fund- ("PMOF ST" or the "Sub-fund") on March 8th, 2013.

On 28<sup>th</sup> February 2017, Private Market Opportunities Fund SICAV SIF S.A.-Short Term Sub-fund merged into Private Market Opportunities Fund Open-ended SICAV SIF S.A.-Short Term Sub-fund, a full AIFM regime structure.

### **Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund**

The Board of Directors launched Private Market Opportunities Fund SICAV SIF S.A.-Consumer Finance Sub-fund ("CFF1" or the "Sub-fund") on May 1st, 2015 with USD 35.994 million of subscriptions at the end of the subscription period.

In 2017, the Sub-fund has generated an annual net return of +11.43% (versus 2016 +14.79%). This decrease from 2016 is attributable to the fact that an investment was settled in 2016 with all capital returned, thus there was only three investments at work at the start of 2017. In addition to this a further investment was liquidated during the year ended 31 December 2017 which has therefore meant that in Q4 only two investments were actively generating returns. The cumulative net return since inception is +38.36% with a corresponding annualised net return of +12.97%.

The Sub-fund started the year with a portfolio made up of three credit facilities to three different consumer finance companies in the US. The collateral pool of loans has been performing according to expectations, requirements for all covenants have been met and payments have always been made according to schedule.

At the end of August, one loan was fully repaid (capital and interest) as planned and the fund remained with 2 credit facility loans by end of 2017. This has a slight impact on the performance return of the fund as expected.

In light, investors received a total of USD 15.8 million of return of capital, interest payment total USD 3.33 million and the additional upside generated by the prepayment fee.

Furthermore, the investors receive quarterly redemptions from remaining loans underlying in the compartment due to its amortisation profile and shares are redeemed on a pro rata basis. The amount equates to the principal repayments received from the underlying borrower.

# Private Market Opportunities Fund SICAV SIF S.A.

## Activity Report (continued)

### **Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund (continued)**

During this year, distribution of interests was made to investors on a quarterly basis as shown below:

#### **Distributions made (per share, USD)**

SHARE CLASS	Q1	Q2	Q3	Q4
Class A USD	35.156	33.004	32.336	29.113
Class B USD	32.829	30.634	31.223	28.318

The Board of Directors is pleased with the overall performance to the end of December and expect to see the trend to continue until final planned liquidation as of May 1st ,2018.

### **Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I**

The Board of Directors launched Private Market Opportunities Fund SICAV SIF S.A. High Income Sub Fund ("PMOF High Income" or the "Sub-fund") on September 22, 2016 with USD 22.49 million of commitments for the initial closing. In 2017, the fund had 2 more closings mid-February and March, with final commitments of USD 36.04 million.

60.65% of the commitment was called and deployed at the end of 2017. The capital calls were made to 2 direct debt transactions in the area of consumer finance and real estate loan but also in private debt funds, focusing on real estate bridge finance, franchise finance, corporate finance representing 25% and 75% respectively of the allocation based on committed capital. In terms of strategy allocation, as of the end of December 2017, the targeted exposure has been respected with real estate representing 32%, Consumer Finance 17% and Corporate Finance 51% on committed capital.

The team is pleased to report that all the investments in the portfolio are performing well and in line with expectations. The performance of the Sub-fund during the year including the last quarter 2016 was strong, yielding a positive cumulative net return of +13.51% on invested capital, which also reflects the realised net income received by PMOF High Income from its underlying investments. The fund distributed 2% of the average AUM every quarter.

The managers selected have become key players in their respective niche market and are seeing their deal flow increase, enabling them to become more selective in the investments they make. Despite the crowdedness in the private debt corporate space, they focus in niche markets exploring new untapped opportunities and oftentimes building exclusively relationships with key market players.

In terms of the two direct deal investments that were made; the first, which was the opportunity to participate in an interesting project in Sydney, a bridge loan to assist a well-established developer to complete the purchase and initial infrastructure work on 2 projects in Western Sydney is performing well. Most of the capital has been called. The second direct deal was a loan we provided to a company that provides installment loans to consumers across the United States. The loan is fully drawn and performing as expected, there has been no breach in covenants and the default rate of the underlying portfolio has remained stable.

In terms of fund allocations:

The Franchise Finance Fund, which is called just under 40% is performing well with a well-diversified portfolio with exposure to over 800 restaurants across 12 brands at 32 states in addition to Canada. Despite going into larger deals, the manager hasn't seen a compression in returns as they remain in a niche segment.

The Real Estate Bridge Finance Fund, which underwrites commercial bridge loans in the US, with a bias towards the New York Metropolitan area is performing well and has deployed all of the capital.

# Private Market Opportunities Fund SICAV SIF S.A.

## Activity Report (continued)

### **Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I (continued)**

Staying with Real Estate, the second Bridge Finance Fund in the US which focuses on the West Coast, continues to perform well. This fund has seen a large number of loans payed off, which has boosted the IRR. The manager continues to see strong deal flow, albeit normal seasonal fluctuations, and fully expects to be on target in terms of capital deployment.

For the Corporate Finance Fund, which provides senior secured lending for lower/middle market companies has called all the capital and is performing in line with expectations. The EB-5 Visa program remains the largest exposure in the fund. Despite uncertainty in regulatory changes, all deals are grandfathered in loans.

### **Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II**

The Board of Directors launched Private Market Opportunities Fund SICAV SIF S.A.-Consumer Finance Sub-fund II- ("CFF2" or the "Sub-fund") on December 9th, 2016 with two different share classes. (A and B). The Sub Fund received USD 12.74 million of subscriptions in December. USD 13 million was immediately deployed into one loan to an established consumer finance company.

In 2017, there were 4 closings (with an extension of 3 months until end of August 2017 as per Board decision) reaching total USD 55 million as of end of August 2017, which is fully deployed to invest in total 4 loan facilities, delivering interest rates between 10% and 26% annually.

The Sub-fund has generated an annual net return of +13.10%. The cumulative net return since inception is +14.15% with a corresponding annualised net return of +13.29% in line with the target of the fund with a quarterly distribution.

Investors received interest payment total of USD 7.4 million and no capital invested was returned during the year.

During this year, distribution of interests was made to investors on a quarterly basis as shown below:

### **Distributions made (per share, USD)**

SHARE CLASS	Q1	Q2	Q3	Q4
Class A USD	35.525	30.414	30.090	32.076
Class B USD	34.272	29.140	28.838	30.862
Class AP USD	0.00	29.298	28.872	30.880
Class BP	22.404	28.815	28.868	30.895

The Board of Directors is pleased with the overall performance to the end of December and expect to see the trend to continue in 2018.

An important point to notice is the change in the funds' administrator from Caceis to Harmonic Fund Services which is official beginning of 2018. Harmonic Fund Services are specialised in alternative investments and provide tailor made services. This transfer has occurred over the last quarters of 2017 and will provide better operational execution at a cheaper cost resulting in an improved client service overall.

Luxembourg, 20 August 2018



Douglas Kalen



Jacques Diwan

Note: The figures stated in this report are historical and not necessarily indicative of future performance.



## Audit report

To the Shareholders of

**Private Market Opportunities Fund SICAV SIF S.A.**

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### *Our opinion*

*Our qualified opinion for Private Market Opportunities Fund SICAV SIF S.A. and Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)*

In our opinion, except for the possible effects of the matters described in the “Basis for qualified opinion for the Fund and Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)” section of our report, the accompanying financial statements of Private Market Opportunities Fund SICAV SIF S.A. (the “Fund”) and of Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation) give a true and fair view of their financial position as at 31 December 2017, 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.

*Our opinion for Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (amalgamation as at 28 February 2017), Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II*

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (amalgamation as at 28 February 2017), Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II as at 31 December 2017, 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.

### **What we have audited**

The financial statements of the Fund and each of its Sub-funds, except Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B and Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund, comprise:

- the statement of net assets as at 31 December 2017;
- the securities portfolio as at 31 December 2017;
- the statement of operations and changes in net assets from 1 January 2017 to 31 December 2017; and
- the notes to the financial statements, which include a summary of significant accounting policies.

The financial statements of Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund comprise:

- the statement of operations and changes in net assets from 1 January 2017 to 28 February 2017; and
- the notes to the financial statements, which include a summary of significant accounting policies.

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*Basis for opinion*

*Basis for qualified opinion for the Fund and Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)*

Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation) invests in Lending Opportunity (Cayman) 1 Ltd ("LO1"). This investment is illiquid and Management was unable to provide a reliable fair value for a part of its underlying investments, representing 5.58% of the net assets of Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation) and 0.19% of the net assets of the Fund at year-end.

Considering the investment mentioned in the disclaimer of opinion on the financial statements of Sub-fund B, all the investments together represent 1.63% of the total net assets of the Fund as of 31 December 2017.

We were not able to obtain sufficient and appropriate audit evidence supporting the valuation of the above mentioned investments as of 31 December 2017. As a result, we were unable to determine whether any adjustments would be required in respect of these investments. In addition, our audit report related to the financial statements for the year ended 31 December 2016 already included a qualification in respect of this matter, as a result, we were unable to determine whether any adjustments would be required in respect of the value of the Net assets at the beginning of the year, as disclosed in the Statement of Operations and Changes in Net Assets from 1 January 2017 to 31 December 2017.

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (Law of 23 July 2016) and with International Standards on Auditing (ISAs) as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" (CSSF). Our responsibilities under those Law and standards are further described in the "Responsibilities of the "Réviseur d'entreprises agréé" for the audit of the financial statements" section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion for the Fund and Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation).

We are independent of the Fund 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. We have fulfilled our other ethical responsibilities under those ethical requirements.

*Basis for opinion for Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (amalgamation as at 28 February 2017), Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II*

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (Law of 23 July 2016) and with International Standards on Auditing (ISAs) as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF"). Our responsibilities under those Law and standards are further described in the "Responsibilities of the "Réviseur d'entreprises agréé" for the audit of the financial statements" section of our report.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion for Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (amalgamation as at 28 February 2017), Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II.

We are independent of the Fund 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. We have fulfilled our other ethical responsibilities under those ethical requirements.

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*Other information for the Fund and each of its Sub-funds except Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B*

The Board of Directors of the Fund 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 audit report 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 identified above 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 that fact. We have nothing to report for Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (amalgamation as at 28 February 2017), Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II.

As described in the "Basis for qualified opinion for the Fund and Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)" section above, we were unable to obtain sufficient appropriate evidence about valuation of certain investments in Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation). Accordingly, we are unable to conclude whether or not the other information is materially misstated with respect to this matter.

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*Responsibilities of the Board of Directors of the Fund for the financial statements*

The Board of Directors of the Fund is responsible for the preparation and fair presentation of the financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements, and for such internal control as the Board of Directors of the Fund 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 Fund is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors of the Fund either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.



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*Responsibilities of the “Réviseur d’entreprises agréé” for the audit of the financial statements for the Fund and each of its Sub-funds except Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B*

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 an audit report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of 23 July 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 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional scepticism 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 Fund’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 Fund;
- conclude on the appropriateness of the Board of Directors of the Fund’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 Fund’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our audit report 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 audit report. However, future events or conditions may cause the Fund 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.



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*Other Matter*

In addition to the present audit report on the financial statements of the Fund and each of its Sub-funds except Private Market Opportunities Fund SICAV SIF S.A. –Sub-fund B, we have issued a disclaimer of opinion on the financial statements of Private Market Opportunities Fund SICAV SIF S.A. –Sub-fund B for the year ended 31 December 2017. The disclaimer of opinion is included in page 13 and 14 of the annual report.

PricewaterhouseCoopers, Société coopérative  
Represented by

Luxembourg, 20 August 2018

Valérie Arnold



## Audit report

To the Shareholders of

**Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B**

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### *Disclaimer of opinion for Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B*

We do not express an opinion on the accompanying financial statements of Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B, a sub-fund of Private Market Opportunities Fund SICAV SIF S.A. (the "Fund"). Because of the significance of the matters described in the "Basis for Disclaimer of opinion for Sub-fund B" section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide basis for an audit opinion on these financial statements.

We were engaged to audit the financial statements of Sub-fund B, which comprise:

- the statement of net assets as at 31 December 2017;
- the securities portfolio as at 31 December 2017;
- the statement of operations and changes in net assets from 1 January 2017 to 31 December 2017; and
- the notes to the financial statements, which include a summary of significant accounting policies.

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### *Basis for Disclaimer of opinion for Sub-fund B*

As disclosed in the note 12 "Side-Pocket" to the financial statements as of 31 December 2017, 44.38% of the net assets of Sub-fund B consists of illiquid positions in Platinum Partners Credit Opportunities ("PPCO"), which are included in the side pocket "SP".

In addition, Sub-fund B invests in Lending Opportunity (Cayman) 1 Ltd ("LO1"). This investment is illiquid and Management was unable to provide a reliable fair value for a part of its underlying investments, representing 2.35% of the net assets of Sub-fund B as at 31 December 2017.

All these investments together represent 46.73% of the net assets of the Sub-fund B and 1.44% of the net assets of the Fund as of 31 December 2017.

As such, we were not able to obtain sufficient and appropriate audit evidence supporting valuation of these investments as of 31 December 2017. As a result, we were unable to determine whether any adjustments would be required in respect of the value of these investments as at 31 December 2017 and if any related effect on the statement of operations were necessary.

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*Responsibilities of the Board of Directors of the Fund for the financial statements*

The Board of Directors of the Fund is responsible for the preparation and fair presentation of the financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements, and for such internal control as the Board of Directors of the Fund 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 Fund is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors of the Fund either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

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

Our responsibility is to conduct an audit of the financial statements of Sub-Fund B in accordance with the Law of 23 July 2016 on the audit profession and with International Standards on Auditing as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF") and to issue an audit report. However, because of the matters described in the "Basis for disclaimer of opinion for Sub-fund B" section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial statements of Sub-fund B.

We are independent of the Fund 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. We have fulfilled our other ethical responsibilities under those ethical requirements.

PricewaterhouseCoopers, Société coopérative  
Represented by

Luxembourg, 20 August 2018

Valérie Arnold

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**Combined**

Private Market Opportunities Fund SICAV SIF S.A.  
Combined

**Financial Statements as at 31/12/17**

Statement of Net Assets as at 31/12/17

*Expressed in EUR*

<b>Assets</b>		<b>84,232,943.97</b>
Securities/Loans portfolio	Note 2	72,011,907.28
<i>Cost price</i>		71,452,182.08
<i>Unrealised appreciation on the securities portfolio</i>		559,725.20
Cash at banks and liquidities		6,490,892.35
Interest receivable	Note 11	611,794.93
Formation expenses	Note 2	111,837.91
Receivable on investments	Note 10	2,583,038.05
Receivable on interest	Note 10	2,266,985.71
Capitalisation of share creation charge	Note 5	156,487.74
<b>Liabilities</b>		<b>5,923,320.56</b>
Bank overdrafts		27.76
Formation expenses payable		90,058.54
Taxe d'abonnement payable	Note 3	3,915.77
Performance fees	Note 4	29,842.15
Origination fees	Note 13	263,926.73
Redemptions payable		638,701.99
Unrealised loss on forward foreign exchange contracts		14,982.86
Management fees	Note 4	157,328.72
Custody fees	Note 6	16,551.37
Administration fees	Note 6	44,778.99
Dividend payable	Note 7	2,409,782.10
Incentive fees	Note 4	1,880,326.59
Catch Up fees	Note 4	286,455.51
Other liabilities		86,641.48
<b>Net asset value</b>		<b>78,309,623.41</b>



# Private Market Opportunities Fund SICAV SIF S.A. Combined

Statement of Operations and Changes in Net Assets from 01/01/17 to 31/12/17

*Expressed in EUR*

Income		<b>10,002,422.41</b>
Interest on loans		9,950,125.71
Bank interest on cash account		46,772.35
Bank interest on time deposits		358.69
Other income		5,165.66
Expenses		<b>3,998,610.53</b>
Amortisation of formation expenses	Note 2	38,539.51
Catch Up fees	Note 4	967,954.35
Management fees	Note 4	369,145.71
Custody fees	Note 6	31,021.01
Taxe d'abonnement	Note 3	6,523.33
Administration fees	Note 6	56,242.24
Incentive fees	Note 4	1,880,326.58
Performance fees	Note 4	73,578.33
Domiciliation fees	Note 6	12,578.88
Professional fees		86,040.72
Bank interest on overdrafts		3,649.05
Legal fees		10,638.21
Transaction fees		144,862.86
Amortisation of share creation charge	Note 5	110,347.24
Other expenses		207,162.51
Net income from investments		<b>6,003,811.88</b>
Net realised profit / loss on:		
- sales of investment securities	Note 2	8,280,830.02
- forward foreign exchange contracts	Note 2	-206,800.51
- foreign exchange	Note 2	-1,394,366.67
Net realised profit		<b>12,683,474.72</b>
Movement in net unrealised appreciation / depreciation on:		
- investments		-5,122,349.61
- forward foreign exchange contracts		38,442.71
Increase in net assets as a result of operations		<b>7,599,567.82</b>
Dividends paid	Note 7	-7,533,837.73
Subscription capitalisation shares		266,821.46
Subscription distribution shares		48,957,528.67
Redemption capitalisation shares		-44,691,964.07
Redemption distribution shares		-18,876,430.96
Decrease in net assets		<b>-14,278,314.81</b>
Reevaluation of opening combined NAV for foreign exchange fluctuations		<b>-12,753,792.65</b>
Net assets at the beginning of the year		<b>105,341,730.87</b>
Net assets at the end of the year		<b>78,309,623.41</b>

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**- Sub-fund A (in liquidation)**

Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)

**Financial Statements as at 31/12/17**

Statement of Net Assets as at 31/12/17

*Expressed in USD*

Assets		<b>3,972,578.50</b>
Securities/Loans portfolio	Note 2	2,545,978.50
<i>Cost price</i>		2,309,979.71
<i>Unrealised appreciation on the securities portfolio</i>		235,998.79
Cash at banks and liquidities		1,414,513.41
Receivable on investments	Note 10	12,086.59
Liabilities		<b>846,884.23</b>
Taxe d'abonnement payable	Note 3	250.85
Redemptions payable		765,995.32
Management fees	Note 4	30,323.38
Custody fees	Note 6	816.84
Administration fees	Note 6	8,969.76
Dividend payable	Note 7	33,967.80
Other liabilities		6,560.28
Net asset value		<b>3,125,694.27</b>

Changes in number of shares outstanding from 01/01/17 to 31/12/17

	<b>Shares outstanding as at 01/01/17</b>	<b>Shares issued</b>	<b>Shares redeemed</b>	<b>Shares outstanding as at 31/12/17</b>
Class A USD				
Distribution shares	8,354.482	0.000	4,911.874	3,442.608
Class Z EUR				
Capitalisation shares	60,100.000	0.000	0.000	60,100.000

Key figures (unaudited)

	<i>Year ending as at:</i>	<b>31/12/17</b>	<b>31/12/16</b>	<b>31/12/15</b>
Total Net Assets	USD	3,125,694.27	7,869,772.27	20,585,294.55
<b>Class A USD</b>	USD	USD	USD	USD
<b>Distribution shares</b>				
Number of shares		3,442.608	8,354.482	20,575.116
Net asset value per share		904.86	940.72	1,000.00
Dividend per share		28.00	80.00	83.29
<b>Class Z EUR</b>	EUR	EUR	EUR	EUR
<b>Capitalisation shares</b>				
Number of shares		60,100.000	60,100.000	60,100.000
Net asset value per share		0.15	0.17	0.16

# Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)

## Securities portfolio as at 31/12/17

*Expressed in USD*

Quantity	Denomination	Quotation currency	Fair value	% of net assets
Closed-ended investment funds			2,545,978.50	81.45
<b>Shares/Units in investment funds</b>			<b>2,545,978.50</b>	<b>81.45</b>
<i>Cayman Islands</i>			<i>2,545,978.50</i>	<i>81.45</i>
3,000,000.00	CROSS OCEAN USD ESS FUND CAYMAN I FEEDER LP*	USD	1,012,131.34	32.38
447.73	LENDING OPPORTUNITY (CAYMAN) 1 LTD	USD	382,819.16	12.25
4,000,000.00	SUMMIT PARTNERS CREDIT OFFSHS FUND LP*	USD	1,151,028.00	36.82
<b>Total securities portfolio</b>			<b>2,545,978.50</b>	<b>81.45</b>

\* Commitment applies for these investments.

The accompanying notes form an integral part of these financial statements

# Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)

## Statement of Operations and Changes in Net Assets from 01/01/17 to 31/12/17

*Expressed in USD*

Income		<b>4,126.21</b>
Bank interest on cash account		4,126.21
Expenses		<b>102,879.85</b>
Management fees	Note 4	59,843.70
Custody fees	Note 6	1,539.45
Taxe d'abonnement	Note 3	239.74
Administration fees	Note 6	8,581.65
Domiciliation fees	Note 6	3,415.38
Professional fees		542.19
Bank interest on overdrafts		544.47
Legal fees		2,126.40
Transaction fees		5,805.33
Other expenses		20,241.54
Net loss from investments		<b>-98,753.64</b>
Net realised profit / loss on:		
- sales of investment securities	Note 2	659,659.45
- foreign exchange	Note 2	-2,073.76
Net realised profit		<b>558,832.05</b>
Movement in net unrealised appreciation / depreciation on:		
- investments		-484,767.17
Increase in net assets as a result of operations		<b>74,064.88</b>
Dividends paid	Note 7	-152,158.86
Redemption distribution shares		-4,665,984.02
<i>Class A USD</i>		-4,665,984.02
Decrease in net assets		<b>-4,744,078.00</b>
Net assets at the beginning of the year		<b>7,869,772.27</b>
Net assets at the end of the year		<b>3,125,694.27</b>

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**- Sub-fund B**

Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B

**Financial Statements as at 31/12/17**

Statement of Net Assets as at 31/12/17

*Expressed in USD*

Assets		<b>2,947,445.60</b>
Securities/Loans portfolio	Note 2	2,571,849.95
<i>Cost price</i>		<i>2,431,699.56</i>
<i>Unrealised appreciation on the securities portfolio</i>		<i>140,150.39</i>
Cash at banks and liquidities		346,351.51
Receivable on investments	Note 10	29,244.14
Liabilities		<b>51,259.46</b>
Bank overdrafts		33.29
Taxe d'abonnement payable	Note 3	146.32
Unrealised loss on forward foreign exchange contracts		7,186.69
Management fees	Note 4	12,402.17
Custody fees	Note 6	340.25
Administration fees	Note 6	14,745.93
Other liabilities		16,404.81
Net asset value		<b>2,896,186.14</b>

Changes in number of shares outstanding from 01/01/17 to 31/12/17

	Shares outstanding as at 01/01/17	Shares issued	Shares redeemed	Shares outstanding as at 31/12/17
Class A USD				
Distribution shares	7,161.401	0.000	5,530.601	1,630.800
Class Z EUR				
Capitalisation shares	28,000.000	0.000	0.000	28,000.000
Class SP USD*				
Capitalisation shares	1,285.213	0.000	0.000	1,285.213

\* Refer to note 12

# Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B

## Key figures (unaudited)

	<i>Year ending as at:</i>	<b>31/12/17</b>	<b>31/12/16</b>	<b>31/12/15</b>
Total Net Assets	USD	2,896,186.14	8,737,294.44	12,512,909.80
<b>Class A USD</b>				
	USD	USD	USD	USD
<b>Distribution shares</b>				
Number of shares		1,630.800	7,161.401	11,800.000
Net asset value per share		993.33	1,040.54	1,060.02
Dividend per share		30.00	62.47	60.00
<b>Class Z EUR</b>				
	EUR	EUR	EUR	EUR
<b>Capitalisation shares</b>				
Number of shares		28,000.000	28,000.000	28,000.000
Net asset value per share		0.15	0.17	0.15
<b>Class SP USD*</b>				
	USD	USD	USD	USD
<b>Capitalisation shares</b>				
Number of shares		1,285.213	1,285.213	0.000
Net asset value per share		989.21	996.45	0.00

\* Refer to note 12



# Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B

## Securities portfolio as at 31/12/17

*Expressed in USD*

Quantity	Denomination	Quotation currency	Fair value	% of net assets
Other transferable securities			1,285,212.58	44.38
<b>Side-Pocket PPCO</b>			<b>1,285,212.58</b>	<b>44.38</b>
<i>United States of America</i>			<i>1,285,212.58</i>	<i>44.38</i>
800.00	PLATINUM PART CDT OPP FD INT -B-S2016-01**	USD	828,827.56	28.62
450.00	PLATINUM PART CDT OPP FD INT -B-S2016-04**	USD	456,385.02	15.76
Closed-ended investment funds			1,286,637.37	44.43
<b>Shares/Units in investment funds</b>			<b>1,286,637.37</b>	<b>44.43</b>
<i>Cayman Islands</i>			<i>1,286,637.37</i>	<i>44.43</i>
2,400,000.00	CROSS OCEAN EUR ESS FUND CAYMAN I FEEDER LP*	EUR	987,457.51	34.10
174.43	LENDING OPPORTUNITY (CAYMAN) I LTD	USD	149,139.46	5.15
2,419,861.98	OMNI SECURED LENDING FUND II LP*	USD	150,040.40	5.18
<b>Total securities portfolio</b>			<b>2,571,849.95</b>	<b>88.80</b>

\* Commitment applies for these investments.

\*\* Please refer to Note 12 on Side-Pocket

# Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B

## Statement of Operations and Changes in Net Assets from 01/01/17 to 31/12/17

*Expressed in USD*

Income		<b>4,429.33</b>
Bank interest on cash account		4,335.16
Bank interest on time deposits		94.17
Expenses		<b>104,915.86</b>
Management fees	Note 4	41,640.27
Custody fees	Note 6	1,076.99
Taxe d'abonnement	Note 3	150.71
Administration fees	Note 6	13,158.53
Performance fees	Note 4	8,733.12
Domiciliation fees	Note 6	3,431.70
Professional fees		6,844.80
Bank interest on overdrafts		1,188.53
Legal fees		2,126.40
Transaction fees		6,354.06
Other expenses		20,210.75
Net loss from investments		<b>-100,486.53</b>
Net realised profit / loss on:		
- sales of investment securities	Note 2	839,523.69
- forward foreign exchange contracts	Note 2	-152,681.66
- foreign exchange	Note 2	-101,952.46
Net realised profit		<b>484,403.04</b>
Movement in net unrealised appreciation / depreciation on:		
- investments		-425,343.20
- forward foreign exchange contracts		8,336.81
Increase in net assets as a result of operations		<b>67,396.65</b>
Dividends paid	Note 7	-108,506.54
Redemption distribution shares		-5,799,998.41
<i>Class A USD</i>		-5,799,998.41
Decrease in net assets		<b>-5,841,108.30</b>
Net assets at the beginning of the year		<b>8,737,294.44</b>
Net assets at the end of the year		<b>2,896,186.14</b>

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**- Short Term Sub-fund**  
**(amalgamation as at February 28, 2017)**

# Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund

Changes in number of shares outstanding from 01/01/17 to 28/02/17

	Shares outstanding as at 01/01/17	Shares issued	Shares redeemed	Shares outstanding as at 28/02/17
Class A USD Capitalisation shares	42,379.067	268.503	42,647.570	0.000
Class Z EUR Capitalisation shares	202,500.000	0.000	202,500.000	0.000
Class SP USD Capitalisation shares	2,573.692	0.000	2,573.692	0.000

## Key figures (unaudited)

	<i>Period/year ending as at:</i>	<b>28/02/17</b>	<b>31/12/16</b>	<b>31/12/15</b>
Total Net Assets	USD	0.00	52,888,783.40	47,659,313.02
<b>Class A USD</b>	USD		USD	USD
<b>Capitalisation shares</b>				
Number of shares		0.000	42,379.067	41,794.469
Net asset value per share		0.00	1,186.52	1,139.58
<b>Class Z EUR</b>	EUR		EUR	EUR
<b>Capitalisation shares</b>				
Number of shares		0.000	202,500.000	202,500.000
Net asset value per share		0.00	0.15	0.14
<b>Class SP USD</b>	USD		USD	USD
<b>Capitalisation shares</b>				
Number of shares		0.000	2,573.692	0.000
Net asset value per share		0.00	999.47	0.00

Figures after the amalgamation in Private Market Opportunities Fund Open-Ended SICAV SIF as at 28/02/18.

The accompanying notes form an integral part of these financial statements

# Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund

## Statement of Operations and Changes in Net Assets from 01/01/17 to 28/02/17

*Expressed in USD*

Income		<b>117.81</b>
Bank interest on cash account		117.81
Expenses		<b>158,999.66</b>
Management fees	Note 4	83,455.96
Custody fees	Note 6	3,366.72
Taxe d'abonnement	Note 3	255.50
Administration fees	Note 6	5,143.04
Performance fees	Note 4	43,719.68
Domiciliation fees	Note 6	497.89
Professional fees		4,178.35
Bank interest on overdrafts		2,453.45
Legal fees		2,126.40
Transaction fees		2,038.42
Other expenses		11,764.25
Net loss from investments		<b>-158,881.85</b>
Net realised profit / loss on:		
- sales of investment securities	Note 2	7,689,802.34
- forward foreign exchange contracts	Note 2	-77,055.33
- foreign exchange	Note 2	-1,548,757.02
Net realised profit		<b>5,905,108.14</b>
Movement in net unrealised appreciation / depreciation on:		
- investments		-5,563,366.00
- forward foreign exchange contracts		48,549.79
Increase in net assets as a result of operations		<b>390,291.93</b>
Subscription capitalisation shares		319,998.99
Class A USD		319,998.99
Redemption capitalisation shares		-53,599,074.32
Class A USD		-50,997,125.96
Class Z EUR		-32,400.00
Class SP USD		-2,569,548.36
Decrease in net assets		<b>-52,888,783.40</b>
Net assets at the beginning of the period		<b>52,888,783.40</b>
Net assets at the end of the period		<b>0.00</b>

Figures after the amalgamation in Private Market Opportunities Fund Open-Ended SICAV SIF as at 28/02/18.

The accompanying notes form an integral part of these financial statements

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**- Consumer Finance Sub-fund**

Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund

**Financial Statements as at 31/12/17**

Statement of Net Assets as at 31/12/17

*Expressed in USD*

<b>Assets</b>		<b>10,605,108.53</b>
Securities/Loans portfolio	Note 2	6,000,000.00
<i>Cost price</i>		<i>6,000,000.00</i>
Cash at banks and liquidities		1,120,950.19
Interest receivable	Note 11	446,225.69
Formation expenses	Note 2	37,932.65
Receivable on investments	Note 10	3,000,000.00
<b>Liabilities</b>		<b>1,142,603.39</b>
Formation expenses payable		57,502.13
Taxe d'abonnement payable	Note 3	607.64
Custody fees	Note 6	2,496.57
Administration fees	Note 6	4,472.38
Dividend payable	Note 7	274,551.94
Incentive fees	Note 4	739,763.48
Catch Up fees	Note 4	48,974.52
Other liabilities		14,234.73
<b>Net asset value</b>		<b>9,462,505.14</b>

Changes in number of shares outstanding from 01/01/17 to 31/12/17

	<b>Shares outstanding as at 01/01/17</b>	<b>Shares issued</b>	<b>Shares redeemed</b>	<b>Shares outstanding as at 31/12/17</b>
Class A USD				
Distribution shares	18,949.845	0.000	10,661.283	8,288.562
Class B USD				
Distribution shares	2,687.925	0.000	1,513.982	1,173.943

# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund

## Key figures (unaudited)

	<i>Year ending as at:</i>	<b>31/12/17</b>	<b>31/12/16</b>	<b>31/12/15</b>
Total Net Assets	USD	9,462,505.14	21,637,770.20	16,905,187.36
<b>Class A USD</b>				
		USD	USD	USD
<b>Distribution shares</b>				
Number of shares		8,288.562	18,949.845	13,075.522
Net asset value per share		1,000.00	1,000.00	1,000.00
Dividend per share		129.61	146.93	77.11
<b>Class B USD</b>				
		USD	USD	USD
<b>Distribution shares</b>				
Number of shares		1,173.943	2,687.925	3,829.658
Net asset value per share		1,000.00	1,000.00	1,000.00
Dividend per share		123.00	140.57	75.21



# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund

## Securities portfolio as at 31/12/17

*Expressed in USD*

Quantity	Denomination	Quotation currency	Fair value	% of net assets
Other transferable securities			6,000,000.00	63.41
<b>Loans</b>			<b>6,000,000.00</b>	<b>63.41</b>
<i>United States of America</i>			<i>6,000,000.00</i>	<i>63.41</i>
2,500,000.00	LOAN TO LOAN ME 13.75 15-18 01/05M	USD	2,500,000.00	26.42
3,500,000.00	LOAN TO RED ROCK TRI 30.00 15-18 01/04M	USD	3,500,000.00	36.99
<b>Total securities portfolio</b>			<b>6,000,000.00</b>	<b>63.41</b>

# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund

## Statement of Operations and Changes in Net Assets from 01/01/17 to 31/12/17

*Expressed in USD*

Income		<b>3,351,973.09</b>
Interest on loans		3,329,495.89
Bank interest on cash account		16,290.00
Other income		6,187.20
Expenses		<b>1,235,214.70</b>
Amortisation of formation expenses	Note 2	21,073.65
Catch Up fees	Note 4	336,868.27
Custody fees	Note 6	6,421.92
Taxe d'abonnement	Note 3	1,449.02
Administration fees	Note 6	9,288.42
Incentive fees	Note 4	739,763.48
Domiciliation fees	Note 6	3,431.70
Professional fees		16,748.17
Bank interest on overdrafts		39.64
Legal fees		2,126.40
Transaction fees		2,542.60
Amortisation of share creation charge	Note 5	31,251.14
Other expenses		64,210.29
Net income from investments		<b>2,116,758.39</b>
Net realised profit / loss on:		
- foreign exchange	Note 2	-1,372.21
Net realised profit		<b>2,115,386.18</b>
Increase in net assets as a result of operations		<b>2,115,386.18</b>
Dividends paid	Note 7	-2,118,129.25
Redemption distribution shares		-12,172,521.99
Class A USD		-10,661,283.00
Class B USD		-1,511,238.99
Decrease in net assets		<b>-12,175,265.06</b>
Net assets at the beginning of the year		<b>21,637,770.20</b>
Net assets at the end of the year		<b>9,462,505.14</b>

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**- High Income Sub-fund I**

# Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I

## Financial Statements as at 31/12/17

### Statement of Net Assets as at 31/12/17

*Expressed in USD*

<b>Assets</b>		<b>23,307,707.66</b>
Securities/Loans portfolio	Note 2	20,246,054.87
<i>Cost price</i>		<i>19,950,925.60</i>
<i>Unrealised appreciation on the securities portfolio</i>		<i>295,129.27</i>
Cash at banks and liquidities		2,658,827.09
Interest receivable	Note 11	287,500.00
Formation expenses	Note 2	58,818.79
Receivable on investments	Note 10,13	56,506.91
<b>Liabilities</b>		<b>1,126,243.64</b>
Taxe d'abonnement payable	Note 3	828.13
Performance fees	Note 4	35,789.69
Origination fees	Note 13	87,808.22
Unrealised loss on forward foreign exchange contracts		10,782.26
Management fees	Note 4	145,958.79
Custody fees	Note 6	4,040.19
Administration fees	Note 6	9,194.55
Dividend payable	Note 7	794,732.25
Other liabilities		37,109.56
<b>Net asset value</b>		<b>22,181,464.02</b>

### Changes in number of shares outstanding from 01/01/17 to 31/12/17

	<b>Shares outstanding as at 01/01/17</b>	<b>Shares issued</b>	<b>Shares redeemed</b>	<b>Shares outstanding as at 31/12/17</b>
Class A USD				
Distribution shares	6,971.900	14,784.810	0.000	21,756.710

### Key figures (unaudited)

	<i>Year/period ending as at:</i>	<b>31/12/17</b>	<b>31/12/16</b>
Total Net Assets	USD	22,181,464.02	7,167,097.75
<b>Class A USD</b>			
	USD	USD	
<b>Distribution shares</b>			
Number of shares		21,756.710	6,971.900
Net asset value per share		1,019.52	1,028.00
Dividend per share		83.15	0.00

# Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I

## Securities portfolio as at 31/12/17

*Expressed in USD*

Quantity	Denomination	Quotation currency	Fair value	% of net assets
Other transferable securities			5,000,000.00	22.54
<b>Loans</b>			<b>5,000,000.00</b>	<b>22.54</b>
<i>United States of America</i>			<i>5,000,000.00</i>	<i>22.54</i>
5,000,000.00	ONOMATOPOETIC ASSOC 23.00 16-19 30/09M	USD	5,000,000.00	22.54
Open-ended investment funds			15,246,054.87	68.73
<b>Shares/Units in investment funds</b>			<b>15,246,054.87</b>	<b>68.73</b>
<i>Cayman Islands</i>			<i>3,600,000.00</i>	<i>16.23</i>
3,600,000.00	EMERALD CREEK CAP CYM INC DS IV LP*	USD	3,600,000.00	16.23
<i>Luxembourg</i>			<i>11,646,054.87</i>	<i>52.50</i>
2,000,000.00	ALCEON SENIOR DEBT NO4 TRUST FD*	AUD	1,337,191.37	6.03
3,600.00	BREVET DIRECT LEND SH DUR FD -A-S2017-07	USD	3,686,142.24	16.62
1,852.18	CALMWATER CAP US R ESTATE CDT FD III LP	USD	1,852,181.00	8.35
7,200,000.00	CAPITALSPRING INV PART V PARAL II LP	USD	2,343,167.00	10.56
3,600,000.00	MGG SF DRAWDOWN FUND (CAYMAN) LP*	USD	2,427,373.26	10.94
<b>Total securities portfolio</b>			<b>20,246,054.87</b>	<b>91.27</b>

\* Commitment applies for these investments.

The accompanying notes form an integral part of these financial statements

# Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I

## Statement of Operations and Changes in Net Assets from 01/01/17 to 31/12/17

*Expressed in USD*

Income		<b>1,167,510.52</b>
Interest on loans		1,156,388.89
Bank interest on cash account		10,785.62
Bank interest on time deposits		336.01
Expenses		<b>555,591.70</b>
Amortisation of formation expenses	Note 2	15,385.51
Management fees	Note 4	257,776.53
Custody fees	Note 6	6,781.44
Taxe d'abonnement	Note 3	1,317.44
Administration fees	Note 6	9,384.24
Performance fees	Note 4	35,789.69
Domiciliation fees	Note 6	4,258.71
Professional fees		23,341.97
Bank interest on overdrafts		126.45
Legal fees		2,126.40
Transaction fees		156,547.03
Other expenses		42,756.29
Net income from investments		<b>611,918.82</b>
Net realised profit / loss on:		
- sales of investment securities	Note 2	612,333.26
- forward foreign exchange contracts	Note 2	-18,278.87
- foreign exchange	Note 2	-16,661.65
Net realised profit		<b>1,189,311.56</b>
Movement in net unrealised appreciation / depreciation on:		
- investments		330,242.27
- forward foreign exchange contracts		-10,782.26
Increase in net assets as a result of operations		<b>1,508,771.57</b>
Dividends paid	Note 7	-1,382,078.30
Subscription distribution shares		14,887,673.00
<i>Class A USD</i>		<i>14,887,673.00</i>
Increase in net assets		<b>15,014,366.27</b>
Net assets at the beginning of the year		<b>7,167,097.75</b>
Net assets at the end of the year		<b>22,181,464.02</b>

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**- Consumer Finance Sub-fund II**

# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II

## Financial Statements as at 31/12/17

### Statement of Net Assets as at 31/12/17

*Expressed in USD*

<b>Assets</b>		<b>60,187,732.83</b>
Securities/Loans portfolio	Note 2	55,000,000.00
<i>Cost price</i>		<i>55,000,000.00</i>
Cash at banks and liquidities		2,243,885.26
Formation expenses	Note 2	37,375.77
Receivable on interest	Note 10	2,718,796.05
Capitalisation of share creation charge	Note 5	187,675.75
<b>Liabilities</b>		<b>3,936,847.87</b>
Formation expenses payable		50,505.08
Taxe d'abonnement payable	Note 3	2,863.24
Origination fees	Note 13	228,719.12
Custody fees	Note 6	12,156.21
Administration fees	Note 6	16,320.82
Dividend payable	Note 7	1,786,799.79
Incentive fees	Note 4	1,515,312.27
Catch Up fees	Note 4	294,571.59
Other liabilities		29,599.75
<b>Net asset value</b>		<b>56,250,884.96</b>

### Changes in number of shares outstanding from 01/01/17 to 31/12/17

	<b>Shares outstanding as at 01/01/17</b>	<b>Shares issued</b>	<b>Shares redeemed</b>	<b>Shares outstanding as at 31/12/17</b>
Class A USD Distribution shares	9,500.000	32,265.542	0.000	41,765.542
Class B USD Distribution shares	3,240.000	8,309.325	0.000	11,549.325
Class A (P) USD Distribution shares	0.000	1,046.472	0.000	1,046.472
Class B (P) USD Distribution shares	0.000	1,889.559	0.000	1,889.559



# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II

## Key figures (unaudited)

	<i>Year/period ending as at:</i>	<b>31/12/17</b>	<b>31/12/16</b>
Total Net Assets	USD	56,250,884.96	12,740,000.00
<b>Class A USD</b>			
	USD	USD	
<b>Distribution shares</b>			
Number of shares		41,765.542	9,500.000
Net asset value per share		1,000.00	1,000.00
Dividend per share		128.11	9.33
<b>Class B USD</b>			
	USD	USD	
<b>Distribution shares</b>			
Number of shares		11,549.325	3,240.000
Net asset value per share		1,000.00	1,000.00
Dividend per share		123.11	9.03
<b>Class A (P) USD</b>			
	USD	USD	
<b>Distribution shares</b>			
Number of shares		1,046.472	0.000
Net asset value per share		1,000.00	0.00
Dividend per share		89.05	0.00
<b>Class B (P) USD</b>			
	USD	USD	
<b>Distribution shares</b>			
Number of shares		1,889.559	0.000
Net asset value per share		1,000.00	0.00
Dividend per share		110.98	0.00

# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II

## Securities portfolio as at 31/12/17

*Expressed in USD*

Quantity	Denomination	Quotation currency	Fair value	% of net assets
Other transferable securities			55,000,000.00	97.78
<b>Loans</b>			<b>55,000,000.00</b>	<b>97.78</b>
<i>Luxembourg</i>			<i>42,000,000.00</i>	<i>74.67</i>
12,000,000.00	BHC FINANCE 19.00 16-19 30/11U	USD	12,000,000.00	21.33
15,000,000.00	BPL-B1 LLC 26.00 17-19 10/12M	USD	15,000,000.00	26.67
15,000,000.00	LOAN TO MPOWER 10.00 17-19 30/11M	USD	15,000,000.00	26.67
<i>United States of America</i>			<i>13,000,000.00</i>	<i>23.11</i>
13,000,000.00	LOAN TO ONOMATOPOETIC 23.00 16-19 01/10M	USD	13,000,000.00	23.11
<b>Total securities portfolio</b>			<b>55,000,000.00</b>	<b>97.78</b>

# Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II

## Statement of Operations and Changes in Net Assets from 01/01/17 to 31/12/17

*Expressed in USD*

Income		<b>7,467,748.64</b>
Interest on loans		7,447,301.38
Bank interest on cash account		20,439.28
Other income		7.98
Expenses		<b>2,637,932.00</b>
Amortisation of formation expenses	Note 2	9,761.27
Catch Up fees	Note 4	823,999.43
Custody fees	Note 6	18,016.98
Taxe d'abonnement	Note 3	4,411.02
Administration fees	Note 6	21,895.44
Incentive fees	Note 4	1,515,312.27
Domiciliation fees	Note 6	50.47
Professional fees		51,533.16
Bank interest on overdrafts		23.77
Legal fees		2,126.40
Transaction fees		446.59
Amortisation of share creation charge	Note 5	101,088.31
Other expenses		89,266.89
Net income from investments		<b>4,829,816.64</b>
Net realised profit / loss on:		
- sales of investment securities	Note 2	129,881.05
- foreign exchange	Note 2	-1,446.90
Net realised profit		<b>4,958,250.79</b>
Increase in net assets as a result of operations		<b>4,958,250.79</b>
Dividends paid	Note 7	-5,274,458.94
Subscription distribution shares		43,827,093.11
Class A USD		32,529,976.98
Class B USD		8,349,996.42
Class A (P) USD		1,049,122.02
Class B (P) USD		1,897,997.69
Increase in net assets		<b>43,510,884.96</b>
Net assets at the beginning of the year		<b>12,740,000.00</b>
Net assets at the end of the year		<b>56,250,884.96</b>

*Private Market Opportunities Fund*

*SICAV SIF S.A.*

**Notes to the financial statements - Schedule of derivative  
instruments**

# Private Market Opportunities Fund SICAV SIF S.A.

## FORWARD FOREIGN EXCHANGE CONTRACTS

As at 31/12/17, the following forward foreign exchange contracts were outstanding :

### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B

Currency purchased	Quantity purchased	Currency sale	Quantity sale	Maturity date	Unrealised gain/loss (in USD)
USD	987,472.80	EUR	828,000.00	31/01/18	-7,186.69
					<b>-7,186.69</b>

### Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I

Currency purchased	Quantity purchased	Currency sale	Quantity sale	Maturity date	Unrealised gain/loss (in USD)
USD	1,311,947.00	AUD	1,690,000.00	31/01/18	-10,782.26
					<b>-10,782.26</b>

*Private Market Opportunities Fund*  
*SICAV SIF S.A.*  
**Other notes to the financial statements**

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017

### 1. General

Private Market Opportunities Fund SICAV SIF S.A. (the “Fund”) is a Specialised Investment Fund (“SIF”) constituted on May 14, 2012 (date of incorporation) under the form of a *société anonyme*, qualifying as a SICAV-SIF and governed by the amended law of February 13, 2007, as amended relating to Specialised Investment Funds. Its registered office is established in Luxembourg.

The Fund is qualified as an Alternative Investment Fund (“AIF”) of the Specialised Investment Fund type, internally managed in accordance with article 4(1) b) of the law of July 12, 2013 on Alternative Investment Fund Managers (the “AIFM law”) and has decided to be registered as an Alternative Investment Fund Manager (an “AIFM”) in accordance with article 3(3) of the AIFM law, the securities of which are reserved to one or several well-informed investors.

The Fund was incorporated with an initial capital of EUR 31,000 divided into fully paid-up shares. The minimum capitalisation for the Fund, as prescribed by the law, is the equivalent of EUR 1,250,000. The capital of the Fund shall at all times be equal to the total net asset value of the Fund.

The purpose of the Fund is to provide investors with an opportunity for investment in a professionally managed investment fund in order to achieve an optimum return from the capital invested.

As at December 31, 2017, five Sub-funds were active:

- Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation),
- Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B,
- Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund,
- Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and
- Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II.

#### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation):**

In its Circular Resolution dated May 18, 2015, the Board of Directors resolved to declare the end of the investment period as at May 15, 2015. As a consequence, the remaining period until the wound up of the Sub-fund is a disinvestment period with distribution to shareholders that reduce the total net assets of the Sub-fund.

In its Circular Resolution dated May 16, 2017, the Board of Directors has decided to start the liquidation operations of all shares, consequent to the end of the close-ended period and occurrence of the definite time length, with immediate effect.

#### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B:**

In its Circular Resolution dated June 28, 2016, the Board of Directors has decided to distribute contributed capital and consequently redeem shares of shareholders, on a prorata basis, for an amount of 1,800,000 USD, at the price of the Net Asset Value on June 30, 2016, which corresponds to the beginning of the disinvestment period.

#### **Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund:**

The Extraordinary General Meeting of the shareholders of the Sub-fund held on February 3, 2017 approved the amalgamation of the assets of the Sub-fund with those of another UCI denominated Private Market Opportunities Fund Open-ended SICAV SIF S.A. (the “Absorbing Fund”) and more specifically to another Sub-fund of the Absorbing Fund denominated Short Term Fund which is governed by the Law of February 13, 2007 and also qualifies as an Alternative Investment Fund of the specialised investment funds type, managed in accordance with the Law of July 13, 2013 on Alternative Investment Fund Managers by Lemanik Asset Management S.A., an Alternative Investment Fund Manager. The date of the accounting data of the contribution in kind is February 28, 2017.

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 1. General (continued)

The following classes of shares were active during the year:

Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation) (closed-ended)

- Class A USD (distribution shares)
- Class Z EUR (capitalisation shares)

Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B (closed-ended)

- Class A USD (distribution shares)
- Class SP USD (capitalisation shares)\*
- Class Z EUR (capitalisation shares)

\* Side Pocket Share Class - refer to Note 12

Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund (closed-ended)

- Class A USD (distribution shares)
- Class B USD (distribution shares)

Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I (closed-ended)

- Class A USD (distribution shares)

Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II (closed-ended)

- Class A USD (distribution shares)
- Class B USD (distribution shares)
- Class A (P) USD (distribution shares)
- Class B (P) USD (distribution shares)

The financial year ends on December 31 each year.

\* Side Pocket Share Class - refer to Note 12

### 2. Summary of significant accounting principles

The principal accounting policies applied in the preparation of these financial statements are set out below:

#### 1 Basis of preparation

The financial statements are presented in accordance with generally accepted accounting principles in Luxembourg applicable to investment funds.



**Other notes to the financial statements as at December 31, 2017 (continued)**

<b>2. Summary of significant accounting principles (continued)</b>
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**2 Valuation of investments**

**2.1 For the Sub-funds Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation), Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B, Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund and Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I**

The valuation of any security listed on an official market or traded in on any other regulated market, which operates regularly, is recognised and open to the public, is based on the last known price in Luxembourg on Valuation Day.

If a security is traded on several markets, the valuation is based on the last known price of the principal market on which it is traded. However if the last known price is not representative, the valuation is based on the likely realisation value which the Board of Directors, in consultation with the Investment Advisor, will estimate in good faith. Non-listed securities or securities which are not traded on a stock exchange or on any other regulated market, which operates regularly, is recognised and open to the public, are valued according to their likely realisation value, estimated in good faith.

As investment principles, every time such prices are not representative of the fair value of the relevant securities and in case of unquoted or not regularly traded securities, the used value is their respective reasonable foreseeable sales price as determined prudently and in good faith by the Board of Directors in accordance with generally accepted valuation principles.

Shares or units in investment funds are valued at the last available Net Asset Value per share calculated by the Administrators of these investment funds.

Profits and losses on sales of investments in securities are determined on the basis of average cost.

**2.2 For the Sub-funds Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I, Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II**

Loans acquired are initially held at nominal value. They are subsequently valued at cost less impairment.

The Directors may, at their discretion, permit any other method of valuation to be used if they consider that such method of valuation better reflects value and is in accordance with good accounting practice.

**3 Foreign exchange translation**

The financial statements of all the Sub-funds are maintained in USD.

The market value of investments and other assets and liabilities expressed in other currencies than the reference currency of each Sub-fund, have been converted at the exchange rates ruling at the year-end date. The costs of investments expressed in other currencies than the reference currency of each Sub-fund have been converted at the exchange rates ruling on the date of acquisition.

Unrealised exchange profits/losses arising on the valuation of the securities portfolio at market value are included in unrealised net appreciation/depreciation on investment securities.

Income and expenses in currencies other than the currency of each Sub-fund are converted into the currency of the Sub-fund at the closing exchange rate in force on the day of the transaction.

Any resulting profit or loss made on foreign exchange is included in the statement of operations and changes in net assets.

**Other notes to the financial statements as at December 31, 2017 (continued)**

<b>2. Summary of significant accounting principles (continued)</b>
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**4 Combined financial statements**

The reference currency of the Fund is EUR. The combined statement of net assets and statement of operations and changes in net assets represent the statement of net assets and the statement of operations and changes in net assets of the individual Sub-funds translated in EUR at the exchange rate prevailing at year-end.

The following exchange rate was used as at December 31, 2017 :

1 EUR = 1.1993 USD

**5 Forward foreign exchange contracts**

Outstanding forward foreign exchange contracts are valued at the closing date by reference to exchange rate applicable to the outstanding life of the contract. The unrealised profit or loss is disclosed in the statement of net assets.

**6 Income recognition**

The distributions received from the underlying funds are recorded as a gain on the underlying funds depending of their nature, as indicated by the managers of the underlying funds in which the Fund invests.

The distributions received from the loans are recorded as a decrease on their book cost/acquisition price.

The Fund Manager expects the Sub-funds to generate substantial cash flow through interest payments, debt amortisation and repayments, asset sales and other contractual payment streams as well as unrealised capital gains of underlying assets.

Interest income is recorded on an accrual basis.

**7 Formation expenses**

For the Sub-funds Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation), Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B, Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, the formation expenses are amortised on a straight line basis over a three year period.

For the Sub-funds Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II, the formation expenses are amortised on a straight line basis over a five year period.

**8 Origination fees**

The originations fees are incomes earned from loans contracts received by the lender. They are amortised over the term of the loans to which they relate.

<b>3. Taxation</b>
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In accordance with the current legislation in Luxembourg, the Fund is exempt from Luxembourg income and net wealth tax, and dividends paid by the Fund (if any) are exempt from withholding tax. The Fund is subject to an annual subscription tax ("taxe d'abonnement") generally levied at the rate of 0.01% per annum on the Fund's Net Asset Value ("NAV") calculated each quarter and is payable in quarterly instalments. The *taxe d'abonnement* is waived for that part of the Fund invested in units/shares of undertakings for collective investment that have already paid *taxe d'abonnement* in accordance with the statutory provisions of the Luxembourg Law.

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 3. Taxation (continued)

Income received by the Fund may be liable to withholding taxes in the country of origin and it may thus be collected by the Fund. This is neither chargeable nor recoverable.

Any distribution by the Sub-funds, Classes or Categories of Shares, redemption or sale of shares can be made free and clear of any withholding or deduction for or on account of any taxes of whatsoever nature imposed, levied, withheld, or assessed by Luxembourg or any political subdivision or taxing authority thereof or therein, in accordance with applicable Luxembourg law.

### 4. Management, Catch Up, Incentive and Performance fees

#### Management fee

The Investment Manager is entitled to receive a management fee calculated quarterly in arrears out of the assets of the following Sub-funds:

	Effective rate in % p.a of the NAV			
	Class A USD	Class A (P) USD	Class B USD	Class B (P) USD
Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation)	1.50%	1.50%*	N/A	N/A
Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B	1.50%	1.50%*	N/A	N/A
Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund	1.00%**	1.00%*	N/A	N/A
Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I	1.50%	1.50%*	1.50%*	1.50%*

\*Not launched

\*\*Until the change of structure as at February 28, 2017

Class Z and Class SP USD shares are not subject to management fee.

#### Catch Up fee and Incentive fee

##### Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund:

The Catch Up fee allocated to the Investment Manager should represent +0.50% per quarter of the Net Asset Value of the Sub-Fund over the calendar quarter after deduction of the appropriate expenses incurred by the fund, such as provisions for charges. This Catch Up fee shall be granted only if the Sub-fund's relevant share Class has achieved a performance, net of expenses, of +1.71% (first hurdle rate) for the quarter.

The Catch Up fee is payable at the end of each quarter. Negative balances have not to be carried forward for the next quarter.

After deducting the Catch Up fee, an Incentive fee of 50% will be provisioned on the performance of the Sub-Fund equal to or higher than +9% (second hurdle rate, on an annual basis) over each calendar quarter, after deduction of the Fund's expenses and Catch Up fee, provided that the after-Catch Up fee return on a year to day basis is above +9% annualized rate (second hurdle rate). The Incentive fee being provisioned on each quarter over the year, is payable at the end of the calendar year. Negative balances have not to be carried forward for the next year.

The Incentive fee is calculated on a quarterly basis.

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 4. Management, Catch Up, Incentive and Performance fees (continued)

#### **Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II:**

The Catch Up fee allocated to the Investment Manager should represent +0.50% per quarter of the Net Asset Value of the Sub-Fund over the calendar quarter after deduction of the appropriate expenses incurred by the fund, such as provisions for charges. This Catch Up fee shall be granted only if after those expenses the Sub-fund's relevant share Class has achieved a performance of +1.71% (first hurdle rate) for the quarter.

The Catch Up fee is payable at the end of each quarter. Negative balances have not to be carried forward for the next quarter.

After deducting the Catch Up fee, an Incentive fee of 50% will be provisioned on the performance of the Sub-Fund equal to or higher than +9% (second hurdle rate, on an annual basis) over each calendar quarter, after deduction of the Fund's expenses and Catch Up fee, provided that the after-Catch Up fee return on a year to date basis is above +9% annualized rate (second hurdle rate). The Incentive fee being provisioned on each quarter over the year, is payable at the end of the calendar year. Negative balances have not to be carried forward for the next year.

The Incentive fee is calculated on a quarterly basis.

#### Performance fees

#### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation):**

The investment performance fee allocated to the Investment Manager should represent 10% of the total profit of the Sub-Fund over the investment return.

During the year under review, no performance fee has been paid.

#### **Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B:**

The investment performance fee allocated to the Investment Manager should represent 10% of the total profit of the Sub-Fund over the investment return. No performance fees are payable for Class SP USD shares.

During the year under review, the amount of performance fees paid is USD 8,733.12.

#### **Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund**

The investment performance fee allocated to the Investment Manager should represent 10% of the total profit of the Sub-Fund over the investment return. No performance fees are payable for Class SP USD shares.

During the year under review, the amount of performance fees paid is USD 43,719.68.

#### **Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I**

The investment performance fee allocated to the Investment Manager should represent 10% of the total profit of the Sub-Fund over the investment return.

**Other notes to the financial statements as at December 31, 2017 (continued)**

<b>5. Expenses in relation with capital operations</b>
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As from their launch, some shares of the Sub-funds Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund, Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II are subject to a **share creation charge** and a **redemption and conversion commission**.

The **share creation charge** is a monthly charge applied in the Sub-fund shares and equal to a percentage per month of every subscription amount received. This charge is borne by the Sub-fund and amortised back to the classes of shares on a monthly basis over a period of 2 years from the date of the subscription.

It is applied to all initial subscriptions and any subsequent subscriptions and is paid to intermediaries involved in the offering of shares. Class Z EUR, Class Z USD, Class A EUR and Class A USD are not subject to this charge.

If specifically announced and agreed by the Board of Directors, the Class B USD shares redemptions are subject to an early **redemption commission** of a percentage of the value of the redemption proceeds of between 2% and nil. This charge is deducted from the redemption proceeds in favor of the concerned class. The Board of Directors has the discretionary to waive or reduce the redemption charge where they deem that to do so would be in the best interests of shareholders in the concerned class.

Details of these expenses are set out in the prospectus of the Fund.

<b>6. Administration, domiciliation and custody fees</b>
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a) Administration fees

A variable fee of 0.05% per annum is applied on each Sub-fund's average net assets, payable quarterly in arrears (monthly in arrears for the Sub-fund Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund and Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II) with a minimum annual fee of EUR 7,500 per Sub-fund.

b) Domiciliation fees

An annual fixed fee of EUR 3,000 per Sub-fund with a minimum of EUR 10,000 and a maximum of EUR 24,000 for the entire legal structure is charged annually to the Fund.

c) Custody fees

The Fund pays a variable fee of 0.04% on the average net assets of the Sub-funds, payable quarterly in arrears.

No domiciliation fees and custody fees are payable for Class SP USD shares.

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 7. Dividend Payment

#### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation):

For the year ending December 31, 2017, one dividend of USD 20.00 per share and one interim dividend of USD 8.00 per share representing a total amount of USD 152,158.86 have been paid by the Sub-fund to the shareholders of Class A USD.

Ex-date	Payment date	Class A USD
April 1, 2017	April 7, 2017	20.00
May 16, 2017	December 14, 2017	8.00

#### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B:

For the year ending December 31, 2017, two interim dividends of USD 15 per share representing a total amount of USD 108,506.54 have been paid by the Sub-fund to the shareholders of Class A USD.

Ex-date	Payment date	Class A USD
April 1, 2017	April 7, 2017	15.00
July 1, 2017	November 8, 2017	15.00

#### Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund:

For the period ending December 31, 2017, four interim dividends representing a total amount of USD 2,118,129.25 have been paid by the Sub-fund to the shareholders of Class A USD and Class B USD.

Ex-date	Payment date	Class A USD	Class B USD
April 1, 2017	May 18, 2017	35.16	32.83
July 1, 2017	August 18, 2017	33.00	30.63
October 1, 2017	December 7, 2017	32.34	31.22
January 1, 2018	March 2, 2018	29.11	28.32

#### Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I:

For the year ending December 31, 2017, four interim dividends representing a total amount of USD 1,382,078.30 have been paid by the Sub-fund to the shareholders of Class A USD.

Ex-date	Payment date	Class A USD
April 1, 2017	May 29, 2017	22.83
July 1, 2017	October 9, 2017	20.06
September 30, 2017	January 23, 2018	19.61
December 30, 2017	April 10, 2018	20.65

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 7. Dividend Payment (continued)

#### Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II:

For the year ending December 31, 2017, four interim dividends representing a total amount of USD 5,274,458.94 have been paid by the Sub-fund to the shareholders of Class A USD.

Ex-date	Payment date	Class A USD	Class B USD	Class A (P) USD	Class B (P) USD
April 1, 2017	May 12, 2017	35.53	34.27	-	22.40
July 1, 2017	September 15, 2017	30.41	29.14	29.30	28.82
September 29, 2017	December 22, 2017	30.09	28.84	28.87	28.87
December 29, 2017	March 2, 2018	32.08	30.86	30.88	30.90

### 8. Changes in portfolio composition

The details of the changes in portfolio composition for the year ended December 31, 2017 are at the disposal of the shareholders at the registered office of the Fund and are available upon request free of charge.

### 9. Unfunded commitment in underlying funds

#### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation):

Security name	Currency	Commitment (in USD)	Capital called	Unfunded commitment	Market Value (in USD)	% of NAV
CROSS OCEAN USD ESS I CAYMAN FEEDER	USD	3,000,000	2,507,043	492,957*	1,012,131.34	32.38
SUMMIT PARTNERS CREDIT OFFSHS FUND LP	USD	4,000,000	3,593,356	406,644*	1,151,028.00	36.82
		<b>7,000,000</b>	<b>6,100,399</b>	<b>899,601</b>	<b>2,163,159.34</b>	<b>69.20</b>

\* including callable distribution of USD 25,946.22.

\* the unfunded commitment is due to callable distribution for SUMMIT PARTNERS CREDIT OFFSHS FUND LP.

#### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B:

Security name	Currency	Commitment (in USD)	Capital called	Unfunded commitment	Market Value (in USD)	% of NAV
CROSS OCEAN EUR ESS I CAYMAN FEEDER	EUR	2,400,000	2,005,428.51	394,571.49*	987,457.51	34.10
OMNI SECURED LENDING FUND II LP	USD	2,419,861.98	2,419,861.98	0	150,040.40	5.18
		<b>4,819,861.98</b>	<b>4,425,290.49</b>	<b>394,571.49</b>	<b>1,137,497.91</b>	<b>39.28</b>

\* including callable distribution of USD 38,200.60.

#### Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I:

Security name	Currency	Commitment (in USD)	Capital called	Unfunded commitment	Market Value (in USD)	% of NAV
ALCEON SENIOR DEBT NO4 TRUST FD	AUD	2,000,000	1,690,000	310,000	1,337,191.37	6.03
CAPITAL SPRING DIRECT LENDING	USD	7,200,000	2,734,602	4,465,398	2,343,167.00	10.56
EMERALD CREEK CAP CYM INC DS IV LP	USD	3,600,000	3,600,000	0	3,600,000.00	16.23
MGG SF DRAWDOWN FUND (CAYMAN) LP	USD	3,600,000	2,359,321	1,240,679	2,427,373.26	10.94
		<b>16,400,000</b>	<b>10,383,923</b>	<b>6,016,077</b>	<b>9,707,731.63</b>	<b>43.76</b>

# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 10. Receivable on investments

#### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation):

<b>Receivable on investments</b>	<b>In USD</b>
Distribution of ATALAYA ASSET INCOME FUND December 2017	12,177.00
Full redemption of BAYBERRY CONSUMER FINANCE TD 31/08/17	96,909.59
	<b>109,086.59</b>

#### Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B:

<b>Receivable on investments</b>	<b>In USD</b>
Distribution OMNI SECURED LENDING FUND II LP 31/12/17	29,244.14
	<b>29,244.14</b>

#### Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund:

<b>Receivable on investments</b>	<b>In USD</b>
Reimbursement LOAN TO LOAN ME TD 31/10/17	625,000.00
Reimbursement LOAN TO LOAN ME TD 30/11/17	625,000.00
Reimbursement LOAN TO RED ROCK TD 31/10/17	875,000.00
Reimbursement LOAN TO RED ROCK TD 30/11/17	875,000.00
	<b>3,000,000.00</b>

#### Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I:

<b>Receivable on investments</b>	<b>In USD</b>
Distribution ALCEON SENIOR December 2017	14,333.29
Distribution EMERALD CREEK 31/12/17	25,019.98
US REAL ESTATE + Cash distribution	17,153.64
	<b>56,506.91</b>

### 11. Interest receivable

#### Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund:

<b>Interest receivable</b>	<b>In USD</b>
Interest LOAN TO LOAN ME	110,809.02
Interest LOAN TO RED ROCK	335,416.67
	<b>446,225.69</b>

#### Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I:

<b>Interest receivable</b>	<b>In USD</b>
Interest ONOMATOPOETIC	287,500.00
	<b>287,500.00</b>



# Private Market Opportunities Fund SICAV SIF S.A.

## Other notes to the financial statements as at December 31, 2017 (continued)

### 11. Interest receivable (continued)

Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II:

Interest receivable	In USD
Interest Loan Onomatopoetic	764,111.11
Interest Loan BPL-B1 LLC	996,666.66
Interest Loan MPower	383,333.34
Interest Loan BHC Finance	574,684.94
	<b>2,718,796.05</b>

### 12. Side-Pocket

Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B and Private Market Opportunities Fund SICAV SIF S.A. - Short Term Sub-fund (the “Sub-funds”) invested in Platinum Partners Credit Opportunities Fund International (B) Ltd (“Platinum”), a Fund which has been into voluntary liquidation during the year. Platinum has no obligation to produce a net asset value until the beginning of the liquidation of its portfolio which is mostly invested in complex deals which are hard to value, making the portfolio illiquid.

Side Pockets are special allocations or sub-accounts within a Sub-fund that create a structure or a Class in which certain assets are held and segregated from the Sub-fund’s other assets until some type of realisation event occurs. Such assets are generally illiquid or hard to value securities or other investments and are valued independently from the general portfolio with distinct allocation, distribution and redemption terms and are generally held only by those investors existing at the time of investment or at the time the side pocket is created. The Board of Directors decided to transfer the investment “Platinum” into a side pocket share class named “Class SP USD” in the Sub-funds as of December 31, 2016.

On that date, all shareholders of the Sub-funds received Class SP USD shares on a prorata basis of their holdings into the Sub-funds. Subscription and redemption into and from Class SP USD will be not permitted.

As at December 31, 2017, the Class SP USD represents:

Sub-fund	%NAV
Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B	44.38%

### 13. Origination fees

As at December 31, 2017, the amounts of originations fees disclosed in the Statement of Net Assets are as follow:

Sub-funds	In USD
Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I	87,808.22
Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II	228,719.12

These origination fees are linked to:

- ONOMATOPOETIC ASSOC 23.00 16-19 30/09M for the Sub-fund Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I;
- LOAN TO ONOMATOPOETIC 23.00 16-19 01/10M for the Sub-fund Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II.

**Other notes to the financial statements as at December 31, 2017 (continued)**

<b>14. Income of the Fund</b>
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At the Board of Director's discretion, income of the Sub-funds may be allocated and paid, if possible, as follows:

**Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund A (in liquidation):**

From the 4<sup>th</sup> month until the 36<sup>th</sup> month following the launch date, the Sub-fund will make a cash distribution equal to 8% per annum of the shareholder's contributed capital and 10% performance fee of the total profit to the Investment Advisor, on quarterly basis. Any contributed capital and incomes above these distributed amount may be reinvested.

Claw back provision:

If, at the wind up of the Sub-fund, the aggregate amount received by the Class A shareholders is not equal or greater than a 8% annualised return, the Investment Advisor shall pay back the Classes A shareholders the performance fees received for this Class during the life of the Sub-fund.

**Private Market Opportunities Fund SICAV SIF S.A. - Sub-fund B:**

From the 4<sup>th</sup> month until the 36<sup>th</sup> month following the launch date, the Sub-fund will make a cash distribution equal to 6% per annum of the shareholder's contributed capital and 10% performance fee of the total profit to the Investment Advisor, on quarterly basis. Any contributed capital and incomes above these distributed amounts may be reinvested.

**Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund:**

Certain payments may be considered, party or entirely, as return of contributed capital until investors received a full return of contributed capital from realised investments.

**Private Market Opportunities Fund SICAV SIF S.A. - High Income Sub-fund I**

During the Investment Period, the Sub-fund is aim to make a quarterly distribution based on the realised profit generated by the Sub-fund. The Sub-fund may also distribute unrealised profit when deemed appropriate. Any returned contributed capital above these distributed amounts may be reinvested or also distributed.

**Private Market Opportunities Fund SICAV SIF S.A. - Consumer Finance Sub-fund II:**

Certain payments may be considered, party or entirely, as return of contributed capital until investors received a full return of contributed capital from realised investments.

<b>15. Securities Financing Transactions and of Reuse Regulation ("SFTR")</b>
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The Fund does not use any instruments falling into the scope of SFTR.

<b>16. Subsequent event</b>
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Following its Circular Resolution dated October 19, 2017, the Board of Directors decided to terminate the Administrative Agent Agreement and the Registrar and Transfer Agent Agreement with Caceis Bank, Luxembourg Branch, and to appoint Harmonic Fund Services Luxembourg S.A. with effective date January 1, 2018.