

# **G2D Investments, Ltd.**

**Unaudited Interim Financial Information for the period ended June 30, 2022**



G2D Investments, Ltd.

Balance Sheet as of June 30, 2022 and December 31, 2021  
(In thousands of dollars)

	<u>Note</u>	<u>06/30/2022</u> <u>(Unaudited)</u>	<u>12/31/2021</u> <u>(Unaudited)</u>		<u>Note</u>	<u>06/30/2022</u> <u>(Unaudited)</u>	<u>12/31/2021</u> <u>(Unaudited)</u>
<b>Assets</b>				<b>Liabilities</b>			
<b>Current</b>				<b>Current</b>			
Cash and cash equivalents	7	11,397	20,918	Accounts payable		387	279
Financial investments	8(i)		10,346	Management fees	9	797	735
				Performance fees	9		9,053
				Loans and financing	10	20,062	20,252
				Others			6
<b>Total current assets</b>		<u>11,397</u>	<u>31,264</u>	<b>Total current liabilities</b>		<u>21,246</u>	<u>30,325</u>
<b>Non-current</b>				<b>Total liabilities</b>		<u>21,246</u>	<u>30,325</u>
Equity portfolio	8(ii)	152,454	207,192	<b>Shareholders' equity</b>	11		
<b>Total non-current assets</b>		<u>152,454</u>	<u>207,192</u>	Share capital		66,065	66,064
				Share premium		48,570	48,570
				Accumulated gain		27,970	93,497
				<b>Total shareholders' equity</b>		<u>142,605</u>	<u>208,131</u>
<b>Total assets</b>		<u>163,851</u>	<u>238,456</u>	<b>Total liabilities and shareholders' equity</b>		<u>163,851</u>	<u>238,456</u>

The accompanying notes are an integral part of the interim financial information.

G2D Investments, Ltd.

Interim statement of income for the period ended June 30, 2022 and 2021  
(In thousands of dollars)

	Note	<i>Six-month period ending</i>		<i>Three-month period ending</i>	
		<u>06/30/2022</u> (Unaudited)	<u>06/30/2021</u> (Unaudited)	<u>06/30/2022</u> (Unaudited)	<u>06/30/2021</u> (Unaudited)
<b>Revenues</b>					
Unrealized gain (loss) - Equity Portfolio	8(ii)	(63,470)	617	(68,357)	4,154
Realized gain		451	6,039	451	6,039
<b>Total revenues</b>		<b>(63,019)</b>	<b>6,656</b>	<b>(67,906)</b>	<b>10,193</b>
<b>Expenses</b>					
General and administrative		(414)	(376)	(277)	306
Management fee	9	(1,605)	179	(822)	528
Performance fee	9			127	
<b>Total expenses</b>		<b>(2,019)</b>	<b>(197)</b>	<b>(972)</b>	<b>834</b>
Financial income		14		4	
Financial expenses		(510)	(356)	(299)	(151)
Others		7		(15)	
<b>Financial results, net</b>		<b>(489)</b>	<b>(356)</b>	<b>(310)</b>	<b>(151)</b>
<b>Net income (loss) for the period</b>		<b>(65,527)</b>	<b>6,104</b>	<b>(69,188)</b>	<b>10,876</b>
<b>Weighted average number of shares</b>		105,279,851		105,279,851	
<b>Profit (loss) per share - basic and diluted</b>		(0.62)		(0.66)	

The accompanying notes are an integral part of the interim financial information.

G2D Investments, Ltd.

Interim statement of comprehensive income for the period ended June 30, 2022 and 2021  
(In thousands of dollars)

	<i>Six-month period ending</i>		<i>Three-month period ending</i>	
	<u>06/30/2022</u> (Unaudited)	<u>06/30/2021</u> (Unaudited)	<u>06/30/2022</u> (Unaudited)	<u>06/30/2021</u> (Unaudited)
Net income (loss) for the period	(65,527)	6,104	(69,188)	10,876
<b>Total comprehensive income (loss)</b>	<b>(65,527)</b>	<b>6,104</b>	<b>(69,188)</b>	<b>10,876</b>

The accompanying notes are an integral part of the interim financial information.

G2D Investments, Ltd.

Interim statement of changes in shareholders' equity  
For the period ended June 30, 2022 and 2021  
(In thousands of dollars)

	<u>Share capital</u>	<u>Share premium</u>	<u>Accumulated income</u>	<u>Total</u>
<b>At January 01, 2021 (Unaudited)</b>	<b>66,026</b>		<b>6,781</b>	<b>72,807</b>
Capital increase	38	48,946		48,984
Income for the period			6,104	6,104
<b>At June 30, 2021 (Unaudited)</b>	<b>66,064</b>	<b>48,946</b>	<b>12,885</b>	<b>127,895</b>
<b>At January 01, 2022 (Unaudited)</b>	<b>66,065</b>	<b>48,570</b>	<b>93,497</b>	<b>208,132</b>
Loss for the period			(65,527)	(65,527)
<b>At June 30, 2022 (Unaudited)</b>	<b>66,065</b>	<b>48,570</b>	<b>27,970</b>	<b>142,605</b>

The accompanying notes are an integral part of the interim financial information.

G2D Investments, Ltd.

Statement of cash flows for the period ended June 30, 2022 and 2021  
(In thousands of dollars)

	Note	Six-month period ending		Three-month period ending	
		06/30/2022 (Unaudited)	06/30/2021 (Unaudited) <i>(Restatement)</i>	06/30/2022 (Unaudited)	06/30/2021 (Unaudited) <i>(Restatement)</i>
Net income for the period	8(ii)	(65,527)	6,104	(69,188)	10,876
<b>Reconciliation of net income to cash from operating activities</b>					
Depreciation (appreciation) in fair value of the investments - Equity Portfolio		63,470	(617)	68,357	(4,154)
Realized gain, net		(451)	(6,039)	(451)	(6,039)
Accrued interest on financial investments	8(i)	(14)		(4)	
Accrued accounts payable		528		353	
Accrued performance fee	9	128			
Accrued management fee	9	1,580		797	
Accrued interests on loan payable	10	302	25	152	228
Ownership acquisition - The Craftory		(6,535)	(1,164)	(6,535)	(1,164)
Ownership acquisition - Simpaul		(10)		(10)	
Ownership disposal - Expanding Capital		256	(11,196)	256	(60)
Ownership disposal - Inova FIP			3,237		3,237
Ownership acquisition - DIGIBEE		(2,000)			
		<b>(8,273)</b>	<b>(9,650)</b>	<b>(6,273)</b>	<b>2,924</b>
<b>Changes in assets/liabilities</b>					
Management fees	9	(1,517)	(528)	(783)	(528)
Performance fees	9	(9,180)		(127)	
Accounts payable		(418)	965	(160)	455
Others			(53)		
		<b>(19,388)</b>	<b>(9,267)</b>	<b>(7,343)</b>	<b>2,851</b>
<b>Net cash provided by operating activities</b>					
<b>Cash flows from investing activities</b>					
Acquisition of financial investments			(20,406)		(20,406)
Accrued interest on financial investments			37		37
Sale of financial investments		10,359		4,045	
		<b>10,359</b>	<b>(20,369)</b>	<b>4,045</b>	<b>(20,369)</b>
<b>Net cash used in investing activities</b>					
<b>Cash flows from financing activities</b>					
Proceeds from loans and financing			12,000		
Repayments of loans and financings		(492)	(12,129)	(492)	(12,129)
Proceeds from loans and financing	10		48,984		48,984
		<b>(492)</b>	<b>48,855</b>	<b>(492)</b>	<b>36,855</b>

**G2D Investments, Ltd.**

**Interim statement of changes in shareholders' equity**  
**For the period ended June 30, 2022 and 2021**  
**(In thousands of dollars)**

<b>Net increase in cash and cash equivalents</b>	<u>(9,521)</u>	<u>19,220</u>	<u>(3,790)</u>	<u>19,337</u>
<b>Cash and cash equivalents at beginning of the period</b>	<u>20,918</u>	<u>331</u>	<u>15,187</u>	<u>214</u>
<b>Cash and cash equivalents at end of the period</b>	<u>11,397</u>	<u>19,551</u>	<u>11,397</u>	<u>19,551</u>

The accompanying notes are an integral part of the interim financial information.

## G2D Investments, Ltd.

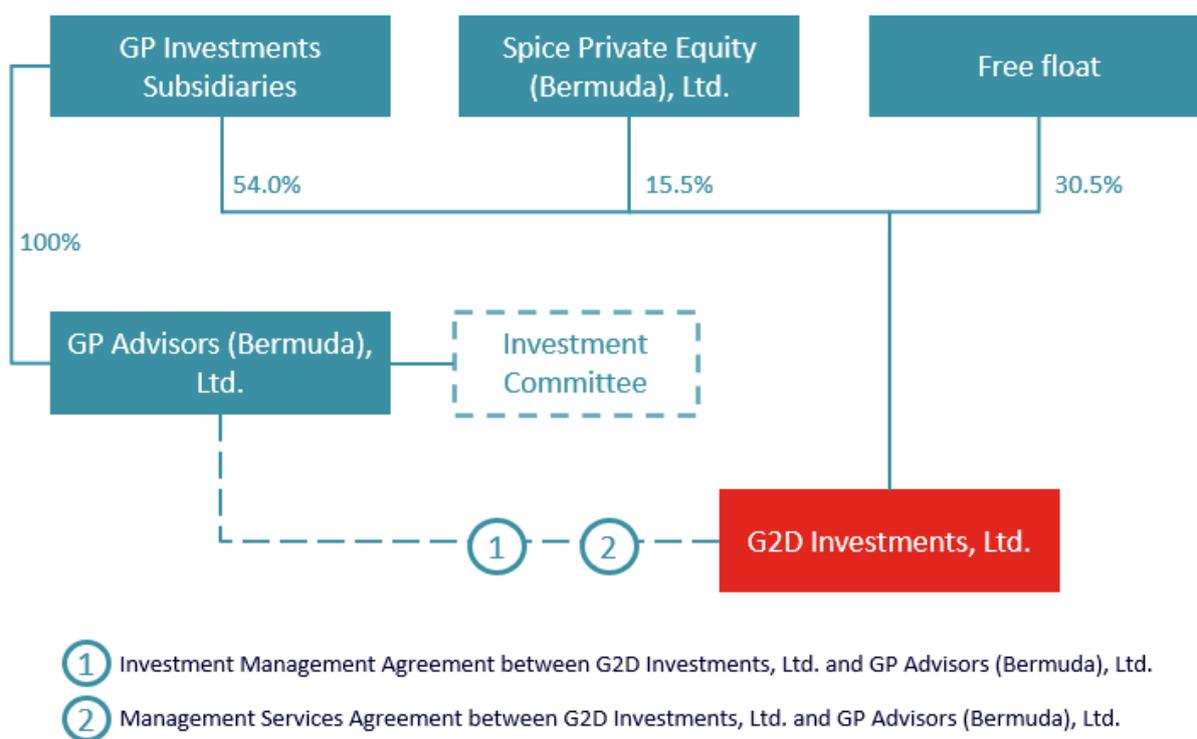
### Notes to the interim financial information as of June 30, 2022 (In thousands of US dollars, unless otherwise indicated)

#### 1. Business

G2D Investments Ltd. (the “Company” or “G2D”) is a publicly traded investment entity, with shares listed on the Bermuda Stock Exchange (“BSX”) and Brazilian Depository Receipts (“BDRs”) on the Brazilian Stock Exchange (“B3” – Brasil, Bolsa e Balcão). The Company is located at 16 Burnaby Street, Hamilton, Bermuda. G2D was incorporated on July 27, 2020, with the objective of investing in innovative and high-growth companies in Brazil, the United States and Europe.

The Company does not have any employees and, therefore, to carry out its investments activities, as well as administrative services, it has delegated the respective attributions to GP Advisors (Bermuda) Ltd (“GP Advisors” or “Investment Manager”), a subsidiary of GP Investments, Ltd (“GP Investments”), parent company of G2D, through an Investment Management Agreement (“Management Agreement”) and an Administrative Services Agreement. The Management Agreement discusses the services to be provided for its investment portfolio and has a duration of ten years. The Management Agreement authorizes GP Advisors to make investment and divestment decisions on behalf of G2D. To this end, G2D pays a management fee to GP Advisors as defined in the Management Agreement and presented in note 8.

The following organizational chart demonstrates G2D's corporate structure as of June 30, 2022 and December 31, 2021:



#### 2. Accounting policies

##### 2.1 Basis of presentation

The Company's interim financial information is being presented in accordance with IAS 34 – Interim Financial Reporting, issued by the International Accounting Standards Board – IASB, and in accordance with the rules issued by the Brazilian Securities and Exchange Commission (“CVM”).

The interim financial information should be read in conjunction with the financial statements for the year ended December 31, 2021, once its purpose is to provide an update on activities, events and significant circumstances in relation to those presented in the annual financial statements.

The Company's functional currency is the US dollar, since most of the Company's transactions and business are carried out in this currency.

The preparation of the interim financial information requires management to make estimates and use assumptions that affect the reported amounts of assets, liabilities, income and expenses and the related disclosures in the interim financial

## G2D Investments, Ltd.

### Notes to the interim financial information as of March 31, 2022 (In thousands of US dollars, unless otherwise indicated)

information. Actual results may differ from these estimates. Such estimates include, but are not limited to, the valuation of investments made by G2D.

The information regarding the bases for the preparation and presentation of the interim information, the summary of the main accounting practices and the use of estimates and judgments did not change in relation to that disclosed in note 2 of the annual Financial Statements for the year ended on December 31, 2021.

The interim financial information was approved by Management on August 15, 2022.

#### 2.1.1 New accounting pronouncements

The following standards, amendments and interpretations of existing standards have been published but are not yet in effect. The Company evaluated the impact of the standards and interpretations mentioned below and concluded that the new standards, amendments and interpretations do not have a material impact on the Company's accounting policies, its global results and financial position.

News IFRS Pronouncements	Title	Effective for the year ended December 31,
Amendments to IAS 1	Presentation of financial statements	2023
IFRS 17	Insurance contracts	2023

#### 2.2 Provision for contingency

The Company does not have any existing lawsuits, and based on the analysis of its legal advisors, there are provisions or disclosure to be done in the interim financial information for the period ended June 30, 2022 (December 31, 2021 – nil).

### 3 Financial risk management

#### 3.1 Strategy in the use of financial instruments

The Company's investment objective is to realize long-term capital appreciation, investment income or both by creating a portfolio of Direct Investments and Fund Investments in the private equity sector.

The Company's activities are exposed to a variety of financial risks: market risk (including interest rate risk and exchange rate risk) and liquidity risk. Management observes and manages these risks periodically. These risks may result in a reduction in the Company's Shareholders' Equity. The Company seeks to minimize these risks and adverse effects considering potential impacts from the financial markets. The Company manages these risks, when necessary, through collaboration with third parties that are market leaders in their respective areas of activity. In addition, the Company has internal guidelines and policies in place to ensure that transactions are carried out consistently and diligently.

##### 3.1.1 Market risk

###### (i) Interest rate risk

The Company is subject to cash flow interest rate risk due to fluctuations in prevailing market interest rate levels. Changes in interest rates may affect financial assets and liabilities. The Investment Manager monitors interest rates regularly and informs the Board of Directors at its quarterly meetings.

###### (ii) Exchange rate risk

The book value is calculated in US dollars, the Company's functional currency. The Company's underlying investments are denominated in reais (R\$), pound sterling (£) and US dollars (US\$). The Company is exposed to a certain degree of exchange rate risk, which may adversely affect its performance. Fluctuations in exchange rates affect the net asset value of investments and, therefore, the Company's interim financial information. The Company may have derivative contracts to mitigate these foreign exchange risks. As of June 30, 2022, the Company does not have any derivative contracts.

		<b>06/30/2022</b>		
	<b>Investment currency</b>	<b>Fair value (Unaudited)</b>	<b>Depreciation (10%) (Unaudited)</b>	<b>Appreciation (10%) (Unaudited)</b>
BLU Pagamentos S.A.	R\$	19,816	(1,982)	1,982
Inova FIP	R\$	37,747	(3,775)	3,775
The Craftory, Ltd	£	72,916	(7,292)	7,292

## G2D Investments, Ltd.

### Notes to the interim financial information as of June 30, 2022 (In thousands of US dollars, unless otherwise indicated)

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130,479

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(13,049)

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13,049

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#### 3.1.2 Liquidity risk

Due to the specific nature of the private equity funds that the Company invests, it is not always possible to immediately and fully invest the assets. Commitments made by a private equity investor in a private equity fund typically result in actual investments being made over a certain period.

G2D has commitments to Expanding Capital to be invested within a five-year period and a commitment to The Craftory with no fixed term for investment.

#### 4 Restatement of Cash Flows

After the filing of the interim financial information for the period ended June 30, 2021, an error was identified which directly affects the Statement of Cash Flows.

Management evaluated the qualitative and quantitative effects on the interim financial statement, and voluntarily chose to restate the Statement of Cash Flows for the period ended June 30, 2021, in accordance with IAS 7 - Statement of Cash Flows, issued by the International Accounting Standards Board – IASB, for better consistency of information.

Management identified that the figures presented in the interim financial information in Reais were not translated at the average rate for the period mentioned above, as provided for by IAS 7 and, in addition, reclassified items that were in the investment activities group to the operational activities group, to be more consistent with the nature of the transactions as well as with the core business of G2D.

The following table summarizes the impacts on G2D's interim financial information:

G2D Investments, Ltd.

Notes to the interim financial information as of March 31, 2022  
(In thousands of US dollars, unless otherwise indicated)

	<i>Six-month period ending</i>		
	<b>06/30/2021</b> <i>(Unaudited)</i> <i>Statement</i>	<b>06/30/2021</b> <i>(Unaudited)</i> <i>Adjustments</i>	<b>06/30/2021</b> <i>(Unaudited)</i> <i>Restatement</i>
Net income for the period	614		614
<b>Reconciliation of net income(loss) to cash from operating activities</b>			
Depreciation (appreciation) in fair value of the investments	(617)		(617)
Realized loss (gain), net	(639)		(639)
Accrued interests on loan payable	431	(46)	25
Ownership acquisition - The Craftory		(1,164)	(1,164)
Ownership acquisition - Expanding Capital		(11,196)	(11,196)
Ownership disposal - Inova FIP		3,237	3,237
	<b>(211)</b>	<b>(9,169)</b>	<b>(9,740)</b>
<b>Changes in assets/liabilities</b>			
Management fees	(528)		(528)
Accounts payable	965		965
Others		(53)	(53)
<b>Net cash provided (used) in operating activities</b>	<b>316</b>	<b>(9,582)</b>	<b>(9,266)</b>
<b>Cash flows from investing activities</b>			
Acquisition of financial investments	(246)		(246)
Accrued interest on financial investments	37		37
Ownership acquisition - Expanding Capital	(217)	217	
Sale of investment - Inova FIP	3,237	(3,237)	
Acquisition of investment - Craftory	(717)	717	
Ownership acquisition - Inova FIP	(5,585)	5,585	
<b>Net cash used in investing activities</b>	<b>(29,951)</b>	<b>9,582</b>	<b>(2,369)</b>
<b>Cash flows from financing activities</b>			
Proceeds from loans and financing	12		12
Repayments of loans and financings	(12,129)		(12,129)
Capital increase	48,984		48,984
<b>Net cash provided by financing activities</b>	<b>48,855</b>		<b>48,855</b>
<b>Net increase in cash and cash equivalents</b>	<b>1,922</b>		<b>1,922</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>331</b>		<b>331</b>
<b>Cash and cash equivalents at end of the period</b>	<b>19,551</b>		<b>19,551</b>

## G2D Investments, Ltd.

### Notes to the interim financial information as of June 30, 2022 (In thousands of US dollars, unless otherwise indicated)

	<i>Three-month period ending</i>		
	<b>06/30/2021</b> <i>(Unaudited)</i> <i>Statement</i>	<b>06/30/2021</b> <i>(Unaudited)</i> <i>Adjustments</i>	<b>06/30/2021</b> <i>(Unaudited)</i> <i>Restatement</i>
Net income for the period	1.876		1.876
<b>Reconciliation of net income(loss) to cash from operating activities</b>			
Depreciation (appreciation) in fair value of the investments	(4.154)		(4.154)
Realized loss (gain), net	(639)		(639)
Accrued interests on loan payable	228		228
Ownership acquisition - The Craftory		(1.164)	(1.164)
Ownership acquisition - Expanding Capital		(6)	(6)
Ownership disposal - Inova FIP		3.237	3.237
	<b>(2.689)</b>	<b>2.067</b>	<b>(622)</b>
<b>Changes in assets/liabilities</b>			
Management fees	(528)		(528)
Accounts payable	455		455
Others			
<b>Net cash provided (used) in operating activities</b>	<b>838</b>	<b>213</b>	<b>2.851</b>
<b>Cash flows from investing activities</b>			
Acquisition of financial investments	(246)		(246)
Accrued interest on financial investments	37		37
Ownership acquisition - Expanding Capital	(6)	6	
Sale of investment - Inova FIP	3.237	(3.237)	
Acquisition of investment - Craftory	(1.164)	1.164	
Ownership acquisition - Inova FIP			
<b>Net cash used in investing activities</b>	<b>(18.356)</b>	<b>(213)</b>	<b>(2.369)</b>
<b>Cash flows from financing activities</b>			
Proceeds from loans and financing			
Repayments of loans and financings	(12.129)		(12.129)
Capital increase	48.984		48.984
<b>Net cash provided by financing activities</b>	<b>36.855</b>		<b>36.855</b>
<b>Net increase in cash and cash equivalents</b>	<b>19.337</b>		<b>19.337</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>214</b>		<b>214</b>
<b>Cash and cash equivalents at end of the period</b>	<b>19.551</b>		<b>19.551</b>

## 5 Fair value estimates

In addition to the fair value measurement approach, IFRS standards require the Company to disclose fair value measurements by level of the following fair value measurement hierarchy:

Level 1 – inputs for the valuation methodology are quoted prices available in active markets as of the reporting date. The investment type listed at Level 1 includes unrestricted securities listed in active markets.

Level 2 - inputs for the valuation methodology are different from quoted prices in active markets, which are directly or indirectly observable on the date presented. Investments that are included in this category include restricted securities listed in active markets, securities traded in non-active markets, derivatives, corporate bonds and loans.

Level 3 – the inputs to the valuation methodology are unobservable and significant for the general measurement of fair value. Inputs in determining fair value require significant management judgment or estimation. Investments included in this category include investments in private entities.

G2D Investments, Ltd.

Notes to the interim financial information as of March 31, 2022  
(In thousands of US dollars, unless otherwise indicated)

Management considers and classifies its investments as follows:

	Investment currency	Level	Fair value 06/30/2022 (Unaudited)	Fair value 12/31/2021 (Unaudited)
The Craftory, LTD	£	3	72,916	96,418
BLU Pagamentos S.A.	R\$	3	19,816	28,226
Expanding Capital	US\$	3	14,868	20,507
Sim;paul	R\$	3		6
Quero Educação	US\$	3	5,107	5,107
Inova FIP	R\$	3	37,747	56,928
Digibee	US\$	3	2,000	
<b>Total</b>			<b>152,454</b>	<b>207,192</b>
<b>Financial instruments</b>				
Public bonds - Bonds	US\$	1		10,346
<b>Total</b>				<b>10,346</b>
<b>Total assets at fair value through profit and loss</b>			<b>152,454</b>	<b>217,538</b>

6 Financial instruments by category

	Assets measured at amortized cost (Unaudited)	Assets measured through profit and loss (Unaudited)	Total (Unaudited)
<b>At June 30, 2022</b>			
<i>Assets, according to the Balance Sheet</i>			
Cash and cash equivalents	11,397		11,397
Equity portfolio		152,454	152,454
	<b>11,397</b>	<b>152,454</b>	<b>163,851</b>
<b>At December 31, 2021</b>			
<i>Assets, according to the Balance Sheet</i>			
Cash and cash equivalents	20,918		20,918
Financial investments	10,346		10,346
Equity portfolio		207,192	207,192
	<b>31,264</b>	<b>207,192</b>	<b>238,456</b>

	Liabilities measured at amortized cost (Unaudited)
<b>At June 30, 2022</b>	
<i>Liabilities, according to the Balance Sheet</i>	
Accounts payable	387
Management fee	797
Loans and financing	20,062

## G2D Investments, Ltd.

### Notes to the interim financial information as of June 30, 2022 (In thousands of US dollars, unless otherwise indicated)

	<u>21,246</u>
	<b>Liabilities measured at amortized cost (Unaudited)</b>
<b>At December 31, 2021</b>	
<i>Liabilities, according to the Balance Sheet</i>	
Accounts payable	279
Management fee	735
Performance fees	9,053
Loans and financing	<u>20,252</u>
	<u><b>30,319</b></u>

## 7 Cash and cash equivalents

	<u>06/30/2022</u>	<u>12/31/2021</u>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
US dollars - US\$	11,262	20,791
Brazilian reais - R\$	135	127
	<u><b>11,397</b></u>	<u><b>20,918</b></u>

Cash and cash equivalents comprise spot deposits, with immediate convertibility and are subject to an insignificant risk of changes in value.

## 8 Financial investments

### (i) Financial investments current

#### (a) Balance sheet

	<u>06/30/2022</u>	<u>12/31/2021</u>
Financial investments		10,346
		<u><b>10,346</b></u>

#### (b) Balance movement

	<u>2022</u>
	<b>(Unaudited)</b>
At January 01, 2022	10,346
Appreciation	14
Divestments/write-offs	<u>(10,360)</u>
At June 30, 2021	
	<u><b>2021</b></u>
	<b>(Unaudited)</b>
At January 01, 2021	
Investments	20,404
Depreciation	<u>(36)</u>
At June 30, 2021	<u><b>20,368</b></u>

The Company classified all its financial instruments (Bonds) as Level 1. All instruments were issued by public companies and its maturity dates were until May 2022.



G2D Investments, Ltd.

Notes to the interim financial information as of June 30, 2022  
(In thousands of US dollars, unless otherwise indicated)

(ii) Equity Portfolio

The following table summarizes the Company's investments measured at fair value on a recurring basis by the above fair value hierarchy levels:

	Total direct and indirect - %	06/30/2022 (Unaudited)		Total direct and indirect - %	12/31/2021 (Unaudited)		Net change in unrealized gain (loss) with equity portfolio for the period ended	
		Cost	Fair value		Cost	Fair value	06/30/2022 (Unaudited)	06/30/2021 (Unaudited)
<b>Investments Portfolio</b>								
<b>G2D Investments, Ltd – Level III</b>								
The Craftory, LTD	16.4	60,000	72,916	16.4	53,465	96,418	(29,998)	
BLU Pagamentos S.A.	16.1	12,067	19,816	16.1	12,067	28,226	(8,410)	1,191
Expanding Capital (*)	*	18,768	14,868	*	18,542	20,507	(5,865)	(968)
Sim;paul	6.4	2,544	-	6.4	2,534	6	(16)	66
Quero Educação	3.2	5,000	5,107	3.2	5,000	5,107	-	
Inova FIP (**)	**	9,266	37,747	**	9,266	56,928	(19,181)	328
Digibee	1.6	2,000	2,000				-	
<b>Total</b>		<b>109,645</b>	<b>152,454</b>		<b>100,874</b>	<b>207,192</b>	<b>(63,470)</b>	<b>617</b>

(\*) As of June 30, 2022 – represented by approximately 25.6% of BBridge Capital I LP and 50% of Expanding Capital II-A LP.

(\*\*) Inova FIP invests in CERC and 2TM. The holdings are represented by approximately 4.5% and 2.9%, respectively.

## G2D Investments, Ltd.

### Notes to the interim financial information as of March 31, 2022 (In thousands of US dollars, unless otherwise indicated)

The changes in investments were as follows:

	<u>06/30/2022</u>	<u>12/31/2021</u>
	<u>(Unaudited)</u>	<u>(Unaudited)</u>
<b>At the beginning of the year</b>	<b>207,192</b>	<b>93,061</b>
Appreciation (depreciation) in fair value of investments	(63,471)	77,911
Ownership acquisition - Digibee	2,000	
Capital call - Expanding Capital		8,784
Capital call - The Craftory	6,535	20,694
Ownership acquisition - Sim;paul		544
Ownership acquisition - Inova FIP		6,161
Others	198	
<b>At the end of the period/year</b>	<b>152,454</b>	<b>207,192</b>

During the first semester of 2022, substantial macroeconomic changes, including energy prices surges, supply chain disruptions, accelerating inflation and corresponding increases in interest rates, have led to a reset in public capital market valuations. As a result, most publicly listed companies have seen their share prices plummet, with implicit valuation multiples trending below their historical averages. Based on this macro backdrop, Management believes that it is important to reflect the impact of such market conditions on G2D's portfolio valuations levels, even though the operational and financial performance of invested companies has not meaningfully changed and long-term prospects remain positive.

In order to reflect the current market conditions, Management calculated a discount rate based on average changes in implicit revenue multiples of each sector's trading comparables from December 31, 2021 to June 30, 2022, as per detailed below:

<u>Sector</u>	<u>Companies</u>	<u>Discount rate</u>
Fintechs	Blu, 2TM and CERC	(34.28%)
Consumer staples	The Craftory	(21.64%)
Expanding Capital	Expanding Capital	(33.71%)

Such discount factors were applied to each corresponding pillar of our portfolio companies, in addition our usual assessment of the fair value changes, as described below:

<u>Portfolio - G2D Investments, Ltd (Level III)</u>	<u>Fair Value Assessment</u>
The Craftory, LTD	NAV – 1Q22 and discount rate
Expanding Capital	NAV – 1Q22 and discount rate
BLU Pagamentos S.A.	Recent transaction and discount rate
Inova FIP - 2TM	Recent transaction and discount rate
Inova FIP - CERC	Recent transaction and discount rate
Digibee	Recent transaction (cost)*
Quero Educação	Recent transaction*
Sim;paul	Written-off

\*Both Quero Educação and Digibee are measured at cost and G2D has liquidation preference rights, which enables our fair value in those investments to remain unchanged.

During the first semester of 2022, the relevant transactions were:

#### Ownership acquisition – DGB USA Inc (“Digibee”)

In February 2022, G2D invested US\$ 2 million in Digibee as part of a US\$ 25 million investment round led by another investor. DGB USA Inc is a company that integrates systems with a focus on digital information and the wholly owner of Digibee Inc and Digibee Soluções em Tecnologia Eireli Ltda.

#### Capital Call – The Craftory

In the second quarter of 2022, G2D contributed another US\$ 6.5 million (approximately R\$ 31.4 million) in The Craftory from its committed capital, as per the shareholders' agreement.

## G2D Investments, Ltd.

### Notes to the interim financial information as of June 30, 2022 (In thousands of US dollars, unless otherwise indicated)

#### 9 Related parties – Management and Performance Fee

	<u>Note</u>	<u>06/30/2022</u>	<u>12/31/2021</u>
<b>Liabilities</b>			
Management fee	(i)	797	735
Performance fees	(ii)		9,053
		<u>797</u>	<u>9,788</u>

- (i) The management fee is calculated based on 1.5% of the Company's NAV, calculated each quarter based on the Shareholders' Equity of the previous quarter. Management fee expenses for the period ended June 30, 2022 were approximately US\$ 797 (June 30, 2021 – Nil).
- (ii) The performance fee is calculated based on the Company's NAV of the last fiscal year (December 31, 2021) with the addition of a minimum rate of return of 5% (hurdle rate) per year, compared to the NAV at the current fiscal year. If the NAV of each quarter exceeds the NAV of the last fiscal year, a performance fee accrual is calculated at the percentage of 10% and accounted for as a performance fee accrual, being recalculated, and adjusted on a quarterly basis. Payment will occur within 90 days after the end of each fiscal year. There was no performance fee expensed for the period ended June 30, 2022 (June 30, 2021 – Nil). The variation in the balances of the performance fee payable was due to the payment in January 2022 in the approximate amount of US\$ 9 million and also to the reversal of the performance fee accrual in the second quarter of 2022, given that the NAV of Company on June 30, 2022 was lower than the NAV of December 31, 2021.

#### 10 Loans

##### (a) Balance sheet

	<u>Note</u>	<u>Currency</u>	<u>Rate (%)</u>	<u>06/30/2022</u>	<u>12/31/2021</u>
Loans	(i)	US\$	3% a.a.	20,062	20,252
				<u>20,402</u>	<u>20,252</u>

- (i) These loans are to be settled by July 31, 2023.

##### (b) Balance movement

	<u>2022</u>
	<b>(Unaudited)</b>
At January 01, 2022	20,252
Interest accrued	302
Amortization of loans	(492)
At June 30, 2022	<u>20,062</u>
	<u>2021</u>
	<b>(Unaudited)</b>
At January 01, 2021	20,248
Adding loans	12,000
Interest accrued	302
Amortization of loans	(12,000)
At June 30, 2021	<u>20,550</u>

#### 11 Shareholders' Equity

##### (a) Share capital and share premium

The Company's share capital and share premium for the respective period/year is as below:

## G2D Investments, Ltd.

### Notes to the interim financial information as of March 31, 2022 (In thousands of US dollars, unless otherwise indicated)

	<u>06/30/2022</u>	<u>12/31/2021</u>
Share capital	66,064	66,064
Share premium	48,570	48,570
	<u>114,634</u>	<u>114,634</u>

The amounts of shares per class in the period are summarized below:

	<u>Class A</u>	<u>Class B</u>	<u>Total</u>	<u>Ownership</u>
Subsidiaries of GP Investments	7,103,212	66,025,326	73,128,538	69.5%
Outstanding shares	32,151,313		32,151,313	30.5%
<b>Total</b>	<b><u>39,254,525</u></b>	<b><u>66,025,326</u></b>	<b><u>105,279,851</u></b>	<b><u>100%</u></b>

Class A shares are restricted voting common shares and have a par value of \$0.001 per share. Class B shares are common shares and have a par value of \$1.00 per share. The Company's share capital is represented by the total number of class A and class B shares multiplied by the par value of such shares. The share premium is represented by the total number of class A shares multiplied by the issuance price of the shares of the Company's initial public offering.

Pursuant to the Company's Byelaws, Class A and Class B shareholders have the same economic rights, while Class A shareholders are entitled to participate and vote on specific matters. Class A and Class B shareholders have the same economic rights, while Class A shareholders do not have the right to vote at any General Meeting of the Company. The Company's Byelaws states that the Board of Directors will decide the frequency of distribution of dividends to holders of Class A and Class B common shares, in proportion to the shares they hold. The Company's BDRs are backed by Class A common shares.

Under Bermuda law, the Board of Directors may only distribute dividends if it meets the following conditions: (i) the Company must not be or become insolvent as a result of the payment of dividends as they are due; and (ii) the realizable value of the assets cannot become insufficient to satisfy the Company's liabilities

#### **(b) Earnings per share**

Earnings per share for the period ended June 30, 2022 and 2021 were calculated based on the weighted average of shares, according to the table below (in thousands of dollars, except for the number of shares). There was no dilutive effect on earnings per share as of June 2022 and 2021.

	<u>06/30/2022</u>	<u>06/30/2021</u>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
Net income (loss) for the period attributable to GP Investments	(65,527)	6,104
Weighted average common shares outstanding - basic	105,279,851	66,025,326
<b>Profit (loss) per share in US\$ – basic and diluted</b>	<b><u>(0.62)</u></b>	<b><u>0.09</u></b>

## 12 Subsequent Events

The Company analyzed and concluded that there were not any events or transactions that would cause material effect on these financial statements.

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