

HOWALDT & CO.



WERTANLAGEN FONDS

Alignment at work in professional investing





Disclaimer – please make sure you read this

THIS DOCUMENT IS DIRECTED ONLY AT PROFESSIONAL AND SEMIPROFESSIONAL INVESTORS WITHIN THE MEANING OF KAPITALANLAGEGESETZBUCH (CODIFIED GERMAN INVESTMENT LAW) AND VALID ONLY IN CONJUNCTION WITH THE SEPARATE VOLUNTARY INFORMATION DOCUMENT OF 1 JANUARY 2022 THAT INCLUDES VARIOUS RISK FACTORS AND DETAILED TERMS AND CONDITIONS.

MARKETING OF SHARES IN “WERTANLAGEN” FUND AND DISTRIBUTION OF THIS DOCUMENT IS SUBJECT TO THE PRIOR PERMISSION OF HOWALDT & CO. INVESTMENTAKTIENGESELLSCHAFT TGV.



You have been looking for a good way to pursue long-term investment success for your savings?





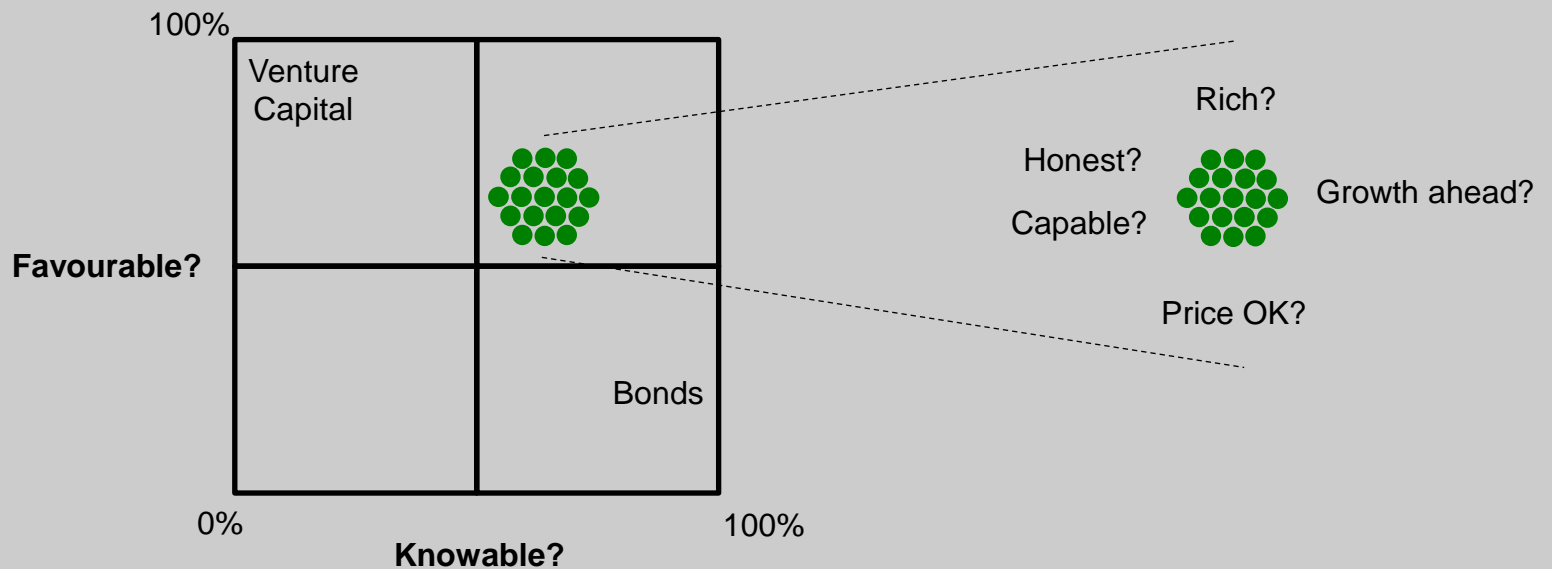
In our fund, only your investment success counts

- We aim for your investment with us to prosper over time, by owning shares in **prospering companies** and by seizing the **occasional bargain opportunity**
- When entrusting our fund, you know that **the responsible fund manager has a substantial personal investment** in mind too when making decisions
- **Fixed costs are kept low** for you and all other investors.
Only your success will bring reward for the team





Our own “Wertanlagen” way to investment success – find individual securities that each have a good probability of success attached,...



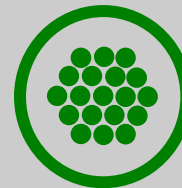
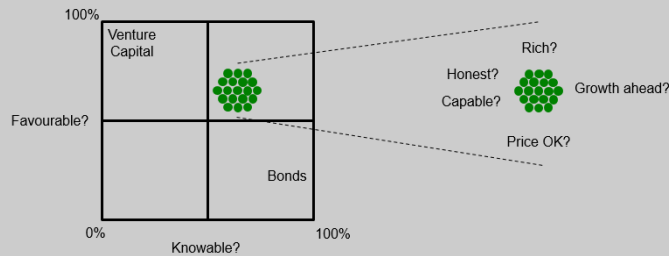
Note: (1) Each ● stands for one individual investment security in the fund (number of investments and individual portfolio weight varies)



...keep them in a portfolio that can compound for many years mostly free from interim taxation and with favorable tax rate at redemption,...

Steuerliches Investmentvermögen

Steuerlicher Aktienfonds acc. to § 2 Abs. 6 InvStG



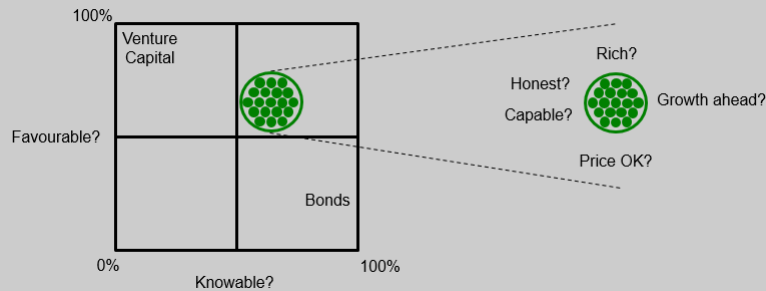
Annual tax admin mostly automatic, handled by your custody bank

Fund organised entirely on-shore in Germany

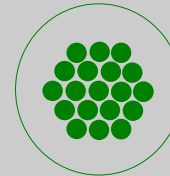
Important note: (1) See page 16 for more detailed information on taxation



...and focus the manager on investment success only, minimizing fixed running costs



Fixed cost management fee 0.15% p.a.



External fixed expenses also minimised
(target 0.07% p.a., December 2022 run-rate 0.13% p.a.)

Important note: (1) See page 13 for more detailed information on commercial terms



What type of assets are in our fund to produce probable good long-term returns?

1 Our typical investment: Shares in c. 15 - 25 carefully selected, prospering companies

- Typical qualities that we like:
 - a business with good and sustainable reason to exist
 - giving it a growth runway for the next 5 – 10 years
 - a skilful owner on the board, acting in our joint interest
 - high return on equity (15%+)
 - evidence that points to a “rich” business model and balance sheet
- Typical size allocation: 30% large, 50% mid-sized, 20% small companies⁽¹⁾
- Typical geographic allocation: mainly Europe, USA

2 Our occasional investment: Bargains

- Unlike the compounders that we like to keep for the long-term, occasional bargains are bought with an exit in mind

3 A small war chest of cash and cash equivalents

- We tend to keep 10% in cash in strong markets to take advantage of opportunities when markets weaken

Note: (1) All three size-brackets are likely to be represented at any one time. Actual percentage allocation varies materially depending on opportunities, prices, liquidations



Both our own experience and inspirations from these investment legends form the basis of what we seek to own

Graham



Equity, History
Integrity, Mr. Market,
Margin of Safety

Fisher



Companies to keep,
Scuttlebutt

Buffett



Commercial goodwill,
Focus on costs,
Love for the product



Taleb



Antifragile qualities

Klarman



Asymmetric situations
in neglected corners

Ashworth-Lord



Invest in the best,
Valuing compounders





We apply advanced tools and a comprehensive network to maintain a deep up-to-date understanding of our investment favourites (the “wine rack”)

Global market of listed securities such as equities, bonds, investment trusts

Continuous market screens

Securities we have followed Networking Admired fellow investors Due Diligence cross-reads Special Situation Newsflow Quant screens

Potential Company Securities

Proprietary Financial History Check

10 year history of earnings and balance sheet quality/trajectory

Company Quality Check

Management loyalty to shareholders
Business moat/Scuttlebutt
Hygiene factors such as executive pay

Asymmetric risk/reward securities

Special Situation Check

Asymmetric risk/reward validation (e.g. in securities involving entities in liquidation or other out-of-fashion corners of the market)

Wine rack
50-75 desirable securities

Margin of Safety Definition

Define limit prices for buying and selling
Track corporates and securities over time

Mr. Market is fearful, we buy



Mr. Market is very greedy, we sell

Typical portfolio:
15-25 positions





Our global portfolio resides on-shore in Germany

(BaFin registered)
Investmentaktiengesellschaft



Betriebsvermögen (manager)

Controls fund activities as in-house investment manager

Ownership represented by fixed amount of Unternehmensaktien/ corporate shares (held by S.Howaldt and C.Oetker)

Has own bank account, separate from fund assets

Investmentvermögen (fund)

Owned by variable number of Anlageaktien/non-voting investment units (substantial amount paid in by executives, rest by co-investors)

Owns cash, equities, bonds, other securities

Co-investors can join or redeem quarterly

Assets held/controlled by fully regulated fund custodian

This is where the assets are

Ring-fenced – and held by custodian (Verwahrstelle)

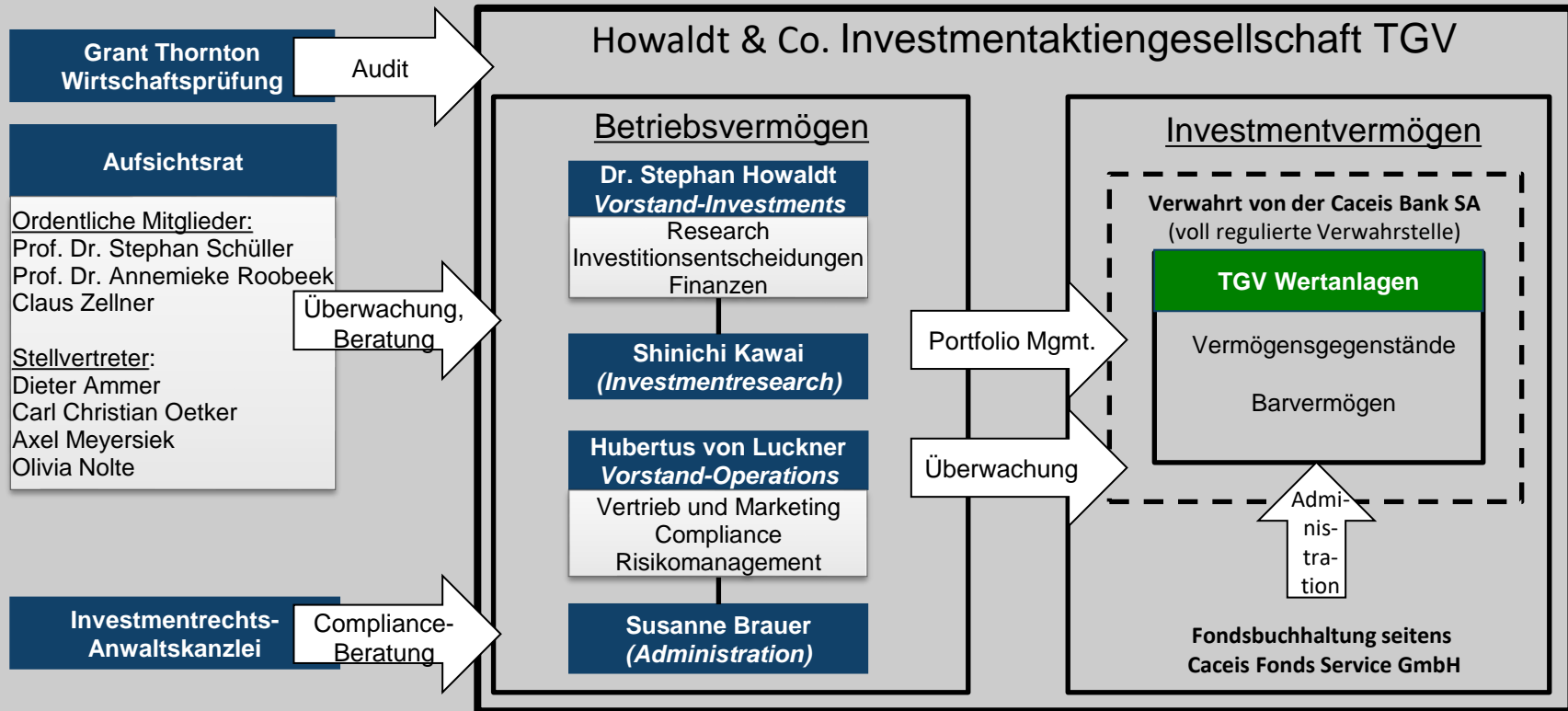
Independently verified – custodian and annual audit

Cost efficient – operation under one roof with manager

Flexible – join/redeem quarterly



Operational set-up with checks and balances





Returns achieved

Performance numbers stated after all costs and adjusted for distributions paid:

in %	2014	2015	2016	2017	2018	2019	2020	2021	2022
Q1		0.53	1.22	1.12	0.57	5.24	-14.33	6.63	1.08
Q2		0.67	0.90	1.56	0.95	0.02	19.82	3.84	-4.01
Q3	0.05	-6.61	6.57	2.19	-2.69	2.65	2.12	1.43	-4.90
Q4	0.91	1.02	6.43	0.78	-7.07	3.30	7.37	4.91	3.09
Year	0.97	-4.52	15.85	5.76	-8.19	11.61	12.56	17.82	-4.88

* initiation: 08.08.2014 @ € 1,000.-



Underlying historic synthetic risk indicator (provided by Caceis Fund Service) ⁽¹⁾ ⁽²⁾

<--- typically lower returns			typically higher returns possible				---->
<---- lower risk				higher risk			---->
1	2	3	4	5	6	7	

Notes:

(1) The above risk indicator is based on historic volatility data of our Wertanlagen Fund. The fund's SRI risk category can change. The fund is not managed to maintain the current SRI risk category. Even a fund in SRI category 1 is not risk-free. The SRI measurement methodology is applied in line with European regulatory guidelines for on key information documents for packaged retail and insurance-based investment products (PRIIPs). It does not reflect all material risks that Howaldt & Co. would consider relevant for the fund's future development.

(2) A comparison of like-for-like datapoints (5 year monthly historic data) shows the S&P 500 index in risk category 4, the DAX index at risk category 5



Commercial terms centred around your performance:

- Low fixed costs – 0.15% management fee (minimum EUR 55K p.a. total) plus external expenses ⁽¹⁾
- Fund manager rewarded if fund performance exceeds 5% p.a. (performance share: 1/5 of any annual growth in net asset value, subject to high watermark hurdle)
- If you need some or all of your capital paid out, you can withdraw quarterly with 40 days prior notice
- We encourage long-term investing for best results and to keep our collective fixed costs low ⁽²⁾



Notes:

(1) Indexed for inflation. Expenses vary depending on fund size: 2023 run rate expected at EUR 50-55K or 0.13%

(2) **As a benefit of an actual long-term investment, the redemption discount of 5% no longer applies after 5 years.** If applied to a redemption request in the interim, any such discount would be retained for the benefit of all remaining investors. Example: Co-Investor A redeems within the first 5 years of his investment units with a net asset value of EUR 100 each. He would receive EUR 95 for each unit redeemed (subject to further trading or similar costs) and EUR 5 of each of the value of his units would be distributed among all remaining investors. Executive Founder investors and their families will be able to redeem without redemption discount, reflecting the fact that they have committed nearly all their liquid assets to InvAG and need to fund living expenses from time to time.

(3) All data refer to Wertanlagen TGV sub-fund, Class A investment shares. Class B investment shares are not subject to performance fees



Next step for you:

- Take step 1 of 2 by filling in our investor-identification-form
(download at www.howaldt.com)





Appendices



Tax strategy - efficient but no sleepless nights, please ⁽¹⁾

- German on-shore fund vehicle
- Suitable for private, corporate and institutional investors
- Classification as Alternative Investment Fund in line with § 1 (1) and Equities Fund in line with § 2 (6) InvStG of Jan 2018, leading to tax treatment as follows:
- Taxation of any net gain mostly happens upon investor returning fund units one day in the future

At such time:

- private individuals benefit from a 30% discount of any German taxes
- corporate investors benefit from a 80% discount of any German Corporation taxes and 40% of any trade taxes

Until such time:

- Capital gains within the fund can be re-invested without being taxed
- Interest income within the fund is tax free
- dividend withholding taxes are mostly lower than for securities held in a private or corporate account
- a small tax amount at the investor level may occur annually (2022: 0%), and only if the fund value has risen

Important note (1):

In matters taxation nothing is ever certain nor simple. Please read the full tax description in our exhaustive voluntary information document, available in German only



Team - Investments



Dr. Stephan Howaldt, born 1966, has been Chief Investment Officer since the formation of Howaldt & Co. Investmentaktiengesellschaft TGV in 2014. Stephan is also a member of the board of curators at Deutsche Schutzgemeinschaft für Wertpapierbesitz.

In investment management, he was previously founder, head and a member of the Investment Committee of the multibillion-Euro Hermes European Focus Funds, and Chief Executive of its management company Hermes Focus Asset Management Europe Ltd., regulated by the FSA in the UK. Within the wider Hermes Group (USD 100 billion in funds under management) he was a member of, inter alia, the Group Executive Committee (comprising the group's six most senior managers) and the Group Risk and Compliance Committee.

In the corporate world, he was previously Chairman of the Supervisory Board of Vapiano SE (until 2015, global chain of restaurants with some 5,000 staff directly employed or some 12,000 if including franchisees), a non-executive director of Unisphere Networks Inc. in the United States (majority-owned by Siemens - telecoms equipment), an Executive Director at S.G.Warburg/UBS Warburg (investment banking), and an executive at Treuhandanstalt.

Stephan holds a PhD in economics, lic.oec.HSG (both from St.Gallen University) and IDP-C from INSEAD, is a former scholar of Studienstiftung des deutschen Volkes and reserve officer in the German army.



Team - Investments



Shinichi Kawai, born 1981, joined the investment team in 2022.

He was previously an Equity Expert at Solactive AG for 2 years and before this he was engaged as a Research Associate within Deutsche Bank. In his former roles he was also working as a Portfolio Manager at Nissay Asset Management in Tokyo and as an Equity Analyst at Nomura Asset Management Europe in Frankfurt am Main.

Academically, Shinichi holds a Diploma in General Arts from Capilano University in Canada, a Bachelor of Arts in Business Administration from Kobe University in Japan and a Master of Science in Money & Finance from Goethe University in Germany. He passed all 3 CFA exams.



Team – Investor Relations and Operations



Hubertus Graf von Luckner, born 1954, joined Howaldt & Co. in 2018 and is an executive board member in charge of Marketing and Operations.

Prior to joining Howaldt & Co. he worked as a Direktor at IKB Deutsche Industriebank AG for 30 years.

Since 1993, he has also been secular Provost of the Noble Monastery of Uetersen.

Hubertus holds a diploma in Economics from the University of Kiel and was trained as reserve officer (armored reconnaissance) in the German army.



Team – Investor Relations and Operations



Susanne Brauer, born 1981, joined Howaldt & Co. in 2020 with a focus on Investor Relations and Operations.

Prior to joining Howaldt & Co., she worked at VELOX GmbH (later IMCD Deutschland) for a period of 12 years, both in increasingly senior product management roles and in corporate planning and project management.

Susanne holds a diploma in Business Administration from the University of Hamburg.



The supervisory board and senior advisers



Prof. Dr. Annemieke Roobeek
 Professor for Strategy, non-executive director (current and previous) at ABN AMRO, KLM, Abbott Healthcare Netherlands. Member of the Supervisory Board



Prof. Dr. Stephan Schüller
 Former General Partner and CEO at Lampe Bank, Vereins- und West-Bank, Germany. Chairman of the Supervisory Board



Claus Zellner
 General Counsel, Head of Real Estate Investment and former CFO at Venus Management Co. (Niarchos Family Office), Monaco. Member of the Supervisory Board



Dieter Ammer
 Investor. Former CEO Becks', Tchibo. Former Chair Beiersdorf. Senior Adviser and Deputy Member of the Supervisory Board



Axel Meyersiek
 Investor and former Partner, BC Partners (Private Equity). Deputy Member of the Supervisory Board



Olivia Nolte
 Student at Bucerius Law School. Deputy Member of the Supervisory Board



Carl Oetker
 Executive at Dr. Oetker group. Seasoned investor, with former roles at Howaldt & Co., in private equity and at Boston Consulting Group. Senior Adviser and Deputy Member of the Supervisory Board

