

ANNUAL REPORT FY 2022

**GOLDMAN SACHS ASSET MANAGEMENT B.V. (FORMERLY
KNOWN AS NN INVESTMENT PARTNERS B.V.)**

Table of Contents

Contents

Management Board report _____	1
Financial Statements _____	18
Notes to the Financial Statements _____	20
Notes to the Balance Sheet _____	28
Notes to the Profit and Loss account _____	32
Signing by the Management Board _____	37
Other information _____	38
Independent auditor's report _____	39

Management Board report

MANAGEMENT BOARD REPORT

Company profile

Goldman Sachs Asset Management B.V. (formerly known as NN Investment Partners B.V.) (“GSAM BV” or “the company”¹) is a Dutch legal entity primarily engaged in collective and individual portfolio management activities.

The company acts as manager of certain Dutch and Luxembourg domiciled Goldman Sachs Asset Management (GSAM) investment funds, as board member of certain GSAM investment companies (umbrella funds) and as investment manager/advisor for proprietary assets, as well as the assets of other third parties (institutional clients). The company’s distribution platform ‘Fitvermogen’ enables retail clients to invest in GSAM funds.

The company’s ultimate parent undertaking and controlling entity is The Goldman Sachs Group, Inc. (Group Inc.). Group Inc. is a bank holding company and a financial holding company regulated by the Board of Governors of the Federal Reserve System. Group Inc., together with its consolidated subsidiaries, form ‘GS Group’. GS Group is a leading global financial institution that delivers a broad range of financial services to a large and diversified client base that includes corporations, financial institutions, governments and individuals.

The company was acquired by GS Group on 11 April 2022 (“the acquisition”), and its business was combined with the Goldman Sachs Asset Management business. Prior to the acquisition, the company had a long-standing history as part of NN Group N.V. (“NN Group”). As a result of the acquisition, the company changed its name from NN Investment Partners B.V. to Goldman Sachs Asset Management B.V. effective 6 March 2023.

The company has been licensed since 11 May 2006, pursuant to Section 2:65 Financial Supervision Act (Wet op het financieel toezicht, ‘Wft’) (management of AIFs) and has been licensed since 6 June 2014, pursuant to Section 2:69b Wft (management of Undertakings for Collective Investment in Transferable Securities (“UCITS”) funds). The company is under supervision of the Dutch Authority for the Financial Markets (AFM) and De Nederlandsche Bank (DNB). The 2:65 Wft license was converted to an Alternative Investment Fund Managers (“AIFM”) license as of 22 July 2014. During 2015, an extension on the license was granted, authorizing the company to provide investment advice and individual portfolio management services.

The company is required to perform a reliability and suitability assessment of its Board Members prior to their appointment to the Management Board. The company’s immediate parent is Goldman Sachs Asset Management International Holdings B.V. (formerly known as NN Investment Partners International Holdings B.V.). The company has established branch offices in Germany, France, Spain, Italy, the United Kingdom, Czech Republic, and Romania (“Branches”).

Goldman Sachs Asset Management profile

Bringing together traditional and alternative investments, Goldman Sachs Asset Management (GSAM) provides clients around the world with a dedicated partnership and focus on long-term performance. As the primary investing area within Goldman Sachs, GSAM delivers investment and advisory services for institutions, financial advisors and individuals, drawing from our connected global network and tailored expert insights, across every region and market.

¹ When we use the terms “we,” “us” and “our,” we mean the company or Goldman Sachs Asset Management as context requires

Management Board report

Governance

Effective 21 December 2022, the company's Management Board consist of: M.C.M. Canisius (Co-Chief Executive Officer), G.E.M. Cartigny (Co-Chief Executive Officer), V. van Nieuwenhuijzen (Chief Investment Officer), H.W.D.G. Borrie (Chief Client Officer), M.C.J. Grobbe (Chief Human Resources Officer), B.G.J. van Overbeek (Global Chief Operation Officer) and P. Den Besten (Chief Risk Officer). S.S.Bapat stepped down as chief executive officer effective 08 September 2022. The number of directorships held by the members of the management body can be found on the company's website (www.gsam.com/responsible-investing/en-INT/professional/about/policies-and-governance).

the company's staff in the Netherlands, consisting of 715 employees (2021: 707), are employed by Goldman Sachs Personeel B.V. (formerly known as NNIP Personeel B.V.). The parent company of GSAM BV, Goldman Sachs Asset Management International Holdings B.V., is charged for the staff expenses by Goldman Sachs Personeel B.V. under a service level agreement and accordingly GSAM BV is charged by Goldman Sachs Asset Management International Holdings B.V. via a cost allocation charge. The company's remuneration policy can be found on the company's website.

Gender-balance in the board of directors and senior management

Goals and plan of action

The company has historically applied NN Group goals with respect to diversity and gender-balance in the board and senior management. Following the acquisition by GS Group, the company will review these goals to ensure they are also consistent with the diversity goals of GS Group. For further information about Goldman Sachs' people, culture and commitment to diversity, see www.goldmansachs.com/our-commitments/diversity-andinclusion/.

Encouraging female talent at the top starts with hiring 50% women across the organization. When filling management positions, a percentage of 50% women is also identified for shortlisting.

In the run-up to fulfilling key positions within the organisation, Human Resources work with management to determine the relevant experience, skills and competencies of potential successors. The succession pool includes talent from within the organisation and beyond and focuses on employees who demonstrate consistently high performance, potential, ambition and strong leadership behaviour.

The goal is to drive future female leadership already in the pipeline, promote diversity in key positions and create targeted career opportunities.

The board

It is the aim of the shareholder of GSAM BV to have a suitable and balanced board of directors of GSAM BV. The shareholder wishes to achieve a balanced gender distribution, in which the board consists of at least 30% men and at least 30% women.

However, the shareholder of GSAM BV also takes into account various other relevant selection criteria when forming the board of directors.

The integration into GS Group has influenced the new appointments to the board during 2022. It was decided to appoint Co-CEOs, whereby Martijn Canisius (previously Chief Finance and Risk Officer) has been appointed as an internal candidate for a Co-CEO position and Gerald Cartigny from GS Group as the other Co-CEO, to streamline the integration. To fill the vacant position of Chief Risk Officer, an internal candidate was chosen with the necessary and desired experience, knowledge and skills (Patrick Den Besten).

Management Board report

The composition of the board of directors of GSAM BV met the aforementioned gender-balance for a large part of 2022. However, after the appointments of a Co-CEO and new CRO as of 21 December 2022, the ratio has changed, and the board of directors now consists of two female board members (28.6%) and five male board members (71.4%).

The shareholder of GSAM BV will continue to strive for a suitable and balanced composition of the board of directors of GSAM BV in future appointments, taking into account all relevant selection criteria, including, but not limited to, the desired target of 30% gender-balance, and the requirements resulting from the law "Evenwichtiger verhouding tussen mannen en vrouwen in bestuur en raad van commissarissen", effective on 1 January 2022.

Senior management

At the management level, the ratios as of 31 December 2022 are as follows:

I. All Managers:

Total: 157

Male: 115 (73.2%)

Female: 42 (26.8%)

II. Senior Managers:

Total: 47

Male: 31 (66%)

Female: 16 (34%)

In this layer of the organization, too, efforts will continue to achieve a gender-balance ratio in accordance with the set target, whereby all relevant selection criteria will be taken into account in future appointments.

Strategy

The company's main focus is to offer products and solutions that bring clients long-term value, in a responsible manner, with excellent customer experience, while continuously focusing on becoming more efficient.

The company is an active asset manager offering a variety of investment strategies to help our clients achieve their goals. We offer a range of fixed income and multi-asset solutions, as well as active alpha capabilities, in both the fixed income and equity space. In particular, the company specialises in green bonds, sustainable multi-asset, sustainable equity and impact equity solutions. To support these capabilities, we rely on a central Sustainable Investing & Innovation Platform, allowing us to share and store sustainable investing information in one place, facilitating continuous learning among investment professionals.

The company's investment process is founded in fundamental research. As an active asset manager, the company continuously pursues other sources of value/alpha for our clients.

Sustainable Investing is central to our investment beliefs. Environmental, social and governance (ESG) criteria are integrated in more than 90% of assets under management with continuous effort towards full coverage. The company believes sustainable investing is about actively engaging with companies to stimulate and support them along their transition, and that ESG integration leads to better risk-adjusted performance over the mid- to long-term. We are committed to making a difference for the future through our sustainable investing practices and believe that

Management Board report

regulation will define a common way of assessing sustainable products, which will help create a better, greener future overall.

Through a client-centred approach and both local presence and partnerships, the company offers its broad range of clients a digital and personal client experience. Due to challenges brought on by COVID-19, our remote client engagement and service delivery capabilities have been augmented. Our digital capabilities are stronger than ever, and we have substantially enhanced our clients' experience.

2022 has been a very turbulent year. Recent headwinds, such as surging inflation, rising energy costs and an ongoing war in Europe, have brought great challenges. Staying in control and delivering for our clients remains at the forefront of our efforts. Through robust processes and a consistent, adaptive investing approach, we continue to deliver strong risk-adjusted returns to our clients. Our European and Sustainable Equities, High Yield and Investment Grade Credit (incl. Green Bonds), Money Markets, and Patrimonial multi-asset ranges are high-performing in the industry. Finally, our Dutch-focused fiduciary proposition remains attractive in the market.

The company continues its focus on becoming a more efficient and adaptable asset manager by allocating resources towards our core activities: investing clients' money, delivering risk adjusted returns and ensuring excellent client experience. For non-core activities, we strive to source them from partners and other external providers. Such focus, supports our business in staying efficient and competitive in what we do, while allowing us to access the best of what we source externally.

On 11 April 2022, in association with the acquisition of the company, the company entered into a strategic partnership with NN Group, whereby the company will provide NN Group with asset management services for the next 10 years. Due to the company's European footprint and strong Sustainable Investing positioning, it is expected that the company will put the Goldman Sachs Asset Management business in a great position to continue to deliver investment excellence and to grow its business, especially in the area of Sustainable Investing, while also securing a prominent position within EMEA region.

All amounts are in Euro, unless stated otherwise. The annual report is prepared for the period 1 January 2022 to 31 December 2022.

2022 financial situation and results

Gross income from operations decreased to EUR 599.9 million (2021: EUR 689.5 million), mainly as a result of lower management fees due to lower market performance. Fee and commission expenses for the year decreased to EUR 307.0 million (2021: EUR 331.7 million), due to the lower market performance.

Operating expenses increased to EUR 294.1 million (2021: EUR 246.7 million). Operating expenses were higher in 2022, due to increased staff-related expenses and increased project-related expenses, particularly related to the integration of GSAM BV into GS Group. The lower gross margin and the higher operating expenses resulted in a profit after tax of EUR 0.3 million (2021: a profit after tax of EUR 83.6 million).

The company's cash balance as of 31 December 2022 is EUR 33.8 million (31 December 2021: EUR 22.7 million). Cash and cash equivalents are at the free disposal of the company, unless stated otherwise. The company's financing requirements in 2022 were met by means of financing through GS Group companies. The company's Finance department manages the risk associated with the company's business activities through the management, planning and allocation of capital within GSAM BV. The Finance department manages the company's capital on a pro-active basis and ensures that sufficient capital is available by setting targets and limits. The company reports to the DNB on a quarterly basis as required by Investment Firm Regulation and Directive ("IFR/IFD") rules. As of the date of this report, the most recent reporting was done as of 31 December 2022. All capital requirements were met.

Management Board report

Furthermore, the capital adequacy is checked on a quarterly basis against the regulatory required capital. The company's available Own Funds, which only include the Common Equity Tier 1 items, equal the equity position in the financial statements. The Own Funds ratio, which is based on the ratio of Total Own Funds to the Total Own Funds Requirement, is well above 100%.

The solvency equity ratio improved compared to previous year and amounts to 54% (2021: 48%). The liquidity ratios, namely current and quick ratios, also improved and at year-end are equal to 217% (2021: 192%) and 58% (2021: 31%), respectively. This is the result of a decreased amount of current liabilities and higher amounts of cash and cash equivalents in 2022.

Geopolitical developments

The company has experienced limited direct impact from the Russian invasion of Ukraine, as exposure to these markets was a relatively small percentage of total assets under management. At this point in time, we foresee no impact on the going concern of our mutual funds nor on that of GSAM BV as an asset manager.

Assets under Supervision

Assets under supervision comprise the assets under management and assets under advice managed by GSAM BV. Total assets under supervision at the end of 2022 amounted to EUR 213 billion: EUR 176 billion of which were assets under management (31 December 2021: EUR 268 billion) and EUR 36 billion (31 December 2021: EUR 43 billion) were assets under advice. The reduction in Assets under management was due to market depreciation of EUR 51 billion and net outflows of EUR 41 billion (of which EUR 32 billion related to a portfolio of mortgages whose management was transferred to NN Group as part of the acquisition).

Going concern

These financial statements have been prepared on a going concern basis. The Management Board is satisfied that the company has sufficient capital and resources to continue to operate for the foreseeable future. In reaching this conclusion, the Management Board has considered the financial results of the company, its capital management activities and liquidity as set out in the Liquidity risk and Capital risk management paragraphs of this Management Board report.

Risk management

Methodology

GSAM BV's organization presents several statements attesting to the effectiveness of its Internal Controls (e.g., ISAE3402) to clients, shareholders, regulators and other stakeholders. For that purpose, the company uses an integrated approach and governance. The Internal Control statements and the work performed for these statements (risk assessments, control testing and evaluating testing results) also form the basis for this risk paragraph. The company is internally governed by a Management Board. The Management Board is responsible for maintaining a governance framework that encourages a strong control environment and contributes to integrity, ethical values and operational excellence. The scope of the Internal Control statements is limited to the processes within the company itself and does not include the investment funds.

Management Board report

Risk committee

The company has established an Enterprise Risk Management Committee (ERMC), which advises the GSAM BV Management Board on overall risk appetite, tolerance and strategy, taking into account the current and prospective macroeconomic and financial environment, and oversees the current risk exposures of the company and future risk strategy. The ERMC meets quarterly at a minimum.

The most significant risks and control measures

For GSAM BV, the risk appetite is defined as the acceptable and authorised maximum level of risk in each of the risk areas in order to achieve its business objectives within approved budgets. The risk areas are categorised in as follows:

- Strategic
- Operational
- Financial
- Legal and Regulatory

Strategic Risks

Strategic risk is included implicitly as part of business risk. The company constantly monitors outflows in its fund ranges, as challenging market conditions can potentially cause investors to retrieve investments from our fund range.

Operational Risks

We consider that the company's primary risk exposure is to operational risks. In this section, we consider several stress tests to see what the operational impact will be and relate these scenarios to the impact on our capital.

- Fraud

Fraud is an intentional act by one or more individuals among management, those charged with governance, employees or third parties, involving the use of deception to obtain an unjust or illegal advantage. Fraud is an ever-present threat and hence must be a concern for all stakeholders (i.e., staff, management, the public and customers). Fraud may occur internally or externally and may be perpetrated by clients, non-clients, staff consultants, vendors, contractors, individually or in collusion with others.

The asset management industry is characterized by management of financial assets on behalf of clients, including institutional investors, high-net-worth individuals, and retail investors. Having access to this capability increases the company's inherent risk profile in the field of fraud and corruption. To manage this risk, the company conducts an annual fraud and corruption risk assessment, which is a valuable tool for management to assess and effectively control the fraud risks affecting the business. The company concludes in its annual risk assessment that there are no high residual risks in the field of fraud and corruption.

Potential types of loss events related to internal and external operational risk include internal and external fraud. The risk of internal fraud inherently is within each business unit with employees. The usual mitigating measures within the company, such as segregation of duties between portfolio management, trading desk and back office, limit the actual risk of internal fraud. There is however always the risk of internal fraud from overriding or bypassing the internal controls. The company regards this as a limited risk. Client assets are segregated such that these are held by the custodians who only act upon instructions following the standard segregation of duties process.

Management Board report

The above control measures are part of a larger control framework, several parts of which are periodically assessed by an external auditor via the GSAM BV ISAE 3402 report. Furthermore, the company applies the three lines of defence mechanism, in which risk management and internal audit continuously test and monitor the effectiveness of the administrative organization and internal control.

Finally, the company also complements the above with various soft controls, such as setting the right tone at the top, e-learnings, a code of ethics and a whistle-blower policy.

- Conflicts of interest

A possible scenario could be to have a conflict of interest enacted through the transfer of securities between two funds, where the purpose is to put the interest of one client over the interest of another client. This may result in claims from clients, reputation damage or fines from the regulator. Controls within the company to prevent this from happening are the involvement of Compliance and Risk in fund restructuring processes, Compliance involvement in the required cross-trade process as described in the cross-trade procedure of the Trading Manual, and periodic monitoring of cross-trades by Compliance.

- Supplier Failure

A critical third-party supplier failing to provide the level of service desired and contracted for, can cause operational disruptions, potential litigation costs and severe declines in the quality of customer service. A potential impact could be reputational damage, higher cost of a new service provider or cost of external staff when taking the activity back on a temporary basis. The company has controls in place that mitigate the risks, such as a pre-contract partner due diligence investigation, monitoring the services provided, including potential breaches of mandates and the outsourcing contract, regular Service Level Management and internal review of the control reports from the service suppliers.

- Partnership Failure

Default of a major partnership provider of critical services may result in disturbance of critical activities until exit/contingency strategies can be enacted. To mitigate this risk, a number of measures are in place, including the monitoring of credit worthiness of partners, a clearly documented exit and contingency strategy and limits on counterparty exposures, including independent monitoring of these limits.

- Pandemic

An outbreak of a global pandemic can affect a large fraction of critical staff at GSAM BV and/or business partners and consequently impact the business' operations. Essential to reducing the impact of the pandemic is to prevent viruses spreading across critical staff by taking preventative measures. Such measures include the spreading of staff of critical departments across independent sections of the office and working from several offices.

- Marketing of products

Deficiencies in the development, design or approval of investment products can lead to loss of new business, financial losses or a liability gap for the company. This affects all elements of the product, including marketing material. Complicating factors are the varying local requirements for products and services. This may result in reputational damage or regulatory fines.

Management Board report

To reduce this risk, the company has implemented a product approval process covering all new or amended products involving control functions, such as Risk and Compliance. Furthermore, Compliance is involved in the review of all marketing materials.

- Cyber security

The company must continuously monitor and develop its systems to protect its technology infrastructure and data from misappropriation or corruption. The increasing deployment of mobile applications, hosted on employee-owned devices presents additional risks of cyber-attacks. In addition, due to the interconnectivity with other affiliates, the company could be adversely impacted if any of these entities, or their respective service providers, is subject to a successful cyber-attack or other information security event. These effects could include the loss of access to information or services from the affiliate subject to the cyber-attack or other information security event, which could, in turn, interrupt certain of the company's businesses. Cyber-attacks can originate from a variety of sources, including third parties who are affiliated with or sponsored by foreign governments or are involved with organised crime or terrorist organisations.

- Sustainability risks

Sustainability risks can have a negative impact on the company. The sustainability risks to which the company may be exposed may include:

- climate change
- health and safety
- business conduct

Sustainability risks are defined in Article 2(22) of Regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services sector, which may be amended or supplemented from time to time, as an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of the investment. The assessment of these sustainability risks is integrated into the investment decision through the criteria for responsible investment set by the manager. These criteria for responsible investment and their application are described in the "GSAM BV Responsible Investment Policy".

- Capital risk management

The company determines the appropriate amount and composition of its capital by considering multiple factors, including the company's current and future regulatory capital requirements, the results of the company's capital planning and stress testing process, the results of resolution capital models and other factors, such as rating agency guidelines, the business environment and conditions in the financial markets. The company's capital planning and stress testing process incorporates internally designed stress tests developed in accordance with the Dutch Central Bank's Internal Capital Adequacy and Risk Assessment Process (ICARAP) guidelines. It is also designed to identify and measure material risks associated with business activities, including market risk, credit risk, operational risk and other risks. The company's goal is to hold sufficient capital to ensure that it remains adequately capitalised after experiencing a severe stress event. The company's assessment of capital adequacy is viewed in tandem with its assessment of liquidity adequacy and is integrated into its overall risk management structure, governance and policy framework. In addition, as part of the company's comprehensive capital management policy, a contingency capital plan is maintained that provides a framework for analysing and responding to a perceived or actual capital deficiency, including, but not limited to, identification of drivers of a capital deficiency, as well as mitigants and potential actions. It outlines the appropriate communication procedures to follow during a crisis period, including internal dissemination of information, as well as timely communication with external stakeholders.

Management Board report

Capital risk is the risk that the company's capital is insufficient to support its business activities under normal and stressed market conditions, or it faces capital reductions, including from new or revised rules or changes in interpretations of existing rules, and is therefore unable to meet its internal capital targets or external regulatory capital requirements. Capital adequacy is of critical importance to the company.

The company has established a comprehensive governance structure to manage and oversee its day-to-day capital management activities and compliance with capital rules and related policies. The company's capital management activities are overseen by the Management Board of GSAM BV (Board) and its committees. The Board is responsible for approving the company's ICARAP. In addition, committees and members of senior management are responsible for the ongoing monitoring of the company's capital adequacy and evaluation of current and future regulatory capital requirements, the review of the results of its capital planning and stress tests processes, and the results of its capital models, review its contingency capital plan, key capital adequacy metrics, including regulatory capital ratios, as well as capital plan metrics, such as capital distributions, outcomes and findings of calculation testing, and monitor risk limits and breaches. The company's framework for capital risk management is consistent with, and part of, the GS Group framework.

Financial Risks

During the normal course of business, the company uses various financial instruments that expose it to market, currency, credit, liquidity and concentration risks. The company operates within the requirements of GSAM BV's Risk Governance Framework. This framework sets out the principles and methodologies to identify, assess and manage risk. It consists of several policies that apply to specific subjects (e.g., Conflicts of Interest, Credit Risk, Insiders Regulation).

- Market risk

Market risk is the risk resulting from exposure to changes in market prices of tradable financial instruments within a portfolio. The company's balance sheet consists largely of cash together with current assets and current liabilities. Investments are not carried out for its own account and therefore the direct exposure to market risk is limited. Currently, the company does not hold any seed capital positions.

The company is exposed to indirect market risk due to fluctuations in the wider financial markets that will affect the valuation of the assets that it manages. The company is therefore subject to indirect market risk through market impacts on its gross margin. This risk is inherent in the business of asset management.

- Currency risk

The company is exposed to currency risk on fees that are denominated in a currency other than the respective functional currency of the Company, the Euro. The currencies in which transactions are primarily denominated are EUR, USD, GBP, RON and CZK. The company hedges its estimated foreign currency exposures in line with the company's policy on hedging foreign currency significant exposures. During 2022, there were no significant foreign currency exposures.

- Credit risk

The company does not carry out any credit activities. There is a small risk of not being able to collect management fees from its funds or institutional clients. Furthermore, a credit risk arises from the contract assets related to the Y share classes sold in Taiwan. The front-end loan is paid upfront by the company and amortised over three years. The contract asset on balance sheet date amounts to EUR 27.3 million (2021: EUR 47.1 million). Overall, the

Management Board report

company considers that the exposure to credit risk is limited given the fact that it did not write off any significant receivables over the past years.

Credit risk also comes from cash placed with banks. To mitigate the risk of credit loss, the company places substantially all of its deposits with highly rated banks.

- Liquidity risk

Liquidity risk is the risk that the company will be unable to fund itself or meet its liquidity needs in the event of company-specific, broader industry or market liquidity stress events. The company has in place a comprehensive set of liquidity and funding policies. The company's principal objective is to be able to fund itself and to enable its core businesses to continue to serve clients and generate revenues, even under adverse circumstances.

The company is required to hold liquidity to cover at least 3 months expenditure on a continuous basis. In practice, the company has an Intercompany Loan arrangement with Group Inc. According to which, in case of any emergency funding requirements, the company is able to borrow from Group, Inc. up to USD 250m (approximately EUR 238m).

- Concentration risk

The assets under supervision (and therefore also the revenues) of the company are distributed over the various client categories (Institutional, Retail and former Affiliates) and the various asset types (Equity, Fixed Income, Money Market, Multi-asset and Structured Products).

From a client perspective, the company has a diversified portfolio, however there is a significant concentration to former affiliated clients. From an asset type perspective, there is a concentration on the fixed income portfolio. The concentration to former affiliated clients and fixed income is a natural consequence of GSAM BV being the asset management arm of the NN Group until 11 April 2022. Actions are being taken to further diversify the asset base. Within third-party investments there is significant dependency on ING relations, such as private and retail investors being redirected from ING platforms and mandate(s) from the ING pension fund. The company will leverage the combination with Goldman Sachs Asset Management, which provides a broader platform, to accelerate its growth and further improve the offering and service to its clients, as well as strengthen its investment capabilities and increase assets under supervision.

Legal and Regulatory

The Management Board of GSAM BV is committed to preserving its integrity and reputation. Therefore, the company requires all of its businesses to have a good understanding of, and adherence with applicable laws, regulations and standards in each of the markets and jurisdictions in which it operates. The company has adopted the Compliance Charter and Framework to help businesses effectively manage their compliance risks. An overview of relevant local laws and regulations are covered in the company's local Compliance Charts. The Compliance Charts describe the compliance risks which are material and relevant to the company.

Complaints are also an important element of event identification. A complaint handling and response procedure is available, and the process has been implemented. The Client Servicing team is aware of the procedures surrounding the receipt of complaints. Complaints handling is dealt with in employee training and communicated by management to employees. Also, a Whistle-blower procedure is available, and reporting of Whistle-blower cases is implemented. Whistle-blowing reporting officers have been appointed and instructed. There is a documented methodology for investigation that protects all parties involved during the process. To allow the compliance function to perform its duties, it has direct reporting lines to both the board and the ERM.

Management Board report

Internal control over Financial Reporting

Management of the company is responsible for establishing and maintaining adequate internal control over financial reporting. The company's internal control over financial reporting includes policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions and dispositions of assets; receipts and expenditures are being made only in accordance with authorisations of management and the directors of the company. The Board monitors the integrity of the company's accounting and financial reporting systems, including financial and operational controls and regulatory compliance and has oversight of senior management.

During 2022, we were not confronted with risks or uncertainties concerning financial reporting risks that could affect the reliability of our reporting figures.

Impact on the financial position and result in case significant risks would materialize

The Russian invasion of Ukraine, the rise of inflation and the economic impact of central banks' monetary policies have been the most significant events throughout 2022. In general, market circumstances have become more unpredictable in recent years, but we deem current capital sufficient to cover for potential future losses from operational incidents. Besides these potential operational losses, we also used stress scenarios on our gross revenues and operating results from adverse market conditions. In reaching this conclusion, the Management Board have considered the financial results of the company, its capital management activities and liquidity as set out in Risk Management part of this Management Board report.

Risk and uncertainties that had a significant impact during the year

In 2022, the global economy was impacted by persistent broad macroeconomic and geopolitical concerns, including Russia's invasion of Ukraine and the ongoing war, and inflationary and labour market pressures. Governments around the world responded to Russia's invasion of Ukraine by imposing economic sanctions, and global central banks sought to address inflation by increasing policy interest rates several times over the course of the year. These factors contributed to increased market volatility during the year, as well as a decrease in global equity prices and bond prices and wider corporate credit spreads compared with the end of 2021. The economic outlook remains uncertain, reflecting concerns about the continuation or escalation of the war between Russia and Ukraine and other geopolitical risks, inflation, and supply chain complications.

Improvements to the risk management systems

During 2022, the investment risk, counterparty risk and performance attribution systems were further enhanced to continue to leverage on the capabilities of existing systems and providers within GSAM BV, to allow for faster throughput time and to align the risk view across the company. The company believes it remains in control of the applicable risks.

Management Board report

Remuneration during the reporting period

Until 11 April 2022, GSAM BV was part of NN Group and therefore followed the NN Group Remuneration Framework (the "Framework"). This Framework was also applicable for the rest of 2022 as GSAM BV continues to follow the Framework as part of the ongoing Transitional Services Agreement until full integration into GS Group is complete. The Framework is an overarching remuneration policy applicable to all staff working in all countries and business units, which incorporates relevant remuneration and performance management legislation and regulations, as applicable, throughout the company. The aim is to apply a clear and transparent remuneration policy that is adequate to attract and retain expert leaders, senior staff and other highly qualified employees. The remuneration policy is also designed to support employees to act with integrity and to carefully balance the interests of our stakeholders, including the future of our customers and of the company.

Remuneration may consist of both fixed and variable remuneration. For a number of employees, part of their variable remuneration depends on the investment results achieved. Further information with regards to the remuneration policy can be found on the website (www.gsam.com/responsible-investing/en-INT/professional/about/policies-and-governance).

Clear financial and non-financial performance objectives are set which are aligned with the overall strategy of the company, both in the short term and the long term, to ensure that remuneration is properly linked to individual, team and company performance. Specifically for portfolio managers, the performance is directly linked to the 1-, 3- and 5- year relative performance of the funds managed by GSAM BV which creates alignment with our clients' interests. Furthermore, the remuneration policy supports a focus on the company's long-term interests and the interests of its customers and various stakeholders by ensuring that there is careful management of risk, and that staff are not encouraged, via remuneration, to take excessive risk.

In addition to variable remuneration payable in cash, GSAM BV awards deferred compensation in the form of Funds managed by GSAM BV to create further alignment of the employees' interests with those of our clients.

Following the acquisition by GS Group, Goldman Sachs Restricted Stock Units (GS RSUs) will now be awarded under the Goldman Sachs Amended and Restated Stock Incentive Plan. GSAM BV has a deferral policy which is in place for all staff. The general practice for staff employed by GSAM BV exceeding the deferral thresholds, not being Identified Staff, is to deliver 50% of the deferred variable remuneration in Funds managed by GSAM BV, and the remaining 50% of the deferred variable remuneration in RSUs.

The deferral scheme parameters take into account external market practice. These parameters include: (a) the proportion of the variable remuneration that is deferred (the proportion ensures that a significant part of the variable remuneration of high earners is deferred); (b) the time horizon of the deferral (vesting schedule) and (c) the deferral instruments that are used (e.g. equity-linked instruments that align the value of the deferral with the performance of GSAM BV and Goldman Sachs).

The Phantom Investment Plan for employees of GSAM BV, adopted on 21 December 2022, and Award Agreement include both holdback and claw back clauses which can be invoked in the event that performance, risk, compliance or other issues are discovered after awards have been made.

European and national legal requirements among others, including the Wft, Alternative Investment Funds Management Directive (AIFMD) and/or the Undertakings for Collective Investments in Transferable Securities Directive (UCITS) have been incorporated when drafting the remuneration policy for staff who perform activities for the funds as required under any such regulations and/or GSAM BV (the Management Company).

GSAM BV operates a Compensation Committee responsible for (among others) setting, monitoring and reviewing the remuneration policies, plans and overall remuneration spend for GSAM BV. The GSAM BV Compensation

Management Board report

Committee (formerly NN IP Compensation Committee) comprises of the GSAM BV CEO, the Head of Human Resources GSAM BV, the Chief Risk Officer GSAM BV, the Head of Compliance GSAM BV and the Head of Reward GSAM BV.

The Remuneration Governance of GSAM BV follows the current Governance Framework which addresses the governance concerning individual remuneration proposals and change of remuneration policies. Where the threshold requires, further approval is requested from GS. This includes requirements for approvals by the GSAM BV Supervisory Compensation Committee (formerly NN IP Supervisory Compensation Committee) to ensure an objective and independent view.

AIFMD and UCITS Identified Staff are selected in accordance with ESMA guidelines 2013/232 and 2016/575 and the Regulatory Technical Standards on Identified Staff under IFD. The applied selection methodology and selection criteria were approved by the GSAM BV Compensation Committee.

The performance management principles applied to Identified Staff ensure that there is focus on financial and non-financial performance and on leadership behaviour. In addition, the company's strategy (both long- and short-term objectives), client interests, as well as the company's values are reinforced. The principles also create alignment with the AIF and UCITS risk profile. In addition to general performance management principles that apply to all staff, the following performance management principles apply specifically to Identified Staff in 2022:

- i. the performance objectives include both financial and non-financial performance objectives according to the following balance: (a) for non-control functions Identified Staff a maximum of 50% financial and a minimum of 50% non-financial performance objectives and (b) for control functions: a maximum of 15% financial (e.g. departmental budget responsibility) and a minimum of 85% non-financial performance objectives linked to their control function specific role;
- ii. control functions will only have financial performance objectives that are not linked to the performance of the business unit they control.

Further information with regards to the remuneration policy and remuneration for Identified staff can be found on the website (www.gsam.com/responsible-investing/en-INT/professional/about/policies-and-governance).

The performance assessment of Identified Staff and the consequent awarding of variable remuneration is effected as part of a multiple-year framework. As deferral periods apply to variable remuneration of Identified Staff, it is ensured that variable remuneration is "at risk" during the entire deferral period. Variable remuneration is linked to risk and non-financial performance and takes into account the company performance within the context of GS Group, business line performance and individual performance. Any undesired risk taking or breaches of compliance that were not apparent at the time the variable remuneration was awarded, will be taken into account at every (deferred) vesting of variable remuneration.

Variable remuneration for Identified Staff is performance-based and risk-adjusted and is partly paid upfront and partly deferred. Deferred variable remuneration is subject to the assessment of undesired risk-taking, as well as non-compliant behaviour in view of past performance. If deemed necessary by the GSAM BV Supervisory Compensation Committee, (deferred) compensation is adjusted downwards via hold back or claw back.

At least 40% of the variable remuneration as awarded to Identified Staff is deferred, and for control function Identified Staff a stricter regime applies as a minimum of 50% is deferred.

For all selected Identified Staff members, the variable remuneration comprises the following components:

- upfront cash.

Management Board report

- upfront phantom unit awards, managed by GS Group (an additional retention of at least one year applies after vesting).
- deferred phantom unit awards managed by GS Group (the minimum deferral period is three years, vesting in substantially equal annual instalments with the first deferred portion vesting December 31. Any vested portion of the deferred Funds is subject to an additional retention period of at least one year); and
- deferred GS RSUs (the minimum deferral period is three years, vesting in substantially equal annual instalments with the first deferred portion vesting December 31)

For all selected Identified Staff, ex-post performance assessment is carried out. The performance assessment extends beyond the date of the award of variable remuneration and continues as part of a multi-year framework of at least three to five years. Further information with regards to the remuneration policy and remuneration for Identified staff can be found on the website (www.gsam.com/responsible-investing/en-INT/professional/about/policies-and-governance).

Over 2022, GSAM BV has awarded a total amount of EUR 100.23 million to all employees. This amount consists of fixed remuneration of EUR 78.33 million and variable remuneration of EUR 21.90 million. At 31 December 2022, GSAM BV had 712 employees, of which 6 were board members. The majority of employees spend their time on activities that are directly or indirectly related to the management of the funds. There is no remuneration in the form of carried interest.

From the above-mentioned amounts, total remuneration for the board members is EUR 4.37 million, of which fixed remuneration is EUR 2.48 million and variable remuneration is EUR 1.88 million.

The table below presents a summary of the remuneration awarded to GSAM BV employees.

Over 2022, the company awarded remuneration above EUR 1 million to 2 employees.

The table below provides aggregated information on the remuneration of all active staff members employed on 31 December 2022 and performing activities for Goldman Sachs Asset Management International Holdings B.V. in The Netherlands during the year 2022, and includes all Identified Staff selected on the basis of AIFMD and/or UCITS.

A significant proportion of the amounts listed below can be attributed to Goldman Sachs Asset Management B.V. (Management Company), as Goldman Sachs Asset Management B.V. is the main operating entity held by Goldman Sachs Asset Management International Holdings B.V.

Management Board report

Aggregated fixed remuneration and variable remuneration for the performance year 2022

	Fixed and variable remuneration awarded in relation to the performance year 2022		
Amounts in EUR 1.000 and gross	Identified Staff qualified as Executives	Other Identified Staff	All staff – excluding Identified Staff
Number of employees (#)	6	23	683
Fixed remuneration (1)	2,482	5,832	70,012
Variable remuneration (2)	1,885	3,512	16,506
Aggregate of fixed and variable remuneration	4,367	9,344	86,518

Note 1) Fixed remuneration per ultimo 2022 for contractual working hours. The Fixed remuneration includes collective fixed allowances, which includes elements, such as holiday pay and pension allowance and excludes benefits.

Note 2) Variable remuneration includes all conditional and unconditional awards in relation to the performance year 2022 as approved by the relevant committees and authorized per 28 October 2022. This includes all payments to be processed through payroll per January 2023, and phantom unit awards (Fund-of-Fund with a one year holding period) as awarded to Identified Staff, as well as all conditional deferred GS RSUs and phantom unit awards. A reference to the allocated Funds is not available.

Social aspects of operating the business

At GSAM BV, we are committed to improving people's financial well-being, and to responsibly managing the assets entrusted to us by our customers. We aim to be a positive force in the lives of our customers. We believe this also includes taking responsibility for the well-being of the wider society and supporting the communities in which we operate. GSAM BV's values guide us in fulfilling our role as a good corporate citizen. Goldman Sachs Asset Management's Code of Conduct contains the core values to ensure that we never lose sight of the essence of what we do: adding value to our customers and society. The Code of Conduct is made available to all employees who are required to affirm that they have reviewed this Code and will comply with it.

2023 outlook

In 2023, the remaining SFDR Delegated Regulation requirements need to be implemented such as the requirement for the entity level statement on principal adverse impact indicators (at the latest 30 June 2023 for GSAM BV). Regulatory developments expected in 2023 and of relevance for GSAM BV include the EC SFDR Review where we expect a public consultation in the second half of this year (we also expect that any follow-up legislative proposal will be for the new European Commission). Also related to SFDR is the ESMA review of the principal adverse impact indicators and financial product disclosures in the SFDR Delegated Regulation. Other relevant developments on a European level include the ESA's Call for Evidence on greenwashing where a progress report is expected to be published in 2023 and the negotiations concerning the Corporate Sustainability Due Diligence Directive. On a national level we expect further guidance from the AFM on SFDR implementation in 2023.

The outlook for Q2 and the rest of 2023 has been shifting from a higher risk appetite at the beginning of the year to more uncertainty. The change in risk appetite was triggered by the recent banking turmoil which started after the collapse of Silicon Valley Bank (SVB). The market turmoil led to a forceful and until now successful policy response in the US and Europe, and the markets have calmed but remain on edge. Although a banking crisis seems to be averted, the expectation is that the underlying issues will remain and lead to high market volatility in the coming quarters. Despite the market turbulence, and against the expectations of the market, central banks have continued

Management Board report

to hike rates all citing the need to continue to combat inflation. The forecast for a recession has shifted to late 2023, early 2024. The main reasons are a stronger than expected labour market and resilient global economy. Low household debt, pandemic-related savings and the strong labour market have reduced the impact of high inflation. However, the slowing growth, high borrowing costs, continuing corporate layoffs and the flight of bank deposits to higher yielding and safer investments, including money market funds and treasuries, will eventually lead to the desired situation of the Fed: triggering a hopefully 'mild' recession to lower inflation to the 2% target by raising the cost of capital.

The company is exposed to macroeconomic and geopolitical risks and will continue to take necessary measures aimed at safeguarding the interests and investments of all stakeholders. Having a solid and tested business continuity plan, as well as prior experience in managing crises and solid risk management, the company will continue to focus its efforts in managing and mitigating these risks. The priority of the company is to service its clients and manage and protect their assets responsibly in any economic environment, while creating long-term value.

In combination with Goldman Sachs Asset Management, the company is able to offer clients a full suite of asset management products, increased access to top talent in the industry, and ongoing focus on investments in sustainable investing and technology. This mirrors the joint ambition to put sustainable investing and stewardship at the heart of our business. As a result of the acquisition, alignment of activities and organizational changes are currently being implemented. For all material changes an impact assessment on profitability and capital is being made. At this moment the Management Board is not able to give a full year outlook for 2023 as this will be dependent on the speed of the integration.

In 2023, the company will not only continue to make clear choices, streamline its organisation and focus on the core, but it will continue to strengthen its investment capabilities, increase ESG-integrated assets under supervision, while delivering (remote) digital and personal client experience.

Asset management is a global and scalable business. We believe we will grow by bringing the right products and solutions to our clients, combined with access to distribution and reach. We see strong growth potential in sustainable capabilities and private debt capabilities and solutions, supported through consistent investments in technology, robust processes and an adaptive investing approach.

The Hague, 21 April 2023

Management Board report

The Management Board

M.C.M. Canisius
(Co-Chief Executive Officer)

G.E.M. Cartigny
(Co-Chief Executive Officer)

V. van Nieuwenhuijzen
(Chief Investment Officer)

H.W.D.G. Borrie
(Chief Client Officer)

M.C.J. Grobbe
(Chief Human Resources Officer)

B.G.J. van Overbeek
(Chief Operation Officer)

P. den Besten
(Chief Risk Officer)

Financial Statements

FINANCIAL STATEMENTS

Balance sheet

After appropriation of the result

As of 31 December

Amounts in EUR

	Notes	2022	2021
Fixed assets:			
Intangible assets		12,473	24,250
Tangible assets	1	1,956,569	3,152,294
Investments in associates	2	2,027	1,095
Deferred tax assets	3	1,721,891	1,947,576
Total fixed assets		3,692,960	5,125,215
Current assets:			
Trade receivables	4	10,884,427	7,461,374
Receivables from group companies	5	26,864,104	42,568,630
Income tax receivable		3,824,188	-
Prepayments	6	27,260,356	47,074,298
Other receivables and other assets	7	64,222,227	67,264,950
Cash and cash equivalents	8	33,828,418	22,722,022
Total current assets		166,883,720	187,091,274
Total assets		170,576,680	192,216,489
Equity:			
Issued and paid-up capital	9	193,385	193,385
Other reserves	10	91,732,459	91,874,624
Total equity		91,925,844	92,068,009
Non-current liabilities:			
Lease liability	13	1,862,757	2,933,883
Total non-current liabilities		1,862,757	2,933,883
Current liabilities:			
Payables to group companies	5	8,668,575	19,841,827
Income tax payable	11	470,835	4,258,567
Other payables	12	67,648,669	73,114,203
Total current liabilities		76,788,079	97,214,597
Total equity and liabilities		170,576,680	192,216,489

Financial Statements

Profit and Loss account

For the year ended 31 December

Amounts in EUR

	Notes	2022	2021
Gross management fee and commission income	14	599,944,108	689,535,720
Fee and commission expenses	15	-306,952,207	-331,714,894
Gross margin		292,991,901	357,820,826
Administrative expenses	16	-294,065,425	-246,744,073
Operating result		-1,073,524	111,076,753
Finance income and expenses	17	398,237	-251,175
Finance income and expenses		398,237	-251,175
Result from operations before tax		-675,287	110,825,578
Income tax	18	991,832	-27,206,330
Share in result from associates	2	932	1,017
Result from operations after tax		317,477	83,620,265

Notes to the Financial Statements

NOTES TO THE FINANCIAL STATEMENTS

General notes

Goldman Sachs Asset Management B.V. ("GSAM BV") is, through a number of group companies, a wholly-owned subsidiary of the Goldman Sachs Group, Inc., the United States of America. Its immediate parent is Goldman Sachs Asset Management International Holdings B.V. GSAM BV is located at Prinses Beatrixlaan 35, 2595 AK, The Hague and is listed under number 27132220 in the Trade Register. With effect from 6 March 2023, the name of the company was changed from NN Investment Partners B.V.

GSAM BV acts as manager of certain Dutch and Luxembourg domiciled Goldman Sachs Asset Management investment funds, as board member of certain Goldman Sachs Asset Management investment companies (umbrella funds) and as investment manager/advisor for proprietary assets, as well as the assets of other third parties (institutional clients). GSAM BV's distribution platform 'Fitvermogen' enables retail clients to invest in Goldman Sachs Asset Management funds.

GSAM BV is registered as an Authority for the Financial Markets (AFM) licensed manager of AIF and UCITS pursuant to article 2:65 and 2:69 accordingly of the Dutch Act of Financial Markets Supervisions (FMS) in the register maintained by the AFM. According to the article 2:69c, paragraphs 2 and 3 FMS, GSAM BV is permitted the following services:

- the management of portfolios of investments, in accordance with mandates given by investors on a discretionary, client-by-client basis.
- investment advice.
- reception and transmission of orders in relation to financial instruments.

The financial statements of GSAM BV for the 2022 financial year include GSAM BV's branches and interest in associates.

The annual report is presented in euro, which is GSAM BV's functional and presentation currency.

Principles of valuation of assets and liabilities and the determination of results

Basis of preparation

The 2022 financial statements of GSAM BV are prepared in accordance with generally accepted accounting principles included in Part 9, Book 2 of the Dutch Civil Code ("DCC"). These financial statements cover the year 2022, which ended at the balance sheet date of 31 December 2022 and have been prepared on the basis of the going concern assumption. Management continues to have a reasonable expectation that the Group has adequate resources to continue in operation for at least the next twelve months.

The principles used for valuing assets and liabilities and determining the result are unchanged compared with the previous reporting year.

General accounting principle

Assets and liabilities are generally measured at historical cost, production cost or at fair value at the time of acquisition. If no specific measurement principle has been stated, measurement is at historical cost.

Notes to the Financial Statements

An asset is recognized in the balance sheet when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. A liability is recognized in the balance sheet when it is expected that the settlement of an existing obligation will result in an outflow of resources embodying economic benefits and the amount necessary to settle the obligation can be measured reliably. An asset or liability that is recognized in the balance sheet, remains on the balance sheet if a transaction (with respect to the asset or liability) does not lead to a major change in the economic reality with respect to the asset or liability.

Assets or liabilities that are not recognized in the balance sheet are considered as off-balance sheet assets or liabilities.

Income is recognized in the profit and loss account when an increase in future economic potential related to an increase in an asset or a decrease of a liability has arisen, the size of which can be measured reliably. Expenses are recognized when a decrease in the economic potential related to a decrease in an asset or an increase of a liability has arisen, the size of which can be measured with sufficient reliability.

Revenues and expenses are allocated to the period to which they relate.

Use of estimates

The preparation of the financial statements requires management to form opinions and to make estimates and assumptions that influence the application of principles and the reported values of assets and liabilities and of income and expenditure. The actual results may differ from these estimates. The estimates and the underlying assumptions are constantly assessed. Revisions of estimates are recognized in the period in which the estimate is revised and in future periods for which the revision has consequences. Management did not identify any significant estimates.

If it is necessary in order to provide the transparency required under Book 2, article 362, paragraph 1, the nature of these estimates and judgements, including related assumptions, is disclosed in the notes to the relevant financial statement item.

Offsetting financial assets and financial liabilities

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet, when GSAM BV has a current legally enforceable right to set off the recognized amounts and intends to either settle on a net basis or to realize the assets and settle the liability at the same time.

If there is a transfer of a financial asset that does not qualify for derecognition in the balance sheet, the transferred asset and the associated liability are not offset.

Foreign currency translation

Transactions and balances

At initial recognition, transactions denominated in a foreign currency are translated into the functional currency of the company (euro) at the exchange rate applying on the transaction date. Monetary assets and liabilities denominated in foreign currency are translated at the balance sheet date into the functional currency at the exchange rate applying on that date. Exchange differences resulting from the settlement of monetary items or resulting from the translation of monetary items denominated in foreign currency, are recognized in the profit and loss account in the period in which they arise.

Notes to the Financial Statements

Non-monetary assets and liabilities denominated in foreign currency that are stated at historical cost, are translated into euros at the exchange rates applying on the transaction date.

Non-monetary assets and liabilities denominated in foreign currencies that are stated at current value, are converted into euros at the exchange rate at the time when the current value was determined. Exchange rate differences arising from the translation are directly recognized in equity as part of the revaluation reserve.

Intangible assets

Intangible assets are stated at historical cost less accumulated amortisation and impairment. With regard to the determination as to whether an intangible asset is subject to an impairment, please refer to note "Impairment of intangible and tangible fixed assets" below.

Tangible assets

Tangible assets are stated at cost, less accumulated depreciation and impairment losses, if any.

The cost consists of the price of acquisition, plus other costs that are necessary to get the assets to their location and condition for their intended use. Expenditure is only capitalized when it extends the useful life of the asset.

Depreciation is calculated on a straight-line basis over the estimated useful lives of each item of the tangible fixed assets, taking into account the estimated residual value of the individual assets. Depreciation starts as soon as the asset is available for its intended use and ends at decommissioning or divestment of the asset.

The following rates of depreciation are applied:

Buildings, Office equipment, Other: 10-33%

Impairment of intangible and tangible fixed assets

Tangible and intangible fixed assets are assessed at each reporting date, whether there is any indication of an impairment. If such indication exists, the recoverable amount of the asset is estimated. The recoverable amount is the higher of value in use and net realizable value. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

The recoverable amount is initially based on a binding sale agreement; if there is no such agreement, the recoverable amount is determined based on the active market, whereby usually the prevailing bid price is taken as market price. The costs deducted in determining net realizable value are based on the estimated costs that are directly attributable to the sale and are necessary to realize the sale. For the determination of the value in use, an estimate is made of the future net cash flows in the event of continued use of the asset.

Subsequently, at each reporting date, the entity assesses whether there is any indication that an impairment loss that was recorded in previous years has decreased. If any such indication exists, then the recoverable amount of the asset or cash-generating unit is estimated.

Reversal of a previously recognized impairment loss only takes place when there is a change in the assessment used to determine the recoverable amount since the recognition of the last impairment loss. In such case, the carrying amount of the asset (or cash-generating unit) is increased to its recoverable amount, but not higher than the carrying amount that would have applied (net of depreciation) if no impairment loss had been recognized in previous years for the asset (or cash-generating unit).

Notes to the Financial Statements

The determination of impairments is an inherently uncertain process involving various assumptions and factors. Estimates and assumptions are based on management's judgement and other information available.

Investments in associates

Participating interests with significant influence

Participating interests where significant influence is exercised over the business and financial policies, are valued according to the equity method on the basis of net asset value. Significant influence is the power to participate in the financial and operating policy decisions of the investee but there is no control or joint control over those associates. The net asset value is calculated on the basis of GSAM BV's accounting policies. Any loss that results from the transfer of current assets or an impairment of fixed assets is fully recognized. Results on transactions involving transfer of assets and liabilities between GSAM BV and its participating interests and mutually between participating interests are eliminated to the extent that these cannot be regarded as having been realized.

Participating interests with a negative net asset value are valued at nil.

Participating interests with no significant influence

Participating interests where no significant influence is exercised are stated at the lower of cost or realizable value. In case of a firm intention to sell, the participating interest is stated at the lower expected sales value.

Dividends are accounted for in the period in which they are declared. Dividends from participating interests that are carried at cost, are recognized as income from participating interests in the period in which the dividends become payable.

Impairment of financial assets

A financial asset (i.e., investment in an associate, contract asset) that is not stated at fair value with value changes reflected in the profit and loss account, but at amortized cost or lower market value, is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset, with negative impact on the estimated future cash flows of that asset, which can be estimated reliably.

Objective evidence that financial assets are impaired includes default or delinquency by a debtor, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers, indications that a debtor or issuer is approaching bankruptcy, or the disappearance of an active market for a security.

The entity considers evidence of impairment for financial assets measured at amortized cost (loans and receivables and financial assets that are held to maturity) at both a specific asset and collective level. All individually significant assets are assessed for specific impairment. Those individually significant assets found not to be specifically impaired and assets that are not individually significant are then collectively assessed for impairment by grouping together assets with similar risk characteristics.

In assessing collective impairment, GSAM BV uses historical trends of the probability of default, the timing of collections and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

An impairment loss in respect of a financial asset stated at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Impairment losses are recognized in the profit and loss account and reflected in an allowance account against loans and receivables, or investment securities held to maturity. Interest on the impaired asset

Notes to the Financial Statements

continues to be recognized by using the asset's original effective interest rate. When, in a subsequent period, the amount of an impairment loss decreases, and the decrease can be related objectively to an event occurring after the impairment was recognized, the decrease in impairment loss is reversed through profit or loss (up to the amount of the original cost).

The determination of impairments is an inherently uncertain process involving various assumptions and factors. Estimates and assumptions are based on management's judgement and other information available.

Current receivables and prepayments

Receivables include trade receivables, receivables from Group companies, other receivables, and other assets. They are measured at initial recognition at fair value, plus transaction costs (if material). After initial recognition, receivables are measured at amortised cost. If no premium or discount and transaction costs are applicable, the amortised cost is equal to the nominal value of the receivables, less a provision for uncollectible debts. These provisions are determined by individual assessment of the receivables. If the payment of the receivable is postponed under extended payment deadline, fair value is measured on the basis of the discounted value of the expected revenues. Interest gains are recognized using the effective interest method. Provisions for bad debts are deducted from the carrying amount of the receivable.

Cash and cash equivalents

Cash and cash equivalents are stated at nominal value. If cash and cash equivalents are not readily available, this fact is taken into account in the measurement and disclosed separately. Cash and cash equivalents denominated in foreign currencies are translated at the balance sheet date in the functional currency at the exchange rate ruling at that date. Reference is made to the accounting policies for foreign currencies.

Equity

Equity consists of paid-up capital and other reserves. Other reserves comprise the cumulative results of previous years, the result of the year under review, activity related to share-based payments and less any dividend paid.

Non-current liabilities

Operating leases

GSAM BV's Branches have entered, as lessees, into several operating lease contracts. As allowed under Dutch GAAP, GSAM BV has adopted IFRS 16 to account for its 'leases' starting 1 January 2019. As a result, GSAM BV recognized a right-of-use asset, which is included in tangible assets, and a non-current lease liability.

Current liabilities

Current liabilities include payables to group companies, trade and other payables. At initial recognition, current liabilities are measured at fair value. After initial recognition, current liabilities are measured at amortised cost. If no premium or discount and transaction costs are applicable, the amortised cost is equal to the nominal value of the liability.

Accounting principles for determining the result

The result is the difference between the realisable value of the services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

Notes to the Financial Statements

Net revenue

Net turnover comprises the income from the supply of services after deduction of discounts and of taxes levied on the turnover. Revenue from the sale of the rendering of services is recognized if the amount or the result can be reliably determined.

Gross management fee and commission income

Gross management fee and commission income are generally recognized as the service is provided by GSAM BV and are based on the applicable service contracts.

Fee and commission expenses

Fee and commission expenses are generally recognized as the service is provided to GSAM BV and are based on the applicable service contracts.

Administrative expenses

Administrative expenses are allocated to the period to which they relate.

Expenses of employee benefits

Wages, salaries and social securities are recognised in the profit and loss account on the basis of the employment terms and tax regulations.

Employee Benefits - Share-based payments

Share-based payments are recognized as staff expenses over the vesting period. A corresponding increase in equity is recognized for equity-settled share-based payment transactions. The fair value of equity settled share-based payment transactions is measured at the grant date.

Pension accounting policies for Branch employees

GSAM BV's Branches have contribution pension plans in place for its employees. In accordance with the pension plans the Branches pay a premium which will result in the pay out of the insured pension capital at the retirement age, or before upon death of the employees. The contributions are expensed in the period to which they relate. There are no other obligations in addition to the premiums paid.

Finance income and expenses

This item comprises interest received and paid on bank accounts, deposits, interest on receivables and payables and exchange differences resulting from the settlement of monetary items or resulting from the translation of monetary items denominated in foreign currency and which are recognized in the profit and loss account in the period in which they arise, taking into account the effective interest of the related asset.

Notes to the Financial Statements

Exchange rate against euro as of 31 December

		2022	2021
US Dollar	(USD)	1.07	1.14
British Pound	(GBP)	0.89	0.84
Czech Crown	(CZK)	24.15	24.85
Danish Crown	(DKK)	7.44	7.44
Hungarian Forint	(HUF)	400.45	368.57
Japanese Yen	(JPY)	140.82	130.95
Romania Leu	(RON)	4.95	4.95
Swedish Crown	(SEK)	11.12	10.30
Thai Baht	(THB)	36.96	37.99
United Arab Emirates Dirham	(AED)	3.92	4.18

Corporate income tax

As of 1 January 2022, GSAM BV has left the Dutch fiscal unity for income taxes with NN Group N.V. and has formed its own fiscal unity for income taxes under Goldman Sachs Asset Management Holdings B.V. (formerly known as NN Investment Partners Holdings B.V.). GSAM BV was part of the Dutch fiscal unity for VAT with NN Group N.V. in the first quarter of 2022. As of 11 April 2022, GSAM BV has left NN Group's Dutch fiscal unity for VAT as well and has formed its own fiscal unity for VAT under Goldman Sachs Asset Management Holdings B.V.

Goldman Sachs Asset Management Holdings B.V. and its subsidiaries, that form part of the Dutch fiscal unity are jointly and severally liable for taxation payable by the Dutch fiscal unity. The calculation of GSAM BV's corporate income tax is made as if GSAM BV is an independent taxpayer. The corporate income tax payable is settled on a quarterly basis, through Goldman Sachs Asset Management International Holdings B.V., with Goldman Sachs Asset Management Holdings B.V.

GSAM BV's foreign offices (Branches) are considered to be permanent establishments. The Branches are therefore subject to corporate income tax in the country they operate and file their own corporate income tax returns.

Corporate income tax comprises the current and deferred corporate income tax payable and receivable for the reporting period. Corporate income tax is recognized in the profit and loss account except to the extent that it relates to items recognized directly to equity.

Current tax comprises the expected tax payable or recoverable on the taxable profit or loss for the financial year, calculated using tax rates enacted or substantively enacted at the reporting date, and any adjustments to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

If the carrying amount of assets and liabilities for financial reporting purposes differ from their values for tax purposes (tax base), this results in temporary differences.

For taxable temporary differences, a deferred tax liability is recognized.

For deductible temporary differences, such as available tax losses and unused tax credits, a deferred tax asset is recognized, but only to the extent that it is probable that future taxable profits will be available for set-off or compensation. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Notes to the Financial Statements

For taxable temporary differences related to group companies and Branches, a deferred tax liability is recognized, unless GSAM BV is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

For deductible temporary differences related to group companies and Branches, a deferred tax asset is recognized to the extent that it is probable that the temporary difference will reverse in the foreseeable future and future taxable profits will be available against which the temporary difference can be utilized.

The measurement of deferred tax liabilities and deferred tax assets is based on the tax consequences following from the manner in which GSAM BV expects, at the balance sheet date, to realise or settle its assets, provisions, debts and accrued liabilities. Deferred tax assets and liabilities are measured at nominal value and calculated using tax rates enacted or substantively enacted at the reporting date.

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years (to the extent that they have not already been included in the deferred tax assets) and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

Share in result from associates

This item comprises GSAM BV's share in the results of participating interests, determined on the basis of GSAM BV's accounting principles. The results of the participating interests acquired or sold during the financial year are measured in the result, from the date of acquisition or until the date of the sale respectively.

Cash flow statement

The cash flow statement is not prepared given the financial statements of GSAM BV are included in the consolidated financial statements of GS Group. The consolidated financial statements are available via the website of GS Group. (www.goldmansachs.com).

Notes to the balance sheet

NOTES TO THE BALANCE SHEET

1. Tangible assets

Tangible assets	Buildings	Equipment	Other	2022	2021
Book value as of 1 January	2,785,149	315,637	51,508	3,152,294	3,973,837
Additions	-	9,435	-	9,435	604,762
Disposals	-70,005	-250	-	-70,255	-9,866
Depreciation	-954,234	-139,272	-41,399	-1,134,905	-1,416,439
Book value as of 31 December	1,760,910	185,550	10,109	1,956,569	3,152,294

Tangible fixed assets relate to buildings, equipment and other fixed operating assets and the depreciation method used is based on a straight-line basis over a period of three to ten years.

2. Investments in associates

GSAM BV holds one share of Goldman Sachs Asset Management Belgium S.A. (formerly known as NN Investment Partners Belgium S.A.), located in Brussels, Belgium, which represents 0.0001% of Goldman Sachs Asset Management Belgium S.A.

3. Deferred tax assets

The deferred tax assets mostly relate to the deductible temporary difference as result of the merger with NN Investment Partners Luxembourg in 2019. The deferred tax asset related to Luxembourg is expected to be realised and amortized in ten years, starting in 2020. It is expected that EUR 253,429 (2021: EUR 245,571) of the deferred tax assets will be offset within one year.

Movements in the deferred tax asset during the reporting period can be specified as follows:

Deferred tax assets	2022	2021
Balance as of 1 January	1,947,576	2,046,567
Used deductible temporary differences	-225,685	-155,998
Impact change in tax rate	-	57,007
Balance as of 31 December	1,721,891	1,947,576

4. Trade receivables

Trade receivables	2022	2021
Outstanding trade receivables	10,884,427	7,461,374
Trade receivables	10,884,427	7,461,374

All management fees to be received are due within one year. No provision for bad debt or doubtful debts has been recorded as of 31 December 2022 (2021: nil). The fair value of the trade receivables approximates the carrying amount, given the current nature of the trade receivables.

Notes to the balance sheet

5. Receivables from/Payables to group companies

The current accounts with group companies are used within GSAM BV Group for intercompany settlements and cash pooling policies. All receivables from/payables to group companies fall due in less than one year. The fair value of the receivables from/payables to Group companies approximates the carrying amount, given the short maturities of the positions. For further information regarding transactions with related parties' reference is made to the section 'Related parties'.

6. Prepayments

Prepayments

	2022	2021
Contract costs	27,260,356	47,074,298

The contract costs relate to the upfront commissions paid to distributors for the sale of a certain Y share class relating to specific fund ranges. The upfront commissions paid by GSAM BV are capitalized at the time of the payment and amortized based on a straight-line calculation throughout the period the fee relates to (36 months period). The decrease in contract asset noted during financial year 2022 is mainly due to lower levels of inflows seen in 2022 compared to a strong 2021. In contract costs, an amount of EUR 9,487,655 (2021: EUR 19,272,622) is included with a maturity longer than one year. All other receivables have an estimated maturity shorter than one year. The carrying values of the recognised asset approximate their respective fair values, given the short maturities of the positions.

7. Other receivables and other assets

Other receivables and other assets

	2022	2021
Management fee receivables	24,585,003	25,473,007
Fee receivables from institutional clients	27,529,189	33,396,467
Other fee receivables	1,554,764	5,656,671
Other assets and prepayments	10,553,271	2,738,805
Total other receivables and other assets	64,222,227	67,264,950

All other receivables have an estimated maturity shorter than one year. The carrying values of the recognised receivables approximate their respective fair values, given the short maturities of the positions.

8. Cash and cash equivalents

The cash and cash equivalents balance includes an amount of EUR 161,573 (2021: EUR 161,573) that is not immediately accessible. This relates to funds that are in a blocked account because of guarantees issued by the bank.

9. Issued and paid-up capital

Issued and paid-up capital

	2022	2021
38,677 ordinary shares of EUR 5.00 each	193,385	193,385

Goldman Sachs Asset Management International Holdings B.V. owns all issued shares.

Notes to the balance sheet

10. Other reserves

Other reserves

	2022	2021
Balance as of 1 January	91,874,624	94,855,401
Dividend paid	-	-89,807,303
Changes in the composition of the group	-	2,825,796
Share-based payment Branches and other	-459,642	380,465
Appropriation of result	317,477	83,620,265
Balance as of 31 December	91,732,459	91,874,624

GSAM BV has added the financial year's result of EUR 317,477 to the other reserves.

Share-Based payment relates to share awards, comprising deferred shares granted to a number of senior executives and to a considerable number of employees of Branches. The purpose of the share schemes is to attract, retain and motivate senior executives and staff. For further information regarding the share-based payments in respect of Branches reference is made to the section 'Share-Based Compensation'.

Due to the legal merger with NN Investment Partners Luxembourg in 2019 a Net Wealth Tax (NWT) reserve has been taken up for the remaining five-year period to continue benefiting from the reduction of NWT for an amount of EUR 3,629,850 (2021: EUR 7,420,581). This is part of the balance of Other reserves above.

11. Income tax payable

The tax payable relates to the corporate income tax of GSAM BV, including the Branches. The income tax balance is due for payment within one year. The fair value of the income tax payable approximates the carrying amount.

12. Other payables

Other payables

	2022	2021
Payables to suppliers	488,843	1,813,253
Trailer fees payable	31,273,831	40,806,490
(Sub) management fees payable	7,914,210	8,611,087
Fixed service fees payable	14,285,000	16,120,000
Amounts payable to employees	4,142,180	4,236,988
Other tax and social securities payable	1,111,878	757,225
Other payables	8,432,727	769,160
Total other payables	67,648,669	73,114,203

All current liabilities have an estimated maturity shorter than one year. The carrying values of the recognized current liabilities approximate their respective fair values, given the short maturities of the positions. Trailer fees payable relate to fees payable to external distributors for selling the GSAM funds managed on behalf of the clients. Fixed service fees payable relate to sales fees payable to affiliated and external managers. The amounts payable to employees mainly consists of the bonus payable to employees.

13. Lease liability

GSAM BV recognizes a right-of-use asset and a lease liability at the lease commencement date, which mostly relates to leased buildings of the Branches. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using GSAM BV's incremental borrowing rate.

Notes to the balance sheet

Off balance sheet commitments

Tax commitments

GSAM BV is in a Dutch fiscal unity with its indirect parent Goldman Sachs Asset Management Holdings B.V. for both corporate income tax and VAT, along with other Dutch subsidiaries of Goldman Sachs Asset Management Holdings B.V.

Goldman Sachs Asset Management Holdings B.V. and its subsidiaries, that form part of the Dutch fiscal unity are jointly and severally liable for taxation payable by the Dutch fiscal unity.

Intercompany loan arrangement

GSAM BV has an Intercompany Loan arrangement with Group Inc. According to which, in case of any emergency funding requirements, GSAM BV is able to borrow from Group, Inc. up to USD 250m (approximately EUR 238m).

Other

GSAM BV acts as guarantor for fulfilling the obligations of Goldman Sachs Beleggersgiro B.V. (formerly known as NN IP Beleggersgiro B.V.) (hereafter 'Giro') towards Giro's account holders. As of part of its obligations, GSAM BV has deposited an amount of EUR 452,119 with Giro. This amount has been included in the receivables as of 31 December 2022.

GSAM BV is liable for certain expenses and liquidation fees in the total amount of up to EUR 325,000 in relation to the funds NN (L) II and NN (L) CMF.

Notes to the profit and loss account

NOTES TO THE PROFIT AND LOSS ACCOUNT

14. Gross management fee and commission income

Gross management fee and commission income

	2022	2021
Management fees	578,397,746	667,163,637
Sub management fees	13,349,117	15,201,579
Performance fees	179,899	194,390
Sales fees	136,774	113,259
Security lending fees	1,080,610	737,824
Advisory fees	2,180,466	4,193,223
Other income	4,619,496	1,931,808
Total gross management fee and commission income	599,944,108	689,535,720

	2022	2021
Europe	574,232,354	647,964,753
Asia	25,711,754	41,570,967
Total gross management fee and commission income	599,944,108	689,535,720

Management fees

The management fees relate to fees received for managing the assets of both institutional and retail clients throughout the year. Within management fees an amount of EUR 38,530,729 (2021: EUR 58,051,867) relates to group companies. The decrease is primarily due to decrease in management fees from the Goldman Sachs Luxembourg fund (formerly known as NN IP Luxembourg fund), Y share classes and management fees from insurance clients.

Sub management fees

The sub management fees relate to fees received for co-managing the assets of the clients with other managers, either affiliated or external throughout the year. Within sub management fees an amount of EUR 3,526,006 (2021: EUR 4,541,117) relates to group companies. The decrease is primarily due to a shift in the underlying assets under management.

Notes to the profit and loss account

15. Fee and commission expenses

Fee and commission expenses

	2022	2021
Management fees	-16,205,810	-13,363,296
Sub management fees	-34,724,809	-38,429,229
Advisory fees	-6,428,155	-6,899,496
Sales fees	-22,525,182	-25,085,213
Fixed service fees	-54,616,689	-64,897,681
Trailer fees	-172,451,562	-183,037,889
Performance fees	-	-2,090
Total fee and commission expenses	-306,952,207	-331,714,894

Management fees

The management fees relate to fees paid to affiliated and external managers for managing the assets of the clients throughout the year. Within management fees an amount of EUR 4,097,625 (2021: EUR 10,773,362) relates to group companies. The decrease is primarily due to reallocation of the previously affiliated NN Group companies to the third-party category, following separation from NN Group as of 11 April 2022.

Sub management fees

The sub management fees relate to fees paid to affiliated and external managers for co-managing the assets of the clients throughout the year. Within sub management fees an amount of EUR 16,260,708 (2021: EUR 20,512,693) relates to group companies. The decrease is primarily due to a shift in the underlying assets under management.

Advisory fees

The advisory fees relate to fees paid to affiliated and external managers for rendering advisory service fees of the clients throughout the year. Within advisory fees an amount of EUR 6,279,982 (2021: EUR 6,109,624) relates to group companies. The advisory fees are in line with prior year.

Sales fees

The sales fees relate to fees paid to affiliated distributors for selling the NN funds managed on behalf of the clients throughout the year. Within sales fees an amount of EUR 22,525,182 (2021: EUR 25,279,056) relates to group companies. The decrease is primarily due to a shift in the underlying assets under management.

Fixed Service fees

The fixed service fees relate to fees paid, for expenses incurred by the managed funds, including fund accounting, custody and other expenses. The decrease is primarily due to the decrease of the underlying assets under management.

Trailer fees

The trailer fees relate to fees paid to external distributors for selling the Goldman Sachs Funds managed on behalf of the clients throughout the year, as well as amortization on the contract cost. The decrease is primarily due to a lower market performance and amortization of Y share classes.

Notes to the profit and loss account

16. Administrative expenses

Administrative expenses

	2022	2021
Salary expenses	-10,712,301	-11,644,826
Social securities	-2,645,738	-2,136,199
Pension expenses	-803,485	-793,341
Expenses share-based compensation	-264,236	-361,221
Depreciation and amortization	-1,147,379	-1,428,563
Cost allocation charge	-274,147,258	-226,582,671
Other expenses	-4,345,028	-3,797,252
Total administrative expenses	-294,065,425	-246,744,073

The salary expenses, social securities, pension expenses and expenses for share-based compensation relate to the employees employed by the Branches of GSAM BV. GSAM BV reports 51 Branch employees in 2022 (2021: 56 Branch employees). Dutch staff of GSAM BV, consisting of 715 employees, are employed by Goldman Sachs Personeel B.V. (formerly known as NNIP Personeel B.V.), GSAM BV is charged by Goldman Sachs Asset Management International Holdings B.V. for these expenses under a service level agreement and are recharged via a cost allocation charge.

This cost allocation charge of EUR 274,147,258 (2021: EUR 226,582,671) from Goldman Sachs Asset Management International Holdings B.V. includes indirect organizational costs and direct business-related costs, which includes, amongst others, costs for (temporary) staff, professional services, information technology, marketing and market data services. The increase is primarily due to increased staff related expenses. The Dutch staff related costs within the cost allocation charge amount up to EUR 173,784,583 (2021: EUR 143,831,850).

Number of employees per branch as of 31 December

	2022	2021
Spanish Branch	3	3
French Branch	8	8
UK Branch	12	14
Romanian Branch	3	3
German Branch	6	9
Italian Branch	6	6
Czech Branch	13	13
Total	51	56

Audit Cost

With reference to Section 2:382a of the DCC, the audit fees for the financial year are included in the consolidated financial statements of GS Group.

Share-Based Compensation

Included in the salary expenses are the expenses for Share-Based Compensation for staff in the Branches of GSAM BV. The shares are granted to a number of senior executives and to a considerable number of employees. The purpose of the share schemes is to attract, retain and motivate senior executives and staff.

The expenses related to the share-based payments of the Branches are booked directly into equity in the amount of EUR 264,236 (2021: EUR 361,221) in accordance with Dutch GAAP on share-based compensation.

Notes to the profit and loss account

Share awards comprise deferred shares, granted under the NN Group Aligned Remuneration Plan ("ARP"). The entitlement to deferred shares is granted conditionally. If the participant remains employed for an uninterrupted period between the grant date and the vesting date, the entitlement becomes unconditional. Deferred shares under the new plan are awarded with reference to both financial and non-financial performance targets.

NN Group, as the ultimate holding company until 11 April 2022, granted share awards under NN Group's ARP. For deferred shares awarded to non-AIFMD staff, the share awards have vested on accelerated basis as a result of the change in ownership. For deferred shares awarded to AIFMD staff, the shares will continue to vest on the original vesting dates; however the employment condition has lapsed.

The table below shows the movement of deferred shares during the financial year:

Changes in Share awards outstanding

Number of deferred shares	2022	2021
Outstanding on 1 January	21,432	19,718
Transferred out/vested	-31,029	-11,034
Granted	12,471	12,748
Share awards outstanding – closing balance	2,874	21,432

GSAM BV's share-based compensation and the associated expenses are recorded in its parent entity Goldman Sachs Asset Management International Holdings B.V.

Remuneration of senior management

The emoluments as referred to in Section 2:238 sub 1 of the DCC, charged in the financial year to GSAM BV amounted to EUR 4.4 million (2021: EUR 4.6 million) for senior management and former managing directors. This amount is based on the fixed remuneration (monthly salaries and allowances) together with the variable remuneration, both part of the cost allocation charge from Goldman Sachs Asset Management International Holdings B.V.

17. Finance income and expenses

Finance income and expenses

	2022	2021
Finance income	20,803	80,883
Interest and similar expenses	-116,349	-245,109
Exchange rate differences	493,783	-86,949
Total finance income and expenses	398,237	-251,175
Exchange rate differences		
Foreign currency gains	728,027	410,465
Foreign currency losses	-234,244	-497,414
Exchange rate differences	493,783	-86,949

The movement in exchange rate differences is mainly related to the movement of the USD rate as compared to the EUR rate.

Notes to the profit and loss account

18. Income tax

Income tax expense

	2022	2021
Deferred taxes	-228,473	-
Income tax (expense)/credit from current financial year	1,220,305	-27,206,330
Total income tax expense	991,832	-27,206,330

Reconciliation of the weighted average statutory tax rate to GSAM BV effective tax rate:

	2022	2021
Result before tax	-675,287	110,825,578
Applicable tax rate in the Netherlands	25.80%	25.00%
Current tax/ (tax credit) based on the tax rate in the Netherlands	-174,224	27,706,395
Deferred tax expense	228,473	185,215
Tax effect of weighted domestic average tax rates (branches)	-568,298	73,272
Tax losses set off against taxable income	-375,326	-758,552
Adjustments to current period	-102,457	-
Effective tax amount	-991,832	27,206,330
Effective tax rate	-146.9%	24.5%

The Dutch statutory tax rate in 2022 was 25.8% (2021: 25%). The current tax is settled on a quarterly basis, through Goldman Sachs Asset Management International Holdings B.V., with Goldman Sachs Asset Management Holdings B.V., the head of the Dutch fiscal unity.

In 2022 the effective tax rate of -146.9% (2021: 24.5%) deviates from the applicable statutory rate due to adjustments recognized in fee and commission expenses applied to a small result before tax. The 2021 effective tax rate is in line with the statutory rate.

Related parties

Transactions with related parties are assumed when a relationship exists between GSAM BV and a natural person or entity that is affiliated with GSAM BV. This includes, amongst others, the relationship between GSAM BV and its Branches, shareholders, directors and key management personnel. Transactions are transfers of resources, services or obligations, regardless of whether anything has been charged. All transactions with related parties are conducted based on the arm's length principle. For further details, refer to the Note 14 and 15.

The transfer pricing documentation is annually reviewed and updated in order to determine whether functional and economic analyses are still accurate and to confirm the validity of the applied transfer pricing methodology. As a result, the transfer pricing fees and charges are in line with the functions performed, assets used and the assumption and control of risks within the entity and therefore in line with the arm's length principle.

Significant events after balance sheet date

There are no significant events after the balance sheet date.

Signing by the Management Board

SIGNING BY THE MANAGEMENT BOARD

The 2022 financial statements of GSAM BV with a balance sheet total of EUR 170,576,679 and a profit after tax of EUR 317,477, as well as the notes to these accounts, are signed according to the articles of association of GSAM BV and the applicable laws and regulations.

The Hague, 21 April 2023

The Management Board

M.C.M. Canisius
(Co-Chief Executive Officer)

G.E.M. Cartigny
(Co-Chief Executive Officer)

V. van Nieuwenhuijzen
(Chief Investment Officer)

H.W.D.G. Borrie
(Chief Client Officer)

M.C.J. Grobbe
(Chief Human Resources Officer)

B.G.J. van Overbeek
(Chief Operation Officer)

P. den Besten
(Chief Risk Officer)

Other information

OTHER INFORMATION

Statutory regulations concerning the appropriation of the result

According to the article 12 of the articles of association, the result is at the disposal of the shareholders' meeting. Profits may only be distributed after adoption of the financial statements which evidence that GSAM BV's equity exceeds the reserves to be maintained pursuant to the law and articles of association and after the Board of Management has approved the distribution.

Other

In accordance with the Spanish Order ECO/734/2004, the management of the Spanish Branch confirms that no complaints or claims were received during 2022 by their customer service department.

Branches

GSAM BV has branch offices in France, Germany, Romania, Spain, Italy, Czech Republic and the United Kingdom that operate under the name GSAM BV.

Auditor's report

The auditor's report is included on the next page.



Independent auditor's report

To: the general meeting of Goldman Sachs Asset Management B.V.

Report on the financial statements 2022

Our opinion

In our opinion, the financial statements of Goldman Sachs Asset Management B.V. ('the Company') give a true and fair view of the financial position of the Company as at 31 December 2022, and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

What we have audited

We have audited the accompanying financial statements 2022 of Goldman Sachs Asset Management B.V., Den Haag.

The financial statements comprise:

- the balance sheet as at 31 December 2022;
- the profit and loss account for the year then ended; and
- the notes, comprising a summary of the accounting policies applied and other explanatory information.

The financial reporting framework applied in the preparation of the financial statements is Part 9 of Book 2 of the Dutch Civil Code.

The basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. We have further described our responsibilities under those standards in the section 'Our responsibilities for the audit of the financial statements' of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

DQMFHQ5RX33C-1364323775-98

PricewaterhouseCoopers Accountants N.V., Thomas R. Malthusstraat 5, 1066 JR Amsterdam, P.O. Box 90357, 1006 BJ Amsterdam, the Netherlands
T: +31 (0) 88 792 00 20, F: +31 (0) 88 792 96 40, www.pwc.nl

'PwC' is the brand under which PricewaterhouseCoopers Accountants N.V. (Chamber of Commerce 34180285), PricewaterhouseCoopers Belastingadviseurs N.V. (Chamber of Commerce 34180284), PricewaterhouseCoopers Advisory N.V. (Chamber of Commerce 34180287), PricewaterhouseCoopers Compliance Services B.V. (Chamber of Commerce 51414406), PricewaterhouseCoopers Pensions, Actuarial & Insurance Services B.V. (Chamber of Commerce 54226368), PricewaterhouseCoopers B.V. (Chamber of Commerce 34180289) and other companies operate and provide services. These services are governed by General Terms and Conditions ('algemene voorwaarden'), which include provisions regarding our liability. Purchases by these companies are governed by General Terms and Conditions of Purchase ('algemene inkoopvoorwaarden'). At www.pwc.nl more detailed information on these companies is available, including these General Terms and Conditions and the General Terms and Conditions of Purchase, which have also been filed at the Amsterdam Chamber of Commerce.



Independence

We are independent of Goldman Sachs Asset Management B.V. in accordance with the 'Wet toezicht accountantsorganisaties' (Wta, Audit firms supervision act), the 'Verordening inzake de onafhankelijkheid van accountants bij assuranceopdrachten' (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the 'Verordening gedrags- en beroepsregels accountants' (VGBA, Dutch Code of Ethics).

Information in support of our opinion

We designed our audit procedures with respect to fraud and going concern, and the matters resulting from that, in the context of our audit of the financial statements as a whole and in forming our opinion thereon. The information in support of our opinion, such as our findings and observations related to the audit approach on fraud risk and the audit approach on going concern was addressed in this context, and we do not provide a separate opinion or conclusion on these matters.

Audit approach fraud risks

We identified and assessed the risks of material misstatements of the financial statements due to fraud. During our audit we obtained an understanding of Goldman Sachs Asset Management B.V. and its environment and the components of the internal control system. This included the management board's risk assessment process, the management board's process for responding to the risks of fraud and monitoring the internal control system. We refer to section '*Fraud*' of the management board report for the management board's fraud-risk assessment.

We evaluated the design and relevant aspects of the internal control system with respect to the risks of material misstatements due to fraud and in particular the fraud-risk assessment. We evaluated the design and the implementation and, where considered appropriate, tested the operating effectiveness of internal controls designed to mitigate fraud risks.

We asked members of the management board as well as the internal audit department whether they are aware of any actual or suspected fraud. This did not result in signals of actual or suspected fraud that may lead to a material misstatement.

As part of our process of identifying fraud risks, we evaluated fraud-risk factors with respect to financial reporting fraud, misappropriation of assets and bribery and corruption. We evaluated whether these factors indicate that a risk of material misstatement due to fraud is present.



We identified the following fraud risk and performed the following specific procedures:

Identified fraud risks***The risk of management override of controls***

The management board is in a unique position to perpetrate fraud because of management board's ability to manipulate accounting records and prepare fraudulent financial statements by overriding controls that otherwise appear to be operating effectively.

That is why, in all our audits, we pay attention to the risk of management override of controls in:

- the appropriateness of journal entries and other adjustments made in the preparation of the financial statements;
- estimates;
- significant transactions, if any, outside the normal course of business for the entity.

We pay particular attention to tendencies due to possible interests of the management board.

Our audit work and observations

We evaluated the design and implementation of the internal control measures that are intended to mitigate the risk of management override of controls and to the extent relevant for our audit tested the effectiveness of these controls. Furthermore, we evaluated the design and implementation of the controls in the processes for generating and processing journal entries and the making of estimates. We performed our audit procedures primarily substantively.

We have selected journal entries based on risk criteria and performed specific audit procedures on these, also paying attention to significant transactions outside the normal business operations. We performed substantive audit procedures on significant transactions outside the normal course of business.

Our audit procedures did not lead to specific indications of fraud or suspicions of fraud with respect to management override of violations of the internal controls.

We incorporated an element of unpredictability in our audit. During the audit, we remained alert to indications of fraud. We also considered the outcome of our other audit procedures and evaluated whether any findings were indicative of fraud or non-compliance with laws and regulations. Whenever we identify any indications of fraud, we re-evaluate our fraud-risk assessment and its impact on our audit procedures.

Audit approach going concern

As disclosed in section 'Going concern' in the management board report, the management board performed their assessment of the entity's ability to continue as a going concern for at least 12 months after balance sheet date of the financial statements and has not identified events or conditions that may cast significant doubt on the entity's ability to continue as a going concern (hereafter: going-concern risks). Our procedures to evaluate the management board's going-concern assessment included, amongst others:

- considering whether the management board's going-concern assessment includes all relevant information of which we are aware as a result of our audit by inquiring with the management board regarding the management board's most important assumptions underlying its going-concern assessment.

- evaluating the management board's current budget including cash flows for at least 12 months after balance sheet date of the financial statements taken into account current developments in the industry and all relevant information of which we are aware as a result of our audit;
- analysing whether the current and the required financing has been secured to enable the continuation of the entirety of the entity's operations, including compliance with relevant covenants;
- performing inquiries of the management board as to its knowledge of going-concern risks beyond the period of the management board's assessment.

Our procedures did not result in outcomes contrary to the management board's assumptions and judgements used in the application of the going-concern assumption.

Report on the other information included in the annual report

The annual report contains other information. This includes all information in the annual report in addition to the financial statements and our auditor's report thereon.

Based on the procedures performed as set out below, we conclude that the other information:

- is consistent with the financial statements and does not contain material misstatements; and
- contains all the information regarding the management board report and the other information that is required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and the understanding obtained in our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing our procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of such procedures was substantially less than the scope of those procedures performed in our audit of the financial statements.

The management board is responsible for the preparation of the other information, including the management board report and the other information in accordance with Part 9 of Book 2 of the Dutch Civil Code.

Responsibilities for the financial statements and the audit

Responsibilities of the management board

The management board is responsible for:

- the preparation and fair presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code; and for
- such internal control as the management board determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, the management board is responsible for assessing the Company's ability to continue as a going concern. Based on the financial reporting



framework mentioned, the management board should prepare the financial statements using the going-concern basis of accounting unless the management board either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so. The management board should disclose in the financial statements any event and circumstances that may cast significant doubt on the Company's ability to continue as a going concern.

Our responsibilities for the audit of the financial statements

Our responsibility is to plan and perform an audit engagement in a manner that allows us to obtain sufficient and appropriate audit evidence to provide a basis for our opinion. Our objectives 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 auditor's report that includes our opinion. Reasonable assurance is a high but not absolute level of assurance, which makes it possible that we may not detect all material misstatements. Misstatements may arise due to fraud or error. They 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 the financial statements.

Materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

A more detailed description of our responsibilities is set out in the appendix to our report.

Amsterdam, 21 April 2023
PricewaterhouseCoopers Accountants N.V.

Original has been signed by M.D. Jansen RA

Appendix to our auditor's report on the financial statements 2022 of Goldman Sachs Asset Management B.V.

In addition to what is included in our auditor's report, we have further set out in this appendix our responsibilities for the audit of the financial statements and explained what an audit involves.

The auditor's responsibilities for the audit of the financial statements

We have exercised professional judgement and have maintained professional scepticism throughout the audit in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit consisted, among other things of the following:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining 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 intentional override of internal control.
- Obtaining 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 Company's internal control.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management board.
- Concluding on the appropriateness of the management board's use of the going-concern basis of accounting, and based on the audit evidence obtained, concluding whether a material uncertainty exists related to events and/or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report and are made in the context of our opinion on the financial statements as a whole. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures, and evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the management board 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.