GP Investments, Ltd.

Consolidated Financial Statements as of
and for The Year Ended December 31, 2020 and
Independent Auditor's Report

Deloitte Touche Tohmatsu Auditores Independentes

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Shareholders of
GP Investments, Ltd.

Opinion

We have audited the accompanying consolidated financial statements of GP Investments, Ltd. ("Company") and its subsidiaries, which comprise the consolidated balance sheet as at December 31, 2020, and the consolidated statements of income (loss), comprehensive income (loss), changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of GP Investments, Ltd. and its subsidiaries as of December 31, 2020, and their consolidated financial performance and their consolidated cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for opinion

We conducted our audit in accordance with Brazilian and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Company in accordance with the relevant ethical requirements set out in the Code of Ethics for Professional Accountants and the professional standards issued by the Brazilian Federal Accounting Council ("CFC"), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements. Our audit procedures relating to these matters were designed in the context of our audit of the consolidated financial statements as a whole, therefore we do not express an opinion on these individual matters.

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Fair Value of Investments

As explained in notes 2.f) and 7.a) and 8, the consolidated financial statements include investments in shares of private entities measured at fair value amounting to US$201,908 thousand, whose fair values have been estimated by management based on unobservable date, in the absence of readily determinable fair values. Management's estimates are based on information provided by the fund or vehicle managers, which usually is derived from the net asset value ("NAV") of the funds or vehicle, and the assets are measured based on methodologies such as discounted cash flows, sector comparable multiples, option pricing models or recent orderly transaction, depending on the nature of the investment and applicability of the model. The measurement of the fair value of the Company's investments in private entities is relevant in the context of the consolidated financial statements and involves a high level of judgment by Management, as it depends on valuation techniques based on subjective business and valuation assumptions and with a high degree of uncertainty. Accordingly, we consider this matter to be an area of focus in our audit approach.

Our audit procedures included, among others: (i) understanding and evaluation of the design and implementation of internal controls related to the process for review and approval of the fair value measurement;; (ii) assessment of the appropriateness of the business assumptions and involvement of our valuation internal specialists to support the analysis of the reasonableness of the valuation methodology used, the mathematical calculation and the valuation assumptions as the discount rate and comparison with industry multiples, when applicable; (iii) inspection of the recent orderly transactions and analysis of the events between the transaction date and the measurement date that could impact the fair value; (iv) comparison of the such amounts with the net asset value ("NAV") as disclosed by the fund or vehicle, when applicable; (v) certain procedures to assess the net asset value at the investment level; and (vi) analysis of the adequacy of the disclosures in the consolidated financial statements.

Based on the audit procedures mentioned above and on audit evidence obtained, we consider that the assumptions and criteria used by Management, based on the recent orderly transactions and other methodologies to determine fair value, are acceptable in the context of the consolidated financial statements taken as a whole.

Other information accompanying the consolidated financial statements and the independent auditor's report

Management is responsible for the other information. The other information comprises the Management Report.

Our opinion on the consolidated financial statements does not cover the Management Report and we do not express any form of audit conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the Management Report and, in doing so, consider whether this report is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement in the Management Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for such internal control as Management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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In preparing the consolidated financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 level of assurance, but is not a guarantee that an audit conducted in accordance with Brazilian and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Brazilian and International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 consolidated 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. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

São Paulo, March 31, 2021

DELOITTE TOUCHE TOHMATSU
Auditores Independentes

Guilherme Jorge Dagli Júnior
Engagement Partner

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GP Investments, Ltd.

Consolidated balance sheet as of December 31, 2020 and 2019
In thousands of US dollars

Assets	Note	December 31, 2020	December 31, 2019
Current assets			
Cash and cash equivalents	3	41,945	66,488
Financial investments	4	93,164	100,981
Management and performance fees	6	13	27,918
Deferred costs and prepaid expenses		769	820
Other		4,563	17,173
		140,455	213,380
Non-current assets			
Investments			
Equity portfolio	7(a)	427,249	565,609
Financial investments at fair value through profit and loss	7(b)	6,242	8,524
Receivables from related parties	6 (d)	15,199	15,204
Funds held in escrow	5	3,113	9,364
Receivables from employees and shareholders	6 (a)	6,216	8,519
Furniture and equipment		597	740
Other		631	3,812
		459,247	611,772
Total assets		599,702	825,152

Liabilities and shareholders' equity	Note	December 31, 2020	December 31, 2019
Current liabilities			
Accounts payable		2,439	4,695
Taxes payable		846	1,832
Payroll accruals, bonuses and related charges		3,225	38,461
Loans and financings	11	20,248	-
Accrued interest on perpetual notes		1,395	1,396
Other		1,439	2,412
		29,592	48,796
Non-current liabilities			
Perpetual notes	10	72,525	69,941
Provision for contingencies	12	32,812	29,978
		105,337	99,919
Shareholders' equity			
Share capital	16	274	274
Share premium		603,687	597,639
Accumulated losses		(300,387)	(208,559)
Accumulated other comprehensive loss		(26,968)	(23,802)
BDRs acquired by wholly-owned subsidiary			
Treasury shares		(5,043)	(988)
Attributable to shareholders		271,563	364,564
Non-controlling interest		193,210	311,873
		464,773	676,437
		599,702	825,152

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statement of Income (loss)
Year ended December 31 2020 and 2019
In thousands of US dollars, unless otherwise indicated

	Note	2020	2019
Revenues			
Unrealized gain (loss) with equity portfolio	7(a)	(169,487)	192,144
Reversal of unrealized fair value on disposal of equity portfolio	7(a)	25,810	(31,581)
Realized gain (loss) - private equity, net		(25,899)	(541)
Management fees		4,822	9,770
Dividends		197	10,441
Performance fees		-	705
Other		136	752
Total revenues		(164,421)	181,690
Expenses	18		
General and administrative		(16,228)	(25,783)
Contingencies		(3,435)	(6,341)
Bonuses and carried on unrealized gain		5,779	-
Bonuses and carried on realized gain		(3,397)	(5,284)
Total expenses		(17,281)	(37,408)
Financial income		5,031	6,609
Financial expenses		(20,033)	(12,314)
Realized gain (loss) on derivative instruments			-
Financial income (expenses), net		(15,002)	(5,705)
Net income (loss) before taxes		(196,704)	138,577
Income taxes	9	(339)	(925)
Net income (loss) for the period		(197,043)	137,652
Attributable to			
Shareholders of GP Investments, Ltd.		(91,829)	74,321
Non-controlling interest		(105,214)	63,331
		(197,043)	137,652
Weighted average number of shares - basic	16(b)	109,745,820	109,745,820
Profit (loss) per share attributable to GP Investments, Ltd. - basic in US$		(0.84)	0.68
Weighted average number of shares - diluted	16(b)	109,745,820	109,745,820
Profit (loss) per share attributable to GP Investments, Ltd. - diluted in US$		(0.84)	0.68

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated statement of comprehensive income (loss) for the Years ended December 31 2020 and 2019

In thousands of US dollars, unless otherwise indicated

	December 31,	
	2020	**2019**
Net income (loss) for the period	(197,043)	137,652
Other comprehensive income (loss)		
Foreign currency translation adjustment	(3,291)	(624)
Other comprehensive income (loss)	(3,291)	(624)
Comprehensive income (loss)	(200,334)	137,028
Attributable to		
Shareholders of GP Investments, Ltd.	(94,993)	73,719
Non-controlling interest	(105,341)	63,309
Comprehensive income (loss)	(200,334)	137,028

The accompanying notes are an integral part of these consolidated financial statements.

GP Investments, Ltd.

Consolidated statement of changes in shareholders' equity for the years ended December 31 2020 and 2019

In thousands of US dollars, unless otherwise indicated

	Note	Share capital	Share premium	Accumulated losses	Accumulated other comprehensive income (loss)	Treasury shares	Non-controlling interest	Total
At December 31, 2018		274	597.360	(282.880)	(23.200)	(322)	315.730	606.962
Capital contribution by Limited Partners	16(d) (i)						49.651	49.651
Distribution to Limited Partners	16(d) (ii)						(111.806)	(111.806)
Distribution to non-controlling Spice							(6.106)	(6.106)
Capital contribution in non-controlling Food First Global Restaurants							3.673	3.673
Capital subscription								-
Acquisition treasury shares						(666)		(666)
Changes in non-controlling interest							(2.578)	(2.578)
Share based compensation recognized during the period			261					261
Net income for the period				74.321			63.331	137.652
Gain on dilution of participation of non-controlling interest shareholders			18					18
Cumulative translation adjustment					(602)		(22)	(624)
At December 31, 2019		274	597.639	(208.559)	(23.802)	(988)	311.873	676.437
At December 31, 2019		274	597.639	(208.559)	(23.802)	(988)	311.873	676.437
Capital contribution by Limited Partners	16(d) (i)						1.998	1.998
Distribution to Limited Partners	16(d) (ii)						(6.561)	(6.561)
Non-controlling Spice							1.978	1.978
Repurchase of shares from non controling interesin Bravo/Brio - Spice							(8.583)	(8.583)
Acquistion of treasury shares	16 (c)					(4.055)		(4.055)
Changes in non-controlling interest							1.327	1.327
Share based compensation recognized during the period	17 (ii)		252					252
Income (loss) for the period				(91.829)			(105.214)	(197.043)
Gain on dilution of participation of minorities shareholders			5.796				(2.631)	3.165
Sale of non controlling interest-BRZ							(853)	(853)
Cumulative translation adjustment					(3.166)		(123)	(3.288)
At December 31, 2020		274	603.687	(300.387)	(26.968)	(5.043)	193.210	464.773

The accompanying notes are an integral part of these consolidated financial statements.

In thousands of US dollars, unless otherwise indicated

	Notes	December 31, 2020	2019
Cash flows from operating activities			
Net income (loss) for the period		(197,043)	137,652
Reconciliation of net income(loss) to cash from operating activities			
Depreciation (appreciation) in fair value of the investments	7 (a)	169,487	(192,144)
Reversal of unrealized fair value on disposal of investments	7 (a)	(25,810)	31,581
Gain (loss) on dilution of participation of minorities shareholders		(29)	18
Realized loss (gain), net		25,899	541
Stock based compensation		251	316
Accrued interests and foreign exchange variation on escrow account		1,371	(434)
Accrued interests on loan receivable		-	92
Accrued interests on perpetual notes		(13)	(369)
Accrued interests on financial assets at fair value through profit and loss		2,392	573
Amortization of deferred costs and prepaid expenses		51	479
Bonuses and carried on urealized gain		26,806	(26,771)
Provision for contingencies		2,834	(9,156)
Depreciation of furniture and equipment		106	196
Other		-	(11)
		6,302	(57,437)
Changes in assets/liabilities			
Loan receivable from related parties		6	9,734
Management and performance fees		1,133	(530)
Receivables from employees and shareholders		2,303	2,226
Accounts payable		(2,257)	(1,112)
Financial investments		359	(55,100)
Taxes payable		(986)	(173)
Other - long term		3,182	-
Payroll, performance bonuses and related charges		(35,237)	31,068
Other assets		12,617	1,428
Other liabilities		(912)	(930)
Net cash provided (used) in operating activities		(13,490)	(70,826)

The accompanying notes are an integral part of these consolidated financial statements.

In thousands of US dollars, unless otherwise indicated

	Notes	December 31, 2020	2019
Cash flows from operating activities			
Cash flows from investing activities			
Proceeds from sale of financial investments		29,068	20,334
Acquisition of financial investments		(19,785)	(1,571)
Transfer to investment vehicles for payment of expenses	7 (a)	(178)	(709)
Financial investments and trading securities, net		(1,827)	(187)
(Acquisition) sale of investments owned through Spice		(7,021)	(14,869)
Proceeds from sale of investments, private equity		-	
Acquisition of Rimini		-	(22)
Proceeds from release of escrow		4,880	12,381
Proceeds from sale of private equity investments - RHI Magnesita		-	145,567
Acquisitin of investment - Inova FIP		(3,015)	-
Acquisitin of investment - The Craftory		(16,480)	
Sale (acquisition) of real estate investments		2,596	10,070
Sale (acquisition) of furniture and equipment		11	(185)
Sale (acquisition) of other invested assets		(9,656)	(9,760)
Sale (acquisition) of financial assets at fair value through profit and loss		2,446	(10)
Net cash provided by (used in) investing activities		(18,961)	161,039
Cash flows from financing activities			
Capital contribution by limited partners	16 (d) (i)	1,687	49,651
Capital contribution by limited partners - real estate	16 (d) (i)	208	
Distribution to limited partners	16 (d) (ii)	(4,793)	(102,148)
Distribution to limited partners - real estate	16 (d) (ii)	(1,530)	(9,658)
Distribution to other non-controlling		(132)	(2,106)
Amortization of perpetual notes		2,597	(60,312)
Capital subscription		-	(55)
Acquisition of treasury shares		(4,055)	(666)
Proceeds from loans		20,000	-
Accrued interest on loan payable		153	-
Non-controlling interest FoodFirst - Spice		(456)	3,673

The accompanying notes are an integral part of these consolidated financial statements.

In thousands of US dollars, unless otherwise indicated

	Notes	December 31, 2020	2019
Cash flows from operating activities			
Repurchase of shares from non-controlling interests - Spice		(2,955)	-
Repurchase of shares from non-controlling interests - BRZ		(853)	-
Net cash provided by financing activities		9,871	(121,621)
(1,964)	(3,201)		
Net increase (decrease) in cash and cash equivalents		(24,544)	(34,609)
Cash and cash equivalents at beginning of the period		66,488	101,097
Cash and cash equivalents at end of the period		41,944	66,488
Supplemental information			
Interest paid		7,501	12,125
Income taxes and social contributions paid		662	677

The accompanying notes are an integral part of these consolidated financial statements.

1 Business

GP Investments, Ltd. ("Company" or "GP") is a company domiciled in the Islands of Bermuda ("Bermuda") and its operations comprise private equity and real estate business, including the management of Limited Partnerships, which are conducted through its subsidiaries GP North America, GP UK Corporate, GP Cash Management, GPAM, GPIC and G2D Investments.

The Company's shares are listed on the Luxembourg Stock Exchange and traded on the Euro MTF market, and are also listed and traded in the form of Brazilian Depositary Receipts (BDR) on the Brazilian Stock Exchange (B3).

On January 18, 2010, the Company filed with the Brazilian Securities Commission ("CVM") a request for the registration of a restricted sponsored Regulation S and Rule 144A Global Depositary Receipt Program (GDRs), pursuant to a resolution approved by the Company's Board of Directors during a meeting held on January 14, 2010. On January 29, 2010, the CVM approved the request. Deutsche Bank Trust Company Americas acts as the depositary bank for the GDR Program responsible for the issuance of the GDRs. The BDR, which are traded on the B3 backs the GDRs in the ratio of one GDR to two BDR. Itaú Unibanco S.A. acts as custodian for the Company's BDR in Brazil. The establishment of the GDR program does not involve the issuance of new BDR or shares, or a public offering of existing BDR or shares.

The Company conducts its private equity business primarily in the Brazilian market, through GPIC, either directly or through private equity and real estate funds managed by the Company.

GP's strategy is to acquire control of the voting capital or joint control through shareholders' agreements, in selective companies with growth potential that can achieve leading positions in their respective industries.

GP’s subsidiaries GP Investimentos Ltda e GP North America are the local advisor of the Company with respect to the acquisition, management and disposition of investments, in accordance with certain advisory agreements between GP and the funds’ General Partners, GP Investments IV, Ltd. (“GP IV”), GP Investments V, Ltd. (“GP V”) and GP Investments VI, Ltd (“GP VI”).

(a) Private Equity Funds

GP’s investments in private equity funds GP Capital Partners IV, LP (“GPCP IV”), GP Capital Partners V, LP (“GPCP V”) and GP Capital Partners VI, LP (“GPCP VI”) are made through its subsidiary GPIC.

On June 19, 2006, GPCP III closed with US$ 250,000 of committed capital, of which US$ 117,150 committed by GP, as one of the Limited Partners of GPCP III, and US$ 132,850 by the other Limited Partners of GPCP III. At August 2007, the committed amount has been fully invested (Note 12). The activities of GPCP III expired on June 7, 2015. GP III’s Advisory Committee approved the extension of the Partnership terms for additional two-year period (June 7, 2017). In 2018, GP III’s Advisory Committee approved the extension of the Partnership terms for additional 7 months period (July, 2019). GPCP III concluded its winding up on August 31, 2020. GP III is the General Partner responsible for investment and divesture decisions of GPCP III.

On July 6, 2007, the Company announced the formation of GPCP IV with US$ 1,025,000 of committed capital, of which US$ 400,000 committed by GP, as one of the Limited Partners of GPCP IV, and US$ 625,000 by the other Limited Partners of GPCP IV. On October 22, 2007, the Company announced that the committed capital of GPCP IV had been increased to US$ 1,300,000, of which US$ 400,000 committed by GP and US$ 900,000 by the other Limited Partners of GPCP IV. At August 2010, the committed amount had been fully invested (Note 12). The activities of GPCP IV would terminate on July 1, 2017 but could be extended at the discretion of GP IV's Advisory Committee. GP IV’s Advisory Committee approved the extension of the Partnership terms for additional one-year period (July 2019). GPCP IV commenced its winding up on July 1st, 2019. GP IV is the General Partner responsible for investment and divesture decisions of GPCP IV.

GPCP V concluded its final closing in April 2010 reaching a total committed capital of US$ 1,052,425, being US$ 500,010 from GP as one of the Limited Partners of GPCP V, and US$ 552,415 from the other Limited Partners, which includes the amount committed by investors in the first closing on August 21, 2008. The commitment period of GPCP V, which comprises the period of investment, was completed on July 31, 2013 (Note 12). GP V's Advisory Committee approved the extension of the Partnership terms for additional one-year period (July 2021). GP V is the General Partner responsible for investment and divesture decisions of GPCP V.

GPCP VI is a limited partnership established in Delaware through the Limited Partnership Agreement dated April 6, 2017. GP Investments VI, Ltd. is the General Partner responsible for GPCP VI investment and divestment decisions.

(b) Real Estate Funds

GP's investments in real estate funds GP Real Estate A, LP ("GPRE A"), GP Real Estate B, LP ("GPRE B") and GP Real Estate C, LP ("GPRE C") are made through its subsidiary GPIC. GP Real Estate I, Ltd ("GPRE I") is the General Partner responsible for investment and divesture decisions of all the real estate funds (GPRE A, GPRE B and GPRE C).

GPRE A is a limited partnership established in the Cayman Islands through the Limited Partnership Agreement dated December 22, 2010.

GPRE B is a limited partnership established in the Cayman Islands through the Limited Partnership Agreement dated April 19, 2011.

GPRE C is a limited partnership established in the Cayman Islands through the Limited Partnership Agreement dated April 19, 2011.

The Company concentrates its real estate business primarily in the Brazilian market, through GPRE I, either directly or through real estate funds that the Company manages such as GP Real Estate A, B, and C, LP. During 2012, GP Investments started raising a dedicated fund for the real estate business, with the strategy of investing directly in projects in the residential, office and retail segments. Supported by a talented fully dedicated team, the fund was closed with total commitments of US$ 250 million and has already executed twenty investments in different cities and segments. Segmented information is being provided in (Note 18).

(c) Direct Investments

GP has direct investments in G2D Investments, Ltd. (G2D), Spice Private Equity, Ltd. ("Spice") and Rimini Street, Inc. ("Rimini Street" or "Rimini).

On December 31, 2020, the Company has 100% direct investment of GPAM, GPIC, GP Cash, GP North America, G2D and GP UK. Additionally, on December 31, 2020, GP was also the owner of 63.5% of Spice Private Equity Ltd. and 3% of Rimini Street Inc (December 31, 2019 – 89.9%, 58.5% and 3%, respectively).

G2D Investments

G2D Investments, Ltd., was incorporated on July 27, 2020, in Bermuda, with the objective of investing in innovative and high-growth companies in Brazil, the United States and Europe. The Company is located on 16 Burnaby Street, Hamilton, HM 11, Bermuda.

Spice Private Equity, Ltd.

Spice Private Equity Ltd. is a subsidiary of GP regulated by Swiss laws, which focus is investing in emerging markets. G2D seeks to generate value through the selection of companies with potential disruptive and advising the founders in business management given the long experience of the management team GP Investments.

On May 21, 2013, the Company announced the investment of approximately US$ 33 million to acquire 26,7% of APEN, Ltd. ("Apen"), a Switzerland-based listed Private Equity company, aligned with the Company's business objective which is analyze investment opportunities in the international market, which may also include Brazil. In December 2013, the Company invested approximately US$ 6 million to buy an additional 5% stake, thus increasing its total stake to 31.7% in Apen. As a result, the Company formed through direct or indirect investments the following wholly-owned subsidiaries GP Lux, GP Swiss, GP Advisors Bermuda and GP Advisors. On February 26, 2015, Apen announced the change of its name to Spice Private Equity, Ltd.

On May 5, 2016, GP Investments announced to the market that it had signed a definitive and binding agreement with Fortress and Newbury to acquire their stakes in Spice. On June 28, 2016, the remaining conditions precedent of the Transaction were fulfilled at Spice's Annual General Meeting, where the amendment of the investment objective of the Company and the appointment of new members for the Board of Directors, as per proposed by GP Swiss, were approved. As a result, GP Swiss became the controlling shareholder of Spice holding 63.5% of its total and voting shares. The acquisition was fully funded through GP's proprietary capital for a total price of US$50.5 million, representing US$35.25 per share. The acquisition of Spice Private Equity resulted in a gain of US$ 41 million being the excess of the net asset value of Spice of US$ 130 million over the total disbursed by GP Investments of US$ 89 million for all Spice shares.

Rimini Street, Inc.

On October 11, 2017, GP Investments Acquisition Corp. ("GPIAC"), in connection with the subject matter informed in the Material Fact Notice disclosed on May 16th, 2017, announced the closing of the definitive merger agreement with Rimini Street, Inc. The combined company retained the Rimini Street, Inc. name, its common stock is listed on the NASDAQ exchange and is traded as "RMNI".

2 Summary of significant accounting policies

(a) Basis of presentation

The consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses and related disclosures in the financial statements. Actual results could differ from those estimates. Such estimates include, but are not limited, to the valuation of the investments made by GPCP IV, GPCP V, GPCP VI,GPRE and G2D.

(b) Consolidation

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries GPIC, GP Cash, GP North America, GP UK, GPAM and G2D Investments. The consolidated financial statements also include Spice Private Equity Ltd.

GP is the general partner of certain other partnerships but does not hold an equity interest in those partnerships. These partnerships are considered by the Company to be Variable Interest Entities (VIEs), which are not required to be consolidated pursuant to ASC 810-10 - "Consolidation of Variable Interest Entities, an interpretation of ARB nº 51" ("FIN 46R"), as GP is not considered to be the primary beneficiary of the partnerships. VIE is a term used by the United States Financial Accounting Standards Board in FIN 46 to refer to an entity in which the investor holds a controlling interest that is not based on the majority of voting rights.

In February 2010, the FASB deferred the adoption of Accounting Standards Update (ASU) 2009-17, which amends ASC 810 -"Consolidation". The deferral allows asset managers that have no obligation to fund potentially significant losses of an investment entity to continue to apply the previous accounting guidance to investment entities that have the attributes of entities subject to ASC 946 -"Financial Services - Investment Companies Topic". The Company concluded that all of its private equity funds qualified for such deferral.

All intercompany accounts and transactions are eliminated on consolidation.

(i) Shareholders of GP Investments, Ltd.

As of December 31, 2020, GP, directly and indirectly owns 31.60% of GPCP IV, 41.12% of GPCP V, 3.17% of GPCP VI, 26.67% of GPRE A, 30.23% of GPRE B and 70.38% of GPRE C (December 31, 2019 – 50% of GPCP III, 31.61% of GPCP IV, 40.10% of GPCP V, 3.17% of GPCP VI, 36.01% of GPRE A, 29.04% of GPRE B and 66.22% of GPRE C). Pursuant to Accounting Standards Codification (ASC) 810-20 - "Determining Whether a General Partner as a Group, Controls a Limited Partnership or Similar Entity When the Limited Partners Have Certain Rights", issued by the Financial Accounting Standards Board (FASB), the Company had determined that the Limited Partners of GPCP III, GPCP IV, GPCP V, GPCP VI, GPRE A, GPRE B and GPRE C had no other substantive participating rights and no dissolution rights on the Limited Partnerships. As a result, the Company consolidates the accounts of GPCP IV, GPCP V, GPRE A, GPRE B and GPRE C through their General Partners GP III, GP IV, GP V and GPRE I, respectively.

(ii) Non-controlling shareholders

As of December 31, 2020, the other Limited Partners owned 68.39% of GPCP IV, 58.88% of GPCP V, 96.83% of GPCP VI, 73.32% of GPRE A, 69.76% of GPRE B and 29.61% of GPRE C. (December 31, 2019 – 46.73% of GPCP III, 68.39% of GPCP IV, 58.71% of GPCP V, 96.83% of GPCP VI, 68.49% of GPRE A, 70.41% of GPRE B and 32.51% of GPRE C), which are classified as non-controlling interest. In accordance with ASC 946 - "Financial Services - Investment Companies Topic", GPCP III, GPCP IV, GPCP V, GPCP VI, GPRE A, GPRE B and GPRE C were deemed to be investment companies; and accordingly, have been required to report their investments at fair value, and do not consolidate their portfolio investments. As per ASC 946, an investment company is a separate legal entity whose business purpose and activity comprise all of the following: (i) investing in multiple substantive investments; (ii) investing for current income, capital appreciation, or both, (iii) investing with investment plans that include exit strategies; also investment companies do not either: (a) acquire or hold investments for strategic operating purposes or (b) obtain benefits (other than current income, capital appreciation, or both) from investees that are unavailable to non-investor entities that are not related parties to the investee.

During the year ended December 31, 2020, the other Limited Partners of GPCP IV, GPCP V, GPCP VI and GPRE excluding the Company, were charged management and performance fees to GP III, GP IV, GP V, GP VI and GPRE I US$ 215, US$ 743, US$ 3,489, US$ 5,445 and US$ 800 respectively (for the year ended December 31, 2019 - US$ 215, US$ 743, US$ 3,489, US$ 5,445 and US$ 800 respectively).

(c) Basis of translation of foreign subsidiaries and controlled companies

The US dollar is the functional and the reporting currency of the Company, since the Company operates the majority of its business in US dollars. The controlled entities domiciled in Brazil use the real as their functional currency. The financial statements of foreign subsidiaries and controlled companies are re-measured in accordance with ASC 830 - "Foreign Currency Translation".

Accordingly, all assets and liabilities of the subsidiaries companies, which do not use the US dollar as their functional currency, are translated into US dollars at balance sheet exchange rates, and statements of income (loss) and of cash flow at the exchange rate at the date of the transaction or the average exchange rates during the years. The related translation adjustments are recorded directly to the cumulative translation adjustment account in accumulated other comprehensive income (loss) in shareholders' equity.
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(d) Recognition of asset management, performance and other fees

Management fees are generally received annually or quarterly and recognized as income over the period in which the related services are performed. Management fees are determined over the committed capital up until the end of the commitment period, and after such period, over the cost basis to the partnership of all investments and temporary holdings. Such management fees are recorded on an accrual basis as services are performed and recognized monthly.

Performance fees are evaluated including in the transaction price some or all of an amount of variable consideration estimated in accordance with ASC 606, Revenue from Contracts with Customers, ASC 606-10-32-11 through 32-14 only to the extent that it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved

(e) Cash and cash equivalents

Cash and cash equivalents are stated at fair value. The Company considers all of its highly liquid and temporary cash investments, including money market funds, having a ready market and an original maturity of 90 days or less, to be cash equivalents.

(f) Investments - Fair value

(i) Private equity, direct and real estate investments

Private equity investments consist primarily of investments made by the funds GPCP V and GPCP VI. Real Estate investments consist primarily of investments made by the funds GPRE A, GPRE B and GPRE C. Direct investments consist of Spice, Rimini Street and G2D. The investments are recorded at their estimated fair values with unrealized and realized gains or losses resulting from changes in fair value reflected as a component of the statement of operations, as per guidance of ASC 946 -"Financial Services - Investment Companies Topic".

(ii) Fair value measurements ASC 820

For US GAAP purposes, the investments are recorded at their estimated fair values, with unrealized and realized gains or losses resulting from changes in fair value reflected as a component of "Appreciation (depreciation) of fair value of investment" in the statement of operations of the Company.

ASC 820 defines fair value, establishes a consistent framework for measuring fair value and expands disclosure requirements about fair value measurements. ASC 820 requires, among other things, valuation techniques used to measure fair value to maximize the use of observable inputs and minimize the use of unobservable inputs, when determining fair value. Financial investments and investments are classified in, and their fair values are based on, one of the following categories:

- Level I - quoted prices (unadjusted) in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. An active market for the asset or liability is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

- Level II - other than quoted prices included within Level I that are observable for the asset or liability, either directly or indirectly, such as: quoted prices for similar assets or liabilities in active or not active markets, and other than quoted prices that are observable for the asset or liability (for example, interest rates and yield curves observable at commonly quoted intervals, volatilities, prepayment speeds, loss severities, credit risks, and default rates). Determined adjustments to these inputs can be adopted, based, for instance, on the volume and level of activity in the markets the inputs are observed.

- Level III - unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that observable inputs are not available and reflect the Partnership's assumptions about the assumptions that market participants would use in pricing the asset or liability. Unobservable inputs shall be developed based on the best information available in the circumstances and are highly dependent on the General Partners' judgment.

(g) Financial instruments

Securities are classified as financial investments (trading securities) if they are bought and held principally for the purpose of resale in the near term and are stated at fair value.

Derivative instruments are classified under trading category and recorded at fair market value calculated based on market observable inputs. Mark-to-market variance is recognized in "Financial income" and expenses. The main objective of the derivative is to protect the currency volatility related to a non-functional currency loan.

Realized and unrealized gains and losses are recognized in revenues when such securities are held for trading as part of GP's private equity business and in financial income when securities are held for trading as part of its treasury operations.

(h) Furniture and equipment

Furniture and equipment are stated at cost and are depreciated using the straight-line method over their estimated useful lives.

(i) Current and non-current liabilities

These are stated at known or estimated amounts including accrued charges, when applicable.

The liability for future compensation for employee vacations is fully accrued as earned. General and administrative expenses include compensation expense paid to certain of the Company's executives who render services to the Company and who are also ultimate shareholders of the Company. Such amounts are paid to the individuals in their capacity as executives rather than as shareholders of the Company.

The calculation of the provision for variable compensation (bonuses) is based on metrics determined by the Nomination and Compensation Committee of the Company.

(j) Comprehensive income (loss)

Comprehensive income is presented in a separate statement and consists of net income (loss) and unrealized gains and losses from translation adjustments of foreign subsidiaries.

(k) Earnings per share

The Company computes the basic earnings (losses) per share by dividing the net income (loss) by the weighted-average number of shares outstanding during the period. The Company computes the diluted earnings (losses) per share by dividing the net income (loss) by the weighted-average number of shares outstanding, inclusive of the impacts of the options granted under ASC 718-10 - "Share-Based Payment", unless doing so would result in an anti-dilutive effect (Note 15(b)).

(l) Income taxes

The Company has applied ASC 740-10 - "Accounting for Income Taxes" for all periods presented.

Bahamas, Bermuda and Cayman Islands do not currently levy any income, corporation or capital gains taxes. Accordingly, no provision for income taxes is included in the consolidated financial statements with respect to the Company, GPIC and GP Cash.

GP III, GP IV, GP V and GPRE I, and GPAM are entities registered in the Cayman Islands and GP VI is registered in Delaware, which do not currently levy any income. GP Investimentos Ltda., as a Brazilian entity, is subject to Brazilian income tax. Brazilian income taxes consist of federal income and social contribution taxes.

Taxes on income in Brazil comprise Federal Income Tax (25%) and Social Contribution (9%), as recorded in the statutory accounting records, for entities on the taxable profit regime, for which the composite statutory rate is 34%. Deferred taxes are provided on all temporary tax differences. As permitted by tax legislation, certain subsidiaries and controlled companies, the annual billings of which were lower than specified amount, opted for the presumed profit regime. For these companies, the income tax and social contribution basis is calculated at the rate of 32% on gross revenues, plus financial income, upon which the income tax and social contribution rates, 25% and 9% respectively, are applied.

Brazilian deferred tax assets arising from net operating losses have no expiration dates, though offset is restricted to 30% of annual income before tax. Deferred tax assets in respect of tax losses are not recorded as there is insufficient evidence as to their probable recovery through offset.

(m)

(i) Bonuses

As approved by the Nomination and Compensation Committee of the Company, the employees, associates and executives of the Company may be eligible to receive Bonus based on each individual's performance as determined annually by the senior management of the Company. The Bonus is composed by different pools which mainly includes: (i) 50% of the performance fee received by Funds GPCP IV, GPCP V, GPCP VI, GPRE and any new Funds, (ii) 10% of capital gain of Direct Investments, (iii) 20% of the capital gain between the Fair Market Value as of December 31, 2017 and the net cash proceeds from the sale of GPCP IV and GPCP V's investments. At each balance sheet date, the Company, if applicable, record the balance in the Current Liabilities as "Payroll accruals, bonuses and related charges

(ii) Stock options

The Company have adopted ASC 718-10 - "Share-Based Payment", which requires all share-based payments to employees, including grants of employee stock options, to be recognized in the consolidated financial statements based on their fair value of the equity instruments issued.

In the case of GP, the compensation cost for an award of share-based employee compensation is classified as equity and is recognized over the requisite service period, with a corresponding credit to equity accounts. The requisite service period is the period during which an employee is required to provide service in exchange for an award, which is the vesting period.

The Company stock-based-compensation awards include graded-vesting features. Graded vesting is defined as an award that vests in stages over the award's contractual term as compared to cliff-vesting, which is an award that vests as of a specific date. ASC 718-10 provides two attribution methods for awards that have graded-vesting features and service conditions only: (i) the graded-vesting method (a company recognizes compensation cost over the requisite service period for each separately vesting tranche of the award as though the award were, in substance, multiple awards) and (ii) the straight-line method (a company recognizes compensation cost on a straight-line basis over the total requisite service period for the entire award). Under ASC 718-10, a company may elect to use either attribution method for an award with graded-vesting features and service conditions only.

On April 25, 2011, the Board of Directors approved and adopted, with the concurrence of the Nomination and Compensation Committee, a subordinated Stock Purchase Option Program ("2011 Program") to the 2006 Stock Purchase Option Program and the form of agreements to be entered into between the Company and each beneficiary (Note 16).

On March 14, 2016, the Board of Directors approved the partial cancellation of the 2006, 2009 and 2011 Stock Purchase Option Programs, previously agreed between the Company and beneficiaries. In 2016, the Board of Directors approved and adopted, with the concurrence of the Nomination and Compensation Committee, the Stock Purchase Option Program ("2016 Program") and the form of agreements to be entered into between the Company and each beneficiary (Note 16).

(n) Presentation of interest earning assets and interest-bearing liabilities

Interest earning assets and interest-bearing liabilities are presented in the consolidated balance sheet at the principal amount outstanding, plus accrued interest and contractual indexation charges and foreign exchange variations.

(o) Treasury shares

ASC 505 – 30 - "Treasury Stock" requires that when a company repurchase its own stock, the cost of treasury stock is reported as a deduction from equity.

(p) Presentation of non-controlling interest

According to ASC 810-10, which clarifies that a non-controlling interest in a subsidiary is an ownership interest in the consolidated entity that should be reported as a separate element of equity in the consolidated financial statements. A parent's ownership interest in a subsidiary may change while the parent retains its controlling financial interest in the subsidiary, due to (i) purchases of additional ownership interests in its subsidiary, (ii) selling of its ownership interests in its subsidiary, (iii) the subsidiary reacquires some of its ownership interests, or (iv) the subsidiary issues additional ownership interests.

Changes in GP's ownership interest while GP retains its controlling financial interest in its subsidiary is accounted for as equity transactions. Therefore, no gain or loss is recognized in consolidated net income or comprehensive income. The carrying amount of the non-controlling interest is adjusted to reflect the change in its ownership interest in the subsidiary. Any difference between the fair value and the non-controlling interest amount registered is recognized in equity attributable to the parent company.

(q) Segment information

The Company has adopted ASC 280 -"Segment Reporting". The Company operates mainly in two segments: the private equity business (including the management of Limited Partnerships) and the real estate business.

(r) New accounting policies

(i) ASU 2014-09 - Revenue from contracts with costumers (Topic 606)

According to the FASB, the core principle of this Topic is that an entity shall recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

An entity shall consider the terms of the contract and all relevant facts and circumstances when applying this standard.

This standard specifies the accounting for an individual contract with a customer. However, as a practical expedient, an entity may apply this guidance to a portfolio of contracts (or performance obligations) with similar characteristics if the entity reasonably expects that the effects on the financial statements of applying this guidance to the portfolio would not differ materially from applying this guidance to the individual contracts (or performance obligations) within that portfolio. When accounting for a portfolio, an entity shall use estimates and assumptions that reflect the size and composition of the portfolio.

In this context, the Company assessed the effects of the ASU 2014-09 – Revenue from contracts with costumers and concluded that GP, due to its current business model, does not generate any kind of revenue within the scope of the hereof standard.

In thousands of US dollars, unless otherwise indicated

(ii) ASU 2016-02 – Leases (Topic 842)

According to the FASB, the core principle of Topic 842 is that a lessee should recognize the assets and liabilities that arise from leases. All leases create an asset and a liability for the lessee in accordance with FASB Concepts Statement No. 6, Elements of Financial Statements, and, therefore, recognition of those lease assets and lease liabilities represents an improvement over previous GAAP, which did not require lease assets and lease liabilities to be recognized for most leases.

The Company measured the effects of this standard and concluded there are no relevant impact on its Consolidated Financial Statements.

No new standards were adopted by the company during the year of 2020 and the company is evaluating the applicability of the new standards to become effective on 2021.

3 Cash and cash equivalents

Denomination		December 31, 2020	December 31, 2019
US dollars (US$)	(i)	40,791	63,451
Brazilian reais (BRL)	(ii)	983	2,473
Swiss francs (CHF)	(iii)	171	410
Sterling pounds (GBP)	(iv)	0	153
Euro (EUR)	(v)	0	1
		41,945	66,488

(i) The cash denominated in US dollars is concentrated in readily available bank accounts (US$ 40,971) (December 31, 2019 - US$ 63,451).

(ii) The cash denominated in Brazilian reais is deposited in bank accounts (US$ 983) (December 31, 2019 - US$ 2,743).

(iii) The cash denominated in Swiss francs is deposited in bank accounts (US$ 171) (December 31, 2019 – US$ 410).

(iv) The cash denominated in Pounds sterling is deposited in bank accounts (US$ 0) (December 31, 2019 – US$ 153).

(v) The cash denominated in Euro is deposited in bank accounts (US$ 0) (December 31, 2019 – US$ 1)

4 Financial investments

At fair value through profit and loss		Currency	December 31, 2020	December 31, 2019
Corporate bonds	(i)	US$	0	29,501
Investment in funds	(ii)	R$	772	568
Investment in funds	(iii)	US$	37,652	15,812
Cash reserves	(iv)	US$	54,740	55,100
			93,164	100,981

(i) These investments are highly-liquid and are recorded based on quoted market values and traded in international market.

In thousands of US dollars, unless otherwise indicated

(ii) Investments in funds denominated in reais are related to investments held by BRZ Investimentos.

(iii) Investment in funds denominated in dollar.

(iv) Cash reserves relates to the amount retained at the GPCP IV Fund level for potential liabilities that may arise during the liquidation process of the Fund GPCP IV.

5 Funds held in escrow

	December 31, 2020	December 31, 2019
Sascar sale	3,113	9,364
	3,113	9,364

(i) Sascar sale

In June 2014, GPCP V announced the sale of Sascar to Michelin Group for the total Enterprise Value of R$ 1.6 billion, translating into FMV of approximate US$ 221 million for GPCP V. The deal comprised 100% of Sascar's shares, GPCP V will receive R$ 543.9 million, having already received R$ 474.8 million up to December 2014. In addition, R$ 69.1 million (equivalent of US$ 28.2 million) shall be maintained in escrow and received in the coming years. In 27 May 2019, GPCP V received 9,761,353.94 in a partial release of the Escrow account. The escrow amount is adjusted monthly and in December 31, 2020 was equivalent to US$ 3,113 (December 31, 2019 – US$ 9,364).

6 Receivables from (payable to) related parties

(a) Management and performance fees receivable

As of December 31, 2020, the Company had US$ 13 (December 31, 2019 - US$ 27,918) of management and performance fees receivable from the asset management funds.

(b) Accrued performance bonuses

The provision for performance bonuses on realized gain recorded in "Payroll accruals, bonuses and related charges" is defined according to the metrics determined by the Nomination and Compensation Committee. As of December 31, 2020, accrued performance bonuses payable to employees and related parties was US$3,397 (December 31, 2019 – US$ 5,284).

(c) Receivables from employees and shareholders

As of December 31, 2020, the Company has receivables from employees, managers and shareholders (key persons) of US$ 6,216 (December 31, 2019 - US$ 8,519). These loans are remunerated based on interest rates of federal public securities and interest rates obtained by the Company on its financial investments. These loans were granted since 2007 as retaining and alignment of interest mechanism of the Key Persons and, in general, for a 10-years period, including possible extensions, from the disbursement date.

In thousands of US dollars, unless otherwise indicated

(d) Receivables from related parties

As of December 31, 2020, the Company held receivables from related parties totaling US$ 15,199 (December 31, 2019 - US$ 15,204). These receivables are related to GPIAC and to LBRas disclosed in Note 7(a) and are broken down as follows:

Receivables	December 31, 2020	December 31, 2019
Receivables from LBR	2,839	2,844
Receivables from GPIAC	12,360	12,360
	15,199	15,204

In thousands of US dollars, unless otherwise indicated

7 Investments

(a) Equity portfolio

At December 31, the Company equity portfolio consists primarily of investments made by the funds GPCP IV, GPCP V, GPRE and by the subsidiaries G2D and GPIC.

		December 31, 2020			December 31, 2019			Net change in unrealized gain (loss) with equity portfolio for the year ended December 31	
	Note	Total direct and indirect - %	Cost	General partner's valuation	Total direct and indirect - %	Cost	General partner's valuation	2020	2019
Investments of the private equity funds at fair value									
Level I									
RHI Magnesita	(i)	-	-	-	-	-	-	-	15,701
Centauro (*)	(vi)	14.7	141,149	202,799	16.9	141,149	309,500	(106,701)	212,689
BR Properties	(ii)	2.2	26,644	17,226	2.2	26,644	32,483	(15,257)	13,326
			167,793	220,025		167,793	341,983	(121,958)	241,716
Level III									
Lácteos Brasil (LBR)	(iiii)	38.9	260,910	-	38.9	260,878	-	(32)	(340)
San Antonio	(iv)	58.1	354,401	-	58.1	354,401	-	-	-
Allis	(v)	75.1	56,529	-	75.1	56,482	-	(47)	(162)
EBAM	(vii)	76.9	83,001	-	76.9	82,941	-	(60)	(16,830)
Beleza Natural	(viii)	32.6	-	-	32.6	30,652	-	30,652	(10,385)
			754,841	-		785,354	-	30,513	(27,717)

(*) In April, 2019, Centauro launched its IPO (Initial Public Offer), becoming a listed company at B3 (Brasil, Bolsa, Balcão). After the IPO, GP's stake on the company was diluted to 16.9%. In September, 2019, GP's investment in Centauro is shown as a Level I class Company. In June, 2020, Centauro launched its first follow-on since opening its capital in 2019. GP's stake at the investment after the follow-on was dilluted to 14.7%.

In thousands of US dollars, unless otherwise indicated

	Note	December 31, 2020 Total direct and indirect - %	December 31, 2020 Cost	December 31, 2020 General partner's valuation	December 31, 2019 Total direct and indirect - %	December 31, 2019 Cost	December 31, 2019 General partner's valuation	Net change in unrealized gain (loss) with equity portfolio for the year ended December 31 2020	Net change in unrealized gain (loss) with equity portfolio for the year ended December 31 2019
Investment held directly by the Company									
Rimini Street	(ix)	1.9	12,041	5,316	1.9	12,000	4,656	619	(1,524)
GP Investments Acquisition Corp. - Level III	(ix)	1.1	6,132	1,419	1.1	6,088	817	558	(1,487)
G2D Investments, Ltd – Level III									
The Craftory, LTD (****)	(xiii)	16.4	32,771	40,527				7,756	
BLU Pagamentos S.A. (***)	(xii)	24.3	12,067	31,385				19,318	
Expanding Capital (**)	(xi)	*	9,761	11,036				1,275	
Sim;paul	(xv)	5.0	1,989	1,949				(40)	
Quero Eduação (***)	(xiv)	3.2	5,000	5,107				107	
CERC	(xvi)	3.4	3,072	3,064				(8)	
Spice – Level III	(x)	63.5			58.5				
Direct Co-Investments			179,774	83,120		188,491	149,268	(57,431)	(33,603)
Global EM Funds Portfolio			8,732	9,305		8,219	13,611	(4,819)	2,547
Latin American Portfolio			76	64		620	595	13	(8,969)
Asia-Pacific Funds Portfolio			3,033	160		3,033	347	(187)	(151)
Escrow account								(4,880)	(14,591)
Other investments			2,633	3,364		25,084	33,901	(8,086)	18,896
			1,199,715	415,841		1,196,681	545,178	(137,251)	175,117
Real estate investments	(xii)		57,596	11,408		60,193	20,431	(6,426)	(14,554)
Total			1,257,311	427,249		1,256,874	565,609	(143,677)	160,563

(**) In December 31, 2020 – Represented by approximately 25,6% of Bbridge Capital I LP and 50% of Expanding Capital II-A LP; (***) In December, 2019, the investments were classified as "Other investments" ; (****) In December, 2019, the investment was under the line of "Direct Co-Investments", as one of Spice's investments.

(i) RHI Magnesita is global integrated provider of refractory solutions, supplying its products and services to the steelmaking, cement and glass industries. Created from the merger of RHI and Magnesita, the new company holds 35 raw material and production plants and more than 70 sales offices around the world; its product portfolio comprises more than 120,000 individual refractory products. It also operates two main research and development centers in Leoben, Austria and Contagem, Brazil. The new refractory company brings together complementary businesses, both in terms of products and geographical footprint. Magnesita has a presence in South America and the US compared to RHI's presence in Europe and Asia. On October 27th 2017, the combined company started trading on the London Stock Exchange (LSE), where has been admitted to trading in the premium segment of the main market. The start of trading on the exchange marked the completion of the merger process between RHI and Magnesita. Before the merger GPCP III held 2,017,573 shares (4.0% stake) in Magnesita; GPCP IV held 9,166,316 shares (18.3% stake). Following the merger, which was paid by RHI to the controlling shareholders of Magnesita as a mix of cash and RHI shares, GPCP III holds 484,613 shares in the combined company (1.0% stake), GPCP IV holds 2,201,713 shares (4.6% stake) and Magma Fund II, LP holds 162,431 shares in the combined company (0.3% stake). After the tag along offer to the remaining Magnesita minority shareholders, which represent 50% of its total market cap, GPCP III's stake was expected to be 0.97%, while GPCP IV's stake 4.42%, as 5 million additional shares will be issued. GPCP III received EUR 8.0 million (approximately US$ 6.9 million) for the cash portion of the transaction, while GPCP IV received EUR 36.5 (approximately US$ 31.3 million). As of January, 2019, GP's participation in RHI Magnesita is currently 5.9%. In July 9, 2019, the Company announced that funds managed by GP had sold 50% of their respective stakes in RHI Magnesita. The transaction was set at GBP 46.00 per depositary interest, amounting to approximately US$ 122 million. Regarding only the funds consolidated in GP, the amount received was US$ 81,5 million. After the transaction, GP's stake in the Company is close to 2.9 percent. In November 19, 2019, the Company announced that funds managed by GP had sold the remaining 50% of their respective stakes in RHI Magnesita. The transaction was set at GBP 37.50 per depositary interest, amounting to approximately US$ 90 million.

(ii) On December 2015, GP acquired 12.19% of BR Properties in a public auction at a price of R$8.27 per share, incurring in a total investment of approximately US$ 80 million. The total amount, which was initially funded by GP's proprietary cash, was part of the company's plan to raise a co-investment fund aiming to launch a tender offer to acquire at least 50% and up to 75% of BR Properties (including the initial stake acquired). By December 31, 2015, GP had found a co-investor which was committed to pay back GP US$ 60 million and lead the investment needs assuming the entire portion of the remaining capital that would be necessary to complete the tender offer. In January 2016, the committed amount of US$ 60 million was received by GP and its interest in BR Properties was reduced to 2.2%. In May 2016, GPCP VI concluded a voluntary tender offer of approximately US$ 550 million in which acquired an additional 57.81% stake in the Company (totaling a 70% controlling stake) In July 2017, BR Properties concluded a US$ 290 million Follow-on Offer (100% primary) and GPCP VI subscribed its pro-rata share within the Priority Offering (76,520,912 Shares totaling US$ 203 million). As such, following the settlement of the transaction, GPCP VI holds 285,280,815 common shares of the Company, representing 70% of its capital stock.
In November 2019, a follow-on was executed by the Company, and the stake held by GPCP VI are still the 285,280,815, representing 58.04% of its capital stock.

(iii) In April 2008, GPCP IV signed an agreement to acquire Laticínios Morrinhos Ind. Com. Ltda. ("Leitbom"), a Brazilian dairy company, for a base-price equivalent to US$ 188 million. In August 2008, GPCP IV increased its investment in Leitbom by US$ 27.1 million and, on December 11, 2008, by a further US$ 38.0 million through its investment vehicle GP Dairy I. On July 8, 2010, Monticiano Participações S.A. ("Monticiano"), an investment vehicle held by GP Dairy I, announced a capital increase through the consortium formed by the facilities of Leitbom, Gloria and Ibituruna, both subsidiaries of LAEP Investments Ltd. These three dairy producers shared industrial facilities and worked together to maximize the potential of all their brands. As a result of this transaction, GPCP IV's indirect interest in Leitbom was diluted from 95.8% to 38.3%. GP Dairy I is an investment vehicle held by GPCP IV. In December 2010, Monticiano, the holding company of Leitbom, announced the merger of its subsidiary with Laticínios Bom Gosto Ltda. to create Lácteos Brasil S.A. ("LBR"). Binding documents were signed on December 22, 2010 and the transaction closed on January 4, 2011. This investment is classified as a Level III investment. LBR and the whole Brazilian dairy industry faced difficult years and, in February 2013, as an attempt to protect its operations and carry out a debt restructuring process, LBR had no alternative but to file judicial recovery. Despite having a successful year in 2013 (when LBR managed to optimize operations, restructure a significant part of its liabilities with the approval of the judicial recovery plan in October, and turnaround financial results), LBR's ability to generate cash flow from operations continued to suffer from an archaic tax system in which LBR pays duties when acquiring raw materials and is exempted when selling most of its finished goods, hence accumulating tax credits. Without the due reimbursement of such credits by the Government, and the drying up of traditional sources of funding, LBR was forced to turn to expensive lines of credit which burdened LBR's free cash flow. In continuation of the judicial recovery process, LBR implemented a court approved judicial asset sale process in 2014. The judicial asset sale process was successful and LBR creditors' General Assembly unanimously approved the sale of all the 14 production units on August 21, 2014. The combined bid totaled R$531 million, which has been used to amortize debt. Winning bidders include Lactalis (one of the world's largest dairy producer) as well as local players. All the manufacturing employees from the operations sold, together with a large part of the overhead personnel, were transferred to the buyers. Given the risks associated with the investment, we are maintaining LBR's FMV marked at zero.

(iv) In August 2007, GPCP IV acquired a participation in the Latin American Land Drilling and E&P Services businesses ("San Antonio International Ltd." or "San Antonio"), comprising companies incorporated in various Latin American jurisdictions, engaged in onshore oil and gas services, from Pride International Inc. for US$ 136.5 million. San Antonio provided a wide range of services to complete, maintain and enhance production from oil and gas wells, including pressure pumping, integrated, directional drilling and other well services. In 2008, GPCP IV made additional capital contributions of US$ 38.1 million and GPCP V an additional capital contribution of US$ 103 million. On August 27, 2010 San Antonio and its subsidiaries entered into agreements with their lenders for the restructuring of US$ 626 million in debt. This debt restructuring contemplated a reduction of interest rates, an extension of maturities, conversion of senior debt of San Antonio and its subsidiaries into redeemable convertible preferred shares, and a recapitalization of San Antonio. Certain existing lenders converted US$ 109 million of outstanding debt into redeemable preferred equity of San Antonio and its subsidiaries. GP Investments' indirect stake in San Antonio increased to 22.67%. On April 7, 2012, an Investment Agreement was signed between BNDES Participações S.A. - BNDESPAR ("BNDESPAR"), FundaçãoPetrobras de Seguridade Social - Petros ("Petros"), GP Investments, San Antonio Internacional, Ltd. ("SAI"), Lupatech S.A. (B3: LUPA3) ("Lupatech"), Oil Services Holdco Ltd. ("Oil Services"), Oil Field Services Holdco LLC ("Oil Field Services"), Teremesha Empreendimentos e Participações S.A. ("Holding San Antonio Brasil"), San Antonio Internacional do Brasil Serviços de Petróleo Ltda. ("San Antonio Brasil"), Sotep Sociedade Técnica de Perfuração S.A. ("Sotep"), Lochness Participações S.A. ("Lochness") and Lupapar Negócios e Empreendimentos Ltda. ("Lupapar"), officializing the following transactions: (a) the execution, by Oil Field Services, one of SAI's subsidiaries, of a cash investment, in the amount of R$ 50 million, in Lupatech; (b) the election of new members to Lupatech's Board of Directors; and (c) incorporation, by Lupatech, of Holding San Antonio Brasil, granting Lupatech, directly or indirectly, complete stake in San Antonio Brasil Partnership, thereby increasing significantly its scope in services for the oil and gas industry ("Incorporation"). Lupatech's Board of Directors have approved the incorporation and on August 8, 2012, Lupatech's shareholder meeting officially approved the merger. As part of the Lupatech reorganization mentioned above, GPIC also issued financing in the form of a loan in the amount of R$ 11.7 million to UNAP International, a SAI related entity. On July 7, 2014, SAOG Creditors started taking actions to execute the collateral of SAOG's debt, which is comprised of 100% of SAOG shares held by Armadillo (an intermediary holding company controlled by San Antonio International). SAOG's debt is in default due to capital restrictions that limits the Company's ability to transfer money out of Argentina using the official exchange rate (during 2013, 89% of SAI's EBITDA was generated in Argentina). On September 2014, Lupatech concluded a Restructuring Process through which approximately R$ 1.1 billion of its debt was converted into common shares at a price of R$0.25 per share. As a result, the stake held by Oil Field Services was diluted to less than 1% of the Lupatech's shares. In light of the above mentioned restructuring process, 85% of GPPE's outstanding loan against UNAP was converted into common shares at R$0.25 per share while the remaining 15% was reprofiled. As of September 30, 2015, SAOG shares were still in the possession of the collateral agent of SAOG's Credit Facility. Even though Armadillo is still entitled to the equity surplus of SAOG shares, it is not currently exercising control over SAOG. Private equity funds managed by GP Investments continue to hold a controlling stake in San Antonio Internacional's common equity (the holding company that owns 100% of Armadillo shares), but the current scenario generates risks regarding its indirect stake in the operational entities. San Antonio is classified as a Level III investment and, due to current circumstances and risk associated with the investment, San Antonio's valuation was marked down to zero.

(v) In November 2007, GPCP IV acquired an interest for US$ 55.8 million in Allis Participações S.A. ("Allis"), a Brazilian corporation, which owned Soma Gestão de Serviços e Desenvolvimento de Recursos Humanos S.A., Soma Staffing Trabalho Temporário S.A., Top Service Serviços e Sistemas Ltda. and People Domus Assessoria em Recursos Humanos Ltda. During the month of June 2012, a deal was signed to sell Top Service Serviços e Sistemas Ltda. and the transaction closed in August 2012. These companies provide human resource services, including temporary staffing, outsourcing, executive search and training services. Today, Allis evolved to be provider of field marketing solutions through a portfolio that includes field talent, field delivery and field intelligence products. Allis is classified as a Level III investment and, due to current circumstances and risks associated with the investment, Allis's valuation was marked down to zero. GP's participation in Allis is currently 75.1%.

(vi) On November 8, 2012, GP announced the investment of R$ 450 million (about US$ 225 million) to acquire 36.5% of SBF Group, the holding company that owns 100% of the sporting goods retailer Centauro or "SBF". The investment was made both through GPCP V with a total capital commitment of US$ 150 million, and through co-investors, who invested the remaining portion. This investment was classified as a Level III investment and its fair market value was based on Discounted Cash Flow method. GP's participation in Centauro was 23.2%. In April 16, 2019 Centauro launched its IPO, becoming a public listed company at B3. Since June 30, 2019 Centauro investment is shown as a Level I class Company. As of December 31, 2020, GP's participation is 14.7%.

(vii) On February 13, 2012, GP Investments initiated a transaction which was concluded on July 2, 2012, with R$ 64 million (approximately US$ 33 million) investment in Empresa Brasileira de Agregados Minerais ("EBAM"), a leading mineral aggregates company in Brazil. 78% of the total invested capital consisted of primary resources to support EBAM's future growth and development. On March 28, 2013, GPCP V undertook a capital increase amounting to R$ 100 million (approximately US$ 50 million) in EBAM, in addition to the initial investment of R$ 64 million (approximately US$ 33 million) made in February 2012. As a result, GPCP V's indirect stake in EBAM increased from 62% to 77.1%. EBAM was founded in 2008 by Amazônia Participações Ltda., a company formed by a group of experienced geologists and mining engineers who have successfully developed mineral exploration projects around the country. In 2012 and already under GPCP V control, EBAM merged with a crushed rock operation owned by VPI, which has deep industry knowledge of mineral aggregates and paving and an extensive network of industry contacts. EBAM thus emerged from the merger as a solid platform for growth through minerals production projects and selective acquisitions in a fragmented industry. EBAM represented a unique opportunity for GPCP V to enter an important and fast-growing sector in Brazil, one that must continue to develop in order to support the country's increasing infrastructure needs. Robust trends supporting construction, paving and infrastructure investments should continue to drive demand for aggregates in Brazil over the coming years. The investment was made through GPCP V. This investment is classified as a Level III investment which fair market value was determined using the Discounted Cash Flow method. GP's participation in EBAM is currently 76.9%. Due to current circumstances and risk associated with the investment, EBAM's valuation was marked down to zero.

(viii) In August 2013, GPCP V acquired an interest for US$ 30.6 million in Cor Brasil S.A. ("Beleza Natural"), a Brazilian beauty institute chain focusing on Class C consumers in Brazil. Founded in 1993, the Company has developed innovative and exclusive products and services for curly hair. The investment made was intended to fund Beleza Natural's aggressive store opening plan that aims at consolidating the company as the national reference in its segment as well as expanding its operations internationally. This investment is classified as a Level III investment which fair market value was determined using the Discounted Cash Flow method. GP's participation in Beleza Natural is currently 32.6%. Due to current circumstances and risk associated with the investment, Beleza's valuation was marked down to zero. On May 17, 2020, the Company sold all of its shares from Beleza Natural at a price of R$ 1.00.

(ix) On May 2017, GP Investments Acquisition Corp ("GPIAC") announced it has entered into a definitive merger agreement with Rimini Street, Inc ("Rimini Street"). The company has been redefining enterprise software support services since 2005 with an innovative, award-winning program that enables licensees of IBM, Microsoft, Oracle, SAP and other enterprise software vendors to save up to 90 percent on total support costs. Clients can remain on their current software release without any required upgrades for a minimum of 15 years. Over 1,330 global Fortune 500, midmarket, public sector and other organizations from a broad range of industries currently rely on Rimini Street as their trusted, third-party support provider. On October 2017, GPIAC announced the closing of the definitive merger agreement with Rimini Street, Inc. and its common stock began trading on the NASDAQ exchange as "RMNI". The transaction raised $50 million for Rimini Street and the proceeds were used to provide additional liquidity to the balance sheet, reduce total debt and pay transaction expenses. GP Investments Ltd invested $12 million directly in the transaction and, through Spice Private Equity ("Spice"), an investment company listed on the SIX Swiss Exchange, indirectly controlled and managed by GP, invested $24 million, totaling an investment of $36 million. As a result, GP and Spice have stakes of 3.0% and 6.0%, respectively, in Rimini Street, already including the sponsor shares from GPIAC, as per the terms and conditions agreed upon its IPO in 2015. GP benefits itself from significant governance of the combined company, working closely with Rimini Street's management team and with two representatives of GP joining the board of directors.

(x) On May 21, 2013, the Company announced the investment of approximately US$ 33 million to acquire 26,7% of APEN, Ltd., a Switzerland-based listed Private Equity company, aligned with the Company's business objective which is analyze investment opportunities in the international market, which may also include Brazil. In December 2013, the Company invested approximately US$ 6 million to buy an additional 5% stake, thus increasing its total stake to 31.7% in APEN, Ltd. As a result, the Company formed through direct or indirect investments the following wholly owned subsidiaries GP Lux, GP Swiss, GP Advisors Bermuda and GP Advisors. On February 26, 2015, APEN announced the change of its name to Spice Private Equity, Ltd. Finally, on June 28, 2016, GP Investments announced the closing of the acquisition of an additional stake in Spice, making GP the controlling shareholder of the company with 58.5% of its total and voting shares. The acquisition was followed by another change in the company's investment strategy and the divestment of part of the portfolio, announced on December 31, 2016. The Portfolio sold was composed of all primary fund investments and two co-investments. The total reduction of outstanding commitment was of US$ 15.3 million, leaving the company with only mature funds and direct investments. The Portfolio was sold for a cash consideration of US$ 31.1 million, above its cost generating a gain of approximately 6.0% during the holding period of such portfolio. During 2017, Spice acquired Leon and Rimini investments on the amounts of US$ 31.6 and US$ 24.0 respectively. During 2018, Spice acquired FoodFirst Global Restaurant for a total enterprise value of approximately US$ 100 million and committed to invest up to US$ 60 million in The Craftory, Ltd. During 2019, Spice made additional investments in the companies: FoodFirst, The Craftory and Leon, with values of US$ 12.9, 9.5 and 7.7 million, respectively. On 31 July 2020, Spice PE announced that its subsidiary Spice Private Equity (Bermuda) Ltd. ("Spice Bermuda") became a shareholder of G2D Investments, Ltd ("G2D"), a new investment firm focused on companies that have developed disruptive technologies. G2D will target primarily minority investments in tech-enabled companies operating in large addressable markets, led by outstanding management teams, and with clear competitive advantages. The Board of Directors of Spice Bermuda has decided to contribute its stake in The Craftory into G2D at fair market value, which amounted to US$16.3 million as of July 2020 representing approximately 25% stake ownership of G2D.

(xi) Expanding Capital is a venture capital fund based in San Francisco, California, whose objective is to invest in technology companies. Since then, Expanding Capital has managed to invest in companies led by the main venture capital funds in the world, with a very robust pipeline. The Company is investing on Expanding Capital Funds (B Bridge Capital I LP and Expanding Capital II A LP) since 2016 and as of December 31, 2020, the total amount invested is US$ 9.7 million. The total commitment for Expanding Capital is US$ 25 million.

In March 2020, the Company sold half of its stake corresponding to US$ 6.8 million on BBridge Capital I LP for US$ 6.8 million.

In October 2020 the Company invested US$ 1,6 million on Expanding Capital for future investments.

In December 2020 the Company had invested US$ 9.7 million of a total commitment of US$ 25 million (US$ 13.5 million of a total commitment of US$ 50 million – December 31, 2019).

(xii) Blu is a fintech that proposes to reduce transaction costs between retailers and suppliers in specific segments, such as furniture, mattresses and clothes by anticipating receivables, in addition to offering installments and promoting credit for the beginning storekeeper. Blu's digital platform offers simple and advantageous solutions that help retailers to grow and reduce transaction costs, while allowing industries to sell more, mitigating default risks. The initial investment on the amount of US$ 3.2 million occurred during 2018. During 2019, there were transactions with third parties and Blu was revalued with an impact for the Company amounting to US$ 8.6 million. The investment of company is through Blu fund, that holds convertible notes into shares. In March 2020, the Company acquired more US$ 8.9 million of convertible notes through Blu Fund.

(xiii) The Craftory is a permanent capital investment holding company that seeks to invest in innovative consumer goods companies and brands that have a major cause and socio-environmental impact. As of December 31, 2020, the total amount invested was US$ 32.7 million from a total of US$ 60 million commitment.

In the first quarter of 2020, the Company made a capital contribution of US$ 4.5 million accompanying other investors in a round of capital call.

In the third quarter of 2020 the Company made a capital contribution of US$ 16.5 million accompanying other investors in a round of capital call.

The valuation technique utilized for this investment was recent price transaction and net asset value ("NAV").

In thousands of US dollars, unless otherwise indicated

(xiv) Quero Educação operates an educational marketplace that connects students to courses, schools and colleges in Brazil. Its platform allows students to find information about courses, schools and colleges where they wish to study, compare university programs and options, learn about tuition and scholarships, apply and enroll in educational programs. This investment was acquired during 2019 for US$ 5 million, through convertible notes, equivalent to a 3.2% of Quero's shares.

(xv) On July 2020, the Company acquired 5% stake through convertible notes of Sim;paul for approximately US$ 1.8 million, a fintech with the objective of innovating the financial market and the experience of its clients by offering investment advice with simplicity, freedom and transparency. Sim;paul intends to offer a brokerage platform with a unique value proposal for AAIs (Autonomous Investment Agent), through a partnership model. This investment was made through the Simpaul Fundo de Investimento em Participações Multiestratégia.

(xvi) On August 2020, the Company acquired 3.4% stake, through convertible notes of CERC for approximately US$ 3 million. CERC is a fintech based in São Paulo operating in the documentary receivables area, which seeks to streamline documentary receivables in Brazil, including, for example, seeking the creation of an insurance register and a settlement chamber. This investment was made through the GP Inova Fundo de Investimento em Participações Multiestratégia.

As of December 31, 2020, the investments held by the Partnership include both residential, commercial (retail and office) building sites currently in the initial phases of development as well as existing structures purchased for retrofitting and structures designed to serve as industrial warehouses.

COVID-19 was declared a pandemic by the World Health Organization (WHO) in early 2020. The full ramifications of the pandemic in general and its long-term impacts on the financial markets cannot yet be reliably determined. Due to the lock-down restrictions implemented by governments, particularly affecting the restaurant and retail industries, the Company was impacted through its investments on these sectors.

Specifically about the restaurant industry, its investments in Leon and FoodFirst (Spice's direct investments) went through restructuring processes during 2020 with the objective of mitigating the negative impacts associated with the COVID-19 outbreak.

The Board of Directors continues to monitor the situation and the impact on the Company. Despite the impact on the fair value of the Company's investments as set out above, the Company is in a position to continue its usual operations in accordance with its investment policy.

The changes in the investment account were as follows:

	December 31, 2020	**December 31, 2019**
At the beginning of the year	565,609	537,379
Appreciation (depreciation) in fair value of investments	(169,487)	192,144
Reversal of unrealized fair value on disposal of investments	25,810	(31,581)
Beleza Natural - divestment cost	(30,652)	-
Exchange of shares - BLU Pagamentos S.A.	12,067	-
Exchange of shares - Expanding Capital	9,761	-
Exchange of shares - Sim;paul	1,989	-
Exchange of shares - Quero Educação	5,000	-
Exchange of shares – CERC	3,072	-
Capital Call - The Craftory	16,480	9,587

In thousands of US dollars, unless otherwise indicated

	December 31, 2020	December 31, 2019
Exchange of shares - The Craftory	4,537	9,587
Transfer to SPVs for payment of expenses	139	709
Real Estate capital reduction	(2,567)	(10,049)
Escrow account	4,880	13,598
Return of capital - Spice portfolio	(31)	(8,044)
RHI Magnesita - divestment cost	-	(159,580)
Change of investments - other investments	(22,406)	829
Spice portfolio - investments in Leon Restaurants	-	7,715
Spice portfolio - investment in FoodFirst Global Restaurants, Inc.	3,048	12,901
At the end of the period	427,249	565,608

In thousands of US dollars, unless otherwise indicated

(b) Financial investments at fair value through profit and loss

Investments in funds	Currency	Domicile	Note	2020 Fair value as of December 31,	2020 Cost	2020 Unrealized gain (loss)	2019 Fair value as of December, 31	2019 Cost	2019 Unrealized gain (loss)
Level III									
Logística Brasil	R$	Brazil	(i)	1,194	206	(2,228)	4,166	949	(288)
Empreendedor Brasil	R$	Brazil	(ii)	797	247	(72)	953	331	(24)
Brasil Agronegócio FIP	R$	Brazil	(iii)	1,049	1,626	(158)	1,680	2,098	(124)
Brasil Sustentabilidade FIP	R$	Brazil	(iv)	614	608	18	782	795	18
Brasil Portos e Ativos Logísticos FIP	R$	Brazil	(v)	523	1,085	11	826	1,399	(57)
Terras Brasil	R$	Brazil	(vi)	44	192	(18)	117	248	(5)
GP FIDC FCVS	R$	Brazil		85	(149)	234	-	-	-
GP FIDC FCVS 2	R$	Brazil		1,937	90	1,847	-	-	-
Total				6,242	3,905	(367)	8,524	5,821	(480)

In thousands of US dollars, unless otherwise indicated

(i) Logística Brasil is a closed fund with a ten year term commencing on the date on which the initial closing takes place: the term may be extended by three years or if the fund exceed the expire date and if it still wants to demonstrate the assets in your portfolio, following what was agreed on the LPA. The purpose of the fund is to realize gains over and above the IPCA plus 9.5% per year. The initial investment was made on August 16, 2006. BRZ Ltda. is responsible for the management of the fund.

(ii) Empreendedor Brasil (directly invested by BRZ Investimentos) - is a closed fund with a seven year term. The first three years correspond to the investment years and the following four years to the divestment period with exclusive focus of investment in emerging small companies with net assets of less than US$ 172 and annual revenue of less than US$ 86 with significant potential growth. The initial investment was made in 2006. The fund's committee in July, 2019, decided to extend the liquidation of the fund to July, 2020. BRZ Ltda. is responsible for the management of the fund.

(iii) Brasil Agronegócio FIP is a closed fund whose purpose is to invest in agricultural business ventures. BRZ Ltda. is responsible for the management of the fund.

(iv) Brasil Sustentabilidade FIP is a closed fund whose purpose is to optimize gains through acquiring securities of Brazilian companies aimed at fighting global warming which activities be associated with environment projects to reduction of greenhouse gases. BRZ Ltda. is responsible for the management of the fund.

(v) Brasil Portos e Ativos Logísticos FIP is a closed fund whose purpose is to invest in port assets, retro-areas, handling, storage and transportation of cargo as well as other assets and concessions in these sectors. BRZ Ltda. is responsible for the management of the fund.

(vi) Terras Brasil FIP is a fund whose purpose is to invest directly and exclusively in Agrifirma Brazil SA, a Brazilian company dedicated to investing in farmland in Brazil. Banco do Brasil is responsible for the management of the fund.

8 Fair value measurements

				December 31, 2020
	Total	**Level I**	**Level II**	**Level III**
Investments in equity portfolio at fair value through profit and loss	412,477	225,341		187,136
Real estate investments	11,408			11,408
Other investments	3,364			3,364
Total equity portfolio	427,249	225,341		201,908
Investments in funds - financial assets at fair value through profit and loss	6,242			6,242
Financial investments at fair value through profit and loss	93,164	93,164		
Total assets at fair value	526,656	318,505		208,150

In thousands of US dollars, unless otherwise indicated

	December 31, 2019			
	Total	**Level I**	**Level II**	**Level III**
Investments in equity portfolio at fair value through profit and loss	511,277	346,639		164,638
Real estate investments	20,431			20,431
Other investments	33,901			33,901
Total equity portfolio	565,609	346,639		218,970
Investments in funds - financial assets at fair value through profit and loss	8,524			8,524
Financial investments at fair value through profit and loss	100,981	100,981		
Total assets at fair value	675,114	447,620		227,494

The changes in the investments in equity portfolio and in funds - financial investments (at fair value through profit and loss), measured at fair value, for which the Company has used Level III inputs to determine fair value of the year ended December 31, 2020 are as follows:

Balance as of December 31 , 2019	227,494
Unrealized loss on fair value of investments	(22,338)
Reversal of unrealized fair value on disposal of investments	4,880
Beleza Natural - divestment cost	(30,652)
Capital Call - The Craftory	16,480
Exchange of shares - The Craftory	4,537
Exchange of shares - BLU Pagamentos S.A.	12,067
Exchange of shares - Expanding Capital	9,761
Exchange of shares - Sim;paul	1,989
Exchange of shares - Quero Educação	5,000
Exchange of shares - CERC	3,072
Transfer to SPVs for payment of expenses	100
Real Estate - capital reduction	(2,567)
Return of capital - Spice portfolio	(31)
Spice portfolio - investment in Leon Restaurants	-
Spice portfolio - investment in FoodFirst Global Restaurants, Inc.	3,048
Spice portfolio - investment in Rimini Street Inc.	-
Changes of investments - other investments	(22,408)
Changes of financial investments – at fair value through profit and loss	(2,282)
Balance as of December 31, 2020	208,150

As of December 31, 2020, the investments in San Antonio, LBR, Allis, Real Estate, EBAM, Beleza Natural, Spice were classified as Level III. In the cases of these unlisted entities, fair values were based on unobservable inputs, calculated, among others, using discounted cash flow methodology, the income approach (i.e. multiples of EBTIDA), participation on the invested companies (Net Asset Value) or last recent price acquisitions agreed with non-related party investors, as per guidance of ASC 820-10.

As of December 31, 2020, the Company classified the following investments as Level I: Centauro, Rimini Street Inc and BR Properties. For those investments, fair values were based on quoted prices observable on the B3 (BR Properties and Centauro) and NASDAQ (Rimini Street Inc).

In thousands of US dollars, unless otherwise indicated

9 Income taxes

As of December 31, 2020, the Company and its subsidiaries have Brazilian tax losses available for offset against future taxable income of US$ 1,198 for income tax and US$ 431 for social contribution (December 31, 2019 US$ 1,177 and US$ 423). The tax effect of net operating losses carry forwards totaled US$ 1,629 as of December 31, 2020 (December 31, 2019 - US$ 2,905). A full valuation allowance has been provided by the Company. Income tax and social contribution amounts for the year ended December 31, 2020 and 2019, presented in the statements of operations are reconciled to their nominal rates as follows:

	December 31, 2020	December 31, 2019
Net income (loss) for the year before income taxes	(196,704)	138,577
Net income (loss) generated by subsidiaries domiciled in the Bahamas, Bermuda and Cayman Islands (non-taxable income/nondeductible expenses)	(197,043)	(133,147)
Taxable income attributable to the Brazilian subsidiaries of GP Investments, Ltd. before income taxes	515	5,430
Income tax and social contribution benefit expense at nominal rates in Brazil - 34%	(175)	(1,846)
Adjustments to obtain the effective rates		
Net effect of the presumed profit tax regime in Brazil	(164)	921
Income tax and social contribution expense	(339)	(925)

10 Perpetual notes

	Currency	Annual interest rate - %	December 31, 2020	December 31, 2019
Perpetual notes	US dollars	10	72,526	69,941
			72,526	69,941

On January 23, 2007, the Company issued US$ 150,000 perpetual notes with no fixed final maturity date, non-callable for five years and with an interest rate of 10% per year, payable quarterly, beginning on April 23, 2007. On October 5, 2007, GP issued an additional amount of US$ 40,000 of perpetual notes with the same characteristics as the January 2007 issue. The October perpetual notes were issued at a premium of US$ 850, which is fully amortized as of December 2020.

On October 26, 2009, GP obtained the consent from a majority of its bondholders to amend the following terms of the indenture governing its 10% perpetual notes: (a) provide for optional redemption of the notes by GP Investments in part, on the terms currently contained in the indenture with respect to optional redemption of the notes as a whole; and (b) eliminate the "Debt service reserve" account.

During the three-month period ended March 31, 2016, the Company acquired an additional part of perpetual notes, in an amount of US$ 86,000, aiming at giving liquidity to the investors.

During the 2017, the Company paid an additional part of perpetual notes, in an amount of US$ 8,661.

The fair value of the perpetual notes as of December 31, 2020, based on market and interest rates for similar perpetual notes, was estimated at US$ 72,526 (December 31, 2019 - US$ 69,941) based on observable inputs from market data and the accrued interest related to the perpetual notes is presented in the "Accrued interest" account and the corresponding amount as of December 31, 2020 is US$ 1,395 (December 31, 2019 - US$ 1,396).

On January 23, 2019, GP announced that it has concluded a US$ 25 million partial call of the Perpetual Notes ("Notes"). After the partial call, the outstanding amount of the Notes is US$ 115 million.

On October 23, 2019, GP announced that it has concluded a US$ 40 million partial call of the Perpetual Notes ("Notes"). After the partial call, the outstanding amount of the Notes is US$ 75 million. The amount of US$ 70 million is net of 5 million held by the company in December 2019.

On November 23, 2020, GP started to sell some of its Perpetual notes held in Treasury. The increased amount of US$ 72 million as of December 31, 2020 reflects the 2.8 million of sales made on November and December 2020.

11 Loans and financings

On July 31, 2020, the Company obtained a loan with BTG on the amount of US$ 20 million, due in July 2021 with a remuneration of 2.5% a.a. The cost related to the issuance of this loan amounts to US$ 240 and has been recognized in the Company's results.

12 Provision for contingencies

The Company's subsidiaries are party of certain legal proceedings arising in the normal course of business, and the Company, when applicable, has made provisions or recorded losses on the sale of its investments, whenever management believes that such losses are probable and can be reasonably estimated.

Lawsuits, claims and proceedings have been or may be initiated against GP and its subsidiaries. Although the amounts claimed in a given time may be substantial, if the ultimate liability cannot be reasonably determined due to the considerable uncertainties that exist, it is possible that revenues and expenses or liquidity, in a particular period, could be materially affected by such contingencies. However, based on available facts, management and its external legal advisors believe that the disposition of matters that are currently available demonstrates that the ongoing processes will not have a material adverse effect on the financial position of the Company.

During 2020, the Company incurred in US$ 3,435 of contingency expense related to judicial processes (December 31, 2019 – US$ 6,341).

As of December 31, 2020, the provision for contingencies amounts to US$ 32,812 (December 31, 2019 – US$ 29,978) but management believes that additional disclosure related to these provisions might negatively impact the settlement of such cases.

Based on current facts and taking into consideration the opinion of the Company's legal advisors, management believes that the existing provisions are sufficient to cover any losses related to current process.

(i) Possible Losses, not recorded in the balance sheet

As of December 31, 2020, the Company had civil and labor litigations involving risks of losses classified by management as possible, amounting to US$ 11.867 and US$ 19 , respectively (December 31, 2019 – US$ 76,838 of civil litigations and US$ 2,6 of labor litigations), which is based on the evaluation of the legal advisors, for which no provision for estimated losses were recognized.

13 Commitments

As of December 31, 2020, the Company has fulfilled its outstanding commitment to fund GPCP III and GPCP IV. As of December 31, 2020, the Company had an amount of US$ 4,453, US$ 4,975, US$ 4,063 and US$ 209,313 in outstanding commitments to GP Real Estate A, LP, GP Real Estate B, LP, GP Real Estate C, LP and GPCP V respectively (December 31, 2019 - 4,175, US$ 4,657, US$ 3,816 and US$ 223,462, respectively).Unfunded committed capital from the limited partners is not shown on the balance sheet, as the GP has no unconditional right to receive cash as long as it has not identified an investment to invest in.

14 Fair value of financial instruments

ASC 825-10 - "Disclosures about Fair Value of Financial Instruments" requires disclosure of the estimated fair values of financial instruments. The fair value of a financial instrument is the amount at which an instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale. Quoted market prices, if available, are utilized as estimates of the fair value of financial instruments.

The market values of financial instruments are close to their book values and were substantially represented by financial investments, loans and financings.

(a) Cash and cash equivalents

Cash and cash equivalents approximate their fair values. Cash equivalents include interest - earning deposits with banks and money market.

(b) Financial investments

Trading securities and financial investments are reported in the consolidated balance sheets at fair value, estimated principally based on quoted market prices, when available, or quoted market prices for similar instruments.

(c) Loans and financings and perpetual notes

Except for the information presented in Note 10 regarding perpetual notes, the carrying amounts of the loans and financings approximate fair value as determined by discounting estimated cash flows, using interest rates approximating the current origination rates for similar loans.

(d) Derivative instruments

Derivatives are reported in the consolidated balance sheets at fair value, estimated principally based on quoted market prices, when available, or on counterparty valuation when it is an over the counter instrument. As of December 31, 2020, and 2019, GP has no investments in derivative instruments.

(e) Sensitivity analysis

Exposure to currency risk arises from assets in currencies other than the Company’s functional (US Dollar). The main exposure corresponds to GP’s investment portfolio, which currently holds assets in US Dollar, Brazilian Real and British Pound.

As of December 31, 2020, GP Cash Management Ltd held no exposures to short-term investments priced in currencies other than the Company’s functional.

15 Risks and risk management

The main risks related to financial instruments are: credit risk, market risk, liquidity risk and currency risk. Management of these risks is a process that involves different levels of the Company and covers several policies and strategies. Other than the investments in the invested companies and the interests in GPCP IV, GPCP V and GPCP VI, on December 31, 2020, there was no significant concentration of credit, market, liquidity or currency risks related to banks and financial investment funds.

(a) Credit risk

Credit risk is the risk arising from the possibility of loss resulting from the non-receipt from counterparties or creditors of the amounts they have contracted with the Company to pay. The Company mitigates credit risks related to banks and financial investment funds, by investing in short-term securities with highly rated financial institutions and funds managed by investment managers.

(b) Market risk

Market risk is linked to the possibility of loss due to rate fluctuations relating to unhedged terms, currencies and indices in the Company's portfolio. The Company acquires interests in non-public entities; the sale of these entities may require a lead time and the values realized may be unfavorable in relation to the valuation. The Company has a diversified portfolio of investments and, as a consequence, the revenues may be affected by unfavorable performance.

(c) Liquidity risk

Liquidity risk management is designed to control risk relating to mismatched settlement terms of the Company's rights and obligations. Knowledge and monitoring of this risk are crucial to enable the Company to settle transactions in a timely and secure manner. Liquidity risk management involves a set of controls, principally relating to the establishment of technical limits, and the positions assumed are constantly evaluated.

(d) Currency risk

As a portion of the underlying fair value basis of the portfolio private equity assets is denominated in reais, the Company is exposed to foreign exchange risks.

16 Shareholders' equity

(a) Capital

On April 30, 2010 the Board of Directors unanimously approved a share bonus issue ("Stock Dividend") on the basis of 0.040324850:1 new Class A shares (including shares in the form of BDRs) and Class B shares. Each holder of a Class A share (or BDRs) or Class B share received 0.040324850 additional share as bonus shares for each Class A share (or BDR) ("Class A Bonus Issue Shares") or Class B share owned ("Class B Bonus Issue Shares"). A total of 4,953,674 Class A shares and 1,388,154 Class B Shares were issued with a value of US$ 33,013. The entire amount of Class B Bonus Issue Shares was reclassified as Class A shares.

In a Special General Meeting held on July 28, 2011, shareholders approved amendments in the By-law with regards to the dividends payments policy. The new definition establishes that the Board has discretion to declare from time to time dividends to be distributed to holders of Class A and Class B shares in proportion to the numbers of shares held by them.

On August 14, 2011, the Board approved an increase in authorized share capital.

On December 31, 2020 and December 31, 2019, the authorized capital comprised 173,637,578 Class A shares of par value US$ 0.0025 each and 36,406,221 Class B shares of par value US$ 0.0025 each, issued and outstanding as of December 31, 2020, 75,321,532 (December 31, 2019– 75,321,532) Class A shares and 34,424,288 (December 31, 2019 - 34,424,288) Class B shares.

Class A shareholders have limited participative and voting rights as defined in the by-laws, and Class B shareholders will have one vote on all matters brought before the shareholder meetings.

The changes in the number of shares are summarized as follows:

	December 31, 2020	December 31, 2019
Class A - at the beginning and end of the period	75,321,532	75,321,532
Class B - at the beginning and end of the period	34,424,288	34,424,288
Total - at the end of the period	109,745,820	109,745,820

(b) Earnings per share

Earnings per share for the year ended December 31, 2020 and 2019 are based upon the weighted average number of shares (in thousands, except shares amounts), as follows:

	December 31, 2020	December 31, 2019
Net income (loss) for the year attributable to GP Investments	(91,829)	74,321
Weighted average common shares outstanding - basic	109,745,820	109,745,820
Effect of dilutive securities		
Potential shares attributable to stock options		
Weighted average common shares outstanding - diluted	109,745,820	109,745,820
Profit (loss) per share – basic	(0.90)	0.68
Profit (loss) per share – diluted	(0.90)	0.68

(c) Treasury shares

On August 14, 2011, the Board approved the acquisition of treasury shares of up to 12,218,078 of the Company's Class A Shares which constitute approximately 10% of the Company's issued and outstanding Class A shares, including shares in the form of Brazilian Depositary Shares evidenced by Brazilian Depositary Receipts (BDRs) (the "Treasury Shares Acquisition"). The acquisition period for the Treasury Shares Acquisition started on August 13, 2011 and ended on August 13, 2012 (the "Acquisition Period"). The acquisition price for the Treasury Shares Acquisition was the market price quoted on the date of each transaction on Luxembourg Stock Exchange (in respect the Class A Shares) and B3 (in respect of the BDRs).

On August 5, 2013, the Board approved the acquisition of treasury shares of up to 11,234,659 of the Company's Class A shares which constitute approximately 10% of the Company's free float, including shares in the form of BDRs. The acquisition period for the treasury shares acquisition started on August 15, 2013 and ended August 15, 2014 and a new period started on October 27, 2014 and end on October 27, 2015.

Whenever purchased shares (treasury shares) are cancelled the Company is automatically entitled to repurchase up to 10%of the new Company's free float.

On June 16, 2020, the company announced that the Board of Directors approved the acquisition of up to 20 million of the Company’s shares.

According to the resolution of the Company's Board of Directors, Share Buyback may be carried out within a period of 365 days from June 12, 2020, or in a shorter period if it is decided by the Board of Directors.

During 2020, the Company through its subsidiaries has acquired a total of 4,474,800 treasury shares, representing US$ 4,055.

(d) Non-controlling interest

(i) Capital contribution from Limited Partners

Capital contribution from Limited Partners refers to the committed amount from limited Partners in accordance with the terms of the private equity and real estate investment funds agreement for investment purposes. During 2020, the capital contribution from Limited Partners amounted to US$ 1,998 (December 31, 2019 – US$ 49,651).

(ii) Distribution to Limited Partners

Distribution to Limited Partners refers to the portion of divestments in equity portfolio due to the Limited Partners from private equity and real estate funds. During 2020, the distribution of cash proceeds amounted to US$ 6,561 (December 31, 2019 – US$ 113,912).

17 Stock options

Stock option program

On March 14, 2016, the Board of Directors approved the partial cancellation of the 2006, 2009 and 2011 Stock Purchase Option Programs, previously agreed between the Company and beneficiaries. On this day, the Board also approved a new stock option program for the award of 13,000,000 Class A Shares (the “2016 Program”).

As of December 31, 2020, the existing Stock Option Programs are:

(i) 2011 Program

On April 25, 2011, the Board of Directors approved and adopted, with the concurrence of the Nomination and Compensation Committee, a subordinated Stock Purchase Option Program ("2011 Program") to the 2006 Stock Purchase Option Program and the form of agreements to be entered into between the Company and each beneficiary. An aggregate of 10,282,186 options of the Company's Class A shares may be granted under the Program. As of February 17, 2012, the Board of Directors approved the cancellation of 4,915,433 Company Class A options from the 2006 Program and also increased the amount of options to be awarded under the 2011 Program by the same amount, increasing the total options to be awarded under the 2011 Program from 10,282,186 to 15,197,619. As of September 15, 2014, the Board of Directors approved the cancellation of 890,794 Company Class A options from the 2006 Program and also increased the amount of options to be awarded under the 2011 Program by the same amount, increasing the total options to be awarded under the 2011 Program from 15,197,619 to 16,088,413.

In thousands of US dollars, unless otherwise indicated

The options granted will expire after ten years, with a vesting period of five years of 20% per year. The Program allows for the issuance of shares through newly issued shares. As of December 31, 2015, from the total of 16,088,413 options approved by the Company, 15,775,733 options were granted, but not exercised by the holders. On August 2015, 276.240 were granted. On March 14, 2016, the Board approved the partial cancellation of 15.022.404 shares. As of December 31, 2020, 440,009 options were granted, but not exercised by the holders.

The information related to the number of options outstanding to employees is as follows:

	Number of options outstanding to employees	Exercise price - US dollars	Option fair market value
At December 31, 2017	1,029,569		
Options forfeited	(589,56)	Various	0,43
At December 31, 2018	440,009		
At December 31, 2019	440,009		
At December 31, 2020	440,009		

		Percentage			
	Exercise price	**Dividends yield**	**Expected average annual volatility (i)**	**Risk free rate (ii)**	**Fair market value - US dollars**
Options granted					
February 2012	2.54	5.0	45.01	2.02	0.92
September 2012	2.14	5.0	47.19	1.57	0.56
January 2013	2.54	5.0	46.48	1.70	0.73
September 2013	1.63	5.0	44.79	2.73	0.59
April 2014	1.89	5.0	38.11	2.70	0.36
September 2014	2.18	5.0	38.43	2.59	0.47
August 2015	1.83	5.0	38.96	2.23	0.43

Pursuant to the Black-Scholes options pricing method, the fair value of the options granted under the 2011 Program was measured at the grant date. For calculation purposes, the following assumptions were used

(i) The expected stock price volatility assumption was determined using the volatility of the Company's Class A shares.

(ii) The interest rate is based on the US Treasury Bills rate for a period similar to the expected term of the options.

There was no intrinsic value of the total options of the 2011 program as of December 31, 2020 due to the fair market value of US$ 0.84 be lower than the strike price of the options.

In thousands of US dollars, unless otherwise indicated

For the year ended December 31, 2020, an expense of US$ 0 (December 31, 2019 - US$ 10) was recorded in respect to the 2011 Program and is presented in "General and administrative expense".

(ii) 2016 Program

In 2016, the Board of Directors approved and adopted, with the concurrence of the Nomination and Compensation Committee, the Stock Purchase Option Program ("2016 Program") and the form of agreements to be entered into between the Company and each beneficiary. An aggregate of 13,000,000 shares of the Company's Class A shares may be granted under the Program. On May 16, 2016 12,200,000 options were granted and will expire after ten years, with a vesting period of five years based on an exercise price of US$ 1.9767. On May 31, 2017, 600,000 shares were exercised by the beneficiaries. During the year ended December 31, 2018, 3,600,000 options were forfeited by employees that left the Company. As of December 31, 2020, 8,000,000 options were granted, but not exercised by the holders.

The information related to the number of options outstanding to employees is as follows:

	Total number of options outstanding	Exercise price - US dollars
At December 31, 2017	11,600,000	Various
Options forfeited	(3,600,000)	
At December 31, 2018	8,000,000	Various
At December 31, 2019	8,000,000	
At December 31, 2020	8,000,000	

Pursuant to the Black-Scholes options pricing method, the fair value of the options granted under the 2016 Program was measured at the grant date. For calculation purposes, the following assumptions were used:

		Percentage			
	Exercise price	Dividends yield	Expected average annual volatility (i)	Risk free rate (ii)	Fair market value - US dollars
Options granted May 2016	1.98	5.0	40.31	1.85	0.44

(i) The expected stock price volatility assumption was determined using the volatility of the Company's Class A shares.

In thousands of US dollars, unless otherwise indicated

(ii) The interest rate is based on the US Treasury Bills rate for a period similar to the expected term of the options.

There was no intrinsic value of the total options of the 2016 program as of December 31, 2020 due to the fair market value of US$ 0.84 be lower than the strike price of the options.

For the year ended December 31, 2020, an expense of US$ 252 was recorded in respect to the 2016 Program (December 31, 2019 - US$ 303) and is presented in "General and administrative expenses".

18 Expenses

	December 31,	
	2020	**2019**
Salaries	(6,299)	(9,411)
Contingencies	(3,435)	(6,341)
Tax expense	(4,314)	(510)
Bonuses and carried on realized gain	(3,397)	(5,284)
Bonuses and carried on unrealized gain (*)	5,779	(4,124)
Projects	(2,601)	(1,672)
Stock options	(252)	(313)
Audit and consulting	(2,202)	(2,900)
Rental expenses	(986)	(1,226)
Travel expenses	(236)	(557)
Office	(125)	(574)
Other	787	(4,497)
Total expenses	(17,281)	(37,408)

(*) This is the reversal of unrealized performance bonuses that was recorded in 2019.

19 Segment information

The Company's operations are managed through two operating segments: the private equity business and the real estate business, which represent the segment information available and used by executive management to assess performance and to allocate resources. These segments were established based on the nature of investment activities in each fund, including the specific type of investment made, the frequency of trading, and the level of control over the investment. The financial results for the segments are as follows:

In thousands of US dollars, unless otherwise indicated

	December 31,					
	2020			2019		
	Real estate	Private equity	Total	Real estate	Private equity	Total
Unrealized gain (loss) with equity portfolio	(6,426)	(163,061)	(169,487)	14,554	177,590	192,144
Reversal of unrealized fair value on disposition		25,810	25,810		(31,581)	(31,581)
Realized gain (loss), net		(25,899)	(25,899)		(541)	(541)
Management fees		4,822	4,822		10,578	9,770
Dividends		197	197		10,441	10,441
Performance fees		-	-		705	705
Other		136	136		752	752
Total revenue	(6,426)	(157,995)	(164,421)	14,554	167,239	181,690
General and administrative	(237)	(15,991)	(16,228)	260	(26,043)	(25,783)
Contingencies		(3,435)	(3,435)		(6,341)	(6,341)
Bonuses and carried on unrealized gain		5,779	5,779		-	-
Bonuses and carried on realized gain		(3,397)	(3,397)		(5,284)	(5,284)
Total expenses	(237)	(17,044)	(17,281)	260	(37,668)	(37,408)
Financial income		5,031	5,031		6,609	6,609
Financial expense	(7)	(20,026)	(20,033)	7	(12,321)	(12,314)
Financial income (expenses), net	(7)	(14,995)	(15,002)	7	(5,712)	(5,705)
Income taxes		(339)	(339)		(925)	(925)
Net income (loss)	(6,670)	(190,373)	(197,043)	14,821	122,934	137,652

In thousands of US dollars, unless otherwise indicated

The most relevant balance sheet items by segment are as follows:

	December 31, 2020			December 31, 2019		
	Real estate	Private equity	Total	Real estate	Private equity	Total
Investments at fair value	11,408	415,841	427,249	20,431	545,178	565,609
Total assets	11,408	588,294	599,702	20,431	804,721	825,152

20 Subsequent events

Mercado Bitcoin

On February 1, 2021, the Company invested via G2D approximately US$ 2,5 million to 2TM Participações S.A., the controlling company of Mercado Bitcoin. The Company has a total participation of approximately 3.5% on the investment.

BTG Loan

On January 20, 2021, the Company obtained, in addition to the first loan with BTG, the amount of US $ 12 million, maturing in July 2021 and with an interest rate of 2.5%.

Rimini Street Inc.

In early March 2021 Rimini launched a follow-on offering taking advantage of the positive stock momentum it offered Spice a partial exit of US$ 2.3 million through a secondary offering.

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