
Ejendomsselskabet Skt. Petri ApS

Gammel Køge Landevej 57, 3., DK-2500 Valby

Annual Report for 2023

CVR No. 24 20 56 30

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 14/8 2024

Mette Pii
Chairman of the
general meeting



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Management's statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Ejendomselskabet Skt. Petri ApS for the financial year 1 January - 31 December 2023.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Valby, 14 August 2024

Executive Board

Mette Pii
CEO

Board of Directors

Christopher Scott Harrison Penny Marianne Kildahl Olsen
Chairman

Independent Auditor's report

To the shareholder of Ejendomsselskabet Skt. Petri ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Ejendomsselskabet Skt. Petri ApS for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, 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 in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

Independent Auditor's report

- 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 in preparing the Financial Statements 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 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 contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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.

Hellerup, 14 August 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Bo Schou-Jacobsen

State Authorised Public Accountant

mne28703

Qasam Hussain

State Authorised Public Accountant

mne44159

Company information

The Company	<p>Ejendomsselskabet Skt. Petri ApS Gammel Køge Landevej 57, 3. DK-2500 Valby</p> <p>CVR No: 24 20 56 30 Financial period: 1 January - 31 December Incorporated: 1 October 1999 Financial year: 24th financial year Municipality of reg. office: Valby</p>
Board of Directors	<p>Christopher Scott Harrison Penny, chairman Marianne Kildahl Olsen</p>
Executive Board	<p>Mette Pii</p>
Auditors	<p>PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup</p>

Income statement 1 January - 31 December

	Note	2023	2022
		DKK	DKK
Gross profit before value adjustments		48,359,378	49,201,690
Value adjustments of assets held for investment	3	0	-9,764,862
Gross profit after value adjustments		48,359,378	39,436,828
Depreciation and impairment losses of property, plant and equipment	5	-5,209,650	-5,209,650
Profit/loss before financial income and expenses		43,149,728	34,227,178
Financial income	6	771,509	371,802
Financial expenses	7	-74,403,146	-8,348,597
Profit/loss before tax		-30,481,909	26,250,383
Tax on profit/loss for the year	8	-13,451,172	-5,775,146
Net profit/loss for the year		-43,933,081	20,475,237
 Distribution of profit			
		2023	2022
		DKK	DKK
Proposed distribution of profit			
Retained earnings		-43,933,081	20,475,237
		-43,933,081	20,475,237

Balance sheet 31 December

Assets

	Note	2023	2022
		DKK	DKK
Investment properties	9	1,230,055,611	1,183,100,000
Other fixtures and fittings, tools and equipment	10	21,699,580	26,909,230
Property, plant and equipment		<u>1,251,755,191</u>	<u>1,210,009,230</u>
Fixed assets		<u>1,251,755,191</u>	<u>1,210,009,230</u>
Trade receivables		0	1,388,655
Receivables from group enterprises		26,867,891	49,053,198
Other receivables		6,670,623	32,409,696
Prepayments		476,149	865,696
Receivables		<u>34,014,663</u>	<u>83,717,245</u>
Cash at bank and in hand		<u>211,375</u>	<u>9,143,877</u>
Current assets		<u>34,226,038</u>	<u>92,861,122</u>
Assets		<u>1,285,981,229</u>	<u>1,302,870,352</u>

Balance sheet 31 December

Liabilities and equity

	Note	2023	2022
		DKK	DKK
Share capital		502,000	502,000
Retained earnings		361,147,341	405,080,422
Equity		361,649,341	405,582,422
Provision for deferred tax	11	212,703,641	198,039,195
Provisions		212,703,641	198,039,195
Credit institutions		577,207,331	576,115,230
Payables to group enterprises		117,776,084	116,292,825
Long-term debt	12	694,983,415	692,408,055
Trade payables		16,644,832	4,955,743
Corporation tax		0	1,213,274
Other payables		0	671,663
Short-term debt		16,644,832	6,840,680
Debt		711,628,247	699,248,735
Liabilities and equity		1,285,981,229	1,302,870,352
Capital Resources	1		
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Statement of changes in equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 January	502,000	405,080,422	405,582,422
Net profit/loss for the year	0	-43,933,081	-43,933,081
Equity at 31 December	502,000	361,147,341	361,649,341

Notes to the Financial Statements

1. Capital Resources

The Company has obtained a letter of financial support from the parent company SOF-12 Skt. Petri BidCo ApS to ensure sufficient liquidity until at least 30 June 2025.

On this basis, Management assesses that the capital resources are sufficient, and the Annual Report is therefore presented under the assumption of going concern.

2. Key activities

The Company objects are to, directly or through possession of shares in other companies, own or operate real estate as well as other businesses, which in the opinion of the Board of Directors is connected hereto.

	<u>2023</u>	<u>2022</u>
	DKK	DKK
3. Value adjustments of investment assets		
Value adjustment of investment property, cf. note 9	0	-9,764,862
	<u>0</u>	<u>-9,764,862</u>
	<u>2023</u>	<u>2022</u>
4. Staff		
Average number of employees	1	1
	<u>2023</u>	<u>2022</u>
	DKK	DKK
5. Depreciation and impairment losses of property, plant and equipment		
Depreciation of property, plant and equipment	5,209,650	5,209,650
	<u>5,209,650</u>	<u>5,209,650</u>

Notes to the Financial Statements

	2023	2022
	DKK	DKK
6. Financial income		
Interest received from group enterprises	104,907	365,318
CAP interest	307,663	0
Other financial income	358,939	6,484
	<u>771,509</u>	<u>371,802</u>
	2023	2022
	DKK	DKK
7. Financial expenses		
Interest paid to group enterprises	1,510,169	8,219,758
Interest on bank loans	47,348,788	0
SWAP adjustment	21,255,880	0
Fees to hedging	1,927,765	0
Aareal, Eastdil establishment costs	2,261,772	0
Other financial expenses	98,772	128,839
	<u>74,403,146</u>	<u>8,348,597</u>
	2023	2022
	DKK	DKK
8. Income tax expense		
Current tax for the year	0	1,213,274
Deferred tax for the year	14,664,446	4,561,872
Adjustment of tax concerning previous years	-1,213,274	0
	<u>13,451,172</u>	<u>5,775,146</u>

Notes to the Financial Statements

9. Assets measured at fair value

	<u>Investment properties</u>
	DKK
Cost at 1 January	565,002,908
Additions for the year	46,955,611
Cost at 31 December	<u>611,958,519</u>
Value adjustments at 1 January	618,097,092
Value adjustments at 31 December	<u>618,097,092</u>
Carrying amount at 31 December	<u>1,230,055,611</u>

Assumptions underlying the determination of fair value of investment properties

Management has assessed that due to the refurbishment of the Hotel, the fair value is kept unchanged compared to last year.

The fair value of Investment properties has been calculated based on the following assumptions:

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Budget period	10 years	10 years
Exit Yield	5,75%	5,75%
Initial Yield	4,06%	4,06%
Growth in terminal period	2,0%	2,0%

The estimates applied are based on information and assumptions considered reasonable by Management, but which are inherently uncertain and unpredictable. Actual events or circumstances will probably differ from the assumptions made in the calculations as often assumed events do not occur as expected. Such difference may be material.

Sensitivity in determination of fair value of investment properties

In the fair value assessment as of December 31, 2023, an individually determined capitalization rate of 5.75% has been applied.

Changes in estimated required rate of return for investment properties will affect the value of investment properties recognised in the balance sheet as well as value adjustments carried in the income statement.

Changes in	<u>-0,25%</u>	<u>Base</u>	<u>0.25%</u>
	DKK	DKK	DKK
Rate of return	-0.25	0	0.25
Fair value	1,237,960,00 0	1,183,100,00 0	1,132,819,000
Change in fair value	54,860,000	0	-50,281,000

Notes to the Financial Statements

10. Property, plant and equipment

	Other fixtures and fittings, tools and equipment
	DKK
Cost at 1 January	97,362,138
Cost at 31 December	97,362,138
Impairment losses and depreciation at 1 January	70,452,908
Depreciation for the year	5,209,650
Impairment losses and depreciation at 31 December	75,662,558
Carrying amount at 31 December	21,699,580

11. Provision for deferred tax

	2023	2022
	DKK	DKK
Deferred tax liabilities at 1 January	198,039,195	193,477,323
Deferred tax relation to the net profit or loss for the year	14,664,446	4,561,872
Deferred tax liabilities at 31 December	212,703,641	198,039,195
	2023	2022
	DKK	DKK

12. Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

Credit institutions		
After 5 years	0	543,579,744
Between 1 and 5 years	577,207,331	32,535,486
Long-term part	577,207,331	576,115,230
Within 1 year	0	0
	577,207,331	576,115,230

Notes to the Financial Statements

	<u>2023</u>	<u>2022</u>
	DKK	DKK
12. Long-term debt		
Payables to group enterprises		
After 5 years	0	0
Between 1 and 5 years	<u>117,776,084</u>	<u>116,292,825</u>
Long-term part	117,776,084	116,292,825
Within 1 year	<u>0</u>	<u>0</u>
	<u>117,776,084</u>	<u>116,292,825</u>

13. Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with bankers:

At 31 December 2023, mortgage deeds of a nominal value of DKK 1,681 million in the Company's investment property with a carrying value of DKK 1,360 million have been pledged as security for the bank debt, which at year-end amounts to DKK 577 million.

Other contingent liabilities

With SOF-12 Skt. Petri Bidco ApS, company reg. no 41949775 as administration company, the Company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for the total corporation tax.

The Company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the Company's liabilities.

Contractual obligations

The Company has entered into contractual obligations and the outstanding amount as per 31 December 2023 amounts to DKK 635 million, which relates to the refurbishment of the investment property.

Notes to the Financial Statements

14. Related parties and disclosure of consolidated financial statements

Consolidated Financial Statements

SOF-12 Skt. Petri Bidco ApS. owns 100% of the shares in Ejendomsselskabet Skt. Petri ApS.

The Company is included in the Consolidated Financial Statements for the Parent Company:

<u>Name</u>	<u>Place of registered office</u>
SOF-12 Skt. Petri Bidco ApS	Gammel Køge Landevej 57, 3 DK-2500 Valby

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

15. Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Notes to the Financial Statements

16. Accounting policies

The Annual Report of Ejendomsselskabet Skt. Petri ApS for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2023 are presented in DKK.

Recognition and measurement

The Financial Statements have been prepared under the historical cost method.

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are classified as "Other receivables" and "Other payables", respectively.

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting.

Income statement

Gross profit

Net revenue is recognized excluding VAT and with deductions for discounts and rent reductions for tenants.

Gross profit is calculated with reference to section 32 of the Danish Financial Statements Act as a summary of net sales.

Other external expenses comprise expenses incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Notes to the Financial Statements

Value adjustment of investment property

Value adjustment of investment property comprises value adjustments of properties at fair value and profit or loss from the disposal of properties.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise depreciation and impairment of property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

Balance sheet

Property, plant and equipment

Investment properties

Investment properties constitute land and buildings held to earn a return on the invested capital by way of current operating income and/or capital appreciation on sale.

On acquisition investment properties are measured at cost comprising the acquisition price and costs of acquisition. The cost of own constructed assets comprises the acquisition price and expenses directly related to the acquisition, including costs of acquisition and indirect expenses for labour, materials, components and suppliers up until the time when the asset is ready for use.

Interest expenses on loans contracted directly for financing the construction of properties are recognised in cost over the construction period.

When the fair value can be measured reliably, the property is measured at fair value less cost to complete.

After the initial recognition investment properties are measured at fair value. Value adjustments of investment properties are recognised in the income statement.

Fair value is the amount for which the property could be exchanged between knowledgeable, willing parties in an arm's length transaction on the balance sheet date. The determination of fair value involves material accounting estimates.

The fair value of investment properties has been assessed by the independent assessor firm CBRE at 31 December 2023

Notes to the Financial Statements

The estimates applied are based on information and assumptions considered reasonable by Management but which are inherently uncertain and unpredictable. Actual events or circumstances will probably differ from the assumptions made in the calculations as often assumed events do not occur as expected. Such difference may be material. The assumptions applied are disclosed in the notes.

Discounted Cash Flow model

The fair value of investment properties has been determined at 31 December 2023 for each property by using a Discounted Cash Flow model under which expected future cash flows are discounted to present value. The calculations are based on property budgets for the coming years. Allowance has been made for developments in rentals, vacancies, operating expenses, maintenance and administration, etc. The individual, budgeted cash flows are discounted at an individually fixed discount rate added a terminal value. The value thus calculated is adjusted for any non-operating assets such as cash and cash equivalents, deposits, etc if they are not shown separately in the balance sheet.

Other property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment	3-20 years
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Depreciation period and residual value are reassessed annually.

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Impairment of fixed assets

The carrying amounts of property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by depreciation.

The recoverable amount of the asset is calculated as the higher of net selling price and value in use. Where a recoverable amount cannot be determined for the individual asset, the assets are assessed in the smallest group of assets for which a reliable recoverable amount can be determined based on a total assessment.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Deferred tax assets and liabilities

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised in respect of temporary differences concerning goodwill not deductible for tax purposes and other items - apart from business acquisitions - where temporary differences have arisen at the time of acquisition without affecting the profit for the year or the taxable income.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Notes to the Financial Statements

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities.

Deferred tax assets and liabilities are offset within the same legal tax entity.

Current tax receivables and liabilities

Current tax receivables and liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on taxable incomes for prior years. Tax receivables and liabilities are offset if there is a legally enforceable right of set-off and an intention to settle on a net basis or simultaneously.

Financial liabilities

Loans, such as loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.

Deferred income

Deferred income comprises payments received in respect of income in subsequent years.