

REGUS KOBENHAVN APS
Larsbjørnsstræde 3
1454 København K

Annual report for 2018

Adopted at the annual general meeting on
6 May 2019

DocuSigned by:



EA710308543649A

chairman

TABLE OF CONTENTS

	Page
Statements	
Statement by management on the annual report	3
Management's review	
Company details	4
Management's review	5
Financial statements	
Accounting policies	6
Income statement 1 January - 31 December	9
Balance sheet 31 December	10
Statement of changes in equity	12
Notes to the annual report	13

STATEMENT BY MANAGEMENT ON THE ANNUAL REPORT

The executive board has today discussed and approved the annual report of Regus Kobenhavn ApS for the financial year 1 January - 31 December 2018.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In my opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2018 and of the results of the company's operations for the financial year 1 January - 31 December 2018.

In my opinion, management's review includes a fair review of the matters dealt with in the management's review.

The financial statements have not been audited. Management considers the criteria for not auditing the financial statements to be met.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 6 May 2019

Executive board

DocuSigned by:



EA71030B5A3649A
Christopher Afonsus Maria Mul
Director

COMPANY DETAILS

The company

Regus Kobenhavn ApS
Larsbjørnsstræde 3
1454 København K

CVR no.: 28 30 94 65

Reporting period: 1 January - 31 December 2018

Incorporated: 28. December 2004

Domicile: København K

Executive board

Christoffel Alfonsus Maria Mul

MANAGEMENT'S REVIEW

Business activities

The company operates as a provider of office facilities.

The company operates as a provider of office facilities through Regus Management ApS, which company operates as a manager of the Regus activities in Denmark.

Business review

The company's income statement for the year ended 31 December shows a loss of DKK 2.931.708, and the balance sheet at 31 December 2018 shows negative equity of DKK 48.595.316.

Pursuant to the capital loss provision of section 119 of the Danish Companies Act., the company has lost more than 50% of its share capital at year-end.

The annual report has been presented under the assumption of continued operations of the company.

Continued operations require further investments.

Going concern:

It is the current intention of IWG Group to provide the Company with sufficient financial funds in order to enable the Company to fulfil at any time its payment obligations but no written commitments has been given.

Reference is made to note 1 for mere details.

ACCOUNTING POLICIES

The annual report of Regus Kobenhavn ApS for 2018 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 provisions as regards larger entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2018 is presented in DKK.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits 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 from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any instalments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, consumables and other external expenses.

Revenue

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received.

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

ACCOUNTING POLICIES

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, including changes arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to entries directly in equity.

The entity and its Danish group entities are taxed on a joint basis. The danish income tax charge is allocated between profit-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to the current rates applicable to interest allowances, and jointly taxed companies having paid too little tax pay as a maximum, a surcharge according to the current rates applicable to interest surcharges to the management company.

Balance sheet

Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life
Other fixtures and fittings, tools and equipment.	3-10 years
Leasehold improvements	10 years or lease period years

Assets costing less than DKK 13.500 are expensed in the year of acquisition.

Receivables

Receivables are measured at amortised cost.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

ACCOUNTING POLICIES

Equity

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Liabilities

Other liabilities, which include trade receivables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Deferred income

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2018 DKK	2017 DKK
Gross profit		-773.907	2.805.880
Depreciation		-636.803	-734.111
Profit/loss before net financials		-1.410.710	2.071.769
Financial costs	2	-1.601.601	-1.355.656
Profit/loss before tax		-3.012.311	716.113
Tax on profit/loss for the year	3	80.603	0
Profit/loss for the year		-2.931.708	716.113
 Recommended appropriation of profit/loss			
Retained earnings		-2.931.708	716.113
		-2.931.708	716.113

BALANCE SHEET 31 DECEMBER

	<u>Note</u>	<u>2018</u> DKK	<u>2017</u> DKK
ASSETS			
Other fixtures and fittings, tools and equipment		1.005.894	1.150.824
Leasehold improvements		<u>1.369.880</u>	<u>1.445.181</u>
Tangible assets	4	<u>2.375.774</u>	<u>2.596.005</u>
Deposits		<u>0</u>	<u>52.888</u>
Fixed asset investments		<u>0</u>	<u>52.888</u>
Total non-current assets		<u>2.375.774</u>	<u>2.648.893</u>
Trade receivables		26.551	1.556
Receivables from group enterprises		385.677	473.918
Other receivables		535.013	3.400.765
Corporation tax		80.603	0
Prepayments		<u>178.800</u>	<u>9.015</u>
Receivables		<u>1.206.644</u>	<u>3.885.254</u>
Total current assets		<u>1.206.644</u>	<u>3.885.254</u>
Total assets		<u><u>3.582.418</u></u>	<u><u>6.534.147</u></u>

BALANCE SHEET 31 DECEMBER

	<u>Note</u>	<u>2018</u> DKK	<u>2017</u> DKK
EQUITY AND LIABILITIES			
Share capital		125.000	125.000
Retained earnings		-48.720.316	-45.788.608
Equity		-48.595.316	-45.663.608
Deposits		76.215	0
Total non-current liabilities		76.215	0
Trade payables		743.471	274.177
Payables to group enterprises		51.119.728	49.049.579
Other payables		238.320	2.611.499
Deferred income		0	262.500
Total current liabilities		52.101.519	52.197.755
Total liabilities		52.177.734	52.197.755
Total equity and liabilities		3.582.418	6.534.147
Uncertainty about the continued operation (going concern)	1		
Contingencies, etc.	5		
Related parties and ownership structure	6		

STATEMENT OF CHANGES IN EQUITY

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2018	125.000	-45.788.608	-45.663.608
Net profit/loss for the year	<u>0</u>	<u>-2.931.708</u>	<u>-2.931.708</u>
Equity at 31 December 2018	<u><u>125.000</u></u>	<u><u>-48.720.316</u></u>	<u><u>-48.595.316</u></u>

NOTES

1 UNCERTAINTY ABOUT THE CONTINUED OPERATION (GOING CONCERN)

As regards uncertainties concerning the enterprises ability to continue as a going concern, management has assumed, that IWG Group will continue to provide the necessary liquidity available to the company for the current year.

The company has not received commitments from the IWG Group.

The executive board expects, through strategic measures, that the capital can be restored over a number of years.

	2018	2017
	DKK	DKK
2 FINANCIAL COSTS		
Other financial expenses	116	0
Exchange adjustments costs	1.045	0
Interest expenses, group entities	1.600.440	1.355.656
	1.601.601	1.355.656
3 TAX ON PROFIT/LOSS FOR THE YEAR		
Current tax for the year	-80.603	0
	-80.603	0
4 TANGIBLE ASSETS		
	Other fixtures and fittings, tools and equipment	Leasehold improvements
Cost at 1 January 2018	7.265.853	7.565.093
Additions for the year	173.146	243.426
Cost at 31 December 2018	7.438.999	7.808.519
Impairment losses and depreciation at 1 January 2018	6.115.029	6.119.912
Depreciation for the year	318.076	318.727
Impairment losses and depreciation at 31 December 2018	6.433.105	6.438.639
Carrying amount at 31 December 2018	1.005.894	1.369.880

NOTES

5 CONTINGENCIES, ETC.

Contingent commitments

Regus Management ApS being the administration company is subject to the Danish scheme of joint taxation and, as from the financial year 2013, unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

As from 2012, the company is unlimited jointly and severally liable with the other jointly and severally liable with the other jointly taxed companies for the total corporation tax.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may changes in the company's liabilities.

Other rent and lease liabilities as of December 31st 2018: 1,541 tDKK (2017: 3,595 tDKK).

The company is jointly tax registered with other Regus companies and is therefore jointly liable for VAT settlement.

SKAT (the Danish Tax Authorities) has raised a number of questions concerning transfer pricing documentation.

On the date of the signature SKAT has sent proposals adjusting the taxable incomes from 2012-2014. On the date of the signature there are no final conclusions and the tax audit regarding transfer pricing is still ongoing.

6 RELATED PARTIES AND OWNERSHIP STRUCTURE

Other related parties

Regus Kobenhavn ApS' related parties comprise the following:
IWG Plc, 22 Grenville Street, st. Heller, JE4 8PX Jersey.