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Annual report for 2023

Landal Formidling ApS Gl Kærvej 15, 6800 Varde CVR no. 28 84 23 92

Adopted at the annual general meeting on 3 July 2024

Anders Mikael Andersson chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of Landal Formidling ApS for the financial year 1 January - 31 December 2023.

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 2023 and of the results of the company's operations for the financial year 1 January - 31 December 2023.

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

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

Varde, 3 July 2024

Executive board

Anders Mikael Andersson Director





Independent auditor's report

To the shareholder of Landal Formidling ApS

Opinion

We have audited the financial statements of Landal Formidling ApS for the financial year 1 January - 31 December 2023, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position 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.

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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and 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 the 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.





Independent auditor's report

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.
- 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.

Statement on management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.





Independent auditor's report

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of management's review.

Esbjerg, 3 July 2024

Dansk Revision Esbjerg Godkendt revisionsaktieselskab CVR no. 26 99 36 95

Claus Vium Jensen State Authorised Public Accountant MNE no. mne33724





Company details

Landal Formidling ApS Gl Kærvej 15 6800 Varde

CVR-no. 28 84 23 92

Financial year: 1 January - 31 December 2023

Domicile: Varde

Executive Board

Anders Mikael Andersson, director

Auditors

Dansk Revision Esbjerg Godkendt revisionsaktieselskab Smedevej 33 6800 Varde





Financial highlights

Seen over a 5-year period, the development of the Company may be described by means of the following financial highlights:

	2023	2022	2021	2020	2019
	TDKK	TDKK	TDKK	TDKK	TDKK
Key figures					
Gross profit/loss	95.637	92.817	77.572	46.428	52.615
Profit/loss before net financials	82.961	80.887	65.614	35.542	39.153
Net financials	25.783	10.744	9.957	1.833	2.380
Profit/loss for the year	84.820	71.406	58.995	28.919	32.156
Balance sheet					
Balance sheet total	460.199	347.993	280.898	244.851	198.313
Investment in property, plant and					
equipment	162	79	0	0	1.478
Equity	384.548	299.728	228.322	169.327	140.408
Number of employees Financial ratios	25	22	24	24	29
Return on assets	20,5%	25,7%	25,0%	16,0%	23,0%
Solvency ratio	83,6%	86,1%	81,3%	69,2%	70,8%
Return on equity	24,8%	27,0%	29,7%	18,7%	25,9%

The financial ratios are calculated in accordance with the Danish Finance Society's recommendations and guidelines. For definitions, see the summary of significant accounting policies..





Management's review

Business review

The Company's main activity is to buy, sell and hold securities, purchase, sales, investments and administration of real estate, as well as accommodations and food & beverage operations.

Recognition and measurement uncertainties

It is the opinion of the management that the Companyis not subject to any special risk apart from what is normal within the Comany's field of operation.

Receivables from larger clients are closely monitored. The assessments of the need for writedown of receivables is based on objective indications of impairment, on the futures ability torepay. It is management's assessment that all known factors at year-end has been taken intoaccount, however some factors are based on an estimate and any losses ascertained subsequently may differ from the estimate made.

Intangible and tangible fixed assets are assessed to a future value in use at least equivalent to the booked value.

Financial review

The company's income statement for the year ended 31 December 2023 shows a profit of DKK 84.820.245, and the balance sheet at 31 December 2023 shows equity of DKK 384.548.164.

The result is below the expected level but is still considered satisfactory.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Targets and expectations for the year ahead

The overall goal for Landal GreenParks Denmark is to have revenues on a stable level. During 2023 Danish management have regained focus on efficiency, hours spend and energy prices. This together with revenues on a stable level, we should be able to improve our results. 2023 showed improved results on the aforementioned focus areas.

Overall the result before tax in 2024 is expected to be in a range of a profit of 80 to 90 DKK million.

On 17 June 2021 the Awaze Group announced the signing of a definitive agreement to sell Landal GreenParks to Roompot. On the 12th of April 2023 the anti-trust agency granted formal approval. The shares have been transferred on the 18th of April 2023. During 2024 the merger with Roompot will continue with its effectuation.

The combination of Landal and Roompot creates the most attractive and diverse holiday opportunity in Europe.





Management's review

External environment

The Group is striving to reduce its energy consumption and operate a sustainable responsiblebusiness in line with the overall environmental strategy for the total Landal GreenParks Group, which has a strong focus on corporate and social responsibility, as is signified by its companymotto "discover what green can do." From an environmental perspective this means that it is ourgoal to have zero environmental impact by the year 2030, support nature conservation andenhance biodiversity. From a social point of view, we work hard every day to contribute to thewellbeing of our guests, employees and partners in the region around our parks. Our focus onsustainability is also recognized and appreciated by our guests, as two out of three indicate it asimportant; outpacing the industry average of 50%. Guests indicate that energy and water usagereduction, separation of garbage and overall sustainable behaviour are the most importantthemes.

The Danish parks are certified according to the international "Greenkey" standard. Centrally Landal GreenParks Group allocates the Sustainability budget with a focus on reducing energy, increasing bio diversity and reducing waste across the total portfolio. Another proof point thatunderlines the sustainability focus is that the Group uses green electricity. Moreover we willcontinue to offset our carbon emissions either by purchasing carbon credits that preventdeforestation, or offsetting via local reforestation initiatives.

Going Concern Analysis

Management of Landal GreenParks Group has prepared a 5 year scenario covering the period till December 2025 that reflects the latest information. The case assumes no further restrictions or lockdowns (meaning park closures) across our core businesses and a continued preference for travel.

The case shows the Landal GreenParks Group has or can obtain sufficient liquidity to maintain operations prior to taking into account mitigating actions the Group could undertake. In addition, the Directors noticed that bookings for the periods to come in Denmark show a strong trend.

The directors of the Company in performing their going concern assessment are, due to seasonality, dependent on the intercompany current account facility and support arrangements for access to the cash flows necessary for the day-to-day operations of the Company. The (in)direct shareholder Landal GreenParks Holding BV provided a letter that expresses the intention that the net receivable of Landal GreenParks ApS will be settled by the (in)direct shareholder when needed.

At the time of approving the financial statements, the Directors maintain a reasonable expectation that the Company and the Group will have adequate resources to continue in operational existence for the foreseeable future. The financial statements do not include the adjustments that would result if the Company was unable to continue as a going concern.

Therefore, the Directors consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements, not withstanding the material uncertainty caused by the change in ownership of the Company during the period.





Management's review

Conclusion

The Directors consider that the Landal GreenParks Group has (access to) sufficient liquidity to meet its obligations for the foreseeable future. Based on the circumstances described above, the financial statements are prepared on the assumption that the Company is a going concern.





Income statement 1 January - 31 December

	Note		2022 DKK
Gross profit		95.636.897	92.817.354
Staff costs	2	-12.602.314	-11.848.520
Profit/loss before amortisation/depreciation and impairment losses		83.034.583	80.968.834
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	3	-73.997	-81.348
Profit/loss before net financials		82.960.586	80.887.486
Financial income	4	25.829.586	10.774.017
Financial costs	5	-46.268	-29.928
Profit/loss before tax		108.743.904	91.631.575
Tax on profit/loss for the year	6	-23.923.659	-20.225.772
Profit/loss for the year		84.820.245	71.405.803
Retained earnings		84.820.245	71.405.803
		84.820.245	71.405.803





Balance sheet 31 December

	<u>Note</u>	2023 DKK	2022 DKK
Assets			
Other fixtures and fittings, tools and equipment	7	0	0
Right-of-use assets	7	131.033	43.231
Tangible assets		131.033	43.231
Deferred tax assets	10	254	176
Fixed asset investments		254	<u>176</u>
Total non-current assets		131.287	43.407
Trade receivables		0	17.161
Receivables from group companies		459.089.493	347.192.155
Other receivables		312.150	178.482
Prepayments	8	659.099	561.344
Receivables		460.060.742	347.949.142
Cash at bank and in hand		6.481	0
Total current assets		460.067.223	347.949.142
Total assets		460.198.510	347.992.549





Balance sheet 31 December

	Note	2023 DKK	2022
Equity and liabilities			
Share capital		125.000	125.000
Retained earnings		384.423.164	299.602.919
Equity	9	384.548.164	299.727.919
Lease obligations		51.771	0
Total non-current liabilities	11	51.771	0
Short-term part of long-term debt	11	80.418	44.034
Trade payables		329.945	294.293
Payables to group companies		0	10.632
Joint taxation contributions payable		44.082.037	20.158.299
Other payables		5.646.234	5.664.754
Deferred income	12	25.459.941	22.092.618
Total current liabilities		75.598.575	48.264.630
Total liabilities		75.650.346	48.264.630
Total equity and liabilities		460.198.510	347.992.549
Contingent liabilities	13		
Related parties	14		
Special items	1		





Statement of changes in equity

	Share capital	Retained earnings	Total
Equity at 1 January 2023	125.000	299.602.919	299.727.919
Net profit/loss for the year	0	84.820.245	84.820.245
Equity at 31 December 2023	125.000	384.423.164	384.548.164





		2023	2022
		DKK	DKK
1	Special items		
	Release contingent liability	0	3.272.764
		0	3.272.764
		2023	2022
		DKK	DKK
2	Staff costs		
	Wages and salaries	11.062.605	9.970.496
	Pensions	1.051.315	756.062
	Other social security costs	83.877	777.801
	Other staff costs	404.517	344.161
		12.602.314	11.848.520
	Number of fulltime employees on average	25	22
	The Board of Directors does not receive remuneration in Landal Formio	dling ApS.	
3	Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		
	Depreciation tangible assets	73.997	81.348
		73.997	81.348
		2023	2022
		DKK	DKK
4	Financial income		
	Interest received from group companies	25.829.586	10.771.425
	Exchange adjustments	0	2.592
		25.829.586	10.774.017





		2023	2022
5	Financial costs		
	Other financial costs	45.954	29.928
	Exchange adjustments costs	314	0
		46.268	29.928
6	Tax on profit/loss for the year		
	Current tax for the year	23.923.737	20.158.299
	Deferred tax for the year	-78	647
	Adjustment of tax concerning previous years	0	-3.931
	Adjustment of deferred tax concerning previous years	0	70.757
		23.923.659	20.225.772
7	Tangible assets	Other fixtures and fittings, tools and equipment	Right-of-use assets
	Cost at 1 January 2023	95.808	79.062
	Additions for the year	0	161.799
	Disposals for the year	0	-79.062
	Cost at 31 December 2023	95.808	161.799
		95.808	25.024
	Impairment losses and depreciation at 1 January 2023		35.831
	Depreciation for the year	0	73.997
		0	
	Depreciation for the year	_	73.997





8 Prepayments

Prepayments comprise prepaid expenses regarding rent, insurance premiums, subscriptions and interest.

9 Equity

There have been no changes in the share capital during the last 5 years.

The share capital consists of 125.000 shares of a nominal value of DKK 1. No shares carry any special rights.

10 Provision for deferred tax

Provision for deferred tax at 31 December 2023	254	176
Deferred tax recognised in income statement	78	-71.405
Provision for deferred tax at 1 January 2023	176	71.581

The recognised tax asset and liabilities mainly comprises intangible and tangible fixed assets and leases. Deferede tax assets are measured at the value to which the assets is expected to be realised.

11 Long term debt

	Debt	Debt		Debt
	at 1 January	at 31 December	Instalment next	outstanding
	2023	2023	year	after 5 years
Lease obligations	44.034	132.189	80.418	0
	44.034	132.189	80.418	0

12 Deferred income

Deferred income consists of payments received in respect of income in subsequent financial years.





13 Contingent liabilities

The company is jointly taxed with its parent company, which until 18th. of April 2023 is Compass Bidco ApS from here on and onwards the parent company is Landal Greenpark ApS who also is the management company. Further the group companies are jointly and severally liable with other jointly taxed entities for payment of income taxes as well as for payment of withholding taxes on dividends, interest and royalties which fall due for payment. Income taxes and withholding taxes payable is disclosed in the Annual Report of the parent company. Any subsequent corrections to income and withholding taxes may result in an increase in the entities' liability.

14 Related parties

Controlling interest

The parent company is Landal GreenParks ApS. The parent company owns 100% of the shares of the company.

Other related parties

The company's related parties with significant influence include group companies, and the companies' boards of directors and executive boards. The ultimate parent of the company are funds advised or managed by Kohlberg Kravis Roberts & Co. (KKR).

Transactions

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

Consolidated financial statements

The company is reflected in the group report of the parent company: Sandy Holdco B.V., Schuverweg 2, 4462 HK, Goes (The Netherlands).





The annual report of Landal Formidling ApS for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

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

The annual report for 2023 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 installments 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.

Cash flow statement

The annual report does not include a cash flow statement, as this statement has been included in the consolidated cash flow statement of the parent.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.





Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are translated at the exchange rate at the transaction 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 and other operating income less costs of raw materials and consumables and other external expenses.

Revenue

Income from the sale of goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. Revenue is net of all types of discounts granted.

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, and administration.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees.

Depreciation, amortisation and impairment of intangible assets and property, plant and equipment

Depreciation, amortisation and impairment of intangible assets and property, plant and equipment comprise the year's depreciation, amortisation 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 that relate to the financial year.





Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

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

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.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

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

	Useful life	Residual value
Right-of-use assets	4 years	0 %

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Leases

The Company has chosen IFRS 16 as interpretation for classification and recognition of leases.

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use-assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use-assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subjects to impairment.





The capitalised residual lease commitment is recognised in the balance sheet as a liability, and the interest element of the lease payment is recognised in the income statement over the term of the lease.

All other leases are operating leases. Payments relating to operating leases and any other leases are recognised in the income statement over the term of the lease. The company's total liabilities relating to operating leases and other rent agreements are disclosed under 'Contingencies, etc.'.

Impairment of fixed assets

The carrying amount of intangible assets, items of property, plant and equipment and investments in subsidiaries, associates and participating interests is tested annually for impairment, other than what is reflected through normal amortisation and depreciation.

Receivables

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

Prepayments

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

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 at net realisable value.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Liabilities, which include trade payables, 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.





Financial Highlights

Definitions of financial ratios.

Profit/loss before financials x 100 Return on assets

Total assets

Equity at year end x 100 Solvency ratio

Total assets

Net profit for the year x 100 Return on equity

Average equity



