

Dcbh ApS

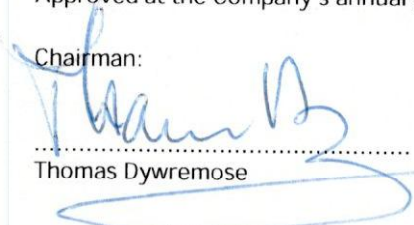
Amaliegade 10, 1256 Copenhagen K

CVR no. 29 63 35 09

Annual report 2018

Approved at the Company's annual general meeting on 11 March 2019

Chairman:


.....
Thomas Dywremose

The EY logo consists of the letters 'EY' in a bold, dark red font. Above the 'Y' is a green triangle pointing to the right.

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Statement by the Executive Board

Today, the Executive Board has discussed and approved the annual report of Dcbh 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 financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018.

Further, in my opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

I recommend that the annual report be approved at the annual general meeting.

Copenhagen, 11 March 2019
Executive Board:

A handwritten signature in blue ink, appearing to read 'Jesper Dywremose', is written over a horizontal dotted line.

Jesper Dywremose

Independent auditor's report

To the shareholder of Dcbh ApS

Opinion

We have audited the financial statements of Dcbh ApS for the financial year 1 January - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are 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 of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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 rules and requirements.

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 as to 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 the 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.

Independent auditor's report

- ▶ 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 note 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 the Management's review

Management is responsible for the Management's review.

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

In connection with our audit of the financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

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

Copenhagen, 11 March 2019
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Peter Gath
State Authorized Public Accountant
mne19718



Management's review

Company details

Name	Dcbh ApS
Address, Postal code, City	c/o Mazanti-Andersen Korsø Jensen Amaliegade 10, 1256 Copenhagen K
CVR no.	29 63 35 09
Established	30 June 2006
Registered office	Copenhagen
Financial year	1 January - 31 December
Executive Board	Jesper Dywremose
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Osvald Helmuths Vej 4, P.O. Box 250, 2000 Frederiksberg, Denmark



Management's review

Business review

The Company's primary activities consist of owning shares in other companies and other activities which relate hereto.

Financial review

The income statement shows a loss at DKK 1,731,646 after tax which is primarily due to loss on listed shares.

The Company has lost more than 50% of the share capital. Consequently, the Company is subject to the provisions on capital loss of the Danish Companies Act.

Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

Financial statements 1 January - 31 December

Income statement

Note	DKK	2018	2017
	External expenses	-115,383	-157,380
	Gross margin	-115,383	-157,380
	Income from investments in group entities	-162,302	0
	Income from investments in associates	0	-241,664
	Income from other investments, securities and receivables, that are noncurrent assets	0	12,929
3	Financial income	1,647,164	1,496,197
4	Financial expenses	-3,199,077	-1,137,390
	Profit/loss before tax	-1,829,598	-27,308
5	Tax for the year	97,952	45,110
	Profit/loss for the year	-1,731,646	17,802
	Recommended appropriation of profit/loss	-1,731,646	17,802
	Retained earnings/accumulated loss	-1,731,646	17,802

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2018	2017
	ASSETS		
	Fixed assets		
6	Investments		
	Investments in group entities, net asset value	596,035	0
	Investments in associates, net asset value	0	758,336
		<u>596,035</u>	<u>758,336</u>
	Total fixed assets	<u>596,035</u>	<u>758,336</u>
	Non-fixed assets		
	Receivables		
	Receivables from group entities	22,071,458	0
	Receivables from associates	0	10,476,389
	Income taxes receivable	140,526	237,371
	Other receivables	4,527,776	20,649,732
		<u>26,739,760</u>	<u>31,363,492</u>
	Securities and investments	4,933,900	7,050,500
	Cash	1,785,339	764,313
	Total non-fixed assets	<u>33,458,999</u>	<u>39,178,305</u>
	TOTAL ASSETS	<u><u>34,055,034</u></u>	<u><u>39,936,641</u></u>
	EQUITY AND LIABILITIES		
	Equity		
7	Share capital	1,808,164	1,808,164
	Retained earnings	-1,422,444	-1,690,798
	Total equity	<u>385,720</u>	<u>117,366</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Payables to group entities	28,410,072	29,751,358
	Payables to shareholders and management	5,234,242	10,044,167
	Other payables	25,000	23,750
		<u>33,669,314</u>	<u>39,819,275</u>
	Total liabilities other than provisions	<u>33,669,314</u>	<u>39,819,275</u>
	TOTAL EQUITY AND LIABILITIES	<u><u>34,055,034</u></u>	<u><u>39,936,641</u></u>

- 1 Accounting policies
- 2 Staff costs
- 8 Contractual obligations and contingencies, etc.
- 9 Collateral

Financial statements 1 January - 31 December

Statement of changes in equity

DKK	Share capital	Retained earnings	Total
Equity at 1 January 2018	1,808,164	-1,690,798	117,366
Transfer through appropriation of loss	0	-1,731,646	-1,731,646
Contribution from group	0	2,000,000	2,000,000
Equity at 31 December 2018	<u>1,808,164</u>	<u>-1,422,444</u>	<u>385,720</u>

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Dcbh ApS for 2018 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

In accordance with section 110(1) of the Danish Financial Statements Act, the parent company has not prepared consolidated financial statements.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Income statement

External expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to administration, etc.

Profit from investments in subsidiaries and associates

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries and associates are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries. Only proportionate elimination of intra-group gains/losses is made for equity investments in associates.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses, dividends from shares, gain and losses on shares and cash in foreign currency, etc.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with the other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Investments in subsidiaries and associates

Equity investments in subsidiaries and associates are measured according to the equity method.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable is impaired. Impairment loss is recognised on an individual basis.

Securities and investments

Securities and investments consisting in listed shares are measured at fair value (market price) at the balance sheet date.

Cash

Cash comprise bank balances.

Equity

Grants without consideration within a group

Contributions received from the parent company without consideration are recognised under "Retained earnings in equity" in the balance sheet as a capital injection.

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Other payables

Payables are measured at net realisable value.

Financial statements 1 January - 31 December

Notes to the financial statements

2 Staff costs

The Company has no employees.

DKK	2018	2017
3 Financial income		
Interest receivable, associates	1,095,069	476,389
Other financial income	552,095	1,019,808
	1,647,164	1,496,197
4 Financial expenses		
Interest expenses, group entities	891,802	865,231
Other financial expenses	2,307,275	272,159
	3,199,077	1,137,390
5 Tax for the year		
Estimated tax charge for the year	-102,235	-156,371
Tax adjustments, prior years	4,283	111,261
	-97,952	-45,110

6 Investments

DKK	Investments in group entities, net asset value	Investments in associates, net asset value	Total
Cost at 1 January 2018	0	1,000,000	1,000,000
Additions in the year	1	0	1
Transfer from other accounts	1,000,000	-1,000,000	0
Cost at 31 December 2018	1,000,001	0	1,000,001
Value adjustments at 1 January 2018	0	-241,664	-241,664
Share of the profit/loss for the year	-162,302	0	-162,302
Transferred from other accounts	-241,664	241,664	0
Value adjustments at 31 December 2018	-403,966	0	-403,966
Carrying amount at 31 December 2018	596,035	0	596,035

The Company has issued an option with regards to selling shares in the group entity at a predetermined price. The option agreement has been taken into account when recognizing the investments, and therefore the investments are not measured to 100% of the subsidiary's equity.

Name	Domicile	Interest	Equity DKK	Profit/loss DKK
Subsidiaries				
DK Development 1 ApS	Copenhagen	100.00%	1,192,069	-324,603
Hornbæk Skovpark Resort 2017 ApS	Copenhagen	100.00%	1,146,397	-380,533

Financial statements 1 January - 31 December

Notes to the financial statements

7 Share capital

The Company's share capital has remained DKK 1,808,164 over the past 5 years.

8 Contractual obligations and contingencies, etc.

Other contingent liabilities

The Company is jointly taxed with other group entities and is jointly and severally liable with those group entities for payment of income taxes.

9 Collateral

The Company has issued a letter of subordination to outstanding receivables with group entities at the amount of DKK 20,000,000 from bank debt of the group entity Hornbæk Skovpark Resort 2017 ApS.