



The Capricorn Forest Fund K/S

Nørregade 21
1165 København K
CVR No. 30724437

Annual report 2020

The Annual General Meeting adopted the
annual report on 12.05.2021

Søren Damgaard

Chairman of the General Meeting

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Entity details

Entity

The Capricorn Forest Fund K/S

Nørregade 21

1165 København K

CVR No.: 30724437

Registered office: København

Financial year: 01.01.2020 - 31.12.2020

Board of Directors

Søren Damgaard

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of The Capricorn Forest Fund K/S for the financial year 01.01.2020 - 31.12.2020.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 12.05.2021

Board of Directors

Søren Damgaard

Independent auditor's report

To the shareholders of The Capricorn Forest Fund K/S

Opinion

We have audited the financial statements of The Capricorn Forest Fund K/S for the financial year 01.01.2020 - 31.12.2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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. 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Based on the work we have performed, we conclude that the management commentary 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 the management commentary.

Copenhagen, 12.05.2021

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

Bill Haudal Pedersen

State Authorised Public Accountant

Identification No (MNE) mne30131

Michael Thorø Larsen

State Authorised Public Accountant

Identification No (MNE) mne35823

Management commentary

Primary activities

The Capricorn Forest Fund was established in 2007. The purpose of the Company is to carry out long term sustainable forestry investments in emerging markets.

Description of material changes in activities and finances

The year 2020 has been focused on the exit of the remaining investments of the fund. As of year-end, all investments have been sold. During 2021, most of the proceeds from the sales will be distributed to the partners. No new investment activities will be undertaken, and the fund will gradually be liquidated. Sufficient funds will be retained by the fund to satisfy expected operating and liquidation expenses of the fund.

Income statement for 2020

	Notes	2020 USD	2019 USD
Administrative expenses		(1,538,198)	(951,359)
Operating profit/loss		(1,538,198)	(951,359)
Income from investments in group enterprises		(715,818)	(23,556,351)
Other financial income		1,105,367	2,541,375
Profit/loss for the year		(1,148,649)	(21,966,335)
Proposed distribution of profit and loss			
Retained earnings		(1,148,649)	(21,966,335)
Proposed distribution of profit and loss		(1,148,649)	(21,966,335)

Balance sheet at 31.12.2020

Assets

	Notes	2020 USD	2019 USD
Investments in group enterprises		0	62,270,869
Receivables from group enterprises		0	1,708,720
Other receivables		66,258,437	0
Financial assets		66,258,437	63,979,589
Fixed assets		66,258,437	63,979,589
Prepayments		0	81,256
Receivables		0	81,256
Cash		3,497,067	2,193,365
Current assets		3,497,067	2,274,621
Assets		69,755,504	66,254,210

Equity and liabilities

	Notes	2020 USD	2019 USD
Contributed capital		225,868,746	224,868,746
Provision for distributions	2	(30,547,240)	(30,547,240)
Retained earnings		(129,311,304)	(128,162,655)
Equity		66,010,202	66,158,851
Other payables		3,745,302	95,359
Non-current liabilities other than provisions		3,745,302	95,359
Liabilities other than provisions		3,745,302	95,359
Equity and liabilities		69,755,504	66,254,210
Staff costs	1		
Contingent liabilities	3		

Statement of changes in equity for 2020

	Contributed capital USD	Provision for distributions USD	Retained earnings USD	Total USD
Equity beginning of year	224,868,746	(30,547,240)	(128,162,655)	66,158,851
Increase of capital	1,000,000	0	0	1,000,000
Profit/loss for the year	0	0	(1,148,649)	(1,148,649)
Equity end of year	225,868,746	(30,547,240)	(129,311,304)	66,010,202

Notes

1 Staff costs

	2020 USD	2019 USD
Average number of full-time employees	0	0

2 Provision for distributions

Distributions comprise payments to the owners, based on distributions received from investments.

3 Contingent liabilities

Escrow Payment:

Based on the SPA for the sale of Apical, an amount equal to 5% of the purchase price will be withheld at closing and paid to the escrow

account at JP Morgan to satisfy future claims the buyer may have during the three years from closing.

For the Capricorn Forest Fund, this amounts to USD 3,133,967. At the end of three years, any residual funds will be released to the Capricorn Forest Fund.

Net Equity Undertaking:

According to paragraph 12.10.2 of the SPA for the sale of Apical, the Capricorn Forest Fund agrees to maintain certain levels of net equity in the fund and limit distributions in order to maintain such minimum net equity amounts for the time agreed. This is in order to meet any immediate claims that may arise. Such limitations are set forth in the table below:

	Duration	Minimum Net Equity
3 months	28,158,096	USD
12 months	11,263,238	USD

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

Income statement

Administrative expenses

Administrative expenses comprise expenses incurred for the Entity's administrative functions, including management fee and exit cost in relations to investment exits.

Income from investments in group enterprises

Income from investments in group enterprises comprises unrealized gain or losses from investments from investments in Group Enterprises in the financial year.

Other financial income

Other financial income comprise interest income and the transactions in foreign currencies.

Balance sheet**Investments in group enterprises**

Investments in group enterprises are recognised at equity value, which is consistent with fair value. The equity value is compiled at balance sheet date and is based on audited financial statements, since equity of the investments is the closest to fair value.

Group enterprises with negative equity value are measured at USD 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in bank deposits.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.