
Roskilde ApS

Nyhavn 55, DK-1051 København K

Annual Report for 2019

CVR-nr. 33 15 27 28

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 12/5 2020

Eric K. Horten
Chairman of the
general meeting

Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's statement	1
Independent Auditor's report	2
Management's Review	
Company information	4
Management's review	5
Financial Statements	
Income statement 1 January - 31 December	6
Balance sheet 31 December	7
Notes to the financial statement	9

Management's statement

The Executive Board has today considered and adopted the Annual Report of Roskilde ApS for the financial year 1 January - 31 December 2019.

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 at 31 December 2019 of the Company and of the results of the Company operations for 2019.

In my opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

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

Copenhagen, 12 May 2020

Executive Board

Thomas Larsson
chief executive officer

Independent Auditor's report

To the shareholder of Roskilde ApS

Opinion

We have audited the Financial Statements of Roskilde ApS for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet and notes, including a summary of significant accounting policies ("the Financial Statements").

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019 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. 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.

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.

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 Financials Statements Act.

Based on the work we have performed, in our view, 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 in Management's Review.

Copenhagen, 12 May 2020

BDO

Statsautoriseret Revisionsaktieselskab

CVR No 20 22 26 70

Iben Larsen

state authorised public accountant

mne34474

Company information

The Company

Roskilde ApS
Nyhavn 55
DK-1051 København K
CVR No: 33 15 27 28
Financial period: 1 January - 31 December
Incorporated: 10 September 2010
Municipality of reg. office: Copenhagen

Executive board

Thomas Larsson

Auditors

BDO
Statsautoriseret Revisionsaktieselskab
Havneholmen 29
DK-1561 København V

Management's review

Key activities

The company's main activity is trade and investment, including acquisition and management of real property.

Development in the year

The income statement of the Company for 2019 shows a profit of DKK 7,304,034, and at 31 December 2019 the balance sheet of the Company shows positive equity of DKK 36,598,094.

The company's leasing activities in 2019 proceeded as planned.

Subsequent events

The Company's outlook for the future will be negatively affected by the COVID-19 outbreak and the measures taken by the Danish Government to mitigate the impacts of the outbreak, see also subsequent events disclosures in note 1. It is, however, too early yet to give an opinion as to the extent of the negative implications on the Company's outlook. Therefore, Management finds itself unable to disclose reliably its outlook for the future.

Income statement 1 January - 31 December

	Note	2019	2018
		DKK	DKK
Rental income		3,544,412	3,458,344
Value adjustments of assets held for investment		5,100,000	-700,000
Other external expenses		-434,126	-383,555
Gross profit/loss		8,210,286	2,374,789
Financial income	2	134,930	98,085
Financial expenses		-46,190	-71,725
Profit/loss before tax		8,299,026	2,401,149
Tax on profit/loss for the year	3	-994,992	-682,253
Net profit/loss for the year		7,304,034	1,718,896

Distribution of profit

	2019	2018
	DKK	DKK
Proposed distribution of profit		
Retained earnings	7,304,034	1,718,896
	7,304,034	1,718,896

Balance sheet 31 December

Assets

	Note	2019 DKK	2018 DKK
Investment properties		44,500,000	39,400,000
Property, plant and equipment	4	44,500,000	39,400,000
Fixed assets		44,500,000	39,400,000
Receivables from group enterprises		5,427,647	3,942,717
Deferred tax asset		0	3,483
Prepayments		0	21,475
Receivables		5,427,647	3,967,675
Cash at bank and in hand		26,623	47,150
Current assets		5,454,270	4,014,825
Assets		49,954,270	43,414,825

Balance sheet 31 December

Liabilities and equity

	Note	2019	2018
		DKK	DKK
Share capital		1,000,000	1,000,000
Share premium account		16,625,000	16,625,000
Retained earnings		18,973,094	11,669,060
Equity	5	36,598,094	29,294,060
Provision for deferred tax		288,012	0
Provisions		288,012	0
Mortgage loans		10,741,657	11,840,169
Long-term debt	6	10,741,657	11,840,169
Mortgage loans	6	1,085,762	1,057,187
Trade payables		85,552	104,053
Corporation tax		703,497	681,966
Other payables		451,696	437,390
Short-term debt		2,326,507	2,280,596
Debt		13,068,164	14,120,765
Liabilities and equity		49,954,270	43,414,825
Subsequent events	1		
Contingent assets, liabilities and other financial obligations	7		
Related parties	8		
Accounting Policies	9		

Notes to the financial statement

1. Subsequent events

The implications of COVID-19 with many governments across the world deciding to "close down their countries" will have great impact on the global economy. Management considers the implications of COVID-19 a subsequent event occurred after the balance sheet date (31 December 2019), which is therefore a non-adjusting event to the Company.

There is a risk that COVID-19 will have negative impacts on the Company's revenue and earnings in 2020. Management is monitoring developments closely. It is, however, too early yet to give an opinion as to whether and, if so, to what extent COVID-19 will impact revenue and earnings in 2020.

	<u>2019</u>	<u>2018</u>
	DKK	DKK
2. Financial income		
Interest received from group enterprises	134,930	98,085
	<u>134,930</u>	<u>98,085</u>

	<u>2019</u>	<u>2018</u>
	DKK	DKK
3. Income tax expense		
Current tax for the year	703,497	681,966
Deferred tax for the year	291,495	287
	<u>994,992</u>	<u>682,253</u>

Notes to the financial statement

4. Assets measured at fair value

	Investment properties
	DKK
Cost at 1 January	43,176,338
Cost at 31 December	43,176,338
Value adjustments at 1 January	-3,776,338
Revaluations for the year	5,100,000
Value adjustments at 31 December	1,323,662
Carrying amount at 31 December	44,500,000

Assumptions underlying the determination of fair value of investment properties

Investment properties are measured at fair value. The fair value is calculated by using generally accepted valuation methods. The determination of fair value is based on a return-based model, and Management uses accounting estimates when determining the fair value. The use of accounting estimates implies that the statement of fair value is subject to some uncertainty. The fair value is stated based on assumptions that Management considers probable and realistic. Management reassesses assumptions on a current basis, and any changes to the assumptions are reflected in the fair value. The key assumptions applied when determining the fair value are stated below:

The fair value of Københavnsvej 45-47, 4000 Roskilde (Office/administration) has been calculated based on the following assumptions:

	2019	2018
The fair value of investment properties amounts to	44,500,000	39,400,000
Maintenance costs in % of rental income	1.92%	1.92%
Discount rate	5.75%	5.75%

5. Equity

	Share capital	Share premium account	Retained earnings	Total
	DKK	DKK	DKK	DKK
Equity at 1 January	1,000,000	16,625,000	11,669,060	29,294,060
Net profit/loss for the year	0	0	7,304,034	7,304,034
Equity at 31 December	1,000,000	16,625,000	18,973,094	36,598,094

The share capital consists of 1,000 shares of a nominal value of DKK 1,000. No shares carry any special rights.

Notes to the financial statement

6. 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:

	<u>2019</u>	<u>2018</u>
	DKK	DKK
Mortgage loans		
After 5 years	6,464,753	7,619,438
Between 1 and 5 years	<u>4,276,904</u>	<u>4,220,731</u>
Long-term part	10,741,657	11,840,169
Within 1 year	<u>1,085,762</u>	<u>1,057,187</u>
	<u>11,827,419</u>	<u>12,897,356</u>
	<u>2019</u>	<u>2018</u>
	DKK	DKK

7. Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with mortgage credit institutes:

Land and buildings with a carrying amount of	44,500,000	39,400,000
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Other contingent liabilities

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Neohorm A/S, which is the management company of the joint taxation purposes. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

8. Related parties and disclosure of consolidated financial statements

Consolidated Financial Statements

The Company is included in the Group Annual Report of the Parent Company of the smallest group:

<u>Name</u>	<u>Place of registered office</u>
NEY Investment BV	Siriusdreef 41, NL-2132 WT Hoofddorp, The Netherlands

Notes to the financial statement

9. Accounting policies

The Annual Report for Roskilde ApS for 2019 has been prepared in accordance with the Danish Financial Statements Act for companies in 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 2019 are presented in DKK.

Recognition and measurement

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.

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.

Income statement

Rental income

Rental income is recognised on a straight line-basis over the term of the lease.

Revenue is measured at the consideration received and is recognised exclusive of VAT.

Other external expenses

Other external expenses comprise expenses for administration, maintenance, etc.

Financial income and expenses

Financial income and expenses comprise interest, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the on account taxation scheme.

Tax on profit/loss for the year

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

The Company is jointly taxed with its parent company and affiliated companies. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance sheet

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.

Notes to the financial statement

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.

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

In Management's opinion the classification of the properties as investment properties did not cause any difficulties.

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 Colliers International Danmark A/S at 31 December 2019

The estimates applied are based on historical 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.

Return-based valuation model

The fair value of investment properties has been determined at 31 December 2019 for each property by using a return-based model under which the expected future cash flows for the coming year combined with a rate of return form the basis of the fair value of the property. The calculations are based on property budgets for the coming years. The budget takes into account developments in rentals, vacancies, operating expenses, maintenance and administration, etc. The budgeted cash flow is divided by the estimated rate of return to arrive at the fair value of the property.

Impairment of fixed assets

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

If so, the asset is written down to its lower recoverable amount.

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.

Prepayments

Prepayments comprise prepaid expenses concerning insurance premiums.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

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 within the same legal tax entity.

Notes to the financial statement

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. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Loans, such as mortgage loans, 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.

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

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