

NLP Holding 2014 ApS

c/o Baggoe Schou, Fiolstræde 44, 3. th.
1171 Copenhagen

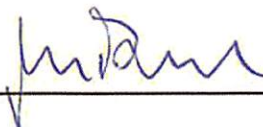
CVR no. 34 08 82 84

Annual report 2017

The annual report was presented and approved at the
Company's annual general meeting on

25 May 2018

Peter Eric Brostrøm
chairman



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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of NLP Holding 2014 ApS for the financial year 1 January – 31 December 2017.

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

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2017 and of the results of the Company's operations for the financial year 1 January – 31 December 2017.

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


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

Copenhagen 25 May 2018
Executive Board:



Peter Eric Broström

Board of Directors:



Peter Eric Broström
Chairman



Roland Maria Döhn



Hélène Henning



Emil Jonatan Jansbo



Independent auditor's report

To the shareholder of NLP Holding 2014 ApS

Opinion

We have audited the financial statements of NLP Holding 2014 ApS for the financial year 1 January – 31 December 2017 comprising 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 Company's assets, liabilities and financial position at 31 December 2017 and of the results of the Company's operations for the financial year 1 January – 31 December 2017 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 rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility 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 that 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made 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 company 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 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, 25 May 2018

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Morten Høgh-Petersen
State Authorised
Public Accountant
MNE no. 34283

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Management's review

Company details

NLP Holding 2014 ApS
c/o Baggøe Schou, Fiolstræde 44, 3. th.
1171 Copenhagen

CVR no.:	34 08 82 84
Established:	21 December 2011
Registered office:	Copenhagen
Financial year:	1 January – 31 December

Board of Directors

Peter Eric Broström, Chairman
Roland Maria Døhn
Hélène Henning
Emil Jonatan Jansbo

Executive Board

Peter Eric Broström

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfærgevej 28
DK-2100 Copenhagen
Denmark

Financial statements 1 January – 31 December

Income statement

DKK'000	Note	2017	2016
Income from equity investments in group entities		12,040	11,325
Other external costs		<u>-425</u>	<u>-94</u>
Gross profit		<u>11,615</u>	<u>11,231</u>
Operating profit		11,615	11,231
Financial expenses		<u>-28</u>	<u>-1</u>
Profit/loss before tax		11,587	11,230
Tax on profit/loss for the year	2	<u>38</u>	<u>21</u>
Profit/loss for the year		<u>11,625</u>	<u>11,251</u>
Proposed profit appropriation			
Reserve for net revaluation under equity method		0	-44,011
Proposed dividends for the year		17,192	16,873
Retained earnings		<u>-5,567</u>	<u>38,389</u>
		<u>11,625</u>	<u>11,251</u>

Financial statements 1 January – 31 December

Balance sheet

DKK'000	Note	2017	2016
ASSETS			
Fixed assets			
Investments	3		
Equity investments in group entities		<u>79,394</u>	<u>84,507</u>
		<u>79,394</u>	<u>84,507</u>
Total fixed assets		<u>79,394</u>	<u>84,507</u>
Current assets			
Receivables			
Receivable corporate tax		1,568	1,365
Other receivables		<u>100</u>	<u>112</u>
		<u>1,668</u>	<u>1,477</u>
Cash at bank and in hand		<u>2,384</u>	<u>3,083</u>
Total current assets		<u>4,052</u>	<u>4,560</u>
TOTAL ASSETS		<u><u>83,446</u></u>	<u><u>89,067</u></u>

Financial statements 1 January – 31 December

Balance sheet

DKK'000	Note	2017	2016
EQUITY AND LIABILITIES			
Equity			
Contributed capital		100	100
Proposed dividends for the financial year		17,192	16,873
Retained earnings		<u>66,020</u>	<u>71,587</u>
Total equity		<u>83,312</u>	<u>88,560</u>
Liabilities other than provisions			
Current liabilities other than provisions			
Corporation tax		0	407
Other payables		<u>134</u>	<u>100</u>
		<u>134</u>	<u>507</u>
Total liabilities other than provisions		<u>134</u>	<u>507</u>
TOTAL EQUITY AND LIABILITIES		<u>83,446</u>	<u>89,067</u>
Principal activity			
Contractual obligations, contingencies, etc.	4		
Related parties	5		

Financial statements 1 January – 31 December

Statement of changes in equity

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Proposed dividends for the financial year</u>	<u>Total</u>
Equity at 1 January 2017	100	71,587	16,873	88,560
Ordinary dividends paid	0	0	-16,873	-16,873
Transferred over the proposed profit appropriation	<u>0</u>	<u>-5,567</u>	<u>17,192</u>	<u>11,625</u>
Equity at 31 December 2017	<u><u>100</u></u>	<u><u>66,020</u></u>	<u><u>17,192</u></u>	<u><u>83,312</u></u>

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of NLP Holding 2014 ApS for 2017 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in of specific provisions for reporting class C.

The accounting policies used in the preparation of the financial statements are consistent with those of last year. However, a few reclassifications and adjustments have been made in the comparative figures.

The company's main activity is to own shares in other companies.

Income statement

Other external costs

Other external costs comprise costs incurred during the year and relates to administration.

Other financial income and expenses

Other financial income and expenses comprise interest income and expenses.

Income from equity investments in group entities

The proportionate share of the individual subsidiaries' profit/loss after tax is recognised in the Parent Company's income statement after full elimination of intra-group gains/losses and amortisation of goodwill.

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. The subsidiaries are included in the joint taxation from the date when they are included in the consolidated financial statements and up to the date when they are excluded from the consolidation.

The Company is the administrative company for the joint taxation and accordingly settles all payments of corporation tax to the tax authorities.

On payment of joint taxation contributions, current Danish corporation tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have used the losses to reduce their own taxable profit.

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Financial statements 1 January – 31 December

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1 Accounting policies (continued)

Balance sheet

Other receivables

Other receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable or a portfolio of receivables has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Equity investments in group entities

Equity investments in group entities are measured at the proportionate share of the entities' net asset value calculated in accordance with the Group's accounting policies plus or minus unrealised intra-group gains or losses and plus or minus the residual value of positive and negative goodwill calculated in accordance with the acquisition method.

Equity investments in group entities with negative net asset values are measured at DKK 0, and any receivables from these entities are written down by an amount equivalent to the negative net asset value. To the extent that the negative net asset value exceeds the receivable, the residual amount is recognised as provisions.

Net revaluation of equity investments in group entities is tied as a net revaluation reserve under equity according to the equity method to the extent that the carrying amount exceeds cost. Dividends from group entities expected to be adopted in the group entities prior to the approval of the Company's annual report, are not tied up in the revaluation reserve.

Equity

Dividends

The expected dividend payment for the year is disclosed as a separate item under equity.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; 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. Any deferred net assets are measured at net realisable value.

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1 Accounting policies (continued)

Deferred tax is measured in accordance with 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. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities other than provisions

Financial liabilities are recognised at cost at the date of borrowing, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost using the effective interest method. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

Other liabilities are measured at net realisable value.

2 Tax on profit/loss for the year

Current tax for the year	-38	-21
	<u>-38</u>	<u>-21</u>

3 Equity investments in group entities

Name	Registered office	Voting rights and ownership interest	Equity	Profit for the year
			DKK'000	DKK'000
Subsidiaries:				
NLP Danmark 1 ApS	København	100 %	23,059	4,644
På Den Anden Side ApS	København	100 %	4,515	2,848
Terminal 3 ApS	København	100 %	14,043	3,571
Terminal 4 ApS	København	100 %	<u>11,457</u>	<u>977</u>
			<u>53,074</u>	<u>12,040</u>

Equity investments in group entities include goodwill as per 31 December 2017 of DKK 26,320 thousand.

4 Contractual obligations, contingencies etc.

The company is the administration company of the group of companies subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

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5 Related parties

NLP Holding 2014 ApS is included in the consolidated financial statements of Savills Investment Management KVG GmbH, org.nr. HRV 68783, Frankfurt am Main, Germany, where they can be obtained.