Intertrust

FTSI Ophelia A/S

c/o Harbour House, Sundkrogsgade 21, DK-2100 Copenhagen

CVR no. 34 73 70 37

Annual report for 2019

Adopted at the annual general meeting
on 29 May 2020

Line Pedersen
chairman

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Statement by management on the annual report

The supervisory and executive boards have today discussed and approved the annual report of FTSI Ophelia A/S for the financial year 1 January - 31 December 2019.

The annual report is 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 financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January - 31 December 2019.

In our 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.

Copenhagen, 29 May 2020

Executive board

David Bryan Mack

Supervisory board

Peter Matzen Drachmann	David Bryan Mack	Kimmie Tronborg Sanderhoff

Independent auditor's report

To the shareholder of FTSI Ophelia A/S

Opinion

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.

We have audited the Financial Statements of FTSI Ophelia A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

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.

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 Financial 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.

Independent auditor's report

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 judgment and maintain professional skepticism 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.

Independent auditor's report

- 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.

Hellerup, 29 May 2020

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Jesper Bo Winther
State Authorised Public Accountant
MNE no. mne26864

Company details

The company	FTSI Ophelia A/S c/o Harbour House Sundkrogsgade 21 DK-2100 Copenhagen CVR no.: 34 73 70 37 Reporting period: 1 January - 31 December 2019 Domicile: Copenhagen
Supervisory board	Peter Matzen Drachmann David Bryan Mack Kimmie Tronborg Sanderhoff
Executive board	David Bryan Mack
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup
Consolidated financial statements	The company is included in the consolidaed financial statement for FTSI Germany Lux Holdco S.à.r.l. Consolidated financial statement can be obtained at: Avenue John F. Kennedy 47 1855 Luxembourg

Management's review

Business review

The object of the company is to conduct business by purchase and sale of real estate as well as adminisration and management of real estate and other related activities.

Unusual matters

The company's financial position at 31 December 2019 and the results of its operations for the financial year ended 31 December 2019 are not affected by any unusual matters.

Financial review

The company's income statement for the year ended 31 December 2019 shows a profit of t.DKK 15.908, and the balance sheet at 31 December 2019 shows equity of t.DKK 153.141.

In 2019 the Management has decided to change the accounting policies applied for measurement of properties. The Management believes that this gives a more accurate picture of the assets, liabilities, financial position and results. Previous years the properties are measured at costs less accumulated depreciation and less any accumulated impairment losses. From the financial year the properties are measured at fair value. The change in accounting policy has resulted in an increase in equity at 1 January 2019 of t.DKK 74.995, an increase in net income for the financial year 2018 of t.DKK 14.346, and an increase in balance sheet total at the end of 2018 of t.DKK 92.672. The comparative figures have been restated.

Income statement 1 January - 31 December

	Note	2019 TDKK	2018 TDKK
Revenue		**13.116**	**10.396**
Other external expenses		-3.426	0
Gross profit		**9.690**	**10.396**
Fair value adjustments of other investment assets		7.416	14.834
Profit/loss before net financials		**17.106**	**25.230**
Financial income	3	4.406	4.175
Financial expenses	4	-1.117	-1.507
Profit/loss before tax		**20.395**	**27.898**
Tax on profit/loss for the year	5	-4.487	-6.056
Profit/loss for the year		**15.908**	**21.842**

Distribution of profit

Proposed dividend for the year	24.000	0
Reserve for revaluation	0	-407
Retained earnings	-8.092	22.249
	15.908	**21.842**

Balance sheet 31 December

	Note	2019 TDKK	2018 TDKK
Assets			
Investment properties		252.400	234.833
Prepayments for property, plant and equipment		0	305
Tangible assets	6	**252.400**	**235.138**
Total non-current assets		**252.400**	**235.138**
Receivables from group entities		0	3.551
Other receivables		47	0
Prepayments		66	0
Receivables		**113**	**3.551**
Cash at bank and in hand		**51.670**	**20.373**
Total current assets		**51.783**	**23.924**
Total assets		**304.183**	**259.062**

Balance sheet 31 December

	Note	2019 TDKK	2018 TDKK
Equity and liabilities			
Share capital		10.000	10.000
Revaluation reserve		0	19.411
Retained earnings		119.141	107.822
Proposed dividend for the year		24.000	0
Equity		**153.141**	**137.233**
Provision for deferred tax		24.783	23.152
Total provisions		**24.783**	**23.152**
Mortgage loans		108.630	0
Deposits		5.184	5.184
Total non-current liabilities	7	**113.814**	**5.184**
Prepayments received from customers		0	3.250
Trade payables		251	45
Payables to group entities		0	88.198
Corporation tax		4.780	1.924
Other payables		7.414	76
Total current liabilities		**12.445**	**93.493**
Total liabilities		**126.259**	**98.677**
Total equity and liabilities		**304.183**	**259.062**

Significant events occurring after the end of the financial year	1
Contingent liabilities	8
Mortgages and collateral	9

Statement of changes in equity

	Share capital	Revaluation reserve	Retained earnings	Proposed dividend for the year	Total
Equity at 1 January 2019	10.000	19.411	32.827	0	62.238
Net effect from change of accounting policy	0	74.995	0	0	74.995
Adjusted equity at 1 January 2019	10.000	94.406	32.827	0	137.233
Reclassification from revaluation reserve to retained earnings	0	-94.406	94.406	0	0
Net profit/loss for the year	0	0	-8.092	24.000	15.908
Equity at 31 December 2019	**10.000**	**0**	**119.141**	**24.000**	**153.141**

Notes

1 Significant events occurring after the end of the financial year

The outbreak of Covid-19 and the actions taken by governments in most of the world to mitigate its effects are of great importance to the world economy. Management considers the consequences of Covid-19 as an event that occurred after the balance sheet date December 31, 2019 and therefore constitutes as a non-regulatory event for the company.

This means that the valuation of the company's investment property per December 31, 2019 is based on assumptions that may be different from those held by management at the time of approval of the annual report.

It is still unknown what effect Covid-19 will have on the financial statements in 2020. Apart from this, no events have occurred after the balance sheet date which could significantly affect the company's financial position.

	2019	2018
2 Staff expenses		
Average number of employees	0	0

	2019 TDKK	2018 TDKK
3 Financial income		
Interest received from group entities	0	4.175
Exchange gains	4.406	0
	4.406	**4.175**

4 Financial expenses		
Financial expenses, group entities	1.095	1.506
Other financial costs	22	1
	1.117	**1.507**

Notes

	2019	2018
	TDKK	TDKK
5 Tax on profit/loss for the year		
Current tax for the year	2.855	2.793
Deferred tax for the year	1.632	3.263
	4.487	**6.056**

Notes

6 Tangible assets

	Investment properties
Cost at 1 January 2019	131.579
Additions for the year	10.151
Disposals for the year	0
Cost at 31 December 2019	141.730
Revaluations at 1 January 2019	103.254
Revaluations for the year	7.416
Revaluations at 31 December 2019	110.670
Carrying amount at 31 December 2019	**252.400**

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 (DCF calculations) based on management's expectations for future cash flow, required rate of return etc.
The estimates applied are based on information and assumptions considered reasonable by Management but which are inherently uncertian 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.

	2019	2018
Budget period	11 years	11 years
Discount rate	6,6%	6,6%
Growth in terminal period	2%	2%

Notes

7 Long term debt

	Debt at 1 January 2019	Debt at 31 December 2019	Instalment next year	Debt outstanding after 5 years
Mortgage loans	0	108.630	0	0
Deposits	5.184	5.184	0	0
	5.184	**113.814**	**0**	**0**

8 Contingent liabilities

The company is jointly taxed with FTSI Denmark Topco ApS, and is 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.

9 Mortgages and collateral

Land and buildings at a carrying amount of DKK 252.400 thousand at 31 December 2019 have been provided as security for mortgage debt totalling tDKK 108.630.

Accounting policies

The annual report of FTSI Ophelia A/S for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B aswell as certain rules applying to reporting class C.

The annual report for 2019 is presented in t.DKK.

Changes in accounting policies
In 2019 the Management has decided to change the accounting policies applied for measurement of properties. The Management believies that this gives a more accurate picture of the assets, liabilities, financial position and results. Previous years the properties are measured at costs less accumulated depreciation and less any accumulated impairment losses. From the financial year the properties are measured at fair value. The change in accounting policy has resulted in an increase in equity at 1 January 2019 of t.DKK 74.995, an increase in net income for the financial year 2018 of t.DKK 14.346, and an increase in balance sheet total at the end of 2018 of t.DKK 92.672. The comparative figures have been restated.

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

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.

Accounting policies

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, changes in inventories of finished goods and work in progress and other operating income less costs of raw materials and consumables and other external expenses.

Revenue

Income comprises of rent, which is recognised in the income statement over the renting period.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Other external expenses

Other external expenses include expenses related to administration, premises etc.

Value adjustments of investment properties

Value adjustments of investment property comprise the year's changes in the fair value of investment property and relating payables.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Tax on profit/loss for the year

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.

The company is jointly taxed with wholly owned Danish subsidiaries. The tax effect of the joint taxation
is allocated to enterprises in proportion to their taxable incomes.

Accounting policies

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.

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

On acquisition investment properties are measured at cost comprising the acquisition price and costs of acquisition. The cost of own constructed investment properties comprises the acquisition price and expenses directly related to the acquisition, including costs of acquisition and indirect expenses for labour, materials, components and supsuppliers 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.

The fair value of investment properties has been assessed by the independent assessor firm at Jones Lang LaSalle at 31 December 2019.

The discount rate is determined at 6,6%. The calculations are based on property budgets for the years 2019-2030, in which a 2% index is applied.

The estimates applied are based on 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.

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

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term securities whose remaining life is less than three months and which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Accounting policies

Provisions

Provisions comprise expected expenses relating to warranty commitments, losses on work in progress, restructuring, etc. Provisions are recognised when, as a result of a past event, the company has a legal or constructive obligation and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Income tax and deferred tax

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 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.

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 and loans from credit institutions, 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.

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

Deferred income

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

Accounting policies

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 transactions are considered cash flow hedges, the value adjustments are taken directly to equity.