
RetReal 1 Copenhagen ApS

C/O NREP A/S, Southamptongade 4, DK-2150 Nordhavn

Annual Report for 2023

CVR No. 35 25 77 64

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 31/5 2024

Stine Seneberg
Chairman of the
general meeting



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Management's statement

The Executive Board has today considered and adopted the Annual Report of RetReal 1 Copenhagen ApS for the financial year 1 January - 31 December 2023.

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 financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

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

Nordhavn, 31 May 2024

Executive Board

Mohamad Awad

Toke Sundenæs Clausen

Thomas Ebbe Riise-Jakobsen

Stine Seneberg

Independent Auditor's report

To the shareholder of RetReal 1 Copenhagen ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of RetReal 1 Copenhagen ApS for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the 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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. 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.

Hellerup, 31 May 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Thomas Wraae Holm
State Authorised Public Accountant
mne30141

Qasam Hussain
State Authorised Public Accountant
mne44159

Company information

The Company	RetReal 1 Copenhagen ApS C/O NREP A/S Southamptongade 4 2150 Nordhavn CVR No: 35 25 77 64 Financial period: 1 January - 31 December Incorporated: 10 June 2013 Financial year: 11th financial year Municipality of reg. office: Copenhagen
Executive Board	Mohamad Awad Toke Sundenæs Clausen Thomas Ebbe Riise-Jakobsen Stine Seneberg
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup
Bankers	Danske Bank Lersø Parkallé 100 DK-2100 København Ø

Income statement 1 January - 31 December

	Note	2023	2022
		DKK	DKK
Gross profit before value adjustments		10,559,776	12,143,886
Value adjustments of assets held for investment		-2,268,123	4,190,459
Gross profit after value adjustments		8,291,653	16,334,345
Financial income	3	1,684,678	1,658,830
Financial expenses	4	-5,617,685	-1,652,904
Profit/loss before tax		4,358,646	16,340,271
Tax on profit/loss for the year	5	-703,389	-3,811,302
Net profit/loss for the year		3,655,257	12,528,969
 Distribution of profit			
		2023	2022
		DKK	DKK
Proposed distribution of profit			
Retained earnings		3,655,257	12,528,969
		3,655,257	12,528,969

Balance sheet 31 December

Assets

	Note	2023	2022
		DKK	DKK
Investment properties		273,000,000	275,000,000
Property, plant and equipment	6	273,000,000	275,000,000
Receivables from group enterprises		39,412,188	36,182,597
Fixed asset investments		39,412,188	36,182,597
Fixed assets		312,412,188	311,182,597
Trade receivables		1,073,200	1,397,333
Receivables from group enterprises		49,655	1,017,434
Other receivables		6,401	6,903
Receivables		1,129,256	2,421,670
Cash at bank and in hand		470,772	1,715,192
Current assets		1,600,028	4,136,862
Assets		314,012,216	315,319,459

Balance sheet 31 December

Liabilities and equity

	Note	2023	2022
		DKK	DKK
Share capital		2,080,000	2,080,000
Retained earnings		154,874,718	151,219,461
Equity		156,954,718	153,299,461
Provision for deferred tax		30,306,394	29,526,181
Provisions		30,306,394	29,526,181
Mortgage loans		110,914,946	116,612,122
Payables to group enterprises		0	1,150,747
Other payables		3,735,725	3,957,594
Long-term debt	7	114,650,671	121,720,463
Mortgage loans	7	6,160,804	6,499,103
Trade payables		390,405	126,019
Payables to group enterprises relating to corporation tax		1,524,819	1,601,622
Other payables	7	4,024,405	2,546,610
Short-term debt		12,100,433	10,773,354
Debt		126,751,104	132,493,817
Liabilities and equity		314,012,216	315,319,459
Key activities	1		
Staff	2		
Contingent assets, liabilities and other financial obligations	8		
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Statement of changes in equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 January	2,080,000	151,219,461	153,299,461
Net profit/loss for the year	0	3,655,257	3,655,257
Equity at 31 December	2,080,000	154,874,718	156,954,718

Notes to the Financial Statements

1. Key activities

The Company's key activities is to own, rent and develop the property sited Jernbaneplassen 3A.

	<u>2023</u>	<u>2022</u>
2. Staff		
Average number of employees	0	0

The company has no employees and the management does not receive remuneration

	<u>2023</u>	<u>2022</u>
	DKK	DKK
3. Financial income		
Interest received from group enterprises	1,649,591	1,658,830
Other financial income	35,087	0
	<u>1,684,678</u>	<u>1,658,830</u>

	<u>2023</u>	<u>2022</u>
	DKK	DKK
4. Financial expenses		
Interest paid to group enterprises	40,919	50,761
Other financial expenses	5,576,766	1,602,143
	<u>5,617,685</u>	<u>1,652,904</u>

	<u>2023</u>	<u>2022</u>
	DKK	DKK
5. Income tax expense		
Current tax for the year	184,008	1,601,622
Deferred tax for the year	780,213	2,209,680
Adjustment of tax concerning previous years	-260,832	0
	<u>703,389</u>	<u>3,811,302</u>

Notes to the Financial Statements

6. Assets measured at fair value

	Investment properties
	DKK
Cost at 1 January	176,285,714
Additions for the year	268,123
Cost at 31 December	176,553,837
Value adjustments at 1 January	98,714,286
Revaluations for the year	-2,268,123
Value adjustments at 31 December	96,446,163
Carrying amount at 31 December	273,000,000

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(DCF) based on management's expectations for future cash flows, return requirements etc. The fair value adjustment for the year has been recognised in the Income Statement.

	2023
	DKK
The fair value of investment properties amounts to	273,000,000
Value adjustment, income statement	-2,268,123
Average WACC	7,85%
Average inflation assumption	2,00%
Exit Yield	6,00%
Budget period in number of years	10
Average vacancy, budget period	2,86%

The fair value of investment properties at 31 December 2023 has been assessed by an independent assessor.

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.

Notes to the Financial Statements

Sensitivity in determination of fair value of investment properties

An in the range of 7.75% - 7.95% has been applied in the market value assessment at 31 December. The Changes in estimated required rate of return for investment properties will affect the value of investment properties recognised in the balance sheet as well as value adjustments carried in the income statement.

Changes in	-0,1%	Base	0.1%
	DKK	DKK	DKK
Rate of return	7.75	7,85%	7.95
Fair value	276,522,581	273,000,000	269,566,038
Change in fair value	3,522,581	0	-3,433,962

2023	2022
DKK	DKK

7. 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:

Mortgage loans

After 5 years	83,784,086	89,267,972
Between 1 and 5 years	27,130,860	27,344,150
Long-term part	110,914,946	116,612,122
Within 1 year	6,160,804	6,499,103
	117,075,750	123,111,225

Payables to group enterprises

After 5 years	0	1,150,747
Long-term part	0	1,150,747
Within 1 year	0	0
	0	1,150,747

Other payables

After 5 years	0	0
Between 1 and 5 years	3,735,725	3,957,594
Long-term part	3,735,725	3,957,594
Other short-term payables	4,024,405	2,546,610
	7,760,130	6,504,204

Notes to the Financial Statements

	2023	2022
	DKK	DKK
8. 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	273,000,000	275,000,000
The following assets have been placed as security with bankers:		
Guarantee obligations		
The Company has provided an absolute guarantee related engagement with mortgage for four affiliated companies for a maximum of:	1,017,488,055	823,703,308
Other contingent liabilities		
The 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 RetReal 1 Aarhus ApS, which is the management company of the joint taxation purposes. Moreover, the 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.		

9. 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 largest and smallest group:

Name	Place of registered office
R3 S.á.r.l.	Luxembourg

Notes to the Financial Statements

10. Accounting policies

The Annual Report of RetReal 1 Copenhagen ApS for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting 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 2023 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, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been 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.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income statement

Revenue

Revenue from rental income is recognised in the income statement at amounts relating to the financial year when revenue can be measured reliably and it is probable that the economic benefits will flow to the Company.

Revenue is recognised exclusive of VAT and net of discounts

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Other external expenses

Other external expenses comprise expenses for premises, sales as well as office expenses, etc.

Notes to the Financial Statements

Gross profit

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, other operating income and other external expenses.

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

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 . The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance sheet

Property, plant and equipment

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.

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.

Interest expenses on loans contracted directly for financing the construction of properties are recognised in cost over the construction period.

After the initial recognition investment properties are measured at cost net of depreciation and impairment losses.

Other fixed asset investments

Fixed asset investments consist of long term receivables

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 rent, insurance premiums, subscriptions and interest.

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.

Notes to the Financial Statements

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.

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 liabilities

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.

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.