

Kiwi DR ApS

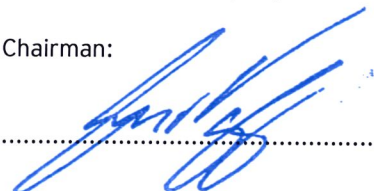
Fridtjof Nansens Plads 5, 2100 København Ø

CVR no. 35 84 99 63

Annual report 2018

Approved at the Company's annual general meeting on 7 May 2019

Chairman:



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Contents

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review	5
Financial statements 1 January - 31 December	7
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes to the financial statements	11

Statement by the Board of Directors and the Executive Board

Today, the Executive Board has discussed and approved the annual report of Kiwi DR ApS for the financial year 1 January - 31 December 2018.

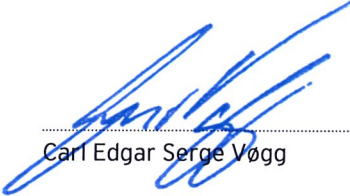
The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018.


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, 7 May 2019
Executive Board:



Carl Edgar Serge Vøgg



Katia Ciesielska



Harry Duncan MacDonald

Independent auditor's report

To the shareholders of Kiwi DR ApS

Opinion

We have audited the financial statements of Kiwi DR ApS for the financial year 1 January - 31 December 2018, which comprise 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 financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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 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 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 the 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 note 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.

Odense, 7 May 2019

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28



Morten Schougaard Sørensen
State Authorised Public Accountant
mne32129



Management's review

Company details

Name	Kiwi DR ApS
Address, Postal code, City	Fridtjof Nansens Plads 5, 2100 København Ø
CVR no.	35 84 99 63
Established	13 May 2014
Financial year	1 January - 31 December
Executive Board	Carl Edgar Serge Vøgg Katia Ciesielska Harry Duncan MacDonald
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Englandsgade 25, P.O. Box 200, 5100 Odense C, Denmark

Management's review

Business review

The company's purpose is to own and hold shares in companies, buying, selling and renting real estate and any other related business.

Financial review

The income statement for 2018 shows a loss of DKK 249,195 against a profit of DKK 93,865 last year, and the balance sheet at 31 December 2018 shows equity of DKK 15,370,083.

As per 1 January 2018 the company was merged with the subsidiaries Nordsjælland Ejendomsinvest II ApS, Gammel Kongevej II ApS, Vesterbro III ApS, Nordvest Ejendomme ApS, Vesterbrogade 1 ApS, Søborg ApS, Nordsjælland Ejendomsinvest I ApS, Vesterbro II ApS, Vesterbro ApS and Nørrebro II ApS. The book value method has been applied for the merger. If the merger had been carried through in 2017 the comparable figures for 2017 would show total assets of DKK 109,494,580, equity of DKK 3,393,120 and a loss of DKK 186,419.

In 2018 the company received a contribution from the parent company of DKK 25,000,000.

Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end 2018.

Financial statements 1 January - 31 December

Income statement

Note	DKK	2018	2017
	Gross margin	4,417,673	-14,050
	Amortisation/depreciation and impairment of property, plant and equipment	-2,182,705	0
	Profit/loss before net financials	2,234,968	-14,050
	Financial income from group enterprises	520,131	182,994
	Financial income	15,616	2,574
	Financial expenses, group enterprises	-938,325	-1,042
	Other financial expenses	-2,167,660	-47,420
	Profit/loss before tax	-335,270	123,056
3	Tax for the year	86,075	-29,191
	Profit/loss for the year	-249,195	93,865
	Recommended appropriation of profit/loss		
	Proposed dividend recognised under equity	0	5,987,602
	Retained earnings/accumulated loss	-249,195	-5,893,737
		-249,195	93,865

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	<u>2018</u>	<u>2017</u>
	ASSETS		
	Fixed assets		
	Property, plant and equipment		
	Land and buildings	90,961,810	0
		<u>90,961,810</u>	<u>0</u>
	Investments		
	Investments in group enterprises	0	3,280,623
	Other receivables	811,497	0
		<u>811,497</u>	<u>3,280,623</u>
	Total fixed assets	<u>91,773,307</u>	<u>3,280,623</u>
	Non-fixed assets		
	Receivables		
	Receivables from group enterprises	18,433,377	6,703,696
	Joint taxation contribution receivable	123,521	0
	Other receivables	231,597	0
	Prepayments	62,744	0
		<u>18,851,239</u>	<u>6,703,696</u>
	Cash	<u>9,538,838</u>	<u>7,895,767</u>
	Total non-fixed assets	<u>28,390,077</u>	<u>14,599,463</u>
	TOTAL ASSETS	<u><u>120,163,384</u></u>	<u><u>17,880,086</u></u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2018	2017
	EQUITY AND LIABILITIES		
	Equity		
4	Share capital	50,001	50,001
	Retained earnings	15,320,082	9,860,147
	Dividend proposed	0	5,987,602
	Total equity	<u>15,370,083</u>	<u>15,897,750</u>
	Provisions		
	Other provisions	1,372,232	0
6	Total provisions	<u>1,372,232</u>	<u>0</u>
	Liabilities other than provisions		
5	Non-current liabilities other than provisions		
	Mortgage debt	69,236,311	0
	Deposits	3,275,802	0
		<u>72,512,113</u>	<u>0</u>
	Current liabilities other than provisions		
5	Short-term part of long-term liabilities other than provisions	711,372	0
	Trade payables	175,285	0
	Payables to group enterprises	29,625,015	1,941,778
	Joint taxation contribution payable	0	26,506
	Other payables	397,284	14,052
		<u>30,908,956</u>	<u>1,982,336</u>
	Total liabilities other than provisions	<u>103,421,069</u>	<u>1,982,336</u>
	TOTAL EQUITY AND LIABILITIES	<u><u>120,163,384</u></u>	<u><u>17,880,086</u></u>

- 1 Accounting policies
- 2 Staff costs
- 7 Contractual obligations and contingencies, etc.
- 8 Contingent assets
- 9 Collateral

Financial statements 1 January - 31 December

Statement of changes in equity

	Share capital	Retained earnings	Dividend proposed	Total
DKK				
Equity at 1 January 2017	50,001	15,753,884	0	15,803,885
Transfer through appropriation of profit	0	-5,893,737	5,987,602	93,865
Equity at 1 January 2018	50,001	9,860,147	5,987,602	15,897,750
Additions on merger/corporate acquisition	0	-19,290,870	0	-19,290,870
Transfer through appropriation of loss	0	-249,195	0	-249,195
Dividend distributed	0	0	-5,987,602	-5,987,602
Contribution from group	0	25,000,000	0	25,000,000
Equity at 31 December 2018	50,001	15,320,082	0	15,370,083

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Kiwi DR ApS for 2018 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

In accordance with section 112(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

As per 1 January 2018 the company was merged with the subsidiaries Nordsjælland Ejendomsinvest II ApS, Gammel Kongevej II ApS, Vesterbro III ApS, Nordvest Ejendomme ApS, Vesterbrogade 1 ApS, Søborg ApS, Nordsjælland Ejendomsinvest I ApS, Vesterbro II ApS, Vesterbro ApS and Nørrebro II ApS. The book value method has been applied for the merger. If the merger had been carried through in 2017 the comparable figures for 2017 would show total assets of DKK 109,494,580, equity of DKK 3,393,120 and a loss of DKK 186,419.

In 2018 the company received a contribution from the parent company of DKK 25,000,000.

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Intra-group business combinations

The book value method is applied to business combinations such as acquisition and disposal of investments, mergers, demergers, contributions of assets and share conversions, etc. in which entities controlled by the parent company are involved, provided that the combination is considered completed at the time of acquisition without any restatement of comparative figures. Differences between the agreed consideration and the carrying amount of the acquiree are recognised directly in equity.

Income statement

Revenue

Rent comprises rental income from the leases of properties. Rent is recognised on an accruals basis.

Rent is measured net of all types of discounts/rebates granted. Also, rent is measured net of VAT and other indirect taxes charged on behalf of third parties.

Gross margin

The items revenue and external expenses have been aggregated into one item in the income statement called gross margin in accordance with section 32 of the Danish Financial Statements Act.

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to administration, bad debts etc.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Depreciation and impairment

The item comprises depreciation and impairment of property, plant and equipment.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Buildings	50 years
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Land is not depreciated.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Investments in subsidiaries

Investments in subsidiaries and associates are measured at cost. Dividends received that exceed the accumulated earnings in the subsidiary or the associate during the period of ownership are treated as a reduction in the cost of acquisition.

Impairment of fixed assets

Property, plant and equipment are subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation. Impairment tests are conducted in respect of individual assets or groups of assets generating separate cash flows when there is indications of impairment. The assets are written down to the higher of the value in use and net realisable value (recoverable amount) of the asset or group of assets if this is lower than the carrying amount.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Equity

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Provisions

Other provisions comprise expected maintenance liabilities in accordance with section 22 of the Danish Rent Act and section 18b of the Consolidated act on Temporary Regulation of Housing Condition. Provisions are recognised when, as a result of past events, the Company has legal or a constructive obligation and it is probable that there may be an outflow of resources embodying economic benefits to settle the obligation.

Provisions are measured at net realisable value or at fair value if the obligation is expected to be settled far into the future.

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

Financial statements 1 January - 31 December

Notes to the financial statements

2 Staff costs

The Company has no employees.

DKK	2018	2017
3 Tax for the year		
Estimated tax charge for the year	-123,521	26,506
Tax adjustments, prior years	37,446	2,685
	<u>-86,075</u>	<u>29,191</u>

4 Share capital

The Company's share capital has remained DKK 50,001 over the past 4 years.

5 Non-current liabilities other than provisions

Of the long-term liabilities, DKK 66,391 thousand falls due for payment after more than 5 years after the balance sheet date.

6 Provisions

Maintenance liabilities BRL § 18B, DKK 811,497
Maintenance liabilities BRL § 22, DKK 560,735

Maintenance liabilities related to BRL § 18b are expected to fall due within 2-5 years.
Maintenance liabilities related to BRL § 22 are expected to fall due after 5 years.

7 Contractual obligations and contingencies, etc.

Other contingent liabilities

Guarantee has been provided in respect of mortgage loans in the sister companies in the Kiwi FRB ApS Group. The loans total DKK 159,141 thousand.

As management company, the Company is jointly taxed with other Danish group entities and is jointly and severally with other jointly taxed group entities for payment of income taxes as well as withholding taxes on interest and dividends.

8 Contingent assets

The company has a deferred tax asset of DKK 4,764 thousand that has not been capitalized.

9 Collateral

As security for the Company's mortgage debt, the company has placed assets with carrying amount of DKK 90,962 thousand.

Letter of indemnity totalling DKK 12,725 thousand are held by the company.