



DCE 2 ApS

c/o Harbour House

Sundkrogsgade 21, DK-2100 Copenhagen

CVR no. 36 41 65 48

Annual report for 2021

Adopted at the annual general meeting
on 1 August 2022

A handwritten signature in blue ink, appearing to read "Emil Skov", is positioned above a horizontal line.

Emil Skov
Chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of DCE 2 ApS for the financial year 1 January - 31 December 2021.

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 2021 and of the results of the company's operations for the financial year 1 January - 31 December 2021.

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, 1 August 2022

Executive board



Etai Erlich
Director



Peter Drachmann
Director

Independent auditor's report on extended review

To the shareholder of DCE 2 ApS

Opinion

We have performed extended review of the financial statements of DCE 2 ApS for the financial year 1 January - 31 December 2021, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

Based on the performed work it is our opinion, that the financial statements give a true and fair view of the company's financial position at 31 December 2021 and of the results of the company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our extended review in accordance with the Danish Business Authority's standard on auditor's report for small enterprises and FSR - danish auditors' standard on extended review of financial statements in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review 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 and IESBA Code. We believe that the 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 responsibility for the extended review of the financial statements

Our responsibility is to express a conclusion on the accompanying financial statements. This requires us to perform procedures in order to obtain limited assurance for our conclusion on these financial statements, and in addition perform specifically required supplementary procedures in order to obtain additional assurance for our conclusion.

Independent auditor's report on extended review

An extended review of financial statements includes procedures primarily consisting of making inquiries of management and others within the entity, as appropriate, applying analytical procedures and the specifically required supplementary procedures, and evaluating the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit and accordingly we do not express an audit opinion on these financial statements.

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 extended review 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 extended review, 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, we conclude that 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 of management's review.

Copenhagen, 1 August 2022

Mazars
Statsautoriseret Revisionspartnerselskab
CVR no. 31 06 17 41

Monica Raavig

Monica Häckert Raavig
State Authorised Public Accountant
MNE no. mne48484

Company details

The company

DCE 2 ApS
Sundkrogsgade 21
c/o Harbour House
DK-2100 Copenhagen

CVR no.: 36 41 65 48

Reporting period: 1 January - 31 December 2021

Domicile: Copenhagen

Executive board

Etai Erlich, Director
Peter Drachmann, Director

Auditors

Mazars
Statsautoriseret Revisionspartnerselskab
Midtermolen 1,2 tv.
DK-2100 Copenhagen

Management's review

Business review

The activities in the fiscal year comprises investments in group entities.

Financial review

The company's income statement for the year ended 31 December 2021 shows a loss of TDKK 6.935, and the balance sheet at 31 December 2021 shows negative equity of TDKK 35.884.

The going concern of DCE 2 ApS is based on the net value of its participation in its investee, that contain hidden reserve as described in note 5. From a standalone perspective, and ignoring the internal value of the investment, DCE 2 going concern is conditional upon the contribution of cash, either by way of a capital increase or an extension of the existing credit facilities, or through new lenders. DCE 2 ApS has received letters of support from its shareholders, which confirms that they will provide all the support that maybe needed, including financial support, until 31 December 2022 at the earliest. On this basis, the annual report has been presented on the assumption that the entity is a going concern.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Income statement 1 January 2021 - 31 December 2021

	<u>Note</u>	<u>2021</u> TDKK	<u>2020</u> TDKK
Gross profit		-400	-548
Financial income	2	2.075	11.008
Financial expenses	3	<u>-4.781</u>	<u>-4.311</u>
Profit/loss before tax		-3.106	6.149
Tax on profit/loss for the year	4	<u>-3.829</u>	<u>-2.291</u>
Profit/loss for the year		<u>-6.935</u>	<u>3.858</u>
 Distribution of profit			
Retained earnings		<u>-6.935</u>	<u>3.858</u>
		<u>-6.935</u>	<u>3.858</u>

Balance sheet at 31 December 2021

	<u>Note</u>	<u>2021</u> TDKK	<u>2020</u> TDKK
Assets			
Investments in subsidiaries	5	78.047	78.047
Fixed asset investments		78.047	78.047
Total non-current assets		78.047	78.047
Receivables from group entities	6	149.486	151.838
Corporation tax		0	472
Prepayments		0	92
Receivables		149.486	152.402
Cash at bank and in hand		5	5
Total current assets		149.491	152.407
Total assets		227.538	230.454

Balance sheet at 31 December 2021

	<u>Note</u>	<u>2021</u> TDKK	<u>2020</u> TDKK
Equity and liabilities			
Share capital		50	50
Retained earnings		<u>-35.934</u>	<u>-28.999</u>
Equity		<u>-35.884</u>	<u>-28.949</u>
Payables to group entities		<u>150.618</u>	<u>150.618</u>
Total non-current liabilities	7	<u>150.618</u>	<u>150.618</u>
Payables to group entities		110.299	106.258
Corporation tax		2.381	2.290
Trade payables		<u>124</u>	<u>237</u>
Total current liabilities		<u>112.804</u>	<u>108.785</u>
Total liabilities		<u>263.422</u>	<u>259.403</u>
Total equity and liabilities		<u><u>227.538</u></u>	<u><u>230.454</u></u>
Staff expenses	1		
Contingent liabilities	8		

Statement of changes in equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2021	50	-28.999	-28.949
Net profit/loss for the year	<u>0</u>	<u>-6.935</u>	<u>-6.935</u>
Equity at 31 December 2021	<u>50</u>	<u>-35.934</u>	<u>-35.884</u>

Notes

	<u>2021</u>	<u>2020</u>
1 Staff expenses		
Average number of employees	<u>0</u>	<u>0</u>
	<u>2021</u>	<u>2020</u>
	TDKK	TDKK
2 Financial income		
Financial income, group entities	1.997	10.076
Exchange gains	<u>78</u>	<u>932</u>
	<u>2.075</u>	<u>11.008</u>
3 Financial expenses		
Financial expenses, group entities	4.138	4.307
Other financial costs	6	4
Exchange loss	<u>637</u>	<u>0</u>
	<u>4.781</u>	<u>4.311</u>
4 Tax on profit/loss for the year		
Current tax for the year	<u>3.829</u>	<u>2.291</u>
	<u>3.829</u>	<u>2.291</u>

Notes

5 Investments in subsidiaries

Result for the year and equity is based on the 2021 German Commercial Code (HGB) financial statements of the German partnership, Project Soorstrasse 80-82 Grundstücks GbR, which were reviewed by an auditor. During 2021 an external valuation of the investment property within the partnership has resulted in a positive fair value of EUR 179,8 million.

<u>Name</u>	<u>Registered office</u>	<u>Ownership interest</u>	<u>Equity</u>	<u>Profit/loss for the year</u>
Project Soorstrasse 80-82 Grundstücks GbR	Berlin, Germany	59,50%	165.341	25.244

6 Receivables

Out of the Company's total receivables, receivables from associated entities totalling TDKK 149.486 fall due for payment after more than one year after the balance sheet date. Receivables from group entities totalling TDKK 149.486 has no fixed maturity, but repayment may be demanded at any time.

Notes

7 Long term debt

	Debt at 1 January 2021	Debt at 31 December 2021	Instalment next year	Debt outstanding after 5 years
Payables to group entities	<u>150.618</u>	<u>150.618</u>	<u>0</u>	<u>0</u>
	<u>150.618</u>	<u>150.618</u>	<u>0</u>	<u>0</u>

8 Contingent liabilities

The contingent liability arising from the tax transparent associated company at 31 December 2021 is TDKK 110.302.

Accounting policies

The annual report of DCE 2 ApS for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

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

The annual report for 2021 is presented in TDKK

Pursuant to sections §110 subsection 1, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

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.

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 and other operating income less other external expenses.

Accounting policies

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate 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, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Income from investments in subsidiaries

Dividend from investments is recognised in the reporting year in which the dividend is declared.

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.

Tax expenses from partnerships applying to tax transparency rules are recognised as a part of the "Tax for the year" in the income statement.

Balance sheet

Investments in subsidiaries

Investment in subsidiaries are measured at cost. If cost exceeds the recoverable amount, a write-down is made to this lower value.

Impairment of fixed assets

The carrying amount of investments in subsidiaries is tested annually for impairment, other than what is reflected through normal amortisation and depreciation.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets. Write-down is made to the lower of the recoverable amount and the carrying amount.

The recoverable amount is the higher of the net present value and the value in use less expected costs to sell. The net present value is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Accounting policies

Receivables

Receivables are measured at amortised cost.

Prepayments

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

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

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 instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.