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Helnan Marselis Hotel A/S

Strandvejen 25 8000 Aarhus C CVR No. 36445580

Annual report 2020

The Annual General Meeting adopted the annual report on 08.07.2021

Finn Bødstrup

Chairman of the General Meeting

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Entity details

Entity

Helnan Marselis Hotel A/S Strandvejen 25 8000 Aarhus C

CVR No.: 36445580

Registered office: Aarhus

Financial year: 01.01.2020 - 31.12.2020

Board of Directors

Enan Raouf El-Galaly, Chairman Hans Jørgen Malmmose Nyegaard Finn Bødstrup Marena Enan El-Galaly

Executive Board

Tamer Mamdouh Bahgat Elhossamy, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab Østre Havnepromenade 26, 4th floor 9000 Aalborg

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Helnan Marselis Hotel A/S for the financial year 01.01.2020 - 31.12.2020.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Aarhus, 08.07.2021

Executive Board

Tamer Mamdouh Bahgat Elhossamy

CEO

Board of Directors

Enan Raouf El-Galaly

Hans Jørgen Malmmose Nyegaard

Chairman

Finn Bødstrup

Marena Enan El-Galaly

Independent auditor's report

To the shareholders of Helnan Marselis Hotel A/S

Report on the audit of the financial statements Opinion

We have audited the financial statements of Helnan Marselis Hotel A/S for the financial year 01.01.2020 - 31.12.2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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.

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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary 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 the management commentary.

Report on other legal and regulatory requirements and other reporting responsibilities

Violation of accounting legislation, including the Danish Bookkeeping Act

It was observed that in several cases during the year, it was not possible to follow the transactions in the bookkeeping records for which reason Management may be held liable for violation of the Danish Bookkeeping Act.

Aalborg, 08.07.2021

Deloitte

Statsautoriseret Revisionspartnerselskab CVR No. 33963556

Lars Birner Sørensen

State Authorised Public Accountant Identification No (MNE) mne11671

Management commentary

Financial highlights

	2020	2019	2018	2017	2016
	DKK'000	DKK'000	DKK'000	DKK'000	DKK'000
Key figures					
Gross profit/loss	14,941	36,914	37,154	37,414	32,462
Operating profit/loss	(2,830)	11,404	11,260	12,906	12,456
Net financials	(1,545)	(2,305)	(3,251)	(4,254)	4,496
Profit/loss for the year	(3,419)	7,080	6,205	6,727	6,905
Total assets	264,317	253,093	253,721	226,440	157,116
Investments in property,	5,875	1,266	832	632	63
plant and equipment					
Equity	112,688	122,107	119,827	93,351	14,092
Ratios					
Return on equity (%)	(2.91)	5.85	5.82	12.52	91.93
Equity ratio (%)	42.63	48.25	47.23	41.23	8.97

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

Return on equity (%):

Profit/loss for the year * 100

Average equity

Equity ratio (%):

Equity * 100

Total assets

Primary activities

The Company's activities consist of running a hotel and restaurant business, congress center, wellness center, holiday center as well as investment, including financial transactions and raising loans for the purchase of securities as well as related business.

Development in activities and finances

The financial statements for 2020 show a loss of DKK 3,347k against a profit of DKK 7,080k in 2019. Equity amounts to DKK 112,759k and equityrate on 42.79 % at 31.12.2020.

The Company has experienced a large turnover in staff in the financial department in 2020. As a consequence of this it has been challenging for The Company to sustain good accounting procedures. The management is aware of the situation and has taken actions to rectify this in 2021.

Profit/loss for the year in relation to expected developments

Earnings expectations were a profit/loss before tax at the level of 2019, but with reduced effect due to the lockdown in the COVID-19 period. It is Management's assessment that this has been fulfilled as the restrictions due to COVID-19 were expected to reduce the Company's financial performance.

The financial performance is negatively affected by costs for maintenance and salaries of employees who have performed maintenance and improvements, amounting to DKK 2,548k. Furthermore there has been improvements in the balance, amounting to DKK 5,875k.

Outlook

The Company expects a loss between DKK 0 and -2.5 million before tax in 2021 due to the corona restrictions for the hotel industry.

Events after the balance sheet date

As a consequence of the Corona pandemic, Helnan Marselis Hotel A/S is affected by a reduction in revenue, which is expected to have a negative impact on earnings and cash flows. Consequently, Management has adjusted costs to the greatest extent possible.

Management, however, expects normalised conditions in H2 2021, and therefore it is considered very likely that the hotel industry will approach the situation before COVID-19.

Income statement for 2020

		2020	2019
	Notes	DKK	DKK
Gross profit/loss	2	14,940,548	36,914,222
Staff costs	3	(13,366,186)	(21,348,240)
Depreciation, amortisation and impairment losses		(4,404,221)	(4,162,368)
Operating profit/loss		(2,829,859)	11,403,614
Other financial income	4	374,841	82,619
Other financial expenses		(1,919,570)	(2,387,890)
Profit/loss before tax		(4,374,588)	9,098,343
Tax on profit/loss for the year	5	955,479	(2,018,532)
Profit/loss for the year	6	(3,419,109)	7,079,811

Balance sheet at 31.12.2020

Assets

		2020	2019
	Notes	DKK	DKK
Land and buildings		240,312,749	239,951,801
Other fixtures and fittings, tools and equipment		2,125,624	1,015,931
Property, plant and equipment	7	242,438,373	240,967,732
Fixed assets		242,438,373	240,967,732
Manufactured goods and goods for resale		369,322	380,969
Inventories		369,322	380,969
Trade receivables		1,053,803	1,964,229
Receivables from group enterprises		9,778,811	6,079,055
Other receivables		1,772,602	0
Prepayments	8	113,245	534,486
Receivables		12,718,461	8,577,770
Cash		8,791,281	3,166,605
Current assets		21,879,064	12,125,344
Assets		264,317,437	253,093,076

Equity and liabilities

	Notes	2020 DKK	2019 DKK
Contributed capital	9	3,862,580	3,862,580
Revaluation reserve		88,422,577	90,542,404
Retained earnings		20,402,384	21,701,666
Proposed dividend		0	6,000,000
Equity		112,687,541	122,106,650
Deferred tax	10	40,687,558	41,643,037
Provisions		40,687,558	41,643,037
Mortgage debt		93,533,847	76,224,464
Other payables		195,047	160,486
Non-current liabilities other than provisions	11	93,728,894	76,384,950
		7.040.740	- 40 - - 4
Current portion of non-current liabilities other than provisions	11	7,362,562	7,627,791
Bank loans		4,778,948	0
Payables to other credit institutions		0	4,548
Trade payables		1,172,466	2,723,014
Payables to group enterprises		1,370,503	0
Tax payable		0	1,074,084
Other payables	12	2,528,965	1,529,002
Current liabilities other than provisions		17,213,444	12,958,439
Liabilities other than provisions		110,942,338	89,343,389
Elabilities other than provisions		110,542,550	05,545,505
Equity and liabilities		264,317,437	253,093,076
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Statement of changes in equity for 2020

	Contributed	Revaluation	Retained	Proposed	
	capital	reserve	earnings	dividend	Total
	DKK	DKK	DKK	DKK	DKK
Equity beginning of year	3,862,580	90,542,404	21,701,666	6,000,000	122,106,650
Ordinary dividend paid	0	0	0	(6,000,000)	(6,000,000)
Other entries on equity	0	(2,119,827)	2,119,827	0	0
Profit/loss for the year	0	0	(3,419,109)	0	(3,419,109)
Equity end of year	3,862,580	88,422,577	20,402,384	0	112,687,541

Notes

1 Events after the balance sheet date

As a consequence of the Corona pandemic, Helnan Marselis Hotel A/S is affected by a reduction in revenue, which is expected to have a negative impact on earnings and cash flows. Consequently, Management has adjusted costs to the greatest extent possible.

Management, however, expects normalised conditions in H2 2021, and therefore it is considered very likely that the hotel industry will approach the situation before COVID-19.

2 Gross profit/loss

Gross profit/loss includes compensation received during COVID-19 as other operating income of a total of DKK 3,153k.

The compensation amounts are composed of the following schemes:

Compensation for fixed costs: DKK 2,267k

Payroll compensation: DKK 1,240k

3 Staff costs

	2020	2019
	DKK	DKK
Wages and salaries	12,466,099	19,690,011
Pension costs	912,815	1,538,913
Other social security costs	(12,728)	119,316
	13,366,186	21,348,240
Average number of full-time employees	33	48

No salaries have been paid to the company's board of directors.

4 Other financial income

	2020	2019
	DKK	DKK
Financial income from group enterprises	370,293	75,503
Other interest income	0	7,010
Exchange rate adjustments	0	106
Other financial income	4,548	0
	374,841	82,619

5 Tax on profit/loss for the year

	2020	2019 DKK
	DKK	
Current tax	0	1,074,084
Change in deferred tax	(955,479)	944,448
	(955,479)	2,018,532
6 Proposed distribution of profit and loss	2020	2019
	DKK	DKK
Ordinary dividend for the financial year	0	6,000,000
Retained earnings	(3,419,109)	1,079,811
	(3,419,109)	7,079,811

7 Property, plant and equipment

		Other fixtures and fittings,
	Land and	tools and
	buildings	equipment
¬	DKK	DKK
Cost beginning of year	164,351,084	18,568,084
Additions	4,237,969	1,636,893
Cost end of year	168,589,053	20,204,977
Revaluations beginning of year	123,465,936	0
Revaluations end of year	123,465,936	0
Depreciation and impairment losses beginning of year	(47,865,219)	(17,552,153)
Depreciation for the year	(3,877,021)	(527,200)
Depreciation and impairment losses end of year	(51,742,240)	(18,079,353)
Carrying amount end of year	240,312,749	2,125,624
Carrying amount if asset had not been revalued	116,846,812	2,125,624

8 Prepayments

The item consists of prepayments for telephony and data hotel.

9 Share capital

		Recorded par value
	Number	DKK
Share capital	3,862,580	1
	3,862,580	1

10 Deferred tax

	2020	2019
	DKK	DKK
Property, plant and equipment	40,952,595	40,618,392
Receivables	(195,149)	(33,000)
Liabilities other than provisions	988,358	1,057,645
Tax losses carried forward	(1,058,246)	0
Deferred tax	40,687,558	41,643,037
	2020	2019
Changes during the year	DKK	DKK
Beginning of year	41,643,037	40,698,589
Recognised in the income statement	(955,479)	944,448
End of year	40,687,558	41,643,037

11 Non-current liabilities other than provisions

	Due within 12 months 2020 DKK	Due within 12 months 2019 DKK	Due after more than 12 months 2020 DKK	Outstanding after 5 years 2020 DKK
Mortgage debt	7,362,562	7,627,791	93,533,847	68,456,339
Other payables	0	0	195,047	195,047
	7,362,562	7,627,791	93,728,894	68,651,386

12 Other payables

	2020	2019
	DKK	DKK
VAT and duties	0	393,871
Wages and salaries, personal income taxes, social security costs, etc payable	1,934,534	1,076,822
Other costs payable	594,431	58,309
	2,528,965	1,529,002

13 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Scandinavian Hotels A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

14 Assets charged and collateral

Mortgage debt is secured by way of mortgage on properties.

The carrying amount of properties is DKK 240,313k.

Mortgage deeds registered to the mortgagor of DKK 24,500k are provided as security for commitments with credit institutions.

Collateral provided for group enterprises

The Entity has guaranteed group enterprises' debt with Nykredit. Bank loans of group enterprises amount to DKK 56,073k.

15 Related parties with controlling interest

Scandinavian Hotels A/S, Aarhus owns all shares in the Entity, thus exercising control.

16 Non-arm's length related party transactions

Only related party transactions not conducted on an arm's length basis are disclosed in the annual report. No such transactions have been conducted in the financial year.

17 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group: Scandinavian Hotels A/S, Aarhus

Name and registered office of the Parent preparing consolidated financial statements for the smallest group: Scandinavian Hotels A/S, Arhus

Accounting policies

Reporting class

This annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for

premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Property costs

Property costs include costs incurred to operate the Entity's properties in the financial year, including repair and maintenance costs, property tax and electricity, water and heating, which are not charged directly from the lessee.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of property, plant and equipment.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Property, plant and equipment

Land and buildings are measured at cost plus revaluation, and for buildings, less accumulated depreciation and impairment losses. Revaluation is calculated on the basis of regular, independent fair value measurements.

Plant and machinery, and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost plus revaluation and minus estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Buildings 35-50 years

Other fixtures and fittings, tools and equipment

3-10 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Deferred tax relating to retaxation of previously deducted losses in foreign subsidiaries is recognised on the basis of an actual assessment of the purpose of each subsidiary.

Mortgage debt

At the time of borrowing, mortgage debt to mortgage credit institutions is measured at cost which corresponds to the proceeds received less transaction costs incurred. Mortgage debt is subsequently measured at amortised cost. This means that the difference between the proceeds at the time of borrowing and the nominal repayable

amount of the loan is recognised in the income statement as a financial expense over the term of the loan applying the effective interest method.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Tax receivable or payable

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Cash flow statement

Referring to section 86(4) of the Danish Financial Statements Act a cash flow statement has not been prepared as the enterprise is included in the consolidated cash flow statement.