



CHRISTENSEN
KJÆRULFF

PERSONLIGT ENGAGEMENT

STATSAUTORISERET
REVISIONSAKTIESELSKAB

CVR: 15 91 56 41

TLF: 33 30 15 15

ØSTBANEGADE 123
2100 KØBENHAVN Ø

E-MAIL: CK@CK.DK
WEB: WWW.CK.DK

Romark Properties ApS

c/o Christensen Kjarulff Statsautoriseret Revisionsaktieselskab, Østbanegade 123, 2100
København Ø

Company reg. no. 36 50 76 59

Annual report

1 March 2023 - 29 February 2024

The annual report was submitted and approved by the general meeting on the 2 July 2024.

John Stuart Ross
Chairman of the meeting



Contents

	<u>Page</u>
Reports	
Management's statement	1
Independent auditor's report	2
Management's review	
Company information	5
Management's review	6
Financial statements 1 March 2023 - 29 February 2024	
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes	11
Accounting policies	14

Notes

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146 940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %



Management's statement

Today, the Board of Directors and the Managing Director have approved the annual report of Romark Properties ApS for the financial year 1 March 2023 - 29 February 2024.

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

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 29 February 2024 and of the results of the Company's operations for the financial year 1 March 2023 – 29 February 2024.

Further, in our opinion, the Management's review gives a true and 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, 2 July 2024

Managing Director

John Stuart Ross

Board of directors

A handwritten signature in black ink, appearing to read 'John Stuart Ross'.

John Stuart Ross

A handwritten signature in black ink, appearing to read 'Douglas Garth Ross'.

Douglas Garth Ross



Independent auditor's report

To the Shareholder of Romark Properties ApS

Opinion

We have audited the financial statements of Romark Properties ApS for the financial year 1 March 2023 - 29 February 2024, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes, for the Company. The financial statements are prepared under 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 29 February 2024, and of the results of the Company's operations for the financial year 1 March 2023 - 29 February 2024 in accordance with the Danish Financial Statements Act.

Basis for conclusion

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.



Independent auditor's report

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.
- 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.

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.



Independent auditor's report

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, 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 Statement Act. We did not identify any material misstatement of Management's Review.

Copenhagen, 2 July 2024

Christensen Kjaerulff

Statsautoriseret Revisionsaktieselskab
Company reg no 15 91 56 41

Vanja Margrethe Lawaetz Schultz
State Authorised Public Accountant
mne34194



Company information

The company	Romark Properties ApS c/o Christensen Kjørulff Statsautoriseret Revisionsaktieselskab Østbanegade 123 2100 København Ø
	Company reg. no. 36 50 76 59 Financial year: 1 March - 29 February
Board of directors	John Stuart Ross Douglas Garth Ross
Managing Director	John Stuart Ross
Auditors	Christensen Kjørulff Statsautoriseret Revisionsaktieselskab Østbanegade 123 2100 København Ø
Parent company	Roden Holdings ApS



Management's review

Description of key activities of the company

Like previous years, the principal activities are to invest in, own, operate and lease out real estate in Denmark, and all activities deemed to be related thereto by board of directors.

Development in activities and financial matters

The gross profit for the year totals DKK 1.743.679 against DKK 1.660.190 last year. Net profit totals DKK 1.245.508 against DKK 1.580.564 last year. Management considers the net profit for the year satisfactory.

The company's current and planned activities do not give rise to any material financial risks, and the company's liquidity resources are expected to be adequately secured.

Events occurring after the end of the financial year

The company has purchased a new retail property in Odense on March 26, 2024. Apart from this no significant events have occurred after the balance sheet date.



Income statement

All amounts in DKK.

<u>Note</u>	<u>1/3 2023 - 29/2 2024</u>	<u>1/3 2022 - 28/2 2023</u>
Gross profit	1.743.679	1.660.190
Value adjustment of investment property	<u>449.000</u>	<u>1.030.279</u>
Operating profit	2.192.679	2.690.469
Other financial income	405	734
2 Other financial expenses	<u>-596.278</u>	<u>-664.840</u>
Pre-tax net profit	1.596.806	2.026.363
Tax on net profit for the year	<u>-351.298</u>	<u>-445.799</u>
Net profit for the year	<u>1.245.508</u>	<u>1.580.564</u>
Proposed distribution of net profit:		
Transferred to retained earnings	<u>1.245.508</u>	<u>1.580.564</u>
Total allocations and transfers	<u>1.245.508</u>	<u>1.580.564</u>



Balance sheet

All amounts in DKK.

Assets			
<u>Note</u>		<u>29/2 2024</u>	<u>28/2 2023</u>
Non-current assets			
3	Investment property	<u>21.884.000</u>	<u>21.435.000</u>
	Total property, plant, and equipment	<u>21.884.000</u>	<u>21.435.000</u>
	Total non-current assets	<u>21.884.000</u>	<u>21.435.000</u>
Current assets			
	Trade receivables	0	74.133
	Receivables from group enterprises	3.500.000	3.500.000
	Prepayments	<u>40.691</u>	<u>37.283</u>
	Total receivables	<u>3.540.691</u>	<u>3.611.416</u>
	Cash and cash equivalents	<u>859.417</u>	<u>3.176.355</u>
	Total current assets	<u>4.400.108</u>	<u>6.787.771</u>
	Total assets	<u>26.284.108</u>	<u>28.222.771</u>



Balance sheet

All amounts in DKK.

Equity and liabilities		
Note	29/2 2024	28/2 2023
Equity		
Contributed capital	51.000	51.000
Retained earnings	10.835.688	9.590.180
Total equity	10.886.688	9.641.180
Provisions		
Provisions for deferred tax	1.929.594	1.644.621
Total provisions	1.929.594	1.644.621
Liabilities other than provisions		
Mortgage debt	5.505.839	5.990.918
Payables to group enterprises	6.460.025	9.484.908
4 Total long term liabilities other than provisions	11.965.864	15.475.826
4 Current portion of long term liabilities	506.176	525.543
Trade payables	57.196	53.104
Income tax payable to group enterprises	66.325	0
Other payables	383.707	368.852
Deferred income	488.558	513.645
Total short term liabilities other than provisions	1.501.962	1.461.144
Total liabilities other than provisions	13.467.826	16.936.970
Total equity and liabilities	26.284.108	28.222.771
5 Charges and security		
6 Contingencies		



Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity 1 March 2023	51.000	9.590.180	9.641.180
Profit for the year brought forward	0	1.245.508	1.245.508
	<u>51.000</u>	<u>10.835.688</u>	<u>10.886.688</u>



Notes

All amounts in DKK.

	<u>1/3 2023</u> <u>- 29/2 2024</u>	<u>1/3 2022</u> <u>- 28/2 2023</u>
1. Staff costs		
Average number of employees	<u>1</u>	
2. Other financial expenses		
Financial costs, group enterprises	429.003	517.619
Other financial costs	<u>167.275</u>	<u>147.221</u>
	<u>596.278</u>	<u>664.840</u>
3. Investment property		
Cost opening balance	<u>18.951.887</u>	<u>18.951.887</u>
Cost end of period	<u>18.951.887</u>	<u>18.951.887</u>
Fair value adjustment opening balance	2.483.113	1.452.834
Adjustment of the year to fair value	<u>449.000</u>	<u>1.030.279</u>
Fair value adjustment end of period	<u>2.932.113</u>	<u>2.483.113</u>
Carrying amount, end of period	<u>21.884.000</u>	<u>21.435.000</u>

The company owns a property on Edisonvej 20 in Vejle, Denmark.

As per the description of the accounting policies applied, investment properties are measured at fair value (Level 3 in the fair value hierarchy) using a return-based model.



Notes

All amounts in DKK.

3. Investment property (continued)

The fair value measurement is carried out for each individual property based on the property's detailed budget for the upcoming operating year, adjusted for fluctuations that are characterized as one-time events.

The applied return-based model, which has been consistently used for many years, comprises the following main components:

Current rental income

+/- Rent adjustments

- Maintenance expenses

- Operating expenses

- Administration expenses

= Adjusted operating income

/ Rate of return

= Gross value

+ Deposits and prepaid rent

- Deductions for significant renovation projects or modifications, etc.

The rate of return is determined based on market statistics, completed transactions, and management's knowledge of market conditions, in general. In setting the rate of return, various factors are taken into consideration, such as property type (residential, office, retail, etc.), location, age, condition, lease terms, and creditworthiness, among others.

Compared to the previous financial year, the methods of measurement remain unchanged.

The significant assumptions for the determined fair value are as follows:

	<u>29/2 2024</u>
Weighted average rate of return	8%
Net operating income (TDKK)	1.750

Sensitivity analysis

The fair value of the investment properties total TDKK 21.884 as at 29 February 2024. The determined fair value is an estimate made by management based on available information and current future expectations. The sensitivity of the average rate of return can be illustrated thus: a rise in the rate of return of 0.5 percentage point per property would result in a decrease in the fair value by TDKK 1.287. A decrease in the rate of return of 0.5 percentage point per property would result in an increase in fair value by TDKK 1.459.



Notes

All amounts in DKK.

4. Long term liabilities other than provisions

	Total payables 29 Feb 2024	Current portion of long term payables	Long term payables 29 Feb 2024	Outstanding payables after 5 years
Mortgage debt	6.012.015	506.176	5.505.839	3.412.772
Payables to group enterprises	6.460.025	0	6.460.025	0
	12.472.040	506.176	11.965.864	3.412.772

5. Charges and security

As collateral for mortgage loans, DKK 6.012.015, security has been granted on land and buildings representing a carrying amount of DKK 21.884.000 at 29 February 2024.

6. Contingencies

Joint taxation

With Roden Holdings ApS, company reg. no 38 74 97 49 as administration company, the company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for the total corporation tax.

The company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

The jointly taxed enterprises' total known net liability to the Danish tax authorities emerges from the financial statements of the administration company.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.



Accounting policies

The annual report for Romark Properties ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, write-downs for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Foreign currency translation

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.



Accounting policies

Fair value hierarchy

The company applies the concept of fair value when recognising assets and the value of financial instruments. Fair value is defined as the amount at which an asset or a liability could be exchanged in an arm's length transaction between knowledgeable, willing parties. Measurement at fair value is based on a primary market. Four levels in the fair value hierarchy are used to calculate this value:

1. Calculation based on fair value in a similar market
2. Calculation according to accepted valuation methods on the basis of observable market information
3. Calculation based on accepted valuation methods and reasonable estimates.
4. Cost

Income statement

Gross profit

Gross profit comprises the revenue, cost concerning investment properties and external costs.

The enterprise will be applying IAS 18 as its basis of interpretation for the recognition of revenue.

Lease income comprises income from the lease of property and from overhead costs collected and is recognised in the income statement for the period relating to the lease payment.

Other external expenses comprise expenses incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Value adjustment of investment property

Value adjustment of investment property comprises value adjustments of properties at fair value and profit or loss from the disposal of properties.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The company is subject to Danish rules on compulsory joint taxation of Danish group enterprises.



Accounting policies

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

Balance sheet

Investment properties

At the initial recognition, investment properties are measured at cost, comprising the cost price of the property and any directly related costs.

Investment properties are subsequently measured at fair value, corresponding to the amount for which the individual property is estimated to be able to sell for on the balance sheet date to an independent buyer. The fair value is calculated using a return-based model based on the budgeted net earnings for the following year, restated according to normal earnings and by applying a required rate of return reflecting the market's actual required rate of return of similar properties. The value is adjusted for factors that are not reflected in normalized earnings, such as actual rent loss due to vacancy, major refurbishment work, etc. Compared to the latest financial year, the methods of measurement used have not been changed.

Costs adding new or improved qualities to an investment property compared to its condition at the time of acquisition, thereby improving the future return on the property, are added to the cost as an improvement. Costs which do not add new or improved qualities to an investment property are recognized in the income statement under the item "Costs concerning investment property".

Like other property, plant, and equipment except for land, investment property has a limited economic life. The impairment taking place concurrently with the ageing of the investment property is reflected in the continuing measurement of the investment property at fair value. Therefore, no systematic depreciations are made over the useful life of the investment property.

Value adjustments are recognized in the income statement under the item "Value adjustments of property".

Impairment loss relating to non-current assets

The carrying amount of tangible fixed assets are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. write-down for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.



Accounting policies

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

Prepayments

Prepayments recognised under assets comprise incurred costs concerning the following financial year.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank.

Income tax and deferred tax

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

The company is jointly taxed with consolidated Danish companies. The current corporate income tax is distributed between the jointly taxed companies in proportion to their taxable income and with full distribution with reimbursement as to tax losses. The jointly taxed companies are comprised by the Danish tax prepayment scheme.

Joint taxation contributions payable and receivable are recognised in the balance sheet as "Tax receivables from group enterprises" or "Income tax payable to group enterprises"



Accounting policies

According to the rules of joint taxation, Romark Properties ApS is unlimitedly, jointly, and severally liable to pay the Danish tax authorities the total income tax, including withholding tax on interest, royalties, and dividends, arising from the jointly taxed group of companies.

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the balance sheet. Deferred tax is measured at net realisable value.

Adjustments take place in relation to deferred tax concerning elimination of unrealised intercompany gains and losses.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

Liabilities other than provisions

Financial liabilities other than provisions related to borrowings are recognised at the received proceeds less transaction costs incurred. In subsequent periods, the financial liabilities are recognised at amortised cost, corresponding to the capitalised value when using the effective interest rate. The difference between the proceeds and the nominal value is recognised in the income statement during the term of the loan.

Mortgage loans and bank loans are thus measured at amortised cost which, for cash loans, corresponds to the outstanding payables. For bond loans, the amortised cost corresponds to an outstanding payable calculated as the underlying cash value at the date of borrowing, adjusted by amortisation of the market value on the date of the borrowing effectuated over the repayment period.

Liabilities other than provisions relating to investment properties are measured at amortised cost.

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Deferred income

Payments received concerning future income are recognised under deferred income.