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KJÆRULFF

PERSONLIGT ENGAGEMENT

STATSAUTORISERET
REVISIONSAKTIESELSKAB

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Romark Properties ApS

c/o Christensen Kjarulff Statsautoriseret Revisionsaktieselskab, Store Kongensgade 68,
1264 København K

Company reg. no. 36 50 76 59

Annual report

1 March 2021 - 28 February 2022

The annual report was submitted and approved by the general meeting on the 7 July 2022.

John Stuart Ross
Chairman of the meeting



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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 presented the annual report of Romark Properties ApS for the financial year 1 March 2021 - 28 February 2022.

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

We consider the accounting policies appropriate and, in our opinion, the financial statements provide a fair presentation of the company's assets, equity and liabilities, and financial position at 28 February 2022 and of the company's results of activities in the financial year 1 March 2021 – 28 February 2022.

We are of the opinion that the management commentary presents a fair account of the issues dealt with.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 7 July 2022

Managing Director

John Stuart Ross

Board of directors

John Stuart 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 2021 - 28 February 2022, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies, 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 28 February 2022, and of the results of the Company's operations for the financial year 1 March 2021 - 28 February 2022 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 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, 7 July 2022

Christensen Kjarulff

Statsautoriseret Revisionsaktieselskab
Company reg. no. 15 91 56 41

Iver Haugsted

State Authorised Public Accountant
mne10678



Company information

The company	Romark Properties ApS c/o Christensen Kjørulff Statsautoriseret Revisionsaktieselskab, Store Kongensgade 68 1264 København K Company reg. no. 36 50 76 59 Financial year: 1 March - 28 February
Board of directors	John Stuart Ross Douglas Garth Ross
Managing Director	John Stuart Ross
Auditors	Christensen Kjørulff Statsautoriseret Revisionsaktieselskab Store Kongensgade 68 1264 København K
Parent company	Roden Holdings ApS



Management's review

The principal 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 the board of directors.

Unusual circumstances

The outbreak of Coronavirus/Covid-19 has posed challenges and risks for the company in the current financial year.

The virus outbreak has led to uncertainty both politically/socially and for the company. The virus outbreak has only affected the current year's result to a lesser extent and management estimates that this will also be the case in the future.

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

Development in activities and financial matters

The gross profit for the year totals DKK 1.548.875 against DKK 1.567.714 last year. Net profit for the year is 847.153 against DKK 794.094 last year. Management considers the net profit for the year satisfactory.



Income statement 1 March - 28 February

All amounts in DKK.

<u>Note</u>	<u>2021/22</u>	<u>2020/21</u>
Gross profit	1.548.875	1.567.714
Value adjustment of investment property	177.520	78.025
Depreciation and impairment of property, land, and equipment	<u>0</u>	<u>-4.979</u>
Operating profit	1.726.395	1.640.760
Other financial income	0	185
2 Other financial costs	<u>-640.299</u>	<u>-622.876</u>
Pre-tax net profit or loss	1.086.096	1.018.069
Tax on net profit or loss for the year	<u>-238.943</u>	<u>-223.975</u>
Net profit or loss for the year	<u>847.153</u>	<u>794.094</u>
Proposed appropriation of net profit:		
Transferred to retained earnings	<u>847.153</u>	<u>794.094</u>
Total allocations and transfers	<u>847.153</u>	<u>794.094</u>



Balance sheet at 28 February

All amounts in DKK.

Assets			
<u>Note</u>		<u>2022</u>	<u>2021</u>
Non-current assets			
3	Investment property	20.404.721	20.227.201
	Total property, plant, and equipment	20.404.721	20.227.201
	Total non-current assets	20.404.721	20.227.201
Current assets			
	Receivables from group enterprises	3.500.000	0
	Tax receivables from group enterprises	0	7.500
	Other receivables	0	215.561
	Prepayments and accrued income	37.138	78.424
	Total receivables	3.537.138	301.485
	Cash on hand and demand deposits	2.212.684	4.830.616
	Total current assets	5.749.822	5.132.101
	Total assets	26.154.543	25.359.302



Balance sheet at 28 February

All amounts in DKK.

Equity and liabilities	<u>2022</u>	<u>2021</u>
<u>Note</u>		
Equity		
Contributed capital	51.000	51.000
Retained earnings	<u>8.009.616</u>	<u>7.162.463</u>
Total equity	<u>8.060.616</u>	<u>7.213.463</u>
Provisions		
Provisions for deferred tax	<u>1.198.822</u>	<u>959.881</u>
Total provisions	<u>1.198.822</u>	<u>959.881</u>
Liabilities other than provisions		
Mortgage loans	6.496.807	7.008.271
Payables to group enterprises	<u>8.967.290</u>	<u>8.477.919</u>
4 Total long term liabilities other than provisions	<u>15.464.097</u>	<u>15.486.190</u>
4 Current portion of long term payables	545.349	559.953
Trade payables	43.300	116.012
Other payables	363.308	551.561
Accruals and deferred income	<u>479.051</u>	<u>472.242</u>
Total short term liabilities other than provisions	<u>1.431.008</u>	<u>1.699.768</u>
Total liabilities other than provisions	<u>16.895.105</u>	<u>17.185.958</u>
Total equity and liabilities	<u>26.154.543</u>	<u>25.359.302</u>
5 Charges and security		
6 Contingencies		



Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Share premium</u>	<u>Retained earnings</u>	<u>Total</u>
Equity 1 March 2020	51.000	4.000.000	2.368.369	6.419.369
Profit or loss for the year brought forward	0	0	794.094	794.094
Transferred to results brought forward	0	-4.000.000	4.000.000	0
Equity 1 March 2021	<u>51.000</u>	<u>0</u>	<u>7.162.463</u>	<u>7.213.463</u>
Profit or loss for the year brought forward	<u>0</u>	<u>0</u>	<u>847.153</u>	<u>847.153</u>
	<u>51.000</u>	<u>0</u>	<u>8.009.616</u>	<u>8.060.616</u>



Notes

All amounts in DKK.

	<u>2021/22</u>	<u>2020/21</u>
1. Staff costs		
Average number of employees	<u>0</u>	<u>0</u>
2. Other financial costs		
Financial costs, group enterprises	489.371	463.135
Other financial costs	<u>150.928</u>	<u>159.741</u>
	<u>640.299</u>	<u>622.876</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	1.275.314	1.197.289
Adjustment of the year to fair value	<u>177.520</u>	<u>78.025</u>
Fair value adjustment end of period	<u>1.452.834</u>	<u>1.275.314</u>
Carrying amount, end of period	<u>20.404.721</u>	<u>20.227.201</u>

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

A determination of the return from the individual properties is based on the expected rental income from fully leased properties less expected operating costs, administration costs, and maintenance costs. The subsequent value is adjusted for recognised vacant-period lease for a reasonable period of time and expected costs of improvements and large maintenance projects, etc., plus added deposits and prepaid lease payments.

The required rate of return has been determined on the basis of market statistics, completed transactions, and management's knowledge of the property market in general. When determining the required rate of return, parameters such as type (residence, office, shop, etc.), location, age, state of maintenance, duration of rental agreements, and tenant credit quality, etc., are considered.

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

The determination of the market value (carrying value) is based on the following key factors:

Weighted average rate of return	7,65%
Net operating Income	1.560 TDKK



Notes

All amounts in DKK.

3. Investment property (continued)

Sensitivity analysis:

Changes in the rates of return have a material effect on the measurement of investment properties. An increase in the rate of return could mean a decrease in market value. The market development may result in changed requirements to the return on real property.

The survey below shows how the measurement of the property portfolio is affected when the rates of return are increased and decreased, respectively:

Rate of return	Value of property portfolio	Carrying amount	Adjustment
-0,5%	21.831.624	20.404.721	1.426.903
+0,5%	19.152.897	20.404.721	-1.251.824

4. Liabilities other than provision

	Total payables 28 Feb 2022	Current portion of long term payables	Long term payables 28 Feb 2022	Outstanding payables after 5 years
Mortgage loans	7.042.156	545.349	6.496.807	4.488.979
Payables to group enterprises	8.967.290	0	8.967.290	8.967.290
	<u>16.009.446</u>	<u>545.349</u>	<u>15.464.097</u>	<u>13.456.269</u>

5. Charges and security

As collateral for mortgage loans, DKK 7.042.156, security has been granted on land and buildings representing a carrying amount of DKK 20.404.721 at 28 February 2022.

6. Contingencies

Contingent liabilities

Other contingent liabilities:

The company has entered into lease agreement concerning the property on Edisonvej 20, Vejle. The lease is non-terminable for the tenant and the owner until 31 May 2035

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.



Notes

All amounts in DKK.

6. Contingencies (continued)

Joint taxation (continued)

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.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, and work in progress, work performed for own account and capitalised, other operating income, and external costs.

The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

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. Income from the heating account is recognised in the balance sheet as a balance with lessees.

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

Costs concerning investment properties comprise operating costs, repair and maintenance costs, taxes, charges, and other costs. Costs concerning the heating accounts are recognised in the balance sheet as a balance with lessees.

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.

Depreciation, amortisation, and writedown for impairment

Depreciation, amortisation, and writedown for impairment comprise depreciation on, amortisation of, and writedown for impairment of tangible assets, respectively.

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, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.



Accounting policies

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.

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 property

At the initial recognition, investment property is measured at cost, comprising the cost of the property and directly associated costs, if any.

Hereafter, investment properties are measured individually at an estimated fair value. The properties are measured using a returnbased model, by which the expected future cash flows for the following year, along with a rate of return determined by an external assessor, form the basis for the fair value of the properties. Compared to the previous financial year, the method of measurement remains unchanged.

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 recognised 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.

Value adjustments are recognised in the income statement under the item "Value adjustment of investment 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. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.



Accounting policies

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.

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 and accrued income

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

Cash on hand and demand deposits

Cash on hand and demand deposits 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.



Accounting policies

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 "Income tax receivable" or "Income tax payable".

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.



Accounting policies

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

Accruals and deferred income

Payments received concerning future income are recognised under accruals and deferred income.