



MAJ INVEST EQUITY SOUTHEAST ASIA II K/S

Annual report 2020

Permeo dokumentnøgle: ZTADE-PPPEZ-F116T-PVVHT-2M2CP-QRSW

CONTENTS

STATEMENTS

Statement by management	3
Independent auditors' report	4

MANAGEMENT COMMENTARY

Fund information	7
Key figures and ratios	8
Business review	9

FINANCIAL STATEMENTS

Accounting policies	15
Income statement	19
Balance sheet	20
Statement of capital	21
Cash flow statement	22
Notes	23–27

STATEMENTS

STATEMENT BY MANAGEMENT

The Executive board has today discussed and approved the annual report for Maj Invest Equity Southeast Asia II K/S for the financial year January 1 – December 31, 2020.

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

In my opinion, the financial statements give a true and fair view of the limited partnership's assets, liabilities and financial position at December 31, 2020 and of the results of the limited partnership's operations and cash flows for the financial year January 1 – December 31, 2020.

I believe that the Management commentary includes a fair review of the affairs and conditions referred to therein.

I recommend the annual report 2020 for adoption at the annual general meeting.

Copenhagen, March 11, 2021

General partner:
MIE SEA II GP ApS
Executive board:

Cato Baldvinsson

The annual report is presented and approved at the annual general meeting.

on 12th 4th 2021

Chairman:

STATEMENTS

Independent auditor's report

To the limited partners in Maj Invest Equity Southeast Asia II K/S

Opinion

We have audited the financial statements of Maj Invest Equity Southeast Asia II K/S for the financial year January 1 – December 31, 2020, which comprise accounting policies, income statement, balance sheet, statement of capital, cash flow statement and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Limited Partnership at December 31, 2020 and of the results of the Limited Partnership's operations for the financial year January 1 – December 31, 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 our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Limited Partnership in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Limited Partnership'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 Limited Partnership or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to whether the financial statements as

STATEMENTS

Independent auditor's report

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 additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit conducted in accordance with ISAs and 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 Limited Partnership'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 Limited Partnership'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 Limited Partnership to cease to continue as a going concern.

*Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the

STATEMENTS

Independent auditor's report

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 the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the Management's review.

Copenhagen, March 11, 2021

EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Ole Karstensen
State Authorised
Public Accountant
mne16615

Rasmus Berntsen
State Authorised
Public Accountant
mne35461

MANAGEMENT COMMENTARY

Fund information

The limited partnership	Maj Invest Equity Southeast Asia II K/S Gammeltorv 18 DK-1457 Copenhagen K Denmark
Manager contact information	E-mail: kontakt@majinvest.com Website: majinvest.com
CVR no.	36 53 33 66
Financial year	January 1 – December 31
Registered office	Copenhagen
General partner	MIE SEA II GP ApS
Executive board in MIE SEA II GP ApS	Cato Baldvinsson
Manager	Maj Invest Equity A/S
Depository	Private Equity Administrators Depository Services ApS
Auditors	EY Godkendt Revisionspartnerselskab Dirch Passers Allé 36 DK-2000 Frederiksberg Denmark

MANAGEMENT COMMENTARY

KEY FIGURES AND RATIOS

'000 USD	2020	2019	2018	2017	2016
Key figures					
Profit/loss					
Value adjustment of investments in portfolio companies	(13,505)	(5,109)	(4,337)	–	(4,254)
Operating profit/loss	(14,649)	(6,470)	(6,315)	(1,989)	(6,301)
Profit/loss for the year	(14,660)	(6,482)	(6,330)	(2,287)	(6,354)
Balance sheet					
Investments in portfolio companies	12,525	24,792	28,613	30,677	8,490
Total assets	12,851	24,841	29,593	31,650	9,600
Equity	12,798	24,440	29,530	31,639	9,577
Financial resources					
Cash	93	49	978	959	922
Remaining commitment	4,132	7,150	43,912	48,133	72,482
Total financial resources	4,225	7,199	44,890	49,092	73,404
Cash flow					
Cash flows from operating activities	(1,399)	(1,392)	(1,939)	(2,125)	(2,279)
Cash flows from investing activities	(1,225)	(1,279)	(2,261)	(22,187)	(6,690)
Cash flows from financing activities	2,668	1,742	4,221	24,349	8,936
Net change in cash	44	(929)	19	37	(33)
Ratios					
Equity ratio	99.6%	98.4%	99.8%	100.0%	99.8%
Paid-in capital to committed capital (%)	92.5%	87.0%	51.4%	46.7%	19.8%

MANAGEMENT COMMENTARY

BUSINESS REVIEW

Maj Invest Equity Southeast Asia II K/S

The private equity fund Maj Invest Equity Southeast Asia II K/S (Maj Invest Equity Southeast Asia II) was established on January 30, 2015 as a Danish limited partnership and is owned by a number of Danish investors.

The objective of Maj Invest Equity Southeast Asia II is to create and realize value in the portfolio companies. As the business carried out by Maj Invest Equity Southeast Asia II is private equity, and no new investments will be made, Maj Invest Equity Southeast Asia II's activity will end when all investments are realized.

During the years Maj Invest Equity Southeast Asia II has made four investments: two investments in Vietnam and two investments in Indonesia. In 2020, the two investments in Vietnam have been sold. As end of 2020, Maj Invest Equity Southeast Asia II have two investments in Indonesia.

CSR policy

Maj Invest Equity Southeast Asia II's CSR Policy serves as the framework for ensuring the incorporation of environmental, social and governance factors (ESG) into the investment decision-making process and ownership practices and for ensuring a responsible and positive development on ESG factors in the companies. The Fund promotes the UN Global Compact principles, with the addition of good corporate governance and animal welfare.

Ownership

Maj Invest Equity Southeast Asia II is owned by a number of Danish professional and institutional investors holding a stake of 98.96%. Maj Invest Management, the Investment Committee and staff involved in investments in Maj Invest Equity Southeast Asia II have invested as special limited partners in Maj Invest Equity Southeast Asia II. Any profits earned by such special limited partners are subject to tax under current Danish and local tax rules. The special limited partners do not pay management fees and partnership formation costs to the Fund.

MANAGEMENT COMMENTARY

BUSINESS REVIEW

Investors	Commitment 31.12.2020	Interest
	'000 USD	in per cent
Danish Pension Institutions	39,560	71.93%
Other danish professional investors	12,172	22.13%
Maj Invest Holding A/S	2,696	4.90%
Investment Committee	176	0.32%
Management and staff etc.	396	0.72%
	55,000	100.00%

Legal structure

Maj Invest Equity Southeast Asia II is a Danish limited partnership with a Danish private limited company as general partner. The investors have entered into a limited partnership agreement. The general partner is managed by an executive board consisting of an external director. The general partner is a subsidiary of the manager Maj Invest Equity A/S (Maj Invest Equity) which is owned by Maj Invest Holding A/S (Maj Invest Holding).

Under two management agreements, the manager handles all investment-related and administrative tasks for Maj Invest Equity Southeast Asia II. Consequently, Maj Invest Equity Southeast Asia II has no staff employed. The manager has made an advisory service agreement with Fondsmæglerselskabet Maj Invest A/S (MI) in respect of some of the investment-related tasks and an agreement with Maj Invest Holding in respect of administrative tasks.

Decision structure

The investors in Maj Invest Equity Southeast Asia II has set up an Investor Board with representatives appointed by the investors. The Investor Board is the investors representative body which evaluates the overall developments in the Fund. The Investor Board approves the members of the Investment Committee and various other specific decision points.

The Investment Committee is responsible for deciding follow on investments in or divestments of portfolio companies in Maj Invest Equity Southeast Asia II following a recommendation by the Manager. The Investment Committee consists of five members: three external members with business experience, the CEO of MI and the managing partner of Maj Invest Equity A/S. Reference is made to note 7, which shows any other executive functions or directorships held by Investment Committee members.

MANAGEMENT COMMENTARY

BUSINESS REVIEW

License as manager with the Danish FSA

The Manager has received a license as manager (in Danish: forvalter) with the Danish FSA (in Danish: Finanstilsynet) and the Manager is under financial regulation and the Danish FSA supervision.

Maj Invest Equity Southeast Asia II has appointed a depository in accordance with the provisions in FAIF.

Remuneration for the financial year paid to management and staff in Maj Invest Equity A/S is disclosed in the annual report of Maj Invest Equity and on the website majinvest.com. The annual report of Maj Invest Equity is available on the website majinvest.com. Information is given on Manager level.

The financial development in Vietnam and Indonesia

Vietnam¹

In 2020, the Vietnamese economy grew by 2.9 percent which was significantly lower than the 7.0 percent growth rate in 2019. However, the country was one of the few economies that grew during the COVID-19 pandemic. At sector level, agriculture turned out to be the most resilient with an estimated growth rate of 2.68 percent, about 0.67 percentage points higher than in 2019. Industries and services grew at 3.98 and 2.68 percent, respectively, about 5 percentage points lower than in the previous year. The tourism-related sectors were the most affected by the COVID-19 crisis with accommodation and catering services dropping by 14.7 percent in 2020 compared to 2019. The number of foreign visitors in 2020 was only 21.3 percent of the number recorded a year ago.

Looking ahead to 2021, attention should be paid to how Vietnam emerges from the pandemic. The approval of several COVID-19 vaccines at the end of 2020 gives hope for a more positive prospect of 2021, particularly for tourism and airlines. The downside risks include delayed distribution and administration of the vaccines. Finally, the government will need to assess carefully when to unwind COVID-related fiscal and monetary policies launched to support the economy.

Indonesia²

Indonesia have been severely affected by the COVID-19 pandemic. The Indonesian economy is gradually recovering, owing in part to a bold, comprehensive, and coordinated policy response to address the socio-economic hardship inflicted by the COVID-19 pandemic in the first half of 2020. Real GDP is expected to have contracted by a modest 1.9 percent in 2020 as a whole. Headline inflation reached 1.7 percent at end-2020, below the Bank Indonesia's target band (3±1 percent), partly due to a strong harvest leading to

¹ The World Bank – Vietnam Macro Monitoring, January 2021.

² International Monetary Fund – IMF Executive Board Concludes 2020 Article IV Consultation with Indonesia, March 2021.

MANAGEMENT COMMENTARY

BUSINESS REVIEW

lower food prices. The current account deficit is expected to have narrowed to 0.5 percent of GDP in 2020, mostly due to a relatively sharper contraction of imports.

The outlook is positive. Real GDP is projected to expand by 4.8 percent in 2021 and 6 percent in 2022, led by strong policy support measures, including increased public investment and COVID-19 vaccine distribution plans, as well as improved global economic and financial conditions. Inflation is projected to rise gradually to 3 percent at end-2021.

The current account deficit is projected to widen to 1.5 percent of GDP in 2021, reflecting higher imports driven by economic recovery. Credit growth is expected to pick up in 2021 with stronger activity, albeit remaining below nominal GDP growth due to increased risks to asset quality and bank profitability.

The uncertainty surrounding the growth outlook is nevertheless larger than usual. Early widespread vaccination is an upside risk, while delays could lead to a more protracted pandemic, a downside risk. The macro-financial fallout of the pandemic and economic downturn could be larger-than-expected, and credit conditions could be slow to improve.

Financial position and development in the portfolio companies in 2020

Exits

In 2020, Maj Invest Equity Southeast Asia II completed exits of Niso Corporation and Kim Healthcare Group Joint Stock Company.

Profit/loss for the year

The bottom-line for 2020 is a loss of USD 14.7 million (2019 loss of USD 6.5 million). The result for the year has been influenced by negative value adjustments of USD 13.5 million mainly due to COVID-19 impact in the portfolio companies. The result is not in line with the management expectations for 2020.

Development in the portfolio companies in 2020

Berrybenka Pte. Ltd. (Berrybenka)

Maj Invest Equity Southeast Asia II made its initial investment in Berrybenka in February 2015. Berrybenka was established in 2012 as a fast-fashion retailer company in Indonesia and aims to be the #1 Indonesian fast-fashion company by selling an assortment of attractive fashion products at affordable prices through its online and offline distribution channels. Berrybenka has a focus on female fashion within the middle market segment.

In 2018, Berrybenka pivoted from a department store-style fashion provider with a wide range of external brands (in addition to the Berrybenka brand) into a pure fashion private label business focusing solely on own brands. In 2019, Berrybenka had a large improvement in sales and profitability. Cash flow improved as well and was near break-even at year-end 2019. The retail store count grew from 18 outlets to 25 outlets.

MANAGEMENT COMMENTARY

BUSINESS REVIEW

Berrybenka was pre-COVID-19 on right track to expand the retail and on-line business under sustainable positive cash-flow. Berrybenka was, however, seriously affected by COVID-19 as all retail stores (which is main profit generator) were closed from late March 2020 until July 2020. Hereafter, the retail stores have had other significant restrictions as to opening hours and numbers of customers in shops. All Berrybenka retail stores are located in shopping malls, which have been placed on restrictions as well. This has implied that turnover from retail shops after re-opening has been at an average of only 50% compared to turnover before COVID-19. The effect on Berrybenkas earnings has been significant and has challenged the liquidity situation in 2020.

As of December 31, 2020 the Fund's ownership in Berrybenka was 43.3%.

Fit and Health Indonesia (Gold's Gym)

Maj Invest Equity Southeast Asia II made its initial investment in Gold's Gym in April 2017. PT Fit and Health Indonesia, established in 2004, is the second leading fitness club chain operator in Indonesia. It operates 16 clubs in 3 major cities across Indonesia under the "Gold's Gym" brand, a licensed brand from the USA. Before COVID-19, the company employed more than 600 employees and had more than 43,000 active club members – these numbers represent the business under normal circumstances, which Gold's Gym is targeted to reach again after the COVID-19 crisis. The company's main source of revenue are gym membership fees and personal trainer fees. The Company's core target market are people aged between 17 and 36 with an average income above USD 250 per month. Many customers have their memberships on-hold and number of check-ins are running at 30% compared to pre-COVID-19.

The close down on gyms due to COVID-19 has affected Gold's Gym's financial position negatively and securing liquidity is a key priority going forward.

Capital resources

At year-end Maj Invest Equity Southeast Asia II has a total capital commitment of USD 55.0 million. On December 31, 2020, investors has paid USD 50.9 million, or 92.5% of their capital commitments, and the remaining capital commitment is USD 4.1 million.

Maj Invest Equity Southeast Asia II's equity amounted to USD 12.8 million on December 31, 2020, matching an equity ratio of approx. 99.6%. In January 2021, a distribution of USD 5.4 million was made to investors.

Financial risks

The objective of Maj Invest Equity Southeast Asia II is to own investments in Vietnamese and Indonesian portfolio companies and create value in such companies. The major risk factor is therefore the failure to create value in the portfolio companies. General economic trends, including COVID-19, financing opportunities and trends in interest levels and cur-

MANAGEMENT COMMENTARY

BUSINESS REVIEW

rency have a tremendous impact on the potential for value creation in the portfolio companies and consequently also the future value of Maj Invest Equity Southeast Asia II's investments. At present, the two portfolio companies in Indonesia are affected by COVID-19.

Uncertainties relating to recognition and measurement in the financial statements

The valuation of investments and receivables includes accounting estimates, e.g. assumptions about the development in the portfolio companies regarding COVID-19 effects and funding, and such valuations are therefore subject to uncertainty.

Events after the balance sheet day

In January 2021, Maj Invest Equity Southeast Asia II received USD 5.4 million proceeds from a capital reduction in a portfolio company. The proceeds was distributed to investors in January 2021.

In addition to this there have not been events after the balance sheet date and to date that materially affect the assessment of the annual report.

FINANCIAL STATEMENTS

ACCOUNTING POLICIES

GENERAL

The annual report for Maj Invest Equity Southeast Asia II is prepared in accordance with the provisions of the Danish Financial Statements Act for reporting class B entities with the adoption of rules for reporting of class C entities such as cash flow statement and with the necessary adjustments considering that the company is a limited partnership, whose activity is private equity. Investments in portfolio companies are recognised in compliance with the International Private Equity and Venture Capital Valuation Guidelines, drawn by the IPEV Board.

In order to achieve a true and fair view of the operations of the limited partnership, the presentation of the income statement has been changed compared with the reporting form shown in schedule 2 of the Danish Financial Statements Act.

The annual report is prepared in USD (USD/DKK: 31/12-2020: 605.76 / 31/12-2019: 667.59)

The accounting policies are the same as last year.

With reference to the Danish Financial Statements Act §110, the limited partnership has not prepared consolidated financial statements.

Recognition and measurement

All income and expenses relating to the financial year are recognised in the income statement regardless of time of payment. Negative value adjustments in respect of investments in portfolio companies are also recognised in the income statement.

Assets are recognised in the balance sheet, if, in all probability, future economic benefits will flow to the limited partnership, and the value of such assets can be measured reliably.

Liabilities are recognised in the balance sheet, if, in all probability, future economic benefits will flow out of the limited partnership, and the value of such liabilities can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Recognition and measurement of assets and liabilities have taken into account any information available after the balance sheet date but before the presentation of the financial statements, either affirming or not affirming conditions existing on the balance sheet date.

FINANCIAL STATEMENTS

ACCOUNTING POLICIES

Foreign currency translation

If transactions in other currencies than USD, these are translated into USD using the exchange rates applicable on the transaction date.

INCOME STATEMENT

Income of investments in portfolio companies

Realised gains/losses on investments, negative unrealised value adjustments of investments are recognised in the income statement. Interest received on loans to and dividends received from portfolio companies are also recognised under "Income of investments in portfolio companies".

Administrative expenses

Administrative expenses mainly consist of management fees and other administrative expenses.

Financial income and expenses

Financial income and expenses include interest on bank deposits, interest on bridge loans and annual risk premium to the general partner "MIE SEA II GP ApS".

Tax

Maj Invest Equity Southeast Asia II is a Danish limited partnership. The limited partnership is transparent for tax purposes and taxes are levied on the individual investors in proportion to their shares in the partnership. Consequently, no provisions for tax have been made in the financial statements. However, tax withheld on the payment of dividends by the portfolio companies will be recognised in the income statement under tax.

BALANCE SHEET

ASSETS

Investments in portfolio companies

On initial recognition, investments in portfolio companies are measured at cost, with the addition of transaction costs. On subsequent recognition, investments are measured at fair value.

The fair value of investments in portfolio companies are measured at the most recent market price, for instance in the form of an expansion of capital or a partial sale based on the values of comparable companies or through the use of traditional valuation methods, such as EV/EBITDA, P/E, EV/EBIT, P/B.

If the fair value assessment is not reliable, investments will be measured at cost, with the addition of transaction costs.

FINANCIAL STATEMENTS

ACCOUNTING POLICIES

Positive unrealised value adjustments of investments in associated companies are made directly at the equity. Negative unrealised value adjustments are recognised in the income statement.

Receivables

Receivables from portfolio companies and other receivables are measured at the lower of amortized cost or net realisable value, which usually corresponds to the nominal value less write-downs for bad debts. Write-downs for bad debts are determined on the basis of an assessment of the individual receivables.

Prepayments

Prepayments recognised under assets mainly consist of prepaid management fees.

Cash

Cash includes deposits with financial institutions.

LIABILITIES

Financial liabilities

Bank loans regarding bridge financing are measured at amortised cost, corresponding to the outstanding debt.

Other liabilities are measured at amortized cost, usually corresponding to the nominal value.

CASH FLOW STATEMENT

Cash flow statement

The cash flow statement shows cash flows from operating, investing and financing activities as well as the year's movements in cash flows and the limited partnership's cash at the beginning and end of the year.

Cash flows from operating activities

Cash flows from operating activities include the net profit or loss for the year, adjusted for changes in working capital and non-cash operating items, such as value adjustments of investments in portfolio companies and provisions. The working capital includes current assets less short-term liabilities, exclusive of items included in cash and bank loans.

Cash flows from investing activities

Cash flows from investing activities include payments in respect of acquisitions or divestments of portfolio companies.

FINANCIAL STATEMENTS

ACCOUNTING POLICIES

Cash flows from financing activities

Cash flows from financing activities include payments to and from limited partners as well as any changes in bank loans.

FINANCIAL STATEMENTS

INCOME STATEMENT

'000 USD	Note	2020	2019
Income of investments in portfolio companies	1	(13,505)	(5,109)
Administrative expenses		(1,144)	(1,361)
Operating profit/loss		(14,649)	(6,470)
Financial income		-	2
Financial expenses		(11)	(14)
Profit/loss before tax		(14,660)	(6,482)
Withholding tax		-	-
Profit/loss for the year		(14,660)	(6,482)
Proposed distribution of net profit/loss			
Retained earnings		(14,660)	(6,482)
		(14,660)	(6,482)

FINANCIAL STATEMENTS

BALANCE SHEET

'000 USD	Note	31/12/2020	31/12/2019
ASSETS			
Investments in portfolio companies	2	10,025	19,467
Receivables from portfolio companies		2,500	5,325
Total investments	5	12,525	24,792
Total non-current assets		12,525	24,792
Prepayments		198	-
Other receivables		35	-
Total receivables		233	-
Cash		93	49
Total current assets		326	49
Total assets		12,851	24,841
EQUITY AND LIABILITIES			
Paid-in capital		50,868	47,850
Distributions		-	-
Retained earnings		(38,070)	(23,410)
Total equity		12,798	24,440
Debt to banks		-	350
Other payables		53	51
Total short-term liabilities		53	401
Total liabilities		53	401
Total equity and liabilities		12,851	24,841
Cash flow statement – adjustments	3		
Cash flow statement – change in work capital	4		
Contingent liabilities etc.	6		
Other notes	7		

FINANCIAL STATEMENTS

Statement of capital

'000 USD	Paid-in capital	Retained earnings	Fair value adjustment	Total
2020				
Equity 01/01	47,850	(23,410)	-	24,440
Paid-in capital from limited partners during the year	3,018	-	-	3,018
Profit/loss for the year	-	(14,660)	-	(14,660)
Equity 31/12	50,868	(38,070)	-	12,798
The limited partners are liable for their share of the remaining commitment as of December 31, 2020				<u>4,132</u>
2019				
Equity 01/01	46,458	(16,928)	-	29,530
Paid-in capital from limited partners during the year	1,392	-	-	1,392
Profit/loss for the year	-	(6,482)	-	(6,482)
Equity 31/12	47,850	(23,410)	-	24,440
The limited partners are liable for their share of the remaining commitment as of December 31, 2019				<u>7,150</u>

FINANCIAL STATEMENTS

CASH FLOW STATEMENT

'000 USD	Note	2020	2019
Profit/loss for the year		(14,660)	(6,482)
Adjustments	3	13,503	5,112
Change in working capital	4	(231)	(10)
Cash flows from operating activities before net financials		(1,388)	(1,380)
Financial income		-	2
Financial expenses		(11)	(14)
Cash flows from operating activities		(1,399)	(1,392)
Purchase of investments in portfolio companies		(1,225)	(1,629)
Changes in loan to portfolio companies		-	350
Cash flows from Investing activities		(1,225)	(1,279)
Paid-in capital from limited partners		3,018	1,392
Distributions to limited partners		-	-
Changes in bank loans		(350)	350
Cash flows from financing activities		2,668	1,742
Cash flows for the year, net		44	(929)
Cash at the beginning of the year		49	978
Cash at the end of the year		93	49

FINANCIAL STATEMENTS

NOTES

'000 USD	2020	2019
NOTE 1 Income of Investments In portfolio companies		
Realised gain/loss on loans to portfolio companies	(13)	(9)
Unrealised value adjustments	<u>(13,492)</u>	<u>(5,100)</u>
	<u>(13,505)</u>	<u>(5,109)</u>

NOTE 2 Investments in portfolio companies

The investments are valued according to the fair value measurements in Level 3 of the fair value hierarchy.

FINANCIAL STATEMENTS

NOTES

'000 USD	31/12/2020	31/12/2019
----------	------------	------------

NOTE 3 Cash flow statement – adjustments

Financial income	–	(2)
Financial expenses	11	14
Unrealised value adjustment	13,492	5,100
	<u>13,503</u>	<u>5,112</u>

NOTE 4 Cash flow statement – change in working capital

Change in receivables	(233)	2
Change in other short-term liabilities	2	(12)
	<u>(231)</u>	<u>(10)</u>

FINANCIAL STATEMENTS

NOTES

NOTE 5 Uncertainties relating to recognition and measurement in the financial statements

The valuation of investments and receivables includes accounting estimates, e.g. assumptions about the development in the portfolio companies regarding COVID-19 effects and funding, and such valuations are therefore subject to uncertainty.

NOTE 6 Contingent liabilities etc.

Contingent liabilities

Maj Invest Equity Southeast Asia II has entered into management agreements with Maj Invest Equity for the Manager's administration of Maj Invest Equity Southeast Asia II as well as the provision of investment advisory services to Maj Invest Equity Southeast Asia II. On termination, Maj Invest Equity Southeast Asia II may in certain circumstances be obliged to pay management fees for up to a 9 month period. At December 31, 2020 the fee payable amounted to app. USD 0.3 million.

NOTE 7 The Executive board and Investment Committee

Executive board of the general partner:

Cato Baldvinsson

Director of:

MIE SEA II GP ApS.

Chairman of:

Maj Bank A/S and Asgard Fixed Income Fund Limited, Cayman Islands.

Board member of:

Pensionskassen Pensam, Pensam Liv, Investeringsfondene Asgard Fund ICAV, Irland and Kronborg DAC, Irland.

Investment Committee:

Jeppe Christiansen

CEO of:

Fondsmæglerselskabet Maj Invest A/S and Maj Invest Holding A/S.

Director of:

Maj Invest Equity A/S and Det Kgl. Vajsenhus.

Chairman of:

Haldor Topsøe A/S, JEKC Holding ApS, EFC Holding ApS, Emlika ApS and Emlika Holding ApS.

Vice Chairman of the boards of:

Novo Nordisk A/S.

Board member of:

Kirkbi A/S, Novo Holdings A/S, Bellabeat Inc. and Pluto Naturfonden.

Member of Investment Committee of:

Maj Invest Equity Vietnam I K/S, Maj Invest Financial Inclusion Fund II K/S, Maj Invest Inclusion Fund III K/S, Danish Microfinance Partners K/S, Maj Invest Equity 4 K/S and Maj Invest Equity 5 K/S.

FINANCIAL STATEMENTS

NOTES

Erik Holm

CEO, Managing Partner of:

Maj Invest Equity A/S.

Director of:

Fondsmæglerselskabet Maj Invest A/S, Maj Invest Holding A/S and Erik Holm Holding ApS.

In addition, chairman and board member of several holding companies and underlying portfolio companies owned by Maj Invest Equity 4 K/S and Maj Invest Equity 5 K/S.

Chairman of:

Cenex ApS.

Vice Chairman of the boards of:

Arvid Nilssons Fond and SP Group A/S.

Board member of:

Fonden Maj Invest Equity General Partner, Brødrene A. & O. Johansen A/S, AO Invest A/S, Maj Invest Singapore Private Ltd., Singapore and Maj Invest South America S.A., Peru.

Member of Investment Committee of:

Maj Invest Equity 4 K/S, Maj Invest Equity 5 K/S and Maj Invest Equity Vietnam I K/S.

Michael Hauge Sørensen

Group COO of:

Amer Sports Corporation.

Chairman and co-owner of:

Fristads Kansas Group AB.

Board member of:

Michaso Holdings Limited and Elevate Global Limited.

Member of Investment Committee of:

Maj Invest Vietnam I K/S.

Sameer Kalra

Group Executive Vice President:

Alfa Laval Group.

President:

Alfa Laval – Marine Division.

Chairman of:

Framo AS and Alfa Laval Aalborg A/S.

Member of Investment Committee of:

Maj Invest Equity Vietnam I K/S.

FINANCIAL STATEMENTS

NOTES

Torben Kjær

Board member of:

Foodpeople A/S, Foodpeople Group ApS, Fonden LDE 2 GP, Fonden LDE 3 GP and Fonden MIE 5 GP.

Member of Investment Committee of:

Maj Invest Equity Vietnam I K/S.

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift.
Underskrivernes identiteter er blevet registreret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Ole Karstensen

Underskriver

På vegne af: Revisor

Serienummer: CVR:30700228-RID:1268145551631

IP: 80.162.xxx.xxx

2021-03-11 13:24:30Z

NEM ID 

Cato Anthoni Baldvinsson

Underskriver

På vegne af: Direktion for MIE SEA II GP ApS

Serienummer: PID:9208-2002-2-434411331738

IP: 188.177.xxx.xxx

2021-03-11 22:48:19Z

NEM ID 

Rasmus Berntsen

Underskriver

På vegne af: Revisor

Serienummer: CVR:30700228-RID:13204848

IP: 145.62.xxx.xxx

2021-03-12 06:16:51Z

NEM ID 

Penneo dokumentnøgle: ZTA0E-PPEEZ-FI16T-FNVHT-2M2CP-Q4SWJ

Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstempelt med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service <penneo@penneo.com>**. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser indlejret i dokumentet ved at anvende Penneos validator på følgende websted: <https://penneo.com/validate>