

BaseCamp Student Operations ApS

Kristen Bernikows Gade 4, 1. sal, 1105 København K

Annual report

2021

Company reg. no. 36 93 40 85

The annual report was submitted and approved by the general meeting on the 30 June 2022.

Monique Jaqqam
Chairman of the meeting

Contents

Page

Reports

- 1 Management's statement
- 2 Independent auditor's report

Management's review

- 5 Company information
- 6 Management's review

Financial statements 1 January - 31 December 2021

- 7 Accounting policies
- 11 Income statement
- 12 Balance sheet
- 14 Statement of changes in equity
- 15 Notes

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 Executive Board has approved the annual report of BaseCamp Student Operations ApS for the financial year 2021.

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

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, 30 June 2022

Executive board

Armon Nathan Mordecia Bar-Tur

David Justin Irving Hamer

Monique Jaqqam

Kristina Olsen

Independent auditor's report

To the Shareholders of BaseCamp Student Operations ApS

Opinion

We have audited the financial statements of BaseCamp Student Operations ApS for the financial year 1 January - 31 December 2021, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes, 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 31 December 2021, and of the results of the Company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our 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, 30 June 2022

Martinsen

State Authorised Public Accountants
Company reg. no. 32 28 52 01

Leif Tomasson

State Authorised Public Accountant
mne25346

Company information

The company

BaseCamp Student Operations ApS
Kristen Bernikows Gade 4, 1. sal
1105 København K

Company reg. no. 36 93 40 85
Domicile: Copenhagen
Financial year: 1 January - 31 December
7th financial year

Executive board

Armon Nathan Mordecia Bar-Tur
David Justin Irving Hamer
Monique Jaqqam
Kristina Olsen

Auditors

Martinsen
Statsautoriseret Revisionspartnerselskab
Øster Allé 42
2100 København Ø

Management´s review

The principal activities of the company

Like previous years, the principal activities is consultancy with real estate transactions.

Development in activities and financial matters

The gross profit for the year totals DKK 2.116.490 against DKK 2.901.242 last year. Income or loss from ordinary activities after tax totals DKK -5.456.791 against DKK -1.476.891 last year. Management considers the net profit or loss for the year satisfactory.

Events occurring after the end of the financial year

On May 29, 2022, BaseCamp Group Ltd., a direct shareholder of the company, and its sister company BaseCamp Student Real Estate ApS, entered into a sales and purchase agreement regarding 80% of the shares in BaseCamp Student Operations ApS to Xior Student Housing NV. Closing of the transaction and completion of the sale is expected for the end of September / early October and depends on the approval of Xior's shareholders and the Belgian Financial Services and Markets Authority (FSMA).

As part of the transaction all debt will be refinanced.

Accounting policies

The annual report for BaseCamp Student Operations ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

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 18 as its basis of interpretation for the recognition of revenue.

Revenue comprises the value of services provided during the year, including outlay for customers less VAT and price concessions directly associated with the sale.

Revenue is recognised in the income statement on the completion of sales. This is generally considered to be the case when:

- The service has been provided before the end of the financial year
- A binding sales agreement exists
- The sales price has been determined
- Payment has been received, or is anticipated with a reasonable degree of certainty.

This ensures that recognition does not take place until the total income and costs and stage of completion at the reporting date can be reliably validated and it seems probable that the economic benefits, including payments, will flow to the enterprise.

Other operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets.

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

Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members. Staff costs are less government reimbursements.

Other operating expenses

Other operating expenses comprise items of secondary nature as regards the principal activities of the enterprise, including losses on the disposal of intangible and tangible assets.

Accounting policies

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 assets and 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.

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).

Statement of financial position

Investments

Other financial instruments

Financial instruments recognised under non-current assets comprise listed bonds and shares measured at fair value on the reporting date. Listed financial instruments are measured at market price.

Other unlisted financial instruments are measured at cost. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

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.

Accounting policies

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 and on hand.

Income tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the statement of financial position 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 statement of financial position as "Income tax receivable" or "Income tax payable".

According to the rules of joint taxation, BaseCamp Student Operations ApS is proportionally 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 statement of financial position. 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.

Accounting policies

Liabilities other than provisions

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

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2021</u>	<u>2020</u>
Gross profit	2.116.490	2.901.242
2 Staff costs	-6.737.345	-4.993.930
Other operating expenses	-2.454.970	-87.146
Operating profit	-7.075.825	-2.179.834
Other financial income	12.743.050	13.980.265
Other financial expenses	-12.813.026	-13.697.322
Pre-tax net profit or loss	-7.145.801	-1.896.891
3 Tax on net profit or loss for the year	1.689.010	420.000
Net profit or loss for the year	-5.456.791	-1.476.891
Proposed appropriation of net profit:		
Allocated from retained earnings	-5.456.791	-1.476.891
Total allocations and transfers	-5.456.791	-1.476.891

Balance sheet at 31 December

All amounts in DKK.

Assets			
<u>Note</u>		<u>2021</u>	<u>2020</u>
Non-current assets			
Other financial investments		545.790	0
Other receivables		0	16.589.610
Total investments		<u>545.790</u>	<u>16.589.610</u>
Total non-current assets		<u>545.790</u>	<u>16.589.610</u>
Current assets			
Trade receivables		350.172	150.812
Receivables from subsidiaries		301.576	954.347
Receivables from participating interest		1.543.384	0
Other receivables		99.370.188	81.988.453
Prepayments		<u>4.290</u>	<u>190.373</u>
Total receivables		<u>101.569.610</u>	<u>83.283.985</u>
4 Cash and cash equivalents		<u>6.925.813</u>	<u>1.848.905</u>
Total current assets		<u>108.495.423</u>	<u>85.132.890</u>
Total assets		<u>109.041.213</u>	<u>101.722.500</u>

Balance sheet at 31 December

All amounts in DKK.

Equity and liabilities			
<u>Note</u>		<u>2021</u>	<u>2020</u>
Equity			
Contributed capital		50.000	50.000
Retained earnings		5.972.212	11.429.003
Total equity		6.022.212	11.479.003
Provisions			
Provisions for deferred tax		0	3.230.000
Total provisions		0	3.230.000
Liabilities other than provisions			
Other payables		268.234	321.310
Total long term liabilities other than provisions		268.234	321.310
Trade payables		235.200	225.800
Payables to group companies		1.569.402	2.252.579
Income tax payable to subsidiaries		1.531.567	0
Other payables		99.414.598	84.213.808
Total short term liabilities other than provisions		102.750.767	86.692.187
Total liabilities other than provisions		103.019.001	87.013.497
Total equity and liabilities		109.041.213	101.722.500

1 Subsequent events**5 Contingencies**

Statement of changes in equity

All amounts in DKK.

	Contributed capital	Retained earnings	Total
Equity 1 January 2020	50.000	12.905.894	12.955.894
Profit or loss for the year brought forward	0	-1.476.891	-1.476.891
Equity 1 January 2021	50.000	11.429.003	11.479.003
Profit or loss for the year brought forward	0	-5.456.791	-5.456.791
	50.000	5.972.212	6.022.212

Notes

All amounts in DKK.

1. Subsequent events

On May 29, 2022, BaseCamp Group Ltd., a direct shareholder of the company, and its sister company BaseCamp Student Real Estate ApS, entered into a sales and purchase agreement regarding 80% of the shares in BaseCamp Student Operations ApS to Xior Student Housing NV. Closing of the transaction and completion of the sale is expected for the end of September / early October and depends on the approval of Xior's shareholders and the Belgian Financial Services and Markets Authority (FSMA).

As part of the transaction all debt will be refinanced.

	2021	2020
2. Staff costs		
Salaries and wages	6.217.429	4.892.792
Other costs for social security	519.916	101.138
	<u>6.737.345</u>	<u>4.993.930</u>
 Average number of employees	 <u>14</u>	 <u>8</u>
 3. Tax on net profit or loss for the year		
Tax of the results for the year	1.540.990	0
Adjustment for the year of deferred tax	-3.230.000	-420.000
	<u>-1.689.010</u>	<u>-420.000</u>

4. Cash and cash equivalents

The company has pledged available funds, 969 T.DKK, as guarantee towards 3. party.

5. Contingencies

Contingent liabilities

The company has no contingencies or provided guarantees on 31 December 2021.

Joint taxation

With BaseCamp Student Real Estate ApS, company reg. no 38 51 14 32 as administration company, the company is subject to the Danish scheme of joint taxation and is proportionally liable for tax claims within the joint taxation scheme.

Notes

All amounts in DKK.

5. Contingencies (continued)

Joint taxation (continued)

The company is proportionally liable for any obligations to withhold tax on interest, royalties, and dividends of the jointly taxed companies.

The liabilities amount to a maximum amount corresponding to the share of the company capital, which is owned directly or indirectly by the ultimate parent company.

The total tax payable under the joint taxation scheme totals DKK 0.

The liability relating to obligations in connection with withholding tax on dividends, interest, and royalties represents an estimated maximum of DKK 0.

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