
Bellakvarter Projektselskab A/S

c/o BC Hospitality Group A/S, Center Boulevard 5,
DK-2300 København S

Annual Report for 2017

CVR No 36 95 02 77

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
24/05 2018

Mette Kapsch
Chairman



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Bellakvarter Projektselskab A/S for the financial year 1 January - 31 December 2017.

The Annual Report is 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 at 31 December 2017 of the Company and of the results of the Company operations for 2017.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 24 May 2018

Executive Board

Søren Raae Teisen
Executive Officer

Ole Steen Pedersen
Executive Officer

Board of Directors

Henrik Gram

Mette Kapsch

Johan Ewald Lorentzen

Independent Auditor's Report

To the Shareholder of Bellakvarter Projektselskab A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2017 and of the results of the Company's operations for the financial year 1 January - 31 December 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Bellakvarter Projektselskab A/S for the financial year 1 January - 31 December 2017, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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.

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, in our view, 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 in Management's Review.

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 misstate-

Independent Auditor's Report

ment, 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.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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

Independent Auditor's Report

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.

Hellerup, 24 May 2018

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Torben Jensen
statsautoriseret revisor
mne18651

Claus Carlsson
statsautoriseret revisor
mne29461

Company Information

The Company

Bellakvarter Projektselskab A/S
c/o BC Hospitality Group A/S
Center Boulevard 5
DK-2300 København S

CVR No: 36 95 02 77

Financial period: 1 January - 31 December

Financial year: 2nd financial year

Municipality of reg. office: Copenhagen

Board of Directors

Henrik Gram
Mette Kapsch
Johan Ewald Lorentzen

Executive Board

Søren Raae Teisen
Ole Steen Pedersen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Financial Highlights

Seen over a two-year period, the development of the Company is described by the following financial highlights:

	<u>2017</u> TDKK	<u>2015/16*</u> TDKK
Key figures		
Profit/loss		
Revenue	1,174,306	400,596
Operating profit/loss	4,531	677
Profit/loss before financial income and expenses	4,531	677
Net financials	1,370	(17)
Net profit/loss for the year	4,603	515
Balance sheet		
Balance sheet total	120,032	116,334
Equity	5,618	1,015
Ratios		
Solvency ratio	4.7 %	0.9 %

The ratios have been prepared in accordance with the recommendations and guidelines issued by the Danish Society of Financial Analysts. For definitions, see under accounting policies.

*The financial year 2015/2016 was the first financial year for the company and covered the period 1 July 2015 to 31 December 2016.

Management's Review

Financial Statements of Bellakvarter Projektselskab A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The Annual Report has been prepared under the same accounting policies as last year.

First financial period was 1 July 2015 – 31 December 2016, and the second financial period covers 1 January 2017 - 31 December 2017.

Main activity

Bellakvarter is a new attractive urban district of Copenhagen.

In cooperation with Copenhagen Municipality, the parent company of Bellakvarter Projektselskab A/S (the "Company") Bellakvarter A/S has developed a masterplan for approximately 200.000 square meter land area on which more than 300.000 square metres of new residential and commercial property can be constructed.

The construction projects are carried out by the Company on behalf of Bellakvarter A/S in close cooperation with Solstra Development ApS, and other carefully selected business partners.

The Company also have the option to purchase the final constructed properties from Bellakvarter A/S and re-sale these to 3rd party. The parties have entered into an agreement that provides the Company a fixed income margin based on net re-sale price for the constructed properties. All construction costs and related operational cost during construction period are re-invoiced to Bellakvarter A/S at a monthly basic.

Cash flow not financed by prepayments and deposits and working capital are provided by Bellakvarter A/S.

Results for the year

Profit before tax for 2017 amounts to DKK 5,901 thousands (2015/16: 660 thousands). Company profit after tax are at DKK 4,603 thousands (2015/16: DKK 515 thousands). Tax on profit are at DKK 1,298 thousands (2015/16: DKK 145 thousands).

Balance Sheet

Equity amounts to DKK 5,618 thousands (2015/16: DKK 1,015 thousands).

Outlook

By the end of 2017 approximately 800 private homes or 41% of the targeted 1,800 homes included in the masterplan are under construction.

Management's Review

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income Statement 1 January - 31 December

	Note	2017 TDKK	2015/16 TDKK
Revenue	1	1,174,306	400,596
Cost of goods sold		(1,169,698)	(399,919)
Other external expenses		(77)	0
Gross profit/loss		4,531	677
Financial income	2	1,568	0
Financial expenses	3	(198)	(17)
Profit/loss before tax		5,901	660
Tax on profit/loss for the year	4	(1,298)	(145)
Net profit/loss for the year		4,603	515

Balance Sheet 31 December

Assets

	Note	2017 TDKK	2016 TDKK
Deferred tax asset	8	351	9
Non-current assets		351	9
Fixed assets		351	9
Trade receivables		17,533	8
Contract work in progress	7	0	865
Receivables from group enterprises		37,322	0
Other receivables		6	0
Receivables		54,861	873
Cash at bank and in hand		64,820	115,452
Currents assets		119,681	116,325
Assets		120,032	116,334

Balance Sheet 31 December

Liabilities and equity

	Note	2017 TDKK	2016 TDKK
Share capital		500	500
Retained earnings		5,118	515
Equity	6	5,618	1,015
Other provisions		5,268	695
Provisions		5,268	695
Trade payables		53,350	38,883
Contract work in progress	7	31,642	0
Payables to group enterprises		1,876	3,263
Deposits		9,423	71,406
Other payables		12,855	1,072
Short-term debt		109,146	114,624
Debt		109,146	114,624
Liabilities and equity		120,032	116,334
Distribution of profit	5		
Contingent assets, liabilities and other financial obligations	9		
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Statement of Changes in Equity

	Share capital	Retained earnings	Total
	TDKK	TDKK	TDKK
Equity at 1 January	500	515	1,015
Net profit/loss for the year	0	4,603	4,603
Equity at 31 December	500	5,118	5,618

Notes to the Financial Statements

	2017 TDKK	2015/16 TDKK
1 Revenue		
Sale of properties	428,955	35,475
Contractual work for Bellakvarter A/S	555,279	364,256
Work in progress	190,072	865
	1,174,306	400,596
2 Financial income		
Interest received from group enterprises	1,568	0
	1,568	0
3 Financial expenses		
Other financial expenses	198	17
	198	17
4 Tax on profit/loss for the year		
Current tax for the year	1,639	154
Deferred tax for the year	(341)	(9)
	1,298	145
5 Distribution of profit		
Retained earnings	4,603	515
	4,603	515
6 Equity		

The share capital consists of 500,000 shares of a nominal value of TDKK 1. No shares carry any special rights.

Notes to the Financial Statements

	2017 TDKK	2016 TDKK
7 Contract work in progress		
Selling price of work in progress	190,938	865
Payments received on account	(222,580)	0
	(31,642)	865
Recognised in the balance sheet as follows:		
Contract work in progress recognised in assets	0	865
Prepayments received recognised in debt	(31,642)	0
	(31,642)	865
8 Provision for deferred tax		
Provision for deferred tax at 1 January	-9	0
Amounts recognised in the income statement for the year	-341	-9
Provision for deferred tax at 31 December	-351	-9
Contract work in progress	808	190
Provisions	-1,159	-199
	-351	-9

9 Contingent assets, liabilities and other financial obligations

Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Solstra Investments Group. The total amount of corporation tax payable is disclosed in the Annual Report of Solstra Investments A/S, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

10 Related parties

Related parties are considered to be the Board of Directors, Key Management and Bellakvarter A/S (Parent), as well as other companies in the Solstra Investments A/S Group.

Notes to the Financial Statements

Basis

Controlling interest

ALFI Mark Trust, Liechtenstein	Ultimate parent company
Markerina Investments Ltd., Cyprus	Intermediate parent company
Solstra Holdings Cyprus Ltd., Cyprus	Intermediate parent company
Solstra Investments A/S, Copenhagen	Intermediate parent company
Bella Solstra Holding A/S, Copenhagen	Intermediate parent company
Bella Solstra A/S, Copenhagen	Intermediate parent company
Bellakvarter A/S, Copenhagen	Immediate parent company

Bellakvarter A/S is holding 100% of the votes in the Company.

Consolidated Financial Statements

The Company is included in the Consolidated Financial Statements of Bellakvarter A/S, and in the intermediate parent company Solstra Investments A/S. The financial statements of the ultimate parent company is not disclosed publicly as a result of legislation in Liechtenstein.

Name	Place of registered office
Bellakvarter A/S	Copenhagen

The Consolidated Financial Statements of Bellakvarter A/S may be obtained at the following address:

Bellakvarter A/S
Center Boulevard 5
2300 København S

The company is included in the Consolidated Financial Statements of the intermediate parent company Solstra Investments A/S, which may be obtained at the following address:

Solstra Investments A/S
c/o Solstra Capital Parternes
Lautrupgade 7, 3. tv.
DK-2100 København Ø

Notes to the Financial Statements

11 Accounting Policies

The Annual Report of Bellakvarter Projektselskab A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied remain unchanged from last year.

The second financial year of the Company the period 1 January 2017 to 31 December 2017, whereas the first financial year covered the period 1 July 2015 to 31 December 2016.

The Financial Statements for 2017 are presented in TDKK.

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of Solstra Investments A/S, the Company has not prepared a cash flow statement.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are

Notes to the Financial Statements

11 Accounting Policies (continued)

recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Revenue

Information on business segments based on the Company's risks and returns and its internal financial reporting system. Business segments are regarded as the primary segments.

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Cost of goods sold

Cost of goods sold comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise of audit and other expenses.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Notes to the Financial Statements

11 Accounting Policies (continued)

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance Sheet

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Contract work in progress

Contract work in progress is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

Payments received on account are set off against the selling price. The individual contracts are classified as receivables when the net selling price is positive and as liabilities when the net selling price is negative.

Expenses relating to sales work and the winning of contracts are recognised in the income statement as incurred.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Provisions

Other provisions include warranty obligations in respect of repair work within the warranty period. Provisions are measured and recognised based on experience with guarantee work.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Notes to the Financial Statements

11 Accounting Policies (continued)

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.

Financial Highlights

Explanation of financial ratios

Solvency ratio

$$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$$