
CMNRE KBMG25 PropCo ApS

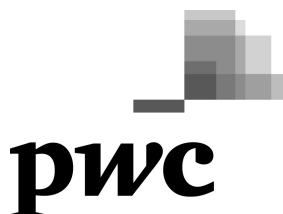
c/o Keystone Investment Management A/S,
Havnegade 39, DK-1058 København K

Annual Report for 19 august 2015 - 31 december 2016

CVR No 36 99 38 12

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
12/5 2017

Morten Sennecker Schultz
Chairman



Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report	2
Company Information	
Company Information	5
Management's Review	6
Financial Statements	
Income Statement 19 August 2015 - 31 December 2016	7
Balance Sheet 31 December 2016	8
Statement of Changes in Equity	10
Notes to the Financial Statements	11

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of CMNRE KBMG25 PropCo ApS for the financial year 19 August 2015 - 31 December 2016.

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 2016 of the Company and of the results of the Company operations for 2015/16.

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, 12 May 2017

Executive Board

Morten Sennecker Schultz
Executive Officer

Board of Directors

Torsten Bjerregaard
Chairman

Juha Matti Salokoski

Mika Markus Matikainen

Morten Sennecker Schultz

Independent Auditor's Report

To the Shareholder of CMNRE KBMG25 PropCo ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 19 August 2015 - 31 December 2016 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of CMNRE KBMG25 PropCo ApS for the financial year 19 August 2015 - 31 December 2016, 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 Financials 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.

Independent Auditor's Report

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.

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.

Independent Auditor's Report

- 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.

Hellerup, 12 May 2017

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Jesper Wiinholt
State Authorised Public Accountant

Maj-Britt Nørskov Nannestad
State Authorised Public Accountant

Company Information

The Company

CMNRE KBMG25 PropCo ApS
c/o Keystone Investment Management A/S
Havnegade 39
DK-1058 København K

CVR No: 36 99 38 12
Financial period: 19 August - 31 December
Incorporated: 19 August 2015
Financial year: 1st financial year
Municipality of reg. office: København

Board of Directors

Torsten Bjerregaard, Chairman
Juha Matti Salokoski
Mika Markus Matikainen
Morten Sennecker Schultz

Executive Board

Morten Sennecker Schultz, CEO

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Management's Review

Financial Statements of CMNRE KBMG25 PropCo ApS for 2015/16 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

It is the Company's first financial year, therefore, The Annual Report contains no comparative figures. The Annual Report has been prepared under the described accounting policies.

Main activity

The purpose of the company is to buy, operate and develop real estate.

Development in the year

The income statement of the Company for 2015/16 shows a profit of DKK 15,268,011, of which value adjustments amount to DKK 18,599,791, and at 31 December 2016 the balance sheet of the Company shows equity of DKK 36,635,016.

Uncertainty relating to recognition and measurement

As the company is engaged in development of investment properties, the Company is affected by changes in the property market, including the general level of interest rates and economic conditions. For a description of significant assumptions for the fair value recognition as 31 December 2016 please refer to note 4.

Subsequent events

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

Income Statement 19 August 2015 - 31 December 2016

	<u>Note</u>	<u>2015/16</u> DKK
Gross profit/loss before value adjustments		3.315.691
Value adjustments of investment assets and the financial liabilities involved	1	<u>18.599.791</u>
Gross profit/loss after value adjustments		21.915.482
Financial expenses	2	<u>-2.318.209</u>
Profit/loss before tax		19.597.273
Tax on profit/loss for the year	3	<u>-4.329.262</u>
Net profit/loss for the year		<u>15.268.011</u>

Distribution of profit

Proposed distribution of profit

Retained earnings	<u>15.268.011</u>
	<u>15.268.011</u>

Balance Sheet 31 December 2016

Assets

	<u>Note</u>	<u>2016</u> DKK
Investment properties		<u>106.000.000</u>
Property, plant and equipment	4	<u>106.000.000</u>
Fixed assets		<u>106.000.000</u>
Other receivables		<u>29.626</u>
Receivables		<u>29.626</u>
Cash at bank and in hand		<u>5.200.383</u>
Currents assets		<u>5.230.009</u>
Assets		<u>111.230.009</u>

Balance Sheet 31 December 2016

Liabilities and equity

	Note	2016 DKK
Share capital		51.000
Retained earnings		36.584.016
Equity		36.635.016
Provision for deferred tax		4.324.192
Provisions		4.324.192
Mortgage loans		61.451.674
Payables to group enterprises		7.744.823
Other payables		844.896
Long-term debt	5	70.041.393
Trade payables		57.183
Corporation tax		5.070
Other payables	5	167.155
Short-term debt		229.408
Debt		70.270.801
Liabilities and equity		111.230.009
Contingent assets, liabilities and other financial obligations	6	
Accounting Policies	7	

Statement of Changes in Equity

	Share capital	Share premium	Retained	Total
	DKK	account	earnings	DKK
	DKK	DKK	DKK	DKK
Equity at 19 August	50.000	0	0	50.000
Cash capital increase	1.000	21.316.005	0	21.317.005
Net profit/loss for the year	0	0	15.268.011	15.268.011
Transfer from share premium account	0	-21.316.005	21.316.005	0
Equity at 31 December	51.000	0	36.584.016	36.635.016

Notes to the Financial Statements

	2015/16 DKK
1 Value adjustments of investment assets and the financial liabilities involved	
Value adjustments of investment properties	18.599.791
	18.599.791
2 Financial expenses	
Other financial expenses	2.318.209
	2.318.209
3 Tax on profit/loss for the year	
Current tax for the year	5.070
Deferred tax for the year	4.324.192
	4.329.262
4 Assets measured at fair value	
	Investment pro- perties DKK
Cost at 19 August	87.392.709
Net effect from change of accounting policy	0
Exchange adjustment	0
Additions for the year	7.500
Cost at 31 December	87.400.209
Value adjustments at 19 August	0
Revaluations for the year	18.599.791
Value adjustments at 31 December	18.599.791
Carrying amount at 31 December	106.000.000
Assumptions underlying the determination of fair value of investment properties	

Notes to the Financial Statements

4 Assets measured at fair value (continued)

The Company's investment property is 65% residential and 35% commercial.

The investment property is located in the area of Copenhagen.

The property is valued at fair value based on a DCF model, which is based on forecasts for future cash flows that the individual property is expected to generate, expected CAPEX investments and development in vacancy.

The basis for value calculation is the individual property's net operating profit, with a budget period of 11 years.

The increase in market rent has been estimated to follow a development of 2%-17% and with a vacancy level of 0%.

Expected changes in operating costs have been included in a DCF model of 2%.

The discount rate is fixed for all properties on the basis of a long-term risk-free nominal interest rate plus a risk adjustment. Risk adjustment is made based on an assessment of tenants' solvency and lease duration. The discount rate for budget period and the terminal value for 2016 is set to 7,5%, includes rate of return of 3,5-4,5% and expected inflation of 1,5%.

Sensitivity in determination of fair value of investment properties

An individually determined rate of return of 4% has been applied in the market value assessment at 31 December 2016.

Changes in estimated required rate of return for investment properties will affect the value of investment properties recognized in the balance sheet as well as value adjustments carried in the income statement.

Changes in average required rate of return	-0,5 % DKK	Base DKK	0,5 % DKK
Rate of return	3,5	4,0	4,5
Fair value	121.143.000	106.000.000	94.222.000
Change in fair value	15.143.000	0	-11.778.000

Notes to the Financial Statements

5 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	2016 DKK
Mortgage loans	
After 5 years	61.451.674
Long-term part	61.451.674
Within 1 year	0
	61.451.674
Payables to group enterprises	
After 5 years	7.744.823
Long-term part	7.744.823
Within 1 year	0
	7.744.823
Other payables	
Between 1 and 5 years	844.896
Long-term part	844.896
Other short-term payables	167.155
	1.012.051

6 Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with mortgage credit institutes:

Investment properties with a carrying amount of DKK	106.000.000
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Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed income of the Group. 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.

Notes to the Financial Statements

7 Accounting Policies

The Annual Report of CMNRE KBMG25 PropCo ApS for 2015/16 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The Financial Statements for 2015/16 are presented in DKK.

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

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 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.

Notes to the Financial Statements

7 Accounting Policies (continued)

Income Statement

Gross profit/loss after value adjustments

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Revenue

Rental income is recognised on a straight line-basis over the term of the lease.

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including gains and losses on the sale of intangible assets and property, plant and equipment.

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.

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

Balance Sheet

Investment properties

In Management's opinion the classification of the properties as investment properties did not cause any difficulties.

Fair value is the amount for which the property could be exchanged between knowledgeable, willing parties in an arm's length transaction on the balance sheet date. The determination of fair value involves material accounting estimates.

Notes to the Financial Statements

7 Accounting Policies (continued)

In Management's opinion it has not been possible this year to determine fair value through market information, and, consequently, valuation has been made based on a recognised valuation technique.

The fair value of certain investment properties has been determined at 31 December 2016 for each property by using a return-based model under which the expected future cash flows for the coming year combined with a rate of return form the basis of the fair value of the property. The calculations are based on property budgets for the coming years. The budget takes into account developments in rentals, vacancies, operating expenses, maintenance and administration, etc. The budgeted cash flow is divided by the estimated rate of return to arrive at the fair value of the property. The value thus calculated is adjusted for any non-operating assets such as cash and cash equivalents, deposits, etc if they are not shown separately in the balance sheet.

The fair value of investment properties has been assessed by the independent assessor firm Sadolin Albæk at 31 December 2016.

The estimates applied are based on information and assumptions considered reasonable by Management but which are inherently uncertain and unpredictable. Actual events or circumstances will probably differ from the assumptions made in the calculations as often assumed events do not occur as expected. Such difference may be material. The assumptions applied are disclosed in the notes.

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.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

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.

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.

Notes to the Financial Statements

7 Accounting Policies (continued)

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

Loans, such as mortgage loans and loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

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