

# **Pineapple Sealand Residential Komplementarselskab ApS**

Amaliegade 15, 2. sal, 1256 København K

CVR No. 37 15 45 47

Annual report

For the year ended 31 December 2016

Approved at the annual general meeting, on 11 May 2017

Chairman:



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## Statement by the Executive Board

The Executive Board have today discussed and approved the annual report of Pineapple Sealand Residential Komplementarselskab ApS for the financial year 14 October 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 Company's financial position at 31 December 2016 and of the results of the Company's operations for the financial year 14 October 2015 – 31 December 2016.

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

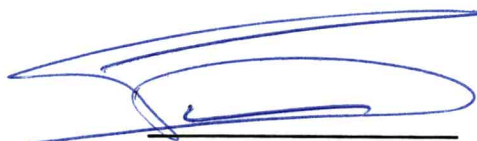
We recommend the adoption of the annual report at the annual general meeting.

Copenhagen, 11 May 2017


Executive Board:



Kevin Jeremaih Cahill



Daniel Liem



Kristian Foss

## **Independent auditors' report**

**To the shareholders of  
Pineapple Sealand Residential Komplementarselskab ApS**

### **Opinion**

We have audited the financial statements of Pineapple Sealand Residential Komplementarselskab ApS for the financial year 14 October 2015 – 31 December 2016, which comprise an income statement, balance sheet, statement of changes in equity and notes, including accounting policies. 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 company at 31 December 2016, and of the results of the company operations for the financial year 14 October 2015 – 31 December 2016 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' 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 rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Management's responsibility for the financial statements**

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Further, Management is responsible for such internal control as it determines in 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 responsibility for the audit of the financial statement**

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 the financial statements.

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 conclusion is 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.

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.

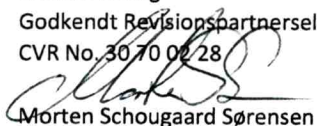
Based on the work we have performed, we conclude that Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of Management's review.

Odense, 11 May 2017

Ernst & Young

Godkendt Revisionspartnerselskab

CVR No. 30 70 02 28



Morten Schougaard Sørensen

State Authorised

Public Accountant

## Management's review

### Company details

Name Pineapple Sealand Residential Komplementarselskab ApS  
Address, Postal code, City Amaliegade 15, 2. sal, 1256 København K

CVR No. 37 15 45 47  
Established 14 October 2015  
Registered office Copenhagen  
Financial year 1 January – 31 December

Executive Board Kevin Jeremiah Cahill  
Daniel Liem  
Kristian Foss

Auditors Ernst & Young Godkendt Revisionspartnerselskab  
Englandsgade 25, P O Box 200, 5100 Odense C, Denmark

## **Management's review**

### **The company's primary activities and company details**

The company's purpose is to be the general partner of Pineapple Sealand Residential Propco K/S and manage the affairs of this company.

### **Significant changes in business and economic conditions**

None.

## Financial statements for the period 14 October 2015 - 31 December 2016

### Income statement

Notes	DKK	2016
	<b>Gross profit/loss</b>	<u>-7.500</u>
	Financial expenses	<u>-9</u>
	<b>Profit/loss before tax</b>	<b>-7.509</b>
	Tax for the year	<u>1.652</u>
	<b>Profit/loss for the year</b>	<b><u>-5.857</u></b>
	<b>Recommended appropriation of the profit/loss for the year</b>	
	Retained earnings	<u>-5.857</u>
		<b><u>-5.857</u></b>



## Financial statements for the period 14 October 2015 - 31 December 2016

### Balance sheet

Notes	DKK	<u>2016</u>
	<b>Assets</b>	
	<b>Current assets</b>	
	Other receivables	1.652
	<b>Receivables</b>	<u>1.652</u>
	<b>Cash</b>	<u>49.991</u>
	<b>Total current assets</b>	<u>51.643</u>
	<b>Total assets</b>	<u><u>51.643</u></u>
	 <b>Equity and liabilities</b>	
	<b>Equity</b>	
2	Share Capital	50.000
	Retained earnings	-5.857
	Proposed dividend	0
	<b>Total equity</b>	<u>44.143</u>
	 <b>Liabilities</b>	
	Other payables	7.500
	<b>Short-term liabilities</b>	<u>7.500</u>
	<b>Total liabilities</b>	<u>7.500</u>
	<b>Total equity and liabilities</b>	<u><u>51.643</u></u>
3	<b>Contractual obligations and contingencies, etc.</b>	
4	<b>Security for loans</b>	
5	<b>Related parties</b>	

## Financial statements for the period 14 October 2015 - 31 December 2016

### Statement of changes in equity

DKK	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 14/10 2015	50.000	0	50.000
Profit/loss for the year	0	-5.857	-5.857
<b>Equity at 31/12 2016</b>	<u>50.000</u>	<u>-5.857</u>	<u>44.143</u>

## Financial statements for the period 14 October 2015 - 31 December 2016

### Notes

#### 1. Accounting policies

The annual report of Pineapple Sealand Residential Komplementarselskab ApS has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

It is the company's first financial year. Accordingly the income statement, balance sheet and notes do not contain comparative figures.

#### Reporting currency

The financial statements are presented in Danish kroner (DKK).

#### Income Statement

##### Gross profit

With reference to section 32 of the Danish Financial Statements Act, the items 'Revenue', 'Cost of sale', 'Other external expenses' and 'Other operating income' are consolidated into one item designated 'Gross margin'.

##### Other external expenses

Other external expenses include the year's expenses relating to the entity's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

##### Financial

Financial income and expenses are recognized in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses, etc.

##### Tax

Tax for the year include current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognized in the income statement, whereas the portion that relates to transactions taken to equity is recognized in equity.

The entity and its Danish group entities are taxed on a joint basis. The Danish income tax charge is allocated between profit-making and loss-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to the current rates applicable to interest allowance, and jointly taxed companies having paid too little tax pay, as a maximum, a surcharge according to the current rates applicable to interest surcharges to the management company.

## Financial statements for the period 14 October 2015 - 31 December 2016

### Notes

#### 1. Accounting policies - continued

##### Balance sheet

##### Receivables

Receivables are measured at amortized cost, which usually corresponds to the nominal value. Provisions are made for bad debts on the basis of objective evidence that a receivable or a group of receivables are impaired. Provisions are made to the lower of the net realizable value and the carrying amount.

##### Cash and cash equivalents

Cash comprises cash balances and bank balances.

##### Equity

##### *Proposed dividends*

Dividends proposed for the financial year are presented as a separate item under 'Equity'.

##### Corporation tax

Current tax payable and receivable is recognized in the balance sheet as the estimated tax charge in respect of the taxable income for the year, adjusted for tax on prior year's taxable income and tax paid on account.

Provisions for deferred tax are calculated, based on the liability method, of all temporary differences between carrying amounts and tax values.

Deferred tax is measured according to the taxation rules and taxations rates applicable at the balance sheet date when the deferred tax is expected to crystallize as current tax. Deferred tax assets are recognized at the value at which they are expected to be utilized, either through elimination against tax on future earnings or through a set-off against deferred tax liabilities within the same jurisdiction.

##### Liabilities

Other liabilities are measured at net realizable value.

## Financial statements for the period 14 October 2015 - 31 December 2016

### Notes

DKK

2016

#### 2. Share capital

There has been no change in share capital since the company was established. 50.000

#### 3. Contractual obligations and contingencies, etc.

Guarantee commitments: None  
Rent and lease liabilities: None  
Cautionary commitments: There has been a self-declaration guarantee for all intermediaries:  
Pineapple Commercial 1 Propco K/S  
Pineapple Commercial 1 Komplementarselskabet ApS  
Pineapple Commercial 1 Holding Sàrl  
Pineapple Commercial 2 Propco K/S  
Pineapple Commercial 2 Komplementarselskabet ApS  
Pineapple Commercial 2 Holding Sàrl  
Pineapple Sealand Residential Propco K/S  
Pineapple Sealand Residential Komplementarselskabet ApS  
Pineapple Sealand Residential Holding Sàrl  
Pineapple Odense Residential Propco K/S  
Pineapple Odense Residential Komplementarselskabet ApS  
Pineapple Odense Residential Holding Sàrl  
Pineapple Aarhus Residential Propco K/S  
Pineapple Aarhus Residential Komplementarselskabet ApS  
Pineapple Aarhus Residential Holding Sàrl  
The guarantors are fully jointly and severally liable.

The Company is jointly taxed with Pineapple Odense Residential Komplementarselskab ApS, CVR no 37 15 44 90, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes as well as withholding taxes on interest, royalties and dividends.

#### 4. Security for loans

The bank deposits on bank accounts are also secured for the intermediaries of credit institutions mentioned in note 3. The carrying amount amounts to DKK 49.991.

#### 5. Related parties

The company is included in the consolidated financial statements of Ares Management, L.P., Los Angeles, California. The consolidated financial statements can be obtained upon request from the parent company.