

# Nemo Properties K/S

Fridtjof Nansens Plads 5, 2100 København Ø

CVR no. 37 93 65 96

## Annual report 2017

Approved at the Company's annual general meeting on 8 May 2018

Chairman:

  
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## Contents

Statement by the Board of Directors	2
Independent auditor's report	3
Management's review	5
Financial statements 1 January - 31 December	7
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes to the financial statements	11

## Statement by the Board of Directors

Today, the Management has discussed and approved the annual report of Nemo Properties K/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 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.

Further, in our opinion, the Management's review gives a 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, 8 May 2018

Executive Board of the general partner Noya ApS:



Robert McCorduck  
Chairman



Katia Ciesielska



Carl Edgar Serge Vøgg

## Independent auditor's report

To the limited partners of Nemo Properties K/S

### Opinion

We have audited the financial statements of Nemo Properties K/S for the financial year 1 January - 31 December 2017, which comprise 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 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.

### 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 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 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.

### 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 as to 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 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.



### Independent auditor's report

- ▶ 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 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 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 the 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 Statement Act. We did not identify any material misstatement of the Management's review.

Odense, 8 May 2018

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28



Morten Schougaard Sørensen  
State Authorised Public Accountant  
MNE no.: mne32129

## Management's review

### Company details

Name	Nemo Properties K/S
Address, Postal code, City	Fridtjof Nansens Plads 5, 2100 København Ø
CVR no.	37 93 65 96
Established	16 August 2016
Registered office	Copenhagen
Financial year	1 January - 31 December
Executive Board of the general partner Noya ApS:	Robert McCorduck, Chairman  Katia Ciesielska Carl Edgar Serge Vøgg
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Englandsgade 25, P.O. Box 200, 5100 Odense C, Denmark

## **Management's review**

### **Business review**

The company's purpose is to own and hold shares in companies, buying, selling and renting real estate and any other related business.

### **Financial review**

The income statement for 2017 shows a profit of DKK 2,637 thousand against a profit of DKK 541 thousand last year, and the balance sheet at 31 December 2017 shows equity of DKK 34,741 thousand.

The comparative figures for 2016 only contains 3 months of activities.

### **Events after the balance sheet date**

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end 2017.

## Financial statements 1 January - 31 December

### Income statement

Note	DKK'000	2017 12 months	2016 3 months
	<b>Gross margin</b>	3,966	980
	Amortisation/depreciation and impairment of property, plant and equipment	-1,054	0
	<b>Profit before net financials</b>	2,912	980
	Other financial income from group enterprises	43	0
	Financial expenses, group enterprises	0	-253
	Financial expenses	-318	-186
	<b>Profit for the year</b>	<u>2,637</u>	<u>541</u>
	<b>Recommended appropriation of profit</b>		
	Proposed dividend recognised under equity	905	0
	Retained earnings	<u>1,732</u>	<u>541</u>
		<u>2,637</u>	<u>541</u>



## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK'000	<u>2017</u>	<u>2016</u>
	<b>ASSETS</b>		
	<b>Fixed assets</b>		
	Property, plant and equipment		
	Land and buildings	64,714	67,786
		<u>64,714</u>	<u>67,786</u>
	<b>Total fixed assets</b>	<u>64,714</u>	<u>67,786</u>
	<b>Non-fixed assets</b>		
	Receivables		
	Other receivables	0	1,242
		<u>0</u>	<u>1,242</u>
	<b>Cash</b>	<u>658</u>	<u>212</u>
	<b>Total non-fixed assets</b>	<u>658</u>	<u>1,454</u>
	<b>TOTAL ASSETS</b>	<u><u>65,372</u></u>	<u><u>69,240</u></u>

## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK'000	2017	2016
	<b>EQUITY AND LIABILITIES</b>		
	Equity		
	Retained earnings	33,836	32,104
	Dividend proposed for the year	905	0
	<b>Total equity</b>	<u>34,741</u>	<u>32,104</u>
	<b>Liabilities other than provisions</b>		
2	<b>Non-current liabilities other than provisions</b>		
	Mortgage debt	27,407	27,692
	Deposits	1,212	1,185
		<u>28,619</u>	<u>28,877</u>
	<b>Current liabilities other than provisions</b>		
	Trade payables	0	157
	Payables to group entities	1,314	5,306
	Other payables	698	2,796
		<u>2,012</u>	<u>8,259</u>
	<b>Total liabilities other than provisions</b>	<u>30,631</u>	<u>37,136</u>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<u><u>65,372</u></u>	<u><u>69,240</u></u>

- 1 Accounting policies
- 3 Contractual obligations and contingencies, etc.
- 4 Collateral

## Financial statements 1 January - 31 December

### Statement of changes in equity

DKK'000	Retained earnings	Dividend proposed for the year	Total
Equity at 1 October 2016	0	0	0
Transfer through appropriation of profit	541	0	541
Cash payments concerning formation of enterprise	31,563	0	31,563
Equity at 1 January 2017	32,104	0	32,104
Transfer through appropriation of profit	1,732	905	2,637
Equity at 31 December 2017	33,836	905	34,741

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Nemo Properties K/S for 2017 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

The comparative figures for 2016 only contains 3 months of activities.

#### Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

### Income statement

#### Revenue

Revenue comprises rental income from the leases of properties. Revenue is recognised on an accrual basis.

Revenue is measured net of all types of discounts/rebates granted. Also, revenue is measured net of VAT and other indirect taxes charged on behalf of third parties.

#### Gross margin

With reference to section 32 of the Danish Financial Statements Act, the items 'Revenue', 'Property expenses', '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 administration, bad debts etc.

#### Depreciation

The item comprises depreciation of property.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Buildings	50 years
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Land is not depreciated.

#### Financial expenses

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

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Balance sheet

###### Property, plant and equipment

Items of property are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

###### Impairment of fixed assets

Property are subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation. The assets are written down to the higher of the value in use and net realisable value (recoverable amount) of the asset if this is lower than the carrying amount.

###### Cash

Cash comprises bank balances.

###### Equity

###### *Proposed dividends*

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

###### Income taxes

The company is not an individual taxpayer thus tax of the company's operating profit/loss is not included in the financial statement.

###### Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.



## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 2 Non-current liabilities other than provisions

Of the long-term liabilities, DKK 25,822 thousand falls due for payment after more than 5 years after the balance sheet date.

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

##### Other contingent liabilities

The company is a guarantor with primary liability in respect of its sister company Nina Properties K/S's bank commitment with Jyske Bank A/S and for obligations in the parent company Nina Holdings S.á.r.l.'s related to the commitment with Jyske Bank.

The company is jointly taxed with other Danish group entities, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes for the income year, as well as withholding taxes on interest and dividends.

#### 4 Collateral

As security for the company's mortgage debt, the company has placed assets with carrying amount of DKK 64,714 thousand.