

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

Annual report
2021

Company reg. no. 38 51 14 32

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

Monique Jaqqam
Chairman of the meeting

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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 Real Estate 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

Monique Jaqqam

David Justin Irving Hamer

Armon Nathan Mordecia Bar-Tur

Kristina Olsen

Independent auditor's report

To the Shareholders of BaseCamp Student Real Estate ApS

Opinion

We have audited the financial statements of BaseCamp Student Real Estate 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 Real Estate ApS
Kristen Bernikows Gade 4, 1. sal
1105 København K

Company reg. no. 38 51 14 32
Financial year: 1 January - 31 December
5th financial year

Executive board

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

Auditors

Martinsen
Statsautoriseret Revisionspartnerselskab
Øster Allé 42
2100 København Ø

Subsidiary

BC Skovbrynet Residential ApS, København

Management´s review

The principal activities of the company

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

Development in activities and financial matters

The gross profit for the year totals DKK 8.220.064 against DKK 6.640.488 last year. Income or loss from ordinary activities after tax totals DKK -9.569.887 against DKK -9.385.744 last year. Management considers the net profit or loss for the year satisfactory.

The net equity is DKK -9,8 mio. The shares in BC Skovbrynet Residential ApS is valued at cost, DKK 47,0 mio. The fair value of the shares is DKK 86,2 mio. Was the shares included at fair value instead of at cost the equity would have been DKK 31,4 mio.

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 Operations ApS, entered into a sales and purchase agreement regarding 80% of the shares in BaseCamp Student Real Estate 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 Real Estate 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.

Cost of sales comprises costs concerning purchase of raw materials and consumables less discounts and changes in inventories.

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.

Accounting policies

Depreciation, amortisation, and writedown for impairment

Depreciation, amortisation, and writedown for impairment comprise depreciation on, amortisation of, and writedown for impairment of intangible and tangible assets, respectively.

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.

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.

Results from investments in subsidiaries

Dividend from investments in subsidiaries is recognised in the financial year in which the dividend is declared.

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 company acts as an administration company in relation to the joint taxation. This means that the total Danish tax payable by the Danish consolidated companies is paid to the tax authorities by the company.

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

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and writedown for impairment.

The depreciable amount is cost less any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, the depreciation is discontinued.

Accounting policies

If the amortisation period or the residual value is changed, the effect on amortisation will, in future, be recognised as a change in the accounting estimates.

The cost comprises acquisition cost and costs directly associated with the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing, and the individual component representing a material part of the total cost.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life:

	Useful life
Other fixtures and fittings, tools and equipment	3-5 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

As regards self-constructed assets, the cost comprises direct costs for materials, components, deliveries from sub-suppliers, payroll costs, and borrowing costs from specific and general borrowing concerning the construction of each individual asset.

Investments

Investments in subsidiaries

Investments in subsidiaries are recognised and measured at cost. If the recoverable amount is lower than the cost price, it shall be written down for impairment to this lower value.

Deposits

Deposits are measured at amortised cost and represent lease deposits, etc.

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.

Accounting policies

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.

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.

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.

Accruals and deferred income

Payments received concerning future income are recognised under accruals and deferred income.

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2021</u>	<u>2020</u>
Gross profit	8.220.064	6.640.488
2 Staff costs	-10.418.543	-7.036.524
Depreciation and impairment of property, land, and equipment	-78.926	-68.429
Other operating expenses	-134.229	-6.744
Operating profit	-2.411.634	-471.209
Other financial income	4.064.175	3.918.770
Other financial expenses	-12.763.422	-12.833.305
Pre-tax net profit or loss	-11.110.881	-9.385.744
Tax on net profit or loss for the year	1.540.994	0
Net profit or loss for the year	-9.569.887	-9.385.744
Proposed appropriation of net profit:		
Allocated from retained earnings	-9.569.887	-9.385.744
Total allocations and transfers	-9.569.887	-9.385.744

Balance sheet at 31 December

All amounts in DKK.

Assets		
<u>Note</u>	<u>2021</u>	<u>2020</u>
Non-current assets		
3 Other fixtures and fittings, tools and equipment	222.056	180.563
Total property, plant, and equipment	<u>222.056</u>	<u>180.563</u>
4 Investments in subsidiaries	47.000.000	47.000.000
5 Deposits	176.810	176.810
Total investments	<u>47.176.810</u>	<u>47.176.810</u>
Total non-current assets	<u>47.398.866</u>	<u>47.357.373</u>
Current assets		
Trade receivables	1.928.213	2.424.451
Receivables from subsidiaries	29.937.685	26.031.098
Tax receivables from subsidiaries	1.540.994	0
Other receivables	336.910	0
Prepayments	204.978	429.956
Total receivables	<u>33.948.780</u>	<u>28.885.505</u>
Cash and cash equivalents	<u>3.084.994</u>	<u>4.819.855</u>
Total current assets	<u>37.033.774</u>	<u>33.705.360</u>
Total assets	<u>84.432.640</u>	<u>81.062.733</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	-19.406.501	-9.836.614
Total equity	-19.356.501	-9.786.614
Liabilities other than provisions		
Prepayments received from customers	115.062	115.062
Other payables	414.498	121.447
Total long term liabilities other than provisions	529.560	236.509
Trade payables	622.062	306.389
Payables to subsidiaries	1.078.349	5.950.721
Other payables	101.559.170	83.895.258
Deferred income	0	460.470
Total short term liabilities other than provisions	103.259.581	90.612.838
Total liabilities other than provisions	103.789.141	90.849.347
Total equity and liabilities	84.432.640	81.062.733

1 Subsequent events

6 Contingencies

Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity 1 January 2020	50.000	-450.870	-400.870
Profit or loss for the year brought forward	0	-9.385.744	-9.385.744
Equity 1 January 2021	50.000	-9.836.614	-9.786.614
Profit or loss for the year brought forward	0	-9.569.887	-9.569.887
	<u>50.000</u>	<u>-19.406.501</u>	<u>-19.356.501</u>

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 Operations ApS, entered into a sales and purchase agreement regarding 80% of the shares in BaseCamp Student Real Estate 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.

	<u>2021</u>	<u>2020</u>
2. Staff costs		
Salaries and wages	9.976.435	6.972.234
Pension costs	400.310	0
Other costs for social security	41.798	64.290
	<u>10.418.543</u>	<u>7.036.524</u>
Average number of employees	<u>8</u>	<u>7</u>
3. Other fixtures and fittings, tools and equipment		
Cost 1 January 2021	297.915	297.915
Additions during the year	120.419	0
Disposals during the year	-36.790	0
Cost 31 December 2021	<u>381.544</u>	<u>297.915</u>
Amortisation and writedown 1 January 2021	-117.352	-48.923
Depreciation for the year	-78.926	-68.429
Reversal of depreciation, amortisation and writedown, assets disposed of	36.790	0
Amortisation and writedown 31 December 2021	<u>-159.488</u>	<u>-117.352</u>
Carrying amount, 31 December 2021	<u>222.056</u>	<u>180.563</u>

Notes

All amounts in DKK.

	<u>31/12 2021</u>	<u>31/12 2020</u>
4. Investments in subsidiaries		
Acquisition sum, opening balance 1 January 2021	<u>47.000.000</u>	<u>47.000.000</u>
Carrying amount, 31 December 2021	<u>47.000.000</u>	<u>47.000.000</u>

Financial highlights for the enterprises according to the latest approved annual reports

	Equity interest	Equity	Results for the year	Carrying amount, BaseCamp Student Real Estate ApS
BC Skovbrynet Residential ApS, København	100 %	185.177.378	84.205.665	47.000.000

BC Skovbrynet Residential ApS owns a property, which is located in Kgs. Lyngby, a very popular Copenhagen Suburb. The property is mainly used as residential housing totalling in 10.900 sqm and a parking cellar. When valuing the property a discount Rate of 3.25 % with an Exit Capitalisation Rate of 2.75 %, has been applied together with a frictional vacancy of 5 %.

5. Deposits		
Cost 1 January 2021	<u>176.810</u>	<u>176.810</u>
Cost 31 December 2021	<u>176.810</u>	<u>176.810</u>
Carrying amount, 31 December 2021	<u>176.810</u>	<u>176.810</u>

6. Contingencies

Contingent liabilities

Rent liabilities

In addition to lease contract, the company has entered into lease commitments, that amounts to DKK 516.000 at the balance sheet date, that in the the interminable period represents 6 months.

Joint VAT registration

The company is VAT registered together with the daughter company, BC Skovbrynet Residential ApS and therefore is jointly and severally liable with the other jointly VAT registered companies for the total VAT.

Notes

All amounts in DKK.

6. Contingencies (continued)

Contingent liabilities (continued)

Guarantee commitments:

The company has granted unlimited parent company guarantee for loans of the group enterprises. On 31 December 2021, the total bank loans of the group enterprises totalled T.DKK 302,904.

Joint taxation

The company acts as administration company for the group of companies subject to the Danish scheme of joint taxation and is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, to pay the total corporation tax.

The company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

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 taxes, etc., may result in changes in the company's liabilities.