

The Bird Tivoli ApS

Gammel Strand 40, 1, 1202 København K

Company reg. no. 38 57 57 59

Annual report

1 January - 31 December 2019

The annual report was submitted and approved by the general meeting on the 16 September 2020.

Eddy Karen Egizarian
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 report

Today, the executive board has presented the annual report of The Bird Tivoli ApS for the financial year 1 January - 31 December 2019.

The annual report has been presented in accordance with the Danish Financial Statements Act.

We consider the accounting policies appropriate and, in our opinion, the financial statements provide a fair presentation of the company's assets, equity and liabilities, and financial position at 31 December 2019 and of the company's results of activities in the financial year 1 January – 31 December 2019.

We are of the opinion that the management commentary presents a fair account of the issues dealt with.

We recommend that the annual report be approved by the general meeting.

Copenhagen, 16 September 2020

Executive board

Daniel Vesti Knuttel

Lasse Jørgen Wiwe

Independent auditor's report

To the shareholders of The Bird Tivoli ApS

Qualified Opinion

We have audited the financial statements of The Bird Tivoli ApS, for the financial year 1 January – 31 December 2019, 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, except for the potential effects of the matters described in the "Basis for qualified opinion" section on the comparative figures, the financial statements give a true and fair view of the financial position of the Company at 31 December 2019 and of the results of the Company's operations for the financial year 1 January – 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for qualified opinion

We have been elected as auditors of the Company on the general meeting on the 2 December 2019. We were not able to obtain sufficient and appropriate audit evidence regarding the opening balance as at 1 January 2019. As opening balances affect the income statement for 2019, we were not able to determine whether adjustments to the Company's income statement for 2019 might have been necessary. Consequently, our opinion on the financial statement for the current period has been modified. Our opinion on the financial statements for the current period has also been modified due to the potential effect of the matter on the comparability between the current period's figures and the comparative figures.

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 qualified 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 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.

Independent auditor's report

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 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 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.

Independent auditor's report

- 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.

Copenhagen, 16 September 2020

EY Godkendt Revisionspartnerselskab

Company reg. no. 30 70 02 28

Lissen Fagerlin Hammer
State Authorised Public Accountant
mne27747

Nicklas Rasmussen
State Authorised Public Accountant
mne43474

Company information

The company

The Bird Tivoli ApS
Gammel Strand 40, 1
1202 København K

Company reg. no. 38 57 57 59

Established: 18 April 2017

Financial year: 1 January 2019 - 31 December 2019

Executive board

Daniel Vesti Knuttel
Lasse Jørgen Wiwe

Auditors

EY, Godkendt Revisionspartnerselskab
Dirch Passers Allé 36
2000 Frederiksberg

Parent company

The Bird Mother ApS

Management commentary

The principal activities of the company

Like previous years, the company's purpose is to operate restaurants, bars, night clubs, etc.

Development in activities and financial matters

The gross profit for the year totals DKK 930.224 against DKK 864.783 last year. Loss after tax totals DKK -60.604 against DKK -323.839 last year. The management does not consider the result profit for the year to be satisfactory.

During the first financial years, the company has realized a loss, so the company's equity is negative. It is management's expectation that the company, on the basis of prepared budgets, can restore its capital situation in its own earnings over a shorter period.

The Company has received a letter of comfort from NoHo Partners Oyj, to ensure that the Company can continue its operations and meet their liabilities as they fall due, to the extent that money is not otherwise available.

Reference is made to Note 1

Events occurring after the end of the financial year

Since year end 2019, the COVID-19 restrictions have had a substantial impact on our business as well as the entire experience economy. In a situation like this most of our budgeted KPI's for 2020 are no longer within reach. We expect this to have an effect on our result, not only in 2020, but also 2021. We have conducted all the necessary precautions by minimizing our administration and operational cost base. We have adjusted our concepts to be aligned with the situation in hand.

The situation has been communicated to all staff groups to create transparency and understanding and to engage full focus on bringing the units back, into even better shape than before. The effect of our actions and clear communication is showing a steady upward trend and creates believe for both management and staff. The conclusion is that the company will get through the situation with own means and support from government packages. With the current shape and positive trend, we believe to be in an even better market position when all COVID -19 restrictions are lifted.

Reference is made to Note 2

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2019</u>	<u>2018</u>
Gross profit	930.224	864.783
3 Staff costs	-809.609	-1.129.366
Depreciation and impairment of property, land, and equipment	-145.564	-115.920
Operating profit	-24.949	-380.503
4 Other financial income	2.643	1.372
5 Other financial costs	-55.391	-27.708
Pre-tax net profit or loss	-77.697	-406.839
Tax on net profit or loss for the year	17.093	83.000
Net profit or loss for the year	-60.604	-323.839
Proposed appropriation of net profit:		
Allocated from retained earnings	-60.604	-323.839
Total allocations and transfers	-60.604	-323.839

Statement of financial position at 31 December

All amounts in DKK.

<u>Note</u>	<u>2019</u>	<u>2018</u>
Assets		
Non-current assets		
6 Other fixtures and fittings, tools and equipment	121.561	146.557
7 Leasehold improvements	585.368	705.935
Total property, plant, and equipment	<u>706.929</u>	<u>852.492</u>
8 Deposits	238.000	0
Total investments	<u>238.000</u>	<u>0</u>
Total non-current assets	<u>944.929</u>	<u>852.492</u>
Current assets		
Manufactured goods and goods for resale	66.161	134.875
Total inventories	<u>66.161</u>	<u>134.875</u>
Trade receivables	60.583	79.319
Receivables from group enterprises	383.586	106.372
Deferred tax assets	83.093	66.000
Other receivables	0	294.250
Prepayments	52.704	11.908
Total receivables	<u>579.966</u>	<u>557.849</u>
Cash on hand and demand deposits	241.701	154.681
Total current assets	<u>887.828</u>	<u>847.405</u>
Total assets	<u>1.832.757</u>	<u>1.699.897</u>

Statement of financial position at 31 December

All amounts in DKK.

<u>Note</u>	<u>2019</u>	<u>2018</u>
Equity and liabilities		
Equity		
Contributed capital	50.000	50.000
Results brought forward	-326.391	-265.787
Total equity	-276.391	-215.787
Liabilities other than provisions		
Leasing liabilities	0	12.135
Other payables	11.750	0
Total long term liabilities other than provisions	11.750	12.135
Short-term part of long-term liabilities	30.335	29.580
Bank debts	502.713	41.454
Trade payables	65.801	207.188
Payables to group enterprises	1.360.171	1.513.547
Other payables	138.378	111.780
Total short term liabilities other than provisions	2.097.398	1.903.549
Total liabilities other than provisions	2.109.148	1.915.684
Total equity and liabilities	1.832.757	1.699.897

- 1 Capital loss
- 2 Subsequent events
- 9 Charges and security
- 10 Contingencies
- 11 Related parties

Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity 1 January 2018	50.000	58.052	108.052
Profit or loss for the year brought forward	0	-323.839	-323.839
Equity 1 January 2019	50.000	-265.787	-215.787
Profit or loss for the year brought forward	0	-60.604	-60.604
	50.000	-326.391	-276.391

Notes

All amounts in DKK.

1. Capital loss

The company has lost all of its equity. For the financial year 2020, the management expects a positive result which will result in the company being able to respond to its obligations. The company expects to restore its equity within a shorter number of years.

The Company has received a letter of comfort from NoHo Partners Oyj, to ensure that the Company can continue its operations and meet their liabilities as they fall due, to the extent that money is not otherwise available.

2. Subsequent events

Since year end 2019, the COVID-19 restrictions have had a substantial impact on the business. The Company expects to get through the situation with own means and support from government packages, and the company expect to be in a better market position when the COVID-19 restrictions are lifted.

	<u>2019</u>	<u>2018</u>
3. Staff costs		
Salaries and wages	756.366	1.120.052
Pension costs	10.276	0
Other costs for social security	0	9.314
Other staff costs	42.967	0
	<u>809.609</u>	<u>1.129.366</u>
Average number of employees	<u>2</u>	<u>2</u>
4. Other financial income		
Interest income, group enterprises	<u>2.643</u>	<u>1.372</u>
	<u>2.643</u>	<u>1.372</u>
5. Other financial costs		
Financial costs, group enterprises	31.769	19.317
Other financial costs	<u>23.622</u>	<u>8.391</u>
	<u>55.391</u>	<u>27.708</u>

Notes

All amounts in DKK.

	<u>31/12 2019</u>	<u>31/12 2018</u>
6. Other fixtures and fittings, tools and equipment		
Cost 1 January 2019	189.726	173.226
Additions during the year	<u>0</u>	<u>16.500</u>
Cost 31 December 2019	<u>189.726</u>	<u>189.726</u>
Amortisation and writedown 1 January 2019	-43.169	-5.775
Depreciation for the year	<u>-24.996</u>	<u>-37.394</u>
Amortisation and writedown 31 December 2019	<u>-68.165</u>	<u>-43.169</u>
Carrying amount, 31 December 2019	<u>121.561</u>	<u>146.557</u>
7. Leasehold improvements		
Cost 1 January 2019	797.152	761.487
Additions during the year	<u>0</u>	<u>35.665</u>
Cost 31 December 2019	<u>797.152</u>	<u>797.152</u>
Depreciation and writedown 1 January 2019	-91.217	-12.691
Depreciation for the year	<u>-120.567</u>	<u>-78.526</u>
Depreciation and writedown 31 December 2019	<u>-211.784</u>	<u>-91.217</u>
Carrying amount, 31 December 2019	<u>585.368</u>	<u>705.935</u>
8. Deposits		
Additions during the year	<u>238.000</u>	<u>0</u>
Cost 31 December 2019	<u>238.000</u>	<u>0</u>
Carrying amount, 31 December 2019	<u>238.000</u>	<u>0</u>

Notes

All amounts in DKK.

9. Charges and security

The company has provided a payment guarantee of t.DKK 325 to Tivoli A/S, Company no. 10 40 49 16

For for group bank loans the company has provided security in company assets representing a nominal value of DKK 2.000.000. This security comprises simple receivables, goods receivables, inventory, intangible assets and operating equipment.

10. Contingencies

Contingent liabilities

Recourse guarantee commitments:

The company has guaranteed to Jyske Bank for all balances limited to DKK 10,000,000 in The Bird Group.

Rent commitments

The company has entered rent agreement with an yearly payment of DKK 758.338. The lease is interminable until 31. december 2022.

Joint taxation

With Nordic Hospitality Partners Denmark A/S, company reg. no 39427958 as administration company, the company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for 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 jointly taxed enterprises' total known net liability to the Danish tax authorities emerges from the financial statements of the administration company.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.

11. Related parties

Consolidated financial statements

The company is included in the consolidated financial statements of NoHo Partners Oyj, Hatanpään Valtatie 1B FI 33100

Accounting policies

The annual report for The Bird Tivoli 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.

Change in accounting estimates

During the financial year, the company changed the estimates of the depreciation period for plant and equipment, from the previous 3-5 years to 5-10 years. The background for the change is to give a more accurate picture of the asset's useful lives. The adjustment is a change in estimates that does not affect the comparative figures.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, other operating income, and external costs.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

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.

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.

Depreciation, amortisation, and writedown for impairment

Depreciation, amortisation, and writedown for impairment comprise depreciation, amortisation, and writedown for the year and profit and loss on the disposal of intangible and tangible assets.

Accounting policies

Financial income and expenses

Financial income and expenses comprise interest. Financial income and expenses are recognised in the income statement with the amounts concerning the financial year.

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 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

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown. Land is not depreciated.

The basis of depreciation is cost with deduction of 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 book value, the amortisation discontinues.

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

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

	Useful life
Other fixtures and fittings, tools and equipment	5-10 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 under depreciation.

Accounting policies

Investments

Other financial instruments and equity investments

Financial instruments and equity investments recognised under non-current assets comprise listed bonds and shares measured at fair value on the reporting date. Listed financial instruments are measured at market price.

Other unlisted financial instruments are measured at cost. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

Deposits

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

Inventories

Inventories are measured at cost on the basis of weighted measured average prices. In cases when the net realisable value is lower than the cost, the latter is written down for impairment to this lower value.

Receivables

Receivables are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, they are written down for impairment to the net realisable value.

Prepayments

Prepayments recognised under assets comprise incurred costs concerning the following financial year.

Cash on hand and demand deposits

Cash on hand and demand deposits comprise cash at bank and on hand.

Liabilities other than provisions

Other liabilities other than provisions are measured at amortised cost which usually corresponds to the nominal value.

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Lasse Jørgen Wiwe

Direktør

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Daniel Vesti Knuttel

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