

Annual report 1 June - 31 December 2017

Company reg. no. 38 69 20 46

GG Engvej 155 Holding ApS

c/o Gefion Group A/S

Østergade 1, 2.

1100 København K

The annual report have been submitted and approved by the general meeting on 31 May 2018.



Thomas Færch
Chairman of the meeting

Notes to users of the English version of this document:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points remain unchanged from the Danish version of the document. This means that for instance DKK 146.940 is the same as the English amount of DKK 146,940, and that 23,5 % is the same as the English 23.5 %.

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Management's report

The managing director has today presented the annual report of GG Engvej 155 Holding ApS for the financial year 1 June to 31 December 2017.

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


I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2017 and of the company's results of its activities in the financial year 1 June to 31 December 2017.

I am of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

København K, 31 May 2018

Managing Director



Thomas Færch

Independent auditor's report

To the shareholders of GG Engvej 155 Holding ApS

Opinion

We have audited the annual accounts of GG Engvej 155 Holding ApS for the financial year 1 June to 31 December 2017, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 June to 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 and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

Independent auditor's report

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts reflect 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 the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

Independent auditor's report

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, 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 believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Glostrup, 31 May 2018

PKF Munkebo Vindelev
State Authorised Public Accountants
Company reg. no. 14 11 92 99



Peter Krogsrud Eriksen
State Authorised Public Accountant
MNE-nr. 34335

Company data

The company

GG Engvej 155 Holding ApS
c/o Gefion Group A/S
Østergade 1, 2.
1100 København K

Company reg. no. 38 69 20 46
Established: 1 June 2017
Domicile: The City of Copenhagen
Financial year: 1 June - 31 December
1st financial year

Managing Director

Thomas Færch

Auditors

PKF Munkebo Vindelev, Statsautoriseret Revisionsaktieselskab
Hovedvejen 56
2600 Glostrup

Bankers

Handelsbanken, Amaliegade 3, 1256 København K

Parent company

Gefion Group A/S

Subsidiary

GG Development 8 ApS, København K

Financial highlights

DKK in thousands.	<u>2017</u>
Profit and loss account:	
Gross loss	-20
Results from operating activities	-20
Net financials	-3.585
Results for the year	-2.812
Balance sheet:	
Balance sheet sum	32.947
Equity	-2.762

The financial highlights for 2017 comprise the period 1 June - 31 December.

Management's review

The principal activities of the company

The principal activities of the company are project development within real estate and related activities.

Development in activities and financial matters

The results from ordinary activities after tax are DKK -2.812.485. The management consider the results satisfactory.

The company has lost more than half of the share capital and is therefore subject to the Company Act § 119. The company expects to restore the capital through future earnings.

Events subsequent to the financial year

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

Accounting policies used

The annual report for GG Engvej 155 Holding ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

THE PROFIT AND LOSS ACCOUNT

Gross loss

The gross loss comprises other external costs.

Other external costs comprise costs for administration.

Net financials

Net financials comprise interest. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

Accounting policies used

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

THE BALANCE SHEET

Financial fixed assets

Equity investment in group enterprise

Equity investment in group enterprise is recognised in the balance sheet at a proportional share under the equity method, the value being calculated on the basis of the accounting policies of the parent company by the deduction or addition of unrealised intercompany profits and losses, and with the addition or deduction of residual value of positive or negative goodwill measured by applying the acquisition method.

Group enterprise with negative equity is recognised without any value, and to the extent they are considered irrevocable, amounts owed by these companies are written down by the parent's share of the equity. If the negative equity exceeds the debtors, the residual amount is recognised under liability provisions to the extent the parent has a legal or actual liability to cover the negative equity of the subsidiary.

To the extent the equity exceeds the cost, the net revaluation of equity investment in group enterprise is transferred to the reserves under the equity for net revaluation as per the equity method. Dividend from group enterprise expected to be decided before the approval of this annual report are not subject to a limitation of the revaluation reserves. The reserves are adjusted by other equity movements in group enterprise.

Newly taken over or newly established companies are recognised in the annual accounts as of the time of acquisition. Sold or liquidated companies are recognised at the time of cession.

In connection with the acquisition of new group enterprises, the acquisition method is applied, by which the acquirees' assets and liabilities are measured at fair value at the time of acquisition. Provisions for payment of costs for decided restructuring activities in the acquirees in relation to the acquisition are recognised. The tax effect of the revaluations carried out is taken into consideration.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Available funds

Available funds comprise cash at bank.

Accounting policies used

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, GG Engvej 155 Holding ApS is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

Liabilities are measured at amortised cost which usually corresponds to the nominal value.

Profit and loss account

<u>Note</u>	<u>1/6 - 31/12 2017</u>
Gross loss	-20.345
Other financial income from group enterprises	45.665
Writedown relating to financial assets	-13.162
1 Other financial costs	-3.617.908
Results before tax	-3.605.750
2 Tax on ordinary results	793.265
Results for the year	-2.812.485
 Proposed distribution of the results:	
Allocated from results brought forward	-2.812.485
Distribution in total	-2.812.485

Balance sheet

Assets		
<u>Note</u>		<u>31/12 2017</u>
Fixed assets		
3	Equity investment in group enterprise	30.036.838
	Financial fixed assets in total	<u>30.036.838</u>
	Fixed assets in total	<u>30.036.838</u>
Current assets		
	Amounts owed by group enterprises	2.053.631
4	Deferred tax assets	792.778
	Debtors in total	<u>2.846.409</u>
	Available funds	<u>64.005</u>
	Current assets in total	<u>2.910.414</u>
	Assets in total	<u>32.947.252</u>

Balance sheet

<u>Note</u>	<u>31/12 2017</u>
Equity and liabilities	
Equity	
5 Contributed capital	50.000
6 Results brought forward	<u>-2.812.485</u>
Equity in total	<u>-2.762.485</u>
 Liabilities	
Debt to group enterprises	3.646.107
Other debts	<u>32.063.630</u>
Short-term liabilities in total	<u>35.709.737</u>
 Liabilities in total	 <u>35.709.737</u>
 Equity and liabilities in total	 <u>32.947.252</u>
 7 Mortgage and securities	
8 Contingencies	

Notes

	<u>1/6 - 31/12 2017</u>
1. Other financial costs	
Financial costs, group enterprises	69.278
Other financial costs	<u>3.548.630</u>
	<u>3.617.908</u>
2. Tax on ordinary results	
Tax of the results for the year, parent company	-487
Adjustment for the year of deferred tax	<u>-792.778</u>
	<u>-793.265</u>
	<u>31/12 2017</u>
3. Equity investment in group enterprise	
Additions during the year	<u>30.050.000</u>
Cost 31 December 2017	<u>30.050.000</u>
Results for the year before goodwill amortisation	<u>-13.162</u>
Writedown 31 December 2017	<u>-13.162</u>
Book value 31 December 2017	<u>30.036.838</u>

The financial highlights for the enterprise according to the latest approved annual report

	Share of ownership	Equity	Results for the year	Book value at GG Engvej 155 Holding ApS
GG Development 8 ApS, København K	100 %	30.036.838	-13.162	30.036.838

Notes

	<u>31/12 2017</u>
4. Deferred tax assets	
Deferred tax of the results for the year	<u>792.778</u>
	<u>792.778</u>
The following items are subject to deferred tax:	
Cost of borrowing	-176.301
Losses brought forward from previous years	<u>969.079</u>
	<u>792.778</u>
5. Contributed capital	
Contributed capital 1 June 2017	<u>50.000</u>
	<u>50.000</u>
6. Results brought forward	
Profit or loss for the year brought forward	<u>-2.812.485</u>
	<u>-2.812.485</u>
7. Mortgage and securities	
As security for other debts, t.DKK 32.850, mortgage has been granted on equity investment in group enterprise representing a book value of t.DKK 30.087 at 31 December 2017.	
Furthermore the company has provided security comprising the company's available funds in Handelsbanken representing a total book value of t.DKK 64.	
8. Contingencies	
Joint taxation	
Gefion Group A/S, company reg. no 37 04 25 60 being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.	
The jointly taxed enterprises' total, known net liability to the Danish tax authorities appears from the annual accounts of the administration company.	