

Teglholmen, Byggefelt B A/S

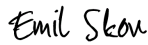
c/o Cobblestone A/S
Adelgade 15, 2., 1304 København K

CVR no. 38 83 36 69

Annual report 2022

Approved at the Company's annual general meeting on 2 May 2023

Chair of the meeting:

DocuSigned by:

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Emil Skov

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Tegllholmen, Byggefelt B A/S for the financial year 1 January - 31 December 2022.

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 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

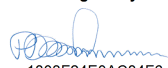
We recommend that the annual report be approved at the annual general meeting.

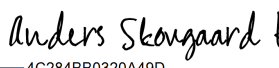
Copenhagen, 2 May 2023
Executive Board:

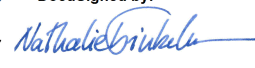
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Anders Skovgaard Klingbeil

Board of Directors:

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Peter Matzen Drachmann
Chairman

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Anders Skovgaard Klingbeil

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Nathalie Marion-Denise
Winkelmann

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Albert Cornelis Tol

Independent auditor's report

To the shareholders of Teglholmen, Byggefelt B A/S

Opinion

We have audited the financial statements of Teglholmen, Byggefelt B A/S for the financial year 1 January - 31 December 2022, 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 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022 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' 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.

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.

Copenhagen, 2 May 2023
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

DocuSigned by:



9D8785FCECD0402
Kaare K. Lennhoff

State Authorised Public Accountant
mne33819

Management's review

Company details

Name	Teglholmen, Byggefelt B A/S
Address, Postal code, City	c/o Cobblestone A/S Adelgade 15, 2., 1304 København K
CVR no.	38 83 36 69
Established	3 August 2017
Registered office	Copenhagen
Financial year	1 January - 31 December
Board of Directors	Peter Matzen Drachmann, Chairman Anders Skovgaard Klingbeil Nathalie Marion-Denise Winkelmann Albert Cornelis Tol
Executive Board	Anders Skovgaard Klingbeil
Auditors	EY Godkendt Revisionspartnerselskab Dirch Passers Allé 36, P.O. Box 250, 2000 Frederiksberg, Denmark

Management commentary

Business review

The Company's objective is to buy and possess real estate and other hereby related activities.

Financial review

The income statement for 2022 shows a loss of DKK 7,579 thousand against a profit of DKK 10,504 thousand last year, and the balance sheet at 31 December 2022 shows equity of DKK 33,048 thousand. Management considers the Company's financial performance in the year satisfactory.

As the company's purpose is investment in properties, the Company is affected by changes in the property market, including the general economic conditions.

The market situation in the real estate sector is affected by uncertainty, as a result of high inflation and increasing interest rates. However, the company's activities have not been significantly affected by this.

The uncertainty related to interest rates and yields has created a gap between buyers' and sellers' expectation to prices of properties which is reflected in the lower transaction volume for investment properties in late 2022.

This has been reflected in the valuation of the company's properties.

Events after the balance sheet date

The Company has granted a tax-free contribution to Teglholmen, Byggefelt B Parkering ApS of DKK 20,438 thousand in February 2023.

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

Financial statements 1 January - 31 December

Income statement

Note	DKK'000	2022	2021
	Gross profit	7,428	7,284
	Fair value adjustment of investment property	-11,000	12,500
	Profit/loss before net financials	-3,572	19,784
	Income from investments in group enterprises	23	-99
3	Financial expenses	-6,174	-6,190
	Profit/loss before tax	-9,723	13,495
4	Tax for the year	2,144	-2,991
	Profit/loss for the year	-7,579	10,504
	Recommended appropriation of profit/loss		
	Proposed dividend recognised under equity	1,277	4,256
	Retained earnings/accumulated loss	-8,856	6,248
		-7,579	10,504

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2022	2021
	ASSETS		
	Fixed assets		
5	Property, plant and equipment		
6	Investment property	251,400	262,400
		<u>251,400</u>	<u>262,400</u>
7	Investments		
	Investments in group enterprises	0	0
		<u>0</u>	<u>0</u>
	Total fixed assets	<u>251,400</u>	<u>262,400</u>
	Non-fixed assets		
	Receivables		
	Receivables from group enterprises	8,687	8,781
	Other receivables	147	141
		<u>8,834</u>	<u>8,922</u>
	Cash	10,435	14,198
	Total non-fixed assets	<u>19,269</u>	<u>23,120</u>
	TOTAL ASSETS	<u><u>270,669</u></u>	<u><u>285,520</u></u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2022	2021
	EQUITY AND LIABILITIES		
	Equity		
	Share capital	500	500
	Retained earnings	31,271	40,127
	Dividend proposed	1,277	4,256
	Total equity	<u>33,048</u>	<u>44,883</u>
	Provisions		
	Deferred tax	13,836	15,980
	Total provisions	<u>13,836</u>	<u>15,980</u>
	Liabilities other than provisions		
8	Non-current liabilities other than provisions		
	Mortgage debt	129,100	129,100
	Payables to group entities	90,000	90,000
		<u>219,100</u>	<u>219,100</u>
	Current liabilities other than provisions		
	Trade payables	406	842
	Deposits	4,137	4,225
	Other payables	142	490
		<u>4,685</u>	<u>5,557</u>
	Total liabilities other than provisions	<u>223,785</u>	<u>224,657</u>
	TOTAL EQUITY AND LIABILITIES	<u>270,669</u>	<u>285,520</u>

- 1 Accounting policies
- 2 Staff costs
- 9 Contractual obligations and contingencies, etc.
- 10 Collateral

Financial statements 1 January - 31 December

Statement of changes in equity

DKK'000	Share capital	Retained earnings	Dividend proposed	Total
Equity at 1 January 2022	500	40,127	4,256	44,883
Transfer through appropriation of loss	0	-8,856	1,277	-7,579
Dividend distributed	0	0	-4,256	-4,256
Equity at 31 December 2022	500	31,271	1,277	33,048

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Teglholmen, Byggefelt B A/S for 2022 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.

In accordance with section 110(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

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

Reporting currency

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

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Revenue (rent) is recognized in the income statement, when the company has achieved final rights for the sale. Revenue is recognized linear over the terms of the contracts.

Gross profit

The items revenue, property expenses and external expenses have been aggregated into one item in the income statement called gross profit in accordance with section 32 of the Danish Financial Statements Act.

Property expenses

Property expenses include expenses relating to renting out the Company's investment property, including expenses relating to running and maintaining such property.

Other external expenses

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

Profit/loss from investments in subsidiaries

The item includes dividend received from subsidiaries in so far as the dividend does not exceed the accumulated earnings in the subsidiary in the period of ownership.

Financial expenses

Financial expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Tax

Tax for the year includes 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 recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet

Investment property

On initial recognition, investment property is measured at cost. Investment property is subsequently measured at fair value, and the value adjustment for the year is recognised in the income statement under the item "Fair value adjustment of investment property". The fair value is based on the expected future cash flows for the investment property.

Investments in subsidiaries

Investments in subsidiaries and associates are measured at cost, which includes the cost of acquisition calculated at fair value plus direct costs of acquisition. If there is evidence of impairment, an impairment test is conducted. Where the carrying amount exceeds the recoverable amount, a write-down is made to such lower value.

Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Receivables in respect of which there is no objective evidence of individual impairment are tested for objective evidence of impairment on a portfolio basis. The portfolios are primarily based on the debtors' domicile and credit ratings in line with the Company's risk management policy. The objective evidence applied to portfolios is determined based on historical loss experience.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

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

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Payables to credit institutions

Mortgage debt is recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, mortgage debt is measured at amortised cost, using the effective interest rate method. Borrowing costs, including capital losses, are recognised as financing costs in the income statement over the term of the loan.

Other payables

Other payables are measured at net realisable value.

Fair value

The fair value measurement is based on the principal market. If no principal market exists, the measurement is based on the most advantageous market, i.e. the market that maximises the price of the asset or liability less transaction and/or transport costs.

All assets and liabilities which are measured at fair value, or whose fair value is disclosed, are classified based on the fair value hierarchy, see below:

Level 1: Value in an active market for similar assets/liabilities

Level 2: Value based on recognised valuation methods on the basis of observable market information

Level 3: Value based on recognised valuation methods and reasonable estimates (non-observable market information).

Financial statements 1 January - 31 December

Notes to the financial statements

2 Staff costs

The Company has no employees.

DKK'000	2022	2021
3 Financial expenses		
Interest expenses, group entities	4,950	4,950
Other financial expenses	1,224	1,240
	<u>6,174</u>	<u>6,190</u>
4 Tax for the year		
Deferred tax adjustments in the year	-2,144	2,991
	<u>-2,144</u>	<u>2,991</u>

5 Property, plant and equipment

DKK'000	Investment property
Cost at 1 January 2022	<u>189,724</u>
Cost at 31 December 2022	<u>189,724</u>
Revaluations at 1 January 2022	72,676
Value adjustments for the year	<u>-11,000</u>
Revaluations at 31 December 2022	<u>61,676</u>
Carrying amount at 31 December 2022	<u>251,400</u>

Note 10 provides more details on security for loans, etc. as regards property, plant and equipment.

6 Investment property

Fair value estimation

The fair value of investment properties are estimated for every single property on the basis of the budget for the coming year, adjusted for fluctuations of a one-off nature. This adjusted budget reflects "normalised" results of operations and is used in combination with a relevant yield requirement to estimate the fair value based on a yield-based model.

Jonas Lang LaSalle SE are as independent valuers consulted for purposes of estimating the fair values.

Significant fair value assumptions:

The most significant fair value assumptions are:

Residential area (total): 6,672 sqm

Vacancy based on area: 0.0%

Net Initial Yield: 3.66 %

Average rent: 1,807 DKK/sqm/year (actual rent)

Operating costs: 499 DKK/sqm/year (estimated)

Hereof, maintenance costs: 71 DKK/sqm/year (estimated)

Managements costs: 3,600 DKK/unit/year (estimated)

Financial statements 1 January - 31 December

Notes to the financial statements

7 Investments

DKK'000	Investments in group enterprises
Cost at 1 January 2022	100
Cost at 31 December 2022	100
Value adjustments at 1 January 2022	-100
Value adjustments at 31 December 2022	-100
Carrying amount at 31 December 2022	0

Subsidiaries

Name	Interest	Equity DKK'000	Profit/loss DKK'000
Teglholmen, Byggefelt B Parkering ApS	100.00%	-11,751	23

8 Non-current liabilities other than provisions

DKK'000	Total debt at 31/12 2022	Repayment, next year	Long-term portion	Outstanding debt after 5 years
Mortgage debt	129,100	0	129,100	129,100
Payables to group entities	90,000	0	90,000	90,000
	<u>219,100</u>	<u>0</u>	<u>219,100</u>	<u>219,100</u>

9 Contractual obligations and contingencies, etc.

Other contingent liabilities

The Company is jointly taxed with its parent, PADKPP ApS, which acts as management company, and is jointly and severally liable with other jointly taxed group entities.

Teglholmen, Byggefelt B A/S has issued a declaration of support in which they guarantee to provide liquidity to Teglholmen, Byggefelt B Parkering ApS if necessary for them to meet their current obligations. This letter will expire on 31 May 2023.

10 Collateral

As securities for the Company's mortgage debt, assets worth a total of t.DKK 251,400 have been pledge as collateral or otherwise charged.