

**ITP II GP ApS**  
Amalievej 20  
1875 Frederiksberg C  
Business Registration No  
39177331

**Annual report 20.12.2017  
- 31.12.2018**

The Annual General Meeting adopted the annual report on 06.06.2019

**Chairman of the General Meeting**

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Name: Henrik Lundqvist

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## Entity details

### Entity

ITP II GP ApS  
Amalievej 20  
1875 Frederiksberg C

Central Business Registration No (CVR): 39177331

Founded: 20.12.2017

Registered in: Frederiksberg

Financial year: 20.12.2017 - 31.12.2018

### Executive Board

Otto Frederik Juel Reventlow  
Henrik Lundqvist  
Celine Emilie Gaelle Claudon

### Auditors

Deloitte Statsautoriseret Revisionspartnerselskab  
Weidekampsgade 6  
P.O. 1600  
0900 Copenhagen

## Statement by Management on the annual report

The Executive board has today considered and approved the annual report of ITP II GP ApS for the financial year 20.12.2017 - 31.12.2018.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 20.12.2017 - 31.12.2018.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Frederiksberg, 06.06.2019

### Executive Board

Otto Frederik Juel Reventlow

Henrik Lundqvist

Celine Emilie Gaelle Claudon

# Independent auditor's report

## To the shareholders of ITP II GP ApS

### Opinion

We have audited the financial statements of ITP II GP ApS for the financial year 20.12.2017 - 31.12.2018, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 20.12.2017 - 31.12.2018 in accordance with the Danish Financial Statements Act.

### Basis for opinion

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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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.

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:

## Independent auditor's report

- 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

## Independent auditor's report

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Copenhagen, 06.06.2019

### Deloitte

Statsautoriseret Revisionspartnerselskab  
Central Business Registration No (CVR)  
33963556

Bill Haudal Pedersen  
State Authorised Public Accountant  
Identification No (MNE) mne30131

Michael Thorø Larsen  
State Authorised Public Accountant  
Identification No (MNE) mne35823

## Management commentary

### Primary activities

The purpose of the Entity is to be the general partner of the IWC Timberland Partners II K/S and in this connection to exercise certain special rights in the limited partnership.

### Development in activities and finances

The Company has been established on December 20, 2017, and the main activity of the company has been the management of IWC Timberland Partners II K/S ("ITP II").

The purpose and objective of IWC Timberland Partners II K/S is, by acting as a fund-of-fund, to make, manage, and dispose of sustainably managed forest investments and related assets. In accordance with the limited partnership agreement for IWC Timberland Partners II K/S, the investment manager is IWC Investment Partner A/S.

### Economic development

The income statement for the financial year 2017/18 for ITP II GP ApS shows a profit of DKK 222.787 and the Company's balance sheet as of 31 December, 2018 shows equity of DKK 272.787. The economic development of the Company has been as expected.

### Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.



## Income statement for 2017/18

	<u>Notes</u>	<u>2017/18</u> <u>DKK</u>
Revenue		285.625
<b>Gross profit/loss</b>		<b>285.625</b>
Other operating expenses		255
<b>Operating profit/loss</b>		<b>285.880</b>
Other financial expenses		(255)
<b>Profit/loss before tax</b>		<b>285.625</b>
Tax on profit/loss for the year		(62.838)
<b>Profit/loss for the year</b>		<b>222.787</b>
<b>Proposed distribution of profit/loss</b>		
Retained earnings		222.787
		<b>222.787</b>

## Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2017/18</u> <u>DKK</u>
Receivables from group enterprises		290.556
<b>Receivables</b>		<b>290.556</b>
<b>Cash</b>		<b>63.194</b>
<b>Current assets</b>		<b>353.750</b>
<b>Assets</b>		<b>353.750</b>

## Balance sheet at 31.12.2018

	<u>Notes</u>	<b>2017/18</b> <b>DKK</b>
Contributed capital		50.000
Retained earnings		<u>222.787</u>
<b>Equity</b>		<b><u>272.787</u></b>
Income tax payable		62.838
Other payables		<u>18.125</u>
<b>Current liabilities other than provisions</b>		<b><u>80.963</u></b>
<b>Liabilities other than provisions</b>		<b><u>80.963</u></b>
<b>Equity and liabilities</b>		<b><u>353.750</u></b>
Staff costs	1	
Contingent liabilities	2	

## Statement of changes in equity for 2017/18

	<b>Contributed capital DKK</b>	<b>Retained earnings DKK</b>	<b>Total DKK</b>
Contributed upon formation	50.000	0	50.000
Profit/loss for the year	0	222.787	222.787
<b>Equity end of year</b>	<b>50.000</b>	<b>222.787</b>	<b>272.787</b>

## Notes

	<u>2017/18</u>
<b>1. Staff costs</b>	
Average number of employees	<u>0</u>

### 2. Contingent liabilities

The Entity is liable, as general partner, for the liabilities in IWC Timberland Partners II K/S without limit and has a joint and several liability.

The Entity participates in a joint taxation arrangement in which International Woodland Company Holding A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable from the financial year 2017 for income taxes ect for the jointly taxed entities and from 1 July 2012 also for obligations, if any, relating to the withholding of tax interest, royalties and dividend for the jointly taxed entites.

## Accounting policies

### Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The annual report for the company is presented in its functional currency, DKK.

### Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

### Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

### Income statement

#### Revenue

Revenue consists of management fee from IWC Timberland Partners II K/S.

#### Other operating expenses

Other operating expenses comprise expenses relating to the Entity's ordinary activities, including expenses for bank, audit, legal fee and reimbursement of costs from IWC Timberland Partners II K/S.

#### Other financial expenses

Other financial expenses consists of bank interest.

## Accounting policies

### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

### Balance sheet

#### Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

#### Cash

Cash comprises cash in hand and bank deposits.

#### Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

#### Income tax receivable or payable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax

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## Bill Haudal Pedersen

Revisor

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## Celine Emilie Gaelle Claudon

Direktionsmedlem

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## Henrik Lundqvist

Dirigent

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## Michael Thorø Larsen

Revisor

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## Otto Frederik luel Reventlow

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