

Orange 3 ApS

Amaliegade 15, 2. sal, 1256 København K

CVR No. 39 21 19 47

Annual report

For the year ended 31 December 2019 (01.10.18 - 31.12.19)

Approved at the annual general meeting, on 25/ 3 2020

Chairman:

Thomas Them

Contents

Statement by Management on the annual report	3
Independent auditors' report on the financial statements	4
Management's review	7
Financial statements for the period 1 October 2018 - 31 December 2019	9
Income statement	9
Balance sheet	10
Statement of changes in equity	11
Notes	12

Statement by Management on the annual report

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Orange 3 ApS for the financial year 1 October 2018 – 31 December 2019.

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

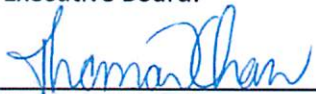
In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 1 October 2018 – 31 December 2019.

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

We recommend the adoption of the annual report at the annual general meeting.

Copenhagen, 25/3 2020

Executive Board:



Thomas Esben Khan

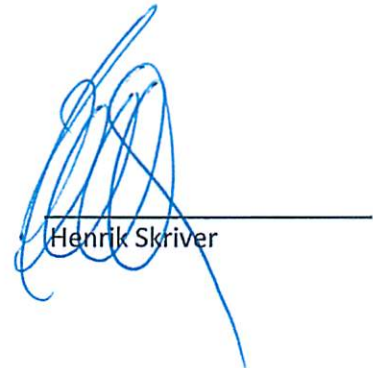
Board of Directors



Kevin Jeremiah Cahill
Chairman



Thomas Esben Khan



Henrik Skriver

Independent auditors' report

To the shareholders of Orange Property Holding ApS

Opinion

We have audited the financial statements of Orange 3 ApS for the financial year 1 October 2018 – 31 December 2019, which comprise an 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 company at 31 December 2019, and of the results of the company operations for the financial year 1 October 2018 – 31 December 2019 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 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' 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.

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

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.
- 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

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 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 Statements Act. We did not identify any material misstatement of the Management's review.

Odense, 25/3 2020

Ernst & Young

Godkendt Revisionspartnerselskab

CVR No. 30 70 02 28


Morten Schougaard Sørensen

State Authorised

Public Accountant

mne 32129

Management's review

Company details

Name Orange 3 ApS
Address, Postal code, City Amaliegade 15, 2. sal, 1256 København K

CVR No. 39 21 19 47
Established 29 December 2017
Registered office Copenhagen
Financial year 01.10.18 - 31.12.19

Supervisory Board Kevin Jeremiah Cahill, chairman
Thomas Esben Khan
Henrik Skriver

Executive board Thomas Esben Khan

Auditors Ernst & Young Godkendt Revisionspartnerselskab
Englandsgade 25, P O Box 200, 5100 Odense C, Denmark

Management's review

The company's primary activities and company details

The company's purpose is to conduct business as a holding company, invest in real estate, administrate and manage real estate as well as other related activities.

Significant changes in business and economic conditions

The property was finalised in 2019 and is fully let by the end of 2019.

Uncertainties relating to recognition and measurement in the financial statements

Investments are valued at their fair values, according to the description in Accounting policies.

The valuation includes accounting estimates and such valuation is therefore subject to some uncertainty. Please refer to note 4.

Changes in accounting policies

The company has effective from 1st October 2018 chosen to measure assets destined for sale as investment property, as this is believed to be a more accurate presentation regarding the company's purpose with investment properties. Comparative figures has been changed in accordance with the new policy.

The construction of the property was finished in the financial year. The company has assessed that the value adjustment to fair value is related to both current financial year and prior financial year.

As a result of the change the investment property in the balance is increased with DKK 30.459 thousand at 31 december 2019. The fair value adjustments is divided with 24,459 thousand DKK to 2017/18 and 6,000 thousand DKK to 2018/19

The profit for 2017/2018 is increased with DKK 19,078 thousand after tax from a result of DKK 8 thousand to a profit of DKK 19,070 thousand. The profit for 2018/2019 is increased with DKK 4,680 thousand after tax from a result of DKK 690 thousand to a profit of DKK 5,370 thousand.

The equity 31/12 2019 is increased with DKK 23.758 thousand after tax, as a result of the changes in accounting policies.

The amendment of how the value adjustment is divided between between 2017/18 and 2018/19 are subject to uncertainty and based on estimate.

Post balance sheet events

In 2020 Denmark and the rest of the world is affected by the COVID-19 virus. Management does not expect that the virus will have material impact on the valuation of the properties or the financial position of the company.

Financial statements for the period 1 October 2018 - 31 December 2019

Income statement

Notes	DKK	01.10.2018 - 31.12.2019	29.12.2017 - 30.09.2018
	Gross profit/loss	<u>932.722</u>	<u>-8.627</u>
4	Fair value adjustment of investment property	6.000.000	24.459.000
2	Financial expenses	<u>-49.858</u>	<u>0</u>
	Profit/loss before tax	6.882.864	24.450.373
3	Tax for the year	<u>-1.513.230</u>	<u>-5.379.980</u>
	Profit/loss for the year	<u>5.369.634</u>	<u>19.070.393</u>
	Recommended appropriation of the profit/loss for the year		
	Retained earnings	<u>5.369.634</u>	<u>19.070.393</u>
		<u>5.369.634</u>	<u>19.070.393</u>

Financial statements for the period 1 October 2018 - 31 December 2019

Balance sheet

Notes DKK	<u>01.10.2018 - 31.12.2019</u>	<u>29.12.2017 - 30.09.2018</u>
Assets		
Non-current assets		
Investment Property	77.900.000	33.559.000
4 Investments	<u>77.900.000</u>	<u>33.559.000</u>
Total non-current assets	<u>77.900.000</u>	<u>33.559.000</u>
Current assets		
Prepayments	2.600	0
Other receivables	121.000	133.295
Receivables	<u>123.600</u>	<u>133.295</u>
Cash	<u>325.813</u>	<u>373</u>
Total current assets	<u>449.413</u>	<u>133.668</u>
Total assets	<u><u>78.349.413</u></u>	<u><u>33.692.668</u></u>

Financial statements for the period 1 October 2018 - 31 December 2019

Balance sheet

Notes DKK	<u>01.10.2018 - 31.12.2019</u>	<u>29.12.2017 - 30.09.2018</u>
Equity and liabilities		
Equity		
5 Share Capital	50.000	50.000
Retained earnings	24.440.027	19.070.393
Total equity	<u>24.490.027</u>	<u>19.120.393</u>
Provisions		
Provisions for deferred tax	6.700.980	5.379.980
6 Total provisions	<u>6.700.980</u>	<u>5.379.980</u>
Liabilities		
Mortgage debt	44.329.988	7.372.295
Other payables	1.486.800	0
7 Long-Term liabilities	<u>45.816.788</u>	<u>7.372.295</u>
7 Current portion of long-term liabilities	395.596	0
Trade payables	71.050	1.820.000
Payables to group entities	475.000	0
Corporate tax payables	193.230	0
Other payables	206.743	0
Short-term liabilities	<u>1.341.619</u>	<u>1.820.000</u>
Total liabilities	<u>53.859.386</u>	<u>14.572.275</u>
Total equity and liabilities	<u>78.349.413</u>	<u>33.692.668</u>
8 Security for loans		
9 Contractual obligations and contingencies, etc.		
10 Related parties		

Financial statements for the period 1 October 2018 - 31 December 2019

Statement of changes in equity

(DKK)	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1/10 2018	50.000	19.070.393	19.120.393
Profit/loss for the year	<u>0</u>	<u>5.369.634</u>	<u>5.369.634</u>
Equity at 31/12 2019	<u>50.000</u>	<u>24.440.027</u>	<u>24.490.027</u>

Financial statements for the period 1 October 2018 - 31 December 2019

Notes

1. Accounting policies

The annual report of Orange 3 ApS has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

Changes in accounting policies

The company has effective from 1st October 2018 chosen to measure assets destined for sale as investment property, as this is believed to be a more accurate presentation regarding the company's purpose with investment properties. Comparative figures has been changed in accordance with the new policy.

The construction of the property was finished in the financial year. The company has assessed that the value adjustment to fair value is related to both current financial year and prior financial year.

As a result of the change the investment property in the balance is increased with DKK 30.459 thousand at 31 december 2019. The fair value adjustments is divided with 24,459 thousand DKK to 2017/18 and 6,000 thousand DKK to 2018/19

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The equity 31/12 2019 is increased with DKK 23.758 thousand after tax, as a result of the changes in accounting policies.

The amendment of how the value adjustment is divided between between 2017/18 and 2018/19 are subject to uncertainty and based on estimate.

Reporting currency

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

Income Statement

Revenue

Revenue comprises rental income from the leases of properties. Revenue is recognized on an actual basis.

Revenue is measured net of all types of discounts/rebates granted. Also, revenue is measured net of VAT and other indirect taxes charged on behalf of third parties.

Financial statements for the period 1 October 2018 - 31 December 2019

Notes

1. Accounting policies - continued

Gross profit

With reference to section 32 of the Danish Financial Statements Act, the items 'Revenue', 'Cost of sale', 'Other external expenses' and 'Other operating income' are consolidated into one item designated 'Gross margin'.

Other external expenses

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

Financial income and expenses

Financial income and expenses are recognized in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses, etc.

Tax

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

The entity and its Danish group entities are taxed on a joint basis. The Danish income tax charge is allocated between profit-making and loss-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to the current rates applicable to interest allowance, and jointly taxed companies having paid too little tax pay, as a maximum, a surcharge according to the current rates applicable to interest surcharges to the management company.

Financial statements for the period 1 October 2018 - 31 December 2019

Notes

1. Accounting policies - continued

Balance sheet

Investment property

Investment properties are measured at cost at first recognition. After the first recognition investment properties are measured at fair value. Fair value is measured based on yield for comparable properties. Annual changes in fair value is recognized in the income statement.

Receivables

Receivables are measured at amortized cost, which usually corresponds to the nominal value. Provisions are made for bad debts on the basis of objective evidence that a receivable or a group of receivables are impaired. Provisions are made to the lower of the net realizable value and the carrying amount.

Cash and cash equivalents

Cash comprises cash balances and bank balances.

Corporation tax

Current tax payable and receivable is recognized in the balance sheet as the estimated tax charge in respect

Provisions for deferred tax are calculated, based on the liability method, of all temporary differences

Deferred tax is measured according to the taxation rules and taxations rates applicable at the balance sheet date when the deferred tax is expected to crystallize as current tax. Deferred tax assets are recognized at the value at which they are expected to be utilized, either through elimination against tax on future earnings

Liabilities

Financial liabilities related to investment properties are measured at amortized cost.

Other liabilities are measured at net realizable value.

Financial statements for the period 1 October 2018 - 31 December 2019

Notes

DKK	01.10.2018 - 31.12.2019	29.12.2017 - 30.09.2018
2. Financial expenses		
Interest expenses, bank and others	49.858	0
	<u>49.858</u>	<u>0</u>
3. Tax for the year		
Estimated tax charge for the year	193.230	0
Deferred tax adjustments in the year	1.320.000	5.379.980
	<u>1.513.230</u>	<u>5.379.980</u>
4. Property, plant and equipment		
		Investment property
Cost at 1 October 2018		9.100.000
Additions		38.341.000
Cost at 31 December 2019		<u>47.441.000</u>
Value adjustment 1 October 2018		24.459.000
Adjustment for the year		6.000.000
Value adjustment 31 December 2019		<u>30.459.000</u>
Carrying amount at 31 December 2019		<u>77.900.000</u>

The valuation is based on an initial yield of 4,9%. If valuation was based on 4,75 % the value would be DKK 80.360 thousand and if based on 5,15% the value would be DKK 74.118 thousand. The earnings used for the valuation is the estimated rent and cost on a normalised basis.

	<u>2019</u>
5. Share capital	
Balance at 1 October 2018	50.000
Balance at 31 December 2019	<u>50.000</u>

6. Provisions

The provisions for deferred tax primarily relates to timing differences in respect of property.

7. Long-term liabilities

Of the long-term liabilities, DKK 43.280.355 falls due for payment after more than 5 years after the balance. Other payables comprise of deposits and prepaid rent.

8. Security for loans

As security for the company's mortgage debt, the company has placed assets with carrying amount of DKK 77.900.000.

Financial statements for the period 1 October 2018 - 31 December 2019

Notes

9. Contractual obligations and contingencies, etc.

The company is jointly taxed with Pineapple Odense Residential Komplementarselskab ApS, CVR no 37 15 44 90, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes as well as withholding taxes on interest, royalties and dividends.

10. Related parties

The company is included in the consolidated financial statements of Ares Management, L.P., Los Angeles, California. The consolidated financial statements can be obtained upon request from the parent company.