

ITP II Brazil Holding I K/S

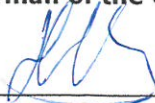
Amalievej 20
1875 Frederiksberg C
Business Registration No
39264692

**Annual report 16.01.2018
- 31.12.2018**

The Annual General Meeting adopted the annual report on

21/5-19

Chairman of the General Meeting



Name: Henrik Lundqvist

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Entity details

Entity

ITP II Brazil Holding I K/S
Amalievej 20
1875 Frederiksberg C

Central Business Registration No (CVR): 39264692

Founded: 16.01.2018

Registered in: Frederiksberg

Financial year: 16.01.2018 - 31.12.2018

Executive Board

Otto Frederik Juel Reventlow
Henrik Lundqvist
Celine Emilie Gaelle Claudon

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
Postboks 1600
0900 København C

Statement by Management on the annual report

The Executive Board has today considered and approved the annual report of ITP II Brazil Holding I K/S for the financial year 16.01.2018 - 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 16.01.2018 - 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, 08.05.2019

Executive Board

Otto Frederik Juel Reventlow

Henrik Lundqvist

Celine Emilie Gælle Claudon

Independent auditor's report

To the shareholders of ITP II Brazil Holding I K/S

Opinion

We have audited the financial statements of ITP II Brazil Holding I K/S for the financial year 16.01.2018 - 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 16.01.2018 - 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, 08.05.2019

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 carry out long-term sustainable investments in forestry and plantation establishment in Brazil, through equity participation in the Brazilian forest fund LACAN FLORESTAL II.

Development in activities and finances

Since the establishment of the Entity in 2018, the main activity has been investment in plantation establishment in Brazil via a Brazilian company, LACAN FLORESTAL II.

In accordance with a special agreement, this task has been performed in collaboration with the investment adviser, IWC Investment Patners A/S.

Economic Development

The economic development is primarily influenced by the adjustment of fair value in the underlying investments, the fair value adjustment of other investments in 2018 has been 248.203 USD.

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 2018

	<u>Notes</u>	<u>2018 USD</u>
Fair value adjustments of other investment assets		248.203
Gross profit/loss		248.203
Other operating expenses		(32.009)
Operating profit/loss		216.194
Other financial income		749
Other financial expenses		(27)
Profit/loss for the year		216.916
Proposed distribution of profit/loss		
Retained earnings		216.916
		216.916

Balance sheet at 31.12.2018

	<u>Notes</u>	2018 USD
Other investments		<u>4.235.735</u>
Fixed asset investments		<u>4.235.735</u>
Fixed assets		<u>4.235.735</u>
Other receivables		<u>1.431</u>
Receivables		<u>1.431</u>
Cash		<u>44.769</u>
Current assets		<u>46.200</u>
Assets		<u>4.281.935</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 USD</u>
Contributed capital		4.062.530
Retained earnings		<u>216.916</u>
Equity		<u>4.279.446</u>
Other payables		<u>2.489</u>
Current liabilities other than provisions		<u>2.489</u>
Liabilities other than provisions		<u>2.489</u>
Equity and liabilities		<u>4.281.935</u>
Staff costs	1	
Contingent liabilities	2	

Statement of changes in equity for 2018

	Contributed capital USD	Retained earnings USD	Total USD
Contributed upon formation	4.062.530	0	4.062.530
Profit/loss for the year	0	216.916	216.916
Equity end of year	4.062.530	216.916	4.279.446

Notes

	<u>2018</u>
1. Staff costs	
Average number of employees	<u>0</u>

2. Contingent liabilities

At 31 December 2018 the Partnership assumed an irrevocable commitment to investment of USD 15.0 million.

Of this a total amount of USD 12,0 million is still outstanding.

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. This financial statement are also in compliance with recognition and measurement requirements of the IFRS. The annual report has also been presented in accordance with the guidelines of ILPA, which has not made any impact on the income statement or balance sheet.

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

The accounting policies applied to these financial statements are consistent with those applied last year.

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

Fair value adjustments of other investment assets

Fair value adjustments of other investment assets comprise adjustments for the financial year of the Entity's investment assets measured at fair value at the balance sheet date.

Accounting policies

Other operating expenses

Other operating expenses comprise expenses of bank, audit, legal fee and remuneration to ITP II Brazil Holding GP I ApS.

Other financial income

Other financial income comprises exchange rate gain on distributions from other investment, interest income, including interest income on receivables from group enterprises, net capital gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Financial income and expenses consists of realised as well as unrealised exchange rate adjustments.

Balance sheet

Other investments

Other investments in the portfolio company are recorded at fair value. The fair value is complied at balance sheet date and is based on audited financial statements.

Unrealized and realized fair values of financials asstes are recognized in the income statement as fair value adjustments of other investment assets.

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.

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Otto Frederik Iuel Reventlow

Direktionsmedlem

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Henrik Lundqvist

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Celine Emilie Gaelle Claudon

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Michael Thorø Larsen

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