

# **Thornico Building K/S**

**Havnegade 36  
5000 Odense C**

**CVR no. 39 72 92 88**

**Annual report for 2020**

Adopted at the annual general meeting on 10 June 2021

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Thor Stadil  
chairman

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## **Statement by management on the annual report**

The supervisory board has today discussed and approved the annual report of Thornico Building K/S for the financial year 1 January - 31 December 2020.

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 2020 and of the results of the company's operations for the financial year 1 January - 31 December 2020.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Odense, 10 June 2021

### **Supervisory board**

Thor Stadil  
Chairman

Kirsten Malling Stadil

Christian Nicholas Rosenkrantz  
Stadil

## **Independent auditor's report**

### ***To the shareholder of Thornico Building K/S***

#### **Opinion**

We have audited the financial statements of Thornico Building K/S for the financial year 1 January - 31 December 2020, which comprise a summary of significant accounting policies, income statement, balance sheet and notes. The financial statements are prepared under 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 2020 and of the results of the company's operations for the financial year 1 January - 31 December 2020 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 are independent of the company in accordance with the International Ethics Standards Board for 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 the 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 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.

## **Independent auditor's report**

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.
- 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 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 management's review**

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

## **Independent auditor's report**

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether 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 management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that 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 management's review.

Odense, 10 June 2021

Deloitte  
Statsautoriseret Revisionspartnerselskab  
CVR no. 33 96 35 56

Gert Rasmussen  
State-authorized public accountant  
MNE no. mne35430

## Company details

### The company

Thornico Building K/S  
Havnegade 36  
5000 Odense C

CVR no.: 39 72 92 88

Reporting period: 1 January - 31 December 2020

Domicile: Odense

### Supervisory board

Thor Stadil, chairman  
Kirsten Malling Stadil  
Christian Nicholas Rosenkrantz Stadil

### Auditors

Deloitte  
Statsautoriseret Revisionspartnerselskab  
Tværkajen 5  
5100 Odense C

### Consolidated financial statements

The company is included in the group annual report of the parent company Thornico A/S, Odense cvr no. 15960205 (smallest group) and parent company Thornico Holding A/S, Odense cvr no. 35258000 (largest group).

## **Management's review**

### **Business review**

The company's purpose is directly and indirectly to invest in real estate in Denmark and abroad and do the administration.

### **Recognition and measurement uncertainties**

Investment properties are measured at fair value. Valuation has been determined by using a return-based model. In assessing the fair market value at 31 December, 2020 the required rate of return has been determined individually for each property.

Changes in estimated required rate of return for investment properties will affect the value of investment properties recognised in the balance sheet as well as value adjustments carried in the income statement. Changes in the average required rate of return of 0.5% will result in a change to fair value of approx. DKK 10 - 13 million.

The properties include residential and business properties which are valued on the basis of an average required rate of return of 4.05%.

### **Financial review**

The company's income statement for the year ended 31 December 2020 shows a profit of EUR 827.487, and the balance sheet at 31 December 2020 shows equity of EUR 72.217.045.

### **Significant events occurring after the end of the financial year**

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

### **Expected development of the company, including specific prerequisites and uncertainties**

At present, the company is not significantly affected in relation to the global Covid-19 crisis. It is difficult at present to assess the future impact



## **Accounting policies**

The annual report of Thornico Building K/S for 2020 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The annual report for 2020 is presented in EUR

### **Changes in accounting policies**

The value on investment properties and deferred tax on investment properties have not been included correctly in the annual report for 2019. The error have resulted in correction of 5.885T-EUR on the equity.

### **Basis of recognition and measurement**

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

## **Income statement**

### **Gross profit**

Gross profit reflects an aggregation of revenue and other operating income less costs of other external expenses.

### **Value adjustments of investment properties**

Value adjustments of investment property comprise the year's changes in the fair value of investment property.

## **Accounting policies**

### **Financial income and expenses**

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the advance-payment-of-tax scheme, etc.

### **Income from investments in subsidiaries, associates and participating interests**

Dividend from investments is recognised in the reporting year in which the dividend is declared.

Dividend from participating interests is recognised in the financial year in which the dividend is declared.

### **Tax on profit/loss for the year**

The company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

## **Balance sheet**

### **Investment properties**

Investment properties are initially measured at cost. Subsequently, investment properties are measured to fair value. Fair value adjustments are measured in income statement.

Fair value is the amount for which the property could be exchanged between knowledgeable, willing parties in an arm's length transaction on the balance sheet date. The determination of fair value involves material accounting estimates.

In Management's opinion it has not been possible this year to determine fair value through market information, and, consequently, valuation has been determined by using a return-based model.

The fair value of investment properties has been determined at 31 December 2019 for each property by using a return-based model. The calculations are based on property budgets for the upcoming year, adjusted for movements, which are caused by isolated events.

The expected cash flow is multiplied with an individually determined rate of return. The value thus calculated is adjusted for any non-operating assets such as cash and cash equivalents, deposits, etc if they are not shown separately in the balance sheet, by which the fair value emerge.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

## **Accounting policies**

### **Investments in subsidiaries, associates and participating interests**

Investment in subsidiaries, associates and participating interests are measured at cost. If cost exceeds the recoverable amount, a write-down is made to this lower value.

### **Receivables and deferred assets**

Upon initial recognition the receivables on and loans to participations and other receivables are valued at fair value and then valued at amortised cost, which equals the face value, after deduction of any provisions.

### **Prepayments**

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

### **Income tax and deferred tax**

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

### **Liabilities**

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

Mortgage debt is thus measured at amortised cost, which for cash loans corresponds to the outstanding debt. For bond loans, amortised cost corresponds to an outstanding debt calculated as the underlying cash value of the loan at the time of borrowing, adjusted by amortisation of the value adjustment of the loan at the time of borrowing.

Other liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

### **Deferred income**

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

## **Accounting policies**

### **Foreign currency translation**

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

## Income statement 1 January 2020 - 31 December 2020

	<u>Note</u>	<u>2020</u> EUR	<u>2019</u> EUR
<b>Gross profit</b>		<b>1.318.399</b>	<b>2.046.329</b>
<b>Profit/loss before net financials</b>		<b>1.318.399</b>	<b>2.046.329</b>
Income from investments in subsidiaries	2	-3.188	3.575
Financial income	3	0	4.651
Financial costs	4	<u>-230.046</u>	<u>-259.137</u>
<b>Profit/loss before tax</b>		<b>1.085.165</b>	<b>1.795.418</b>
Tax on profit/loss for the year	5	<u>-257.678</u>	<u>-504.880</u>
<b>Profit/loss for the year</b>		<b><u>827.487</u></b>	<b><u>1.290.538</u></b>
Retained earnings		<u>827.487</u>	<u>1.290.538</u>
		<b><u>827.487</u></b>	<b><u>1.290.538</u></b>

## Balance sheet at 31 December 2020

	<u>Note</u>	<u>2020</u> EUR	<u>2019</u> EUR
<b>Assets</b>			
Investment properties		77.405.481	77.771.166
Land		9.972.427	9.972.427
Improvements		6.922.092	6.556.407
<b>Tangible assets</b>	<b>6</b>	<b><u>94.300.000</u></b>	<b><u>94.300.000</u></b>
Investments in subsidiaries	7	18.854	22.042
<b>Fixed asset investments</b>		<b><u>18.854</u></b>	<b><u>22.042</u></b>
<b>Total non-current assets</b>		<b><u>94.318.854</u></b>	<b><u>94.322.042</u></b>
Trade receivables		20.267	4.438
Other receivables		9.606	9.606
VAT and duties receivables		123.729	119.340
Prepayments		342.334	423.586
<b>Receivables</b>		<b><u>495.936</u></b>	<b><u>556.970</u></b>
<b>Cash at bank and in hand</b>		<b><u>1.695.716</u></b>	<b><u>1.912.848</u></b>
<b>Total current assets</b>		<b><u>2.191.652</u></b>	<b><u>2.469.818</u></b>
<b>Total assets</b>		<b><u>96.510.506</u></b>	<b><u>96.791.860</u></b>

## Balance sheet at 31 December 2020

	<u>Note</u>	<u>2020</u> EUR	<u>2019</u> EUR
<b>Equity and liabilities</b>			
Share capital		14.517.158	8.787.234
Retained earnings		<u>57.699.887</u>	<u>62.602.324</u>
<b>Equity</b>	8	<b><u>72.217.045</u></b>	<b><u>71.389.558</u></b>
Provision for deferred tax	9	<u>12.800.000</u>	<u>12.900.000</u>
<b>Total provisions</b>		<b><u>12.800.000</u></b>	<b><u>12.900.000</u></b>
Payables to group entities		<u>9.000.000</u>	<u>0</u>
<b>Total non-current liabilities</b>	10	<b><u>9.000.000</u></b>	<b><u>0</u></b>
Payables to group entities	10	1.000.000	0
Banks	10	0	11.000.000
Prepayments received from customers		491.978	403.541
Trade payables		70.444	111.000
Payables to subsidiaries		443.480	11.624
Corporation tax		49.678	116.880
Other payables		363.992	787.640
Deposits		<u>73.889</u>	<u>71.617</u>
<b>Total current liabilities</b>		<b><u>2.493.461</u></b>	<b><u>12.502.302</u></b>
<b>Total liabilities</b>		<b><u>11.493.461</u></b>	<b><u>12.502.302</u></b>
<b>Total equity and liabilities</b>		<b><u>96.510.506</u></b>	<b><u>96.791.860</u></b>
Related parties and ownership structure	11		

## Notes

### 1 Other operating income

Other operating income consists of payments received regarding previously amortized receivable.

	<u>2020</u>	<u>2019</u>
	EUR	EUR
<b>2 Income from investments in subsidiaries</b>		
Share of profits of subsidiaries	0	3.575
Share of losses of subsidiaries	-3.188	0
	<u><b>-3.188</b></u>	<u><b>3.575</b></u>
<b>3 Financial income</b>		
Exchange gains	0	4.651
	<u><b>0</b></u>	<u><b>4.651</b></u>
<b>4 Financial costs</b>		
Financial expenses, group entities	54.755	0
Other financial costs	175.279	259.137
Exchange loss	12	0
	<u><b>230.046</b></u>	<u><b>259.137</b></u>
<b>5 Tax on profit/loss for the year</b>		
Current tax for the year	357.678	504.880
Deferred tax for the year	-100.000	0
	<u><b>257.678</b></u>	<u><b>504.880</b></u>



## Notes

### 6 Tangible assets

	<u>Investment properties</u>	<u>Land</u>	<u>Improvements</u>	<u>Total</u>
Cost at 1 January 2020	<u>57.633.144</u>	<u>9.972.427</u>	<u>6.922.092</u>	<u>74.527.663</u>
Cost at 31 December 2020	<u>57.633.144</u>	<u>9.972.427</u>	<u>6.922.092</u>	<u>74.527.663</u>
Revaluations at 1 January 2020	<u>19.772.337</u>	<u>0</u>	<u>0</u>	<u>19.772.337</u>
Revaluations at 31 December 2020	<u>19.772.337</u>	<u>0</u>	<u>0</u>	<u>19.772.337</u>
Carrying amount at 31 De- cember 2020	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
<b>Carrying amount at 31 De- cember 2020</b>	<b><u>77.405.481</u></b>	<b><u>9.972.427</u></b>	<b><u>6.922.092</u></b>	<b><u>94.300.000</u></b>

Investment properties are measured at fair value. Valuation has been determined by using a return-based model. In assessing the fair market value at 31 December, 2020 the required rate of return has been determined individually for each property.

Changes in estimated required rate of return for investment properties will affect the value of investment properties recognised in the balance sheet as well as value adjustments carried in the income statement. Changes in the average required rate of return of 0,5% will result in a change to fair value of approx. DKK 10 - 13 million.

The properties include residential and business properties which are valued on the basis of an average required rate of return of 4,05%.

## Notes

	<u>2020</u>	<u>2019</u>
	EUR	EUR
<b>7 Investments in subsidiaries</b>		
Cost at 1 January 2020	<u>18.854</u>	<u>18.151</u>
Cost at 31 December 2020	<u>18.854</u>	<u>18.151</u>
Revaluations at 1 January 2020	0	316
Net profit/loss for the year	<u>0</u>	<u>3.575</u>
Revaluations at 31 December 2020	<u>0</u>	<u>3.891</u>
<b>Carrying amount at 31 December 2020</b>	<b><u><u>18.854</u></u></b>	<b><u><u>22.042</u></u></b>

Investments in subsidiaries are specified as follows:

<u>Name</u>	<u>Registered office</u>	<u>Ownership interest</u>
West-Star Management B.V.	Rotterdam	100%

## Notes

### 8 Equity

	<u>Share capital</u>	<u>Retained ear- nings</u>	<u>Total</u>
Equity at 1 January 2020	14.517.158	56.872.400	71.389.558
Net profit/loss for the year	0	827.487	827.487
<b>Equity at 31 December 2020</b>	<b><u>14.517.158</u></b>	<b><u>57.699.887</u></b>	<b><u>72.217.045</u></b>

### 9 Provision for deferred tax

	<u>2020</u> EUR	<u>2019</u> EUR
Provision for deferred tax at 1 January 2020	12.900.000	12.900.000
Allocation	<u>-100.000</u>	<u>0</u>
<b>Provision for deferred tax at 31 December 2020</b>	<b><u>12.800.000</u></b>	<b><u>12.900.000</u></b>
	<b><u>12.800.000</u></b>	<b><u>12.900.000</u></b>

## Notes

### 10 Long term debt

	<u>2020</u>	<u>2019</u>
	EUR	EUR
<b>Payables to group entities</b>		
Between 1 and 5 years	9.000.000	0
Non-current portion	9.000.000	0
Other short-term debt to subsidiaries	443.480	11.624
Current portion	443.480	11.624
	<u><b>9.443.480</b></u>	<u><b>11.624</b></u>

### 11 Related parties and ownership structure

#### Controlling interest

Thornico A/S, Odense and Thornico Holding A/S, Odense. Christian Nicholas Rosenkrantz Stadil, ultimate owner (non-public address).

#### Consolidated financial statements

The company is included in the group annual report of the parent company Thornico A/S, Odense cvr no. 15960205 (smallest group) and parent company Thornico Holding A/S, Odense cvr no. 35258000 (largest group).