

# Nightingale Holding ApS

Kalvebod Brygge 39, 4., København V


CVR No. 40 01 48 10

Annual report

For the year ended 31 December 2021

Approved at the annual general meeting, on 24/2 2022

Chairman:

  
Thomas Thomsen

## 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 January - 31 December 2021	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 Nightingale Holding ApS for the financial year 1 January 2021 – 31 December 2021.

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 2021 and of the results of the Company's operations for the financial year 1 January – 31 December 2021.

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.

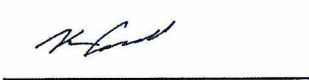
Copenhagen, 24/2 2022

Executive Board:



Thomas Esben Khan

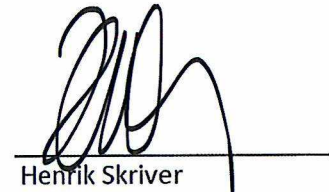
Board of Directors



Kevin Jeremiah Cahill  
Chairman



Thomas Esben Khan



Henrik Skriver

## **Independent auditors' report**

**To the shareholders of Nightingale Holding ApS**

### **Opinion**

We have audited the financial statements of Nightingale Holding ApS for the financial year 1 January – 31 December 2021, 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 2021, and of the results of the company operations for the financial year 1 January – 31 December 2021 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' 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 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 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 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 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, 24/2 2022

EY Godkendt Revisionspartnerselskab

CVR No. 30 70 02 28

  
Morten Schougaard Sørensen

State Authorised

Public Accountant

mne32129

## Management's review

### Company details

Name Nightingale Holding ApS  
Address, Postal code, City Kalvebod Brygge 39, 4., København V

CVR No. 40 01 48 10  
Established 12 November 2018  
Registered office Copenhagen  
Financial year 1 January 2021 - 31 December 2021

Board of Directors Kevin Jeremiah Cahill, chairman  
Thomas Esben Khan  
Henrik Skriver

Executive board Thomas Esben Khan

Auditors EY Godkendt Revisionspartnerselskab  
Cortex Park Vest 3, 5230 Odense M, 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 company has entered into a share purchase agreement in 2021. The shares have been taken over in January 2021.



## Financial statements for the period 1 January - 31 December 2021

### Income statement

Notes	DKK	<u>2021</u>	<u>2020</u>
	Gross profit/loss	-2.151.998	-6.250
5	Income from investments in subsidiary	15.097.649	-
3	Financial income	0	951
4	Financial expenses	-26.547	-
	<b>Profit/loss before tax</b>	<u>12.919.104</u>	<u>-5.299</u>
	Tax for the year	32.201	1.173
	<b>Profit/loss for the year</b>	<u>12.951.304</u>	<u>-4.126</u>
<b>Recommended appropriation of the profit/loss for the year</b>			
	Retained earnings	<u>-2.146.345</u>	<u>-4.126</u>
	Reserve for net revaluation according to the equity method	<u>15.097.649</u>	<u>-</u>
		<u>12.951.304</u>	<u>-4.126</u>

## Financial statements for the period 1 January - 31 December 2021

### Balance sheet

Notes DKK	<u>2021</u>	<u>2020</u>
<b>Assets</b>		
<b>Non-current assets</b>		
Investment in subsidiary	20.381.084	-
<b>5 Investments</b>	<u>20.381.084</u>	<u>-</u>
<b>Total non-current assets</b>	<u>20.381.084</u>	<u>-</u>
<b>Current assets</b>		
Receivables from group entities	18.950.000	46.856
Deferred tax	33.125	1.173
<b>Receivables</b>	<u>18.983.125</u>	<u>48.029</u>
<b>Cash</b>	<u>134.493</u>	<u>-</u>
<b>Total current assets</b>	<u>19.117.618</u>	<u>48.029</u>
<b>Total assets</b>	<u><u>39.498.702</u></u>	<u><u>48.029</u></u>

Balance sheet

Notes DKK	<u>2021</u>	<u>2020</u>
<b>Equity and liabilities</b>		
<b>Equity</b>		
6 Share Capital	50.001	50.000
Reserve for net revaluation according to the equity method	15.097.649	-
Retained earnings	13.845.433	-8.221
<b>Total equity</b>	<u><b>28.993.083</b></u>	<u><b>41.779</b></u>
Payables to group entities	10.417.000	0
Other payables	88.619	6.250
<b>Short-term liabilities</b>	<u><b>10.505.619</b></u>	<u><b>6.250</b></u>
<b>Total liabilities</b>	<u><b>10.505.619</b></u>	<u><b>6.250</b></u>
<b>Total equity and liabilities</b>	<u><u><b>39.498.702</b></u></u>	<u><u><b>48.029</b></u></u>
2 Staff costs		
7 Contractual obligations and contingencies, etc.		
8 Related parties		

## Financial statements for the period 1 January - 31 December 2021

### Statement of changes in equity

(DKK)	<u>Share capital</u>	<u>net revaluation according to the equity</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1/1 2021	50.000	-	-8.221	41.779
Capital raise 01/12 2021	1	-	15.999.999	16.000.000
Profit/loss for the year	-	15.097.649	-2.146.345	12.951.304
<b>Equity at 31/12 2021</b>	<b><u>50.001</u></b>	<b><u>15.097.649</u></b>	<b><u>13.845.433</u></b>	<b><u>28.993.083</u></b>

## Financial statements for the period 1 January - 31 December 2021

### Notes

#### 1. Accounting policies

The annual report of Nightingale Holding 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.

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).

#### Income Statement

##### 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 January - 31 December 2021

### Notes

#### 1. Accounting policies - continued

##### Balance sheet

##### Investment in subsidiary

Investments in subsidiaries are measured using the equity method, at the parent's proportionate share of such entities' equity. The equity's proportionate share of a deficit on equity, if any, is set off against receivables from the investment in so far as the deficit is irrecoverable. Amounts in excess thereof are recognised under "Provisions" in so far as the parent has a legal or constructive obligation to cover the deficit.

Gains or losses on disposal of subsidiaries and associates are made up as the difference between the sales price and the carrying amount of net assets at the date of disposal including non-amortised goodwill and anticipated costs of disposal. Gains or losses are recognised in the income statement as financial income or financial expenses.

##### 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.

##### Corporation tax

Current tax payable and receivable is recognized in the balance sheet as the estimated tax charge in respect of the taxable income for the year, adjusted for tax on prior year's taxable income and tax paid on account.

Provisions for deferred tax are calculated, based on the liability method, of all temporary differences between carrying amounts and tax values.

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 or through a set-off against deferred tax liabilities within the same jurisdiction.

##### Liabilities

Other liabilities are measured at net realizable value.

## Financial statements for the period 1 January - 31 December 2021

### Notes

#### 2. Staff costs

The company has no employees.

DKK

#### 3. Financial income

Interest income, affiliated companies

Interest income, other

	<u>2021</u>	<u>2020</u>
	-	919
	-	32
	<u>-</u>	<u>951</u>

#### 4. Financial expenses

Interest expenses, affiliated companies

Interest expenses bank and other

	17.000	-
	9.547	-
	<u>26.547</u>	<u>-</u>

#### 5. Investments

Cost at 1 January 2021

Additions

Cost at 31 December 2021

#### Investment in group entities

-
<u>5.283.435</u>
<u>5.283.435</u>

Value adjustment 1 January 2021

Adjustment for the year

Value adjustment 31 December 2021

-
<u>15.097.649</u>
<u>15.097.649</u>

Carrying amount at 31 December 2021

<u>20.381.084</u>
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	<u>Legal form</u>	<u>Domicile</u>	<u>Interest</u>	<u>Equity</u>	<u>Profit/loss</u>
Subsidiaries					
Strandroseparken C	ApS	København K, Denmark	100%	20.381.084	15.097.649

#### 6. Share capital

Balance at 12 November 2018

Capital raise 01/12 2021

Balance at 31 December 2021

<u>2021</u>
50.000
1
<u>50.001</u>

#### 7. 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.

## **Financial statements for the period 1 January - 31 December 2021**

### **8. 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.