

# Denmark Primo Holding ApS

c/o SF-M ApS  
Kalvebod Brygge 39, 4, 1560, Copenhagen V

CVR no. 41 61 22 66

## Annual report 2020/21

(As of the establishment of the Company 24 August 2020 - 31 December 2021)

Approved at the Company's annual general meeting on 2 June 2022

Chair of the meeting:

.....  
Thomas Esben Khan

## Contents

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review	5
Financial statements for the period 24 August 2020 - 31 December 2021	6
Income statement	6
Balance sheet	7
Statement of changes in equity	9
Notes to the financial statements	10

## Statement by the Board of Directors and the Executive Board

Today, the Executive Board has discussed and approved the annual report of Denmark Primo Holding ApS for the financial year as of the establishment of the Company 24 August 2020 - 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 financial position of the Company at 31 December 2021 and of the results of the Company's operations for the financial year as of the establishment of the Company 24 August 2020 - 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 that the annual report be approved at the annual general meeting.

Copenhagen, 2 June 2022  
Executive Board:

.....  
Sarah Maria Camilleri

.....  
Benjamin William Lionel  
Hutton

## Independent auditor's report

To the shareholder of Denmark Primo Holding ApS

### Opinion

We have audited the financial statements of Denmark Primo Holding ApS for the financial year as of the establishment of the Company 24 August 2020 - 31 December 2021, which comprise 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 the Company at 31 December 2021 and of the results of the Company's operations for the financial year as of the establishment of the company 24 August 2020 - 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 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 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 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 the 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:

- ▶ 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.

## Independent auditor's report

- ▶ 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 the 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 Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 2 June 2022  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28

Henrik Reedtz  
State Authorised Public Accountant  
mne24830

## Management's review

### Company details

Name	Denmark Primo Holding ApS
Address, Postal code, City	c/o SF-M ApS Kalvebod Brygge 39, 4, 1560, Copenhagen V
CVR no.	41 61 22 66
Established	24 August 2020
Registered office	Copenhagen V
Financial year	24 August 2020 - 31 December 2021
Executive Board	Sarah Maria Camilleri Benjamin William Lionel Hutton
Auditors	EY Godkendt Revisionspartnerselskab Dirch Passers Allé 36, P.O. Box 250, 2000 Frederiksberg, Denmark

### Management commentary

#### Business review

The Company's main activities comprise of investment in enterprises, which invests in investment properties, and other related activities.

#### Financial review

The income statement for 2020/21 shows a loss of DKK 2,570,659, and the balance sheet at 31 December 2021 shows equity of DKK 239,468,903. Management considers the Company's financial performance in the year satisfactory.

#### Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

## Financial statements for the period 24 August 2020 - 31 December 2021

### Income statement

Note	DKK	2020/21 17 months
	Gross loss	-180,536
3	Financial expenses	-3,115,181
	Profit/loss before tax	-3,295,717
4	Tax for the year	725,058
	Profit/loss for the year	-2,570,659
	Recommended appropriation of profit/loss	-2,570,659
	Retained earnings/accumulated loss	-2,570,659

## Financial statements for the period 24 August 2020 - 31 December 2021

### Balance sheet

Note	DKK	<u>2020/21</u>
	ASSETS	
	Fixed assets	
5	Investments	
	Investments in group enterprises	<u>107,433,747</u>
		<u>107,433,747</u>
	Total fixed assets	<u>107,433,747</u>
	Non-fixed assets	
	Receivables	
	Receivables from group enterprises	215,250,784
	Deferred tax assets	725,058
		<u>215,975,842</u>
	Total non-fixed assets	<u>215,975,842</u>
	TOTAL ASSETS	<u><u>323,409,589</u></u>



## Financial statements for the period 24 August 2020 - 31 December 2021

### Balance sheet

Note	DKK	2020/21
	<b>EQUITY AND LIABILITIES</b>	
	Equity	
	Share capital	40,004
	Share premium account	241,999,558
	Retained earnings	-2,570,659
	<b>Total equity</b>	<b>239,468,903</b>
	Liabilities other than provisions	
	Current liabilities other than provisions	
	Bank debt	445,186
	Trade payables	29,874
	Payables to group enterprises	80,502,376
	Other payables	2,963,250
		<b>83,940,686</b>
	<b>Total liabilities other than provisions</b>	<b>83,940,686</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>323,409,589</b>

- 1 Accounting policies
- 2 Staff costs
- 6 Contractual obligations and contingencies, etc.
- 7 Collateral

## Financial statements for the period 24 August 2020 - 31 December 2021

### Statement of changes in equity

DKK	<u>Share capital</u>	<u>Share premium account</u>	<u>Retained earnings</u>	<u>Total</u>
Cash payments concerning formation of enterprise	40,000	0	0	40,000
Capital increase	4	241,999,558	0	241,999,562
Transfer through appropriation of loss	0	0	-2,570,659	-2,570,659
Equity at 31 December 2021	<u>40,004</u>	<u>241,999,558</u>	<u>-2,570,659</u>	<u>239,468,903</u>

## Financial statements for the period 24 August 2020 - 31 December 2021

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Denmark Primo Holding ApS for 2020/21 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

In accordance with section 110(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

#### Reporting currency

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

#### Income statement

##### Gross loss

The items revenue and external expenses have been aggregated into one item in the income statement called gross loss in accordance with section 32 of the Danish Financial Statements Act.

##### Other external expenses

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

##### Profit/loss from investments in subsidiaries

The item includes dividend received from subsidiaries in so far as the dividend does not exceed the accumulated earnings in the subsidiary in the period of ownership.

##### Financial expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial reporting period. The items comprise interest income and expenses, e.g. from group entities and associates, declared dividends from other securities and investments, financial expenses relating to finance leases, realised and unrealised capital gains and losses relating to other securities and investments, exchange gains and losses and amortisation of financial assets and liabilities.

##### Tax

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

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

## Financial statements for the period 24 August 2020 - 31 December 2021

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Balance sheet

##### Investments in subsidiaries

Investments in subsidiaries and associates are measured at cost, which includes the cost of acquisition calculated at fair value plus direct costs of acquisition. If there is evidence of impairment, an impairment test is conducted. Where the carrying amount exceeds the recoverable amount, a write-down is made to such lower value.

##### Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

##### Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

##### Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

##### Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

## Financial statements for the period 24 August 2020 - 31 December 2021

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

#### 2 Staff costs

The Company has no employees.

	2020/21 17 months
DKK	
3 Financial expenses	
Interest expenses, group entities	3,047,068
Other financial expenses	68,113
	<u>3,115,181</u>
4 Tax for the year	
Deferred tax	-725,058
	<u>-725,058</u>

#### 5 Investments

	Investments in group enterprises
DKK	
Cost at 24 August 2020	0
Additions	107,433,747
Cost at 31 December 2021	<u>107,433,747</u>
Carrying amount at 31 December 2021	<u>107,433,747</u>

Name	Legal form	Domicile	Interest	Equity DKK	Profit/loss DKK
Subsidiaries					
Denmark					
Primo Owner	ApS	København	100.00%	152,079,789	138,511,773

## Financial statements for the period 24 August 2020 - 31 December 2021

### Notes to the financial statements

#### 6 Contractual obligations and contingencies, etc.

The Company is jointly taxed with its 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 falling due for payment.

#### 7 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2021.

# PENNEO

The signatures in this document are legally binding. The document is signed using Penneo™ secure digital signature. The identity of the signers has been recorded, and are listed below.

"By my signature I confirm all dates and content in this document."

## Benjamin William Lionel Hutton

### Executive Board

Serial number: bhutton@highbrookinvestors.com

IP: 85.93.xxx.xxx

2022-06-02 13:45:01 UTC



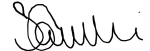
## Sarah Maria Camilleri

### Executive Board

Serial number: scamilleri@highbrookinvestors.com

IP: 85.93.xxx.xxx

2022-06-02 14:13:39 UTC



## Thomas Esben Khan

### Chairman

Serial number: PID:9208-2002-2-226044767924

IP: 77.241.xxx.xxx

2022-06-04 13:51:29 UTC

NEM ID 

## Henrik Reedtz

### State Authorised Public Accountant

On behalf of: EY Godkendt Revisionspartnerselskab

Serial number: CVR:30700228-RID:67854501

IP: 165.225.xxx.xxx

2022-06-06 08:50:05 UTC

NEM ID 

Penneo document key: IPWSW-8GV2LET5VW-BK005-1EMJ5-EMIQ5B

This document is digitally signed using Penneo.com. The digital signature data within the document is secured and validated by the computed hash value of the original document. The document is locked and timestamped with a certificate from a trusted third party. All cryptographic evidence is embedded within this PDF, for future validation if necessary.

#### How to verify the originality of this document

This document is protected by an Adobe CDS certificate. When you open the

document in Adobe Reader, you should see, that the document is certified by **Penneo e-signature service** <penneo@penneo.com>. This guarantees that the contents of the document have not been changed.

You can verify the cryptographic evidence within this document using the Penneo validator, which can be found at <https://penneo.com/validate>