



## Vivada Denmark ApS

Palægade 2, 2.  
1261 København K  
CVR No. 42169552

## Annual report 01.04.2023 - 31.03.2024

The Annual General Meeting adopted the annual  
report on 05.07.2024

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**Joris Dietbert Voorhoeve**  
Chairman of the General Meeting

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# Entity details

## Entity

Vivada Denmark ApS

Palægade 2, 2.

1261 København K

Business Registration No.: 42169552

Registered office: København

Financial year: 01.04.2023 - 31.03.2024

## Executive Board

Joris Dietbert Voorhoeve

Hendrik Ebe Reitsma

## Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

# Statement by Management

The Executive Board has today considered and approved the annual report of Vivada Denmark ApS for the financial year 01.04.2023 - 31.03.2024.

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 31.03.2024 and of the results of its operations for the financial year 01.04.2023 - 31.03.2024.

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.

Copenhagen, 05.07.2024

## Executive Board

**Joris Dietbert Voorhoeve**

**Hendrik Ebe Reitsma**

# Independent auditor's report

## To the shareholder of Vivada Denmark ApS

### Opinion

We have audited the financial statements of Vivada Denmark ApS for the financial year 01.04.2023 - 31.03.2024, 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 31.03.2024 and of the results of its operations for the financial year 01.04.2023 - 31.03.2024 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 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. 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:

- 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 by relevant law and regulations.

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 in the relevant law and regulations. We did not identify any material misstatement of the management commentary.

Copenhagen, 05.07.2024

**Deloitte**

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

**Claus Jorch Andersen**

State Authorised Public Accountant

Identification No (MNE) mne33712

**Frederik Juhl Hestbæk**

State Authorised Public Accountant

Identification No (MNE) mne47807

# Management commentary

## Primary activities

The activities of the company are to own capital shares in other companies and related activities.

The annual result amounts to a loss of DKK 560.7 million, which is not considered satisfactory.

## Uncertainty relating to recognition and measurement

The income from group companies is affected by fair value adjustments to investment properties and therefore subject to accounting estimates of the fair value adjustments.

There is significant uncertainty connected with valuation of investments properties owned by subsidiaries at fair value, especially associated with determining the yield.

The total fair value adjustments in subsidiaries amounts to a loss of DKK 702.9 million.

## Unusual circumstances affecting recognition and measurement

### Projects

The company has entered agreements on purchase of further property entities to be finalized and acquired after the balance sheet date.

In 2022, the group entered into two conditional share purchase agreements for the acquisition of two turnkey development projects located in Copenhagen, Denmark. The agreed purchase price is DKK 1,213 Million (€163 Million). The completion date of the projects is December 2024 which is the expected date of acquisition and the date on which the purchase price becomes payable.

The square meter price of one of the share purchase agreements is assessed to be lower than the fair value of equivalent portfolios recognized as of 31.03.2024. Management has based on the key assumptions used for equivalent portfolios estimated the fair value impact on the share purchase agreement. As of 31.03.2024 Management has estimated a negative fair value impact a total DKK 21.8 million. The amount has not been recognized because of the uncertainty relating to the forward purchase and the fair value at time of delivery as well as management's investment horizon.

## 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 2023/24

	Notes	2023/24 DKK	2022/23 DKK
<b>Gross profit/loss</b>		<b>(4,472,568)</b>	<b>(12,591,572)</b>
Income from investments in group enterprises		(555,473,650)	(936,982,696)
Other financial income	2	81,540,209	58,852,542
Other financial expenses	3	(85,833,442)	(70,069,158)
<b>Profit/loss before tax</b>		<b>(564,239,451)</b>	<b>(960,790,884)</b>
Tax on profit/loss for the year	4	3,510,150	1,627,050
<b>Profit/loss for the year</b>		<b>(560,729,301)</b>	<b>(959,163,834)</b>
<b>Proposed distribution of profit and loss</b>			
Ordinary dividend for the financial year		0	101,249,493
Retained earnings		(560,729,301)	(1,060,413,327)
<b>Proposed distribution of profit and loss</b>		<b>(560,729,301)</b>	<b>(959,163,834)</b>

# Balance sheet at 31.03.2024

## Assets

	Notes	2023/24 DKK	2022/23 DKK
Investments in group enterprises		570,801,747	1,215,949,266
Receivables from group enterprises		1,451,693,733	1,439,124,999
<b>Financial assets</b>	5	<b>2,022,495,480</b>	<b>2,655,074,265</b>
<b>Fixed assets</b>		<b>2,022,495,480</b>	<b>2,655,074,265</b>
Receivables from group enterprises		701,750	4,767,546
Other receivables		18,750	255,410
Income tax receivable		1,891,862	0
Joint taxation contribution receivable		16,973,514	34,607,732
Prepayments		0	207,788
<b>Receivables</b>		<b>19,585,876</b>	<b>39,838,476</b>
<b>Cash</b>		<b>4,327,382</b>	<b>41,769,429</b>
<b>Current assets</b>		<b>23,913,258</b>	<b>81,607,905</b>
<b>Assets</b>		<b>2,046,408,738</b>	<b>2,736,682,170</b>

**Equity and liabilities**

	<b>Notes</b>	<b>2023/24</b> <b>DKK</b>	<b>2022/23</b> <b>DKK</b>
Contributed capital		40,000	40,000
Reserve for fair value adjustments of hedging instruments		12,681,306	0
Retained earnings		456,652,889	1,043,607,265
Proposed dividend		0	101,249,493
<b>Equity</b>		<b>469,374,195</b>	<b>1,144,896,758</b>
Payables to group enterprises		1,553,096,456	1,553,096,456
<b>Non-current liabilities other than provisions</b>	<b>6</b>	<b>1,553,096,456</b>	<b>1,553,096,456</b>
Trade payables		61,010	0
Payables to group enterprises		23,144,382	2,795,335
Income tax payable		0	28,687,407
Joint taxation contribution payable		0	5,920,326
Other payables		732,695	1,285,888
<b>Current liabilities other than provisions</b>		<b>23,938,087</b>	<b>38,688,956</b>
<b>Liabilities other than provisions</b>		<b>1,577,034,543</b>	<b>1,591,785,412</b>
<b>Equity and liabilities</b>		<b>2,046,408,738</b>	<b>2,736,682,170</b>
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# Statement of changes in equity for 2023/24

	Contributed capital DKK	Reserve for fair value adjustments of hedging instruments DKK	Retained earnings DKK	Proposed dividend DKK	Total DKK
Equity beginning of year	40,000	0	1,043,607,265	101,249,493	1,144,896,758
Ordinary dividend paid	0	0	0	(101,249,493)	(101,249,493)
Other entries on equity	0	0	(13,543,769)	0	(13,543,769)
Transfer to reserves	0	12,681,306	(12,681,306)	0	0
Profit/loss for the year	0	0	(560,729,301)	0	(560,729,301)
<b>Equity end of year</b>	<b>40,000</b>	<b>12,681,306</b>	<b>456,652,889</b>	<b>0</b>	<b>469,374,195</b>

# Notes

## 1 Unusual circumstances

### Projects

The company has entered agreements on purchase of further property entities to be finalized and acquired after the balance sheet date.

In 2022, the group entered into two conditional share purchase agreements for the acquisition of two turnkey development projects located in Copenhagen, Denmark. The agreed purchase price is DKK 1,213 Million (€163 Million). The completion date of the projects is December 2024 which is the expected date of acquisition and the date on which the purchase price becomes payable.

The square meter price of one of the share purchase agreements is assessed to be lower than the fair value of equivalent portfolios recognized as of 31.03.2024. Management has based on the key assumptions used for equivalent portfolios estimated the fair value impact on the share purchase agreement. As of 31.03.2024 Management has estimated a negative fair value impact a total DKK 21.8 million. The amount has not been recognized because of the uncertainty relating to the forward purchase and the fair value at time of delivery as well as management's investment horizon.

## 2 Other financial income

	<b>2023/24</b>	<b>2022/23</b>
	<b>DKK</b>	<b>DKK</b>
Financial income from group enterprises	80,959,315	58,808,225
Other interest income	580,894	44,317
	<b>81,540,209</b>	<b>58,852,542</b>

## 3 Other financial expenses

	<b>2023/24</b>	<b>2022/23</b>
	<b>DKK</b>	<b>DKK</b>
Financial expenses from group enterprises	85,773,058	70,030,482
Other interest expenses	60,384	38,676
	<b>85,833,442</b>	<b>70,069,158</b>

## 4 Tax on profit/loss for the year

	<b>2023/24</b>	<b>2022/23</b>
	<b>DKK</b>	<b>DKK</b>
Current tax	0	(928,501)
Adjustment concerning previous years	(3,187,774)	0
Refund in joint taxation arrangement	(322,376)	(698,549)
	<b>(3,510,150)</b>	<b>(1,627,050)</b>

## 5 Financial assets

	Investments in group enterprises DKK	Receivables from group enterprises DKK
Cost beginning of year	2,258,239,145	1,439,124,999
Additions	2,000,000	12,568,734
<b>Cost end of year</b>	<b>2,260,239,145</b>	<b>1,451,693,733</b>
Revaluations beginning of year	(1,042,289,879)	0
Adjustments on equity	(13,543,769)	0
Share of profit/loss for the year	(552,461,427)	0
Dividend	(78,130,100)	0
Other adjustments	(3,012,223)	0
<b>Revaluations end of year</b>	<b>(1,689,437,398)</b>	<b>0</b>
<b>Carrying amount end of year</b>	<b>570,801,747</b>	<b>1,451,693,733</b>

The income from group companies is affected by fair value adjustments to investment properties and therefore subject to accounting estimates of the fair value adjustments. The total fair value adjustment of investment properties amounts to a loss of DKK 702.9 million.

Investments in subsidiaries	Registered in	Corporate form	Equity interest %
Vivada Properties DK I	Denmark	ApS	100.00
Vivada Properties DK II	Denmark	ApS	100.00
Vivada Properties DK III	Denmark	ApS	100.00
Vivada Properties DK IV	Denmark	ApS	100.00
Vivada Properties DK V	Denmark	ApS	100.00
Skovlunde Bycenter Lejl. 51	Denmark	ApS	100.00
Skovlunde Bycenter Lejl. 41	Denmark	ApS	100.00
Vivada Properties DK VI	Denmark	ApS	100.00
Vivada Properties DK VII HoldCo	Denmark	ApS	100.00

## 6 Non-current liabilities other than provisions

	Due after more than 12 months 2023/24 DKK	Outstanding after 5 years 2023/24 DKK
Payables to group enterprises	1,553,096,456	1,565,685,442
	<b>1,553,096,456</b>	<b>1,565,685,442</b>

## 7 Employees

The Entity has no employees other than the Executive Board. The Executive Officer has not received any remuneration.

## 8 Contingent liabilities

The Entity serves as the administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for these entities.

The Entity has issued a letter of support to the subsidiaries by which the Parent is irrevocably obligated to support all danish subsidiaries in fulfilling their obligations until 30 September 2025.

## 9 Assets charged and collateral

Credit lines by banks is secured by pledge of shares in subsidiaries. Carrying amount of pledged shares in subsidiaries is DKK 570.8 milion.

## 10 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group:  
Vivada Nordics B.V., Minervalaan 63, 1077 NR Amsterdam, The Netherlands

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:  
Vivada Nordics B.V., Minervalaan 63, 1077 NR Amsterdam, The Netherlands

# 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 with addition of a few provisions for reporting class C.

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

There has been minor adjustments of the comparison figures of balance sheet figures.

## Consolidated financial statements

Referring to section 112(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

## 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.

## Income statement

### Gross profit or loss

Gross profit or loss comprises revenue and external expenses.

### Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities, including profit from the sale of intangible assets and property, plant and equipment,

### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.



**Income from investments in group enterprises**

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

**Other financial income**

Other financial income comprises interest income, including interest income on receivables from group enterprises, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

**Other financial expenses**

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

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

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

**Balance sheet****Investments in group enterprises**

Investments in group enterprises are recognised and measured according to the equity method. The equity method is considered to be a consolidation method and transaction cost are expensed, when incurred. This means that investments are measured at the pro rata share of the enterprises' equity value plus or minus unrealised intra-group profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to the reserve for net revaluation according to the equity method in equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

The accounting policies applied to material financial statement items of group enterprises are:

**Investment property:** Investment properties are measured at fair value which is equivalent to the amount at which the individual property may be sold to an independent buyer at the balance sheet date. The financial year's adjustments of the properties' fair value are recognised in the income statement.

**Receivables**

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and

doubtful debts.

**Tax payable or receivable**

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

**Joint taxation contributions receivable or payable**

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

**Prepayments**

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

**Cash**

Cash comprises cash in hand and bank deposits.

**Dividend**

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

**Other financial liabilities**

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.