
NSF V Office Magnolia Hus ApS

Southamptongade 4, DK-2150 Nordhavn

Annual Report for
22 June 2022 - 31 December 2022

CVR No. 43 35 70 42

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 7/6 2023

Kasper Juulsgaard
Sørensen
Chairman of the
general meeting



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Management's statement

The Executive Board has today considered and adopted the Financial Statements of NSF V Office Magnolia Hus ApS for the financial year 22 June - 31 December 2022.

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 at 31 December 2022 of the Company and of the results of the Company operations for 2022.

We recommend that the Financial Statements be adopted at the Annual General Meeting.

Copenhagen, 7 June 2023

Executive Board

Henrik Skak Bender

Rune Højby Kock

Thomas Ebbe Riise-Jakobsen

Toke Sundenæs Clausen

Independent Auditor's report

To the shareholder of NSF V Office Magnolia Hus ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 22 June - 31 December 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of NSF V Office Magnolia Hus ApS for the financial year 22 June - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

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' 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 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.

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 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.

Esbjerg, 7 June 2023

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Jannick Kjersgaard

State Authorised Public Accountant

mne29440

Hans Baunsgaard Eskildsen

State Authorised Public Accountant

mne45827

Company information

The Company

NSF V Office Magnolia Hus ApS
Southamptongade 4
DK-2150 Nordhavn

CVR No: 43 35 70 42

Financial period: 22 June - 31 December

Incorporated: 22 June 2022

Financial year: 1st financial year

Municipality of reg. office: Copenhagen

Executive board

Henrik Skak Bender
Rune Højby Kock
Thomas Ebbe Riise-Jakobsen
Toke Sundenæs Clausen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Esbjerg Brygge 28, 2.
6700 Esbjerg

Income statement 22 June - 31 December

	Note	2022 DKK 6 months
Gross profit/loss before value adjustments		-318,947
Value adjustments of assets held for investment		58,997,753
Gross profit/loss after value adjustments		58,678,806
Financial expenses	3	-779,544
Profit/loss before tax		57,899,262
Tax on profit/loss for the year	4	-12,900,008
Net profit/loss for the year		44,999,254

Distribution of profit

	2022 DKK
Proposed distribution of profit	
Retained earnings	44,999,254
	44,999,254

Balance sheet 31 December

Assets

	<u>Note</u>	<u>2022</u> DKK
Investment properties		319,000,000
Property, plant and equipment	5	<u>319,000,000</u>
Fixed assets		<u>319,000,000</u>
Other receivables		64,319,850
Receivables		<u>64,319,850</u>
Cash at bank and in hand		<u>11,626,028</u>
Current assets		<u>75,945,878</u>
Assets		<u>394,945,878</u>

Balance sheet 31 December

Liabilities and equity

	Note	2022
		DKK
Share capital		40,000
Retained earnings		44,999,254
Equity		45,039,254
Provision for deferred tax		12,900,008
Provisions		12,900,008
Trade payables		150,000,000
Payables to group enterprises		120,546,667
Deposits		984,325
Long-term debt	6	271,530,992
Trade payables		65,475,624
Short-term debt		65,475,624
Debt		337,006,616
Liabilities and equity		394,945,878
Key activities	1	
Staff	2	
Contingent assets, liabilities and other financial obligations	7	
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Statement of changes in equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 22 June	0	0	0
Cash payment concerning formation of entity	40,000	0	40,000
Net profit/loss for the year	0	44,999,254	44,999,254
Equity at 31 December	40,000	44,999,254	45,039,254

Notes to the Financial Statements

1. Key activities

The company's key activities are – directly or indirectly through subsidiaries – to own and operate properties within the office segment and any other activity that the executive board deem related thereto.

2022

2. Staff

Average number of employees

0

2022

DKK

3. Financial expenses

Interest paid to group enterprises

546,667

Other financial expenses

232,877

779,544

2022

DKK

4. Income tax expense

Deferred tax for the year

12,900,008

12,900,008

Notes to the Financial Statements

5. Assets measured at fair value

	Investment properties
	DKK
Cost at 22 June	0
Additions for the year	260,002,247
Cost at 31 December	<u>260,002,247</u>
Value adjustments at 22 June	0
Revaluations for the year	58,997,753
Value adjustments at 31 December	<u>58,997,753</u>
Carrying amount at 31 December	<u>319,000,000</u>

Assumptions underlying the determination of fair value of investment properties

Investment properties are measured at fair value. The fair value is calculated by using generally accepted valuation methods (DCF calculations) based on management's expectations for future cash flows, return requirements, etc.

	2022
Exit yield	4,00%
Average WACC	6,31%

The fair value of investment properties at 31 December 2022 has been assessed by an independent assessor.

The estimates applied are based on information and assumptions considered reasonable by Management but which are inherently uncertain and unpredictable. Actual events or circumstances will probably differ from the assumptions made in the calculations as often assumed events do not occur as expected. Such difference may be material

Notes to the Financial Statements

6. Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	<u>2022</u>
	DKK
Trade payables	
After 5 years	0
Between 1 and 5 years	<u>150,000,000</u>
Long-term part	<u>150,000,000</u>
Within 1 year	63,044,749
Other short-term trade payables	<u>2,430,875</u>
Short-term part	<u>65,475,624</u>
	<u>215,475,624</u>
Payables to group enterprises	
After 5 years	<u>120,546,667</u>
Long-term part	<u>120,546,667</u>
Within 1 year	<u>0</u>
	<u>120,546,667</u>
Deposits	
After 5 years	0
Between 1 and 5 years	<u>984,325</u>
Long-term part	<u>984,325</u>
Within 1 year	0
Other deposits	<u>0</u>
Short-term part	<u>0</u>
	<u>984,325</u>

Notes to the Financial Statements

2022

DKK

7. Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with other creditors:

Investment properties	319,000,000
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Other contingent liabilities

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of NSF V Advisory Denmark ApS, which is the management company of the joint taxation purposes. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

8. Related parties and disclosure of consolidated financial statements

Consolidated Financial Statements

The Company is included in the Group Annual Report of the Parent Company:

Name	Place of registered office
NREP NSF V Holding 2 S.á r.l.	Luxembourg

Notes to the Financial Statements

9. Accounting policies

The Annual Report of NSF V Office Magnolia Hus ApS for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

As 2022 is the company's first financial year, the income statement, balance sheet and notes contain no comparative figures.

The Financial Statements for 2022 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Income statement

Rental income

Rental income is recognised on a straight line basis over the term of the lease. Revenue from rental income is recognised in the income statement at amounts relating to the financial year when revenue can be measured reliably and it is probable that the economic benefits will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts.

Other external expenses

Other external expenses comprise expenses for premises, sales as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of and other external expenses.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Notes to the Financial Statements

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with danish group enterprises. The tax effect of the joint taxation with the subsidiaries is allocated to Danish enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).

Balance sheet

Investment properties

Investment properties constitute land and buildings held to earn a return on the invested capital by way of current operating income and/or capital appreciation on sale.

On acquisition investment properties are measured at cost comprising the acquisition price and costs of acquisition. The cost of own constructed assets comprises the acquisition price and expenses directly related to the acquisition, including costs of acquisition and indirect expenses for labour, materials, components and suppliers up until the time when the asset is ready for use.

After the initial recognition investment properties are measured at fair value. Value adjustments of investment properties are recognised in the 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.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Deferred tax assets and liabilities

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised in respect of temporary differences concerning goodwill not deductible for tax purposes and other items - apart from business acquisitions - where temporary differences have arisen at the time of acquisition without affecting the profit for the year or the taxable income.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities.

Deferred tax assets and liabilities are offset within the same legal tax entity.

Current tax receivables and liabilities

Current tax receivables and liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on taxable incomes for prior years. Tax receivables and liabilities are offset if there is a legally enforceable right of set-off and an intention to settle on a net basis or simultaneously.

Notes to the Financial Statements

Financial debts

Loans are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.