

BGI ESTATES APS
Staktoften 16
Vedbæk

Annual report for 2022
(7th Financial year)

Adopted at the annual general meeting on
29 June 2023

John Korsø Jensen
chairman

CVR-nr. 37 63 60 96

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STATEMENT BY MANAGEMENT ON THE ANNUAL REPORT

The executive board has today discussed and approved the annual report of BGI Estates ApS for the financial year 1 January - 31 December 2022.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In my opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022.

In my 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.

Vedbæk, 29 June 2023

Executive board

Jesper Bernhoft

INDEPENDENT AUDITOR'S REPORT

To the shareholder of BGI Estates ApS

Opinion

We have audited the financial statements of BGI Estates ApS for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity 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 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022 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 and 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 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.

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:

INDEPENDENT AUDITOR'S REPORT

- 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.

INDEPENDENT AUDITOR'S REPORT

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.

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.

Copenhagen, 29 June 2023

MAZARS

Statsautoriseret Revisionspartnerselskab

CVR no. 31 06 17 41

Kurt Christensen

Statsautoriseret revisor

(State-authorised Public Accountant)

MNE no. mne26824

COMPANY DETAILS

The company

BGI Estates ApS
Staktoften 16
2950 Vedbæk

CVR no.: 37 63 60 96

Reporting period: 1 January - 31 December 2022

Domicile: Vedbæk

Executive board

Jesper Bernhoft

Auditors

Mazars
Statsautoriseret Revisionspartnerselskab
Midtermolen 1, 2.tv.
2100 København Ø

MANAGEMENT'S REVIEW

Business review

The Company's activity is renting, buying, selling and administrating properties and other related activities.

Recognition and measurement uncertainties

The recognition and measurement of items in the annual report is not associated with any uncertainty.

Financial review

The company's income statement for the year ended 31 December 2022 shows a loss of DKK 6.415.994, and the balance sheet at 31 December 2022 shows equity of DKK 35.554.725.

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.

ACCOUNTING POLICIES

The annual report of BGI Estate 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 provisions as regards larger entities reporting in class C.

The annual report for 2022 is presented in DKK

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

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

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

Revenue

Revenue which is comprised of rental of premises is recognised as it is earned.

Other external expenses

Other external expenses include expenses related to administration, premises, bad debts etc.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

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, amortisation of mortgage loans and surcharges and allowances under the advance payment of tax scheme, etc.

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.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

Balance sheet

Tangible assets

Items of land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life. Land is not depreciated.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

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

	Useful life	Residual value
Buildings	30 years	60 %
Other fixtures and fittings, tool and equipment	3 - 5 years	0 %

Impairment of fixed assets

The carrying amount of property, plant and equipment is reviewed for impairment, other than what is reflected through normal amortisation and depreciation, on an annual basis.

Receivables

Receivables are measured at amortised cost.

Income tax and deferred tax

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

ACCOUNTING POLICIES

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

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.

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.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> TDKK
Gross profit		-1.972.185	-1.316
Staff costs	1	-258.966	0
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		<u>-2.415.440</u>	<u>-752</u>
Profit/loss before net financials		-4.646.591	-2.068
Financial income	2	2.637.173	0
Financial costs	3	<u>-4.406.576</u>	<u>-1.070</u>
Profit/loss before tax		-6.415.994	-3.138
Tax on profit/loss for the year	4	<u>0</u>	<u>580</u>
Profit/loss for the year		<u>-6.415.994</u>	<u>-2.558</u>
 Recommended appropriation of profit/loss			
Retained earnings		<u>-6.415.994</u>	<u>-2.558</u>
		<u>-6.415.994</u>	<u>-2.558</u>

BALANCE SHEET 31 DECEMBER

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> TDKK
ASSETS			
Land and buildings	5	141.241.736	152.287
Other fixtures and fittings, tools and equipment	5	569.831	90
Tangible assets		<u>141.811.567</u>	<u>152.377</u>
Total non-current assets		<u>141.811.567</u>	<u>152.377</u>
Trade receivables		30.815	0
Deferred tax asset		0	207
Corporation tax		0	356
Prepayments		0	20
Receivables		<u>30.815</u>	<u>583</u>
Cash at bank and in hand		<u>4.731.404</u>	<u>5.956</u>
Total current assets		<u>4.762.219</u>	<u>6.539</u>
Total assets		<u><u>146.573.786</u></u>	<u><u>158.916</u></u>

BALANCE SHEET 31 DECEMBER

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> TDKK
EQUITY AND LIABILITIES			
Share capital		50.000	50
Retained earnings		35.504.725	39.921
Equity		35.554.725	39.971
Mortgage loans		69.662.881	54.559
Payables to group companies		38.930.348	62.196
Total non-current liabilities	6	108.593.229	116.755
Short-term part of long-term debet	6	775.474	515
Trade payables		1.383.679	1.675
Payables to group companies		225.125	0
Other payables		41.554	0
Total current liabilities		2.425.832	2.190
Total liabilities		111.019.061	118.945
Total equity and liabilities		146.573.786	158.916

STATEMENT OF CHANGES IN EQUITY

	Share capital	Retained earnings	Total
Equity at 1 January 2022	50.000	39.920.719	39.970.719
Net profit/loss for the year	0	-6.415.994	-6.415.994
Contribution from group	0	2.000.000	2.000.000
Equity at 31 December 2022	<u>50.000</u>	<u>35.504.725</u>	<u>35.554.725</u>

NOTES

	2022 DKK	2021 TDKK
1 STAFF COSTS		
Wages and salaries	232.764	0
Pensions	25.802	0
Other social security costs	400	0
	<u>258.966</u>	<u>0</u>
Average number of employees	<u>1</u>	<u>0</u>
2 FINANCIAL INCOME		
Exchange adjustments	2.637.173	0
	<u>2.637.173</u>	<u>0</u>
3 FINANCIAL COSTS		
Financial expenses, group entities	2.802.164	225
Other financial costs	1.554.043	845
Exchange adjustments costs	50.369	0
	<u>4.406.576</u>	<u>1.070</u>
4 TAX ON PROFIT/LOSS FOR THE YEAR		
Current tax for the year	0	-386
Deferred tax for the year	0	-194
	<u>0</u>	<u>-580</u>

NOTES

5 TANGIBLE ASSETS

	Land and buildings	Other fixtures and fittings, tools and equipment
Cost at 1 January 2022	153.849.937	381.104
Additions for the year	20.051.162	694.371
Disposals for the year	-29.957.885	-286.124
Cost at 31 December 2022	143.943.214	789.351
Impairment losses and depreciation at 1 January 2022	1.563.134	286.707
Depreciation for the year	2.102.044	169.770
Reversal of impairment and depreciation of sold assets	-963.700	-241.458
Reversal for the year of previous years' impairment losses	0	4.501
Impairment losses and depreciation at 31 December 2022	2.701.478	219.520
Carrying amount at 31 December 2022	141.241.736	569.831

6 LONG TERM DEBT

	Debt at 1 January 2022	Debt at 31 December 2022	Instalment next year	Debt outstanding after 5 years
Mortgage loans	54.559.355	70.438.355	775.474	61.667.959
Payables to group companies	62.196.216	38.930.348	0	0
	116.755.571	109.368.703	775.474	61.667.959

7 CONTINGENT LIABILITIES

The company is jointly taxed with its parent company, Bernhoft Global Invest ApS (management company), and jointly and severally liable with other jointly taxed entities for payment of income taxes for income year 2019 onwards as well as for payment of withholding taxes on dividends, interest and royalties which fall due for payment on or after 1 July 2020.

8 MORTGAGES AND COLLATERAL

As security for engagement with credit institutes pledges are given in the Company's property with the accounting value of 141,241 kDKK

NOTES

9 RELATED PARTIES AND OWNERSHIP STRUCTURE

Controlling interest

Bernhoft Global Invest ApS, Rudersdal. Ultimate Parent

Jesper Bernhoft

Navnet returneret af dansk MitID var:

NAVNE & ADRESSEBESKYTTET

Direktør

ID: a961a536-86dc-4c36-bbc8-79189c93e866

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Underskrevet med MitID



Kurt Christensen

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Kurt Christensen

Revisor

ID: 8c484b9f-489a-43ae-beed-9f556a319398

Tidspunkt for underskrift: 30-06-2023 kl.: 07:27:11

Underskrevet med MitID



John Korsø Jensen

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John Korsø Jensen

Dirigent

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