



Helnan Marselis Hotel A/S

Strandvejen 25
8000 Aarhus C
CVR No. 36445580

Annual report 2023

The Annual General Meeting adopted the annual report on 29.08.2024

Finn Bødstrup

Chairman of the General Meeting

Contents

Entity details	2
Statement by Management	3
Independent auditor's report	4
Management commentary	7
Income statement for 2023	8
Balance sheet at 31.12.2023	9
Statement of changes in equity for 2023	11
Notes	12
Accounting policies	15

Entity details

Entity

Helnan Marselis Hotel A/S
Strandvejen 25
8000 Aarhus C

Business Registration No.: 36445580
Registered office: Aarhus
Financial year: 01.01.2023 - 31.12.2023

Board of Directors

Finn Bødstrup
Hans Jørgen Malmlose Nyegaard
Norhan El Galaly
Tamer Mamdouh Bahgat Elhossamy

Executive Board

Michelle Sass Laursen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Østre Havnepromenade 26, 4th floor
9000 Aalborg

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Helnan Marselis Hotel A/S for the financial year 01.01.2023 - 31.12.2023.

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 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023.

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.

Aarhus, 27.08.2024

Executive Board

Michelle Sass Laursen

Board of Directors

Finn Bødstrup

Hans Jørgen Malmose Nyegaard

Norhan El Galaly

Tamer Mamdouh Bahgat Elhossamy

Independent auditor's report

To the shareholders of Helnan Marselis Hotel A/S

Opinion

We have audited the financial statements of Helnan Marselis Hotel A/S for the financial year 01.01.2023 - 31.12.2023, 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 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023 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.

Material uncertainty related to going concern

We draw attention to note 1 in the financial statements, which states that the group's Danish companies have experienced liquidity challenges in paying all overdue debts. The group's management is of the opinion that the liquidity challenges are of a temporary nature and will improve in the second half of 2024. Therefore, the financial statements of the group have been prepared on a going concern basis. Our conclusion is unmodified regarding this matter.

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 of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Aalborg, 27.08.2024

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Lars Birner Sørensen

State Authorised Public Accountant
Identification No (MNE) mne11671

Management commentary

Primary activities

The Company's activities consist of running a hotel and restaurant business, congress center, wellness center, holiday center as well as investment, including financial transactions and raising loans for the purchase of securities as well as related business.

Development in activities and finances

The financial statements for 2023 show a profit of DKK 4,996k against a profit of 6,237k in 2022. Equity amounts to DKK 127,846k at 31.12.2023.

The group's Danish companies are financially interconnected, and there have been certain liquidity challenges in paying all overdue debts after the reporting date. There is also a certain uncertainty about the liquidity situation for the rest of 2024. The group's financial statements have been prepared on a going concern basis, as the management believes that the liquidity challenges are of a temporary nature and will improve in the second half of 2024.

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

	Notes	2023 DKK	2022 DKK
Gross profit/loss	3	28,099,757	24,770,543
Staff costs	4	(17,306,627)	(11,169,915)
Depreciation, amortisation and impairment losses		(3,692,200)	(4,438,616)
Operating profit/loss		7,100,930	9,162,012
Other financial income	5	641,527	533,876
Other financial expenses		(1,321,708)	(1,617,929)
Profit/loss before tax		6,420,749	8,077,959
Tax on profit/loss for the year	6	(1,424,476)	(1,840,822)
Profit/loss for the year		4,996,273	6,237,137
Proposed distribution of profit and loss			
Retained earnings		4,996,273	6,237,137
Proposed distribution of profit and loss		4,996,273	6,237,137

Balance sheet at 31.12.2023

Assets

	Notes	2023 DKK	2022 DKK
Land and buildings		236,409,822	233,809,965
Other fixtures and fittings, tools and equipment		907,800	1,351,629
Property, plant and equipment	7	237,317,622	235,161,594
Fixed assets		237,317,622	235,161,594
Manufactured goods and goods for resale		309,772	289,772
Inventories		309,772	289,772
Trade receivables		2,399,554	2,035,589
Receivables from group enterprises		23,162,453	18,918,208
Other receivables		860,917	1,016,848
Receivables		26,422,924	21,970,645
Cash		872,669	167,218
Current assets		27,605,365	22,427,635
Assets		264,922,987	257,589,229

Equity and liabilities

	Notes	2023 DKK	2022 DKK
Contributed capital		3,862,580	3,862,580
Revaluation reserve		82,487,062	84,182,923
Retained earnings		41,496,591	34,804,457
Equity		127,846,233	122,849,960
Deferred tax		42,875,176	42,404,954
Provisions		42,875,176	42,404,954
Mortgage debt		71,887,849	79,328,791
Other payables		201,383	232,806
Non-current liabilities other than provisions	8	72,089,232	79,561,597
Current portion of non-current liabilities other than provisions	8	7,440,941	7,414,721
Bank loans		5,099,550	24,133
Prepayments received from customers		527,145	75,875
Trade payables		2,264,766	2,088,209
Income tax payable		2,179,503	1,225,249
Other payables		4,600,441	1,944,531
Current liabilities other than provisions		22,112,346	12,772,718
Liabilities other than provisions		94,201,578	92,334,315
Equity and liabilities		264,922,987	257,589,229
Going concern	1		
Events after the balance sheet date	2		
Contingent liabilities	9		
Assets charged and collateral	10		
Group relations	11		

Statement of changes in equity for 2023

	Contributed capital DKK	Revaluation reserve DKK	Retained earnings DKK	Total DKK
Equity beginning of year	3,862,580	84,182,923	34,804,457	122,849,960
Other entries on equity	0	(1,695,861)	1,695,861	0
Profit/loss for the year	0	0	4,996,273	4,996,273
Equity end of year	3,862,580	82,487,062	41,496,591	127,846,233

Notes

1 Going concern

The group's Danish companies are financially interconnected, and there have been certain liquidity challenges in paying all overdue debts after the reporting date. There is also a certain uncertainty about the liquidity situation for the rest of 2024. The group's financial statements have been prepared on a going concern basis, as the management believes that the liquidity challenges are of a temporary nature and will improve in the second half of 2024.

2 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.

3 Gross profit/loss

Gross profit/loss includes compensation received during COVID-19 as other operating income of a total of DKK 0 (2022: DKK 1,409k). The compensations amounts are composed of the following schemes:

Compensation for fixed costs: DKK 0 (2022: DKK 1,040)

Payroll compensation: DKK 0 (2022: DKK 369k)

4 Staff costs

	2023	2022
	DKK	DKK
Wages and salaries	15,655,194	10,228,680
Pension costs	1,425,157	797,849
Other social security costs	226,276	143,386
	17,306,627	11,169,915
Average number of full-time employees	25	21

5 Other financial income

	2023	2022
	DKK	DKK
Financial income from group enterprises	641,523	533,798
Exchange rate adjustments	4	78
	641,527	533,876

6 Tax on profit/loss for the year

	2023	2022
	DKK	DKK
Current tax	954,254	1,225,249
Change in deferred tax	470,222	615,573
	1,424,476	1,840,822

7 Property, plant and equipment

	Land and buildings DKK	Other fixtures and fittings, tools and equipment DKK
Cost beginning of year	169,879,162	20,570,329
Additions	5,774,372	73,853
Cost end of year	175,653,534	20,644,182
Revaluations beginning of year	123,465,936	0
Revaluations end of year	123,465,936	0
Depreciation and impairment losses beginning of year	(59,535,133)	(19,218,700)
Depreciation for the year	(3,174,515)	(517,682)
Depreciation and impairment losses end of year	(62,709,648)	(19,736,382)
Carrying amount end of year	236,409,822	907,800
Carrying amount if assets had not been revalued	112,943,886	907,800

8 Non-current liabilities other than provisions

	Due within 12 months 2023 DKK	Due within 12 months 2022 DKK	Due after more than 12 months 2023 DKK	Outstanding after 5 years 2023 DKK
Mortgage debt	7,440,941	7,414,721	71,887,849	45,985,727
Other payables	0	0	201,383	201,383
	7,440,941	7,414,721	72,089,232	46,187,110

9 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Scandinavian Hotel A/S serves as the administration company. 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 the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

10 Assets charged and collateral

Mortgage debt is secured by way of mortgage on properties. The carrying amount of mortgaged properties is DKK 236,410k. Mortgage deeds registered to the mortgagor of DKK 147,900k are provided as security for commitments with credit institutions.

Collateral provided for group enterprises

The Entity has given a self-debt guarantee to Nykredit Bank concerning the group company Helnan Phønix Hotel A/S. Bank debt in the group company amounts to DKK 43,070k.

Futhermore, the Entity also provides security for all recevabels from group enterprices with Helnan Marselis Hotel A/S.

11 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group:
Scandinavian Hotels A/S, Aarhus

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.

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, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

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, and salary refunds.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for normal inventory writedowns.

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.

Property costs

Property costs include costs incurred to operate the Entity's properties in the financial year, including repair and maintenance costs, property tax and electricity, water and heating, which are not charged directly from the lessee.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of property, plant and equipment.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, 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, net capital or exchange losses on securities, 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.

Balance sheet**Property, plant and equipment**

Land and buildings are measured at cost plus revaluation, and for buildings, less accumulated depreciation and impairment losses. Land is not depreciated. Revaluation is calculated on the basis of regular, independent fair value measurements.

Plant and machinery, and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost plus revaluation and minus estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

	Useful life
Buildings	25-50 years
Other fixtures and fittings, tools and equipment	5-10 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value. Cost consists of purchase price plus delivery costs. The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

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

Cash

Cash comprises cash in hand and bank deposits.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Deferred tax relating to retaxation of previously deducted losses in foreign subsidiaries is recognised on the basis of an actual assessment of the purpose of each subsidiary.

Mortgage debt

At the time of borrowing, mortgage debt to mortgage credit institutions is measured at cost which corresponds to the proceeds received less transaction costs incurred. Mortgage debt is subsequently measured at amortised cost. This means that the difference between the proceeds at the time of borrowing and the nominal repayable amount of the loan is recognised in the income statement as a financial expense over the term of the loan applying the effective interest method.

Other financial liabilities

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

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

Tax receivable or payable

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