



ERIF II DK TopCo ApS

Bornholmsgade 3
1266 København K
CVR No. 44512386

Annual report 2024

The Annual General Meeting adopted the
annual report on 30.06.2025

Peer Thomas Borg

Chairman of the General Meeting

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Entity details

Entity

ERIF II DK TopCo ApS

Bornholmsgade 3

1266 København K

Business Registration No.: 44512386

Registered office: København

Financial year: 01.01.2024 - 31.12.2024

Executive Board

Peer Thomas Borg

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Executive Board has today considered and approved the annual report of ERIF II DK TopCo ApS for the financial year 01.01.2024 - 31.12.2024.

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

In my opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2024 and of the results of its operations for the financial year 01.01.2024 - 31.12.2024.

I believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

I recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 30.06.2025

Executive Board

Peer Thomas Borg

Independent auditor's report

To the shareholders of ERIF II DK TopCo ApS

Opinion

We have audited the financial statements of ERIF II DK TopCo ApS for the financial year 01.01.2024 - 31.12.2024, 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 31.12.2024 and of the results of its operations for the financial year 01.01.2024 - 31.12.2024 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, 30.06.2025

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Tim Kjær-Hansen

State Authorised Public Accountant
Identification No (MNE) mne23295

Rasmus Christiansen

State Authorised Public Accountant
Identification No (MNE) mne50632

Management commentary

Primary activities

The company's primary activities consist of directly or indirectly owning and investing in real estate, real estate development, letting of real estate and all business which, in the management's opinion, is related to this.

Development in activities and finances

The year's gross profit/loss amounts to a loss of DKK 85 thousand. The ordinary result amounts to a loss of DKK 95 thousand.

The company's equity is negative at DKK 79 thousand as of 31st December 2024. The company has lost more than half of its share capital and is therefore subject to the capital provisions of the Companies Act, which means that the company's management must account for the company's financial position at the ordinary general meeting, including the reason for the loss and the prospects for the company's continued operations, and if necessary, propose measures to be taken.

The company's shareholders have provided a declaration of withdrawal and a declaration of support, with additional capital injections in the form of equity or as loan capital by granting loans due for payment no less than 12 months after the date of approval of the annual financial statements. Based on this, management assesses that there is sufficient liquidity to carry out the coming year's operations and meet its obligations as they fall due.

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 2024

	Notes	2024 DKK	2023 DKK
Gross profit/loss		(85,250)	(55,000)
Other financial income	2	723	0
Other financial expenses	3	(10,206)	0
Profit/loss before tax		(94,733)	(55,000)
Tax on profit/loss for the year	4	18,596	12,100
Profit/loss for the year		(76,137)	(42,900)
Proposed distribution of profit and loss			
Retained earnings		(76,137)	(42,900)
Proposed distribution of profit and loss		(76,137)	(42,900)

Balance sheet at 31.12.2024

Assets

	Notes	2024 DKK	2023 DKK
Receivables from group enterprises		933,421	0
Deferred tax		15,855	0
Other receivables		40,723	40,000
Joint taxation contribution receivable		2,741	12,100
Receivables		992,740	52,100
Current assets		992,740	52,100
Assets		992,740	52,100

Equity and liabilities

	Notes	2024 DKK	2023 DKK
Contributed capital		40,000	40,000
Retained earnings		(119,037)	(42,900)
Equity		(79,037)	(2,900)
Payables to group enterprises		68,750	0
Income tax payable		931,527	0
Other payables	5	71,500	55,000
Current liabilities other than provisions		1,071,777	55,000
Liabilities other than provisions		1,071,777	55,000
Equity and liabilities		992,740	52,100
Uncertainty related to going concern	1		
Employees	6		
Contingent liabilities	7		

Statement of changes in equity for 2024

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	40,000	(42,900)	(2,900)
Profit/loss for the year	0	(76,137)	(76,137)
Equity end of year	40,000	(119,037)	(79,037)

Notes

1 Uncertainty related to going concern

The company's equity is negative at DKK 79 thousand as of 31st December 2024. The company has lost more than half of its share capital and is therefore subject to the capital provisions of the Companies Act, which means that the company's management must account for the company's financial position at the ordinary general meeting, including the reason for the loss and the prospects for the company's continued operations, and if necessary, propose measures to be taken.

The company's shareholders have provided a declaration of withdrawal and a declaration of support, with additional capital injections in the form of equity or as loan capital by granting loans due for payment no less than 12 months after the date of approval of the annual financial statements. Based on this, management assesses that there is sufficient liquidity to carry out the coming year's operations and meet its obligations as they fall due.

2 Other financial income

	2024	2023
	DKK	DKK
Other interest income	723	0
	723	0

3 Other financial expenses

	2024	2023
	DKK	DKK
Other interest expenses	10,206	0
	10,206	0

4 Tax on profit/loss for the year

	2024	2023
	DKK	DKK
Change in deferred tax	(15,855)	0
Refund in joint taxation arrangement	(2,741)	(12,100)
	(18,596)	(12,100)

5 Other payables

	2024	2023
	DKK	DKK
Other costs payable	71,500	55,000
	71,500	55,000

6 Employees

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

remuneration.

7 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.

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.

Non-comparability

The accounting period for the comparison year is different from the current year's accounting period, as the comparison year covers the period from 18.12.2023 to 31.12.2023, which means that the figures for the period are not directly comparable with the comparison figures.

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, changes in inventories of finished goods and work in progress, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including administrative costs and sales promotion costs etc. This item also includes writedowns of receivables recognised in current assets.

Other financial income

Other financial income comprises dividends etc. received on other investments, 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.

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

Receivables

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

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.

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.

Other financial liabilities

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

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.