Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2019 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	914 813 905
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	NORWEGIAN LIGHTS AS
Forretningsadresse:	c/o Union Eiendomskapital AS Bolette brygge 1 0252 OSLO

Regnskapsår

Årsregnskapets periode:	01.01.2019 - 31.12.2019

Konsern

Morselskap i konsern:	Nei

Regnskapsregler

Regler for små foretak benyttet:	Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet:	Forenklet IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Lars Even Moe
Dato for fastsettelse av årsregnskapet:	24.04.2020

Grunnlag for avgivelse

År 2019: Årsregnskapet er elektronisk innlevert
År 2018: Tall er hentet fra elektronisk innlevert årsregnskap fra 2019

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 05.08.2021

Resultatregnskap

Beløp i: NOK	Note	2019	2018
RESULTATREGNSKAP			
Inntekter			
Sum inntekter		**0**	**0**
Kostnader			
Annen driftskostnad		4 081 654	2 042 150
Sum kostnader		**4 081 654**	**2 042 150**
Driftsresultat		**-4 081 654**	**-2 042 150**
Finansinntekter og finanskostnader			
Inntekt på investering i datterselskap			31 112 696
Renteinntekt fra foretak i samme konsern			1 088 918
Annen renteinntekt		3 733 318	1 859 291
Annen finansinntekt		-76 558	7 960 075
Sum finansinntekter		**3 656 759**	**42 020 981**
Annen rentekostnad		752	1 545 213
Annen finanskostnad		2 125 627	2 944 976
Sum finanskostnader		**2 126 378**	**4 490 189**
Netto finans		**1 530 381**	**37 530 792**
Ordinært resultat før skattekostnad		**-2 551 273**	**35 488 642**
Skattekostnad på ordinært resultat			1 303 319
Ordinært resultat etter skattekostnad		**-2 551 273**	**34 185 323**
Årsresultat		**-2 551 273**	**34 185 323**
Årsresultat etter minoritetsinteresser		**-2 551 273**	**34 185 323**
Totalresultat		**-2 551 273**	**34 185 323**
Overføringer og disponeringer			
Overf. fond for urealiserte gevinster			-169 335 843
Udekket tap		-2 551 273	

Resultatregnskap

Beløp i: NOK	Note	2019	2018
Overføringer annen egenkapital			203 521 166
Sum overføringer og disponeringer		**-2 551 273**	**34 185 323**

Balanse

Beløp i: NOK	Note	2019	2018
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Finansielle anleggsmidler			
Andre langsiktige fordringer		8 250 000	8 250 000
Sum finansielle anleggsmidler		**8 250 000**	**8 250 000**
Sum anleggsmidler		**8 250 000**	**8 250 000**
Omløpsmidler			
Varer			
Fordringer			
Andre kortsiktige fordringer		3 352 599	3 228 803
Konsernfordringer		300 000	
Sum fordringer		**3 652 599**	**3 228 803**
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter o.l.		245 518 811	248 921 078
Sum bankinnskudd, kontanter og lignende		**245 518 811**	**248 921 078**
Sum omløpsmidler		**249 171 410**	**252 149 881**
SUM EIENDELER		**257 421 410**	**260 399 881**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		10 000 000	10 000 000
Sum innskutt egenkapital		**10 000 000**	**10 000 000**
Opptjent egenkapital			
Avsatt utbytte		249 933 739	46 412 573

Balanse

Beløp i: NOK	Note	2019	2018
Annen egenkapital			203 521 166
Udekket tap		2 551 273	
Sum opptjent egenkapital		**247 382 466**	**249 933 739**
Sum egenkapital		**257 382 466**	**259 933 739**
Sum langsiktig gjeld		**0**	**0**
Kortsiktig gjeld			
Leverandørgjeld		38 941	451 152
Skyldig offentlige avgifter		3	14 991
Sum kortsiktig gjeld		**38 944**	**466 143**
Sum gjeld		**38 944**	**466 143**
SUM EGENKAPITAL OG GJELD		**257 421 410**	**260 399 881**

Skattedirektoratet

Saksbehandler	Deres dato	Vår dato
Torstein Kinden Helleland	31.03.2016	11.05.2016
Telefon	Deres referanse	Vår referanse
22078139	Jannecke Vinjum	2016/298945

NORWEGIAN LIGHTS AS
Postboks 1715 Vika
0121 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for Norwegian Lights AS, org. nr. 914 813 905

Vi viser til deres brev av 31. mars 2016 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for Norwegian Lights AS.

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering Norwegian Lights AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn
Norwegian Lights AS er eiet med 98 % av Partners Group som er hjemmehørende i Luxembourg og 2 % av ansatte. Selskapet er et eiendomsfond. Eiendommene som det investeres i organiseres som egne aksjeselskap. All kommunikasjon og intern rapportering til morselskapet skjer på dette språket. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

Skattedirektoratets vurdering
Etter regnskapsloven § 3-4 tredje ledd skal *"årsregnskapet og årsberetningen ... være på norsk.* Departementet kan ved ... *enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."*

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

> *"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en*

Postadresse	Besøksadresse:	Sentralbord
Postboks 9200 Grønland	Se www.skatteetaten.no	800 80 000
0134 Oslo	Org.nr: 996250318	Telefaks
	E-post: skatteetaten.no/sendepost	22 17 08 60

forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon."

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til "informative regnskaper for ulike grupper av regnskapsbrukere". Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at selskapet er eiet med 98 % av et utenlandsk selskap. Eierkretsen er begrenset. All kommunikasjon med morselskapet skjer på engelsk. Videre er det vektlagt at selskapet driver virksomhet i en internasjonal bransje der alle aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer

Norwegian Lights AS

Annual accounts

2019

Auditor's report
Directors' report

Statement of comprehensive income
Statement of financial position at 31 December
Statement of changes in equity
Cash flow statement
Notes

RSM

RSM Norge AS

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Org.nr: 992 316 599 MVA

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To the General Meeting of Norwegian Lights AS

Independent auditor's report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Norwegian Lights AS showing a loss of NOK 2 551 000, which comprise the balance sheet as at 31 December 2019, the income statement, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are prepared in accordance with law and regulations and give a true and fair view of the financial position of the Company as at 31 December 2019, and its financial performance and its cash flows for the year then ended in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act.

Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing (ISAs). Our responsibilities under those standards 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 as required by laws and regulations, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information. The other information comprises information in the annual report, except the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information 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 other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors (management) is responsible for the preparation and fair presentation of the financial statements in accordance with simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9, 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.

Independent Auditor's Report 2019 for Norwegian Lights AS

RSM

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 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 laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to https://revisorforeningen.no/revisjonsberetninger

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors' report concerning the financial statements, the going concern assumption and the proposed allocation of the result is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements *(ISAE) 3000, Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the Company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Oslo, 24 April 2020
RSM Norge AS

Per-Henning Lie
State Authorised Public Accountant

The board of director's report 2019 for Norwegian Lights AS

Norwegian Lights AS

Operational review

Norwegian Lights AS ("the Company") was established 16th of January 2015 and acquired 4th of March a portfolio of commercial real estate properties in Norway with the potential for asset management through re-leasing, repositioning, refurbishment or expansion. The Companys strategy was to manage the real estate portfolio in order to optimize the return on investment, based on a five year business plan. The company is managed by UNION Eiendomskapital Lux AS.

Norwegian Lights AS has invested in 28 office and retail properties in Norway. During 2018 the Company divested four properties, meaning that all real estate assets has been realized.

As of 31 December 2018 the Company has sold all of its subsidiaries; consequently no group accounts are prepared for 2019.

The companies headquarter is in Oslo.

Going concern

In accordance with the Accounting Act § 3-3a, we confirm that the financial statements have been prepared under the assumption of going concern. The Group's economic and financial position is sound.

Comments related to the financial statements

The company has sold all real estate assets, and the only assets exempt from cash is MNOK 11,5 in vendor loans related to two real estate disposals.

Norwegian Lights AS had an operating loss in 2019 of MNOK 6,3. Profit before tax was negative with MNOK 2,5.

The Board of Norwegian Lights AS proposes that the negative total comprehensive income for the year of the company of MNOK 2,5 is transfer from retained earnings.

The company's liquid assets are invested in bank and considered to be low risk.

As per 31.12.2019 the company had a bank balance of MNOK 245,5.

The total capital pr. 31.12.2019 was MNOK 257,4. Long-term debt equals 0,0 % and short-term debt equals 0,0 %. The equity ratio for the Group was 99,98%.

Coronavirus disease (COVID-19) ("Coronavirus")

The Board members have assessed the potential impact of the Coronavirus outbreak on the valuation of underlying assets held by the Company. Based on the assessment, the current risk is considered low for this to have a negative impact on the business.

Environment

The company do not pollute the environment beyond what is normal for the operations of the company. Waste and emissions arising from operations are treated under applicable laws and regulations.

Financial risk

Market risk

The company has no real estate assets, and is therefore not exposed to market risk.

Interest rate risk

The company has no external debt, and is therefore not exposed to interest rate risk.

Credit risk

The company has credit risk towards two property companies related to vendor loans. The property companies are considered to be financially solid, and the risk is considered limited.

Risk of liquidity

The Board assesses the company's liquidity situation as strong and it strives to have a liquidity buffer in case unforeseen events arise through daily operation of the properties.

Risk of warranty exposure

The company has sold properties or shares in property holding companies, and has provided customary warranties through sale and purchase agreements. Most warranty periods has expired, but there are to some extent remaining warranty exposure. The board assesses the risk of claims as highly limited.

Research and development

Norwegian Lights AS is not affected by conditions that can be defined as research and development activities.

Future development

The company has realized all real estate assets, and will not acquire any new assets.

Oslo, 24th April 2020

Øystein A. Landvik
Chairman

Håkon Sundbye
Board member

Geoffrey Bonnefoy Cudraz
Board member

Stefan Lempen
Board member

Norwegian Lights AS

Statement of comprehensive income

All amounts in NOK 1 000	Note	2019	2018
Gain / (loss) on sale of subsidiaries	2	(2 202)	5 015
General and administrative expenses	4 5 10	(4 082)	(2 042)
Operating profit		**(6 284)**	**2 973**
Financial income	6 11	3 733	34 061
Financial costs	6	(1)	(1 545)
Net financial items		**3 733**	**32 516**
Profit before tax		**(2 551)**	**35 489**
Income tax expense	7	-	(1 303)
Profit for the year		**(2 551)**	**34 185**
Other comprehensive income			
Net other comprehensive income		-	-
Tax related to other comprehensive income		-	-
Total comprehensive income for the year		**(2 551)**	**34 185**

Norwegian Lights AS

Statement of financial position at 31 December

All amounts in NOK 1 000	Note	2019	2018
ASSETS			
Non-current assets			
Other long term receivables	8	8 250	8 250
Total non-current assets		**8 250**	**8 250**
Current assets			
Other receivables	8 10	3 652	3 229
Cash and cash equivalents	8	245 519	248 921
Total current assets		**249 171**	**252 150**
TOTAL ASSETS		**257 421**	**260 400**
EQUITY AND LIABILITIES			
Equity			
Paid in capital			
Issued capital		10 000	10 000
Total paid in capital		**10 000**	**10 000**
Accumulated profits			
Retained earnings		247 382	249 934
Total accumulated profits		**247 382**	**249 934**
Total equity		**257 382**	**259 934**
Current liabilities			
Accounts payable	8 10	39	451
Other current liabilities	8 9 10	-	15
Total current liabilities		**39**	**466**
Total liabilities		**39**	**466**
TOTAL EQUITY AND LIABILITIES		**257 421**	**260 400**

The Board of Norwegian Lights AS
Oslo, April 24th 2020

Øystein Landvik
Chairman

Håkon Sundby
Board member

Geoffrey Bonnefoy-Cudraz
Board member

Stefan Lempen
Board member

Norwegian Lights AS

Statement of changes in equity

All amounts in NOK 1 000	Note	Share capital	Share premium	Fund for unrealised gains	Retained earnings	Total equity
Equity as at 31.12.2016		**10 000**	**642 382**	**690 534**	**29 695**	**1 372 611**
Correction of error (net of tax)	16	-	-	-	45 787	45 787
Restated total equity as at 1.1.2017		**10 000**	**642 382**	**690 534**	**75 482**	**1 418 398**
Total comprehensive income		-	-	(521 198)	590 409	69 211
Dividends		-	(642 382)	-	(119 479)	(761 861)
Equity as at 31.12.2017		**10 000**	**-**	**169 336**	**546 412**	**725 748**
Total comprehensive income		-	-	(169 336)	203 521	34 185
Dividends		-	-	-	(500 000)	(500 000)
Equity as at 31.12.2018		**10 000**	**-**	**-**	**249 934**	**259 934**
Total comprehensive income		-	-		(2 551)	(2 551)
Equity as at 31.12.2019		**10 000**	**-**	**-**	**247 382**	**257 382**

Norwegian Lights AS

Statement of cash flows

All amounts in NOK 1 000	2019	2018
Cash flow from operating activities		
Profit before tax for the year from comprehensive income	(2 551)	35 489
Income taxes paid	-	(280)
Adjustment to value of investment in subsidiaries	-	-
(Gain) / loss on sales of subsidiaries / property	2 202	(5 015)
(Increase)/decrease in accounts receivable	-	-
(Increase)/decrease in other receivables	(424)	12 927
Increase/(decrease) in accounts payable	(412)	(683)
Increase/(decrease) in other current liabilities	(16)	(9 360)
Net cash flow from operating activities	**(1 201)**	**33 078**
Cash flows from investing activities		
Proceeds from sale of investments in subsidiaries	(2 202)	1 024 200
Repayment of investments in subsidiaries	-	-
(Increase)/decrease in intercompany loan	-	161 140
Net cash flow used in investing activities	**(2 202)**	**1 185 340**
Cash flows from financing activities		
Repayment of borrowings	-	(527 814)
Dividend paid to equity holders	-	(500 000)
Net cash flow from financing activities	**-**	**(1 027 814)**
Net increase/(decrease) in cash and cash equvivalents	**(3 403)**	**190 604**
Cash and cash equivalents at beginning of period	248 921	58 316
Cash and cash equivalents at end of period	**245 519**	**248 921**

Norwegian Lights AS

Notes 2019

1 Summary of significant accounting policies

1.1 Basis for preparation of the annual accounts
The Norwegian Lights AS' annual accounts have been prepared in accordance with simplified IFRS pursuant to the Norwegian Accounting Act § 3-9 and regulations regarding simplified application of IFRS issued by the Ministry of Finance on 21 January 2008.

Dividends to the owners have been accounted for according to good accounting practice as an exception to IFRS.

The annual accounts are based on historical cost, with the exception of the following:

- Financial instruments measured at amortised cost or at fair value through profit or loss

1.2 Functional currency and presentation currency
The functional currency and presentation currency for the company is NOK.

1.3 The use of estimates and assessment of accounting policies when preparing the annual accounts
1.3.1 Estimates and assumptions
The management has used estimates and assumptions that have affected assets, liabilities, incomes, expenses and information on potential liabilities. Estimates and their underlying assumptions are reviewed on a regular basis and are based on best estimates and historical experience. Changes in accounting estimates are recognised during the period when the changes take place. If the changes also apply to future periods, the effect is divided among the present and future periods.

1.3.2 Judgements
The management has, when preparing the financial statements; made certain significant assessments based on critical judgement when it comes to application of the accounting principles. The following items have been subjected to a significant level of judgement when applying the accounting principles:

- Financial liabilities including interest rate derivatives

See note 3 for further information.

1.4 Revenue recognition

The Company has not had any revenues in 2019.

1.5 Financial assets and financial liabilities

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and liabilities (other than financial assets and liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit and loss.

Financial assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless, an accounting mismatch is being avoided.

Norwegian Lights AS

Notes 2019

The Company classifies its financial assets in the following categories: at fair value through profit and loss (FVPL) and at amortised cost.

(a) Debt instruments at amortised cost and effective interest method

Financial assets that is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and that the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured subsequently at amortised cost.

Assets in this category with fixed or determinable payments that are not quoted in an active market, are included in current assets except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets.

Assets in this category are subsequently measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the effect of discounting is immaterial.

(b) Fair value through profit or loss (FVPL)

Financial assets not measured at amortised cost are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either:
- a debt instrument or equity instrument held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or
- a derivative, or
- designated as such upon initial recognition where permitted.

Financial assets at FVPL are initially recognised and subsequently measured at fair value on a recurring basis with gains or losses arising from changes in fair value recognised through gains in investments in the income statement. Dividends or interest earned on the financial asset are excluded from the gains on investments and recognised separately within finance income.

Assets in this category are classified as current if they are either held for trading or are expected to be realised within 12 months of the balance sheet date. Otherwise, they are classified as non-current.

Investments in subsidiaries are measured at FVPL.

The Company classifies its financial liabilities in the following categories: at fair value through profit or loss (FVPL), and other financial liabilities.

(a) Financial liabilities at fair value through profit or loss (FVPL)

Financial liabilities at FVPL include derivative liabilities and other financial liabilities designated as FVPL.

A financial instrument is classified as at FVPL if it is a derivative that is not designated and effective as a hedging instrument, or the designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise.

Financial liabilities are also classified as at FVPL when the financial liability is held for trading.

Financial liabilities at FVPL are initially recognised and subsequently measured at fair value on a recurring basis with gains or losses arising from changes in fair value recognised through gains in investments in the income statement. Interest paid on the financial instruments is excluded from the gains on investments and recognised separately within Finance costs.

Norwegian Lights AS

Notes 2019

(b) Financial liabilities measured subsequently at amortised cost

Other financial liabilities (including borrowings and trade and other payables) are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, borrowings are stated at amortised cost with any difference between the amount initially recognised and the redemption value being recognised in the income statement over the period of the borrowings, using the effective interest method.

Trade payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Derecognition of financial assets and liabilities

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when substantially all the risks and rewards of ownership of the asset are transferred to another party. On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying value amount and the sum of the consideration received and receivable, is recognised in profit or loss. For financial assets classifies at FVOCI the cumulative gain or loss previously recognised in other comprehensive income and accumulated in equity, is reclassified in profit or loss.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit and loss.

Offsetting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when the Company has a legal right to offset the amounts and intends to either settle on a net basis, or to realise the asset and settle the liability simultaneously.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses (ECL) on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the Company's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

For trade receivables, contract assets and lease receivables, the Company always recognise lifetime ELC. The ECL on trade receivables are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For other financial instruments where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month ECL allowance is estimated. This represents a portion of the asset's lifetime ECL that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime ECL. The amount of ECL recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets measured at fair value through other comprehensive income, the loss allowance is recognised within other comprehensive income. In all other cases, the loss allowance is recognised in profit or loss.

Norwegian Lights AS

Notes 2019

Derivative financial instruments

The Company uses derivative financial instruments to manage exposure to interest rate risk. They are initially recognised on the trade date at fair value and subsequently re-measured at fair value.

In assessing fair value the Company uses its judgement to select suitable valuation techniques and make assumptions which are mainly based on market conditions existing at the balance sheet date.

A derivative with a positive fair value is recognised as a financial asset whilst a derivative with a negative fair value is recognised as a financial liability. A derivative is presented as a non current asset or non current liability if the remaining maturity of the instrument is more than 12 months, otherwise a derivative will be presented as a current asset or current liability.

Changes in fair values of derivatives are recognised immediately in the statement of profit and loss, classified as financial items.

Amounts paid under interest rate swaps, both on obligations as they fall due and on early settlement, are recognised in the income statement as finance costs. Fair value movements on revaluation of derivative financial instruments are shown in the income statement through changes in fair value of financial instruments.

1.6 Borrowing costs related to construction and rehabilitation
Borrowing costs are recognised in the statement of comprehensive income when they arise. Borrowing costs are capitalised to the extent that they are directly related to the purchase, construction or rehabilitation of a non-current asset. The interest costs accrued during the period until the non-current asset is capitalised. Borrowing costs are capitalised until the date when the non-current asset is ready for its intended use. If the cost price exceeds the non-current asset's fair value, an impairment loss is recognised.

1.7 Income tax
The tax expense consists of the tax payable and changes to deferred tax. Deferred tax/tax assets are calculated on all differences between the book value and tax value of assets and liabilities.

Deferred tax assets are recognised when it is probable that the company will have a sufficient profit for tax purposes in subsequent periods to utilise the tax asset. The companies recognise previously unrecognised deferred tax assets to the extent it has become probable that the company can utilise the deferred tax asset. Similarly, the company will reduce a deferred tax asset to the extent that the company no longer regards it as probable that it can utilise the deferred tax asset.

Deferred tax and deferred tax assets are measured on the basis of the expected future tax rates applicable to the companies in the Company where temporary differences have arisen.

Deferred tax and deferred tax assets are recognised at their nominal value and classified as non-current assets (non-current liabilities) in the statement of financial position.

Taxes payable and deferred taxes are recognised directly in equity to the extent that they relate to equity transactions.

1.8 Cash and cash equivalents
Cash includes cash in hand and at bank. Cash equivalents are short-term liquid investments that can be converted immediately into a known amount of cash and have a maximum term to maturity of three months.

Norwegian Lights AS

Notes 2019

1.9 Equity

Equity and liabilities

Financial instruments are classified as liabilities or equity in accordance with the underlying economical realities.

Interest, dividend, gains and losses relating to a financial instrument classified as a liability will be presented as an expense or income. Amounts distributed to holders of financial instruments that are classified as equity will be recorded directly in equity.

Transaction costs directly related to an equity transaction are recognised directly in equity after deducting tax expenses.

1.10 Provisions

A provision is recognised when the Company has an obligation (legal or self-imposed) because a result of a previous event, it is probable (more likely than not) that a financial settlement will take place because a result of this obligation and the size of the amount can be measured reliably. If the effect is considerable, the provision is calculated by discounting estimated future cash flows using a discount rate before tax that reflects the market is pricing of the time value of money and, if relevant, risks specifically linked to the obligation.

1.11 Events after the reporting period

New information on the company's financial position on the end of the reporting period which becomes known after the reporting period is recorded in the annual accounts. Events after the reporting period that do not affect the company's financial position on the end of the reporting period but which will affect the company's financial position in the future are disclosed if significant.

1.12 Application of new and amended standards

The following accounting standards or interpretations were effective for the financial year beginning 1 January 2019 and have been applied in preparing these financial statements to the extent they are relevant to the preparation of financial information:

- IFRS 16 *Leases* (issued in January 2016)
- IFRIC 23 *Uncertainty over Income Tax Treatments* (issued June 2017)

The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

IFRS 16 Leases

IFRS 16 was issued in January 2016 and it replaces IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases-Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.

The Company is not required to make any adjustments relating to IFRS 16.

IFRIC 23 Uncertainty over Income Tax Treatments

The interpretation clarifies how to consider uncertain tax treatment within the scope of IAS 12 Income Taxes. Uncertainty over income tax treatments arises when it is unclear how the applicable tax regulations should be understood for a specific transaction or event, and when it is uncertain whether taxation authorities will approve an entity's tax treatment. The interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately or together
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates (how to reflect uncertainty in these positions)
- How an entity considers changes in facts and circumstances

Norwegian Lights AS

Notes 2019

The interpretation is effective for annual reporting periods beginning on or after 1 January 2019, but certain transition reliefs are available.

The Company is not required to make any adjustments relating to IFRIC 23.

Norwegian Lights AS

Notes 2019

All amounts in NOK 1 000 unless otherwise stated

2 Subsidiaries

As of 31 December 2018 the Company has sold all of its subsidiaries; consequently no group accounts are prepared for 2019.

3 Critical accounting estimates and subjective judgements

In accordance with IFRS 13, disclosure is required for financial instruments that are measured in the statement of financial position at fair value.
This requires disclosure of fair value measurements by level for the following fair value measurement hierarchy:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities

- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based observable market data (i.e. unobservable inputs)

There were no transfers between levels in the period

4 Remuneration to senior executives, auditors etc. and number of employees

Number of employees
The company has no employees.

Remuneration to members of the Board
The Board has not received any remuneration for their work.

Expensed audit fee (excl. VAT)	2019	2018
Statutory audit	75	202
Other assurance services	75	100
Other non-assurance services	17	120
Tax consultant services	-	-
Total expensed audit fee	**167**	**422**

Fees to RSM Norge AS and affiliated companies.

Shares held by Board members

Shares are owned indirectly by Øystein A. Landvik in the form of ownership in UNION Eiendomskapital Lux AS through UNION Gruppen and their private holding companies. UNION Eiendomskapital Lux AS owns directly shares in Norwegian Lights AS. The Holding companies owns 26,67% of the UNION Gruppen. Håkon Sundbye owns shares in Union Investeringsselskap AS, which has 0,27 % ownership in Norwegian Lights AS, and in NLAS Holding AS, wich has 1,73 % ownership in Norwegian Lights AS.

Norwegian Lights AS

Notes 2019

All amounts in NOK 1 000 unless otherwise stated

5 General and administrative expenses

General and administrative expenses	2019	2018
Auditor's fee	157	337
Management fee	3 000	730
Other fees	235	230
Other general and administrative expenses	690	745
Total general and administrative expenses	**4 082**	**2 042**

6 Financial income and costs

Financial income	2019	2018
Interest income on cash and cash equivalents	3 240	1 859
Interest income from group companies	493	1 089
Dividends and Group contribution	-	31 112
Total financial income	**3 733**	**34 061**

Financial costs		
Interest expense on financial liabilities	1	1 545
Total financial costs	**1**	**1 545**

7 Income tax

Income tax expense	2019	2018
Current tax:		
Tax payable	-	-
Deferred tax:		
Changes in deferred tax/(deferred tax asset)	-	(1 303)
Changes in tax rate	-	-
Total income tax expense (-) / tax income (+)	**-**	**(1 303)**

Reconciliation of the effective rate of tax	2019	2018
Income taxes calculated at 23%/24% of profit before tax	(561)	(8 162)
Permanent differences (gain/loss on sale of shares)	484	1 153
Other permanent differences	-	(9)
Other	-	-
Tax group contribution	-	7 156
Tax related to change in value of shares	-	-
Tax effect from restating opening balance on deferred tax	-	-
Tax effect on deferred tax from change in tax rates	-	(63)
Deferred tax asset, outgoing balance expensed	77	(1 379)
Total income tax expense (-) / tax income (+)	**-**	**(1 303)**

Deferred tax and deferred tax assets:	2019	2018
Deferred tax assets		
Tax losses carried forward	4 450	3 678
Deferred tax asset SWAP	-	-
Other deferred tax assets	2 165	2 588
Deferred tax assets - gross	6 615	6 266
Net deferred tax asset/(liabilities)	**6 615**	**6 266**
Net recognised deferred tax asset/(liabilities)	**6 615**	**6 266**
Book value at 31.12	**-**	**-**

12

Norwegian Lights AS

Notes 2019

All amounts in NOK 1 000 unless otherwise stated

8 Carrying amounts and fair value of financial instruments

The following table provides information about the carrying amounts and the fair value of all classes of financial instruments:

Financial assets - non current	**2019**	**2018**
Equity instruments designated as FVTPL		
Investments in subsidiaries	-	-
Debt instruments measured at amortised cost		
Intercompany loan	-	-
Other non current receivables	8 250	8 250
Total non current financial assets	**8 250**	**8 250**

Financial assets - current		
Debt instruments measured at amortised cost		
Accounts receivables	-	-
Other receivables from group companies	-	-
Other receivables	3 652	3 229
Cash and cash equivalents	245 519	248 921
Total current financial assets	**249 171**	**252 150**

Financial liabilities - current		
Derivatives at FVTPL		
Interest rate swap	-	-
Financial liabilities measured at amortised cost		
Secured bank debt	-	-
Accounts payables	39	451
Current debt to owner	-	-
Other current liabilities	-	15
Total current liabilities	**39**	**466**

The fair values for all "Debt instruments measured at amortised cost", "Cash and cash equivalents", and all current "Financial liabilities measured at amortised cost" are expected to approximate their carrying amounts given the short-term nature of these financial instruments.

9 Pledged assets

	2019	**2018**
Secured long-term debt	-	-
Secured short-term debt	-	-
Fair value of investment property (land, building and fixtures) less tax	-	-

Norwegian Lights AS

Notes 2019

All amounts in NOK 1 000 unless otherwise stated

10 Related parties

10.1 Identification of related parties
Amongst the identified related parties there have been transactions with the company's subsidiaries, the company's management and UNION Eiendomskapital Lux AS. Subsidiaries are listed in Note 2. Apart from the transactions described below, there are no significant transactions with related parties.
Information about the shareholders in the company is provided in note 12.

10.2 Group related transactions
Interests on internal long-term loans is equal to the groups interest rate + 0,25 % per annum.

The Company has recharged the subsidiaries management fee based on an distribution model. The distribution model is based on work carried out for group companies.

10.3 Board, management and owners
UNION Eiendomskapital Lux AS have entered into a management agreement with Norwegian Lights AS. The management fee for 2019 is agreed to MNOK 3.

Transactions with the manager (UNION Eiendomskapital Lux AS)

Amount of transactions	**2019**	**2018**
Management fee	3 000	730
Rental fee/development fee	-	-
Performance fee	-	-
Other fees and expenses	-	-

Outstanding balances	**2019**	**2018**
Accounts payable	-	-
Other current liabilities	-	-

Transactions with the subsidiaries

Amount of transactions	**2019**	**2018**
Interest received from subsidiaries	-	1 089
Dividends and Group contributions received from subsidiaries	-	31 113
Management fee paid by subsidiaries	-	1 338
Recharge of costs	-	-

The management fees paid by subsidiaries are presented net of management fee that the parent has paid to the manager.

Outstanding balances	**2019**	**2018**
Non current loans to subsidiaries	-	-
Accounts receivable from subsidiaries	-	-
Accounts payable to subsidiaries	-	-
Other current liabilities payable to subsidiaries	-	-

Norwegian Lights AS

Notes 2019

All amounts in NOK 1 000 unless otherwise stated

11 Information on financial risks

Norwegian Lights AS has no longer any investments and the bearing debt was settled during 2018.
The identified main types of risk the company can be exposed for will be credit risk and market risk.

11.1 Credit risk
The risk connected with bank deposits are perceived in practice limited due to the counterparts being major Norwegian commercial banks.
In terms of exposure to other counterparties than banks are at any given time is relatively limited compared to the total balance.

11.2 Foreign exchange risk
The company is not exposed to currency risk in relation to the translation of net assets, currency transactions or the translation of net assets and income statement of foreign subsidiaries.

12 Share capital, shareholder information and dividend

(Number of shares are in whole numbers)

12.1 Share capital	2019
Ordinary A-shares, nominal amount NOK 1	9 800 000
Ordinary B-shares, nominal amount NOK 1	200 000
Total number of shares	**10 000 000**

Both A- and B-shares have one voting right each.

12.2 Shareholders at 31 December 2019	A-shares	B-shares	Ownership interest	Voting interest
Partners Group Futurum S.A.R.L	9 800 000	-	98,000 %	98,000 %
NLAS Holding AS	-	173 448	1,734 %	1,734 %
Union Investeringsselskap AS	-	26 552	0,266 %	0,266 %
Total number of shares	**9 800 000**	**200 000**	**100,00 %**	**100,00 %**

12.3 Estimated allocation of equity

The shareholders of Norwegian Lights AS have entered into a shareholders agreement where the allocation of profits have been set out. This allocation will be settled on the date of liquidation of the fund.

Norwegian Lights AS

Notes 2019

All amounts in NOK 1 000 unless otherwise stated

13 Changes in significant accounting policies

This note explains the impact of the adoption of IFRS 9 *Financial Instruments* on the Company's financial statements.

The Company has applied IFRS 9 retrospectively, but has elected not to restate comparative information. As a result, the comparative information provided continues to be accounted for in accordance with the Company's previous accounting policy.

There has been no impact on the Company's opening retained earnings as at 1 January 2018.

On 1 January 2018 (the date of initial application of IFRS 9), the Company's management has assessed which business models apply to the financial assets held by the Company and has classified its financial instruments into the appropriate IFRS 9 categories.

The classification and measurement requirements of IFRS 9 did not have a significant impact on the Company.

The following are the changes in the classification of the Company's financial assets:

Account receivables and Other current and non current financial assets previously classified as Loans and receivables are held to collect contractual cash flows and give rise to cash flows representing solely payments of principal and interest. These are now classified and measured as Debt instruments at amortised cost.

Equity investments in non-listed companies previously classified as financial instruments designated as at fair value through profit or loss (i.e., the investments in subsidiaries) are now classified and measured as financial assets at fair value through profit or loss.

The Company has not designated any financial liabilities as at fair value through profit or loss. There are no changes in classification and measurement for the Company's financial liabilities.

The change did not have any material impact on the Company's operating, investing and financing cash flows.

The Company's management have assessed the expected credit losses for the Company's financial assets that are subject to IFRS 9's new expected credit loss model (i.e., for Account receivables and other current and non current receivables), both as of 31 December 2017 and as of 31 December 2018, and concluded that there is no need for any provisions for expected credit loss for financial assets, at neither balance sheet date.

These assessments are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Cash and cash equivalents are also subject to the impairment requirements of IFRS 9, but the identified impairment loss was immaterial.

14 Events after the balance sheet date

The Board members have assessed the potential impact of the Coronavirus outbreak on the valuation of underlying assets held by the Company. Based on the assessment, the current risk is considered low for this to have a negative impact on the business.