



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2019 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 917 994 897
Organisasjonsform: Aksjeselskap
Foretaksnavn: FROST CO-INVESTOR AS
Forretningsadresse: v/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: IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Union Investorservice AS
Dato for fastsettelse av årsregnskapet: 13.03.2020

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, 29.04.2021



Resultatregnskap

Beløp i: NOK	Note	2019	2018
RESULTATREGNSKAP			
Kostnader			
Annen driftskostnad		157 691	253 733
Sum kostnader		157 691	253 733
Driftsresultat		-157 691	-253 733
Finansinntekter og finanskostnader			
Inntekt på investering i datterselskap		27 890 082	25 953 216
Annen renteinntekt		1 611	1 292
Sum finansinntekter		27 891 693	25 954 508
Netto finans		27 891 693	25 954 508
Ordinært resultat før skattekostnad		27 734 001	25 700 775
Ordinært resultat etter skattekostnad		27 734 001	25 700 775
Årsresultat		27 734 001	25 700 775
Årsresultat etter minoritetsinteresser		27 734 001	25 700 775
Totalresultat		27 734 001	25 700 775
Overføringer og disponeringer			
Avsatt til annen egenkapital		27 734 001	25 700 775
Sum overføringer og disponeringer		27 734 001	25 700 775



Balanse

Beløp i: NOK	Note	2019	2018
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Finansielle anleggsmidler			
Investeringer i tilknyttet selskap		169 346 027	215 171 741
Sum finansielle anleggsmidler		169 346 027	215 171 741
Sum anleggsmidler		169 346 027	215 171 741
Omløpsmidler			
Varer			
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter o.l.		1 942 535	2 096 828
Sum bankinnskudd, kontanter og lignende		1 942 535	2 096 828
Sum omløpsmidler		1 942 535	2 096 828
SUM EIENDELER		171 288 562	217 268 569
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Aksjekapital		2 374 526	2 374 526
Overkurs		36 575 353	110 291 149
Sum innskutt egenkapital		38 949 879	112 665 675
Opptjent egenkapital			
Fond for vurderingsforskjeller		-4 631 524	41 194 190
Annen egenkapital		136 968 420	63 408 704
Sum opptjent egenkapital		132 336 896	104 602 894
Sum egenkapital		171 286 775	217 268 569



Balanse

Beløp i: NOK	Note	2019	2018
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Leverandørgjeld		1 788	
Sum kortsiktig gjeld		1 788	
Sum gjeld		1 788	0
SUM EGENKAPITAL OG GJELD		171 288 562	217 268 569



Skattedirektoratet

Saksbehandler	Deres dato	Vår dato
Jeanette Munkvold Skovholt	12.01.2018	29.01.2018
Telefon	Deres referanse	Vår referanse
90076012	Jannecke Vinjum	2018/32968

UNION EIENDOMSKAPITAL UREF AS
c/o Union Gruppen AS Postboks 1715 Vika
0121 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

Vi viser til deres brev av 12. januar 2018 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for:

- Frost Co Investor AS, org.nr. 917 994 897
- Frost Co Investor II AS, org.nr. 819 060 312

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering ovenstående selskaper 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

Selskapene har kun internasjonale eiere, og virksomheten består i å eie aksjer i et stort eiendomsfond. Den funksjonelle valutaen er NOK, og regnskapsspråket er IFRS. Arbeidsspråket er engelsk. Brukerne av regnskapet er utenlandske.

En norsk oversettelse av årsregnskap og årsberetning vil kun ha til formål å tilfredsstille 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
Postboks 9200 Grønland
0134 Oslo

Besøksadresse:
Se www.skatteetaten.no
Org.nr: 996250318
E-post:
skatteetaten.no/sendepost

Sentralbord
800 80 000
Telefaks
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 speulasjonsgevinster 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 vekt på at selskapene er eid av utenlandske investorer. Eierkretsen er begrenset. Selskapene driver virksomhet i en internasjonal bransje og arbeidsspråket er engelsk. Videre er det vektlagt at alle sentrale brukere av regnskapet behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Torstein Kinden Helleland
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Jeanette Munkvold Skovholt

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer



RSM Norge AS

To the General Meeting of Frost Co-Investor AS

Filipstad Brygge 1, 0252 Oslo
Pb 1312 Vikå, 0112 Oslo
Org.nr: 982 316 588 MVA

T +47 23 1142 00
F +47 23 1142 01

Independent auditor's report

www.rsmnorge.no

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Frost Co-Investor AS showing a profit of NOK 27 734 001, which comprise the balance sheet as at 31 December 2019, the income statement, 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 International Financial Reporting Standards as adopted by EU.

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.

Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors (management) is responsible for the preparation in accordance with law and regulations, including fair presentation of the financial statements in accordance with International Financial Reporting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting 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>

THE POWER OF BEING UNDERSTOOD

AUDIT | TAX | CONSULTING

RSM Norge AS is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

RSM Norge AS er medlem av/ is a member of Den norske Revisorforening.

Penneo Dokumentnøkkel: AWQEFJYKC4-ZQA4D-M7WWP-V0YJJ-G1JKK



Auditors Report 2019 for Frost Co-Investor AS



Report on Other Legal and Regulatory Requirements

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, 13 March 2019
RSM Norge AS

Per-Henning Lie
State Authorised Public Accountant

Penneo Dokumentnøkkel: AWQEJ-JYKC4-ZQA4D-M7WWP-V0YJJ-G1JK



PENNEO

Signaturene i dette dokumentet er juridisk bindende. Dokument signert med "Penneo™ - sikker digital signatur".
De signerende parter sin identitet er registrert, og er listet nedenfor.

"Med min signatur bekrefter jeg alle datoer og innholdet i dette dokument."

Per-Henning Schulz Lie

Partner

På vegne av: RSM Norge AS

Serienummer: 9578-5997-4-211409

IP: 62.148.xxx.xxx

2020-03-13 11:18:58Z



Penneo Dokumentnøkkel: AWQEJ-JYKC4-ZQA4D-M7WWP-V0YJJ-G1JVK

Dokumentet er signert digitalt, med **Penneo.com**. Alle digitale signatur-data i dokumentet er sikret og validert av den datamaskin-utregnede hash-verdien av det opprinnelige dokument. Dokumentet er låst og tids-stemplet med et sertifikat fra en betrodd tredjepart. All kryptografisk bevis er integrert i denne PDF, for fremtidig validering (hvis nødvendig).

Hvordan bekrefter at dette dokumentet er originalen?

Dokumentet er beskyttet av ett Adobe CDS sertifikat. Når du åpner dokumentet i

Adobe Reader, skal du kunne se at dokumentet er sertifisert av **Penneo e-signature service <penneo@penneo.com>**. Dette garanterer at innholdet i dokumentet ikke har blitt endret.

Det er lett å kontrollere de kryptografiske beviser som er lokalisert inne i dokumentet, med Penneo validator - <https://penneo.com/validate>



Frost Co-Investor AS

Annual accounts

2019

Auditor's report

Director's report

Statement of comprehensive income

Statement of financial position at 31 December

Statement of changes in equity

Cash flow statement

Notes



Frost Co-Investor AS
Statement of comprehensive income

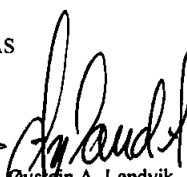
All amounts in NOK	Note	2019	2018
Share of net profit/(loss) from associates		27 890 082	25 953 216
General and administrative expenses	3, 4, 8	-157 691	-253 733
Operating profit / (loss)		27 732 391	25 699 483
Financial income	5	1 611	1 292
Net financial items	5	1 611	1 292
Profit / (Loss) before tax		27 734 001	25 700 775
Income tax expense	6	-	-
Profit / (Loss) for the year		27 734 001	25 700 775
Other comprehensive income		-	-
Total comprehensive income / (loss) for the year		27 734 001	25 700 775



Frost Co-Investor AS

Statement of financial position at 31 December

All amounts in NOK	Note	2019	2018
ASSETS			
Non-current assets			
Investments in associated companies	2, 9	169 346 027	215 171 741
Total non-current assets		169 346 027	215 171 741
Current assets			
Cash and cash equivalents	7	1 942 535	2 096 828
Total current assets		1 942 535	2 096 828
TOTAL ASSETS		171 288 562	217 268 569
EQUITY AND LIABILITIES			
Equity			
Paid in capital			
Issued capital	10	2 374 526	2 374 526
Share premium		36 575 353	110 291 148
Other paid in capital		-	-
Total paid in capital		38 949 879	112 665 674
Accumulated profits			
Fund for unrealised gains		(4 631 524)	41 194 190
Retained earnings / (Accumulated Deficit)		136 968 420	63 408 705
Total accumulated profits		132 336 896	104 602 895
Total equity		171 286 775	217 268 569
Current liabilities			
Accounts payable	7	1 788	-
Total current liabilities		1 788	-
Total liabilities		1 788	-
TOTAL EQUITY AND LIABILITIES		171 288 562	217 268 569

The Board of Frost Co-Investor AS
Oslo, 11. March 2020
Lars Even Moe
Chairman
Bjørn Henningsen
Board member
Øystein A. Landvik
Board member



Frost Co-Investor AS

Statement of changes in equity

All amounts in NOK	Note	Share capital	Share premium	Other paid in capital	Fund for unrealised gains	Retained earnings / (Accumulated Deficit)	Total equity
Equity as at 01.01.2016		-	-	-	-	-	-
Incorporation		30 000	-	(10 000)	-	-	20 000
Transaction costs		-	-	4 430	-	-	4 430
Total comprehensive income		-	-	-	-	5	5
Equity as at 31.12 2016		30 000	-	(5 570)	-	5	24 435
Share issue		2 374 526	235 078 112	-	-	-	237 452 638
Redemption of shares		(30 000)	-	5 570	-	(5)	(24 435)
Dividends distributed		-	(59 423 204)	-	-	-	(59 423 204)
Total comprehensive income		-	-	-	87 033 679	(1 702 615)	85 331 064
Equity as at 31.12 2017		2 374 526	175 654 908	-	87 033 679	(1 702 615)	263 360 498
Change related to errors in previous years accounts		-	-	-	(6 428 945)	-	(6 428 945)
Equity as at 31.12 2017		2 374 526	175 654 908	-	80 604 734	(1 702 615)	256 931 553
Dividends distributed		-	(65 363 760)	-	-	-	(65 363 760)
Total comprehensive income		-	-	-	(39 410 543)	65 111 319	25 700 776
Equity as at 31.12 2018		2 374 526	110 291 148	-	41 194 190	63 408 705	217 268 569
Dividends distributed		-	(73 715 796)	-	-	-	(73 715 796)
Total comprehensive income		-	-	-	(45 825 714)	73 559 715	27 734 001
Equity as at 31.12 2019		2 374 526	36 575 353	-	(4 631 524)	136 968 420	171 286 775



Frost Co-Investor AS
Statement of cash flows

All amounts in NOK	Note	2019	2018
Cash flow from operating activities			
Profit before tax for the year from total operations		27 734 001	25 700 775
Change in value shares		-27 890 082	-25 953 216
Tax payment		-	-
Increase/(decrease) in accounts payable		1 788	-27 641
Net cash flow from operating activities		-154 293	-280 082
Cash flows from investing activities			
Purchase of investments in associated companies		-	-
Dividend received		73 715 796	65 363 760
Net cash flow used in investing activities		73 715 796	65 363 760
Cash flows from financing activities			
Proceeds from issue of share capital		-	-
Redemption of shares		-	-
Dividend paid		-73 715 796	-65 363 760
Net cash flow from financing activities		-73 715 796	-65 363 760
Net increase/(decrease) in cash and cash equivalents		-154 294	-280 082
Cash and cash equivalents at beginning of period		2 096 828	2 376 910
Cash and cash equivalents at end of period		1 942 535	2 096 828



Frost Co-Investor AS

Notes 2019

1 Summary of significant accounting policies

Frost Co-Investor AS is a limited company, incorporated in Norway, headquartered in Oslo. Address headquarter: c/o UNION Eiendomskapital AS, Bolette Brygge 1, 0252 Oslo, Norway.

The Company is an investment company, and owns shares in one company located in Norway. Frost Co-Investor AS is managed by UNION Eiendomskapital UREF AS (the Manager).

1.1 Basis for preparation of the annual accounts

The Frost Co-Investor AS' annual accounts have been prepared in accordance with International Financial Reporting Standards (IFRS) which have been adopted by the EU and are mandatory for financial years beginning on or after 1 January 2019, and Norwegian disclosure requirements listed in the Norwegian Accounting Act as of 31.12.2018.

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

- Financial instruments at fair value through profit or loss, and loans, receivables and other financial liabilities which are recognised at amortised cost.

1.2 Functional currency and presentation currency

The functional currency and presentation currency for the company is NOK. The financial statements are presented in 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:

- Fair value of investments in associates (notes 2, 7 and 9)

1.4 Revenue recognition

The company recognises revenue on an accruals basis, when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the company.

1.5 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 company recognises 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.

Deferred tax and deferred tax assets are recognised at their nominal value and classified as non-current asset investments (long-term liabilities) in the balance sheet.



Frost Co-Investor AS

Notes 2019

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

1.6 Financial assets and financial liabilities

Recognition and measurement

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 the income statement.

The Company classifies its financial assets in the following categories: at fair value through profit and loss (FVTPL), and loans and receivables. The classification depends on the nature and purpose of the financial assets.

(a) Fair value through profit or loss (FVTPL)

Financial assets at FVTPL 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.

The Company's management have designated all investments in associates in the financial statement as Financial instruments at fair value through profit or loss. See note 9 for "Associates".

(b) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They 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.

The Company classifies its financial liabilities in the following categories: at fair value through profit or loss (FVTPL), and other financial 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 in its entirety, the difference between the asset's carrying value amount and the sum of the consideration received and receivable, and the cumulative gain or loss previously recognised in other comprehensive income and accumulated in equity, is recognised 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 the income statement.



Frost Co-Investor AS

Notes 2019

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.

1.7 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.

1.8 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.

1.9 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.

1.10 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)

None of the standards above have had a material impact on the Company's reporting.

The following accounting standards and interpretations which are relevant to the Company have been issued, but are not yet effective:

- Amendments to IFRS 10 and IAS 28 titled *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* (issued in September 2014)

These standards and interpretations have not been early adopted by the Company.

There are no other IFRS or IFRIC interpretations that have not come into effect that are expected to significantly impact the Company's financial statements.



Frost Co-Investor AS

Notes 2019

All amounts in NOK unless otherwise stated

2 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 on observable market data (i.e. unobservable inputs)

The following provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

There were no transfers between levels in the period.

Fair value of investments in associates

The sole purpose of the associate is to own subsidiaries. Any other assets or liabilities that the associate may have will for the most part consist of cash and cash equivalents and short-term payables and receivables, and the fair value of these items is expected to approximate the nominal and carrying amounts.

The valuation technique for measuring the fair value of the associate is an adjusted net asset value method, where the fair value of the main assets are measured by an income approach, and the fair value of the associate is then estimated by adjusting for any other assets and liabilities.

Reconciliation of Level 3 fair value measurements of associated companies:

Balance as of 1 January 2019	215 171 741
Additions	-
Disposals	-
Dividends	(73 715 796)
Change in fair value	27 890 082
Balance as of 31 December 2019	169 346 027



3 Wages and remuneration

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 (inc. VAT)	2019	2018
Statutory audit	23 125	21 875
Other assurance services	16 250	43 600
Other non-assurance services	-	-
Tax consultant services	-	-
Total expensed audit fee	39 375	65 475

Shares held by Board members*	Position	2019
Lars Even Moe	Chairman	0,24 %
Bjørn Henningsen	Board member	0,24 %
Øystein A. Landvik	Board member	0,24 %
Total		0,73 %

* The shares are owned indirectly in the form of ownership in UREF II Sponsor AS through private holding companies. UREF II Sponsor AS owns directly shares in Frost Co-Investor AS.

4 General and administrative expenses

General and administrative expenses	2019	2018
Auditor's fee	39 375	65 475
Management fee	-	-
Provision for performance fee to manager	-	-
Legal fees	-	65 096
Other general and administrative expenses	118 316	123 162
Total general and administrative expenses	157 691	253 733

5 Financial income and costs

Financial income	2019	2018
Interest income on cash and cash equivalents	1 611	1 292
Dividends and other contributions	-	-
Total financial income	1 611	1 292
Net financial items	1 611	1 292



6 Income tax

Income tax expense	2019	2018
<i>Current tax:</i>		
Tax payable	-	-
<i>Deferred tax:</i>		
Changes in deferred tax	-	-
Changes in tax rate	-	-
Total income tax expense	-	-
Reconciliation of the effective rate of tax	2019	2018
Income taxes calculated at 22% (2018: 23%) of profit before tax	6 101 480	5 911 178
Changes in unrecognised deferred tax (asset)/liabilities	34 338	55 537
Change from 23%-22% tax	-	2 524
Tax related to change in value of shares	(6 135 818)	(5 969 240)
Tax effect on non deductible expenses	-	-
Non-taxable income	-	-
Other	-	-
Total income tax expense	-	-
Deferred tax and deferred tax assets:	2019	2018
<i>Deferred tax assets</i>		
Tax losses carried forward	(2 166 701)	(1 960 621)
Deferred tax assets - gross	(2 166 701)	(1 960 621)
Net deferred tax asset/(liabilities)	(2 166 701)	(1 960 621)
Net recognised deferred tax asset/(liabilities)	-	-
Book value at 31.12 (22%)	-	-

7 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
<i>Financial assets designated as FVTPL</i>		
Investments in associated companies	169 346 027	215 171 741
Total non current financial assets	169 346 027	215 171 741
Financial assets - current		
<i>Loans and receivables held at amortised cost</i>		
Cash and cash equivalents	1 942 535	2 096 828
Total current financial assets	1 942 535	2 096 828
Financial liabilities - current		
<i>Financial liabilities at amortised cost</i>		
Accounts payables	1 788	-
Total current liabilities	1 788	-

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

The total carrying value of non current "Financial liabilities measured at amortised cost" is a reasonable approximation of their fair value at the year end date.

8 Related parties

There are no significant transactions with related parties in 2019.



9 Investment in associates

The only associate is a 33,01 % interest in Frost Retail Holding AS, a company located in Oslo. Frost Retail Holding AS owns 100% of Frost Retail Invest AS.

The associate is accounted for using the equity method in the financial statement.

The table below provides summarised financial information for the associate. The information disclosed is based on a consolidation in accordance with IFRS for the associate. The information have been amended to reflect adjustments made by the Company when using the equity method, including fair value adjustments and modifications for differences in accounting policy.

These are consolidated figures at 100% and is not adjusted for holding period.

Frost Retail Holding AS	2019	2018
Income statement		
Revenues	130 069 251	121 686 601
Operating costs	(13 593 945)	(21 969 315)
Depreciation and amortisation	-	-
Net interest	(18 204 206)	(21 951 006)
Income/loss of underlying investments	8 147 315	1 936 424
Gain/loss sale of properties	4 339 839	20 700 397
Income tax expense	(18 855 349)	(17 331 515)
Profit for the period	91 902 904	83 071 586
Other comprehensive income	-	-
Total comprehensive income	91 902 904	83 071 586
Assets and liabilities		
Investment properties	796 116 505	1 197 771 597
Investment in Joint Ventures	44 287 173	37 929 112
Other non current assets	330 982	549 088
Cash and cash equivalents	51 267 375	50 917 666
Other current assets	59 683 197	22 118 442
Current liabilities	(20 221 437)	(17 232 593)
Non current liabilities	(371 746 011)	(613 933 282)
Net assets	559 717 784	678 120 030
Minority interests	46 734 547	26 321 470
Net assets to majority	512 983 237	651 798 560
Dividends received from the associate	-	-
Reconciliation to carrying amounts	2019	2018
Opening net assets 1 January	651 798 560	771 181 040
Capital increase/capital decrease	-	(30 000)
Acquisition	-	-
Profit/(loss) for the period	91 902 904	83 071 586
Minority's share of profit/(loss) for the period	(7 418 224)	(4 424 063)
Other comprehensive income	-	-
Dividends paid	(223 300 000)	(198 000 000)
Closing net assets	512 983 237	651 798 560
Company's share in %	33,01 %	33,01 %
Carrying amount	169 346 027	215 171 741

There are no particular significant restrictions on the ability of the associate to transfer funds to the Company in the form of cash dividends or to repay loans or advances.

The Company have no commitments or contingent liabilities in respect of this associate.



10 Share capital, shareholder information and dividend

(Number of shares are in whole numbers)

10.1 Share capital	2019	2018
Ordinary shares, nominal amount NOK 0,01	235 078 112	235 078 112
Sponsor shares, nominal amount NOK 0,01	2 374 526	2 374 526
Total number of shares	237 452 638	237 452 638

The sponsor shares have the right to elect the board members of the company, ordinary shares are without voting rights concerning the board election.

10.2 Shareholders

	Ordinary shares	Sponsor shares	Ownership interest	Voting interest
Geveran Trading Co. Limited	103 229 953	-	43,5 %	43,5 %
VBV-Pensionskasse 2 FCP-SIF-VBV Real Estate 2	58 631 304	-	24,7 %	24,7 %
Crown Small Cap Real Estate Fund II-UK LP	35 627 884	-	15,0 %	15,0 %
Partners Group Red Dragon LP	22 971 220	-	9,7 %	9,7 %
Partners Group Generation S. A SICAB-SIF-Privat Markets	10 282 356	-	4,3 %	4,3 %
Crown Small Cap Real Estate Fund II-T LP	4 335 395	-	1,8 %	1,8 %
UREF II Sponsor AS	-	2 374 526	1,0 %	1,0 %
Total number of shares 31.12.2019	235 078 112	2 374 526	100 %	100 %

Reconciliation of total number of shares in issue:

	Ordinary shares	Sponsor shares	Total
As at December 31 2018	235 078 112	2 374 526	237 452 638
Redemption during the period	-	-	-
Issued during the period	-	-	-
Issued as of 31 December 2019 - fully paid in	235 078 112	2 374 526	237 452 638
As at December 31 2017	235 078 112	2 374 526	237 452 638
Redemption during the period	-	-	-
Issued during the period	-	-	-
Issued as of 31 December 2018 - fully paid in	235 078 112	2 374 526	237 452 638
As at December 31 2016	1 000	-	1 000
Redemption during the period	(1 000)	-	(1 000)
Issued during the period	235 078 112	2 374 526	237 452 638
Issued as of 31 December 2017 - fully paid in	235 078 112	2 374 526	237 452 638

10.3 Dividends

	2019		2018	
	NOK pr share	Total	NOK pr share	Total
Cash dividends approved and paid				
Ordinary shares				
Total dividends approved and paid	0,31	72 978 638	0,28	64 710 123
Sponsor shares				
Total dividends approved and paid	0,31	737 158	0,28	653 637
Total		73 715 797		65 363 761