



**TRUSTCONSULT LUXEMBOURG**  
TRUST IN MOTION

German Real Estate Capital S.A.  
Société Anonyme  
127 Rue de Mühlenbach – L-2168 Luxembourg

R.C.S. Luxembourg B184 760  
Matricule : 2014 2406 358

# Annual accounts for the financial year ended December 31, 2019





Luxembourg, December 31, 2019

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**Annual Accounts Helpdesk :**

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RCSL Nr.: B219189

Matricule : 2017.2210.849

**ABRIDGED BALANCE SHEET**

Financial year from <sup>01</sup> 01/01/2019 to <sup>02</sup> 31/12/2019 (in <sup>03</sup> EUR )

**GERMAN REAL ESTATE CAPITAL S.A.**

127 rue de Mühlenbach,

L-2168 Luxembourg

**ASSETS**

	Reference(s)	Current year	Previous year
<b>A. Subscribed capital unpaid</b>	1101	<u>22.500,00</u>	<u>22.500,00</u>
I. Subscribed capital not called	1103	<u>0,00</u>	<u>0,00</u>
II. Subscribed capital called but unpaid	1105	<u>22.500,00</u>	<u>22.500,00</u>
<b>B. Formation expenses</b>	1107	<u>375.616,23</u>	<u>500.821,64</u>
<b>C. Fixed assets</b>	1109	<u>0,00</u>	<u>0,00</u>
I. Intangible assets	1111	<u>0,00</u>	<u>0,00</u>
II. Tangible assets	1125	<u>0,00</u>	<u>0,00</u>
III. Financial assets	1135	<u>0,00</u>	<u>0,00</u>
<b>D. Current assets</b>	1151	<u>18.128.025,61</u>	<u>18.088.170,70</u>
I. Stocks	1153	<u>0,00</u>	<u>0,00</u>
II. Debtors	1163	<u>296.763,51</u>	<u>297.031,01</u>
a) becoming due and payable within one year	1203	<u>535,00</u>	<u>802,50</u>
b) becoming due and payable after more than one year	1205	<u>296.228,51</u>	<u>296.228,51</u>
III. Investments	1189	<u>16.746.222,06</u>	<u>16.652.201,30</u>
IV. Cash at bank and in hand	1197	<u>1.085.040,04</u>	<u>1.138.938,39</u>
<b>E. Prepayments</b>	1199	<u>0,00</u>	<u>0,00</u>
<b>TOTAL (ASSETS)</b>	201	<u>18.526.141,84</u>	<u>18.611.492,34</u>

The notes in the annex form an integral part of the annual accounts

**CAPITAL, RESERVES AND LIABILITIES**

	Reference(s)	Current year	Previous year
<b>A. Capital and reserves</b>			
I. Subscribed capital	1301	<b>-322.728,11</b>	<b>-98.801,34</b>
II. Share premium account	1303	<b>30.000,00</b>	<b>30.000,00</b>
III. Revaluation reserve	1305	<b>0,00</b>	<b>0,00</b>
IV. Reserves	1307	<b>0,00</b>	<b>0,00</b>
V. Profit or loss brought forward	1309	<b>0,00</b>	<b>0,00</b>
VI. Profit or loss for the financial year	1319	<b>-128.801,34</b>	<b>-42.681,63</b>
VII. Interim dividends	1321	<b>-223.926,77</b>	<b>-86.119,71</b>
VIII. Capital investment subsidies	1323	<b>0,00</b>	<b>0,00</b>
	1325	<b>0,00</b>	<b>0,00</b>
<b>B. Provisions</b>	1331	<b>0,00</b>	<b>0,00</b>
<b>C. Creditors</b>	1435	<b>18.848.869,95</b>	<b>18.710.293,68</b>
a) becoming due and payable within one year	1453	<b>58.319,47</b>	<b>144.258,69</b>
b) becoming due and payable after more than one year	1455	<b>18.790.550,48</b>	<b>18.566.034,99</b>
<b>D. Deferred income</b>	1403	<b>0,00</b>	<b>0,00</b>
<b>TOTAL (CAPITAL, RESERVES AND LIABILITIES)</b>	405	<b>18.526.141,84</b>	<b>18.611.492,34</b>

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**PROFIT AND LOSS ACCOUNT**Financial year from <sup>01</sup> 01/01/2019 to <sup>02</sup> 31/12/2019 (in <sup>03</sup>EUR )

GERMAN REAL ESTATE CAPITAL S.A.

127 rue de Mühlenbach,

L-2168 Luxembourg

**PROFIT AND LOSS ACCOUNT**

	Reference(s)	Current year	Previous year
<b>1. Net turnover</b>	1701	0,00	0,00
<b>2. Variation in stocks of finished goods and in work in progress</b>	1703	0,00	0,00
<b>3. Work performed by the undertaking for its own purposes and capitalised</b>	1705	0,00	0,00
<b>4. Other operating income</b>	1713	0,00	0,00
<b>5. Raw materials and consumables and other external expenses</b>	1671	-214.787,17	-37.847,44
a) Raw materials and consumables	1601	0,00	0,00
b) Other external expenses	1603	-214.787,17	-37.847,44
<b>6. Staff costs</b>	1605	0,00	0,00
a) Wages and salaries	1607	0,00	0,00
b) Social security costs	1609	0,00	0,00
i) relating to pensions	1653	0,00	0,00
ii) other social security costs	1655	0,00	0,00
c) Other staff costs	1613	0,00	0,00
<b>7. Value adjustments</b>	1657	-125.205,41	-125.205,41
a) in respect of formation expenses and of tangible and intangible fixed assets	1659	-125.205,41	-125.205,41
b) in respect of current assets	1661	0,00	0,00
<b>8. Other operating expenses</b>	1621	-16.442,31	0,00

The notes in the annex form an integral part of the annual accounts

	Reference(s)	Current year	Previous year
<b>9. Income from participating interests</b>	1715	<b>0,00</b>	<b>0,00</b>
a) derived from affiliated undertakings	1717	<b>0,00</b>	<b>0,00</b>
b) other income from participating interests	1719	<b>0,00</b>	<b>0,00</b>
<b>10. Income from other investments and loans forming part of the fixed assets</b>	1721	<b>689.793,12</b>	<b>458.934,45</b>
a) derived from affiliated undertakings	1723	<b>0,00</b>	<b>0,00</b>
b) other income not included under a)	1725	<b>689.793,12</b>	<b>458.934,45</b>
<b>11. Other interest receivable and similar income</b>	1727	<b>0,00</b>	<b>0,00</b>
a) derived from affiliated undertakings	1729	<b>0,00</b>	<b>0,00</b>
b) other interest and similar income	1731	<b>0,00</b>	<b>0,00</b>
<b>12. Share of profit or loss of undertakings accounted for under the equity method</b>	1663	<b>0,00</b>	<b>0,00</b>
<b>13. Value adjustments in respect of financial assets and of investments held as current assets</b>	1665	<b>0,00</b>	<b>0,00</b>
<b>14. Interest payable and similar expenses</b>	1627	<b>-553.005,00</b>	<b>-381.466,31</b>
a) concerning affiliated undertakings	1629	<b>0,00</b>	<b>0,00</b>
b) other interest and similar expenses	1631	<b>-553.005,00</b>	<b>-381.466,31</b>
<b>15. Tax on profit or loss</b>	1635	<b>0,00</b>	<b>0,00</b>
<b>16. Profit or loss after taxation</b>	1667	<b>-219.646,77</b>	<b>-85.584,71</b>
<b>17. Other taxes not shown under items 1 to 16</b>	1637	<b>-4.280,00</b>	<b>-535,00</b>
<b>18. Profit or loss for the financial year</b>	1669	<b>-223.926,77</b>	<b>-86.119,71</b>

# 1. Notes to the annual accounts as at 31 December 2019

(Amounts in EUR)

## 1. General information

**GERMAN REAL ESTATE CAPITAL SA** (previously **KAIRA SA**) (the “Company”) is a Luxembourg securitisation company (société de titrisation) within the meaning of the Luxembourg act dated 22 March 2004 relating to securitisation, incorporated on 30.10.2017 for an unlimited period time. On December 1, 2017, the corporate objects of the company have been amended, so that the company is no longer a securitization company but a “Société Anonyme” governed by the law of 10 August 1915 on commercial companies.

The Company has its registered office at 127, rue de Mühlenbach, L2168 Luxembourg.

The Company may proceed to (i) the acquisition, holding and disposal, in any form, by any means, whether directly or indirectly, of participations, rights and interests in, and obligations of, Luxembourg and foreign companies, (ii) the acquisition by purchase, subscription, or in any other manner, as well as the transfer by sale, exchange or in any other manner of stock, bonds, debentures, notes and other securities or financial instruments of any kind (including notes or parts or units issued by Luxembourg or foreign mutual funds or similar undertakings and exchangeable or convertible securities), structured products relating to commodities or assets (including debt or equity securities of any kind), receivables, claims or loans or other credit facilities (and the agreements relating thereto) as well as all other types of assets.

The Company may, for as long as it is necessary to facilitate the performance of its corporate objects, borrow in any form and enter into any type of loan agreement. It may issue notes, bonds (including exchangeable or convertible securities and securities linked to an index or a basket of indices or shares), debentures, certificates, shares, beneficiary shares or parts, warrants and any kind of debt or equity securities, including under one or more issue programmes. The Company may lend funds including the proceeds of any borrowings and/or issues of securities to its subsidiaries or affiliated companies or to any other company.

## 2. Summary of significant accounting policies

### **2.1 Basis of preparation**

The annual accounts have been prepared in accordance with Luxembourg legal and regulatory requirements. Accounting policies and valuation rules are, besides the ones laid down by the Law determined and applied by the Board of Director

## **2. Notes to the annual accounts as at 31 December 2019**

### **(continued)**

(Amounts in EUR)

#### **2.2 Formation expenses**

The Fund's formation expenses are depreciated on a straight-line basis, over a period of five years from the date of the formation of the company.

#### **2.3 Debtors**

Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is compromised. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

#### **2.4 Foreign currency translation**

Transaction expressed in currencies other than EUR are translated into EUR at the exchange rate effective at the time of the transaction.

Cash at bank is translated at the exchange rate effective at the balance sheet date. Exchange losses and gains are recorded in the profit and loss account of the year.

Other assets and liabilities are translated separately respectively at the lower or at the higher of their value at the historic exchange rate or their value determined on the basis of the exchange rates effective at the balance sheet date. The unrealised exchange losses are recorded in the profit and loss account. The realised exchange gains are recorded in the profit and loss account at the moment of their realisation.

#### **2.5 Debts**

Debts are recorded at their reimbursement value. Where the amount repayable on account is greater than the amount received, the difference is shown in the profit and loss account when the debt is issued.

#### **2.6 Provisions for taxation**

Provisions for taxation corresponding to the tax liability estimated by the Company for the financial years are recorded under the caption "Tax debts". The advance payments are shown in the assets of the balance sheet under the "Other receivables" item.

#### **2.7 Transferable securities**

Transferable securities are valued at the lower of purchase price, including expenses incidental thereto and calculated on the basis of market value, expressed in the currency in which the annual accounts are prepared.



## 2. Notes to the annual accounts as at 31 December 2019 (continued)

(Amounts in EUR)

### 3. Formation expenses

The formation expenses, as at the 31/12/2019, are summarized as follows:

Formation expenses	As at 31.12.2019 (in EUR)	As at 31.12.2018 (in EUR)
Cost of the formation expenses at the beginning of the year	626.027,05	0,00
Additions during the year	0,00	626.027,05
<b>Total cost of the formation expenses at the end of the year</b>	<b>626.027,05</b>	<b>626.027,05</b>
Value adjustments, at the beginning of the year	125.205,41	0,00
Reversals of value adjustments during the year	-	-
Depreciation of the year	125.205,41	125.205,41
<b>Cumulated value adjustments at the end of the year</b>	<b>250.410,82</b>	<b>125.205,41</b>
<b>NET FORMATION EXPENSES AT THE END OF THE YEAR</b>	<b>375.616,23</b>	<b>500.821,64</b>

### 4. Investments

As at 31 December 2019 the company has the following investments:

Reference	Ownership	Amount		Interests	
		2019	2018	2019	2018
GRE Immo GmbH - Part. Rights	4%	15.732.001,49	15.732.001,49	498.327,75	412.049,13
GRE Immo GmbH - Part. Rights	5%	500.000,00	500.000,00	15.892,82	8.150,68
<b>Total</b>		<b>16.234.020,49</b>	<b>16.234.019,49</b>	<b>514.220,57</b>	<b>420.199,81</b>

## 2. Notes to the annual accounts as at 31 December 2019 (continued)

(Amounts in EUR)

### 5. Subscribed capital

The subscribed capital, amounting to EUR 30 000,00 is represented by 30 000 ordinary redeemable shares with a nominal par value of EUR 1, paid up at 25%.

As at December 31, 2019 the Company has incurred accumulated losses exceeding its share capital. The Company is dependent upon its sole shareholder for the continuation of the business as a going concern. The sole shareholder intends to continue to financially support the Company for the foreseeable future. In that context, the Board of Directors will propose the continuation of the operations of the Company. As a consequence, the annual accounts have been prepared on a going concern basis.

### 6. Legal reserve

Luxembourg companies are required to allocate to a legal reserve a minimum of 5% of the annual net income, until this reserve equals 10% of the subscribed share capital. This reserve may not be distributed.

As at 31 December 2019, the legal reserve is amounting to EUR 0,00.

### 7. Creditors

	As at 31.12.2019 (in EUR)	As at 31.12.2018 (in EUR)
<b>Creditors - Within one year</b>		
Suppliers	34.700,00	21.853,75
Sachwert Capital	0,00	108.534,94
Suppliers – invoices not yet received	10.250,00	12.000,00
Net Wealth Tax	4.815,00	1.070,00
VAT	7.754,47	0,00
<b>Creditors - After one year</b>		
Sachwert Capital	0,00	0,00
Loan interest Sachwert Capital	800,00	800,00
Bonds 3%	18.433.540,00	18.165.310,00
Interest on Bonds 3%	357.010,48	380.724,99
Subscription Bonds to receive	0,00	20.000,00
<b>Total</b>	<b>18.848.869,95</b>	<b>18.710.293,68</b>

## 2. Notes to the annual accounts as at 31 December 2019 (continued)

(Amounts in EUR)

### 8. Other external expenses

	<b>From 01.01.2019 to 31.12.2019</b>	<b>From 01.01.2018 to 31.12.2018</b>
Accounting and auditor fees	37.959,17	26.133,75
Legal fees	47.785,49	0,00
Bank fees	3.492,85	1.616,37
Other fees	125.409,66	9.957,32
Subscription Chamber of Commerce	140,00	140,00
<b>Total</b>	<b>214.787,17</b>	<b>37.847,44</b>

### 9. Staff

The Company did not have any employees during the financial year ended 31<sup>st</sup> December 2019.

### 10. Taxation

The Company is liable to all taxes applicable to commercial companies in Luxembourg.

### 11. Subsequent events

On December 31, 2019, the World Health Organisation was informed that a limited number of cases of pneumonia, of an unknown cause, were detected in Wuhan, China. On January 7, 2020, Chinese authorities identified coronavirus (COVID-19) as the cause. Since December 31, 2019, the rapid outbreak of the COVID-19 is not only causing a global health crisis but also causing a shock to the global economy and financial markets. This event did not impact the activity of the company.

### 12. Emoluments, advances and loans granted

There is no emolument, advance and loan granted to the members of the management during the current year.

### 13. Off-balance sheet commitments

There is no off-balance sheet commitment during the current year.