

Nordea



Nordea Pension Holding Danmark A/S Annual Report 2024

Business reg. (CVR) no. 19625095
Grønjordsvej 10
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Nordea Pension Holding Danmark A/S • Annual Report 2024

Contents

Management's review

Management's review	3
Management and directorships	5

Statement and report

Statement by the Board of Directors and the Executive Management	6
Independent auditor's report	7

Financial statements

Income statement	9
Statement of comprehensive income	9
Balance sheet	10
Statement of changes in equity	11
Notes to the financial statements	12
- Material accounting policies	13

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Nordea Pension Holding Danmark A/S • Annual Report 2024

MANAGEMENT'S REVIEW

ACTIVITY

Nordea Pension Holding Danmark A/S' principal activity is to own and operate the life insurance company Nordea Pension, Livsforsikringsselskab A/S.

Profit for the year

Profit after tax amounted to a profit of DKK 200m, against a loss of DKK 23m in 2023.

The profit was significantly higher than the guidance of DKK 40-90m expressed in the annual report for 2023, which was due to higher performance in the subsidiary.

A proposed dividend payment of DKK 200m is expected to be received from subsidiaries in 2024.

The company proposes that the profit for the year is transferred to equity, which subsequently stands at DKK 750m.

The Board of Directors proposes distribution of a dividend of DKK 100m for 2024.

RISK FACTORS

The investment in the subsidiary is funded by equity and loans from the parent company, Nordea Life Holding AB.

SOLVENCY

As an intermediate holding company in the Nordea Group, Nordea Pension Holding Danmark A/S is not required to prepare statements of solvency requirement and own funds for the company.

DIVERSITY AND CSR

The Board of Directors' position on its composition and qualifications is set out in "Policy on diversity on the Board of Directors".

The members of the Board of Directors are elected by the shareholders in general meeting. One of the three board members are woman. Accordingly, Nordea Pension Holding Danmark A/S meets its target of having at least one member of each gender and also complies with the legal definition of an equal gender distribution.

Underrepresented gender	2023	2024
Target	33/67	33/67
The underrepresented gender ratio	33	33

OUTLOOK FOR 2025

The management expects profit before tax for 2025 in the range of DKK 40-90m.

No events have occurred between the balance sheet date and today's date that materially affect the financial statements.

REMUNERATION

Remuneration policy

The Board of Directors of Nordea Pension has agreed on a remuneration policy. The remuneration policy is in accordance with the corresponding policy agreed on at the Nordea Group. The company's remuneration principles are aimed at ensuring that management and the employees are remunerated in a manner that best supports the company's business and long-term strategic goals. The terms of remuneration are designed to ensure Nordea Pension's ability to recruit and retain a skilled and responsible management that promotes efficient risk management and does not encourage excessive risk-taking. Furthermore, the remuneration principles are aimed at preventing conflicts of interest.

Variable remuneration is used to a limited extent. No employees are entitled to pension schemes that are comparable to variable remuneration.

Remuneration Report for 2024 can be found on our website: <https://www.nordeapension.dk/rapporter/>

DATA ETHICS

Data ethics policy

The Nordea Group Board of Directors has approved the Group Board Directive on Code of Conduct, the Group Board Directive on Data Governance and the L&P Data Privacy Instruction. The Group policies have been adopted by the Board of Directors of Nordea Pension. Finally, Nordea Pension has adopted guidelines issued by Forsikring & Pension on data ethics.

Nordea Pension Holding Danmark A/S • Annual Report 2024

Processing of data at Nordea Pension is a part of the core business. Nordea Pension complies with applicable law and strives to process, treat and analyse all data in a fair and transparent manner and with a strong ethical mindset. We respect customers' privacy:

- We collect and process personal and customer data fairly, lawfully and transparently for legitimate business purposes.
- We respect individuals' right to be in control of what data they share with us and for what purposes with the limitations that legal requirements set on us.
- We only disclose personal and customer data to those authorised to receive it internally at Nordea and externally, for example third parties we collaborate with.
- Our commitment to privacy remains also after relationships with stakeholders end.

The policies that Nordea Pension adhere to cover the processing of data through its journey across Nordea Pension. Essential data, automated data processing and modelling are subject to governance and measured continuously to ensure a high level of data security and ensure compliance with the ethical guidelines.

The daily activities concerning data ethics are carried out in the local Nordea Pension business areas. The reporting on data ethics is the responsibility of a number of functions at Nordea Pension, including Compliance and Data Management.

Nordea Pension Holding Danmark A/S • Annual Report 2024

MANAGEMENT AND DIRECTORSHIPS

Executive Board:

Vivian Weis Byrholt

On the executive board of:

Nordea Pension Holding Danmark A/S
Nordea Pension, Livsforsikringsselskab A/S

Member of the board of directors of:

Nordea Pension Kapitalforvaltning Danmark A/S
Nordea Pension Ejendom Danmark A/S
Rådhuskontorerne ApS
PERANKI HOLDING A/S
Gerstenberg & Agger A/S

Member of the executive committee at:

InterForce

Board of Directors:

Mads Skovlund Pedersen

On the executive board of:

Head of Group Business Support - GLT

Member of the board of directors of (chair):

Nordea Pension Holding Danmark A/S
Nordea Pension, Livsforsikringsselskab A/S

Member of the board of directors of (deputy chairman):

Finans Danmark
FR I af 16. september 2015 A/S (FR1)

Hans Erik Hugo Preutz

On the executive board of:

Deputy CEO of Nordea Life Holding AB in Sweden

Member of the board of directors of (chair):

Nordea Pension Ejendom Danmark A/S
Nordea Pension Kapitalforvaltning Danmark A/S
Nordea Pension EDB Danmark II ApS
Rådhuskontorerne ApS
Nordea Baltic AB

Member of the board of directors of:

Nordea Pension Holding Danmark A/S
Nordea Pension, Livsforsikringsselskab A/S
Enento Group PLC i Finland

Helene Bløcher

On the executive board of:

Business Banking, Nordea Danmark

Member of the board of directors of:

Nordea Finans Danmark A/S
Nordea Kredit Realkreditaktieselskab
Nordea Pension Holding Danmark A/S
Nordea Pension, Livsforsikringsselskab A/S

The above includes the positions in other business enterprises for which the management has given permission in accordance with section 121 of the Danish Insurance Business Act.

Nordea Pension Holding Danmark A/S • Annual Report 2024

STATEMENT BY THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT

The Board of Directors and the Executive Management have today considered and approved the Annual Report 2024 of Nordea Pension Holding Danmark A/S.

The annual report has been prepared in accordance with statutory requirements, including – but not exclusively – the specific accounting rules in the Danish Insurance Business Act.

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31 December 2024 and of the results of the company's operations for the financial year ended 31 December 2024.

In our opinion, the Management's review includes a fair review of developments in the company's activities and financial position together with a description of the principal risks and uncertainties that the company faces.

We recommend that the annual report be adopted at the annual general meeting.

Copenhagen, 25 February 2025

Executive Management

Vivian Weis Byrholt
CEO

Board of directors

Mads Skovlund Pedersen
Chairman

Hans Erik Hugo Preutz

Helene Bløcher

Nordea Pension Holding Danmark A/S • Annual Report 2024

INDEPENDENT AUDITOR'S REPORT

To the Shareholder of Nordea Pension Holding Danmark A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2024, and of the results of the Company's operations for the financial year 1 January - 31 December 2024 in accordance with the Danish Insurance Business Act.

We have audited the Financial Statements of Nordea Pension Holding Danmark A/S for the financial year 1 January - 31 December 2024, which comprise income statement and statement of comprehensive income, balance sheet, statement of changes in equity and notes, including material accounting policy information ("financial statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

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

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Insurance Business Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Insurance Business Act. We did not identify any material misstatement in Management's Review.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Insurance Business Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the 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 in preparing the financial statements 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

Nordea Pension Holding Danmark A/S • Annual Report 2024

with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Plan and perform the audit to obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business units as a basis for forming an opinion on the Financial Statements. We are responsible for the direction, supervision and review of the audit work performed. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Hellerup, 25 February 2025

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab
CVR no 3377 1231

Per Rolf Larssen
State Authorised Public Accountant
mne24822

Nordea Pension Holding Danmark A/S • Annual Report 2024

INCOME STATEMENT

DKK '000	Note	2023	2024
Income from group enterprises	1	3,919	228,920
Interest income and dividends, etc.		37,474	40,404
Interest expenses		-71,961	-76,951
Administrative expenses related to investment activities		-51	-17
TOTAL INVESTMENT RETURN		-30,619	192,356
PROFIT BEFORE TAX		-30,619	192,356
Tax	2	7,599	8,103
PROFIT FOR THE YEAR		-23,020	200,459

Proposed appropriation of profit for the year:			
Transferred to other reserves		3,919	228,920
Proposed dividend		100,000	100,000
Transferred to retained earnings		-126,939	-128,461
		-23,020	200,459

STATEMENT OF COMPREHENSIVE INCOME

Profit for the year	-23,020	200,459
Other comprehensive income	0	0
Comprehensive income for the year	-23,020	200,459

Nordea Pension Holding Danmark A/S • Annual Report 2024

BALANCE SHEET

DKK '000	Note	2023	2024
ASSETS			
Investments in group enterprises	3	2,047,753	2,076,673
Loans to group enterprises		480,000	480,000
TOTAL INVESTMENT ASSETS		2,527,753	2,556,673
Receivables from group enterprises		29,277	19,074
TOTAL RECEIVABLES		29,277	19,074
Current tax assets		7,599	8,103
Cash and cash equivalents		8,171	37,406
TOTAL OTHER ASSETS		15,770	45,509
Accrued interest and rent		5	0
TOTAL PREPAYMENTS		5	0
TOTAL ASSETS		2,572,805	2,621,256
LIABILITIES AND EQUITY			
Share capital	4	25,000	25,000
Other reserves		360,779	389,699
Total reserves		360,779	389,699
Proposed dividend		100,000	100,000
Retained earnings		164,245	235,784
TOTAL EQUITY		650,024	750,483
OTHER SUBORDINATED LOAN CAPITAL	5	300,000	300,000
Payables to group enterprises		1,622,716	1,570,773
Other debt		65	0
TOTAL DEBT		1,622,781	1,570,773
TOTAL LIABILITIES AND EQUITY		2,572,805	2,621,256
Staff and audit fees	6		
Contingent liabilities	7		
Consolidated financial statements and parent-subsidary relations	8		
Related parties	9		
Five-year financial highlights	10		
Accounting policies	11		

Notes 1-11 form part of the financial statements.

Nordea Pension Holding Danmark A/S • Annual Report 2024

STATEMENT OF CHANGES IN EQUITY

DKK '000

	Share capital	Other reserves	Retained earnings	Proposed dividend	Total
2023					
Equity, end of previous year	25,000	556,860	91,184	0	673,044
Profit for the year		3,919	-126,939	100,000	-23,020
Other comprehensive income		0	0		0
Comprehensive income for the year		3,919	-126,939	100,000	-23,020
Dividend received from subsidiaries		-200,000	200,000		0
Other transactions		-200,000	200,000		0
Equity at 31 December 2023	25,000	360,779	164,245	100,000	650,024
2024					
Equity, end of previous year	25,000	360,779	164,245	100,000	650,024
Profit for the year		228,920	-128,461	100,000	200,459
Other comprehensive income		0	0		0
Comprehensive income for the year		228,920	-128,461	100,000	200,459
Dividend received from subsidiaries		-200,000	200,000		0
Dividend paid		0	0	-100,000	-100,000
Other transactions		-200,000	200,000	-100,000	-100,000
Equity at 31 December 2024	25,000	389,699	235,784	100,000	750,483

Nordea Pension Holding Danmark A/S • Annual Report 2024

NOTES

DKK '000 2023 2024

Note 1. Income from group enterprises

Nordea Pension, Livsforsikringsselskab A/S	3,919	228,920
Income from group enterprises	3,919	228,920

Note 2. Tax

Current tax	-7,599	-8,103
Prior-year adjustments	0	0
Tax	-7,599	-8,103
Profit before tax excluding income from group enterprises	-34,538	-36,564
Tax on profit for the year (22%)	-7,598	-8,044
Non-deductible expenses and non-taxable income	-1	-59
Tax	-7,599	-8,103

Note 3. Investments in group enterprises

Nordea Pension, Livsforsikringsselskab A/S	2,047,753	2,076,673
Investments in group enterprises	2,047,753	2,076,673

Note 4. Share capital

The share capital consists of shares with a nominal value of DKK 1,000 each.

Note 5. Other subordinated loan capital

Nordea Life Holding AB has issued a subordinated loan of DKK 300 million to Nordea Pension Holding A/S. The loan has a term of 10 years to maturity from 1 December 2022 and may also be terminated by the debtor subject to approval by the Danish FSA. The loan carries interest at a floating rate determined as CIDKK3MD + 2.8%, currently 5.630% p.a.

Interest expense for the year	19,313	19,299
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Note 6. Staff and audit fees

Nordea Pension Holding Danmark A/S has no full-time employees.

Information on the total fee for the year paid to the audit firm in charge of the statutory audit has been omitted. See the consolidated financial statements of Nordea Bank Abp, Finland.

Note 7. Contingent liabilities

Nordea Pension Holding Danmark A/S is jointly taxed with the Danish companies and branches of Nordea. The companies and branches included in the joint taxation have joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends and interest. At 31 December 2024, the net taxes receivable from the Danish Tax Agency by the companies and branches included in the joint taxation amounted to DKK 392m (net taxes receivable DKK 232m). Any subsequent corrections of the taxable income subject to joint taxation or withholding taxes on dividends etc. may entail that the companies' assets/liabilities will increase. The Danish Nordea entities as a whole are not liable to others.

Nordea Pension Holding Danmark A/S • Annual Report 2024

NOTES

DKK '000

Note 8. Consolidated financial statements and parent-subsidiary relations

In accordance with section 134(1) of the Danish Executive Order on Financial Reports for Insurance Companies and Multi-Employer Occupational Pension funds, the company does not prepare consolidated financial statements.

The financial statements of Nordea Pension Holding Danmark A/S are included in the consolidated financial statements of Nordea Bank Abp, Business ID 2858394-9, Hamnbanegatan 5, 00020 Helsinki, Finland. The consolidated financial statements are available from the Nordea Groups website at www.nordea.com/en/search?s=annual+report

The company is wholly owned by Nordea Life Holding AB, Stockholm.

Note 9. Related parties

Board of Directors

The company has not paid any remuneration to the Board of Directors.

Mads Skovlund Pedersen

Hans Erik Hugo Preutz

Helene Bløcher (elected at 1 January 2025)

Petteri Juha Väinämö Änkilä (elected at 22 March 2024, resigned at 1 January 2025)

Katja Bergqvist (resigned at 22 March 2024)

Executive Management

The company has not paid any remuneration to the Executive Management.

Information on remuneration paid by subsidiaries is available on request from the Company at <https://www.nordeapension.dk/rapporter/>

Note 10. Five-year financial highlights

	2020	2021	2022	2023	2024
(DKKm)					
Investment return	56	250	86	-31	192
Profit for the year	54	248	77	-23	200
Total assets	4,191	3,440	2,547	2,573	2,621
Equity	2,332	1,588	673	650	750
Return on equity (%)	2	10	5	-3	29

Note 11. Material accounting policies

The annual report of Nordea Pension Holding Danmark A/S have been prepared in accordance with the provisions of the Danish Insurance Business Act, including the Danish Financial Supervisory Authority's Executive Order on Financial Reports for Insurance Companies and Multi-Employer Occupational Pension Funds.

The accounting policies are consistent with those applied in 2023.

Income statement

Income from group enterprises comprises the parent company's share of the profit/loss of the subsidiary Nordea Pension, Livsforsikringselskab A/S.

The subsidiary applies the same accounting policies as the parent company for similar items.

Interest income and interest expenses comprise accrued interest relating to the financial year.

Tax comprises the current tax charge for the year calculated based on the tax rates and tax rules applicable at the balance sheet date. The Company is jointly taxed with Nordea's Danish companies and branches for which Nordea Danmark, branch of Nordea Bank Abp, Finland settles all corporate tax payments to the tax authorities, being the management company for the joint taxation arrangement. Current Danish corporation tax is allocated between the jointly taxed entities in proportion to their taxable income through joint taxation contributions.

Nordea Pension Holding Danmark A/S • Annual Report 2024

Balance sheet

Investments in group enterprises are measured using the equity method. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from group enterprises are recognised as a reduction in the carrying amount of the investment.

Where the entity's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the entity and its group enterprises are eliminated to the extent of the company's interest in these entities. Unrealised losses are also eliminated, unless the transaction provides evidence of an impairment of the asset transferred.

Loans to and receivables from group enterprises are measured at fair value on initial recognition and subsequently at amortised cost. Receivables are tested regularly for impairment.

Subordinated loan capital and payables to group enterprises are measured at fair value on initial recognition and subsequently at amortised cost.