

CT Offshore A/S

Annual report for 2017

CVR no. 10 14 49 22

(14th Financial year)

Adopted at the annual general meeting on 31 May
2018

Ulrik Jarlov
chairman

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Statement by management on the annual report

The board of directors and the executive board have today discussed and approved the annual report of CT Offshore A/S for the financial year 1 January - 31 December 2017.

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

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 January - 31 December 2017.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved at the annual general meeting.

Skærbæk, 24 May 2018

Executive board

Johan Hee Lindhardt

Board of directors

Jacob Hjelm
chairman

Christina Sobfeldt Jahn

Johan Hee Lindhardt

Independent auditor's report

To the shareholders of CT Offshore 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 2017 and of the results of the Company's operations for the financial year 1 January - 31 december 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of CT Offshore A/S for the financial year 1 January - 31 December 2017, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes ("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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, 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.

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 Financial Statements 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 Financial statements Act. We did not identify any material misstatement in Management's Review.

Independent auditor's report

Management's responsibilities for the Financial Statements

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

In preparing the financial statements, Management is responsible for assessing the 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 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 judgment and maintain professional skepticism 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.

Independent auditor's report

- 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.

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.

Copenhagen, 24 May 2018

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Thomas Wraae Holm
State Authorised Public Accountant
MNE no. mne30141

Poul P. Petersen
State Authorised Public Accountant
MNE no. mne34503

Company details

The company

CT Offshore A/S
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7000 Fredericia

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Website: www.orsted.com

CVR no.: 10 14 49 22

Reporting period: 1 January - 31 December 2017

Financial year: 14th financial year

Domicile: Fredericia

Board of directors

Jacob Hjelm, chairman
Christina Sobfeldt Jahn
Johan Hee Lindhardt

Executive board

Johan Hee Lindhardt

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
2900 Hellerup

Consolidated financial statements

The Company is included in the group annual report of Ørsted A/S, Fredericia, CVR nr. 36 21 37 28

The group annual report of Ørsted A/S, Fredericia, CVR nr. 36 21 37 28 may be obtained at the following address:

www.orsted.com

Management's review

Business activities

The company has been without activity in the accounting year.

The company is expected to meet all obligations in 2018, after which the company will enter into voluntary solvent liquidation.

Business review

The Company's income statement for the year ended 31 December shows a profit of TDKK 1.332, and the balance sheet at 31 December 2017 shows equity of TDKK 25.409.

Accounting policies

The annual report of CT Offshore A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied are consistent with those of last year.

The annual report for 2017 is presented in TDKK

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any instalments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Revenue

Income is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Contracts relating to offshore wind turbine projects are included in the net turnover concurrently with the execution of the work, based on the degree of completion of the individual contracts.

Accounting policies

Project and vessel costs

Project and vessel costs comprising expenses related to project execution and costs for the operation of the company's fleet. Vessel costs are recognised in the income statement when incurred.

Costs related to offshore wind turbine projects are included in the project costs concurrently with the execution of the work, based on the degree of completion of the individual contracts.

Other operating income

Other operating income comprises items of a secondary nature relative to the company's activities, including gains on the sale of intangible assets and property, plant and equipment.

Other operating expenses

Other operating expenses comprise items of a secondary nature relative to the company's activities, including losses on the sale of intangible assets and property, plant and equipment.

Other external expenses

Other external expenses include indirect production costs and expenses related to premises, sales, offices, administration etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Accounting policies

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation of the Ørsted Group's Danish subsidiaries. The ultimate parent company (the management company), Ørsted A/S, has in 2005 chosen international joint taxation with the Group's foreign subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation. Ørsted A/S expect to withdraw from the international joint taxation scheme in 2017. 2016 will therefore be the last year with international joint taxation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed Danish entities in proportion to their taxable income. Danish entities with tax losses receive joint taxation contributions from the parent company equivalent to the tax base of the tax losses utilised (full allocation), while companies that utilise tax losses in other Danish companies pay joint taxation contributions to the Parent Company equivalent to the tax base of the utilised losses.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge is recognised in the income statement as regards the portion that relates to profit/loss for the year and in the equity as regards to the portion that relates to entries directly in equity.

Balance sheet

Receivables

Receivables, which include trade receivables, receivables from group entities and other receivables, are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Equity

Dividend

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability at the date of declaration by the annual general meeting.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Accounting policies

Deferred tax assets, including the tax base of tax loss allowed for carry forward are measured at the value to which the asset is expected to be realised, either by elimination in tax on future income or by offsetting against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign-exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement 1 January - 31 December

	Note	2017 TDKK	2016 TDKK
Revenue		0	14.587
Other operating income	2	2.260	36.507
Project and vessel costs		-5	-5.728
Other external expenses		-526	-5.009
Gross profit		1.729	40.357
Staff costs	3	2	-40.331
Earnings Before Interest Taxes Depreciation and Amortization		1.731	26
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		0	-7.167
Other operating costs	4	0	-17.812
Profit/loss before financial income and expenses		1.731	-24.953
Financial income	5	12	0
Financial costs	6	-161	-7.912
Profit/loss before tax		1.582	-32.865
Tax on profit/loss for the year	7	-250	7.281
Net profit/loss for the year		1.332	-25.584

Distribution of profit

Retained earnings		1.332	-25.584
		1.332	-25.584

Balance sheet 31 December

	<u>Note</u>	<u>2017</u> TDKK	<u>2016</u> TDKK
Assets			
Trade receivables		0	1
Receivables from group companies		0	11.089
Other receivables		16	1.423
Receivables		<u>16</u>	<u>12.513</u>
Cash at bank and in hand		<u>32.192</u>	<u>19.171</u>
Current assets total		<u>32.208</u>	<u>31.684</u>
Assets total		<u>32.208</u>	<u>31.684</u>

Balance sheet 31 December

	<u>Note</u>	<u>2017</u> TDKK	<u>2016</u> TDKK
Liabilities and equity			
Share capital		517	517
Retained earnings		24.892	23.560
Equity	8	<u>25.409</u>	<u>24.077</u>
Trade payables		18	0
Payables to group companies		5.281	6.403
Corporation tax		348	0
Other payables		1.152	1.204
Short-term debt		<u>6.799</u>	<u>7.607</u>
Debt total		<u>6.799</u>	<u>7.607</u>
Liabilities and equity total		<u><u>32.208</u></u>	<u><u>31.684</u></u>
Uncertainty about the continued operation (going concern)	1		
Subsequent events	9		
Contingent assets, liabilities and other financial obligations	10		
Related parties and ownership	11		

Statement of changes in equity

	<u>Share capital</u> TDKK	<u>Retained earnings</u> TDKK	<u>Total</u> TDKK
Equity at 1 January 2017	517	23.560	24.077
Net profit/loss for the year	0	1.332	1.332
Equity at 31 December 2017	517	24.892	25.409

Notes

1 Uncertainty about the continued operation (going concern)

The company no longer has activity. The company is expected to pay all obligations in 2018, after which the company will enter into a voluntary solvent liquidation.

	<u>2017</u> TDKK	<u>2016</u> TDKK
2 Other operating income		
Profit on sale of fixed assets	0	36.507
Other operating income	<u>2.260</u>	<u>0</u>
	<u>2.260</u>	<u>36.507</u>
3 Staff costs		
Wages and salaries	0	35.041
Pensions	0	2.222
Other social security costs	-7	0
Other staff costs, including social security costs	<u>5</u>	<u>3.068</u>
	<u>-2</u>	<u>40.331</u>
Average number of employees	<u>1</u>	<u>70</u>

The executive board and board of directors have not been paid remuneration in 2017.

4 Other operating costs

Loss on sale of fixed assets	<u>0</u>	<u>17.812</u>
	<u>0</u>	<u>17.812</u>

Notes

	2017 TDKK	2016 TDKK
5 Financial income		
Interest received from group companies	11	0
Other financial income	1	0
	<u>12</u>	<u>0</u>
6 Financial costs		
Financial expenses, group companies	10	7.232
Other financial costs	151	680
	<u>161</u>	<u>7.912</u>
7 Tax on profit/loss for the year		
Current tax for the year	348	-11.089
Deferred tax for the year	0	3.808
Adjustment of tax concerning previous years	-98	0
	<u>250</u>	<u>-7.281</u>
8 Equity		
The share capital consists of:		Nominal value
500.000 A shares of DKK 1		500.000
16.500 B shares of DKK 1		16.500
		<u>516.500</u>

There have been no changes in the share capital during the last 5 years.

Notes

9 Subsequent events

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

10 Contingent assets, liabilities and other financial obligations

Liability in joint taxation

The group's danish companies are jointly and severally liable for tax on group jointly taxes income, etc. Reference is made to the annual report for Ørsted A/S, the administration company in relation to joint taxation. The group's danish companies are also jointly and severally liable for Danish withholding taxes on dividends, royalties and interests within the group of jointly taxed entities. Any subsequent corrections to income and withholding taxes may result in an increase in the entities' liability.

11 Related parties and ownership

Controlling interest

Ørsted A/S, Kraftværksvej 53, 7000 Fredericia (parent company)

Other related parties

PC Offshore A/S (owner of 33% of shares until 7 March 2018)

Ownership

According to the Company's register of shareholders, the following shareholders hold a minimum of 5% of the voting rights or a minimum of 5% of the share capital:

Ørsted A/S

PC Offshore A/S (owner of 33% of shares until 7 March 2018)