

TITAN Containers A/S

Litauen Alle 9, 2630 Taastrup

CVR no. 13 13 17 32

Annual report for 2021

Adopted at the annual general meeting on 19 April
2022



Juliana Ingstrup
chairman

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Statement by management on the annual report

The supervisory board and executive board have today discussed and approved the annual report of TITAN Containers A/S for the financial year 1 January - 31 December 2021.

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

In our opinion, the consolidated financial statements and parent financial statements give a true and fair view of the company and the group financial position at 31 December 2021 and of the results of the group and the company operations and consolidated cash flows for the financial year 1 January - 31 December 2021.


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 by the company in general meeting.

Taastrup, 19 April 2022


Executive board
John Layland Barker
CEO



Sevgyl Abdulovski


Juliana Wagner Saad Ingstrup


Supervisory board
Carsten Nygaard Knudsen
Chairman


Andreas Færk


Lars Prieme


Kim Gulstad


John Layland Barker

Independent auditor's report

To the shareholder of TITAN Containers A/S

Opinion

We have audited the consolidated financial statements and the parent company financial statements of TITAN Containers A/S for the financial year 1 January - 31 December 2021, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes, for both the group and the parent company as well as consolidated cash flow statement. The consolidated financial statements and the parent company financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the group and the parent company's financial position at 31 December 2021 and of the results of the group and the parent company's operations and consolidated cash flows for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

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 consolidated financial statements and parent company" section of our report. We are independent of the group 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 and IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the consolidated financial statements and the financial statements

Management is responsible for the preparation of consolidated financial statements and parent company 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 the consolidated financial statements and the parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and parent company financial statements, management is responsible for assessing the group's and the parent 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 consolidated financial statements and parent company financial statements unless management either intends to liquidate the group or the company or to cease operations, or has no realistic alternative but to do so.

Independent auditor's report

Auditor's responsibilities for the audit of the consolidated financial statements and parent company financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and parent company 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 consolidated financial statements and parent company 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 consolidated financial statements and parent company 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 group's and the parent 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 consolidated financial statements and parent company 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 group's and the parent 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 consolidated financial statements and parent company 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 group and the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the consolidated financial statements and parent company financial statements, including the disclosures, and whether the consolidated financial statements and parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient and appropriate audit evidence regarding the financial information for the group's entities or business activities to express an opinion on the consolidated financial statements. We are responsible for directing, supervising and conducting the audit of the group. We alone are responsible for our audit opinion.

Independent auditor's report

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.

Statement on management's review

Management is responsible for management's review.

Our opinion on the consolidated financial statements and parent company 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 consolidated financial statements and parent company financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the consolidated financial statements and parent company 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, we conclude that management's review is in accordance with the consolidated financial statements and parent company financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of management's review.

Copenhagen, 19 April 2022


Mazars
Statsautoriseret revisionspartnerselskab
CVR no. 31 06 17 41

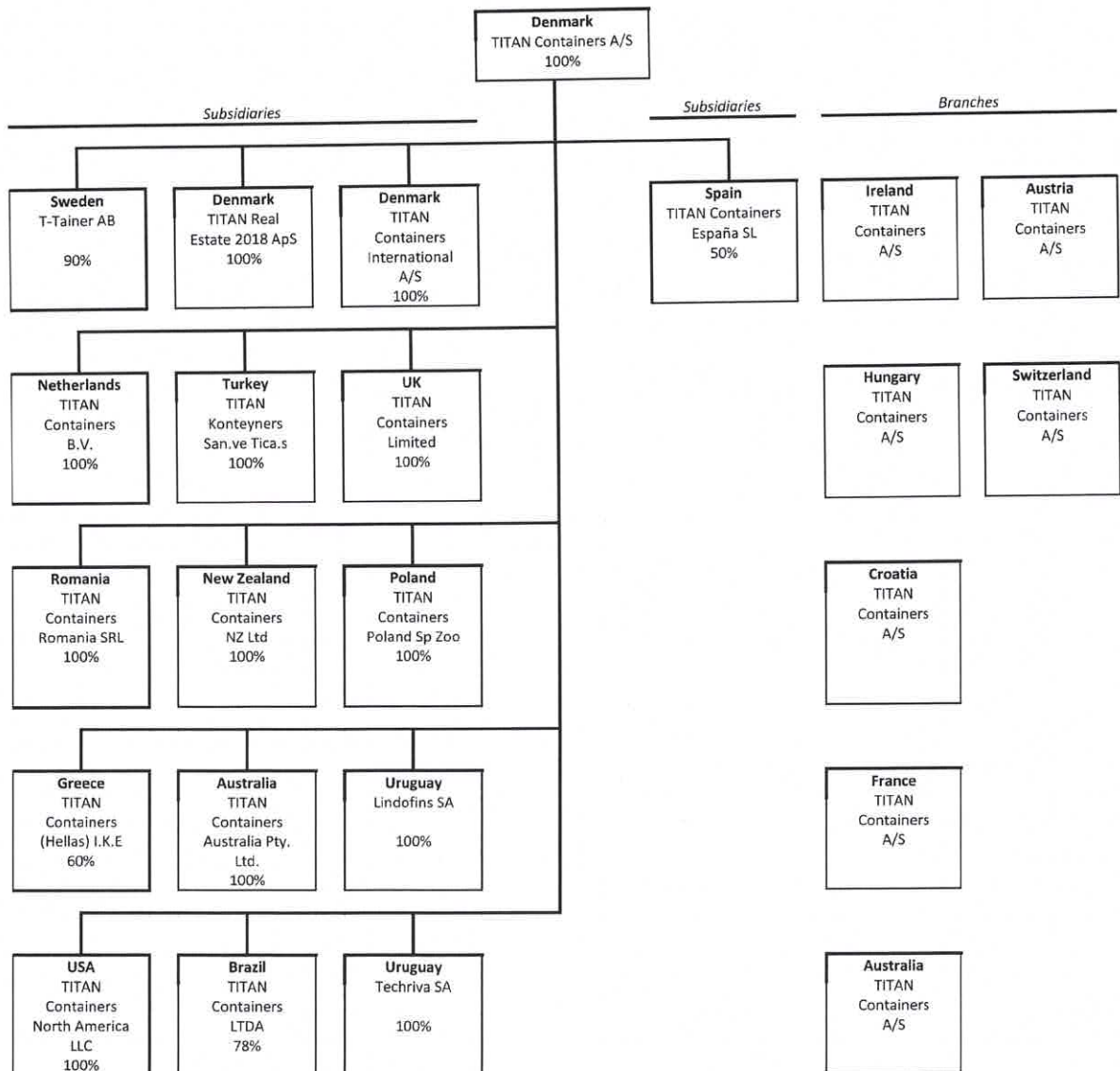
Pia Lillebæk
State Authorised Public Accountant
MNE no. mne30257


Dennis Herholdt Rasmussen
State Authorised Public Accountant
MNE no. mne43413

Company details

The company	<p>TITAN Containers A/S Litauen Alle 9 2630 Taastrup</p> <p>Website: www.titancontainers.com</p> <p>CVR no.: 13 13 17 32</p> <p>Reporting period: 1 January - 31 December 2021 Incorporated: 30 May 1989</p> <p>Domicile: Høje Taastrup</p>
Secondary names	<p>Arcticstore A/S Titan Arcticstore A/S Titan Boxtainer A/S Titan Canons Park A/S Titan Container Hire A/S Titan Container Leasing A/S Titan Container Rental A/S Titan Container Udlejning A/S</p>
Supervisory board	<p>Carsten Nygaard Knudsen, chairman Andreas Færk John Layland Barker Lars Priemé Kim Gulstad</p>
Executive board	<p>John Layland Barker Sevgyl Abdulovski Juliana Wagner Saad Ingstrup</p>
Shareholders	<p>Titan Storage Solutions A/S</p>
Auditors	<p>Mazars Statsautoriseret revisionpartnerselskab Midtermolen 1, 2.tv. 2100 København Ø</p>

Group chart



Financial highlights

Seen over a 5-year period, the development of the Company may be described by means of the following financial highlights:

	Group				
	2021	2020	2019	2018	2017
	TDKK	TDKK	TDKK	TDKK	TDKK
Key figures					
Profit/loss					
Revenue	711.357	535.018	478.453	430.597	426.990
Gross profit	337.688	222.977	178.197	154.862	132.549
Profit/loss before net financials	186.141	103.894	77.090	70.640	66.896
Net financials	-30.788	-26.567	-34.327	-43.117	-29.340
Profit/loss for the year	116.900	55.897	27.389	18.801	25.518
Balance sheet					
Balance sheet total	1.939.077	1.334.035	1.094.913	1.018.404	865.639
Investment in property, plant and equipment	640.213	236.597	149.597	171.830	99.300
Equity	442.029	333.402	286.060	151.377	134.698
Financial ratios					
Gross margin	47,5%	41,7%	37,2%	36,0%	31,0%
EBIT margin	26,2%	19,4%	16,1%	16,4%	15,7%
Return on assets	11,4%	8,6%	7,3%	7,5%	8,0%
Solvency ratio	22,8%	25,0%	26,1%	14,9%	15,6%
Return on equity	30,2%	18,0%	12,5%	13,1%	20,4%

The financial ratios are calculated in accordance with the Danish Finance Society's recommendations and guidelines. For definitions. See the summary of significant accounting policies under section "Financial highlights".

Management's review

Business review

TITAN Group has become perhaps the largest privately owned company supplying shipping and storage containers for a vast multitude of applications. TITAN Group's initial goal was to pass on the advantages of high volume by providing end-users with top quality containers and services always by competitive prices. Today TITAN Group maintain the same targets, operates six brands, and can offer worldwide services with a network that is possibly the best in the marketplace. The emphasis of the business has always been on storage applications. Aside from gaining logistic advantage, TITAN Group is generally not involved in the international container-shipping sector.

TITAN Group owns and operates a fleet of ISO shipping and storage containers, purpose built refrigerated storage containers and DNV offshore containers for international and domestic rentals.

Furthermore, TITAN Group presently operates 61 self-storage sites located in 10 countries, 20 container depots with container handling equipment in 10 countries and 24 container lorries in 6 countries.

Through the Group's own and subsidiary offices in 18 countries, TITAN offers these containers and services to customers for domestic, offshore, and international hire. TITAN is also actively engaged in the purchase and sale of new and used containers and in the supply of related services to a wide range of customers.

Recognition and measurement uncertainties

The recognition and measurement of items in the annual report is not associated with any uncertainty.

Unusual matters

The group's financial position at 31 December 2021 and the results of its operations and cash flows for the financial year ended 31 December 2021 are not affected by any unusual matters.

Financial review

The group's income statement for the year ended 31 December 2021 shows a profit of TDKK 116.900, and the balance sheet at 31 December 2021 shows equity of TDKK 442.029.

Management's review

Revenue for the year amounted to DKK 711 million compared to DKK 535 million last year. Profit after tax was DKK 116 million compared to DKK 56 million last year. The development must be compared with the fact that in the annual report for 2020, the Group expected an increase in revenue, based on our expectations of the uncertainty that the CV-19 pandemic could cause. Despite the pandemic, the Group has managed to achieve revenue increase better than expected.

Management considers this year's result satisfactory.

The second year of the Covid-19 pandemic had an overall positive impact on the Group's business levels and trading results. Disruption to the hospitality sector with postponed, cancelled or simply smaller events was less severe than in 2020 but had a negative impact on performance. New business opportunities from 2020, including higher levels of internet shopping, pharmaceutical logistics and community related applications continued largely unchanged during 2021. The Group also benefitted with additional business demands related to the release and roll-out of covid vaccines.

The Group continued to protect its HR resources with a greater level of working from home and workplace hygiene/social distancing than legislation required in many countries. The Group largely avoided team covid infections until late in the year. The massive wave of infections that started late Q3 and continued through Q4 and into 2022 has seen many our team testing positive but mostly with mild infections. More than 90% of the workforce were double-vaccinated and subsequently with the third booster promptly as their age group became eligible. We have a small number of un-vaccinated some of whom have recently been infected creating a natural immune defence.

During 2021 the international shipping and logistics sector suffered from massive shortages of containers and shipping capacity. Operating conditions in Q3 and Q4 were extremely challenging for all cargo interested parties.

There were four noticeable impacts on the Group.

The massive shortage of containers, particularly in Asia, gave rise to massive increases in both new and used containers. New container prices more than doubled over a matter of a few weeks and used prices in some instances were almost 200% higher than at the start of the year. The Group benefitted from this market opportunity with very increased rental revenues supplying containers for export packing from particularly China.

Further, the Group benefitted from the globally higher container values and margins when selling containers.

The Group were largely successful in maintaining supply to existing renewable energy customers and gained a new customer in this segment because of simply being able to supply containers where and when they were required.

With too much cargo chasing too little shipping space sea freight rates increased dramatically. Some routes the rate increased by a multiple of 5 and almost all other routes by the multiple of 3. Whilst the lack of space delayed shipping new ArcticStores to markets in Q3 and Q4 there were no serious incidents of the Group struggling to meet rental demands and commitments in a timely manner.

It is anticipated that the shipping and logistics sector will continue to adjust and will slowly move into a more normal and stable market condition during 2022.

Management's review

Financing

The Group's loans with the main banks has to be re-negotiated by latest 31 December 2022 as the loans are expiring on 31 December 2022. According to Danish GAAP these loans are therefore classified as short-term debt. The banks have confirmed the intention to extend the loans beyond 31 December 2022. This is based on the Group's satisfactorily realized earnings, capital and cash flow conditions. For 2022 the banks have already extended the lines for the Group's new investments in 2022 according to the budget and we therefore believe that the loans will be extended with another 2-3 years.

Significant events occurring after the end of the financial year

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

Expected development of the company, including specific prerequisites and uncertainties

In 2022, the Group's total revenue is expected to increase at least by 10 % because of continued investment in new containers. The growth in rental income is expected to increase with a higher percentage than sales revenue.

The Group expects to continue to have positive cash flow in 2022.

Foreign branches

As to the financial year in question, TITAN Group had branch offices in Ireland, Austria, Hungary, France, Switzerland, Croatia, and Australia.

Profit for the year relative to the expectations most recently expressed

TITAN Group's operating performance in 2021 was 116 million DKK. All brands responded well to the market conditions in 2021.

Performance across all product lines was strong with newer markets starting to make a more noticeable contribution to TITAN's total performance.

Management's review

Risk conditions

General risk

The Group's principal operating risks are linked to the ability to be strongly positioned in the markets where the Group is present. In addition, it is essential for the Group to constantly be at the forefront of technological developments in the Group's areas of activity.

Financial risks

As a result of its operations, investments and financing, the Group is exposed to changes in exchange rates and interest rates. It is the Group's policy not to engage in active speculation on financial risks. Thus, the Group's financial management is solely aimed at managing financial risks which stems from ordinary business decisions.

Currency risks

The Group's subsidiaries and branches are not immediately affected by exchange rate fluctuations, as both income and expenses are settled in local currency. Activities carried out by Danish companies are affected by exchange rate changes, as revenue is primarily generated in foreign currency, while some costs, including wages, are paid in Danish kroner.

The Group is also affected by changes in exchange rates, as the foreign affiliates' profit at the end of the year is converted into Danish kroner based on average prices. The Group does not use hedging in a systematic manner but monitor the currency fluctuations and consider hedging if necessary.

Credit risks

The group's credit risks relate to primary financial assets. The maximum credit risk associated with financial assets corresponds to the carrying amounts recognized in the balance sheet.

The Group does not have significant credit risks associated with individual customers or business partners. The Group's policy on assumed credit risk means that all major customers and other business partners are assessed on an ongoing basis. In 2021 the total loss on debtors including provisions for losses amounted to 0.4% of the Group's revenue.

Statutory corporate social responsibility report and Policies on the underrepresented gender

Corporate social responsibility is an integral part of the business strategy for TITAN Group. The Group strives to act responsibly in relation to customers, employees, business partners and the outside world. TITAN Group has for 2021 prepare a separate CSR report which can be found on the company's website by following this link: <https://titancontainers.com/gl/about-us/csr-report>

Statement of policy for data ethics

The Group processes large amounts of data every day. We are very aware of both the security and ethical risks in this. We have several policies and procedures that describe how we process and deal with data that is made available to us. These policies and procedures are reviewed on an ongoing basis and updated as necessary.

Income statement 1 January - 31 December

Note	Group		Parent company	
	2021	2020	2021	2020
	TDKK	TDKK	TDKK	TDKK
Revenue	711.357	535.018	634.768	500.411
Other operating income	60	366	46	304
Expenses for raw materials and consumables	-297.103	-249.964	-238.148	-207.214
Other external costs	-76.626	-62.443	-145.778	-135.862
Gross profit	337.688	222.977	250.888	157.639
Staff costs	2 -91.439	-76.060	-47.077	-42.538
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	-60.108	-43.023	-32.895	-22.051
Profit/loss before net financials	186.141	103.894	170.916	93.050
Income from investments in subsidiaries	0	0	1.428	-2.860
Financial income	3 1.615	5.123	1.601	1.527
Financial costs	4 -32.404	-31.690	-24.511	-17.340
Profit/loss before tax	155.352	77.327	149.434	74.377
Tax on profit/loss for the year	-38.452	-21.430	-33.112	-18.093
Profit/loss for the year	116.900	55.897	116.322	56.284
Distribution of profit	5			

Balance sheet 31 December

Note	Group		Parent company	
	2021	2020	2021	2020
	TDKK	TDKK	TDKK	TDKK
Assets				
Goodwill	15.029	21.894	0	845
Software	1.952	1.583	1.952	1.583
Intangible assets	16.981	23.477	1.952	2.428
Land and buildings	72.636	31.302	18.245	16.779
Operating equipment	1.437.025	847.670	1.251.695	696.921
Other fixtures and fittings, tools and equipment	49.752	20.059	18.138	11.802
Right-of-use assets	93.785	127.581	49.631	50.004
Tangible assets	1.653.198	1.026.612	1.337.709	775.506
Investments in subsidiaries	0	0	30.980	24.812
Deposits	242	728	30	30
Fixed asset investments	242	728	31.010	24.842
Total non-current assets	1.670.421	1.050.817	1.370.671	802.776
Finished goods and goods for resale	76.912	115.695	76.216	115.872
Stocks	76.912	115.695	76.216	115.872
Trade receivables	135.652	102.835	108.513	78.364
Receivables from Group enterprises	0	412	108.753	80.022
Other receivables	6.924	2.262	9.404	17
Prepayments	27.561	27.850	19.137	23.271
Receivables	170.137	133.359	245.807	181.674
Cash at bank and in hand	21.607	34.164	9.117	16.278
Total current assets	268.656	283.218	331.140	313.824
Total assets	1.939.077	1.334.035	1.701.811	1.116.600

Balance sheet 31 December

	Note	Group		Parent company	
		2021	2020	2021	2020
		TDKK	TDKK	TDKK	TDKK
Equity and liabilities					
Share capital		500	500	500	500
Other reserves		847	847	847	847
Retained earnings		413.442	319.351	413.441	319.351
Proposed dividend for the year		25.000	12.000	25.000	12.000
Non-controlling interests		2.240	704	0	0
Equity	11	442.029	333.402	439.788	332.698
Provision for deferred tax	12	75.379	79.041	79.434	83.179
Total provisions		75.379	79.041	79.434	83.179
Banks		9.239	704.334	3.513	531.328
Lease obligations		38.667	49.606	28.834	35.018
Total non-current liabilities	13	47.906	753.940	32.347	566.346
Short-term part of long-term debet	13	21.078	25.848	9.942	9.140
Banks		1.095.275	4.166	909.523	0
Trade payables		196.696	112.255	180.328	94.110
Payables to subsidiaries		0	0	0	13.290
Corporation tax		36.961	2.608	36.319	167
Other payables		23.533	22.457	13.969	17.506
Deferred income	14	220	318	161	164
Total current liabilities		1.373.763	167.652	1.150.242	134.377
Total liabilities		1.421.669	921.592	1.182.589	700.723
Total equity and liabilities		1.939.077	1.334.035	1.701.811	1.116.600
Rent and lease liabilities	15				
Contingent liabilities	16				
Mortgages and collateral	17				
Related parties and ownership structure	18				
Fee to auditors appointed at the general meeting	19				

Statement of changes in equity

Group

	Share capital	Other reserves	Retained earnings	Proposed dividend for the year	Non-controlling interests	Total
	TDKK	TDKK	TDKK	TDKK	TDKK	TDKK
Equity at 1 January	500	847	319.351	12.000	704	333.402
Net effect from adjustment of fundamental error	0	0	-517	0	9	-508
Adjusted equity at 1 January	500	847	318.834	12.000	713	332.894
Ordinary dividend paid	0	0	0	-12.000	0	-12.000
Exchange adjustment, foreign	0	0	3.285	0	950	4.235
Net profit/loss for the year	0	0	91.323	25.000	577	116.900
Equity at 31 December	500	847	413.442	25.000	2.240	442.029

Parent company

	Share capital	Other reserves	Retained earnings	Proposed dividend for the year	Total
	TDKK	TDKK	TDKK	TDKK	TDKK
Equity at 1 January	500	847	319.351	12.000	332.698
Net effect from adjustment of fundamental error	0	0	-518	0	-518
Adjusted equity at 1 January	500	847	318.833	12.000	332.180
Ordinary dividend paid	0	0	0	-12.000	-12.000
Exchange adjustment, foreign	0	0	3.286	0	3.286
Net profit/loss for the year	0	0	91.322	25.000	116.322
Equity at 31 December	500	847	413.441	25.000	439.788

Cash flow statement 1 January - 31 December

Note	Group	
	2021	2020
	TDKK	TDKK
Net profit/loss for the year	116.900	55.897
Adjustments	61.395	57.905
Change in working capital	82.993	-4.175
Cash flows from operating activities before financial income and expenses	261.288	109.627
Financial income	-1.615	-5.126
Financial expenses	393	8.712
Cash flows from operating activities	260.066	113.213
Purchase of intangible assets	-716	-5.156
Purchase of property, plant and equipment	-640.213	-236.597
Fixed asset investments made etc	0	-312
Cash flows from investing activities	-640.929	-242.065
Net change, debt	412.317	185.214
Interest expense	-32.011	-22.981
Dividend paid	-12.000	-11.000
Cash flows from financing activities	368.306	151.233
Change in cash and cash equivalents	-12.557	22.381
Cash and cash equivalents	34.164	11.783
Cash and cash equivalents	21.607	34.164
Analysis of cash and cash equivalents:		
Cash at bank and in hand	21.607	34.164
Cash and cash equivalents	21.607	34.164

Notes

1 Information on segments

Activities - primary segment

t.kr.	Rental	Sales	Service	Group total
Revenue	374.186	214.209	122.962	711.357

Geographical - secondary segment

	Denmark	EEC	Outside EEC	Group total
Revenue	65.419	268.899	377.039	711.357

Group		Parent company	
2021	2020	2021	2020
TDKK	TDKK	TDKK	TDKK

2 Staff costs

Wages and salaries	81.795	71.179	44.009	40.678
Pensions	1.598	1.486	130	383
Other social security costs	8.046	3.395	2.938	1.477
	91.439	76.060	47.077	42.538

Including remuneration to the supervisory board:

Supervisory Board	6.621	5.229	6.621	5.289
	6.621	5.229	6.621	5.289

Average number of employees

	185	161	67	66
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3 Financial income

Interest received from subsidiaries	0	0	1.599	1.515
Other financial income	1.615	1.007	2	10
Exchange gains	0	4.116	0	0
	1.615	5.123	1.601	1.525

Notes

	Group		Parent company	
	2021	2020	2021	2020
	TDKK	TDKK	TDKK	TDKK
4 Financial costs				
Other financial costs	32.011	25.210	24.110	16.444
Exchange loss	393	6.480	402	896
	32.404	31.690	24.512	17.340
5 Distribution of profit				
Proposed dividend for the year	25.000	12.000	25.000	12.000
Retained earnings	91.323	44.284	91.322	44.284
	116.323	56.284	116.322	56.284
Non-controlling interests	577	-387	0	0
	116.900	55.897	116.322	56.284
6 Intangible assets				
Group				
	Goodwill	Software	Total	
	TDKK	TDKK	TDKK	
Cost at 1 January	54.694	2.081	56.775	
Exchange adjustment	123	0	123	
Additions for the year	0	716	716	
Cost at 31 December	54.817	2.797	57.614	
Impairment losses and amortisation at 1 January	32.800	498	33.298	
Exchange adjustment	7	0	7	
Depreciation for the year	6.981	347	7.328	
Impairment losses and amortisation at 31 December	39.788	845	40.633	
Carrying amount at 31 December	15.029	1.952	16.981	

Notes

6 Intangible assets (continued)

Parent company

	Goodwill	Software	Total
	TDKK	TDKK	TDKK
Cost at 1 January	6.449	2.081	8.530
Additions for the year	0	715	715
Cost at 31 December	6.449	2.796	9.245
Impairment losses and amortisation at 1 January	5.604	498	6.102
Depreciation for the year	845	346	1.191
Impairment losses and amortisation at 31 December	6.449	844	7.293
Carrying amount at 31 December	0	1.952	1.952

7 Tangible assets

Group

	Land and buildings	Operating equipment	Other fixtures and fittings, tools and equipment	Right-of-use assets	Total
	TDKK	TDKK	TDKK	TDKK	TDKK
Cost at 1 January	44.085	944.981	43.823	153.629	1.186.518
Exchange adjustment	187	15.376	935	7.575	24.073
Additions for the year	42.871	247.137	38.499	6.204	334.711
Disposals for the year	0	-81.861	-4.003	-2.974	-88.838
Transfers for the year	0	440.790	-324	-40.658	399.808
Cost at 31 December	87.143	1.566.423	78.930	123.776	1.856.272
Revaluations at 1 January	0	1.124	0	0	1.124
Revaluations at 31 December	0	1.124	0	0	1.124
Impairment losses and depreciation at 1 January	12.783	98.435	23.764	26.048	161.030
Exchange adjustment	0	1.558	582	1.128	3.268
Depreciation for the year	1.724	27.595	8.386	11.290	48.995
Transfers for the year	0	7.615	0	-7.615	0
Reversal of impairment and depreciation of sold assets	0	-4.681	-3.554	-860	-9.095
Impairment losses and depreciation at 31 December	14.507	130.522	29.178	29.991	204.198
Carrying amount at 31 December	72.636	1.437.025	49.752	93.785	1.653.198

Notes

7 Tangible assets (continued)

Parent company

	Land and buildings	Operating equipment	Other fixtures and fittings, tools and equipment	Right-of-use assets	Total
	TDKK	TDKK	TDKK	TDKK	TDKK
Cost at 1 January	29.216	771.408	21.788	62.594	885.006
Additions for the year	2.827	244.076	10.610	6.204	263.717
Disposals for the year	0	-71.419	-2.075	-2.974	-76.468
Transfers for the year	0	400.132	0	0	400.132
Cost at 31 December	32.043	1.344.197	30.323	65.824	1.472.387
Revaluations at 1 January	0	1.124	0	0	1.124
Revaluations at 31 December	0	1.124	0	0	1.124
Impairment losses and depreciation at 1 January	12.437	75.611	9.987	12.590	110.625
Depreciation for the year	1.361	21.686	3.666	5.033	31.746
Impairment and depreciation of sold assets for the year	0	0	570	-570	0
Reversal of impairment and depreciation of sold assets	0	-3.671	-2.038	-860	-6.569
Impairment losses and depreciation at 31 December	13.798	93.626	12.185	16.193	135.802
Carrying amount at 31 December	18.245	1.251.695	18.138	49.631	1.337.709

Notes

	Parent company	
	2021	2020
	TDKK	TDKK
8 Investments in subsidiaries		
Cost at 1 January	61.912	57.356
Additions for the year	1.450	6.087
Disposals for the year	0	-1.531
Cost at 31 December	<u>63.362</u>	<u>61.912</u>
Revaluations at 1 January	-37.100	-35.301
Exchange adjustment	3.289	1.062
Amortisation of goodwill	-5.477	-6.126
Net profit/loss for the year	6.906	3.184
Impairment losses and depreciation of actuarial gains (losses)	0	81
Revaluations at 31 December	<u>-32.382</u>	<u>-37.100</u>
Carrying amount at 31 December	<u>30.980</u>	<u>24.812</u>

Group

Investments in subsidiaries are specified as follows:

Name	Registered office	Ownership interest
TITAN Containers Ltd	United Kingdom	100%
TITAN Containers Romania SRL	Romania	100%
T-Tainer AB	Sweden	90%
TITAN Containers B.V	Netherlands	100%
TITAN Containers Poland sp.zoo	Poland	100%
TITAN Konteyners San. ve Tica.s	Turkey	100%
TITAN Containers International A/S	Denmark	100%
TITAN Containers NZ Ltd	New Zealand	100%
Techriva SA	Uruguay	100%
TITAN Container North America, LLC	America	100%
TITAN Containers Ltda	Brazil	78%
TITAN Containers (Hellas) I.K.E	Greece	60%
TITAN Real Estate 2018 ApS	Denmark	100%
TITAN Containers España SL	Spain	50%
Lindofins SA	Uruguay	100%
TITAN Containers Australia Pty. Ltd.	Australia	100%

Notes

9 Fixed asset investments

Group	Deposits TDKK
Cost at 1 January	728
Disposals for the year	<u>-486</u>
Cost at 31 December	<u>242</u>
Carrying amount at 31 December	<u><u>242</u></u>

9 Fixed asset investments (continued)

Parent company	Deposits TDKK
Cost at 1 January	<u>30</u>
Cost at 31 December	<u>30</u>
Carrying amount at 31 December	<u><u>30</u></u>

10 Prepayments

Prepayments comprise prepaid expenses regarding rent, insurance premiums, subscriptions and interest as well as fair value adjustments of derivative financial instruments with a positive fair value.

11 Equity

The share capital consists of 500 shares of a nominal value of DKK 1.000. No shares carry any special rights.

Notes

	Group		Parent company	
	2021	2020	2021	2020
	TDKK	TDKK	TDKK	TDKK
12 Provision for deferred tax				
Provision for deferred tax at 1 January	79.041	62.802	83.179	62.347
Deferred tax recognised in income statement	-3.662	16.239	-3.745	17.035
Provisions for deferred tax change final tax	0	0	0	3.797
Provision for deferred tax at 31 December	75.379	79.041	79.434	83.179

13 Long term debt

Group	Debt	Debt	Instalment	Debt
	at 1 January	at 31 December	next year	outstanding after 5 years
	TDKK	TDKK	TDKK	TDKK
Banks	704.499	9.750	511	6.880
Lease obligations	75.289	59.234	20.567	517
	779.788	68.984	21.078	7.397

Parent Company	Debt	Debt	Instalment	Debt
	at 1 January	at 31 December	next year	outstanding after 5 years
	TDKK	TDKK	TDKK	TDKK
Banks	531.328	3.686	171	2.808
Lease obligations	44.158	38.604	9.770	517
	575.486	42.290	9.941	3.325

14 Deferred income

Deferred income consists of payments received in respect of income in subsequent financial years.

Notes

Group		Parent company	
2021	2020	2021	2020
TDKK	TDKK	TDKK	TDKK

15 Rent and lease liabilities

Rent and lease liabilities

Operating lease liabilities.

Total future lease payments:

Within 1 year	24.805	17.392	5.465	4.157
Between 1 and 5 years	76.910	53.649	11.925	8.978
After 5 years	28.103	14.879	2.321	2.703
	129.818	85.920	19.711	15.838

16 Contingent liabilities

Contingent liabilities related to group enterprises

The company is jointly taxed with its ultimate parent company, Barker Holding ApS (management company), and jointly and severally liable with other jointly taxed entities of payment of income taxes for income year 2021 onwards as well as for payment of withholding taxes on dividends, interest and royalties which fall due for payment.

Notes

17 Mortgages and collateral

The Group has issued mortgage deed of TDKK 10,600 which gives pledge in the Group's land and property.
The mortgage deeds are deposited as security for credit institute engagement.

The Group has issued chattel mortgage deed of total TDKK 75,890 which gives pledge in the Company's operating equipment, which accountable value at 31 December 2021 amounts to TDKK 1.437.025.

As security for credit institute engagement TDKK 370,000 pledges are given in the business at the date of the presentation of the Financial Statements.

The Company is surely debtor for the engagement for TITAN Sales & Management Holding ApS and TITAN Konteyners Sanve Ticaret, Turkey.

TITAN Containers Ltd

As collateral for current account with foreign credit institute, £ 200,972 security is placed in property and other property, plant and equipment.

TITAN Containers International ApS

As security for credit institute engagement TDKK 230,000 pledges are given in the business at the date of the presentation of the Financial Statements.

18 Related parties and ownership structure

Controlling interest

The share capital is ultimately owned 70 % by: Barker Holding ApS, Litauen Alle 9, Høje Taastrup

Transactions

With reference to section 98c(3) of the Danish Financial statement Act, transactions with related parties have been conducted between the company and its fully owned subsidiaries and parent company.

Transactions with the parent company have been conducted at arms-length.

Notes

	Group		Parent company	
	2021	2020	2021	2020
	TDKK	TDKK	TDKK	TDKK
19 Fee to auditors appointed at the general meeting				
Mazars:				
Audit fee	646	500	593	455
Tax advisory services	60	60	36	33
Non-audit services	578	269	536	232
	1.284	829	1.165	720

Accounting policies

The annual report of TITAN Containers A/S for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

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

The annual report for 2021 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 group's and the parent company's 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 group's and the parent company's 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 installments 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.

Recognition and measurement of business combinations

Recently acquired entities are recognised in the financial statements from the date of acquisition. Sold entities are recognised in the financial statements until the date of disposal. Comparative figures are not restated in respect of recently acquired entities. Discontinued operations are presented separately, see below.

The date of acquisition is the time when the company actually gains control over the acquiree.

The acquisition method is applied to the acquisition of new entities where the company gains control over the acquiree. The acquirees' identifiable assets, liabilities and contingent liabilities are measured at fair value at the date of acquisition. Identifiable intangible assets are recognised if they are separable or emanate from a contractual right. Deferred tax on the revaluations made is recognised.

Accounting policies

Positive differences (goodwill) between, on the one side, the purchase consideration, the value of non-controlling interests in the acquiree and the fair value of any previously acquired investments and, on the other side, the fair value of the acquired identifiable assets, liabilities and contingent liabilities are recognised as goodwill under 'Intangible assets'. Goodwill is amortised on a straight-line basis in the income statement based on an individual assessment of its useful life.

Negative differences (negative goodwill) are recognised in the income statement at the date of acquisition.

On acquisition, goodwill is ascribed to / classed with the cash-generating unit, which subsequently forms a basis for impairment testing. Goodwill and fair value adjustments in connection with the acquisition of a foreign entity with another functional currency than the group's presentation currency are accounted for as assets and liabilities belonging to the foreign entity and are translated on initial recognition into the foreign entity's functional currency using the exchange rate at the date of the transaction.

The purchase consideration for an entity consists of the fair value of the agreed consideration in the form of assets transferred, liabilities assumed and equity instruments issued. If part of the purchase consideration is conditional upon future events or the fulfilment of agreed conditions, this part of the purchase consideration is recognised at fair value at the date of acquisition. Subsequent adjustments of conditional purchase consideration are recognised in the income statement.

Expenses defrayed in connection with acquisitions are recognised in the income statement in the year in which they are defrayed.

If, at the date of acquisition, the identification or measurement of acquired assets, liabilities and/or contingent liabilities or the size of the purchase consideration are associated with uncertainty, initial recognition will be based on preliminarily calculated amounts. If it subsequently turns out that the identification or measurement of the purchase consideration, acquired assets, liabilities and/or contingent liabilities was not correct on initial recognition, the calculation will be adjusted with retrospective effect, including goodwill, until 12 months after the acquisition, and comparative figures will be restated. Subsequently, any adjustments made will be recognised as error.

Consolidated financial statements

The consolidated financial statements comprise the parent company TITAN Containers A/S and subsidiaries in which the parent company, directly or indirectly, holds more than 50% of the voting rights or otherwise has a controlling interest. Entities in which the Group holds between 20% and 50% of the voting rights and over which it exercises significant influence, but which it does not control, are considered participating interests or associates, cf. the group chart.

The consolidated financial statements are prepared as a consolidation of the parent company's and subsidiaries' financial statements by aggregating uniform accounting items. On consolidation, intra-group income and expenses, holdings of shares, intra-group balances and dividends as well as realised and unrealised gains and losses on intra-group transactions are eliminated.

Investments in subsidiaries are set off against the proportionate share of the subsidiaries' fair value of net assets and liabilities at the acquisition date.

Accounting policies

Entities acquired or formed during the year are recognised in the consolidated financial statements from the date at which control is obtained. Entities sold during the year are recognised in the consolidated income statement until the date of disposal. Comparative figures are not restated for acquisitions or disposals.

Minority interests

In the consolidated financial statements, the items of subsidiaries are recognised in full. The minority interests' proportionate share of subsidiaries' profit/loss and equity is presented separately under appropriation of profit and in a main item under equity.

Income statement

Segment information

Information is provided on business segments and geographical markets. The segment information is provided in consideration of the group's accounting policies, risks and management control.

Revenue

Income from the sale of goods for resale and finished goods 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.

Cost of sales

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other external costs

Other external costs include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, 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.

Accounting policies

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Income from investments in subsidiaries, associates and participating interests

The proportionate share of the profit/loss for the year of subsidiaries is recognised in the parent company's income statement after full elimination of intra-group profits/losses.

Tax on profit/loss for the year

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

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 the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets

Goodwill

Goodwill acquired is measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over its useful life, which is assessed to be 5-10 years. The amortisation period is based on an assessment of the acquiree's market position and earnings capacity.

Software

Software and development of IT are measured at cost less accumulated amortisation and impairment losses. Software are amortised on a straight-line basis over the expected life time however maximally 3 years.

Tangible assets

Items of land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost added revaluations and less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life. Land is not depreciated.

Accounting policies

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Land and property	30 years	0 %
Operating equipment	28 years	30 %
Other fixtures and fittings, tools and equipment	3-10 years	0 %

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Gains or losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses, respectively.

Leases

The company has chosen IAS 17 as the interpretation for the classification and recognition of leasing contracts.

Leases for items of property, plant and equipment that transfer substantially all the risks and rewards incident to ownership to the company (finance leases) are recognised in the balance sheet as assets. On initial recognition, assets are measured at estimated cost, corresponding to the lower of fair value of the leased asset and the present value of the future lease payments. In calculating the net present value of the future lease payments, the interest rate implicit in the lease or the incremental borrowing rate is used as the discount factor. Assets held under finance leases are subsequently depreciated as the company's other non-current assets.

The capitalised residual lease commitment is recognised in the balance sheet as a liability, and the interest element of the lease payment is recognised in the income statement over the term of the lease.

All other leases are operating leases. Payments relating to operating leases and any other leases are recognised in the income statement over the term of the lease. The company's total liabilities relating to operating leases and other rent agreements are disclosed under 'Contingencies, etc.'

Investments in subsidiaries

Investments in subsidiaries are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, plus or less unrealised intra-group gains or losses and plus or less any remaining value of positive or negative goodwill stated according to the purchase method. Negative goodwill is recognised in the income statement on acquisition. Where the negative goodwill relates to contingent liabilities having been taken over, the negative goodwill is not recognised until the contingent liabilities have been settled or no longer exist.

Investments in subsidiaries with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

Accounting policies

Net revaluations of investments in subsidiaries are taken to the net revaluation reserve according to the equity method in so far as that the carrying amount exceeds the cost. Dividends from subsidiaries which are expected to be declared before the annual report of Titan Containers A/S is adopted are not taken to the net revaluation reserve.

Impairment of fixed assets

The carrying amount of intangible assets, items of property, plant and equipment and investments in subsidiaries is tested annually for impairment, other than what is reflected through normal amortisation and depreciation.

Stocks

Stocks are measured at cost using the FIFO method. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

The cost of goods for resale, raw materials and consumables comprises the purchase price plus delivery costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct cost of labour and production/production overheads.

The net realisable value of stocks is calculated as the expected selling price less direct costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Receivables

Receivables are measured at amortised cost, which usually correspond to nominal value. Bad debts are written down to net realisable value.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Equity

Reserve for net revaluation according to the equity method

The reserve for net revaluation according to the equity method in the company's financial statements comprises net revaluation of investments in subsidiaries, participating interests and associates relative to the cost.

Accounting policies

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

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. Deferred tax is 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

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

Mortgage debt is thus measured at amortised cost, which for cash loans corresponds to the outstanding debt. For bond loans, amortised cost corresponds to an outstanding debt calculated as the underlying cash value of the loan at the time of borrowing, adjusted by amortisation of the value adjustment of the loan at the time of borrowing.

Financial liabilities also include the capitalised residual finance lease commitment.

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

Deferred income

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

Accounting policies

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 instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under '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.

Foreign subsidiaries, associates and participating interests are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of such entities opening equity at closing rate and on translation of the income statements from the exchange rates at the transaction date to closing rate are taken directly to the fair value reserve under 'Equity' in the consolidated financial statements.

Foreign exchange adjustments of balances with separate entities which are considered part of the investment in the subsidiary are taken directly to the fair value reserve under 'Equity'.

Cash flow statement

The cash flow statement shows the group's and the parent company's cash flows for the year, broken down under cash flows from operating, investing and financing activities, the year's changes in cash and cash equivalents and the group's and the parent company's cash and cash equivalents at the beginning and at the end of the year.

With reference to section 86(4) of the Danish Financial statement Act, no cashflow statement has been prepared for the parent company. The entity's cash flow are part of the consolidated cash flow statement.

The cash flow effect of additions and disposals of entities is shown separately under cash flows from investing activities. The cash flow statement includes cash flows from acquired entities from the time of acquisition, and cash flows from sold entities are included until the date of sale.

Cash flows from operating activities

Cash flows from operating activities are stated as the group's profit or loss for the year, adjusted for non-cash operating items, changes in working capital and paid income taxes. Dividend income from investments is recognised under 'Interest income and dividend received'.

Accounting policies

Cash flows from investing activities

Cash flows from investing activities comprise payments related to the acquisition and sale of entities and activities as well as intangible assets, property, plant and equipment and investments.

Cash flows from financing activities

Cash flows from financing activities comprise changes in the size or composition of the group's share capital and related costs, as well as the raising of loans, repayment of interest-bearing debt and payment of dividends to shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term securities whose remaining life is less than three months and which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Accounting policies

Financial highlights

Definitions of financial ratios.

Gross margin ratio	$\frac{\text{Gross profit} \times 100}{\text{Revenue}}$
EBIT margin	$\frac{\text{Profit/loss before financials} \times 100}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit/loss before financials} \times 100}{\text{Average assets}}$
Solvency ratio	$\frac{\text{Equity at end of year ex. minority} \times 100}{\text{Total assets at year-end}}$
Return on equity	$\frac{\text{Net profit for the year ex minority} \times 100}{\text{Average equity}}$