

# **Wolters Kluwer Danmark A/S**

Nyhavn 16

1051 København K

CVR No. 13386293

## **Annual Report 2016**

28. financial year

The Annual Report was presented and  
adopted at the Annual General Meeting of  
the Company on 29 May 2017

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Katarina Thörnquist  
Chairman

**Wolters Kluwer**

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**Wolters Kluwer**

## **Management's Statement**

Today, Management has considered and adopted the Annual Report of Wolters Kluwer Danmark A/S for the financial year 1 January 2016 - 31 December 2016.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January 2016 - 31 December 2016.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 29 May 2017

### **Executive Board**

Peter Alnor  
Man. Director

### **Supervisory Board**

Katarina Thörnqvist  
Chairman

Andrea Fiene

Peter Alnor  
Man. Director

## **Independent Auditor's Report**

### **To the shareholders of Wolters Kluwer Danmark A/S**

#### **Opinion**

We have audited the financial statements of Wolters Kluwer Danmark A/S for the financial year 01-01-2016 - 31-12-2016, which comprise an income statement, balance sheet and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31-12-2016 and of the results of its operations for the financial year 01-01-2016 - 31-12-2016 in accordance with the Danish Financial Statements Act.

#### **Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Management's responsibility 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.

#### **The auditor's responsibility 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 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 the financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement 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 conclusion is 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 note 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.

### Statement on Management's Review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on our procedures, we conclude that the 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 of the Management's review.

Copenhagen, 29 May 2017

**Ernst & Young**

**Godkendt Revisionspartnerselskab**

CVR-no. 30700228

Lisa Hagedorn

State Authorised Public Accountant

## Wolters Kluwer

### Company details

<b>Company</b>	Wolters Kluwer Danmark A/S Nyhavn 16 1051 København K
Telephone	70203314
email	kundeservice@wolterskluwer.dk
Website	www.wolterskluwer.dk
CVR No.	13386293
Date of formation	1 August 1989
Financial year	1 January 2016 - 31 December 2016
<b>Supervisory Board</b>	Katarina Thörnqvist, Chairman Andrea Fiene Peter Alnor, Man. Director
<b>Executive Board</b>	Peter Alnor, Man. Director
<b>Parent Company</b>	Wolters Kluwer International Holding nv. Zuidpoolsingel 2 2400 BA Alphen aan den Rijn Holland The Group Annual Report can be requested here.
<b>Auditors</b>	Ernst & Young Godkendt Revisionspartnerselskab Osvold Helmuths Vej 4 2000 Frederiksberg CVR-no.: 30700228

## Management's Review

### **The Company's principal activities**

The Company's principal activities comprise the development and sale of software tools to professional advisers.

The Company develops and sells software for tax computation, audit and accounting support and feasibility study modules to primarily the financial sector. Moreover, the Company develops and sells tailored solutions and consultancy services in connection with software integration and calculations.

### **Development in activities and financial matters**

The Company's Income Statement of the financial year 01-01-2016 - 31-12-2016 shows a result of DKK 166.688, the Balance Sheet at 31-12-2016 a balance sheet total of DKK 59.087.232 and an equity of DKK 39.523.731.

The core software business is developing positively and show continued increased growth and profitability. The trend is expected to continue in 2017 due to new product launches and increased market share. A positive result in 2017 is expected.

### **Post financial year events**

After the end of the financial year, the company has acquired Focus IT in Svendborg. This acquisition will contribute positively to and strengthen the activities and growth in the core software business. No other events have occurred which may change the financial position of the Company substantially.

### **Expectations for the future**

The Company's product and business development is closely related to the Group's growth strategy and new technology platforms. This contributes to effective product development, expanded product portfolio in the coming years and will strengthen the Company's position and opportunities in the market.

## **Accounting Policies**

### **Reporting Class**

The Annual Report of Wolters Kluwer Danmark A/S for 2016 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The company presents the Annual Report according to reporting class B with a few added rules from reporting class C.

The company has from 1. January 2016 implemented the Act no. 738 of 1. June 2015 which results in a minor change according to the evaluation of residual values which in the future will be carried out each year for all tangible and intangible assets.

The accounting policies applied remain unchanged from last year.

### **Reporting currency**

The Annual Report is presented in Danish kroner.

## **General Information**

### **Basis of recognition and measurement**

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the Income Statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the Income Statement.

Assets are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

## **Income Statement**

### **Revenue**

Income from the sale of goods is recognised in the Income Statement from the date of delivery and when the risk has passed to the buyer if it is possible to calculate the income reliably. The revenue is calculated exclusive of VAT, charges and discounts.

Income from delivery of services is recognised as revenue as the service is delivered.



## Accounting Policies

### Cost of sales

Cost of sales are expenses that can relate directly to the products.

### Other operating income and expenses

Other operating income and expenses comprise items of a secondary nature to the principal activity of the Company.

### Other external expenses

Other external expenses comprise expenses regarding sale and administration.

### Employee benefits expense

Staff expenses comprise wages and salaries, pensions and social security costs.

Other staff expenses are recognised in other external expenses.

### Amortisation and impairment of tangible and intangible assets

Amortisation and impairment of intangible and tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	<b>Useful life</b>	<b>Residual value</b>
Completed development projects	5-8 years	0%
Concessions, patents, licens, trademarks and other similar rights	3-5 years	0%
Other fixtures and fittings, tools and equipment	3-10 years	0%
Leasehold improvements	5 years	0%

Land is not amortised.

The accounting value for each intangible and tangible asset including residual value is evaluated each year.

Profit or loss resulting from the sale of intangible or tangible assets is determined as the difference between the selling price less selling costs and the carrying amount at the date of sale, and is recognised in the Income Statement under other operating income or expenses.

### Financial income and expenses

Financial income and expenses are recognised in the Income Statement with the amounts that concern the financial year. Financial income and expenses include interest income and expenses, realised and unrealised capital gains and losses regarding securities, debt and foreign currency transactions, dividends received from other equity investments, amortisation of financial assets and liabilities as well as surcharges and allowances under the tax repayment scheme.

### Tax on net profit/loss for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

## Balance Sheet

### Intangible assets

Goodwill is measured at cost less accumulated amortisation and impairment losses.

Other intangible assets, including licences and acquired rights etc., are measured at cost less accumulated

## **Accounting Policies**

amortisation and impairment losses.

Clearly defined and identifiable development projects where the technical rate of utilisation, sufficient resources and a potential future market or development potential in the Company are provable and where the intention is to manufacture, market or use the product or process are recognised as intangible assets if the value in use can be determined reliably and it is sufficiently certain that future earnings can cover production, sales and administration costs as well as total development costs.

Other development costs are recognised as costs in the Income Statement as they incur.

Development costs are calculated at the costs directly incurred and a share of the costs attributable to the individual development projects.

### **Tangible assets**

Tangible assets are measured at cost plus revaluations, if any, and less accumulated amortisation and impairment losses. Cost comprises the purchase price and costs directly attributable to the purchase until the date when the asset is available for use.

### **Receivables**

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

### **Accrued income, assets**

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

### **Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

### **Provisions**

#### **Deferred tax**

Deferred tax and the associated adjustments for the year are determined according to the balance-sheet liability method as the tax base of all temporary differences between carrying amounts and the tax bases of assets and liabilities.

Deferred tax assets, including the tax base of tax losses allowed for carryforward, are recognised at the value at which they are expected to be used, either by elimination in tax on future earnings or by set-off against deferred tax liabilities in enterprises within the same legal entity and jurisdiction.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax.

#### **Current tax liabilities**

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

#### **Accruals and deferred income, equity and liabilities**

Accruals and deferred income entered as liabilities consist of payments received regarding income in the subsequent financial years.

#### **Contingent assets and liabilities**

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

## Income Statement

	Note	2016 kr.	2015 kr.
Revenue		28.739.191	29.103.176
Cost of sales		-2.601.944	-3.101.978
Other external expenses		-8.465.407	-7.742.232
<b>Gross result</b>		<b>17.671.840</b>	<b>18.258.966</b>
Employee benefits expense	1	-15.457.965	-15.277.355
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss		-1.977.802	-2.199.040
<b>Profit from ordinary operating activities</b>		<b>236.073</b>	<b>782.571</b>
Finance income	2	3.208	9.788
Finance expenses	3	-20.059	-36.270
<b>Profit from ordinary activities before tax</b>		<b>219.222</b>	<b>756.089</b>
Tax expense on ordinary activities	4	-52.534	-82.867
<b>Profit</b>		<b>166.688</b>	<b>673.222</b>
<b>Proposed distribution of results</b>			
Retained earnings		166.688	673.222
		<b>166.688</b>	<b>673.222</b>

## Balance Sheet as of 31. December

	Note	2016 kr.	2015 kr.
<b>Assets</b>			
Completed development projects	5	2.347.418	2.699.578
Acquired intangible assets	6	4.295.132	5.811.069
<b>Intangible assets</b>		<b>6.642.550</b>	<b>8.510.647</b>
Fixtures, fittings, tools and equipment	7	125.312	139.110
Leasehold improvements	8	1.438	10.813
<b>Property, plant and equipment</b>		<b>126.750</b>	<b>149.923</b>
<b>Fixed assets</b>		<b>6.769.300</b>	<b>8.660.570</b>
Short-term trade receivables		5.786.125	4.512.152
Short-term receivables from group enterprises		32.464.593	35.879.807
Short-term tax receivables		1.252.000	240.000
Deferred income		412.936	385.935
<b>Receivables</b>		<b>39.915.654</b>	<b>41.017.894</b>
<b>Cash and cash equivalents</b>		<b>12.402.278</b>	<b>10.412.682</b>
<b>Current assets</b>		<b>52.317.932</b>	<b>51.430.576</b>
<b>Assets</b>		<b>59.087.232</b>	<b>60.091.146</b>

## Balance Sheet as of 31. December

	Note	2016 kr.	2015 kr.
<b>Liabilities and equity</b>			
Contributed capital	9	500.000	500.000
Retained earnings	10	39.023.731	38.857.043
<b>Equity</b>		<b>39.523.731</b>	<b>39.357.043</b>
Provisions for deferred tax		68.315	15.781
<b>Provisions</b>		<b>68.315</b>	<b>15.781</b>
Prepayments received from customers		12.650.565	12.347.149
Trade payables		425.141	1.559.373
Other payables		6.419.480	6.811.800
<b>Short-term liabilities other than provisions</b>		<b>19.495.186</b>	<b>20.718.322</b>
<b>Liabilities other than provisions within the business</b>		<b>19.495.186</b>	<b>20.718.322</b>
<b>Liabilities and equity</b>		<b>59.087.232</b>	<b>60.091.146</b>
Contingent liabilities	11		
Collaterals and assets pledges as security	12		
Related parties	13		

## Notes

	2016	2015
<b>1. Employee benefits expense</b>		
Wages and salaries	14.280.271	14.717.908
Post-employment benefit expense	1.014.347	973.793
Social security contributions	163.347	173.611
Employee expenses transferred to assets	0	-587.957
	<b>15.457.965</b>	<b>15.277.355</b>
Average number of employees	24	24
<b>2. Finance income</b>		
Other finance Income from group enterprises	0	6.566
Other finance Income	3.208	3.222
	<b>3.208</b>	<b>9.788</b>
<b>3. Finance expenses</b>		
Other finance expenses	20.059	36.270
	<b>20.059</b>	<b>36.270</b>
<b>4. Tax expense</b>		
Taxation on operating income	52.534	82.867
	<b>52.534</b>	<b>82.867</b>
<b>5. Completed development projects</b>		
Cost at the beginning of the year	8.751.443	5.934.156
Addition during the year, incl. improvements	0	2.817.287
<b>Cost at the end of the year</b>	<b>8.751.443</b>	<b>8.751.443</b>
Depreciation and amortisation at the beginning of the year	-6.051.865	-5.934.156
Amortisation for the year	-352.160	-117.709
<b>Impairment losses and amortisation at the end of the year</b>	<b>-6.404.025</b>	<b>-6.051.865</b>
<b>Carrying amount at the end of the year</b>	<b>2.347.418</b>	<b>2.699.578</b>

## Notes

	2016	2015
<b>6. Acquired intangible assets</b>		
Cost at the beginning of the year	9.523.725	9.523.725
<b>Cost at the end of the year</b>	<b>9.523.725</b>	<b>9.523.725</b>
Depreciation and amortisation at the beginning of the year	-3.712.656	-1.741.346
Amortisation for the year	-1.515.937	-1.971.310
<b>Impairment losses and amortisation at the end of the year</b>	<b>-5.228.593</b>	<b>-3.712.656</b>
<b>Carrying amount at the end of the year</b>	<b>4.295.132</b>	<b>5.811.069</b>
<b>7. Fixtures, fittings, tools and equipment</b>		
Cost at the beginning of the year	1.560.312	1.481.631
Addition during the year, incl. improvements	86.530	78.680
<b>Cost at the end of the year</b>	<b>1.646.842</b>	<b>1.560.311</b>
Depreciation and amortisation at the beginning of the year	-1.421.201	-1.320.556
Amortisation for the year	-100.329	-100.645
<b>Impairment losses and amortisation at the end of the year</b>	<b>-1.521.530</b>	<b>-1.421.201</b>
<b>Carrying amount at the end of the year</b>	<b>125.312</b>	<b>139.110</b>
<b>8. Leasehold improvements</b>		
Cost at the beginning of the year	46.852	46.852
<b>Cost at the end of the year</b>	<b>46.852</b>	<b>46.852</b>
Depreciation and amortisation at the beginning of the year	-36.039	-26.663
Amortisation for the year	-9.375	-9.376
<b>Impairment losses and amortisation at the end of the year</b>	<b>-45.414</b>	<b>-36.039</b>
<b>Carrying amount at the end of the year</b>	<b>1.438</b>	<b>10.813</b>

Notes

	2016	2015
<b>9. Contributed capital</b>		
Balance at the beginning of the year	500.000	500.000
<b>Balance at the end of the year</b>	<b>500.000</b>	<b>500.000</b>

The share capital has remained unchanged for the last 5 years.

**10. Retained earnings**

Balance at the beginning of the year	38.857.043	38.183.821
Additions during the year	166.688	673.222
<b>Balance at the end of the year</b>	<b>39.023.731</b>	<b>38.857.043</b>

**11. Contingent liabilities**

The company has liabilities related to rented premises and leased copymachines, cars etc. of THDKK 590 (2015 THDKK 1.033).

**12. Collaterals and securities**

No securities or mortgages exist at the balance sheet date.

**13. Related parties**

Wolters Kluwer Danmark A/S's related parties are:

Exercising control  
 Wolters Kluwer International Holding nv.  
 Zuidpoolsingel 2  
 2400 BA Alphen aan den Rijn  
 Holland  
 Which holds 100% of the shares

Other related parties, with the company has had transactions  
 Wolters Kluwer Sverige AB  
 Wartvinges väg 39  
 112 51 Stockholm  
 Sverige