

Scan-Thor Holding ApS
Poppelvej 1
7400 Herning

Telephone

Scan-Thor Holding ApS
Annual report 2015/16

The annual report was presented and adopted at the
Company's annual general meeting

on _____ 20 _____


_____ chairman

CVR no. 20 97 78 41

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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Scan-Thor Holding ApS for the financial year 1 March 2015 – 29 February 2016.

The annual report has been 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 assets, liabilities and financial position at 29 February 2016 and of the results of the Company's operations for the financial year 1 March 2015 – 29 February 2016.

We recommend that the annual report should be approved at the annual general meeting.

Herring, 23 May 2016

Executive Board:

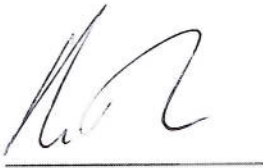


Knud Thor Larsen

Board of Directors:



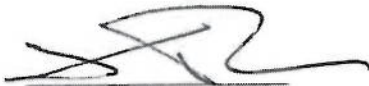
Hanjo Kurt Schneider
Chairman



Michael Dumke



Christian G. Thor Larsen



Knud Thor Larsen



Independent auditor's report

To the shareholders of Scan-Thor Holding ApS

Independent auditor's report on the financial statements

We have audited the financial statements of Scan-Thor Holding ApS for the financial year 1 March 2015 – 29 February 2016. The financial statements comprise accounting policies, income statement, balance sheet and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

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 that Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of financial statements that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our audit has not resulted in any qualification.

Opinion

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 29 February 2016 and of the results of the Company's activities for the financial year 1 March 2015 – 29 February 2016 in accordance with the Danish Financial Statements Act.

Aarhus, 23 May 2016

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Michael Mortensen

State Authorised Public Accountant

Management's review

Company details

Scan-Thor Holding ApS
Poppelvej 1
7400 Herning

CVR no.: 20 97 78 41
Established: 31 March 1998
Registered office: Herning
Financial year: 1 March 2015 – 29 February 2016

Board of Directors

Hanjo Kurt Schneider, Chairman
Michael Dumke
Christian G. Thor Larsen
Knud Thor Larsen

Executive Board

Knud Thor Larsen

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Bredskifte Allé 13
8210 Aarhus V

Financial statements 1 March 2015 – 29 February 2016

Accounting policies

The annual report of Scan-Thor Holding ApS for 2015/16 has been presented in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

In accordance with the Danish Financial Statements Act 110, the Company has chosen not to prepare consolidated financial statements.

Income statement

Other external costs

Other external costs include costs related to administration.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Financial items comprise interest income and interest expense, costs of finance leases as well as realised and unrealised gains and losses on securities, payables and transactions in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Dividends from investments in subsidiaries are recognised in the income statement in the year when the dividends are declared.

Balance sheet

Investments in subsidiaries

Income statement

The proportionate share of the individual subsidiaries' profits/losses after tax is recognised in the income statement after proportionate elimination of internal profit/loss and less amortised goodwill.

Financial statements 1 March 2015 – 29 February 2016

Accounting policies

Balance sheet

Investments in subsidiaries are measured at the proportionate share of the enterprises' net asset values calculated in accordance with the parent company's accounting policies minus or plus unrealised intra-group profits and losses and plus or minus any residual value of positive or negative goodwill determined in accordance with the acquisition method.

Net revaluation of investments in subsidiaries is recognised in the reserve for net revaluation in equity according to the equity method to the extent that the carrying amount exceeds cost.

Equity

Dividends

Net revaluation of investments in subsidiaries is recognised at cost in the reserve for net revaluation according to the equity method.

The reserve may be eliminated in case of losses, realisation of investments or a change in accounting estimates.

The reserve cannot be recognised at a negative amount.

The expected dividend payment for the year is disclosed as a separate item under equity.

Liabilities other than provisions

Amounts owed to associates and other payables are measured at amortised cost.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates 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.

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 at 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 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. Currency translation differences arisen when translating foreign subsidiaries' equity at the beginning of the year using the closing rate and when translating income statements from average exchange rates using the closing rate are recognised directly in equity.

Financial statements 1 March 2015 – 29 February 2016

Income statement

	Note	<u>2015/16</u>	<u>2014/15</u>
Gross loss		-20,000	-18,063
Loss before financial income and expenses		-20,000	-18,063
Share of profit in subsidiaries after tax		2,411,665	2,482,910
Financial income		3,055	0
Financial expenses		-80	-80
Profit before tax		<u>2,394,640</u>	<u>2,464,767</u>
Tax on profit for the year		0	0
Profit for the year		<u>2,394,640</u>	<u>2,464,767</u>
Proposed profit appropriation			
Reserve for net revaluation under the equity method		2,411,665	2,482,910
Retained earnings		-17,025	-18,143
		<u>2,394,640</u>	<u>2,464,767</u>

Financial statements 1 March 2015 – 29 February 2016

Balance sheet

	Note	<u>2015/16</u>	<u>2014/15</u>
ASSETS			
Non-current assets			
Equity investments in subsidiaries			
Investments in subsidiaries	2	<u>7,957,724</u>	<u>5,802,606</u>
		<u>7,957,724</u>	<u>5,802,606</u>
Total non-current assets		<u>7,957,724</u>	<u>5,802,606</u>
Current assets			
Cash at bank and in hand		<u>2,867</u>	<u>0</u>
Total current assets		<u>2,867</u>	<u>0</u>
TOTAL ASSETS		<u>7,960,591</u>	<u>5,802,606</u>

Financial statements 1 March 2015 – 29 February 2016

Balance sheet

	Note	<u>2015/16</u>	<u>2014/15</u>
EQUITY AND LIABILITIES			
Equity			
Share capital		400,000	200,000
Transferred for net revaluation according to equity method		5,367,561	5,431,703
Retained earnings		2,086,947	135,840
Total equity	3	<u>7,854,508</u>	<u>5,767,543</u>
Liabilities			
Current liabilities			
Payables to associates		86,083	0
Other payables		20,000	35,063
		<u>106,083</u>	<u>35,063</u>
Total liabilities		<u>106,083</u>	<u>35,063</u>
TOTAL EQUITY AND LIABILITIES		<u>7,960,591</u>	<u>5,802,606</u>

Financial statements 1 March 2015 – 29 February 2016

Notes

1 Principal activities of the Company

The business objective of the Company is to carry out investment and finance activities.

2 Equity investments in subsidiaries

Investments in subsidiaries were specified as follows at 29 February 2016:

Name/legal form	Registered office	Share capital	Voting rights and ownership interest	Equity DKK	Profit for the year DKK
SIA Scan-Thors Baltikum	Riga (Latvia)	317,738	100%	5,741,761	2,414,944
Scan-Thor Group Polen	Warsaw (Poland)	88,000	75%	736,071	99,796

3 Equity

	Share capital	Transferred for net revaluation according to equity method	Retained earnings	Total
Balance at 1 March 2015	200,000	5,431,703	135,840	5,767,543
Increased share capital	200,000	0	1,967,960	2,167,960
Extraordinary dividends paid	0	0	-2,488,208	-2,488,208
Net profit/loss for the year	0	2,411,665	-17,025	2,394,640
Distributed dividends from investments in subsidiary	0	-2,488,380	2,488,380	0
Exchange adjustment, foreign	0	12,573	0	12,573
Balance at 29 February 2016	400,000	5,367,561	2,086,947	7,854,508

The share capital consists of four shares of a nominal value of DKK 100,000. No shares carry any special rights.

Financial statements 1 March 2015 – 29 February 2016

Notes

3 Equity (continued)

The changes in the share capital for the past five years can be specified as follows:

	<u>2011/12</u>	<u>2012/13</u>	<u>2013/14</u>	<u>2014/15</u>	<u>2015/16</u>
Balance at 1 January	200,000	200,000	200,000	200,000	200,000
Cash capital increase	0	0	0	0	200,000
Reduction in capital to cover loss	0	0	0	0	0
	<u>200,000</u>	<u>200,000</u>	<u>200,000</u>	<u>200,000</u>	<u>400,000</u>