

# Scan-Thor Holding ApS

Poppelvej 1  
7400 Herning

CVR no. 20 97 78 41

## **Annual report 2016/17**

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

29 June 2017

Knud Thor Larsen  
chairman



## **Contents**

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review	6
Company details	6
Operating review	7
Financial statements 1 March – 28 February	
Income statement	8
Balance sheet	9
Statement of changes in equity	11
Notes	12

## **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 2016 – 28 February 2017.

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 28 February 2017 and of the results of the Company's operations for the financial year 1 March 2016 – 28 February 2017.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

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

Herring, 29 June 2017

Executive Board:



Knud Thor Larsen

Board of Directors:

\_\_\_\_\_  
Hanjo Kurt Schneider  
Chairman

\_\_\_\_\_  
Michael Dumke

\_\_\_\_\_  
Christian Gottorp Thor  
Larsen



Knud Thor Larsen



## **Independent auditor's report**

### **To the shareholders of Scan-Thor Holding ApS**

#### **Opinion**

We have audited the financial statements of Scan-Thor Holding ApS for the financial year 1 March 2016 – 28 February 2017 comprising income statement, balance sheet, statement of changes in equity 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 Company's assets, liabilities and financial position at 28 February 2017 and of the results of the Company's operations for the financial year 1 March 2016 – 28 February 2017 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 financial statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these 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 that 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.



## **Independent auditor's report**

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made on the basis of these financial statements.

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

- identify and assess the risks of material misstatement of the 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 Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.



## 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 the 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 the work we have performed, 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 Statement Act. We did not identify any material misstatement of the Management's review.

Aarhus, 29 June 2017

**KPMG**

Statsautoriseret Revisionspartnerselskab  
CVR no. 25 57 81 98

A handwritten signature in blue ink, appearing to read 'Michael Mortensen', with a long horizontal flourish extending to the right.

Michael Mortensen  
State Authorised  
Public Accountant

**Scan-Thor Holding ApS**  
Annual report 2016/2017  
CVR no. 20 97 78 41

## **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 – 28 February

### **Board of Directors**

Hanjo Kurt Schneider, Chairman  
Michael Dumke  
Christian Gottorp Thor Larsen  
Knud Thor Larsen

### **Executive Board**

Knud Thor Larsen

### **Auditor**

KPMG  
Statsautoriseret Revisionspartnerselskab  
Bredskifte Allé 13  
DK-8210 Aarhus V

## **Management's review**

### **Operating review**

#### **Principal activities**

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

#### **Development in activities and financial position**

The profit for the financial year 2016 shows a profit of DKK 4,473 thousand against a profit of DKK 2,395 thousand in 2015.

The profit for the year is considered satisfactory and exceeds expectations from last year. For 2017, the result is expected to be in line with 2016.

#### **Events after the balance sheet date**

There have been no events after the financial year that have a significant impact on the financial statements.



## Financial statements 1 March – 28 February

### Income statement

DKK	Note	2016/17	2015/16
<b>Gross profit/loss</b>		<u>-20,000</u>	<u>-20,000</u>
<b>Operating profit/loss</b>		<u>-20,000</u>	<u>-20,000</u>
Income from equity investments in group entities, net of tax	2	4,493,912	2,411,665
Financial income	3	0	3,055
Financial expenses	4	<u>-1,217</u>	<u>-80</u>
<b>Profit before tax</b>		<u>4,472,695</u>	<u>2,394,640</u>
Tax on profit		<u>0</u>	<u>0</u>
<b>Profit for the year</b>		<u><u>4,472,695</u></u>	<u><u>2,394,640</u></u>

### Proposed profit appropriation

Net revaluation reserve according to the equity method	4,493,912	2,411,665
Retained earnings	-4,555,509	-2,505,233
Extraordinary dividend distributed in the financial year	2,304,312	2,488,208
Proposed dividend for the year	<u>2,229,980</u>	<u>0</u>
	<u><u>4,472,695</u></u>	<u><u>2,394,640</u></u>

## Financial statements 1 March – 28 February

### Balance sheet

DKK	Note	2016/17	2015/16
<b>ASSETS</b>			
<b>Fixed assets</b>			
<b>Investments</b>	5		
Equity investments in group entities		7,748,431	7,957,724
		<u>7,748,431</u>	<u>7,957,724</u>
<b>Total fixed assets</b>		<u>7,748,431</u>	<u>7,957,724</u>
<b>Current assets</b>			
<b>Receivables</b>	6		
Receivables from group entities		2,229,960	0
		<u>2,229,960</u>	<u>0</u>
<b>Cash at bank and in hand</b>		32,626	2,867
		<u>32,626</u>	<u>2,867</u>
<b>Total current assets</b>		<u>2,262,586</u>	<u>2,867</u>
<b>TOTAL ASSETS</b>		<u>10,011,017</u>	<u>7,960,591</u>

## Financial statements 1 March – 28 February

### Balance sheet

DKK	Note	2016/17	2015/16
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>	7		
Share capital		400,000	400,000
Reserve for net revaluation under equity method		5,158,288	5,367,561
Proposed dividends for the year		2,229,980	0
Retained earnings		2,167,666	2,086,947
<b>Total equity</b>		<u>9,955,934</u>	<u>7,854,508</u>
<b>Liabilities other than provisions</b>			
<b>Current liabilities other than provisions</b>			
Payables to associates		35,083	86,083
Other payables		20,000	20,000
		<u>55,083</u>	<u>106,083</u>
<b>Total liabilities other than provisions</b>		<u>55,083</u>	<u>106,083</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><u>10,011,017</u></u>	<u><u>7,960,591</u></u>

## Financial statements 1 March – 28 February

### Statement of changes in equity

DKK	Share capital	Net revaluation reserve according to the equity method	Retained earnings	Proposed dividends	Total
<b>Equity at 1 March 2016</b>	400,000	5,367,561	2,086,947	0	7,854,508
Distributed dividends	0	0	0	-2,304,312	-2,304,312
Foreign exchange adjustment, foreign subsidiary	0	-66,957	0	0	-66,957
Transferred over the profit appropriation	0	4,493,912	-4,555,509	4,534,292	4,472,695
Distributed dividends from investments in subsidiary	0	-4,636,228	4,636,228	0	0
<b>Equity at 28 February 2017</b>	<b>400,000</b>	<b>5,158,288</b>	<b>2,167,666</b>	<b>2,229,980</b>	<b>9,955,934</b>

## Financial statements 1 March – 28 February

### Notes

#### 1 Accounting policies

The annual report of Scan-Thor Holding ApS for 2016/17 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act.

As from 1 January 2016, the Company has implemented Act no. 738 of 1 June 2015. This has entailed the following changes to recognition and measurement.

The changes have no monetary effect on the income statement or the balance sheet for 2016 or for the comparative figures.

Apart from the above, the accounting policies used in the preparation of the financial statements are consistent with those of last year.

Pursuant to Section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

### Income statement

#### Other external costs

Other external costs include cost related to administration.

#### Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding finance leases, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Dividends from equity investments in group entities are recognised in the income statement in the financial year in which dividend is declared. To the extent that the distributed dividend exceeds accumulated earnings at the acquisition date, the dividend is recognised as write-down of the cost of the equity investment.

#### Income from equity investments in group entities and associates

The proportionate share of the individual subsidiaries' profit/loss after tax is recognised in the Parent Company's income statement after full elimination of intra-group gains/losses and amortisation of goodwill.

The proportionate share of the individual associates' profit/loss after tax is recognised in the Group's and the Parent Company's income statements after elimination of a proportionate share of intra-group gains/losses and amortisation of goodwill.

## Financial statements 1 March – 28 February

### Notes

#### 1 Accounting policies (continued)

##### Balance sheet

###### Equity investments in group entities

Equity investments in group entities are measured at fair value. If the fair value cannot be determined reliably, equity investments in group entities are recognised at cost. If cost exceeds the net realisable value, write-down is made to this lower value.

###### Equity

###### *Dividends*

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

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.

###### Liabilities other than provisions

Financial liabilities are recognised at cost at the date of borrowing, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost using the effective interest method. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

Finance lease obligation comprise the capitalised residual lease obligation of finance leases.

Other liabilities are measured at net realisable value.

###### 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 the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, 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

## Financial statements 1 March – 28 February

### Notes

#### 1 Accounting policies (continued)

receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Upon recognition of foreign subsidiaries and associates that are independent entities, the income statements are translated into Danish kroner at average exchange rates for the month, and balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising upon translation of foreign subsidiaries' opening equity and results at the exchange rates at the balance sheet date are recognised directly in equity.

Foreign exchange adjustments of balances with independent foreign subsidiaries considered part of the total investment in the subsidiary are recognised directly in equity. Similarly, foreign exchange gains and losses on loans and derivative financial instruments taken out for the purpose of hedging investments in foreign subsidiaries are recognised directly in equity.

Upon recognition of foreign subsidiaries that are integrated entities, monetary items are translated at the exchange rates at the balance sheet date. Non-monetary items are translated at the exchange rates at the date of acquisition or the date of subsequent revaluations of the asset. Income statement items are translated at the exchange rates at the transaction date, whereas items derived from non-monetary items are translated at historical exchange rates for the non-monetary item.

#### Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable or a portfolio of receivables has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Receivables with no objective indication of individual impairment are assessed for objective indication of impairment on a portfolio basis. The portfolios are primarily based on the debtors' registered offices and credit rating in accordance with the Company's credit risk management policy. The objective indicators used in relation to portfolios are determined on the basis of historical loss experience.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

## Financial statements 1 March – 28 February

### Notes

#### 2 Financial income from group entities

DKK	2016/17	2015/16
Income from group entities	4,493,912	2,411,665
	<u>4,493,912</u>	<u>2,411,665</u>

#### 3 Financial income

DKK	2016/17	2015/16
Interest income from group entities	0	3,055
	<u>0</u>	<u>3,055</u>

#### 4 Financial expenses

DKK	2016/17	2015/16
Interest expense to group entities	-280	0
Other financial expenses	-937	-80
	<u>-1,217</u>	<u>-80</u>

#### 5 Investments

Investments in subsidiaries were specified as follows at 28 February 2017:

Name/legal form	Registered office	Share capital	Equity	Profit for the year
Subsidiaries:				
			DKK	DKK
SIA Scan-Thors Baltikum	Riga (Latvia)	317,738	4,694,236	3,564,331
Scan-Thor Group Poland	Warsaw (Poland)	88,000	1,789,083	1,404,881
			<u>6,483,319</u>	<u>4,969,212</u>

#### 6 Receivables

DKK	2016/17	2015/16
Receivables from group entities	2,229,960	0
	<u>2,229,960</u>	<u>0</u>

#### 7 Equity

The share capital consists of four shares of a nominal value of DKK 100,000 each.

All shares rank equally.