JH Holding. Allerød, ApS

Central Business Registration No: 21 31 02 39
Haregabsvej 15
3230 Græsted

Approved at the Annual General Meeting on
3/7 2017

Chairman
Jørgen Hallundbæk

ANNUAL REPORT

2016

COMPANY PROFILE

JH Holding. Allerød, ApS' main subsidiary, Welltec®, is a global service provider which develops and delivers technology and services intended to transform the oil and gas industry. Our game-changing solutions are dedicated to optimizing the construction and management of our clients' well stock, from well completion design and construction to the intervention services required to ensure performance and integrity.

We address the factors that maximize value creation, continuously innovating to reduce well construction time, speed up access to the hydrocarbons and reduce the capital expenditure compared to more conventional methods. This results in maximized hydrocarbon production and increased total recovery while minimizing operating downtime.

It's Welltec's philosophy to challenge existing conventions and think laterally in order to develop products and services that increase oil and gas recovery while improving the sustainable, economic, environmental and safety aspects of our industry.

In practice, we develop, test and manufacture state-of-the-art technology to enhance the production and recovery rates for our clients, thereby improving their profitability through a longer term revenue stream, while at the same time improving upon health, safety and environmental attributes.

In an industry challenged by low oil prices, our Flex-Well® design provides new perspective to drilling and completing wells, adopting a holistic approach that adds value continuously over the life cycle of the well. From reducing geological uncertainty, accelerating first production, minimizing CAPEX, reducing costs and simplifying P&A, our approach can boost cash flow now and over the life of the well.

Our value proposition is compelling; our technology enables clients to unlock more production from their assets and to address reservoir complexities and uncertainties with a greater number of options that are cleaner, safer and more sustainable.

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MANAGEMENT'S REVIEW

CONSOLIDATED KEY FIGURES AND RATIOS

STATEMENT OF COMPREHENSIVE INCOME (USD millions)	**2016**	**2015**	**2014**	**2013**	**2012**
Revenue	190	250	350	324	297
Earnings before interest, tax, depreciation and amortization (EBITDA)*	71	94	156	132	137
Operating profit (EBIT) before special items	(50)	22	75	69	83
Operating profit (EBIT)	(52)	13	75	64	83
Net financials	(29)	(32)	(21)	(25)	(37)
Profit before tax	(81)	(19)	54	40	46
Net profit for the year	(70)	(34)	22	19	23
CASH FLOWS (USD millions)					
Cash flows from operating activities	58	74	107	132	83
Cash flows from investment activities	(17)	(44)	(42)	(88)	(78)
Cash flows from financing activities	(47)	(11)	(63)	(46)	22
Total cash flows	(6)	19	2	(2)	27
BALANCE (USD millions)					
Trade receivables	49	65	86	84	86
Equity	201	286	312	311	304
Total assets	610	725	776	793	751
Investments in intangible assets**	11	19	38	34	32
Investments in tangible assets**	20	26	47	53	50
KEY RATIOS (%)					
EBITDA-margin*	37,3%	37.4%	45.2%	40.9%	46.3%
EBIT-margin before special items	-26,1%	8.2%	21.5%	21.3%	27.8%
ROIC excl. goodwill	10,1%	16.2%	31.5%	23.2%	28.2%
Return on equity	-29,8%	-11,7%	7.0%	6.2%	7.0%
Number of employees, average	739	897	1,018	1,058	919

Key Ratios

EBIT margin before special items	=	Operating profit [EBIT] before special items × 100 / Revenue
*EBITDA margin	=	Operating profit before special items, depreciation, amortization and impairment and adjusted for issued warrants (non-cash) × 100 / Revenue
Return on equity	=	Profit for the year × 100 / Average equity
ROIC excl. goodwill	=	EBITA / Average capital investment excl. goodwill

* EBITDA is defined by JH Holding. Allerød, ApS as reported operating profit (EBIT) before special items, amortization, depreciation, impairment losses and issued warrants (non-cash). Depreciation for these purposes includes depreciation attributable to development and manufacturing which is capitalized because it is considered part of the costs that are directly attributable to the manufacturing of products. JH Holding. Allerød, ApS' definition of EBITDA may differ from the definition of EBITDA used by other companies. EBITDA as defined by JH Holding. Allerød, ApS is reported to allow for a more accurate assessment of the business operations. JH Holding. Allerød, ApS' definition of EBITDA should not be considered in isolation from, as substitutes for, or superior to the reported results prepared in accordance with International Financial Reporting Standards (IFRS).

**Investments in intangible and tangible assets are defined as addition of fixed assets, including additions from financial leasing and additions through business combinations.

FINANCIAL REVIEW

(USD millions)	2016	2015
Revenue	190	250
Cost of service provided	(129)	(150)
Gross profit	61	100
Value adjustments of biological assets	3	1
Development and manufacturing costs	(3)	(2)
Administrative and sales costs	(54)	(67)
Amortization of acquired intangibles in a business combination	(56)	(10)
Operating profit (EBIT) before special items	(50)	22
Special items	(2)	(9)
Operating profit (EBIT)	(52)	13
Net financial expenses	(29)	(32)
Income taxes	11	(15)
Profit for the year	(70)	(34)

Financial Review

Revenue

Revenues amounted to USD 190 million, a decrease of 24% year on year.

The development reflects the challenging market conditions across regions with declining revenues across select geomarkets partly offset by positive movements in others.

Cost of Service Provided

The cost of services provided was USD 129 million, a decrease of 13% compared to last year. The decrease was primarily attributable to lower staff costs and to an overall lower level of operational cost, both due to continuous alignment to market activity.

Field staff costs reduced by 27%, with average operational headcount 20% lower, both reflecting the proactive adjustments made to align the business amid changing activity levels. Other direct operational costs decreased 10% as a result of lower leasing costs and less freight activity.

Development and manufacturing costs

Development and manufacturing costs not capitalised increased to USD 3 million, an increase of USD 1 million com- pared to 2015. The higher costs related to development and manufacturing is a result of the lower levels of capitalization related to development and engineering, as well as manufacturing costs.

Administrative Expenses and Sales Costs

Administrative expenses and sales costs were USD 54 million, a decrease of 18% compared to last year. The decrease was primarily driven by lower staff costs as a natural consequence of the lower activity levels. SG&A staff costs decreased by 19%, with average SG&A headcount 15% lower, reflecting a more streamlined organizational structure.

Earnings Before Interest, Tax, Depreciation, Amortization and Special Items (EBITDA)

EBITDA decreased to USD 71 million, representing a margin of 37% unchanged from 2015. The decline in EBITDA was mainly attributable to the fall through of lower revenues partly offset by the implementation of cost efficiencies. Currency fluctuations affected EBITDA negatively with USD 1 million compared to 2015.

(USD millions)	2016	2015
Operating profit (EBIT) before special items	**(50)**	**22**
Depreciations and amortization expensed	60	71
Depreciations and amortization capitalized	1	0
Impairment losses	59	2
Issued warrants	1	0
EBITDA	**71**	**94**

Amortization of acquired intangibles in a business combination

In Q1 2016 it was decided to write-down Technology and Customer relationship with USD 53 million due to uncertain market conditions.

Operating Profit before Special Items (EBIT)

EBIT decreased to USD (50) million from 22 million in 2015. The EBIT margin was (26)% against 8% in 2015, reflecting an overall reduction in earnings and write-down of intangible assets.

Special Items

Special items were USD 2 million compared with USD 9 million in 2015. The special items relate to the implementation of cost efficiencies and adjustments to the global organization involv-ing headcount reductions and closure of bases.

Net financial expenses

Net financial expenses were USD 29 million, a reduction of 9% compared to last year.

Income taxes

Income taxes were USD 11 million compared to USD (15) million in 2015. The tax position is significantly affected by write down of group intangibles, and are further affected by interest limitation rules in Denmark and non-refundable with- holding taxes globally.

Loss for the year

2016 resulted in a loss of USD 70 million, representing a decrease in the result of USD 36 million compared to 2015. This development was mainly due to the decline in operating profit including the USD 2 million related to special items.

Net cash flows

Welltec continued to generate strong cash flows from operations underpinned by margin resilience, improved processes and enduring working capital discipline. The cash generated was used to service interest payments, repurchase of shares and continued investments in D&E projects, patents and the fleet of tools, tractors and equipment.

Change in ownership structure

In 2016 7-Industries Holding B.V. and 7-Industries Lux S.a.r.l. sold a part of their shares in Welltec International ApS to Exor N.V.

OUTLOOK

2017 is expected to be another challenging year for the industry as the low oil price environment continues to impact both operators and services companies.

As we enter into 2017 the global supply of oil continues to outpace demand which combined with complex geopoliti- cal topics continue to fuel volatility and uncertainty across markets.

As a result of the volatile market back drop and the challenging industry environment impacting Welltec, JH Holding. Allerød ApS is currently not able to offer qualified guidance for the full year 2017.

However, Welltec will continue to evaluate forward looking reference points and commence on outlook guidance again once visibility has improved.

RISKS

Risks Related to Our Business

Business and Industry-Related Risks

While we believe our business to be relatively unaffected by macro-economic factors, it is ultimately affected by the level of expenditures of companies engaged in the production, exploration and development of oil and gas.

Cyclical Market

The oil and gas industry is cyclical and while demand for Welltec's products and services is primarily dependent on customer's operating expenditures, demand for Welltec's products and services also depends somewhat on the capital expenditures of customers. A decrease in operating expenditures may have adverse effects on Welltec's revenue and profits in the shorter term, while a decrease in the capital expenditures may have adverse effects on Welltec's revenue and profits in the longer term.

Customers

Welltec's clients are typically not required to make minimum purchases under sales contracts and customers can typically terminate contracts without cause and on short notice. Notwithstanding our broad customer base, Welltec has one customer that accounted for more than 15% of our revenue, hence termination of this relationship would have an adverse effect on our revenue and profits. As such, visibility with respect to future revenues is limited and there can be no assurance that a trading relationship with important customers will continue.

Competitors

Welltec competes with large multinational companies that offer a broader portfolio of integrated services compared to Welltec. Further, Welltec is, to some extent, dependent on equipment provided by our competitors, and acts or omissions by such competitors could restrict us from accessing wells using their equipment. In general, competition may result in pricing pressures, lower sales and reduced margins that could have an adverse effect on Welltec's revenue and profits.

Operational Risks

Service Quality

Welltec's ability to provide a high quality product and service provision is paramount to secure repeat sales with new and existing clients. Our service quality can be negatively affected by an inability to attract, train and retain highly skilled and qualified personnel to develop, manufacture and operate our equipment, with an adverse effect on Welltec's revenue.

Supply Chain

Welltec may experience constraints, anomalies or interruptions in our supply chain, ultimately restricting Welltec's ability to meet customer expectations. Such constraints may be due to supply chain bottlenecks, delays or disruptions in clearing goods from customs or events restricting Welltec's ability to procure, develop or manufacture new equipment or spare parts or maintain the existing fleet, and such could negatively affect our results of operations.

Catastrophic Events

Welltec's business operations could be subject to various catastrophic events, including blow outs, explosions, damage to or loss of third party property, injury to personnel, reputational damage and oil and hazardous substance spills into the environment, both on and off shore. Such events could, if the impact of such event is not covered by Welltec's insurance or are not subjected to Welltec's contractual indemnification protection, have an adverse effect on Welltec's revenue and profits.

Financial Risks

Financial Exposure

Due to Welltec's foreign activities in foreign currencies, its profit/loss, cash flows and equity are affected by changes in exchange rates for a number of currencies.

Foreign exchange fluctuations

The reporting currency of the group is US dollars and the functional currency for most of the group's subsidiaries is that of the country in which the subsidiary is domiciled. The functional currency of the Danish operation and operations in some other countries is US dollars. This reflects the revenue and principal source of financing. A significant proportion of the group's revenues, expenses and other liabilities are denominated in currencies other than the US dollar, in particular Norwegian kroner, Danish kroner and Canadian dollars. Fluctuations in the value of other currencies as compared with the US dollar could result in translation losses or gains.

Taxes

Welltec files income tax returns in multiple jurisdictions. Welltec's effective tax rate could be adversely affected by several factors, including changes in the income taxed by or allocated to the various jurisdictions with differing statutory tax rates; changing tax laws, regulations and interpretations of such tax laws in multiple jurisdictions; and the resolution of issues arising from tax audits or examinations together with any related interest or penalties. The determination of local tax liability is always subject to review or examination by authorities in operating jurisdictions. If a tax authority in any jurisdiction reviews filed tax returns and based on filing proposes an adjustment, including adjustments of transfer prices and terms applied, such an adjustment could have a negative impact on Welltec's net profit.

Liquidity Risk

Welltec's ability to make payments, refinance indebtedness, fund planned capital expenditures and other strategic investments will depend on our ability to generate cash in the future. This is, to a certain extent, subject to general economic, financial, competitive, legislative, regulatory and other factors that are beyond our control. Welltec expects to continue making capital investments in order to develop and purchase additional equipment to expand our services, increase our capacity and replace existing equipment. Such capital investments require cash that could otherwise be applied to other business needs. However, if Welltec does not incur these expenditures, our competitive strength may decline and our business may be adversely affected.

Legal Risks

Regulatory

Welltec conducts business in multiple jurisdictions in a highly regulated industry. As such, Welltec is, directly or indirectly, subject to a variety of federal, provincial, state and local laws, regulations and guidelines, in all such jurisdictions, including laws and regulations relating to health and safety, the conduct of operations, including business ethics and trade compliance, taxation, the protection of the environment and the manufacture, management, transportation and disposal of certain materials used in operations. Accordingly, Welltec could become subject to liabilities relating to the violation of such regulations in multiple jurisdictions, with an adverse effect on profits.

Technology

Welltec is a technology company, constantly challenging the operational boundaries in the industry. However, third parties may assert that our products, services, solutions and other intellectual property may infringe on their proprietary rights. Any such potential, future claims, regardless of merit, could result in multi-jurisdictional litigation which could result in substantial expenses, cause significant delays and materially disrupt the conduct of business and have an adverse effect on our financial condition and results of operations.

Branches

JH Holding. Allerød, ApS has several branches with sales activities in foreign countries. Please see branch overview on page 74.

CORPORATE SOCIAL RESPONSIBILITY

The following statement on Corporate Social Responsibility (CSR) pursuant to the Danish Financial Statement Act Section 99a and b is part of the Management Commentary in the 2016 Annual Report. It also serves as the company's Communication on Progress as required by the UN Global Compact. We continue to support and promote the principles of the UN Global Compact in our sphere of influence, in particular by integrating them in our business operations.

Corporate Social Responsibility Policy

Welltec focuses its CSR efforts on areas and issues directly affecting our business. We have outlined our responsibility in polices developed to comply with the objectives of CSR and approved by the Board of Directors. These principles are re- viewed on a regular basis and updated against relevant codes of corporate governance and international standards, including the UN's Universal Declaration of Human Rights, the ILO's Declaration on Fundamental Principles and Rights at Work, the OECD's Guidelines for Multinational Enterprises, the Rio Declaration on Environment and Development, the UN Con- vention against Corruption, as well as applicable legislation governing the interest of our stakeholders. We work to make sure that Welltec's business, including the people contributing to it, is not involved in or related to any form of human rights abuses. We are considering how to develop a more systematic approach regarding our suppliers expectations in sustainability issues, including human rights and labour.

Our CSR Policies are incorporated in a Code of Conduct applicable globally.

The areas currently covered by the Code of Conduct are:

(i) Business Ethics, (ii) Anti-Corruption, (iii) Health, Safety and Environment, (iv) Employment, (v) Customers, and (vi) Community.

The responsibility of monitoring overall CSR compliance has been delegated to the heads of Legal, Human Resources, QHSE (Quality, Health, Safety, and Environment) and commer- cial departments.

The policies continue to be communicated to all employees and are accessible on both our website and intranet. More- over, a concerted effort is made to ensure that these are deeply rooted in our thinking and our way of doing business.

Business Ethics

Policy

At Welltec 'we say what we do and we do what we say'. This principle is the back bone of Welltec's Code of Conduct and promotes certainty in relation to all our stakeholders that predictability and reliability are the norm when dealing with Welltec. It is our policy to comply with all laws, rules and regu- lations applicable to our business and we strive to follow the course of action leading to the highest degree of integrity in situations where the law may be permissive.

Implementation

Integrity and ethical conduct is a fundamental part of man- agement procedures and Welltec´s Code of Conduct and is an underlying driver in all we do. The methods we employ to attain results are as important as the results themselves.

Welltec employees are expected to perform their work with honesty, truthfulness and integrity, and conduct their business affairs fairly. All employees are responsible for the immediate and accurate reporting to higher management of work-related information of importance to the governing guidelines. We strongly encourage dialogue to make each other aware of situations that give rise to ethical questions and to articulate acceptable ways of handling those situations.

Key Results in 2016 and Future Plans

With the development of the Code of Conduct came also a training program for all existing employees. The training program was continued as mandatory for all new employees during their onboarding process.

To the extent deemed relevant, Welltec has performed appro- priate internal investigations into possible non-ethical behavior by employees following internal controls or whistle-blowing. We have in continuation of the investigative findings applied consequences towards the employees when relevant and further strengthened internal communication in respect of compliance programs.

To improve our efforts to facilitate sound business ethics, we emphasize the use of our whistle-blower program. One case has been submitted. It was not substantiated, why no remedial actions have been initiated.

We have further developed and implemented an anti-trust training program for all relevant employees.

Anti-Corruption

Policy

Our conviction to uphold ethical standards in all our corporate activities is a common mindset of all our employees and we strive to do business with customers and suppliers of sound business character and reputation. We have strict guidelines covering facilitation payments, bribery, entertainment and gifts, and our screening processes provide full transparency to mitigate the risk of corruption.

Implementation

Welltec maintains a general Partner Screening Program applicable for agents, representatives and joint venture partners in territories where transparency and corruption are imminent issues. This comprises a questionnaire combined with a review process under which a potential partner is vetted for undue relationships and channels of influence.

Furthermore, Welltec operates a zero-tolerance policy towards corruptive behavior of employees and representatives. Each year we prompt all employees to read the Code of Con- duct including the sections on anti-corruption. The review is monitored by the Legal Department.

Key Results in 2016 and Future Plans

Five partner screening were performed in 2016 and the partnerships were endorsed.

We have strengthened our screening abilities by the application of external screening partners and their databases.

We have further developed and initiated our Anti-Bribery and Corruption program. We continue to improve the screening procedures, review processes and further incorporate additional initiatives based on US and UK anti-corruption legisla- tion, including incorporating appropriate measures in our contracts. We also carry on screening vendors. Furthermore, we continue to monitor the initiatives and guidelines issued by OECD (Organization for Economic Cooperation and Develop- ment), Transparency International and other relevant bodies to identify policies and procedures that could improve our anti- corruption measures.

We strongly oppose facilitation payments. However, facilitation payments are still a challenge to some parts of our business, and we continue to train our employees in how to handle these situations and avoid facilitation payments. We focus in particular on employees in high risk countries and where interaction with public authorities is frequent.

Health, Safety and Environment (HSE)

Policy

Our paramount concern is the health and safety of our employees, customers and everyone else that comes into contact with our activities. This concern reaches far beyond such measures required under applicable law. Health and safety underpins all our operations and we continuously monitor HSE performance and work to identify improvement initiatives.

All our employees are aware that the health and safety of people and protection of the environment is an absolute priority. We strive to continuously improve our environmental performance by efficient waste management, maintenance management, recycling programs and the prevention of pollution from our activities. Our lightweight solutions are based on a vision to improve safety while reducing environmental risks, fuel consumption and carbon footprint. Respect for and preservation of the environment is a key element of our business proposition and as such an integrated way of thinking in Welltec. The company does not have a separate climate policy, because the company's business model in itself implies less use of energy and focuses on sustainability.

Implementation

HSE is an integral part of decision-making, processes and training. Comprehensive incident reporting systems are in place to review and address:

- Any injury or near miss in relation to our activities. Performance statistics are kept and analyzed to ensure adoption of best practices protecting the health and safety of individuals.
- Any unintentional discharge into the environment of damaging substances or near misses in relation to one of our operations. These are carefully analyzed to ensure adoption of best practices in order to protect the environment to the benefit of us all.

Weekly corporate management meetings are opened with a review on any health and safety issues which may have occurred. All locations have an HSE Officer employed to lead the HSE effort, ensure compliance with Welltec's policies and local legislation and conduct monthly meetings where all employees are required to attend.

Senior level management commitment is displayed by active participation of the CEO and select senior management members in a QHSE Committee that reviews direction and implementation.

In 2015, the QHSE Community was formed to link the activities of Corporate QHSE with those in the regions. It also acts as a link between the core company directives and their implementation in the regions.

All new hires attend an HSE introduction program and participate in a Safety Card Observation Program (SCOP) to report on and proactively encourage safe working practices.

Welltec's facilities are audited by the relevant government authority. At any local operation, we ensure that respect for the environment is applied such that sustainability and recycling is promoted and secured to the greatest extent reasonably possible, while at the same time closely monitoring consumption of chemicals, waste, electricity, heat and water.

The corporate QHSE function performs internal HSE audits at the headquarters and local bases worldwide in order to assess the effectiveness of the internal QHSE Management System of Welltec. The audits are the prime instrument for reviewing the business interfaces internally between HQ and bases, and externally with customers to create specific action points for the cycle of continuous improvement.

Key Results in 2016 and Future Plans

In 2016, no environmental accident occurred.

The number of recordable accidents (so-called MTO, LTI, RWC and FTL) is decreasing together with the Total Recordable In- cident Frequency (TRCF). The improved HSE performance was overshadowed by the unfortunate loss of a Welltec colleague in a helicopter crash while on duty. Even though the drivers behind the incident were out of the control of Welltec, true safety can be achieved by a culture, within and without, which ensures that the safety of people and protection of the envi- ronment is an absolute priority.

This was followed up through audits, training and the implementation of processes, designed to share knowledge and analyze trends and root causes.

Quality

Quality is, and has always been, deeply ingrained in all processes at Welltec. Welltec is ISO 9001 certified by "Det Norske Veritas" (DNV), with periodic re-certification audits every three years. The latest re-certification took place during the second quarter of 2015.

Furthermore, oil operators, service partners and authorities perform external audits to assess Welltec's ability to effectively manage the hazards associated with the services provided. In 2015, Welltec Denmark was audited by DNV, and the Welltec Transformation Center in Esbjerg was ISO certified.

Local bases were audited by Total, Sakhalin Energy (SEIC), BP Halliburton, Tullow Oil and Repsol.

Employment

Policy

Welltec believes that its employees, both as individuals and as part of a team, are the most important assets of the business. Hence, and with due consideration to the often challenging working conditions in the field, Welltec applies measures which 'go beyond the norm' to safeguard and maximize the health and safety aspects of the employees performing their duties.

Welltec recognizes a shared responsibility on behalf of all employees to exercise the human rights principles of mutual respect and dignity in all working relationships and consequently enforces a policy of zero tolerance with regard to harassment or discrimination. All employees have access to the whistle- blower system and complaints regarding discrimination can be filed there.

Welltec adheres to a Diversity and Equal Opportunity Employment Policy approved by the Board of Directors in 2013. The policy formalizes our commitment to always choosing the best person for the job regardless of that person's race, color, religion, disability, gender, sexual orientation, age or nationality. Furthermore, Welltec will actively work to increase the share of females in management positions, for example by putting the needed extra effort into identifying relevant female candidates when recruiting.

Implementation

Welltec actively recruits employees from many sources, including first-tier academic institutions as well as leading companies in the industry, depending on the requirements of a given position. A variety of objective profiling tools are used to help assess the candidates. Furthermore, we actively encourage mobility and career progression within Welltec.

Welltec operates an extensive in-house training program covering core operational aspects as well as sales skills and programs aimed at legal compliance. Participation is registered and tracked in the HR system, enabling on-going identification of training needs and supporting work-force planning.

For long-term ill employees, we work closely and actively with local authorities and community centers in order to define individual solutions, including definition of flex jobs (permanently reduced work time), temporarily reduced work time, redefinition of work area, etc.

Our Workforce

The employee population is very diverse with respect to nationalities, reflecting the truly global nature of the company. As such, there are around 50 nationalities employed in Welltec.

As is common in the oil and gas industry, the share of females is low in Welltec. Women make up 14% of the total em- ployee population which is an increase of 2 percentage points compared to 2015. Of management level employees women make up 10% which is also an increase of 2 percentage points compared to 2015. As stated in the section of policies, Welltec actively works to increase the share of females in management positions for example by putting the needed extra efforts into identifying relevant female candidates when recruiting. The recent numbers show that these measures have proven to be successful.

Key Results in 2016 and Future Plans

2016 has seen significant focus throughout the organization on the central importance of our employees as Welltec works towards its mission of transforming the up-stream oil and gas industry.

The third global survey of Employee Motivation and Satisfac- tion was carried out in the spring of 2016 with the aim of understanding the current state of our employee group as well as identifying areas improvements to improve motivation. The survey was well received with 83% of employees respond- ing, a minor decrease from 2016. The survey showed that in spite of a challenging year 83% of the employees are proud to work in Welltec, and 64% of the employees are excited about their future career in Welltec. The average job satisfaction is 3.9 on a scale from 1 to 5 which is a slight decrease from 4.0 compared to 2015.

There has been no cases reported in the whistleblower system regarding discrimination or harassment.

In 2016 Welltec has continued to focus on registration and tracking of employee skills and competencies. All internal courses and Welltec operational experience are captured in the HR database as well as the majority of our employees' pre- vious job experience, education and participation in external courses. This enables improved performance in areas such as operational planning and mobility.

Women make up 10% of employees in management posi- tions, which is a minor increase (2015: 8.7%). This thus shows the results of the efforts made to increase the share of women in management positions. In December 2015, the first woman was elected to the Board of Directors and as such the target of having at least one female member of the Board of Directors by April 1st 2017 was reached. The Board consists of four members elected by the shareholders.

Customers

Policy

Welltec views customers as business partners and pursues an open and transparent relation-ship characterized by frequent dialog and a fo-cus on serving their best interests.

It is our policy to provide solutions that excel in quality, conform to industry best practice, and adhere to responsible standards of performance, including taking due care and consideration to protection of the environment and the health and safety of all people involved.

We operate an open door policy in situations where a customer or regulatory body wishes to investigate a non-successful operation or an issue of regulatory non-compliance. All non-optimal or non-compliant findings from the internal Welltec investigation are openly disclosed to achieve maximum transparency and optimal lessons learned.

Implementation

In certain situations, a failure investigation is initiated to ensure:

- that investigations requested by the clients are performed.
- that conformed and controlled methods are followed when handling misruns, covering from job planning, equipment, procedures, communication to human factors.
- lessons learned are properly communicated throughout the organization in order to minimize the risk of re-occurrence.
- A failure report is prepared on a timely manner for the client, prior to officially closing the investigation.

Key Results in 2016 and Future Plans

Welltec's corporate QHSE department continuing its involve- ment, to ensure the highest standards are applied to match heightened expectations from customers as the scope and complexity of services increase. An improved quality related investigation procedure was implemented and put into prac- tice to streamline the process. The Number of investigations, which required involvement from corporate QHSE depart- ment, has decreased in 2016 compared to 2015.

A global training program continues to increase expertise in the use of our operational planning software to ensure con- tinuous improvement of service quality on jobs performed. The program underlines the constant focus on maintaining the very highest levels of service quality and is reflected in the con- tinued service quality delivery at or above 96%. Although, this is a high percentage, we strive to reach a higher level.

Community

Policy

At Welltec, we inherently share a responsibility that reaches beyond our immediate business and has an impact on the interests of all our stakeholders. These encompass not only our shareholders but also our customers, employees, suppliers, the local communities in which we operate, as well as the sur- rounding environment and the human beings occupying it.

Improving the environment in and around our operations is an integral part of our business. We operate from a significant number of properties in a variety of countries, and we have responsibility to our employees, to the people living and working nearby as well as the environment. It is our policy there- fore to engage with the local community as both a neighbor and resident and support efforts to improve the local area, for example by addressing antisocial behavior, crime and vandalism as well as promoting road safety.

Implementation and Future Plans

We actively promote engagement between our staff and the community, supporting local community-based projects and charities, including fund-raising and initiatives for the development and education of young people in the areas where we operate.

COMPANY DETAILS

Company	JH Holding. Allerød, ApS Haregabgsvej 15 3230 Græsted Denmark	
	Central Business Registration No:	21 31 02 39
	Registered in:	Gribskov
	Accounting year:	1/1 - 31/12 2016
Executive Board	Jørgen Hallundbæk, Chief Executive Officer	
Board of Directors	Jørgen Hallundbæk, Chairman	
Company auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab	

STATEMENT BY MANAGEMENT

The Board of Directors and the Executive Board have today considered and approved the Annual Report of JH Holding. Allerød, ApS for the financial year January 1, 2016 to December 31, 2016.

The Consolidated Financial Statements and Parent Financial Statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and further requirements in the Danish Financial Statement act.

In our opinion, the Consolidated Financial Statements and the Parent Financial Statements give a true and fair view of the Group's and the Parent Company's financial position at December 31, 2016 as well as of their financial performance and their cash flows for the financial year January 1, 2016 to December 31, 2016.

In our opinion, Management's Review contains a fair review of the development of the Group's and the Parent Company's activities and financial position, together with a description of the principal risks and uncertainties that the Group and the Parent Company face.

We recommend the Annual Report for adoption at the Annual General Meeting.

Allerød, ~~#~~ 3 July 2017

Executive Board:

Jørgen Hallundbæk
Chief Executive Officer

Board of Directors:

Jørgen Hallundbæk
Chairman

INDEPENDENT AUDITOR'S REPORT

To the shareholders of JH Holding. Allerød, ApS

Opinion

In our opinion, the Consolidated Financial Statements and Parent Financial Statements give a true and fair view of the Group's and the Parent's financial position at December 31, 2016, and of the results of their operations and cash flows for the financial year January 1 to December 31, 2016 in accordance with International Financial Reporting Standards as adopted by the EU and further requirements in the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and Parent Financial Statements of JH Holding. Allerød, ApS for the financial year January 1 to December 31, 2016, which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows and notes, including the accounting policies for the Group as well as for the Parent ('Financial Statements').

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISA) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion hereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's Responsibilities for the Financial Statements

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISA 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 reasonable be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISA and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism thoughout the audit. We also:

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Reporting obligations under section 7(2) of the Danish Executive Order on Approved Auditors' Reports

Non-compliance with the Danish Tax at Source Act

Contrary to the Danish Tax at Source Act, the Company has failed to withhold tax, by which Management may incur liability.

Hellerup, ~~#~~ 3 July 2017
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Central Business Registration No. 33 77 12 31

Mikkel Sthyr
State-Authorized Public Accountant

Tue Stensgård Sørensen
statsautoriseret revisor

FINANCIAL STATEMENTS

2016

GROUP

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2016, 2015 AND 2014

(USD thousands)	Note	2016	2015	2014
Revenue		190,388	249,650	350,417
Cost of services provided	3, 4	(129,434)	(149,975)	(172,891)
Gross profit		**60,955**	**99,675**	**177,526**
Value adjustments of biological assets	13	2,929	1,199	0
Development and manufacturing costs	3, 4	(3,055)	(2,464)	(297)
Administrative and sales costs	3, 4	(54,269)	(66,380)	(91,294)
Amortization of acquired intangibles in a business combination	4	(56,168)	(10,264)	(10,568)
Operating profit (EBIT) before special items		**(49,608)**	**21,766**	**75,367**
Special items	5	(2,393)	(8,500)	0
Operating profit (EBIT)		**(52,001)**	**13,266**	**75,367**
Financial income	6	14,946	42,526	46,359
Financial expenses	7	(44,397)	(74,974)	(67,427)
Profit before tax		**(81,452)**	**(19,181)**	**54,299**
Income taxes	8	11,454	(14,668)	(32,657)
Profit for the year		**(69,998)**	**(33,849)**	**21,642**
Other comprehensive income for the year				
Items that will be reclassified subsequently to the income statement, when specific conditions are met:				
Unrealized exchange rate adjustments of foreign subsidiaries and branches		1,833	(12,025)	(17,592)
Total comprehensive income		**(68,165)**	**(45,874)**	**4,050**
Allocation of profit for the year				
Profit for the year attributable to:				
JH Holding. Allerød, ApS shareholders' share of profit		(40,910)	(20,611)	13,238
Non-controlling interests' share of profit/(loss) for the year		(29,088)	(13,238)	8,404
		(69,998)	**(33,849)**	**21,642**
Total comprehensive income attributable to:				
JH Holding. Allerød, ApS shareholders' share of comprehensive income		(40,162)	(28,995)	1,100
Non-controlling interests' share of comprehensive income...		(28,003)	(16,879)	2,950
		(68,165)	**(45,874)**	**4,050**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT DECEMBER 31, 2016 AND 2015

(USD thousands)	Note	2016	2015
Non-current assets			
Intangible assets			
Goodwill		242,340	242,340
Technology		2,914	51,501
Customer relationship		0	7,476
Brand		13,924	13,924
Completed development projects		58,455	73,351
Development projects in progress		8,313	10,338
Patents and licenses		16,473	14,141
Total intangible assets	11	**342,419**	**413,071**
Tangible assets			
Land and buildings		19,079	20,047
Leasehold improvements		1,507	2,021
Plant equipment and fleet		65,578	80,609
Other fixtures and fittings, tools and equipment		5,163	8,639
Plant equipment and fleet under construction		22,804	19,817
Total tangible assets	12	**114,131**	**131,133**
Financial assets			
Deferred tax assets	18	2,106	816
Other receivables		1,776	1,756
Total financial assets		**3,882**	**2,572**
Total non-current assets		**460,432**	**546,776**
Current assets			
Biological assets	13	**23,789**	**20,680**
Inventories	14	**4,223**	**4,479**
Receivables			
Current portion of non-current assets			
Trade receivables	15	49,300	65,190
Receivable joint taxation		49	49
Tax receivables		7,077	5,769
Other receivables		7,315	5,788
Receivables from Shareholders and Management	25	1,629	640
Prepayments	16	3,141	3,900
Total receivables		**68,510**	**81,336**
Securities		**0**	**10,640**
Cash and cash equivalents		**53,636**	**61,453**
Total current assets		**150,159**	**178,589**
Total assets		**610,591**	**725,365**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT DECEMBER 31, 2016 AND 2015

(USD thousands)	Note	2016	2015
Equity			
Share capital	17	88	88
Currency translation reserve		(26,736	(27,484)
Retained earnings		153,925	196,912
Equity attributable to equity holders of the parent company		**127,277**	**169,516**
Non-controlling interest		73,887	98,182
Total equity		**201,163**	**267,698**
Non-current liabilities			
Deferred tax liabilities	18	25,809	44,671
Finance lease commitments	19	8,031	8,750
Issued bonds	19	293,241	309,948
Other non-current liabilities		28,443	26,901
Total non-current liabilities		**355,524**	**390,270**
Current liabilities			
Current portion of non-current liabilities	19	11,902	10,112
Trade payables		8,759	13,646
Current tax liabilities		4,231	7,247
Other payables	20	29,011	36,392
Total current liabilities		**53,903**	**67,397**
Total liabilities		**409,428**	**457,667**
Total equity and liabilities		**610,591**	**725,365**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2016, 2015 AND 2014

(USD thousands)	Share capital	Currency translation reserve	Retained earnings	Non-controlling interest	Total
Equity at December 31, 2014	**88**	**(19,100)**	**205,535**	**125,254**	**311,777**
Profit for the year	0	0	(20,611)	(13,238)	(33,849)
Unrealized exchange rate adj. of foreign subsidiaries and branches	0	(8,384)	0	(3,641)	(12,025)
Total comprehensive income for the year	**0**	**(8,384)**	**(20,611)**	**(16,879)**	**(45,874)**
Purchase of own shares	0	0	(139,137)	(94,662)	(233,799)
Capital increase	0	0	140,283	95,441	235,724
Cost related to capital increase	0	0	(409)	(278)	(687)
Transactions with minority shareholders	0	0	10,920	(10,920)	0
Share-based payment to executives	0	0	301	205	506
Tax credit related to exercise of warrants	0	0	31	21	52
Other transactions	**0**	**0**	**11,988**	**(10,193)**	**1,795**
Equity at December 31, 2015	**88**	**(27,484)**	**196,912**	**98,182**	**267,698**
Profit for the year	0	0	(40,910)	(29,088)	(69,998)
Unrealized exchange rate adj. of foreign subsidiaries and branches	0	748	0	1,086	1,833
Total comprehensive income for the year	**0**	**748**	**(40,910)**	**(28,003)**	**(68,165)**
Purchase of own shares	0	0	(462)	(331)	(793)
Capital increase	0	0	0	290	290
Cost related to capital increase	0	0	0	0	0
Share-based payment to executives	0	0	253	181	434
Tax credit related to exercise of warrants	0	0	990	709	1,699
Other adjustments	0	0	(2,858)	0	(2,858)
Other transactions	**0**	**0**	**(2,078)**	**3,708**	**1,630**
Equity at December 31, 2016	**88**	**(26,736)**	**153,925**	**73,887**	**201,163**

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2016, 2015 AND 2014

(USD thousands)	Note	2016	2015	2014
Operating profit (EBIT)		(52,001)	13,266	75,367
Non-cash adjustments	9	119,432	63,288	75,878
Changes in working capital	10	1,773	13,843	(12,765)
Income taxes paid		(11,284)	(17,400)	(32,150)
Other receivables, long term		(21)	1,044	1,084
Other payables, long term		0	0	(313)
Cash flows from operating activities		**57,899**	**74,041**	**107,101**
Investments in intangible assets		(12,290)	(19,186)	(37,822)
Investments in tangible assets		(17,769)	(23,611)	(37,633)
Sale of tangible assets		129	2,606	77
Proceeds from sale/investment in securities		10,640	(9,077)	27,262
Financial income received		1,810	5,355	6,603
Acquisition of activities		0	0	(942)
Cash flows from investing activities		**(17,479)**	**(43,913)**	**(42,455)**
Financial expenses paid		(29,249)	(28,068)	(31,916)
Other financial expenses		(487)	(5,066)	(2,867)
Purchase of shares in Welltec International ApS		(793)	(233,799)	(3,939)
Sale of shares in Welltec International ApS		0	0	0
Purchase of own bonds		(19,099)	(7,526)	0
Proceeds from non-current debt		6,049	30,100	0
Installments on current and non-current debt		(3,431)	(1,351)	(3,115)
Capital increase		305	235,724	0
Cost related to capital increase		0	(687)	0
Repayment of bank debt		0	0	(21,111)
Cash flows from financing activities		**(46,706)**	**(10,673)**	**(62,948)**
Increase/decrease in cash and cash equivalents		**(6,286)**	**19,455**	**1,698**
Cash and cash equivalents at 01.01		61,453	43,468	40,758
Exchange rate adjustment at 01.01		(1,531)	(1,470)	1,012
Cash and cash equivalents at 31.12		**53,636**	**61,453**	**43,468**
Hereof restricted cash		203	92	16

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – GROUP

1. Accounting policies

1.1 Basis of accounting

The consolidated financial statements for 2016 are presented in accordance with International Financial Reporting Standards ('IFRS') as adopted by the EU and and further requirements in the Danish Financial Statement act. Please see the Danish Executive Order on IFRS adoption issued in accordance with the Danish Financial Statement Act.

The consolidated financial statements are presented in thousands of US dollar (USD), which is regarded as the primary currency in relation to the group's activities.

The consolidated financial statements have been prepared on the historical cost basis, except for certain derivative financial instruments which are measured at fair value. The principal accounting policies adopted are set out below.

The consolidated financial statements are presented in accordance with the new and revised standards (IFRS/IAS) and Interpretations (IFRIC) which apply for the financial year which had no effect on the consolidated financial statements.

The accounting policies are unchanged compared to 2015. Subsequent to the release of the financial statements of 2015, a number of errors have been indentified which have been corrected in the consolidated financial statements. The errors related to a write-down of intangible assets which should be recognised in 2016 instead of 2015 and the lack of fair value adjustment of biological assets in 2015. The correction of the errors have had the following impact on the comparision figures for 2015:

(USD thousands)	2015
Consolidated statement of comprehensive income	
Value adjustment of biological assets	1,199
Special items (write-down of intangible assets)	53,069
Income taxes	-11,071
Consolidated statement of financial position	
Biological assets	1,181
Technology	47,112
Customer relationship	5,957
Deferred tax	-11,331
Total equity	42,919

The corrections had no impact on reporting periods prior to 2015.

1.2 Future IFRS changes

At the date of the publication of these consolidated financial statements, a number of new and amended standards and interpretations have not yet entered into force or have not yet been adopted by the EU. Therefore, they are not incorporated in the consolidated financial statements.

IFRS 15 "Revenue from Contracts with Customers" is effective for annual periods beginning on or after January 1, 2018. The standard has not yet been endorsed by the EU.

The JH Holding. Allerød, ApS group is currently analyzing the potential effects of IFRS 15, however, since the analysis is at a preliminary stage, it is not possible to provide an estimate of the expected consequences. The preliminary analysis indicates that the more detailed requirements on identifying performance obligations as well as the requirements on determining whether revenue should be recognized over time or at a point in time, may to some extent affect the timing of future revenue recognition, however it is not expected to have any material impact on future consolidated financial statements.

IASB has also issued IFRS 9 "Financial Instruments". IFRS 9 "Financial Instruments" is part of IASB's project to replace IAS 39 "Financial Instruments: Recognition and Measurement", and the new standard will change the classification, presentation and measurement of financial instruments and hedging requirements. JH Holding. Allerød, ApS group is assessing the impact of the standard, but it is not expected to have any material impact on future consolidated financial statements.

IFRS 16 "Leasing" is effective for annual periods beginning on or after January 1, 2019. The standard has not yet been endorsed by the EU. The JH Holding. Allerød, ApS group has not begun analysing the possible effects of IFRS 16 yet, however, as Welltec has some operating lease commitments, IFRS 16 is expected to increase non-current assets ("Right-of-use assets") as well as lease liabilities, and will also impact profit & loss, the cash flow statement and equity to a lesser degree.

1.3 Recognition and measurement

Assets are recognized in the statement of financial position if it is probable that future financial benefits will flow to the group and the value of the asset can be measured reliably.

Liabilities are recognized in the statement of financial position if they are probable and can be measured reliably. On initial recognition, assets and liabilities are measured at cost or fair value. Subsequently assets and liabilities are measured as described for each item below.

Income is recognized in the statement of comprehensive income as earned and includes value adjustments of financial assets and liabilities measured at fair value or amortized cost.

1.4 Consolidated financial statements

The consolidated financial statements comprise the parent company and the group enterprises (subsidiaries) that are controlled by the parent company. Control is achieved where the parent company, either directly or indirectly, holds more than 50% of the voting rights or in any other way possibly or actually exercises controlling influence over a subsidiary. If the parent company holds less than 50% of the share capital, control exists when the parent company under agreement has more than 50% of the voting rights, has the power to govern financial and operating policies of the subsidiary, to appoint members of the Board of Directors or to cast the majority of votes at meetings of the Board of Directors of the subsidiary.

1.5 Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of the parent company and its subsidiaries, which are all prepared in accordance with the group's accounting policies. Upon consolidation, intra-group income and expenses, balances, investments and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated.

Subsidiaries' financial statement items are recognized in full in the consolidated financial statements. Non-controlling interests' pro rata share of profit/loss and equity is shown as separate line items in the statement of comprehensive income and in the group's equity, respectively.

1.6 Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the transaction date exchange rate. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the end of the reporting period are translated using the exchange rate at the end of the reporting period. Exchange differences that arise between the rate at the transaction date and the exchange rate effective at the payment date or the exchange rate at the end of the reporting period are recognized in the statement of comprehensive income as financial income or financial expenses. Property, plant equipment fleet, intangible assets, inventories and other non-monetary assets purchased in foreign currencies and measured on the basis of historical cost are translated at the transaction date exchange rate. If non-monetary items are restated at fair value, they are translated using the exchange rate at the date of restatement.

When foreign subsidiaries that use a functional currency different from USD are recognized in the consolidated financial statements, the statement of comprehensive income is translated at average exchange rates on a monthly basis unless such rates vary significantly from the actual exchange rates at the transaction dates. In the latter case, the actual exchange rates are used. Statement of financial position items is translated using the exchange rates at the end of the reporting period. Goodwill is considered to belong to the relevant entity acquired and is translated using the exchange rate at the end of the reporting period.

Exchange differences resulting from the translation of foreign entities' equity at the beginning of the year using the end of the reporting period exchange rates and by translating statements of comprehensive income from average exchange rates to the exchange rates at the end of the reporting period are recognized in other comprehensive income. Similarly, exchange differences resulting from changes made in a foreign entity's other comprehensive income are also taken to other comprehensive income.

When foreign subsidiaries that use USD as their functional currency but present their financial statements in another currency are recognized in the consolidated financial statements, monetary assets and liabilities are translated using the end of the reporting period exchange rate. Non-monetary assets and liabilities measured on the basis of historical cost are translated using the transaction date exchange rate. Non-monetary items measured at fair value are translated at the exchange rate at the time of the last fair value adjustment.

The items in profit or loss are translated at average exchange rates on a monthly basis, with the exception of items deriving from non-monetary assets and liabilities, which are translated using the historical rates applicable to the relevant non-monetary assets and liabilities.

1.7 Derivative financial instruments

On initial recognition, derivative financial instruments are measured at fair value. Directly attributable expenses related to the purchase or issues of a derivative financial instrument are expensed.

Subsequent to initial recognition, derivative financial instruments are measured at fair value at the end of the reporting period with changes in fair value recognized directly in profit or loss as financial income or financial expenses.

The group does not apply hedge accounting to its derivatives financial instruments.

1.8 Share-based payment

Share-based incentive arrangements under which employees can only opt to receive new shares in Welltec International ApS (equity arrangements) are measured at the equity instruments' fair value at the grant date and are recognized in profit or loss under staff costs over the vesting period. The related set-off entry is recognized directly in equity.

1.9 Income taxes and deferred tax

JH Holding. Allerød, ApS' Danish subsidiaries are jointly taxed with the principal shareholder JH Holding. Allerød, ApS. The current Danish income tax is allocated among the jointly taxed companies in proportion to their taxable income (full allocation subject to reimbursement in respect of tax losses).

Tax for the year consists of current tax for the year and changes in deferred tax. The portion of tax attributable to profit is recognized in the income statement and the portion of tax attributable to entries directly in other comprehensive income is recognized in other comprehensive income. The portion of tax attributable to equity transactions is recognized directly in equity.

The current tax payable or receivable is recognized in the statement of financial position, computed as tax calculated on the taxable income for the year, adjusted for prepaid tax.

The current tax charge for the year is calculated based on the tax rates and tax legislation in each country applicable on the balance sheet date.

Deferred tax is recognized on all temporary differences between carrying values and tax-based values of assets and liabilities, except from deferred tax on all temporary differences on initial recognition of goodwill or on initial recognition of a transaction that is not a business combination, and for which the temporary difference found at the time of initial recognition neither affects profit nor loss for the year nor taxable income.

Deferred tax is calculated based on the expected recovery of each asset and the settlement of each liability, respectively.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability settled, based on the tax rates and tax legislation that have been enacted or substantively enacted in the respective countries on the balance sheet date. Changes in deferred tax resulting from changed tax rates or tax rules are recognized in profit or loss, unless the deferred tax is attributable to items previously recognized in other comprehensive income or in equity. If so, such changes are also recognized in other comprehensive income or in equity.

Exchange adjustments on deferred tax are recognized as part of the year's adjustment in deferred tax.

Changes in local tax rates, affecting deferred tax, are used and thus affecting the value of the calculated deferred tax asset, alternatively deferred tax liability at year-end.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognized in the statement of financial position at their estimated realizable value, either as a set-off against deferred tax liabilities or as net tax assets for set-off against future positive taxable income. At the end of each reporting period, it is reassessed whether sufficient taxable income is probable to arise in the future for the deferred tax asset to be used.

Balances calculated according to the rules on interest deductibility limitations in the Danish Corporate Income Tax Act are allocated according to a joint taxation agreement between the companies that are subject to deductibility limitation in proportion to their share of the total limitation. Deferred tax liabilities in respect of these balances are recognized in the statement of financial position; whereas deferred tax assets are recognized only if the criteria for recognition of deferred tax assets are met.

Statement of comprehensive income

1.10 Revenue

The group provides multiple solutions to oil and gas companies around the world at their onshore and offshore locations using proprietary remote-control precision robotic equipment that Welltec® designs and manufactures.

Provision of services is recognized in revenue when the work is performed or when the agreed service is provided.

Income from contracted development projects on third parties' account is recognized as revenue as or when Welltec delivers the development services to the customers and such services are considered to provide added value to the customers.

Revenue from sales of products is recognized in the income statement if delivery and transfer of risk to the buyer have taken place before year-end and if the income can be reliably measured and is expected to be received.

Revenue is measured at fair value of the consideration received or receivable. If an interest-free credit has been arranged for payment of the consideration receivable that is longer than the usual credit period, the fair value of the consideration is determined by discounting future payments receivable. The difference between fair value and nominal amount of the consideration is recognized as financial income in profit or loss by applying the effective interest method.

Revenue is recorded net of VAT, duties, etc. collected on behalf of a third party.

1.11 Cost of services provided

Cost of services provided comprises direct and indirect expenses incurred to realize revenue, including salaries, depreciation and amortization.

1.12 Development and manufacturing costs

Development and manufacturing costs comprise all development and engineering costs that are not capitalized, including related impairment losses.

1.13 Administrative and sales costs

Administrative and sales costs comprise costs required to sustain the business including finance, IT, legal, HR and other overhead costs.

1.14 Special items

Special items consist of costs of a special nature in relation to the activities of the group, including costs of structural changes and other significant amounts of a one-off nature. These items are shown separately to facilitate the comparability of the profit or loss and including impairment losses to provide a better picture of the operational results.

1.15 Financial income and expenses

These items comprise interest income and expenses, the interest portion of finance lease payments, realized and unrealized capital gains and losses on payables and transactions in foreign currencies, amortization premium/allowance on debt, etc. as well as interest on tax.

Statement of financial position

1.16 Intangible assets

Goodwill

Upon initial recognition, goodwill is recognized in the statement of financial position and measured as the difference between cost of the enterprise acquired and the fair value of the assets, liabilities and contingent liabilities acquired.

When goodwill is recognized, the goodwill amount is distributed on those of the group's activities generating separate payments (cash-generating units). Determination of cash-generating units follows the management structure and internal finance management and reporting of the group.

Subsequently, goodwill is measured at cost less accumulated write-downs. There is no amortization of goodwill but the carrying value of goodwill is tested for impairment at least once a year together with the other long-term assets in the cash-generating unit to which the goodwill is allocated. It is written down to recoverable amount in profit or loss if the accounting value exceeds the recoverable amount, this representing the higher of the fair value of the asset less expected disposal costs and the value-in-use. The recoverable amount is generally determined as the present value of the expected future net cash flows from the cash-generating unit to which the goodwill is allocated. Impairment losses of goodwill are included in profit or loss under amortization and impairment losses of intangible assets.

Development projects

Development projects on clearly defined and identifiable service equipment and processes are recognized as intangible assets if it is probable that the service equipment or process will generate future financial benefits for the group, and the development costs of each asset can be measured reliably. Other development costs are recognized as costs in the profit or loss as incurred.

On initial recognition, development costs are measured at cost. The cost of development projects comprises costs such as salaries and other costs that are directly attributable to the development projects (e.g. field tests) and are needed to complete the project, calculated from the time at which the development project first meets the specific criteria for being recognized as an asset.

Completed development projects are amortized on a straight-line basis using the estimated useful lives of the assets. The amortization period is usually five years, but in certain cases it may be up to 20 years if the longer amortization period is considered to better reflect the group's benefit from the developed product, etc. For development projects protected by intellectual property rights, the maximum amortization period is the remaining duration of the relevant rights, however, no more than 20 years.

Development projects and other intangible assets are written down to recoverable amount. Development projects in progress are tested at least once a year for impairment. Borrowing costs to finance the investments in development projects are recognized in cost of these assets if such expenses relate to qualifying assets for which their development period last longer than 12 months. Other borrowing costs are included in finance expenses in the statement of comprehensive income.

1.17 Other intangible assets

Acquired intellectual property rights in the form of patents and licenses are measured at cost less accumulated amortization and impairment losses. Patents are amortized over their remaining duration, usually five years, and licenses are amortized over the term of the agreement. If the actual useful life is shorter than the remaining duration and the term of the agreement, respectively, amortization is made over such shorter useful life.

Separable intangible assets acquired through business combinations are brand, customer relationship and technology. Brand is not amortized as the useful life is considered indefinite. Customer relationship is amortized on a straight-line basis over its estimated useful life of 10 years. Technology is amortized on a straight-line basis over its estimated useful life of 10 to 20 years.

1.18 Tangible assets

Land and buildings, plant and machinery as well as other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For assets manufactured and owned by the group, cost comprises expenses directly attributable to the manufacturing of the asset, including materials, components, sub-suppliers rent, electricity and laboring costs. In the year when the tool is completed and ready to generate income, it is recognized under 'Plant equipment and fleet'. During construction, the asset is recognized under 'Plant equipment and fleet under construction'.

For assets held under finance leases, cost is measured as the lower of the asset's fair value or present value of future lease payments.

The basis of depreciation is cost less estimated residual value after the end of useful life. The residual value is the estimated amount that would be earned if selling the asset today net of selling costs if the asset is of an age and a condition that is expected after the end of useful life straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Buildings: 35-50 years
Leasehold improvements: 3-10 years
Plant equipment and fleet: 3-10 years
Other fixtures and fittings, tools and equipment: 3-10 years

Leased assets are depreciated according to the lease term period.

Depreciation methods, useful lives and residual amounts are reassessed annually.

Property, plant equipment and fleet are written down to the lower of recoverable amount and carrying amount.

Investment properties are initially measured at cost, consisting of the property's purchase price and any directly related cost associated with the acquisition.

After the initial recognition, the properties are measured at fair value which represents the amount that each property can be sold at, to an independent buyer or at the present value of the properties' expected future cash flows. When calculating the present value, a discount rate is applied according to the current yield requirement for the individual properties. The fiscal year adjustment is measured at fair value and is recognized in the profit and loss statement.

The properties' fair value is reassessed annually on the basis of the fair values.

1.19 Impairment of property, plant equipment and fleet and intangible assets

The carrying amounts of property, plant equipment and fleet and intangible assets with definite useful lives are tested at the end of the reporting period for any indication of impairment. If impaired, the recoverable amount of the asset is estimated to determine the need for any write-down and the extent thereof.

The recoverable amount of intangible assets with indefinite useful lives, development projects in progress, brand and goodwill is estimated annually irrespective of any recorded indications of impairment.

If the asset does not generate cash flows separately from other assets, an estimate is made of the recoverable amount of the smallest cash-generating unit of which the asset forms part.

The recoverable amount is calculated as the higher of the asset's and the cash-generating unit's fair value less selling costs and net present value. When the net present value is determined, estimated future cash flows are discounted at present value using a discount rate that reflects current market estimates of the value of money in terms of time, as well as the particular risks related to the asset and the cash-generating unit, respectively, and for which no adjustment is made in the estimated future cash flows.

If the recoverable amount of the asset or the cash-generating unit is estimated to be lower than the carrying amount, the asset is written down to this lower recoverable amount. For cash-generating units, write-down is allocated in such a way that goodwill amounts are written down first and then any remaining need for write-down is allocated to other assets of the unit, however, the individual asset is not written down to an amount that is lower than its fair value net of estimated selling costs.

Impairment losses are recognized in the profit or loss. In case of any subsequent reversals of impairment losses resulting from change in assumptions of the estimated recoverable value, the carrying values of the asset and the cash-generating unit, respectively, are increased to the adjusted estimate of the recoverable value, however, no more than the carrying value which the asset or the cash-generating unit would have had if the write-down had not been performed. Impairment losses of goodwill are not reversed.

Profits or losses from the sale of property, plant equipment and fleet are calculated as the difference between selling price less selling costs and carrying value at the time of sale. Profits or losses are recognized in the statement of comprehensive income if the selling price differs from the carrying amount.

1.20 current assets

Biological assets

Biological assets, which consist of breeding horses, are measured at fair value if such can be measured reliably or otherwise at cost.

Value adjustments are recorded through the statement of comprehensive income.

Inventories

Inventories are measured at cost according to the FIFO method. The cost of finished goods and work in progress includes direct and indirect production costs. Inventories are written down to net realizable value if it is lower than the cost price.

Trade receivables

On initial recognition, trade receivables are measured at fair value and subsequently at amortized cost, which usually equals nominal amount less bad debt provisions.

Other receivables

Other receivables with a fixed maturity are measured at amortized cost, less any impairment.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Securities

Securities comprise mortgage and corporate bonds and shares. All securities are listed. The securities are measured at fair value and value adjustments are recorded through the statement of comprehensive income.

1.21 Liabilities

Other provisions

Other provisions are recognized when the group has a legal or constructive obligation as a result of past events in the financial year or prior years, and it is probable that settlement of such obligation will lead to an outflow of financial resources.

Lease commitments

Lease commitments relating to assets held under finance leases are recognized in the statement of financial position as liabilities other than provisions, and, at the time of inception of the lease, measured at the lower of the lease asset's fair value and the present value of future lease payments. Subsequent to initial recognition, lease commitments are measured at amortized cost. The difference between the present value and nominal amount of the lease payments is recognized in profit or loss as a financial expense over the term of the leases.

Lease payments on operating leases are recognized on a straight-line basis in profit or loss over the term of the lease.

1.22 Other financial liabilities

On initial recognition, other liabilities, including issued bond loans, bank loans and trade payables, are measured at fair value. Subsequently, these liabilities are measured at amortized cost applying the effective interest method to the effect that the difference between proceeds and nominal amount is recognized in profit or loss as a financial expense over the term of the loan.

Own bonds

Own bonds are presented as a reduction in issued bonds. On initial recognition, the holding of own bonds is measured at fair value. Subsequently these bonds are measured at amortized costs.

Pension obligations

The group has entered into pension agreements with certain groups of employees, which are classified as defined contribution pension plans.

Periodical payments to defined contribution pension plans are recognized in profit or loss when the employees have rendered service to the group, and any contributions payable are recognized in the statement of financial position under liabilities.

Statement of cash flows

The group's statement of cash flows is presented using the indirect method and shows cash flows from operating, investing and financing activities as well as the group's cash and cash equivalents at the beginning and end of the financial year.

Cash flows from operating activities are calculated as EBIT adjusted for non-cash operating items, working capital changes and income taxes paid. In the adjustment for non-cash operating items, depreciations and amortizations capitalized on tangible and intangible assets are included.

Cash flows from investing activities comprise payments in connection with the acquisition and divestment of enterprises, tangible fixed asset investments, and purchase, development, improvement and sale, etc. of intangible assets, and property, plant equipment and fleet. Depreciation and amortization capitalized on tangible and intangible assets are included in cash flow from investing activities.

If any, cash flows from acquired and divested enterprises are shown as separate line items within cash flows from investing activities. Cash flows related to acquired enterprises are recognized in the statement of cash flow from their date of acquisition, and cash flows from divested enterprises are recognized up to the date of sale.

Cash flows from financing activities comprise financial expenses paid and changes in the size or composition of the parent company's share capital and related costs, the raising of loans, installments on interest-bearing debt, purchase of own shares, and payment of dividends.

Cash and cash equivalents comprise cash.

2. Use of critical accounting estimates and judgments

The group prepares its consolidated financial statements in accordance with IFRS as adopted by the EU, the application of which often requires judgments to be made by Management when preparing the group's financial position and results. Under IFRS, Management is required to adopt those accounting policies most appropriate to the group's circumstances for the purpose of presenting fairly the group's financial position, financial performance and cash flows.

In determining and applying accounting policies, judgment is often required in respect of items where the choice of specific policy, accounting estimate or assumption to be followed could materially affect the reported results or net asset position of the group; it may later be determined that a different choice would have been more appropriate. Actual results may differ from the accounting estimates.

Estimates and assumptions are reviewed on an ongoing basis and have been prepared taking the market situation into consideration, but still ensuring that one-off effects which are not expected to exist in the long term do not affect estimation and determination of these key factors, including discount rates and expectations about the future.

Management considers that certain accounting estimates and assumptions relating to assets, liabilities and expenses are its critical accounting estimates and judgment.

A discussion of these critical accounting estimates and judgments are provided below and should be read in conjunction with the disclosure of the group's significant IFRS accounting policies provided in note 1 to the consolidated financial statements.

2.1 Capitalization of tool fleet

The group's activity is to provide services related to intervention service and completion solutions to the oil and gas industry, using tools developed and produced by Welltec. The tools are used commercially in more than one accounting period, and are thus considered tangible assets and not inventories.

Costs directly attributable to bringing the tools to the condition necessary for them to be capable of operating in the manner intended by Management are capitalized as part of the costs of plant equipment and fleet. Costs directly related to performing commercial services with the tools are expensed as they occur.

Costs of the tools include some variable indirect costs of bringing the tools to their working condition that can be allocated to the tools on a systematic and reasonable basis (e.g. rent, electricity and laboring costs).

At December 31, 2016, the group has capitalized USD 88,382 thousand as plant equipment and fleet – completed and under construction compared to USD 100,426 thousand at December 31, 2015. Plant equipment and fleet is depreciated over their useful lives, plant equipment over 3-10 years and fleet over five years.

2.2 Capitalization of development projects

An internally generated intangible asset arising from development is recognized if, and only if, all of the criteria in IAS 38 have been met. Development costs not meeting these criteria are expensed as incurred.

Development costs recognized as self-constructed intangible assets comprise all directly attributable costs necessary to create and prepare the asset to be capable of operating in the manner intended by Management. Such costs include costs of materials and services used in producing prototypes, salaries, fees to register legal rights as well as costs of field testing the developed tool.

The group only engages in development activities aimed at developing new or improved tools for use in providing services to the oil and gas industry, and has no intention of selling developed technology, IP rights etc.

The group does not initiate a development project unless a specific need within the oil and gas industry has been identified or anticipated, and consequently that it can be demonstrated how the intangible asset will generate probable future economic benefits.

It is the opinion of Management that due to a short and market-oriented development process, development costs would normally be capitalized.

At December 31, 2016, the group has capitalized USD 66,768 thousand as development projects – completed and in progress – compared to USD 83,689 thousand at December 31, 2015. Completed development projects are amortized over their useful lives of usually five years.

2.3 Impairment test of goodwill and other intangible assets

Goodwill represents USD 242,340 thousand equalizing 40% of total assets and 120% of total equity at December 31, 2016, which is significant to the consolidated financial statements.

For purposes of assessing the carrying amount of goodwill and other intangible assets of USD 342,419 thousand at December 31, 2016 compared to USD 413,071 thousand at December 31, 2015, Management prepared its annual impairment test.

In performing the impairment test, Management makes an assessment of whether the group will be able to generate positive net cash flows sufficient to support the value of the goodwill, intangible assets and other net assets of the entity. This assessment is based on estimates of expected future cash flows (value-in-use) made on the basis of financial budgets and long-term forecasts until the end of 2025. In addition to these, the key assumptions used to estimate expected future cash flows are discount rates and growth rates. In 2015 and 2016, the sudden decline in oil prices has left the industry under pressure to reduce spending which generally has increased the estimation uncertainty and reduced the market value of Welltec.

The measurement of goodwill may be significantly impacted by changes in the estimates made when calculating the value-in-use of the entity in connection with impairment test.

For a further description of goodwill, the cash-generating unit, the impairment test and related key assumptions (being expectations about future earnings, growth rate and discount rate), refer to note 11.

3. Staff costs

(USD thousands)	**2016**	**2015**	**2014**
Breakdown of staff costs:			
Wages and salaries	69,736	90,203	122,652
Share-based payment	434	505	13
Payments to defined contribution pension plans	2,213	3,097	4,060
Other social security costs	3,482	4,940	6,119
Total staff costs	**75,865**	**98,745**	**132,844**
Recognition of staff costs:			
Cost of services provided	39,005	53,147	71,884
Development and manufacturing costs capitalized	10,085	12,633	17,473
Administrative costs	26,775	32,965	43,487
Total staff costs	**75,865**	**98,745**	**132,844**
Number of employees:			
Average number of employees	739	897	1,018

3.1 Defined contribution plans

The group operates pension schemes that cover certain groups of employees in Denmark and abroad. Those pension schemes take the form of defined contribution plans. The group arranges for the regular payment (e.g. a fixed amount or a fixed percentage of the salary) of premiums to independent insurers who are responsible for the pension commitments. Once the group has made payments of the contribution under the defined contribution pension plans, the group has no further pension commitments related to employees or former employees.

3.2 Remuneration to members of the Executive Board, Board of Directors and other key management personnel

The total remuneration of the Executive Board and Board of Directors, including bonus, pension, other social security costs and share-based payments, can be specified as follows:

(USD in thousands)	**2016**	**2015**	**2014**
Short-term staff benefits	691	788	923
Pension benefits	66	74	89
Share-based payments	0	0	0
Total remuneration	**757**	**862**	**1,012**

The total remuneration of the key management personnel of the group, including bonus, pension, other social security costs and share-based payments, can be specified as follows:

(USD in thousands)	2016	2015	2014
Short-term staff benefits	2,729	3,547	4,937
Pension benefits	81	121	101
Share-based payments	70	0	13
Total remuneration	**2,880**	**3,668**	**5,051**

3.3 Incentive programs

The group operates incentive schemes in the form of warrants (equity-settled) to the Board of Directors of Welltec International ApS, the Executive Board of Welltec A/S, certain senior executives (VPs) and other key personnel in the Welltec group. The purpose is to retain and motivate the said persons. The schemes are based on the shares of Welltec International ApS, and the warrants have no voting rights attached.

In 2006, Welltec Holding ApS issued 105,820 warrants to senior executives (VPs) in the Welltec group. The warrants vested over an employment period until 2009. If employment ceased before a warrant is vested, the warrant would be reduced proportionally. The warrant scheme is exercisable not earlier than one year (for warrants that vest first), and not later than nine years, after the grant date.

In 2007, Welltec International ApS took over from Welltec Holding ApS 185,900 warrants issued to the Executive Board of Welltec A/S and senior executives (VPs) in the Welltec group. This number of warrants was converted to 400,052 warrants in Welltec International ApS and the exercise price was adjusted accordingly.

In 2009, a new warrant scheme to key management personnel was granted. The warrant scheme consists of 68,000 warrants vested over an employment period until 2012. The warrants are exercisable no earlier than three years and notlater than six years after the grant date. The total fair value of these warrants was at grant date USD 229 thousand of which USD 115 thousand was recognized in the statement of comprehensive income in 2009, USD 84 thousand in 2010 and USD 30 thousand in 2011. The issued warrants were exercised in 2015.

In November 2011, new warrant schemes to the Board of Directors, the Executive Board of Welltec group and key management personnel were granted. The warrant schemes consist of 290,850 warrants of which 50,000 warrants did not have any vesting conditions, and the remaining warrants vest over an employment period between one and four years until the end of 2014. The total fair value of these warrants was at grant date USD 8.5 million of which USD 5.9 million was recognized in the statement of comprehensive income in 2011, USD 2.3 million was recognized in the statement of comprehensive income in 2012 and USD 0.3 million in 2013. The fair value of the warrant schemes at grant date was calculated on the basis of the Black-Scholes model. The calculation for the 2011 schemes is based on an expected volatility of 33%, a risk-free interest rate at 0.85%, a share price of USD 143 before deducting an estimated illiquidity discount, the exercise price, an average option life of 60 months and no annual payment of dividends. The expected volatility has been determined using a historical volatility for a five-year period for comparable listed companies adjusted for a small-cap factor.

In September 2013, warrant schemes to key management personnel were granted. The warrant schemes consist of 50,800 warrants and vest over an employment period between one and four years until the end of 2017. The total fair value of these warrants was at grant date USD 3.7 million of which USD 2.4

million was recognized in the statement of comprehensive income in 2013, USD (63) thousand was recognized in the statement of comprehensive income in 2014, and USD (677) thousand was recognized in the statement of the comprehensive income in 2015. The negative amount is due to cancellation of warrant on employees leaving the group resulting in costs from earlier periods being reversed. The fair value of the warrant schemes at grant date was calculated on the basis of the Black-Scholes model. The calculation for the 2013 schemes is based on an expected volatility of 45%, a risk-free interest rate at 0.01%, a share price of USD 174-309, the exercise price, an average option life of 36 months and no annual payment of dividends. The expected volatility has been determined using a historical volatility for a five-year period for comparable listed companies adjusted for a small-cap factor.

In December 2014, warrant schemes to key management personnel were granted. The warrant schemes consist of 42,300 warrants and vest over an employment period between one and four years until the end of 2017. The total fair value of these warrants was at grant date USD 5.4 million of which USD 70 thousand was recognized in the statement of comprehensive income in 2014 and USD 1,182 thousand was recognized in the statement of the comprehensive income in 2015. The fair value of the warrant schemes at grant date was calculated on the basis of the Black-Scholes model. The calculation for the 2014 schemes is based on an expected volatility of 45%, a risk-free interest rate at 0.14%, a share price of USD 294, the exercise price, an average option life of 36 months and no annual payment of dividends. The expected volatility has been determined using a historical volatility for a five-year period for comparable listed companies adjusted for a small-cap factor.

In the event of an IPO or certain changes in the ownership structure (e.g. listing or sale of the company), all warrants will vest and become exercisable.

As a result of the dividend distribution in 2012, the exercise prices of outstanding warrant schemes from 2011 and before were adjusted in 2012 to avoid a dilution of the fair values of those warrants. The new exercise prices were adjusted to ensure that the fair values before and after the dividend pay-out were the same. Therefore these adjustments had no effect on the consolidated financial statements in 2012.

The following schemes were in existence during the current and prior year:

Warrant scheme	**Number [1]**	**Grant date**	**Vesting date**	**Expiry date**	**Exercise price per warrant USD [2] [3]**	**Fair valueper warrant at grant date USD**	**Outstanding at 31.12.2016**
Granted in 2006	227,721	Feb. 2006	2007-2009	June 2016	0.15	0.9	0
Granted in 2009	68,000	Sep. 2009	2010-2012	Sep. 2015	33	3.7	0
Granted in 2011	290,850	Nov. 2011	2011-2014	Nov. 2016	34-147	29.7	0
Granted in 2013	50,800	Sep. 2013	2013-2017	Jun. 2020	140-249	44-103	20,200
Granted in 2014	42,300	Dec. 2014	2014-2017	Dec. 2020-Dec. 2021	231-264	125-130	31,000
							51,200

[1] The numbers for the 2005 and 2006 grant are after the conversion to warrants on shares in Welltec International ApS.

[2] The exercise prices are adjusted for the dilution impact from dividend paid in 2012.

[3] The exercise prices are contracted in DKK and translated above into USD based on the year-end rate.

The following reconciles the warrants outstanding at the beginning and at the end of the year:

	Board of Directors of Welltec International ApS	Executive Board of Welltec A/S	Senior executives and key management personnel	Total	Weighted average exercise price USD [1]
Balance at 31.12.2014	10,000	50,000	519,461	579,461	104
Granted	0	0	(68,000)	(68,000)	35
Forfeited	0	0	(40,900)	(40,900)	190
Balance at 31.12.2015	10,000	50,000	410,561	470,561	80
Granted	0	0	(102,474)	(102,474)	3
Forfeited	(10,000)	(50,000)	(256,887)	(316,887)	79
Balance at 31.12.2016	0	0	51,200	51,200	221
These warrants are exercisable at 31.12.2016			45,200	45,200	

[1] The exercise prices in 2013 are adjusted for the dilution impact from dividend paid in 2012.

The weighted average remaining contractual life and range of exercise price of outstanding warrants was 37 months and a price of USD 141-235 (adjusted for dilution impact) at December 31, 2016, 10 months and a price of USD 0.15-264 (adjusted for dilution impact) at December 31, 2015, and 22 months and a price of USD 0.16-265 (adjusted for dilution impact) at December 31, 2014.

Warrant scheme	Number exercised	Exercise date	Weighted average share price at exercise date USD
Granted in 2005	172,331	Mar. 2012	143
Granted in 2006	30,773	Aug. 2009	143
Granted in 2006	49,237	Dec. 2012	143
Granted in 2009	68,000	Jul. 2015	144
Granted in 2011	6,300	Dec. 2012	143

The total expense recognized in the statement of comprehensive income for all warrant schemes amounted to USD 434 thousand for 2016. The total expense recognized in the statement of comprehensive income for all warrant schemes amounted to USD 505 thousand in 2015 and USD 13 thousand in 2014.

4. Amortization, depreciation and impairment losses

(USD thousands)	2016	2015	2014
Completed development projects	23,557	24,968	26,733
Patents and licenses	887	616	604
Customer relationship	1,069	5,455	5,614
Technology	1,367	4,809	4,953
Total amortization of intangible assets	**26,880**	**35,848**	**37,904**
Other fixtures and fittings, tools and equipment	3,981	4,108	5,576
Land and buildings	700	646	519
Plant equipment and fleet	27,718	29,361	25,637
Leasehold improvements	636	735	738
Gain/loss from disposal of plant equipment and fleet	(21)	(71)	(39)
Total depreciation of tangible assets	**33,013**	**34,779**	**32,431**
Total depreciation and amortization	**59,893**	**70,627**	**70,335**
Impairment losses			
Write-down on development projects	2,196	160	3,815
Write-down on technology	47,462	0	0
Write-down on customer relationship	6,398	0	0
Write-down on plant equipment and fleet	2,584	1,968	5,925
Total impairment losses	**58,640**	**2,128**	**9,740**
Recognition of amortization, depreciation and impairment by function			
Cost of services provided	54,853	55,301	56,108
Development and manufacturing costs capitalized	787	588	916
Administrative and sales costs	6,725	6,602	12,485
Amortization of acquired intangible assets in a business combination	56,168	10,264	10,568
Total amortization, depreciation, and impairment losses	**118,553**	**72,755**	**80,077**

5. Special items

(USD thousands)	2016	2015	2014
Salary cost related to resigned employees and special bonus	1,438	7,491	0
Other special items	865	0	0
Cost related to termination of rental agreements etc.	90	1,009	0
Total special items	**2,393**	**8,500**	**0**

Special items in 2015 are costs incurred adjusting the business to changed market conditions. The costs are incurred in all functions of the business which are mainly recorded within "Cost of service provided" and "Administrative and sales costs".

6. Financial income

(USD thousands)	2016	2015	2014
Interest income	735	1,129	1,773
Interest income from financial assets that are not measured at fair value through profit or loss	**735**	**1,129**	**1,773**
Fair value adjustment of derivative financial instruments	0	4,118	6,102
Exchange rate gains	14,211	37,280	38,484
Total financial income	**14,946**	**42,527**	**46,359**

7. Financial expenses

(USD thousands)	2016	2015	2014
Interest expenses	(27,396)	(27,973)	(32,011)
Other financial expenses	(3,125)	(3,296)	(3,579)
Interest expenses from financial liabilities that are not measured at fair value through profit or loss	**(30,521)**	**(31,269)**	**(35,590)**
Exchange rate losses	(13,876)	(39,714)	(28,060)
Fair value adjustment of derivative financial instruments	-	(3,991)	(3,777)
Total financial expenses	**(44,397)**	**(74,974)**	**(67,427)**

Borrowing costs capitalized on development projects are calculated based on the incurred costs and a weighted average capitalization rate of 7.0% (7.5% in 2015). The amount capitalized in 2016 is USD 350 thousand (USD 410 thousand in 2015).

The net profit impact at group level of derivative financial instruments measured at fair value through profit or loss amounted to a gain of USD 0 thousand at December 31, 2016, (a net gain of USD 127 thousand in 2015).

The net exchange rate gain for 2016 was USD 335 thousand (a net exchange rate loss of USD 2,434 thousand in 2015).

8. Income taxes

(USD thousands)	2016	2015	2014
Current tax	4,172	12,781	19,377
Adjustment in corporation tax previous years	(1,434)	(6)	10,589
Current tax incl. adj. in corporation tax previous years	**2,738**	**12,775**	**29,966**
Adjustment in deferred tax previous years	1,324	(219)	(8,146)
Change in deferred tax	(18,524)	655	4,752
Effect from change in tax rate, deferred tax	9	397	43
Tax effect from tax provision	(802)	(2,750)	3,253
Other taxes	3,800	3,810	2,789
Income taxes	**(11,454)**	**14,668**	**32,657**
A breakdown of tax:			
Profit/loss before tax	81,452	19,181	54,299
	81,452	**19,181**	**54,299**
Reconciliation of tax rate USD (%)			
Danish corporation tax rate	22.0	23.5	24.5
Effect of exchange rate adjustment in USD and DKK on Danish corporation tax	0	(8)	(1)
Effect of difference between tax rate for subsidiaries outside Denmark and Danish rate	0	(10)	0
Tax effect from tax provision	1	14	6
Non-taxable income and non-deductible expenses	(2)	(37)	15
Interest limitation, thin capitalization etc.	(3)	(28)	6
Withholding taxes, non-deductible	(4)	(28)	6
Change in corporate income tax rate, current and coming years	0	(2)	0
Other taxes, including adjustment to previous years	0	(2)	4
	14	**(77)**	**60**

In 2013, Management decided to change the presentation currency of its consolidated financial statements to USD, however, tax returns for the Danish companies are still submitted in DKK with numbers based on consolidation in DKK.

Effect of exchange rate adjustment in USD and DKK on Danish corporation tax is caused by the exchange rate adjustments between USD and DKK in the USD account.

No income tax has been recognized in other comprehensive income in 2016. In 2016, USD 1,699 thousand (2015: USD 52 thousand) was recognized directly in equity related to tax credit arising upon exercise of warrants.

Denmark – credit for taxes paid abroad

The Danish tax authorities have in 2014 issued tax assessment notices for the financial years 2009 to 2011 following the assessment made regarding the financial year 2008. The new assessments adjust the tax payable due to non-recognition of credit relief calculated on withholding taxes paid abroad. The additional tax payable has been paid and expensed. The decisions are appealed to the National Tax Tribunal.

The tax credit for the financial years 2014 and 2015 and the preliminary tax calculation for 2016 has been calculated based on similar principles as applied by the Danish tax authorities for previous years.

9. Non-cash adjustments

(USD thousands)	2016	2015	2014
Fair value adjustments of assets	(2,929)	(1,199)	0
Depreciation of intangible and tangible assets	59,893	70,153	69,736
Disposals and write-downs	58,640	2,113	9,740
Exchange rate adjustment on depreciation and fixed assets	(211)	2,894	3,687
Unrealized gains/losses on financial instruments	3,604	(114)	(266)
Currency adjustments, other	0	(10,312)	(6,527)
Write-down on trade receivables	0	(752)	(505)
Share-based payments	434	505	13
	119,432	**63,288**	**75,878**

10. Changes in working capital

(USD thousands)	2016	2015	2014
Change in receivables and prepayments	16,076	24,405	647
Changes in biological assets	(882)	0	0
Changes in inventories	256	(1,405)	(3,679)
Change in trade payables	(4,890)	15,969	2,475
Change in other payables	(6,755)	(8,260)	(1,696)
Change in other receivables	0	(6,810)	21,343
Change in receivables from affiliates	(254)	0	0
Change in payables to affiliates	(1,778)	(10,056)	(31,855)
	1,773	**13,843**	**(12,765)**

11. Intangible assets

(USD thousands)	Goodwill	Other intangible assets*	Completed develop-ment projects	Develop-ment projects in progress	Patents and licenses	Total
Costs at 01.01.2015	**242,340**	**156,041**	**156,466**	**30,070**	**14,799**	**599,716**
Additions	0	129	0	15,873	3,184	19,186
Transfer	0	0	35,017	(35,017)	0	0
Disposals in the year	0	0	(13,043)	0	(371)	(13,414)
Exchange rate adjustment	0	0	0	0	91	91
Costs at 31.12.2015	**242,340**	**156,170**	**178,440**	**10,926**	**17,703**	**605,579**
Amortization and impairment losses at 01.01.2015	**0**	**72,868**	**92,655**	**588**	**3,012**	**169,123**
Amortization for the year	0	10,264	24,968	0	616	35,848
Impairment losses for the year	0	0	160	0	0	160
Disposal	0	0	(13,043)	0	(162)	(13,205)
Exchange rate adjustment	0	137	349	0	96	582
Amortization and impairment losses at 31.12.2015	**0**	**83,269**	**105,089**	**588**	**3,562**	**192,508**
Carrying value at 31.12.2015	**242,340**	**72,901**	**73,351**	**10,338**	**14,141**	**413,071**
Costs at 01.01.2016	**242,340**	**156,170**	**178,440**	**10,926**	**17,703**	**605,579**
Additions	0	240	68	7,930	3,221	11,459
Transfer	0	0	10,790	(9,957)	0	833
Disposals in the year	0	0	(14,327)	0	0	(14,327)
Exchange rate adjustment	0	65	0	0	0	65
Costs at 31.12.2016	**242,340**	**156,475**	**174,971**	**8,899**	**20,924**	**603,609**
Amortization and impairment losses at 01.01.2016	**0**	**83,269**	**105,089**	**588**	**3,562**	**192,508**
Amortization for the year	0	2,436	23,557	0	887	26,880
Impairment losses for the year	0	53,860	2,196	0	0	56,056
Disposal	0	0	(14,327)	0	0	(14,327)
Exchange rate adjustment	0	72	0	(2)	2	72
Amortization and impairment losses at 31.12.2016	**0**	**139,637**	**116,516**	**586**	**4,451**	**261,190**
Carrying value at 31.12.2016	**242,340**	**16,838**	**58,455**	**8,313**	**16,473**	**342,419**

* Please see specification below.

Other intangible assets

(USD thousands)	Techno-logy	Customer relation-ship	Brand	Total
Costs at 01.01.2015	**90,181**	**51,936**	**13,924**	**156,041**
Additions	129	0	0	129
Costs at 31.12.2015	**90,310**	**51,936**	**13,924**	**156,170**
Amortization and impairment losses at 01.01.2015	**33,984**	**38,884**	**0**	**72,868**
Amortization for the year	4,809	5,455	0	10,264
Write-down for the year	0	0	0	0
Exchange rate adjustment	16	121	0	137
Amortization and impairment losses at 31.12.2015	**38,809**	**44,460**	**0**	**83,269**
Carrying value at 31.12.2015	**51,501**	**7,476**	**13,924**	**72,901**
Costs at 01.01.2016	**90,310**	**51,936**	**13,924**	**156,170**
Additions	240	0	0	240
Exchange rate adjustment	0	65	0	65
Costs at 31.12.2016	**90,550**	**52,001**	**13,924**	**156,475**
Amortization and impairment losses at 01.01.2016	**38,809**	**44,460**	**0**	**83,269**
Amortization for the year	1,367	1,069	0	2,436
Write-down for the year	47,462	6,398	0	53,860
Exchange rate adjustment	(2)	74	0	72
Amortization and impairment losses at 31.12.2016	**87,636**	**52,001**	**0**	**139,637**
Carrying value at 31.12.2016	**2,914**	**0**	**13,924**	**16,838**

Goodwill and intangible assets with indefinite useful life

Goodwill of USD 242,340 thousand is related to the acquisition of Welltec Holding ApS in 2007, and has been subject to an annual impairment test. The impairment test performed in 2016 revealed no need for impairment of goodwill.

Goodwill has been tested at the aggregated level. The Group is considered as one cash-generating unit. It is the opinion of Management that the carrying amount for goodwill does not exceed its recoverable value based on an estimate of present value of expected future net cash flows from the Group (value-in-use).

The calculation of the value-in-use is based on the following key assumptions; expectations about future earnings, growth rates and discount rates.

Expectations about future earnings are based on financial budgets and long-term forecasts until the end of 2025, including long- term growth rates. A budget period exceeding 5 years has been applied as Management deems a longer budget period needed in order to reflect the growth rates of the Welltec International ApS Group prior to the Group entering into a more steady growth situation. This is a result of the historic growth rates realized by the group as well as the future expected growth rates for the years included in the budget period, which Management has deemed to be 9 years. A growth rate of 2.0% has been applied in the terminal period from 2026 and onwards.

The discount rate applied is based on a risk-adjusted after tax discount rate (weighted average cost of capital) of 10.0%. The weighted average cost of capital before tax is 11.1%. In 2015 the weighted average cost of capital used was 10.3% which equals a before tax discount rate of 11.4%.

Impairment test is based on following assumptions and market views:

Consensus suggests that the overall demand for Oil & Gas is expected to continue to increase as a result of a growing world economy. The global oversupply of oil gradually diminished dur- ing the course of 2016 amid production declines and reduced investments. The weakening supply fundamentals coupled with a resilient demand paved the way for higher oil prices and more importantly a more stable oil price environment by the end of 2016. Looking into 2017, market consensus suggest a continued stabilization albeit with risk of increased volatility should geopolitical unrest or the OPEC production coordination yet again fail. For Welltec, the market potential remains unchanged, as the global demand continues to increase. In addition the current oil price environment requires the industry to adopt new technology that reduces cost of production and ultimately help operators create sustainable businesses.

Although the prevailing climate is challenging for the industry and Welltec with global E&P spend dramatically reduced, above supports that the long term market potential for Welltec is unchanged.

Impairment of other intangible assets

Impairment of development projects amounted to USD 2.2 million (2015: USD 0.2 million), which has been recognized in the statement of comprehensive income under cost of services provided as the projects are closed. The recoverable amount was calculated on the basis of Management's re-assessed estimate of the value-in-use of the assets.

Due to uncertain market conditions, impairment of Technology amounted to USD 47.5 million and Customer relationship amounted to USD 6.4 million, which have been recognized in the statement of comprehensive income under "amortization af acquired intangibles in a business combination". The recov- erable amount was calculated on the basis of Management's re-assessed estimate of the value in use of the assets.

12. Tangible assets

(USD in thousands)	Land and buildings	Leasehold improve-ment	Plant equipment and fleet	Other fixtures, fittings, tools and equipment	Plant equipment and fleet under con-struction	Total
Costs at 01.01.2015	**24,321**	**6,378**	**225,598**	**31,948**	**22,892**	**311,137**
Additions	31	243	9,833	989	14,683	25,779
Transfer	0	0	17,427	(20)	(17,407)	0
Exchange rate adjustment	(1,661)	(185)	(87)	(3,908)	(177)	(6,018)
Disposal	(413)	(100)	(2,744)	(1,549)	(174)	(4,980)
Costs at 31.12.2015	**22,278**	**6,336**	**250,027**	**27,460**	**19,817**	**325,918**
Depreciation and impairment losses at 01.01.2015	**1,776**	**3,786**	**138,944**	**18,988**	**0**	**163,495**
Depreciation for the year	643	735	29,361	4,104	0	34,843
Write-down for the year	0	0	1,953	0	0	1,953
Exchange rate adjustment	(179)	(103)	138	(2,677)	0	(2,821)
Disposal	(10)	(103)	(978)	(1,593)	0	(2,684)
Depreciation and impairment losses at 31.12.2015	**2,231**	**4,315**	**169,418**	**18,822**	**0**	**194,786**
Carrying value at 31.12.2015	**20,047**	**2,021**	**80,609**	**8,639**	**19,817**	**131,132**
Hereof held under finance lease	7,773	0	0	4,878	0	12,651
Costs at 01.01.2016	22,278	6,336	250,027	27,460	19,817	325,918
Additions	151	119	3,651	498	15,408	19,822
Transfer	0	0	11,601	(1)	(12,433)	(833)
Exchange rate adjustment	(282)	63	80	976	17	854
Disposal	(64)	0	(1,199)	(533)		(1,796)
Costs at 31.12.2016	**22,083**	**6,518**	**264,160**	**28,401**	**22,804**	**343,966**
Depreciation and impairment losses at 01.01.2016	2,231	4,315	169,418	18,822		194,786
Depreciation for the year	700	636	27,718	3,981		33,034
Write-down for the year	130		2,584	0		2,714
Exchange rate adjustment	(49)	59	41	900		952
Disposal	(9)		(1,179)	(465)		(1,653)
Depreciation and impairment losses at 31.12.2016	**3,004**	**5,011**	**198,582**	**23,738**		**229,835**
Carrying value at 31.12.2016	**19,079**	**15,07**	**65,578**	**5,163**		**114,131**
Hereof held under finance lease	7,361			3,921		

Impairment losses in 2016 and in 2015 are related to scrapped tools, tools lost in the wells and impairment tests of the tool fleet.

13. Biological assets

(USD thousands)	
Costs at 01.01.2015	**21,265**
Additions	4,314
Disposals	(3,867)
Exchange rate adjustment	(2,213)
Costs at 31.12.2015	**19,499**
Value adjustment at 01.01.2015	**0**
Value adjustment for the year	1,199
Exchange rate adjustment	(18)
Value adjustment at 31.12.2015	**1,181**
Carrying value at 31.12.2015	**20,680**
Costs at 01.01.2016	**19,499**
Additions	2,392
Disposals	(1,511)
Exchange rate adjustment	(656)
Costs at 31.12.2016	**19,725**
Value adjustment at 01.01.2016	**1,181**
Value adjustment for the year	3,059
Exchange rate adjustment	(176)
Value adjustment at 31.12.2016	**4,064**
Carrying value at 31.12.2016	**23,789**

Biological assets consist of breeding horses.

14. Inventories

(USD thousands)	2016	2015
Raw materials	3,680	3,698
Finished goods	534	781
Total inventories	**4,223**	**4,479**

15. Trade receivables

(USD thousands)	2016	2015
Trade receivables before allowance for doubtful accounts	49,563	65,453
Write-downs	(263)	(263)
Total	**49,300**	**65,190**
Trade receivables – average fixed time of credit (days)	92	108
Development in write-downs of trade receivables		
Write-downs at 01.01	(263)	(1,014)
Reversed, unrealized write-downs	0	752
Amounts written off during the year as uncollectible	35	0
Write-down in profit or loss	(35)	(1)
Write-downs at 31.12	**(263)**	**(263)**

Specification of trade receivables by due date		
Not due	32,835	41,283
Up to 30 days	5,445	9,082
30-60 days	3,796	3,478
60-90 days	3,525	6,297
90-120 days	1,861	1,713
120+ days	1,838	3,337
Total trade receivables	**49,300**	**65,190**

In 2016, the write-downs on receivables of USD 263 thousand are all related to trade receivables due more than 120+ days. (2015: USD 263 thousand).

Credit risk management

The group´s credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit ratings assigned by the international credit-rating agencies.

The group’s services are provided to a variety of contractual counterparties and are therefore subject to the risk of non-payment for services or non-reimbursement of costs. Receivables consist of a relatively small number of customers, but the customers are large corporations in the oil industry. Companies with high credit ratings and the group’s loss on trade receivables are historically immaterial. There is an ongoing centralized follow-up on outstanding trade receivables in accordance with the group’s dunning procedures. If there is uncertainty of a customer’s ability or will to pay, and if Management assesses that the receivables are doubtful, the receivables will be written down to lower net realizable value.

The maximum credit risk related to financial assets corresponds to the carrying amount. In cases where there may be a risk of loss, a write-down will be made based on individual assessment.

16. Prepayments

(USD thousands)	2016	2015
Prepaid insurance	319	320
Prepaid lease	162	350
Prepaid rent	282	307
Prepaid creditors	1,621	2,132
Other prepayments	757	791
	3,141	**3,900**

17. Share capital

The share capital consists of 292,005,743 units at DKK 1/USD 0.18.

(USD thousands)	GROUP	
	2016	2015
Share units 01.01.	88	88
Capital increase.	0	0
Exchange rate adjustment.	0	0
Share units 31.12.	**88**	**88**

No dividend was paid out in 2016 or 2015 and no dividend is proposed related to the financial year 2016.

In November 2012, the share capital was divided into the following four classes of equity instruments:

Share Classes	**Voting rights per share in amount of DKK 1**	**Share capital in DKK**
Class A	10	20,000
Class B	1	30,000
Class C	0	449,998
Class D	1	2
Total.		**500,000**

Class A and B shareholders have certain rights to preference dividends before dividends are distributed to other share classes.

In 2013 Welltec International ApS issued shares of nominal DKK 150 thousand (USD 27 thousand) that according to the subscription agreement (and subject to certain conditions being met) have rights within a specific timeframe if Welltec does not complete an IPO.

In 2007, Welltec International ApS issued 71,601 warrants to Jørgen Hallundbæk as owner, which were exercisable from December 31, 2014 and until December 31, 2017. The total fair value of these warrants is USD 6,244 thousand as at December 31, 2016 (December 31, 2015: USD 9,435 thousand).

18. Deferred tax assets and liabilities

(USD thousands)	2016	2015
Deferred tax 01.01	43,855	45,601
Exchange rate adjustments	2,161	175
Adjustment in deferred tax previous years	1,324	(219)
Change in deferred tax for the year	(19,325)	(2,099)
Effect of change in income tax rate, current year	9	421
Effect of change in income tax rate, coming years	0	(24)
Deferred tax assets (-)/liabilities 31.12	**23,703**	**43,855**
Deferred tax breakdown:		
Intangible assets	25,250	37,106
Tangible assets	679	4,928
Current and non-current liabilities	(320)	1,830
Current assets	(91)	145
Change in tax rate, coming years	0	(24)
Tax contingencies	0	0
Tax loss carried forward	(1,815)	(130)
Deferred tax assets (-)/liabilities 31.12	**23,703**	**43,855**
Deferred tax is recognized in the statement of financial position with:		
Deferred tax assets	(2,106)	(816)
Deferred tax liabilities	25,809	44,671
Deferred tax assets(-)/liabilities 31.12	**23,703**	**43,855**

The group does not recognize deferred tax assets that are unlikely to be realized or otherwise exposed to major risk or uncertainty. The tax value of the tax asset not capitalized has been estimated at December 31, 2016 to be approximately USD 0 thousand (2015: USD 8,903 thousand).

19. Current and non-current financial liabilities

(USD thousands)	2016	2015
Issued bonds	320,250	317,741
Holding of own bonds	(27,009)	(7,793)
Credit institutions	38,798	35,501
Finance lease commitments	9,579	10,262
	341,618	**355,711**
Due within 1 year	11,902	10,111
Due within 1-2 years	28,217	1,392
Due within 2-3 years	294,199	27,892
Due within 3-4 years	1,034	310,879
Due within 4-5 years	650	1,129
Due after 5 years	5,645	4,308
	341,618	**355,711**
Recognition of short-term and long-term financial liabilities in the statement of financial position:		
Non-current financial liabilities — Lease commitments	8,031	8,750
Non-current financial liabilities — Credit institutions	28,529	26,901
Non-current financial liabilities — Issued bonds	293,241	309,948
Current financial liabilities	11,817	10,112
	341,618	**355,711**

	2015				
Currency	**Expiry**	**Fixed or floating interest**	**Effective interest rate %**	**Carrying amount local'000**	**Carrying amount USD'000**
DKK	2024	Floating	0.95-6.89	64,042	9,456
DKK	2020	Fixed	0.01-0.15	6,103	894
DKK	2016	Fixed	0.01-0.15	18,479	2,706
EUR	2018	Floating	2.1	25,000	26,813
EUR	2016	Floating	1.16-5.32	5,395	5,895
USD	2019	Fixed	8.5	309,948	309,948
					355,711

	2016				
Currency	**Expiry**	**Fixed or floating interest**	**Effective interest rate %**	**Carrying amount local'000**	**Carrying amount USD'000**
DKK	2024	Floating	0.95-6.89	62,509	8,863
DKK	2016	Floating	0.01-0.15	11,911	1,689
DKK	2036	Floating	0,80-1.00	17,934	2,543
EUR	2018	Floating	2.1	25,000	26,029
EUR	2016	Floating	1.16-5.32	8,753	9,253
USD	2019	Fixed	8.5	293,241	293,241
					341,618

19.1 Issued bonds and bank debt

In February 2012, Welltec A/S issued bonds of a value of USD 325 million. The bonds have a fixed interest of 8% and an effective rate of 8.5%. The bonds are repayable in full in February 2019. The fair value of issued bonds at December 31, 2016 is USD 328 million (December 31, 2015 USD 309 million). The fair value is based on the OTC quoted market price of USD 101.00 per note (December 31, 2015 95.00 USD per note) (level 1). Welltec has in 2016 purchased own bonds at a nominal value of USD 19,230 thousand.

In April 2015, Welltec A/S obtained a bank loan through the European Investment Bank of EUR 25 million (USD 28 million). The bank loan has a variable interest of 2.2% + 6 months EURIBOR. The bank loan is repayable in December 2018. The carrying amount of the bank debt is approximately equal to the fair value at December 31, 2016.

19.2 Finance lease obligations

Finance lease relates to a building with a lease term of 10.5 years and manufacturing equipment with lease terms of 3-5 years. The group has options to purchase the building and equipment at a nominal amount at the end of the lease agreements. The group's obligations under finance leases are secured by the lessors' title to the leased assets.

(USD thousands)	2016		2015	
	Minimum lease payments	**Present value of minimum lease payments**	**Minimum lease payments**	**Present value of minimum lease payment**
Maturity of finance lease obligations				
Within 1 year	1,597	1,548	1,562	1,511
Between 1 and 5 years	4,434	4,288	4,681	4,530
Over 5 years	4,721	3,743	5,309	4,220
Total	**10,753**	**9,579**	**11,552**	**10,261**

	2016	2015
Interest from finance lease, expensed	(547)	(504)

The fair value of the finance lease liabilities is approximately equal to their carrying amount at December 31, 2016 and December 31, 2015.

19.3 Maturity dates for financial liabilities

2015

(USD thousands)	Less than 1 year	Between 1 and 5 years	Later than 5 years	Total
Finance lease commitments	1,511	4,530	4,220	10,261
Current tax liabilities	7,247	0	0	7,247
Bank debt	8,688	26,813	0	35,501
Issued bonds	0	309,948	0	309,948
Trade payables	13,646	0	0	13,646
Other payables	36,392	0	0	36,392
Total	**67,484**	**341,291**	**4,220**	**412,995**

All debt is measured at amortized cost. The amounts in the table above are exclusive of interest.

Interest on issued bonds matures on an annual basis by USD 26 million until maturity on February 1, 2019.

2016

(USD thousands)	Less than 1 year	Between 1 and 5 years	Later than 5 years	Total
Finance lease commitments	1,548	3,872	3,743	9,163
Bank debt..........................	10,355	26,542	1,901	38,798
Issued bonds	0	293,241	0	293,241
Payables to affiliates	133	0	0	133
Trade payables..................	8,759	0	0	8,759
Other payables..................	29,011	0	0	29,011
Total	49,806	323,655	5,644	379,105

All debt is measured at amortized cost. The amounts in the table above are exclusive of interest.

Interest on issued bonds matures on an annual basis by USD 26 million until maturity on February 1, 2019.

20. Other payables

(USD thousands)	2016	2015
Wages and salaries, personal income taxes, social security costs, etc. payable	2,993	3,891
Holiday pay obligation	5,791	6,333
Accrued interests..	10,055	10,703
Other costs payable	9,962	15,464
Total other payables	**28,801**	**36,391**

Other

21. Fees to auditor appointed at the Annual General Meeting

(USD thousands)	2016	2015	2014
Statutory audit services	260	540	463
Statutory audit services	**260**	**540**	**463**
Non-audit services:			
Assurance opinions..	0	23	8
Tax advisory services...	59	268	265
Other	59	208	361
Non-audit services	**118**	**499**	**634**
Total fees to auditors	**378**	**1,039**	**1,097**

For 2016, PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab was the elected auditor. For 2014 and 2015 the elected auditor was Deloitte Statsautoriseret Revisionspartnerselskab.

22. Assets charged and contingent liabilities

In 2016, the group has issued bank guarantees to third parties in the amount of USD 6,214 thousand. In 2015, guarantees to third parties were USD 5,788 thousand.

JH Holding. Allerød, ApS and its Danish subsidiaries are part of a Danish joint taxation. JH Holding. Allerød, ApS is the management company. As from the financial year 2013, the companies in the group have partly a joint and several liability and partly a secondary liability with respect to income taxes etc. for the jointly taxed companies. As from July 1, 2012, it also has partly a joint and several liability and partly a secondary liability with respect to any obligations to withhold tax on interest, royalties and dividends for these companies. However, in both cases, the secondary liability is capped at an amount equal to the share of the capital of the company directly or indirectly owned by the ultimate parent company.

The debt established under the bond program is guaranteed by Welltec International ApS, Welltec Holding ApS, Welltec Canada Inc., Welltec Africa ApS, Welltec Latinamerica ApS, RS 2001 ApS, Welltec (UK) Ltd, Welltec Inc. and Welltec Oilfield Services (RUS) LLC. Subject to certain exceptions and permitted liens, the debts established under the bond program are secured, by (i) all of the issued shares of the Issuer and each of the Guarantors (other than Welltec International ApS, Welltec (UK) Ltd and Welltec Oilfield Services (RUS) LLC), (ii) certain intercompany loans and receivables of the Issuer and the Guarantors, (iii) the bank accounts of the Issuer and certain of the Guarantors and (iv) certain other assets of certain of the subsidiary Guarantors, including receivables and intellectual property rights. The bonds and the bond guarantees are secured by first-ranking liens over the same property and assets that will secure the obligations outstanding under the Revolving Credit Facility, certain hedging obligations and certain other indebtedness.

JH Holding. Allerød, ApS is involved in legal proceedings and disputes in a number of countries against businesses and individuals. It is the opinion of Management that the outcome of these proceedings will not have a material impact on the group's financial position, results of operations or cash flows.

23. Operating lease commitments

(USD thousands)	**2016**	**2015**	**2014**
Rental and leasing obligations			
Due within 1 year	4,391	5,058	4,850
Due within 2 to 5 years	8,704	12,257	10,006
Over 5 years	5,538	11,492	6,205
Total rental and leasing obligations	**18,633**	**28,807**	**21,061**
Rental and leasing expenses for the year	**7,264**	**9,995**	**11,319**

The group has entered into operational leasing agreements regarding house rental, office furniture and company cars for the period 2017-2023.

Rental obligations are running from 3 to 36 months.

24. Financial instruments

24.1 General capital structure

The group is financed partly through equity and partly through long-term debt. Management assesses on a regular basis whether the group's capital structure is in accordance with the group's and shareholders' interests. The overall objective is to ensure a capital structure that supports long-term growth and also maximizes returns to the shareholders of the group by optimizing the debt to equity ratio. The group's overall objective remains the same.

24.2 Market risk

Due to the group's foreign activities and credit facilities in foreign currencies, its profit/loss, cash flows and equity are affected by changes in exchange rates and interest rates for a number of currencies.

A significant part of this change in exchange rates has been eliminated by changing functional currency for the Danish companies to US dollars from 2012.

24.2.1 Foreign currency risk management

The reporting currency of the group is US dollars. The functional currency of the most significant Danish companies is considered to be US dollars, and the rest of the group's subsidiaries have the functional currency of the country in which the subsidiary is domiciled. A proportion of the group's revenues, expenses and other liabilities are denominated in currencies other than US dollars, in particular Danish kroner, Norwegian kroner and British pounds. Exchange rate exposures are managed within approved policy parameters.

The carrying amounts of the group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows stated in the material currencies affecting the group:

	Assets		Liabilities	
(USD thousands)	2016	2015	2016	2015
DKK	354,324	289,702	210,091	238,247
GBP	14,759	7,341	9,900	4,190
NOK	6,484	27,011	3,791	15,140

24.2.2 Foreign currency sensitivity analysis

The following table details the group's sensitivity to a 10% increase and decrease in DKK, GBP and NOK against the relevant foreign currencies. The percentage used is the sensitivity rate and is representing Management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a change in foreign currency rates. The sensitivity analysis includes external loans as well as loans to foreign operations within the group where the denomination of the loan is in a currency other than the currency of the lender or the borrower. A positive number below indicates an increase in profit and equity where the currency strengthens 10% against the relevant currency. For a 10% weakening of the currency against the relevant currency, there would be a comparable impact on the profit and other equity, and the balances below would be negative.

	Currency DKK impact		Currency GBP impact		Currency NOK impact	
(USD thousands)	2016	2015	2016	2015	2016	2015
Profit/(loss)......	366	484	41	64	261	528
Equity...............	0	0	(273)	(324)	597	1,351

24.2.3 Fair value hierarchy of assets that are measured at fair value in the statement of financial position

	2015			
(USD thousands)	**Quoted prices level 1**	**Observable input level 2**	**Non-observable input level 3**	**Total**
Securities	10,640	0	0	10,640
Biological assets	0	0	20,680	20,680
Total assets measured at fair value	**10,640**	**0**	**20,680**	**31,320**

	2016			
(USD thousands)	**Quoted prices level 1**	**Observable input level 2**	**Non-observable input level 3**	**Total**
Securities	0	0	0	0
Biological assets	0	0	23,879	23,879
Total assets measured at fair value	**0**	**0**	**23,879**	**23,879**

Asssets measured at fair value are classified using the following fair value hierarchy:

Listed prices in active markets of identical assets or liabilities (level 1).

Listed prices in active markets of similar assets or liabilities, or other valuation methods where all material input are based on observable market data (level 2). The valuation of derivative financial instruments in 2015 is based on Mark to Market (MtM) values from financial institutions (level 2).

Valuation methods under which any material input is not based on observable market data (level 3).

The valuation of securities in 2015 is based on listed prices in active markets. The valuation of breeding horses included under biological assets is based on purchase indications received if such are available. If purchase indications are not present, the valuation is based on Management's best estimates considering results in competition, age, development and generic composition.

There have been no transfers between levels 1, 2 and 3 in 2016 or in 2015.

24.2.4 Interest rate risk management

From the beginning of 2012 the group's interest rate risk mainly relates to the group's interest bearing debt to bondholders. The interest is fixed at an effective rate of 8.5%.

As the interest rate is fixed the group does not apply hedge accounting to its derivative financial instruments. Thus any changes in fair value are recognized directly in statement of comprehensive income as financial income or financial expenses.

24.2.5 Interest rate sensitivity analysis

The group's interest-bearing debt for 2015 is primarily fixed at 8.5% due to the bond loan, however the EIB loan has a variable interest of 2.2% + 6 months EURIBOR.

A 250 basis point increase or decrease represents Management's assessment of the reasonably possible change in interest rates.

If interest rates had been 250 basis points higher/lower and all other variables were held constant, the group's:

Profit for the year and equity at December 31, 2016 would be affected by USD 675 thousand (2015: USD 675 thousand).

24.3 Liquidity risk management

It is the group's policy that capital raising and distribution of cash are managed centrally by the group's Finance Department to the extent it is deemed appropriate. The group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows.

The group is adjusting centrally the cash outflow in investments in intangible assets and property, plant and equipment in Denmark.

Please see note 19.3 *Maturity dates for financial liabilities.*

24.4 Categories of financial instruments

	2016	2015
(USD thousands)		
Trade receivables	49,300	65,190
Other receivables	10,451	8,185
Prepayments	3,141	3,900
Cash and cash equivalents	53,636	61,454
Receivables and loans	**116,528**	**138,729**
Securities	0	10,640
Financial assets at fair value through profit or loss	**0**	**10,640**
Finance lease commitments	9,579	10,262
Issued bonds	293,241	309,948
Other non-current liabilities	0	0
Current tax liablities	0	7,247
Trade payables	8,759	13,646
Other payables	29,011	36,392
Financial liabilities measured at amortized cost	**340,590**	**377,495**

25. Related parties

JH Holding. Allerød, ApS' related parties

The ultimate principal shareholder of the group is Jørgen Hallundbæk who has the control.

1. Subsidiaries of JH Holding. Allerød, ApS – see note 9 in the financial statements of the parent company.
2. 7 Industries Holding B.V., Hoogoorddreef 15, 1101 BA, Amsterdam, Holland (owns more than 5% of Welltec International ApS).
3. Exor N.V., Hoogoorddreef 15, 1101 BA, Amsterdam, The Netherlands (owns more than 5% of Welltec International ApS).
4. Companies in which the principal shareholder exercises control, i.e. Haregabgaard ApS and Tinkerbell ApS, Haregabsvej 15, Esbønderup Skovhuse, 3230 Græsted.
5. Members of the parent company's Executive Management and Board of Directors as well as close relatives of these members.
6. Subsidiaries of Welltec International ApS – see note 14. Investments in subsidiaries in the consolidated financial statements of Welltec International ApS.

Balances and transactions between the company and its subsidiaries, which are related parties of the company, have been eliminated on consolidation in accordance with the accounting policies and are not disclosed in this note, but in note 15 to the financial statements of the parent company. Details of transactions between the group and other related parties are disclosed below.

25.1 Related parties transactions

During the year, group entities entered into the following transactions with related parties that are not members of the group:

(USD thousands)

2015	**Affiliates***	**Key management**	**Board of Directors**	**Associates**
Share buyback	7,783	1,481	0	0
Legal services	0	0	1,039	0
Total	**7,783**	**1,481**	**1,039**	**0**

2016	**Affiliates***	**Key management**	**Board of Directors****	**Associates**
Share buyback	0	793	0	0
Purchase of services	37	0	0	0
Sale of services	(217)	0	0	0
Legal services	0	0	17	0
Total	**(180)**	**793**	**17**	**0**

* The parent company's principal shareholder(s) are defined as affiliates.

In 2015, Summit Partners sold their shares back to Welltec International Aps for a cash amount of USD 220 million (thus Summit Partners is no longer a related party). This was followed by a capital reduction and issue of new shares to 7 Industries, Holding B.V. and 7 Industries Lux S.a.r.l.

Legal services from Board of Directors relates to a former member of the Board of Welltec International ApS.

The following balances were outstanding at the end of the reporting period:

	Amounts owed by related parties		**Amounts owed to related parties**	
	2016	**2015**	**2016**	**2015**
Shareholders and Management	1,629	640	0	(874)
Total	**1,629**	**640**	**0**	**(874)**

Balances with shareholders and Management comprising receivables from and payables to members of the Board of Directors accumulates interest with 8% p.a. and are payable upon request. The net balance have increase by USD 1,863 thousand during 2016. The net receivable is not considered to be impaired.

26. Events after the balance sheet date

No significant events regarding the group's activities have occurred since December 31, 2016.

PARENT COMPANY

PARENT STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2016, 2015 AND 2014

(USD thousands)	Note	2016	2015	2014
Administrative costs	3	(131)	(189)	(237)
Operating loss (EBIT)		**(131)**	**(189)**	**(237)**
Financial income	4	1,200	4,645	6,799
Financial expenses	5	(1,897)	(4,921)	(6,125)
Profit/(loss) before tax		**(828)**	**(465)**	**437**
Income taxes	6	31	54	(101)
Profit/(loss) for the year		**(797)**	**(411)**	**336**
Total comprehensive income		**(797)**	**(411)**	**336**

PARENT STATEMENT OF FINANCIAL POSITION

AT DECEMBER 31, 2016 AND 2015

(USD thousands)	Note	2016	2015
Non-current assets			
Financial assets			
Deferred tax asset		23	0
Investments in subsidiaries	9	78,905	81,479
Total financial assets		**78,928**	**81,479**
Total non-current assets		**78,928**	**81,479**
Current assets			
Receivables			
Tax receivables		11	12
Receivable joint taxation		49	49
Receivables from subsidiaries and affiliates	15	1	0
Receivables from Shareholders and Management	15	1,629	640
Other receivables		0	1
Total receivables		**1,690**	**702**
Securities		**0**	**0**
Cash and cash equivalents		**116**	**379**
Total current assets		**1,806**	**1,081**
Total assets		**80,734**	**82,560**

PARENT STATEMENT OF FINANCIAL POSITION

AT DECEMBER 31, 2016 AND 2015

(USD thousands)	Note	2016	2015
Equity			
Share capital	10	88	88
Currency translation reserve		(17,214)	(14,939)
Retained earnings		87,172	87,969
Total equity		**70,046**	**73,118**
Current liabilities			
Credit institutions	11	9,280	5,895
Current tax liabilities, joint taxation		0	0
Trade payables	11	0	55
Payables to subsidiaries and affiliates	11	1,302	2,417
Other payables	11	106	1,075
Total current liabilities		**10,688**	**9,442**
Total liabilities		**10,688**	**9,442**
Total equity and liabilities		**80,734**	**82,560**

PARENT STATEMENT OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2016, 2015 AND 2014

	Share capital	**Currency translation reserve**	**Retained earnings**	**Total**
(USD thousands)				
Equity at December 31, 2014	**88**	**(6,435)**	**88,380**	**82,033**
Profit/loss for the year	0	0	(411)	(411)
Unrealized exchange rate adj. related to opening equity	0	(8,504)	0	(8,504)
Total comprehensive income for the year	**0**	**(8,504)**	**(411)**	**(8,965)**
Equity at December 31, 2015	**88**	**(14,939)**	**87,969**	**73,118**
Profit/loss for the year	0		(796)	(796)
Unrealized exchange rate adj. related to opening equity	0	(2,274)		(2,274)
Total comprehensive income for the year		**(2,274)**	**(796)**	**(3,070)**
Equity at December 31, 2016	**88**	**(17,214)**	**87,172**	**70,047**

PARENT STATEMENT OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2016, 2015 AND 2014

(USD in thousands)	Note	2016	2015	2014
Operating loss (EBIT)		(131)	(189)	(237)
Non-cash adjustments	7	0	(120)	(400)
Changes in working capital	8	(3,129)	(1,624)	773
Income taxes received		7	(12)	13
Other payables, long term		0	0	0
Cash flows from operating activities		**(3,253)**	**(1,945)**	**149**
Proceeds from sale/investment in securities		392	2,112	27,261
Financial income received		1,200	4,694	6,540
Cash flows from investing activities		**1,592**	**6,806**	**33,801**
Financial expenses paid		(1,897)	(529)	(1,054)
Other financial expenses		0	(4,111)	(2,340)
Investment in capital		0	(268)	(13,266)
Proceeds from long term debt		9,280	0	0
Repayment of long term debt		(5,895)	0	0
Proceeds from sale/investment in securities		0	2,112	27,261
Repayment of bank debt		0	0	(21,111)
Cash flows from financing activities		**1,488**	**(4,908)**	**(37,771)**
Increase/decrease in cash and cash equivalents		(563)	(47)	**(3,821)**
Exchange rate adjustment at 01.01		300	(228)	2,561
Cash and cash equivalents at 01.01		379	654	1,914
Cash and cash equivalents at 31.12		**116**	**379**	**654**

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NOTES TO PARENT ANNUAL FINANCIAL STATEMENTS

1. Accounting policies

Basis of accounting

The annual report for 2016 of the parent company, JH Holding. Allerød, ApS, is presented in accordance with International Financial Reporting Standards ('IFRS') as adopted by the EU and further requirements in the Danish Financial Statements Act. Please see the Danish Executive Order on IFRS adoption issued in accordance with the Danish Financial Statements Act.

The annual report is presented in thousands of US dollars (USD). The functional currency of the parent company is Danish kroner (DKK).

The accounting policies are unchanged compared to 2016.

Differences compared to the group's accounting policies

The Parent company's accounting policies for recognition and measurement are in accordance with the group's policies with the exceptions stated below:

Investments in subsidiaries

Investments in subsidiaries are measured at cost in the parent company's financial statements. Where the recoverable amount of the investments is lower than cost, the investments are written down to this lower value. Dividend from investments in subsidiaries is recognized in the statement of comprehensive income in the year it is declared.

2. Use of critical accounting estimates and judgments

The determination of carrying values and preparation of the annual report build upon estimates made by Management of the likely effect of future events on the value of investments and receivables in/from subsidiaries. Actual results may differ from these estimates.

The estimates used build upon assumptions which, in the opinion of Management, are valid albeit inherently uncertain and unpredictable. An assessment is made of the possibility of recovering the carrying value of intangible and tangible assets. The assessment of recoverable amounts is based on estimated returns generated by those assets in the cash-generating unit.

Statement of comprehensive income

3. Staff costs

There have been no employees in the parent company for the financial years 2014-2016. Please see note 4 in the consolidated financial statements for information on remuneration to Management.

4. Financial income

(USD thousands)	2016	2015	2014
Interest income	142	524	1,393
Interest income from subsidiaries and affiliates	0	3	334
Interest income from financial assets that are not measured at fair value through profit or loss	**142**	**527**	**1,727**
Exchange rate gains	0	0	0
Fair value adjustment of financial instruments	0	4,118	5,072
	142	**4,645**	**6,799**

5. Financial expenses

(USD thousands)	2016	2015	2014
Interest expenses	(658)	(853)	(1,771)
Interest expenses to subsidiaries and affiliates	(123)	(58)	0
Other financial expenses	(0)	(1)	(89)
Interest expenses from financial liabilities that are not measured at fair value through profit or loss	**(781)**	**(912)**	**(1,860)**
Exchange rate loss	(1,116)	(18)	(489)
Fair value adjustment of financial instruments	0	(3,991)	(3,776)
	(1,897)	**(4,921)**	**(6,125)**

The net profit impact of financial instruments measured at fair value through profit or loss amounted to a net gain of USD 0 thousand at December 31, 2016 (net gain of USD 127 thousand in 2015 and net gain of USD 1,296 thousand in 2014).

The net exchange rate loss at December 31, 2016 was USD 1,116 thousand (a net exchange rate loss of USD 18 thousand in 2015 and a net exchange rate loss of USD 489 thousand in 2014).

6. Income taxes

(USD in thousands)	2016	2015	2014
Current tax	(21)	(50)	107
Adjustment in corporation tax previous years	15	(4)	(6)
Current tax incl. adj. in corporation tax previous years	**(6)**	**(54)**	**101**
Change in deferred tax	(24)	0	0
Income taxes	**(30)**	**(54)**	**101**
A breakdown of tax:			
Profit/(loss) before tax	(828)	(465)	437
	(828)	**(465)**	**437**
Reconciliation of tax rate (%)			
Danish corporation tax rate	22	23.5	24.5
Non-taxable income and non-deductible expenses	(18)	(13)	0
Other, including adjustment to previous years	0	1	(2)
	4	**12**	**23**

No income tax has been recognized in other comprehensive income (loss) or directly in equity in 2014, 2015 and 2016.

Statement of cash flows

7. Non-cash adjustments

(USD thousands)	2016	2015	2014
Unrealized gains/losses on financial instruments	0	(114)	(134)
Currency adjustments, other	0	(6)	(266)
Special items	0	0	0
	0	**(120)**	**(400)**

8. Changes in working capital

(USD thousands)	2016	2015	2014
Change in receivables and prepayments	(317)	(412)	(107)
Change in receivables from subsidiaries and affiliates (net)	(1)	(290)	15,494
Change in trade payables	(55)	(58)	125
Change in other payables	(970)	35	(3,218)
Change in payables to related parties	(1,787)	(899)	(11,521)
	(3,130)	**(1,624)**	**773**

Statement of financial position

9. Investments in subsidiaries

(USD thousands)	2016	2015
Acquisition cost 01.01	**81,479**	**90,611**
Additions	0	268
Decreases	0	0
Exchange rate adjustments	(2,574)	(9,400)
Acquisition cost 31.12	**78,905**	**81,479**

Shares in Welltec International ApS is partly pledged as security for bank and investor loan

The parent company has an investment in the following subsidiaries:

Name	Registered country	Principal activity	Year/ currency	Capital units	Share
Welltec International ApS	Denmark	Holding Company	2007/DKK	4,894,994	58,27%
Tinkerbell ApS	Denmark	Sales Company	2012/DKK	80,000	100%
Haregabgaard ApS	Denmark	Sales Company	2008/DKK	500,100	100%
Welltec A/S*****	Denmark	Manufacture	1989/DKK	292,005,743	100%
Welltec Holding ApS******	Denmark	Holding Company	2005/DKK	254,865,743	100%
Pt. Welltec Oilfield Services Indonesia**	Indonesia	Sales Company	2005/USD	500,000	95%
Welltec Oilfield Services Argentina SA ***	Argentina	Sales Company	2015/ARS	50,000	90%
Welltec Oilfield Services (Malaysia) Sdn. Bhd**	Malaysia	Sales Company	2005/MYR	350,000	49%
Welltec (UK) Ltd. **	Scotland - UK	Sales Company	2002/GBP	1	100%
Welltec Canada Inc. **	Canada	Sales Company	2001/CAD	6,000,001	100%
Welltec Inc. **	USA	Sales Company	2000/USD	100,000	100%
RS 2001 ApS**	Denmark	Sales Company	2001/DKK	125,000	100%
Welltec Oilfield Services Pty. Ltd.**	Australia	Sales Company	2005/AUD	10	100%
Welltec Latinamerica ApS**	Denmark	Sales Company	2005/DKK	475,000	100%
Welltec Africa ApS**	Denmark	Sales Company	2005/DKK	125,000	100%
Welltec Venezuela, C.A.***	Venezuela	Sales Company	2005/VEF	1,000	100%
Welltec do Brasil Ltda.***	Brasil	Sales Company	2006/BRL	423,790	100%
Welltec Angola Lda.****	Angola	Sales Company	2006/USD	5,000	49%
Welltec Oilfield Services (Nigeria) Ltd.****	Nigeria	Sales Company	2006/NGN	25,000,000	30%
Welltec Oilfield Services Gabon Sarl ****	Gabon	Sales Company	2015/CFA	1,000,000	100%
Welltec Oilfield Services (Norway)**	Norway	Sales Company	2015/NOK	3,000,000	100%
Welltec Oilfield Services (Doha) LLC.**	Qatar	Sales Company	2015/QAR	1,000	49%
Welltec Oilfield Services (RUS) LLC.**	Russia	Sales Company	2007/RUB	100,000	100%
Welltec Oilfield Services (Azerbaijan) Ltd.**	Azerbaijan	Sales Company	2007/USD	5,000	100%
Welltec Oilfield Services Mexico S.A.***	Mexico	Sales Company	2007/MXN	50,000	100%
Welltec Oilfield Services (India) Private Limited **	India	Sales Company	2008/INR	100,000	100%
Welltec Oilfield Services (Saudi Arabia) Ltd**	Saudi Arabia	Sales Company	2008/SAR	500.000	100%
Welltec Oilfield Services (Proprietary) (South Africa) Limited****	South Africa	Sales Company	2010/ZAR	1,000	100%
Welltec Oilfield Services (Kazakhstan) LLP**	Kazakhstan	Sales Company	2011/KZT	151,200	100%
Welltec Oilfield Services (Uganda) Limited**	Uganda	Sales Company	2012/USD	10,000	100%
Welltec Oilfield Services (Ghana) Limited****	Ghana	Sales Company	2013/GHC	40,818	49%
Welltec Oilfield services (Ukraine) LLC**	Ukraine	Sales Company	2013/UAH	1,000	100%
Welltec Oilfield Services (Trinidad & Tobago) Lim- ited*	Trinidad & Tobago	Sales Company	2016/TTD	1	100%

Welltec Switzerland Holding******	Switzerland	Holding Company	2016/CHF	100,000	100%
Welltec Oilfield Services (Continental Europe)**	Denmark	Sales Company	2014/DKK	500,000	100%

*Held by Welltec Inc., **Held by Welltec A/S, *** Held by Welltec Latinamercia ApS, ****Held by Welltec Africa ApS, *****Held by Welltec Holding ApS, ******Held by Welltec International ApS

Even through Welltec A/S only holds a 49% and 30% ownership interest in four subsidiaries, Welltec A/S controls the four subsidiaries through holdings of more than half of the voting power.

10. Share capital

See note 17 *Share capital* in the consolidated financial statements.

The parent company, JH Holding. Allerød, ApS, holds no own shares and no own warrants.

11. Current and non-current financial liabilities

11.1 Maturity dates for financial liabilities

2015

(USD thousands)	**Less than 1 year**	**Between 1 and 5 years**	**Later than 5 years**	**Total**
Payables to subsidiaries.....	3,362	0	0	3,362
Bank debt.......................	6,773	0	0	6,773
Trade payables................	125	0	0	125
Other payables................	2,055	0	0	2,055
Total	**13,331**	**0**	**0**	**13,331**

All liabilities shown in the table above are measured at amortized cost. The amounts are exclusive of interest.

2016

(USD thousands)	**Less than 1 year**	**Between 1 and 5 years**	**Later than 5 years**	**Total**
Payables to subsidiaries.....	0	0	0	0
Bank debt and investor loan	9,280	0	0	9,280
Trade payables................	0	0	0	0
Other payables................	105	0	0	105
Total	**9,385**	**0**	**0**	**9,385**

All liabilities shown in the table above are measured at amortized cost. The amounts are exclusive of interest.

Other

12. Fees to auditor appointed at the Annual General Meeting

(USD in thousands)	**2016**	**2015**	**2014**
Statutory audit services	19	28	20
Statutory audit services	**19**	**28**	**20**
Non-audit services:			
Assurance opinions	0	0	0
Tax advisory services	0	51	2
Other	18	87	113
Non-audit services	**18**	**138**	**115**
Total fees to auditors	**37**	**166**	**135**

For 2016, PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab was the elected auditor. For 2014 and 2015 the elected auditor was Deloitte Statsautoriseret Revisionspartnerselskab.

13. Assets charged and contingent liabilities

See note 9 and 22 *Assets charged and contingent liabilities* in the consolidated financial statements.

14. Financial instruments

For group overview, please see note 24 *Financial instruments* in the consolidated financial statements.

Currency risks

The parent company is exposed to limited currency risks as the majority of transactions and balances are in its functional currency.

15. Related parties

See note 25 *Related parties* in the consolidated financial statements.

15.1 Related parties transactions

During the year, the company entered into the following transactions with related parties:

2015 (USD thousands)	**Affiliates***	**Key management**	**Board of Directors***	**Associates**
Dividend paid to shareholders	0	0	0	0
Raw materials and finished goods	0	0	0	0
Purchase of activities	0	0	0	0
Share buyback	0	0	0	0
Legal services	0	0	24	0
Total	**0**	**0**	**24**	**0**

2016 (USD thousands)	**Affiliates***	**Key management**	**Board of Directors***	**Associates**
Dividend paid to shareholders	0	0	0	0
Raw materials and finished goods	0	0	0	0
Purchase of activities	0	0	0	0
Share buyback	0	0	0	0
Legal services	0	0	0	0
Total	**0**	**0**	**0**	**0**

* The previous Chairman of the Board of Directors of Welltec International ApS.

The following balances were outstanding at the end of the reporting period:

	Amounts owed by related parties		**Amounts owed to related parties**	
	2016	**2015**	**2016**	**2015**
Subsidiaries and affiliates	1	0	(1,302)	(1,543)
Shareholders and Management	1,629	640	0	(874)
Total	**1,630**	**640**	**(1,302)**	**(2,417)**

Balances with shareholders and Management comprising receivables from and payables to members of the Board of Directors accumulates interest with 8% p.a. and are payable upon request. The net balance have increase by USD 1,863 thousand during 2016. The net receivable is not considered to be impaired.

16. Events after the balance sheet date

See note 26 *Events after the balance sheet date* in the consolidated financial statements. After the balance sheet date the amount owed by related parties has been approved by a General Meeting in accordance with the Danish Company Act paragrafh 210.

BRANCHES

The Group holds the following branches:

Name	Registred office	Principal activity	Year/ currency
Welltec A/S (Azerbaijan Branch)*	Azerbaijan	Sales Branch	2008/AZN
Welltec A/S India Project Office*	India	Sales Branch	2008/INR
Welltec Africa ApS E.G.***	Equatorial Guinea	Sales Branch	2010/XAF
Welltec A/S - Abu Dhabi*	UAE	Sales Branch	2011/AED
Welltec Latin America ApS Sucursal Columbiana*	Columbia	Sales Branch	2011/COP
Welltec A/S (Gabon Branch)*	Gabon	Sales Branch	2012/CFA
Welltec Africa ApS Congo***	Congo	Sales Branch	2013/CFA
Welltec Latinamerica ApS (Ecuador Branch)**	Ecuador	Sales Branch	2014/USD
Welltec Africa ApS (Ivory Coast Branch)***	Ivory Coast	Sales Branch	2015/XOF

* Held by Welltec A/S

** Held by Welltec Latinamerica ApS

*** Held by Welltec Africa ApS