Discovery Communications Nordic ApS

Annual Report 2019

The Annual Report as presented and adopted at the Annual General Meeting on September 1, 2020.

Lene Rytter Chairman of the meeting

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Management's Statement

Chairman

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Discovery Communications Nordic ApS for the financial year January 1 - December 31, 2019.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2019 of the Company and the results of the Company operations for 2019.

In our opinion, Management's Review includes a true and fair account of the matters adressed in the Review.

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

Copenhagen, September 1, 2020		
Executive Board		
Christian Kemp Managing director		
	Board of Directors	
Roanne Weekes	Jozef Maarten Diikstra	Christian Sonnefeld Jørgensen

Independent Auditor's Report

To the Shareholders of Discovery Communications Nordic ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2019, and of the results of the Company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements

We have audited the Financial Statements of Discovery Communications Nordic ApS for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these 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 thereon.

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 Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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 ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- · Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- · Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- · Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management,

- 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.

Hellerup, 1 September 2020 PricewaternouseCoopers

Statsautorise et Revisionspart CVR No 38 77 12 31 rselskab

Allan Kamp Jensen

State Authorised Public Accountant

Mne/5126

Company Information

Discovery Communications Nordic ApS H.C. Andersens Boulevard 1 DK-1553 Copenhagen The Company

CVR number 21 85 86 09

Board of Directors Roanne Weekes, Chairman

Jozef Maarten Dijkstra
Christian Sonnefeld Jørgensen

Executive Board Christian Kemp

Auditors PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Strandvejen 44 DK-2900 Hellerup

Bank Mendez Ganz Skandinaviska Enskilda Bank Bankers

Financial Highlights

Seen over a five-year period, the development of the Company is described by the following financial Highlights:

	2019	2018	2017	2016	2015
	TDKK	TDKK	TDKK	TDKK	TDKK
Key figures					
Profit/loss					
Operating profit/loss	-181	3,093	103	27.000	46.390
Profit/loss before financial income					
and expenses	-181	3,093	103	27.000	46.390
Net profit/loss for the year	-161,921	-369.965	-227.387	139.25	-1,152,546
Balance sheet					
Balance sheet total	4,522,996	4,577,485	5,062,425	5,343,615	5,262,136
Equity	3,508,850	3,611,771	4,040,736	4,268,123	5,343,144
Investments in property, plant					
and Equipment	-	-	-	-	-
Ratios					
Return on assets	0.0%	0.0%	0.0%	0.0%	0.9%
Solvency ratio	78%	78.7%	79.8%	79.9%	79.6%
Return on Equity	-4.6%	-9.6%	-5.5%	3.3%	-24.2%

The ratios have been prepared in accordance with the recommendations and guidelines issued by the Finansforeningen/CFA Society Denmark. For definitions, see under accounting policies.

Management's Review

Key activities

The Company's objects are to carry on trade and industry and all activities deemed to be related thereto by the board of directors. The Company's investments in subsidiaries comprises 100 percent of the shares in Discovery Networks Denmark ApS.

Development in the year

The income statement of the Company for 2019 shows a loss of TDKK 161,921 and at 31 December 2019 the balance sheet of the Company shows equity of TDKK 3,508,850.

The Management considers the result is satisfactory.

The past year and follow-up on development expectations from last year

The result for the year is increased compared to last year since the result from shares in subsidiaries has increased compared to previous years.

Special risks, operating risks and financial risks

Market risks

In recent years, the Danish media market, together with the other Nordic countries, has experienced a decline in PUT (People Using Television). This trend is expected to continue, which will adversely affect linear revenue of the Company's subsidary and consequently, having a negative impact of the Company's performance going forward.

Foreign exchange risks

Given that transfer pricing is made in foreign currency, results of operations, cash flow and equity are impacted by their exchange as well as interest rate developments. No foreign currency hedging is made.

Interest rate risks

As the Company has minimal interest-bearing debt, a change in the interest rate level will be without significant direct effect on earnings.

Targets and expectations for the year ahead.

The Company expects that the financial result in the next year will be in the same level as 2019.

External environment

The operations of the Company has no material impact on the external environment.

Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any uncertainty.

Unusal events

The financial position at 31 December 2019 of the Company and the results of the activities of the Company for the financial year 2019 have been affected by development in subsidiaries.

Subsequent events

On 11 March 2020, the World Health Organization officially declared Covid-19, the disease caused by novel coronavirus, a pandemic. Discovery Group (the "Group") of the Company is working closely with the directors and assisting them to monitor the evolution of the pandemic, including how it may affect the markets, the general population and the financial impact of these events.

At this stage, the final impact of the Covid-19 virus outbreak on the operations of the Company and its affiliated undertakings is hard to predict. However, based on initial assessment, the directors don't currently foresee that Covid-19 virus outbreak would have a material impact, and therefore, these financial statements do not include any impacts related to this event.

The directors conclude that as of the date of the approval of these annual accounts, it is reasonable to conclude that the Company will be able to continue in operation of the foreseeable future.

Income Statement 1 January - 31 December

in TDKK	Note	2019	2018
Gross profit/loss		-181	3,093
Financial items			
Income from investments in subsidiaries	1	-151,054	-348,555
Financial income	2	95,708	16,061
Financial expenses	3	-111,181	-43,996
Profit/loss before tax		-166,708	-373,397
Tax on profit/loss for the year	4	4,787	3,432
Profit/loss for the year		-161,921	-369,965

Balance sheet per December 31

in TDKK	Note	2019	2018
Assets			
Investments in subsidiaries	5	1,824,280	2,036,062
Fixed asset investments	_	1,824,280	2,036,062
Fixed assets	_	1,824,280	2,036,062
Receivables from Group enterprises		30,198	247,032
Other receivables		93	91
Joint taxation, contribution receivable		3,432	
Corporation tax, joint taxation		3,250	39,446
Receivables	_	36,973	286,569
Cash at bank and in hand		2,661,744	2,343,412
Current assets	_	2,698,717	2,629,981
Total assets		4,522,996	4,666,042

Balance sheet 31 December

Equity and liabilities

in TDKK

	Note	2019	2018
Equity			
Share capital		50	50
Special reserves		4,300,634	4,300,634
Retained earnings	_	-791,834	-629,913
Equity	6 _	3,508,850	3,670,771
Payables to group enterprises	_	422,082	422,081
Long-term debt	8 _	422,082	422,081
Payables to group enterprises	8	587,492	471,126
Corporation tax			37,058
Other payables	_	4,571	65,006
Total current liabilities	_	592,063	573,190
Debt		1,014,145	995,271
Liabilities and equity	_	4,522,996	4,666,042
Distribution of profit	7		
Contingent assets, liabilities and other financial obligations	9		
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Statement of Changes in Equity

	Share capital	Special reserves	Retained earnings	Total
	TDKK	TDKK	TDKK	TDKK
Equity at 1 January	50	4,300,634	-629,913	3,670,771
Net profit/loss for the year		_	-161,921	-161,921
Equity as 31 December	50	4,300,634	-791,834	3,508,850

The special reserves comprise of a dividend equalisation fund adopted in connection with a capital decrease in 2016.

-1,281,299

2,036,062

Notes to the Financial Statements

in TDKK

877 – 502 –327,502
877 –
571 -21,053
019 2018

	-151,054	-348,555
2. Financial income		
Z. I manda moone	2019	2042
	=	2018
Interest received from group enterprises	5,187	11,598
Other financial income	-	-
Exchange adjustments	90,521	4,463
	95,708	16,061
3. Financial expenses		
	2019	2018
Interest paid to group enterprises	28,367	26,030
Other financial expenses	19,124	16,903
Exchange adjustments, expenses	63,690	1,063
	111,181	43,996
4. Tax on profit/loss for the year		
	2019	2018
Current tax for the year	3,251	-3,432
Adjustment of tax concerning previous years	1,536	
	4,787	-3,432
5. Investments in subsidiaries		
	2019	2018
Cost at January 1	3,665,916	3,665,916
Additions for the year	149	-
Disposals for the year	<u>~</u>	
	3,666,065	3,665,916

Carrying amount at 31 December	-1,841,785	-1,629,854
Amortisation of goodwill		-327,502
Net profit/loss for the year	115,571	-21,053
Disposals for the year	-	-

-1,629,854

1,824,280

Positive difference arising on initial measurement of subsidiaries at		
net asset value	3,275,022	3,275,022

Remaining positive difference included in the above carrying		
amount at 31 December	1,070,440	1,397,942

Investments in subsidiaries are specified as follows:

Value adjustments at January 1

Name	Place of registered office	Share capital	Votes and ownership
Discovery Networks Denmark ApS	Copenhagen	2,000,000	100%

6. Equity

The Share capital consists of 50 shares of a nominal value of TDKK 1. No shares carry any special rights.

7. Distribution of profit

	2019	2018
Retained earnings	-161,921	-369,965
	-161,921	-369,965
8. Long-term debt		
Payments due within 1 year are recognised in short-term debt. Oth	er debt is recognised in long-term debt.	
The debt falls due for payment as specified below:		
	2019	2018
Payables to group enterprises		
Between 1 and 5 years	422,082	422,081
Long-term part	422,082	422,081
Other short-term debt to group enterprises	587,492	471,126
	1.009.574	893 207

9. Contingent assets, liabilities and other financial obligations

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc. of the Groups Danish companies. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

10. Related parties

Controlling interest	Basis
Discovery Communications Europe Ltd. Discovery House, Chiswick Park Building 2 566 Chiswick High Road W4 5YB London	Shareholder

Discovery Inc.

1 Discovery Place Silver Spring MD 90210 United States

Ultimate Shareholder

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

The Company have in the financial year 2019 carried out transactions with related parties in accordance with the Groups Transfer Pricing policies.

Consolidated Financial Statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements of Discovery Inc., the Company has not prepared consolidated financial statements. The Company is included in the Group Annual report of the Parent Company of the largest and smallest group.

Name	Place of registered office	
Discovery Inc.	Silver Spring, Untied States	
Discovery Communications Europe Ltd.	London, Untied Kingdom	

The Group Annual report of Discovery Inc. is to be obtained at the following adress:

1 Discovery Place
Silver Spring
MD 90210
United States
https://ir.corporate.discovery.com/financial-information/annual-reports

11. Accounting principles

The Annual report of Discovery Communications Nordic ApS for 2019 are prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting principles remain unchanged from previous year. The Financial Statements for 2019 are presented in TDKK.

Assets are recognized in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably

Liabilities are recognised in the balance sheet when it it probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Danish Kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange diffrences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expense in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement

Income Statement

Gross profit/loss

With reference to section 32 of the Danish Financial statements Act, revenue has not been disclosed in the Annual Report

Revenue

Revenue from the sale of TV commercials and transmission is recognised in the income statement when the delivery and transfer of risk has been made before year end.

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with its wholly owned Danish subsidiary; Discovery Networks Denmark ApS. The tax effect of the joint taxation is allocated to entreprises in proprotion to their taxable incomes.

Balance sheet

Investment in subsidiaries

Investment in subsidiaries are recognised and measured under the equity method.

The item "investments in subsidiaries" in the balance sheet include the proportionate owneership share of the net asset value of the enterprises calculated on the basis of the fair values identifiable net assets at the time of acquisition with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

Goodwill

Goodwill is amortised over a period of 10 years.

Goodwill is amortized over the expected economic useful life, measured by reference to an assessment of, among other factors as the nature of the market position of the business, the stability of the industry and earnings, the market position of the acquired entity and what is considered as normal in the media business

11. Accounting principles (continued)

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Receivables

Receivables are measured in the balance sheet at the lower of amortized cost and net realizable value, which corresponds to nominal value less provision for bad debt.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realized, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.

Financial Highlights

Explanation of financial ratios

Return on assets	Profit before financials x 100 Average assets
	Avelage assets
Solvency ratio	Equity at year end x 100
	Total assets at year end
Return on equity	Net profit for the year x 100
	Average equity



The document is signed using Visma Addo digital signing service.

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"With my signature, I confirm the content of the document above."



Christian Kemp EVP CEO DK & FI and CCO Nordics

IP: 87.49.146.189 02-09-2020 12:09



Christian Sonnefeld Jørgensen Director - Legal

IP: 198.147.2.5 02-09-2020 16:09



Roanne Weekes

IP: 86.178.50.229 02-09-2020 14:43



Jos Dijkstra

IP: 2.64.187.152 02-09-2020 16:18



Lene Rytter Manager - Legal Advokat

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All documents included in the transaction are listed below. The event log

describes signers' events related to the signing of the document.

Documents in the transaction

This document

2019_DCN_Annual report_2019DNC_final_for signing (003).pdf

The documents and attachemnts above have been signed and sent to all parties by e-mail or as a download link. Signer is responsible for downloading and securing the content of the documents and attachments.

Download documents

As a signer you have received a link to download the documents. The documents will be available for 14 days whereupon they will be deleted from Visma Addo.

Event log for document

Event log for the document

2020-09-02 11:57	The signing process has started
2020-09-02 11:57	A notification has been sent to Christian Kemp (Christian_Kemp@discovery.com)
2020-09-02 12:09	The document was opened via the link sent to Christian Kemp
2020-09-02 12:09	The document was signed by Christian Kemp (IP: 87.49.146.189)
2020-09-02 12:09	The signing process has started
2020-09-02 12:09	All documents have been signed by Christian Kemp
2020-09-02 12:09	A notification has been sent to Roanne Weekes (roanne_weekes@discovery.com)
2020-09-02 14:41	A notification was sent to roanne_weekes@discovery.com
2020-09-02 14:43	The document was opened via the link sent to Roanne Weekes
2020-09-02 14:43	The document was signed by Roanne Weekes (IP: 86.178.50.229)
2020-09-02 14:43	The signing process has started
2020-09-02 14:43	All documents have been signed by Roanne Weekes
2020-09-02 14:43	A notification has been sent to Christian Sonnefeld Jørgensen (Christian_Sonnefeld@discovery.com)
2020-09-02 15:38	A notification was sent to Christian_Sonnefeld@discovery.com
2020-09-02 16:09	The document was opened via the link sent to Christian Sonnefeld Jørgensen
2020-09-02 16:09	The document was signed by Christian Sonnefeld Jørgensen (IP: 198.147.2.5)
2020-09-02 16:09	All documents have been signed by Christian Sonnefeld Jørgensen
2020-09-02 16:09	The signing process has started
2020-09-02 16:09	A notification has been sent to Jos Dijkstra (Jos_Dijkstra@discovery.com)
2020-09-02 16:18	The document was opened via the link sent to Jos Dijkstra
2020-09-02 16:18	The document was signed by Jos Dijkstra (IP: 2.64.187.152)
2020-09-02 16:18	All documents have been signed by Jos Dijkstra
2020-09-02 16:18	The signing process has started
2020-09-02 16:18	A notification has been sent to Lene Rytter (Lene_Rytter@discovery.com)
2020-09-02 16:23	The document was opened via the link sent to Lene Rytter
2020-09-02 16:23	The document was signed by Lene Rytter (IP: 195.184.104.162)
2020-09-02 16:23	All documents have been signed by Lene Rytter