# F. Salling Invest A/S

**Rosbjergvej 33 - 35**
**DK-8220 Brabrand**

## Annual report

## 2017

## CVR no. 24 57 46 28

The Annual report has been presented and approved on the company's annual general meeting at 26/4 2018

Chair

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# Financial highlights for the company

*DKK million*

| | 2017 | 2016 | 2015 | 2014 | 2013 *) |
|---|---|---|---|---|---|
| Rental revenue | 29 | 28 | 27 | 25 | 12 |
| Operating profit (EBIT) | 16 | 16 | 10 | 11 | -5 |
| Share of profit/loss of associates, net of tax | 404 | 390 | 540 | 598 | 297 |
| Net financial items | -8 | -15 | -35 | -36 | 280 |
| Total profit for the year | 414 | 393 | 616 | 578 | 503 |
| | | | | | |
| Total assets | 8,902 | 8,459 | 9,328 | 8,658 | 11,519 |
| Total equity | 7,696 | 7,256 | 7,019 | 6,368 | 6,186 |
| | | | | | |
| Profit margin | 55.2 % | 57.1 % | 37.0 % | 44.0 % | -41.7 % |
| Return on equity | 5.5 % | 5.5 % | 9.2 % | 9.2 % | 8.5 % |

*Definitions:*

Profit margin is operating profit divided by rental revenue.

Return on equity is total profit for the year divided by the average equity (average of equity at the beginning of the year and at the end of the year).

*) The main and key figures for the financial year 2013 have not been adjusted to reflect the changed accounting principles applied resulting from the transition to IFRS in 2015 or the changed accounting policies regarding insurance provisions in the associate, Dansk Supermarked A/S

# Management's review

## Primary business area

The company's primary business activity is the owning of shares in the associate, Dansk Supermarked A/S, and investment in properties.

## Development during the financial year

The annual report for F. Salling Invest A/S is presented in accordance with the provisions of the International Financial Reporting Standards (IFRS).

During 2017 the company has, together with F. Salling Holding A/S, acquired the remaining 19 % of the shares in Dansk Supermarked A/S from A. P. Møller - Mærsk A/S, so that the company and F. Salling Holding A/S now own all 100 % of Dansk Supermarked A/S' shares. The company continues to have significant influence in Dansk Supermarked A/S, whereas F. Salling Holding A/S has acquired controlling influence.

In 2017 the company has realised a result for the year after tax of DKK 414 million against a result after tax of DKK 393 million in 2016.

The result for 2017 is satisfactory.

## Social responsibility and diversity in management

The company does not have policies regarding social responsibility, as the primary activity of the company is the owning of shares in Dansk Supermarked A/S. Dansk Supermarked A/S has policies regarding social responsibility and prepares a report on social responsibility in connection with the annual report.

In the company the target regarding the gender constitution of the Board of Directors is that 50 % of the members of the Board of Directors equivalent to 2 must be women. At the end of 2017 the target is met, as 2 of the members of the Board of Directors are women.

## Particular risks

The company's financial risks are primarily related to investments in Dansk Supermarked A/S.

## Expected development

The company expects that Dansk Supermarked A/S will show a positive result in 2018.

## Subsequent events

No subsequent events have occurred that would affect the annual report for 2017.

## Management's statement

The Board of Directors and the Executive Board have today discussed and approved the annual report of F. Salling Invest A/S for the financial year 1 January – 31 December 2017.

The annual report has been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and additional disclosure requirements in the Danish Financial Statements Act.

It is our opinion that the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31 December 2017 and of the company's operations and cash flows for the financial year 1 January – 31 December 2017.

Further, in our opinion, the Management's review gives a fair review of the development in the company's operations and financial conditions, the results of the company's operations, cash flows and financial position as well as a description of the most significant risks and uncertainty factors that the company faces.

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

Brabrand, 26 April 2018

**Executive Board**

Jakob Røddik Thøgersen
CEO

**Board of Directors**

Jens Bjerg Sørensen
Chairman

Karin Salling

Nils S. Andersen

Anne Broeng

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**Executive Board**

Jakob Røddik Thøgersen
CEO

**Board of Directors**

| | | |
|---|---|---|
| Jens Bjerg Sørensen<br>Chairman | Karin Salling | Nils S. Andersen |
| Anne Broeng | | |

# Independent auditor's report

**To the shareholder of F. Salling Invest A/S**

***Opinion***

We have audited the financial statements of F. Salling Invest A/S for the financial year 1 January – 31 December 2017, which comprise income statement, statement of comprehensive income, balance sheet, statement of changes in equity, cash flow statement and notes, including accounting policies. The financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements of the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the company at 31 December 2017 and of the results of the company's operations and cash flows for the financial year 1 January – 31 December 2017 in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements of the Danish Financial Statements Act.

***Basis for opinion***

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

***Statement on the Management's review***

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any assurance conclusion thereon.

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

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

Based on our procedures, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatements of the 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 International Financial Reporting Standards as adopted by the EU and additional disclosure requirements of 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.

## Independent auditor's report

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Aarhus C, 26 April 2018

ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Henrik Kronborg Iversen
State Authorised Public Accountant
MNE no. mne24687

Morten Friis
State Authorised Public Accountant
MNE no. mne32732

## Income statement

*DKK million*

| Notes | | 2017 | 2016 |
|---|---|---|---|
| 7 | Rental revenue | 29 | 28 |
| | External expenses | -5 | -4 |
| | Depreciation | -8 | -8 |
| | Operating profit (EBIT) | 16 | 16 |
| 8 | Share of profit/loss of associates, net of tax | 404 | 390 |
| 4 | Financial income | 3 | 5 |
| 5 | Financial expenses | -11 | -20 |
| | Profit before tax | 412 | 391 |
| 6 | Income tax | 2 | 2 |
| | **Total profit for the year** | 414 | 393 |
| | Proposal for distribution of profit for the year: | | |
| | Proposed dividends | 97 | 59 |
| | Reserve for net revaluation under the equity method | 404 | 390 |
| | Retained earnings | -87 | -56 |
| | **Total profit for the year** | 414 | 393 |

## Statement of other comprehensive income

*DKK million*

| Notes | | 2017 | 2016 |
|---|---|---|---|
| | **Profit for the year** | 414 | 393 |
| | **Other comprehensive income, net of income tax:** | | |
| | **Items that will not be reclassified to the income statement:** | | |
| 8 | Other comprehensive income not to be reclassified in associates | -3 | -5 |
| | | -3 | -5 |
| | **Items that are or may be reclassified subsequently to the income statement:** | | |
| 8 | Exchange differences on translating foreign operations in associates | 70 | -89 |
| 8 | Other comprehensive income to be reclassified in associates | 18 | -62 |
| | | 88 | -151 |
| | **Other comprehensive income for the year, net of income tax** | 85 | -156 |
| | **Total comprehensive income for the year** | 499 | 237 |

## Statement of financial position

*DKK million*

**Assets**

| Notes | | 2017 | 2016 |
|---|---|---|---|
| | **Non-current assets** | | |
| 7 | **Investment property** | 498 | 506 |
| | **Financial assets** | | |
| 8 | Investments in associates | 8,081 | 7,651 |
| | Total financial assets | 8,081 | 7,651 |
| 9 | **Deferred tax assets** | 1 | - |
| | **Total non-current assets** | **8,580** | **8,157** |
| | **Current assets** | | |
| | **Receivables** | | |
| 10 | Other current financial assets | 322 | 302 |
| | Total receivables | 322 | 302 |
| | **Total current assets** | **322** | **302** |
| | **Total assets** | **8,902** | **8,459** |

## Statement of financial position

*DKK million*

**Equity and liabilities**

| Notes | | 2017 | 2016 |
|---|---|---|---|
| 11 | **Equity** | | |
| | Share capital | 3 | 3 |
| | Reserve for net revaluation under the equity method | - | 1,200 |
| | Foreign currency translation reserve | -47 | -117 |
| | Retained earnings | 7,643 | 6,111 |
| | Proposed dividends | 97 | 59 |
| | **Total equity** | **7,696** | **7,256** |
| | **Liabilities** | | |
| | **Non-current liabilities** | | |
| 9 | Deferred tax liabilities | - | 1 |
| 10 | Mortgage loans | 259 | 260 |
| | **Total non-current liabilities** | **259** | **261** |
| | **Current liabilities** | | |
| 10 | Other current financial liabilities | 946 | 941 |
| 10 | Other payables | 1 | 1 |
| | **Total current liabilities** | 947 | 942 |
| | **Total liabilities** | **1,206** | **1,203** |
| | **Total equity and liabilities** | **8,902** | **8,459** |

# Cash flow statement

*DKK million*

| Notes | | 2017 | 2016 |
|---|---|---|---|
| | Profit before tax | 412 | 391 |
| 12 | Adjustments | -388 | -367 |
| 13 | Change in working capital | - | -8 |
| | Net cash flows from operating activities before financial items and tax | 24 | 16 |
| | Financial income received | 17 | - |
| | Financial expenses paid | -6 | -19 |
| | Income tax | - | 6 |
| | Net cash flows from operating activities | 35 | 3 |
| | Purchase of investment property | - | -1 |
| 8 | Purchase of shares in Dansk Supermarked A/S | -2,163 | - |
| | Dividends received | 2,222 | 1,056 |
| | Net cash flows from investment activities | 59 | 1,055 |
| | Proceeds from borrowings | - | 735 |
| 10 | Repayment of borrowings | -1 | -1,829 |
| | Dividends paid | -59 | - |
| | Net cash flows from financing activities | -60 | -1,094 |
| | Net change in cash and cash equivalents | 34 | -36 |
| | Cash and cash equivalents at 1 January | 41 | 77 |
| 14 | Cash and cash equivalents at 31 December | 75 | 41 |

## Statement of changes in equity

*DKK million*

| *2016:* | Share capital | Reserve for net revaluation under the equity method | Foreign currency translation reserve | Retained earnings | Proposed dividends | Total equity |
|---|---|---|---|---|---|---|
| Equity at 1 January 2016 | 3 | 1,933 | -28 | 5,111 | - | 7,019 |
| Profit for the year | | 390 | | -56 | 59 | 393 |
| Other comprehensive income not to be reclassified in associates | | -5 | | | | -5 |
| Exchange differences on translating foreign operations in associates | | | -89 | | | -89 |
| Other comprehensive income to be reclassified in associates | | -62 | | | | -62 |
| Other comprehensive income | - | -67 | -89 | - | - | -156 |
| Total comprehensive income for the year | - | 323 | -89 | -56 | 59 | 237 |
| Dividends received from associates | | -1,056 | | 1,056 | | - |
| Total transactions with owners | - | -1,056 | - | 1,056 | - | - |
| Equity at 31 December 2016 | 3 | 1,200 | -117 | 6,111 | 59 | 7,256 |

| *2017:* | Share capital | Reserve for net revaluation under the equity method | Foreign currency translation reserve | Retained earnings | Proposed dividends | Total equity |
|---|---|---|---|---|---|---|
| Equity at 1 January 2017 | 3 | 1,200 | -117 | 6,111 | 59 | 7,256 |
| Profit for the year | | 404 | | -87 | 97 | 414 |
| Other comprehensive income not to be reclassified in associates | | -3 | | | | -3 |
| Exchange differences on translating foreign operations in associates | | | 70 | | | 70 |
| Other comprehensive income to be reclassified in associates | | 18 | | | | 18 |
| Other comprehensive income | - | 15 | 70 | - | - | 85 |
| Total comprehensive income for the year | - | 419 | 70 | -87 | 97 | 499 |
| Dividends received from associates | | -1,619 | | 1,619 | | - |
| Payment of dividends | | | | | -59 | -59 |
| Total transactions with owners | - | -1,619 | - | 1,619 | -59 | -59 |
| Equity at 31 December 2017 | 3 | - | -47 | 7,643 | 97 | 7,696 |

# Summary of notes to the financial statements

# Notes to the financial statements

*DKK million*

## 1 General information

F. Salling Invest A/S' primary business areas are investment in the associate, Dansk Supermarked A/S and owning property.

F. Salling Invest A/S is a public limited company with its registered office located at Rosbjergvej 33-35, 8220 Brabrand in Denmark.

The following shareholder owns more than 5 % of the share capital and the voting rights in F. Salling Invest A/S:

Købmand Herman Sallings Fond, Rosbjergvej 33-35, Brabrand, Denmark

F. Salling Invest A/S is included in the consolidated financial statements of Købmand Herman Sallings Fond, which is the ultimate controlling party of F. Salling Invest A/S.

## 2 Summary of significant accounting policies

The financial statements section of the annual report for the period 1 January – 31 December 2017 comprises the financial statements of F. Salling Invest A/S.

The financial statements of F. Salling Invest A/S have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and additional disclosure requirements for class C large enterprises in the Danish Financial Statements Act. Except from the below mentioned, the accounting policies are unchanged compared to last year.

A number of new, amended or revised International Financial Reporting Standards (including interpretations) issued by the International Accounting Standards Board and endorsed by the European Union have become effective on or after 1 January 2017. The company has assessed the changes, and it has been concluded that the application of the changes has not had a material impact on the financial statements in 2017, and no significant impact on future periods from the changes is expected.

***Basis of preparation***

The functional currency of F. Salling Invest A/S is Danish kroner. The presentation currency of the financial statements is Danish kroner. All amounts have been rounded to the nearest million, unless otherwise indicated.

The financial statements have been prepared on the historical cost basis.

***Accounting policies, income statement***

*Revenue recognition*
Revenue is measured at the fair value of the consideration received or receivable, and excluding amounts collected on behalf of third parties such as sales taxes and value added taxes. Rental revenue arising from operating leases on investment properties is recognised on a straight-line basis over the lease terms.

*External expenses*
External expenses primarily include direct and indirect costs related to rental and lease, operating expenses regarding investment properties as well as consultants fees etc.

*Depreciation*
Depreciation comprises depreciation of investment property.

# Notes to the financial statements

*DKK million*

**2 Summary of significant accounting policies - continued**

*Share of profit/loss of associates, net of tax*

Investments in associates are measured in the statement of financial position using the equity method. The share of profit/loss of associates after elimination of unrealised gains and losses resulting from transactions between the parent company and the associates and including the effect of depreciation of fair value adjustments recognised as part of business combinations is recognised in the income statement.

*Financial income and expenses*

Financial income and expenses comprise interest income and expense and exchange gains and losses on transactions denominated in foreign currencies. Moreover, financial income and expenses comprise amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax.

Borrowing costs from general borrowing or loans directly related to acquisition, construction or development of qualifying assets are allocated to the cost of such assets.

*Income tax expense*

The company is included in the joint taxation in the Købmand Herman Sallings Fond Group. Tax for the year is allocated between the jointly taxed companies in proportion to their taxable income (full allocation). The jointly taxed companies are taxed under the on-account tax scheme.

Tax for the year comprises current tax and changes in deferred tax for the year. The tax expense is recognised in the income statement, other comprehensive income or directly in equity.

***Accounting policies, statement of financial position***

*Investment property*

Investment property is property held to earn rentals or for capital appreciation or both, not for use in the supply of goods or services or for administrative purposes. Investment property is measured initially at cost comprising purchase price and any directly attributable expenditure including transaction costs. Subsequent to initial recognition investment property is measured at cost net of accumulated depreciation and accumulated impairment losses if any.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets, as follows:

| | |
|---|---|
| Land | No depreciation |
| Investment property: | |
| Technical installations within the property | 10 - 30 years |
| Foundation and bearing structure | 80 years |
| Remaining property | 40 years |

The residual values, useful lives and methods of depreciation of investment property are reviewed at each financial year end and adjusted prospectively, if necessary.

*Borrowing costs*

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale (a qualifying asset) are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that are incurred in connection with the borrowing of funds.

*Investments in associates*

Investments in associates are measured in the statement of financial position using the equity method. The share of profit/loss of associates, net of tax is recognised in the income statement.

# Notes to the financial statements

*DKK million*

**2 Summary of significant accounting policies - continued**

*Impairment testing of non-current assets*

The carrying amount of non-current assets is evaluated annually for indications of impairment.

If indications of impairment exist, tests are performed to determine whether recognition of impairment losses is necessary for individual assets as well as groups of assets. If the recoverable amount is lower than an asset's carrying amount, an impairment loss is recognised so that the carrying amount is reduced to the recoverable amount.

The recoverable amount is the higher value of an assets net sales price and its value in use. The value in use is assessed as the present value of the expected net cash flow from utilization of the asset or the group of assets and expected net cash flow from disposal of the asset or the group of assets after the end of the useful life.

*Receivables and other financial assets*

Financial assets are classified, at initial recognition, as financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial assets are recognised initially on the trading date at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Loans and receivables are most relevant for the company.

After initial recognition, loans and receivables are measured at amortised cost less impairment. First it is assessed whether impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment. The amount of any impairment loss identified is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows. The losses arising from impairment are recognised in an allowance account and in the income statement in finance costs for loans and in external expenses for receivables. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

*Loans, trade payables and other financial liabilities*

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans, borrowings and payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs. Loans, borrowings and payables are relevant for the company.

After initial recognition, interest-bearing loans, borrowings and payables are measured at amortised cost. Accordingly, any difference between the proceeds and the nominal value is recognised in the income statement as finance costs over the term of the loan.

*Taxes*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the income statement or the statement of other comprehensive income.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

## Notes to the financial statements
*DKK million*

**2 Summary of significant accounting policies - continued**

Deferred tax liabilities are recognised for all taxable temporary differences, and deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside the income statement is recognised outside the income statement. Deferred tax items are recognised in correlation to the underlying transaction either in the statement of other comprehensive income or directly in equity.

***Accounting policies, cash flow statement***

The cash flow statement shows the cash flows from operating, investing and financing activities for the year, the year's changes in cash and cash equivalents as well as cash and cash equivalents at the beginning and end of the year.

The cash flow effect of acquisitions and disposals of enterprises is shown separately in cash flows from investing activities. Cash flows from acquired businesses are recognised in the cash flow statement from the date of acquisition. Cash flows from disposals of businesses are recognised up until the date of disposal.

Cash flows from operating activities are calculated according to the indirect method as the profit before tax adjusted for non-cash operating items, changes in working capital, interest payments and income taxes paid.

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of businesses and of investment property, dividends received and other non-current assets.

Cash flows from financing activities comprise changes in the size or composition of share capital and related costs as well as the raising of loans, repayment of interest-bearing debt, and payment of dividends to shareholders.

Cash flows in other currencies than the functional currency are translated using average exchange rates unless these deviate significantly from the rate at the transaction date.

***Accounting policies, other***

*Business combinations*
Business combinations are accounted for using the acquisition method, according to which the identifiable assets and liabilities acquired are measured at their fair values at the date of acquisition. Enterprises disposed of are recognised until the date of disposal.

According to the equity method, goodwill is recognised as a part of the carrying amount of the investment. Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred over the net identifiable assets acquired and liabilities assumed. Goodwill is not amortised, but is included in impairment tests of the investments.

# Notes to the financial statements

*DKK million*

**2 Summary of significant accounting policies - continued**

*Foreign currency translation*

On initial recognition, foreign currency transactions are translated to the functional currency at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as finance income or finance costs.

Receivables and payables and other monetary items denominated in foreign currencies are translated to the functional currency at the exchange rates at the reporting date. The difference between the exchange rates at the reporting date and at the date at which the receivable or payable arose or the rates in the latest annual report is recognised in profit or loss as finance income or finance costs.

*Fair value measurement*

The company uses the fair value concept in connection with certain disclosure requirements and in connection with business combinations. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants ("exit price").

The fair value is a market-based and not an entity-specific valuation. The company uses the assumptions that the market participants would use for the pricing of the asset or liability based on existing market conditions, including assumptions relating to risks. The company's intention to own the asset or settle the liability is thus not taken into consideration when the fair value is determined.

The fair value measurement is based on the primary market. If a primary market does not exist, the measurement is based on the most favourable market, which is the market that maximises the price of the asset or liability less transaction and transportation costs.

To the widest possible extent, the fair value measurement is based on market values in active markets (level 1) or alternatively on values derived from observable market information (level 2). If such observable information is not available or cannot be used without significant modifications, fair values are based on generally accepted valuation methods and reasonable estimates (level 3).

The company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

**3 Significant accounting judgements, estimates and assumptions**

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In the process of applying the accounting policies, management has made the following judgements, estimates and assumptions, which have the most significant effect on the amounts recognised in the financial statements:

# Notes to the financial statements

*DKK million*

**3 Significant accounting judgements, estimates and assumptions - continued**

*Valuation of investment property*

Investment property is tested for impairment if there is an indication of impairment. An impairment loss is recognised if the recoverable amount of an asset is lower than the asset's carrying amount. The recoverable amount is the higher of fair value less costs of disposal and value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the long-term plans. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

*Depreciation*

The useful lives and residual values of investment property are reviewed annually based on available information. If necessary they are adjusted prospectively. Changes to estimates of useful lives and residual values may affect the annual depreciation and thereby the results for the year significantly.

*Valuation of financial assets*

Investments in associates are recognised according to the equity method. The carrying amount includes goodwill and other fair value adjustments arising as part of business combinations. Investments in associates are tested for impairment annually. An impairment loss is recognised if the recoverable amount of an asset is lower than the asset's carrying amount. The recoverable amount is the higher of fair value less costs of disposal and value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the long-term plans for Dansk Supermarked A/S. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

| | 2017 | 2016 |
|---|---|---|
| **4 Financial income** | | |
| Interest income on loans to related parties | 3 | 5 |
| Total financial income | 3 | 5 |
| | | |
| **5 Financial expenses** | | |
| Interest expense on mortgage loans | 1 | 1 |
| Interest expense on loans from related parties | 10 | 8 |
| Interest expense on other loans | - | 11 |
| Total financial expenses | 11 | 20 |

## Notes to the financial statements

*DKK million*

| | 2017 | 2016 |
|---|---|---|
| **6 Income tax** | | |
| Change in deferred tax | 2 | 2 |
| Total income tax | 2 | 2 |
| Income tax recognised in the income statement | 2 | 2 |
| Total income tax | 2 | 2 |

**Reconciliation of income tax recognised in the income statement**

| | 2017 | | 2016 | |
|---|---|---|---|---|
| | DKK | % | DKK | % |
| Tax on result for the year at the Danish income tax rate | -91 | 22.0 % | -86 | 22.0 % |
| Non-deductible costs and non-taxable income | 93 | -22.6 % | 88 | -22.5 % |
| Income tax recognised in the income statement | 2 | -0.6 % | 2 | -0.5 % |

| | 2017 | 2016 |
|---|---|---|
| **7 Investment property** | | |
| Cost | | |
| Balance at 1 January | 538 | 537 |
| Additions | - | 1 |
| Balance at 31 December | 538 | 538 |
| Accumulated depreciation and impairment losses | | |
| Balance at 1 January | -32 | -24 |
| Depreciation | -8 | -8 |
| Balance at 31 December | -40 | -32 |
| Carrying amount at 31 December | 498 | 506 |

Investment property primarily comprises stores that are leased by Dansk Supermarked A/S.

The estimated fair value of investment property amounts to DKK 464 million at 31 December 2017 (DKK 464 million at 31 December 2016). The estimated fair value equals the estimated price that would be received if selling the investment property in an orderly transaction between market participants. The estimated fair value is not based on a valuation by an independent valuer. Most of the investment property is held to earn rentals not with the purpose of being sold in the near future. For these investment property no impairment losses have been recognised since the value in use is higher than the carrying amount for any investment property for which there is an indication that the property may be impaired.

The fair value of the investment property falls within level 3 of the fair value hierarchy. The fair value is based on a rate of return compared with a price per square metre. The rate of return is based on experience with real estate deals.

# Notes to the financial statements

*DKK million*

| | 2017 | 2016 |
|---|---|---|
| **7 Investment property - continued** | | |
| Rental income from investment property | 29 | 28 |
| Direct operating expenses from investment that generates rental income | -3 | -4 |
| Profit arising from investment property | 26 | 24 |

No impairment losses have been recognised in 2017 or 2016.

**8 Investments in associates**

Until 1 December 2017 F. Salling Invest A/S had a 39.11 % ownership in Dansk Supermarked A/S, and F. Salling Invest A/S' sister company F. Salling Holding A/S had a 41.89 % ownership in Dansk Supermarked A/S. As at 1 December 2017 F. Salling Invest A/S acquired additionally 9.18 % of the shares in Dansk Supermarked A/S from A. P. Møller - Mærsk A/S.

| | 2017 | 2016 |
|---|---|---|
| Cost | | |
| Balance at 1 January | 6,568 | 6,568 |
| Additions | 2,163 | - |
| Balance at 31 December | 8,731 | 6,568 |
| Value adjustments | | |
| Balance at 1 January | 1,083 | 1,905 |
| Dividends | -2,222 | -1,056 |
| Foreign currency translation | 70 | -89 |
| Other comprehensive income | 15 | -67 |
| Result | 404 | 390 |
| Balance at 31 December | -650 | 1,083 |
| Carrying amount at 31 December | 8,081 | 7,651 |

Specification of investments in associates:

| | Share of issued share capital and voting rights | Principal place of business and country of incorporation |
|---|---|---|
| Dansk Supermarked A/S | 48.29 % | Brabrand, Denmark |

# Notes to the financial statements

*DKK million*

## 9 Deferred tax assets and liabilites

*Deferred tax relates to the following:*

| | Income statement | | Statement of financial position | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Investment property | 2 | 2 | 1 | -1 |
| Deferred tax expense/income / Net deferred tax | 2 | 2 | 1 | -1 |

Deferred tax is recognised in the statement of financial position as follows:

| | | |
|---|---|---|
| Deferred tax assets | 1 | - |
| Deferred tax liabilities | - | -1 |
| Net deferred tax | 1 | -1 |

*Reconciliation of net deferred tax:*

| | | |
|---|---|---|
| Opening balance at 1 January | -1 | -3 |
| Adjustment of deferred tax recognised in the income statement | 2 | 2 |
| Closing balance at 31 December | 1 | -1 |

The company has a deferred tax asset of DKK 6 million at 31 December 2017, which is not recognised in the statement of financial position (DKK 6 million in 2016). The deferred tax asset has not been recognised due to uncertainties regarding the future taxable profits against which the unused tax losses can be utilised.

## 10 Financial assets and financial liabilities

*Financial assets comprise the following:*

| | Carrying amount | | Fair value | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Receivables from associates | 322 | 302 | 322 | 302 |
| Other current financial assets | 322 | 302 | 322 | 302 |

*Financial liabilities comprise the following:*

| | Carrying amount | | Fair value | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| Mortgage loans - non-current | 259 | 260 | 266 | 265 |
| Mortgage loans | 259 | 260 | 266 | 265 |
| Payables to entities with controlling influence | 205 | 205 | 205 | 205 |
| Payables to other related parties | 741 | 736 | 741 | 736 |
| Other current financial liabilities | 946 | 941 | 946 | 941 |
| Other payables | 1 | 1 | 1 | 1 |

# Notes to the financial statements

*DKK million*

**10 Financial assets and financial liabilities - continued**

*Financial instruments by category:*

| | 2017 | 2016 |
|---|---|---|
| Loans and receivables: | | |
| Other financial assets | 322 | 302 |
| Financial liabilities measured at amortised cost: | | |
| Mortgage loans | 259 | 260 |
| Other financial liabilities | 946 | 941 |
| Other payables | 1 | 1 |

*Fair value:*

For cash and short-term deposits, trade receivables and payables, other receivables and payables, other short-term receivables and payables and non-current financial assets the carrying amount is a reasonable approximation of fair value, largely due to the short-term maturities of the financial instruments.

The fair value of mortgage loans are derived from quoted market prices in active markets, and fall within level 1 of the fair value hierarchy. Fair value of the remaining borrowing items fall within level 2 of the fair value hierarchy and are calculated on the basis of discounted interests and instalments.

*Risks arising from financial instruments:*

The company's main risks are market risks relating to fluctuations in interest rates. There has been no structural changes in the risk exposure or risks compared to 2016.

The overall framework for financial risk management is set out in Dansk Supermarked A/S's financial policy, which also comprises F. Salling Invest A/S. The companies have a centralised management of financial risks undertaken by a Treasury Department. The financial policy is reviewed and updated on a regular basis. The companies do not engage in speculation in financial risks. The companies' financial strategy is directed solely towards the management and mitigation of financial risks that are a direct result of the operating, investing and financing activities.

Interest rate risks:
The company's exposure to risk of changes in market interest rates relates to loans to and from related parties, non-current payables and mortgage loans. The mortgage loan portfolio is actively managed by Group Treasury in Dansk Supermarked Group.

A general increase of 1 %-point in interest rates is estimated, all other things being equal, to affect profit before tax by DKK -5 million (DKK 1 million in 2016), and pre-tax equity by DKK -5 million (DKK 1 million in 2016).

# Notes to the financial statements

*DKK million*

**10 Financial assets and financial liabilities - continued**

Sensitivity analysis based on a 1 %-point increase in interest rates:

| 31 December 2017 | Carrying amount | Sensitivity | Profit before tax | Pre-tax equity |
|---|---|---|---|---|
| Financial assets | 322 | 1 % | 3 | 3 |
| Financial liabilities | 1,206 | 1 % | -8 | -8 |
| Impact | | | -5 | -5 |

| 31 December 2016 | Carrying amount | Sensitivity | Profit before tax | Pre-tax equity |
|---|---|---|---|---|
| Financial assets | 302 | 1 % | 8 | 8 |
| Financial liabilities | 1,202 | 1 % | -7 | -7 |
| Impact | | | 1 | 1 |

The sensitivity analysis has been prepared on the basis of the amount of net debt and the ratio of fixed to floating interest rate of the net debt in place as at 31 December.

For receivable from and payables to related parties interest rates are fixed based on the relevant interbank rate with a debit or credit margin. Other receivables or payables are not interest-bearing if they are paid when due.

Overview of borrowings by interest rate levels:

| | | *Next interest rate fixing* | | |
|---|---|---|---|---|
| 31 December 2017 | Carrying amount | Within 1 year | 1 to 5 years | After 5 years |
| 0 - 2 % | 1,205 | 1,179 | 14 | 12 |
| Total | 1,205 | 1,179 | 14 | 12 |
| Of which: | | | | |
| Bearing fixed interests | 2 % | | | |
| Bearing floating interests | 98 % | | | |

| | | *Next interest rate fixing* | | |
|---|---|---|---|---|
| 31 December 2016 | Carrying amount | Within 1 year | 1 to 5 years | After 5 years |
| 0 - 2 % | 1,201 | 1,187 | 14 | - |
| Total | 1,201 | 1,187 | 14 | - |
| Of which: | | | | |
| Bearing fixed interests | 1 % | | | |
| Bearing floating interests | 99 % | | | |

# Notes to the financial statements

*DKK million*

**10 Financial assets and financial liabilities - continued**

Liquidity risks:
Liquidity risk is the risk that the company will not be able to settle its financial liabilities when they fall due.

The associate, Dansk Supermarked A/S, acts as a financial coordinator for the company to ensure the funding of the operating and investing activities at all time. The company considers the liquidity risk to be low.

The overview below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments. The undiscounted cash flows differ from both the carrying amount and the fair value. Floating rate interest is estimated using the prevailing rate at the balance sheet date.

| 31 December 2017 | On demand | Within 1 year | 1 to 5 years | After 5 years |
|---|---|---|---|---|
| Mortgage loans | - | 2 | 10 | 284 |
| Trade and other payables | 205 | 742 | - | - |
| Total | 205 | 744 | 10 | 284 |

| 31 December 2016 | On demand | Within 1 year | 1 to 5 years | After 5 years |
|---|---|---|---|---|
| Mortgage loans | - | 2 | 10 | 295 |
| Trade and other payables | 205 | 737 | - | - |
| Total | 205 | 739 | 10 | 295 |

*Changes in liabilities arising from financing activities:*

| | 1 January 2017 | Cash flows | Other | 31 December 2017 |
|---|---|---|---|---|
| Mortgage loans | 260 | -1 | - | 259 |
| Other current financial liabilities | 941 | - | 5 | 946 |
| Total liabilities from financing activities | 1,201 | -1 | 5 | 1,205 |

# Notes to the financial statements

*DKK million*

## 11 Equity

*Share capital:*

As at 31 December, the share capital, which consists of one share class, comprises:

| | 2017 | 2016 |
|---|---|---|
| 10 shares of TDKK 1 | 0 | 0 |
| 29 shares of TDKK 10 | 0 | 0 |
| 1 share of TDKK 445 | 0 | 0 |
| 1 share of TDKK 446 | 1 | 1 |
| 1 share of TDKK 1,809 | 2 | 2 |
| Total share capital | 3 | 3 |

There has been no changes to the share capital during 2013 - 2017. All shares have been fully paid.

*Retained earnings:*

During the 2017 financial year a dividend of DKK 59 has been paid (DKK 0 million in 2016). A dividend for the 2017 financial year of DKK 97 million is proposed. Payment of dividends to the shareholder does not trigger taxes for the company.

## 12 Adjustments

| | 2017 | 2016 |
|---|---|---|
| Financial income | -3 | -5 |
| Financial expenses | 11 | 20 |
| Share of profit/loss of associates, net of tax | -404 | -390 |
| Depreciation, investment property | 8 | 8 |
| Adjustments | -388 | -367 |

## 13 Change in working capital

| | 2017 | 2016 |
|---|---|---|
| Change in trade and other receivables and prepayments | - | 3 |
| Change in trade and other payables | - | -11 |
| Change in working capital | - | -8 |

## 14 Cash and cash equivalents

| | 2017 | 2016 |
|---|---|---|
| Receivables from associates, excluding loans | 75 | 41 |
| Cash and cash equivalents available to the company | 75 | 41 |

# Notes to the financial statements

*DKK million*

## 15 Contingent liabilities and other financial commitments

*Operating leases, the company is lessor:*

The company leases a number of properties, shops and flats as operating leases to related and external parties. The leases have terms of between 1 year and 19 years.

Future minimum rentals receivable under non-cancellable operating leases are as follows:

| | 2017 | 2016 |
|---|---|---|
| Within 1 year | 29 | 29 |
| 1 to 5 years | 115 | 114 |
| After 5 years | 285 | 304 |
| Total | 429 | 447 |

*Other contingent liabilities and financial commitments:*

No contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements exist (DKK 0 million in 2016).

As security for mortgage loans investment property with a carrying amount of DKK 383 million has been provided as collateral (DKK 389 million in 2016).

The company is part of the joint registration with companies in the Dansk Supermarked Group regarding payment of VAT, PAYE taxes etc. and is thus jointly liable for the total liability of DKK 567 million at 31 December 2017 (DKK 497 million in 2016).

The company is jointly taxed with the Danish companies in the Købmand Herman Sallings Fond Group. As a group company, the company has joint and several unlimited liability together with the other group companies for Danish corporation taxes and withholding taxes on dividends, interest and royalties within the joint taxation group. The total net taxes payable to the Danish Central Tax Administration by the companies included in the joint taxation is disclosed in the annual report of the administration company (F. Salling Holding A/S, CVR no. 41 94 01 15). Any subsequent corrections of the taxable income subject to joint taxation or withholding taxes on dividends etc. may entail that the company's liability will increase.

# Notes to the financial statements

*DKK million*

## 16 Related party disclosures

All related party transactions take place at an arm's length basis. The following transactions were carried out with related parties:

| | 2017 | 2016 |
|---|---|---|
| Entities with controlling influence over the company: | | |
| Interests paid | -2 | -3 |
| Dividend paid | 59 | - |
| Associates: | | |
| Leasing income | 27 | 26 |
| Interests received | 3 | 5 |
| Dividend received | 2,222 | 1,056 |
| Other related parties: | | |
| Interests paid | -8 | -5 |

All outstanding balances with related parties as at 31 December are presented in note 10. All outstanding balances carry interest and are to be settled in cash within 1 year unless otherwise specified in note 10.

None of the outstanding balances are secured, and no provisions are held against the balances as at 31 December (DKK 0 in 2016). No expense has been recognised in 2017 or 2016 for bad or doubtful debts.

### Key management personnel

F. Salling Invest A/S does not incur costs related to remuneration of key management personnel.

## 17 Capital management

The company manages its capital to ensure that the company will be able to continue as a going concern while maximising the return to the shareholder through the optimisation of the debt and equity balance. For the purpose of the company's capital management, capital includes total equity.

The company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholder or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 December 2017 and 2016.

## 18 Events after the reporting period

No subsequent events have occurred that affect the annual report for 2017.

# Notes to the financial statements

*DKK million*

**19 Standards issued but not yet effective**

The standards IFRS 17 Insurance Contracts, IFRS 9 Financial Instruments, IFRS 15 Revenue from Contracts with Customers including clarifications, IFRIC Interpretation 22 Foreign Currency Transactions and Advance Consideration, IFRIC Interpretation 23 Uncertainty over Income Tax Treatments, Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture, Amendments to IFRS 2: Classification and Measurement of Share-based Payment Transactions, Amendments to IFRS 4: Applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts, Amendments to IAS 40: Transfers of Investment Property, Amendments to IFRS 9: Prepayment Features with Negative Compensation, Amendments to IAS 28: Long-term Interests in Associates and Joint Ventures, Amendments to IAS 19: Plan Amendment, Curtailment or Settlement, parts of Annual Improvements 2014-2016 Cycle and Annual Improvements to IFRS Standards 2015-2017 Cycle have been issued, but are not yet effective. The company plans to adopt the new standards on the required effective dates. Overall the company expects no significant impact on its statement of financial position and equity of the standards.

In January 2016 IFRS 16 Leases was issued. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases. The standard requires a lessee to recognise assets and liabilities for the rights and obligations created by all leases (with limited exceptions for short-term leases and leasing of assets with low value). IFRS 16 is effective for annual periods beginning on or after 1 January 2019, with early adoption permitted. The company plans to adopt the new standard on the required effective date. The company expects no significant impact on its statement of financial position and equity of the standard, as the lessor accounting under IFRS 16 is substantially unchanged from today's accounting under IAS 17. Lessors will continue to classify all leases using the same classification principle as in IAS 17 and distinguish between two types of leases: operating and finance leases.