

Ramirent A/S

Hundigevej 85 2670 Greve Central Business Registration No 26708664

Annual report 2017

The Annual General Meeting adopted the annual report on <u>N7</u>. <u>Mune</u>.2018 Chairman of the General Meeting Jonas Uf Söderkvist

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Entity details

Entity

Ramirent A/S Hundigevej 85 2670 Greve

Central Business Registration No: 26708664 Registered in: Greve Financial year: 01.01.2017 - 31.12.2017

Board of Directors

Tapio Kolunsarka, Formand Pierre Brorsson Dino Leistenschneider

Executive Board

Jonas Ulf Söderkvist

Entity auditors

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Ramirent A/S for the financial year 01.01.2017 -31.12.2017.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2017 and of the results of its operations for the financial year 01.01.2017 - 31.12.2017.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

June .2018 Greve,

Executive Board If Söderkvist Jonas U Board Directors Tapio Kolu 94 Formand

Pierre Brorsson

Dino Leistenschneider

Independent auditor's report

To the Shareholders of Ramirent A/S

Opinion

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 for the financial year 1 January - 31 December 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Ramirent A/S for the financial year 1 January - 31 De-cember 2017, 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 ad-ditional requirements applicable in Denmark. Our responsibilities under those standards and re-quirements 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 Inter-national 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 evi-dence 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 ex-press 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 materi-ally misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the infor-mation 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 Fi-nancial Statements Act. We did not identify any material misstatement in Management's Review.

Independent auditor's report

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 Manage-ment 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 abil-ity 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 state-ments.

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 au-dit 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 er-ror 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 proce-dures that are appropriate in the circumstances, but not for the purpose of expressing an opin-ion 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 ma-terial 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 ex-ists, we are required to draw attention in our auditor's report to the related disclosures in the fi-nancial statements or, if such disclosures are inadequate, to modify our opinion. Our conclu-sions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Independent auditor's report

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

Copenhagen, 2.1. June 2018 PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Central Business Registration No: 33 77 12 31

Jan Wright

State Authorised Public Accountant mne10053

thim **Thomas Lauritsen**

State Authorised Public Accountant mne34342

Management commentary

	2017	2016	2015	2014	2013
Financial highlights	DKK'000	DKK'000	DKK'000	DKK'000	DKK'000
Key figures					
Revenue	305 226	310 531	315 943	293 867	328 780
Gross profit/loss	122 562	134 938	116 302	97 000	22 000
Operating profit/loss	-678	12 862	1 651	-31 122	-33 382
Net financials	-247	-439	-835	-582	-191
Profit/loss for the year	-799	9 531	311	-21 919	-25 093
Total assets	311 506	264 515	226 398	243 281	273 433
Investments in property, plant and equipment	-89 064	-132 174	-31 629	-32 562	-49 132
Equity	190 876	191 675	182 144	181 833	203 752
Employees in average	141	146	149	154	188
Ratios					
Gross margin (%)	40,2	43,5	36,8	33	6,7
Return on equity (%)	-0,4	5,1	0,2	-11,4	-11,6
Equity ratio (%)	61,3	72,5	80,5	74,7	74,5
Profit margin (%)	-0,2	4,1	0,5	-10,6	-10,2
Return on assets (%)	-0,2	4,9	0,7	-12,8	-12,2

Financial highlights are defined and calculated in accordance with "Recommendations & Ratios 2015" issued by the Danish Society of Financial Analysts.

Ratios	Calculation formula	Ratios
Gross margin (%)	<u>Gross profit/loss x 100</u> Renevue	The entity's operating gearing.
Return on equity (%)	Profit/loss for the year x 100 Average equity	The entity's return on capital invested in the entity by the owners.
Equity ratio (%)	<u>Equity x 100</u> Total assets	The financial strength of the entity.
Profit margin (%)	Operating profit x 100 Renevue	The Entity's gearing.
Return on assets (%)	<u>Operating profit x 100</u> Total assets	The Entity's return on the total capital in the Entity.

Management commentary

Ramirent A/S is one of Denmark's largest equipment suppliers and is nationwide with 7 customer centers throughout the country, located in Greve, Hillerød, Kalundborg, Odense, Vejle, Risskov, and Fredericia.

Ramirent offers total solutions for construction sites, including design, planning, consulting, operation and maintenance at the construction site.

Ramirent's main products are rental of construction equipment, lifts, power and heating and modules.

The products are sold solely in Denmark.

Development in activities and finances:

The overall market conditions in the equipment rental market were fairly good in 2017. In General Rental, demand was supported by good activity in residential construction and growing renovation, especially in the first half of the year. Good demand for temporary space rental continued throughout the year.

On average, Ramirent A/S employed 141 employees in 2017.

The net sales decreased by 1,7%.

The operating profit decreased from 12,8 MDKK in 2016 to -0,7 MDKK in 2017.

To further drive profitability improvement in the segment, a restructuring of the customer center network was successfully implemented and the sales force was reorganized. Six customer centers were closed in the 4. Quarter and related restructuring charges of MDKK 19,4 were booked. By continuously optimization of the company, as well as an expected rising rental market, a positive impact on earnings in 2018 is expected.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2017

		2017	2016
	Notes	DKK'000	DKK'000
Revenue		305 226	310 531
Other operating income		638	1 890
Costs of raw materials and consumables		-107 900	-118 725
Operating expenses	1	-75 402	-58 758
Gross profit/loss		122 562	134 938
Staff costs	2	-78 086	-78 275
Depreciation, amortisation and impairment losses	3	-45 154	-43 801
Operating profit/loss		-678	12 862
Other financial expenses	4	-247	-439
Profit/loss before tax		-925	12 423
Tax on profit/loss for the year	5	126	-2 892
Profit/loss for the year	6	-799	9 531

Balance sheet at 31.12.2017

	Notes	2017 DKK'000	2016 DKK'000
	Republic Control of Co		
Goodwill		0	252
Intangible assets	7	0	252
Land and buildings		1 438	1 593
Plant and machinery		233 274	191 175
Leasehold improvements		381	828
Property, plant and equipment		235 093	193 596
Investments in associates		5 000	5 000
Fixed asset investments	9	5 000	5 000
Fixed assets	dente d'ha e concerne ser alle a la ser a la se	240 093	198 848
Manufactured goods and goods for resale		7 099	6 281
Inventories		7 099	6 281
Trade receivables		61 232	54 762
Receivables from group enterprises		1 525	54 702
Other receivables		0	268
Prepayments	10	1 557	4 351
Receivables		64 314	59 386
Current assets		71 413	65 667
Assets		311 506	264 515
Contributed capital		28 000	28 000
Contributed capital		162 876	163 675
Retained earnings Equity		190 876	103 075
Deferred tax	11	1 934	2 060
Other provisions	12	19 400	2 475
Provisions		21 334	4 535
Trade payables		39 925	26 257
Payables to group enterprises		46 709	31 165
Other payables		12 662	10 883
Current liabilities other than provisions		99 296	68 305
Liabilities other than provisions		99 296	68 305
Equity and liabilities		311 506	264 515
Contingent liabilities	13		
Related parties with controlling interest	14		100

Statement of changes in equity for 2017

Contributed capital DKK'000	earnings	Total DKK'000
Equity beginning of year 28 000	163 675	191 675
Profit/loss for the year 0	-799	-799
Equity end of year 28 000	162 876	190 876

The share capital consists of 280,000 shares with a nominal value of DKK 100. No shares has special rights.

There have been no changes in the share capital over the last 5 years.

Notes

1. Fees to the auditor appointed by the Annual General Meeting

The fee to the auditors is not disclosed in accordance with the Danish Financial Statment Act section 96(3)

	DKK'000	DKK'000
Wages and salaries	-61 047	-63 688
Pension costs	-16 551	-13 459
Other staff costs	-488	-1 128
	-78 086	-78 275
Average number of employees	141	146

Referring to section 98 B(3) of the Danish Financial Statements Act, the remuneration for the Executive Board has not been disclosed.

Ramirent Finland has three share-based incentive programmes for the periods 2014-2016 and 2015-2017 for senior employees of the group, also including Danish management employees.

The programmes are partly based on equity, partly on cash. It applies to them all that allotment of shares is based on the development of a number of financial ratios. Earning takes place during the effective years of the individual programmes and will partly be paid in shares, partly in cash. Please see further description of the incentive programmes in note no. 4 of Ramirent PLC's annual report 2016.

3. Depreciation, amortisation and impairment losses	2017	2016	
	DKK'000	DKK'000	
Amortisation of intangible assets	-252	-299	
Depreciation of property, plant and equipment	-44 902	-43 502	
	-45 154	-43 801	

4. Other financial expenses	2017 DKK'000	2016 DKK'000
Financial expenses from group enterprises	-114	-242
Interest expenses	-135	-169
Exchange rate adjustments	2	-28
	-247	-439

Notes

5. Tax on profit/loss for the year	2017	2016
	DKK'000	DKK'000
Tax current year taxable income	0	0
Change in deferred tax for the year	133	-2 825
Adjustment concerning previous years	-7	-67
	126	-2 892
6. Proposed distribution of profit/loss	2017	2016
	DKK'000	DKK'000
Retained earnings	-799	9 531
	-799	9 531
7. Intangible assets		Goodwill
	-	DKK'000
Cost beginning of year		25 322
Cost end of year		25 322
Amortisation and impairment losses beginning of year		-25 070
Amortisation for the year		-252
Amortisation and impairment losses end of year		-25 322
Carrying amount end of year		0

8. Property, plant and equipment	Land and buildings DKK'000	Plant and machinery DKK'000	Leasehold improve- ments DKK'000
Cost beginning of year	3 244	498 070	5 447
Additions	0	89 064	0
Disposals	0	-42 609	-866
Reclassification	776	-776	-8 475
Cost end of year	4 020	543 749	-3 894
Depreciation and impairment losses beginning of the year	-1 651	-306 895	-4 619
Depreciation for the year	-82	-44 115	-523
Reversal regarding disposals	0	39 762	866
Reclassification	-849	773	8 551
Depreciation and Impairment losses end of the year	-2 582	-310 475	4 275
Carrying amount end of year	1 438	233 274	

Notes

9. Fixed asset investments			Investments in associates DKK'000	Deposits DKK'000
Cost beginning of year			5 000	0
Disposals			0	0
Cost end of year			5 000	0
Carrying amount end of year			5 000	0
	E	quity	Equity	Profit/loss
	inte	erest	DKK'000	DKK'000
	Registered in	%		
Investments in associates comprise:				
Fehmarnbelt Solution Services A/S	Greve	50	8 909	-633

10. Prepayments

Prepayments consists of advances for goods, services and rent. 843 TDKK of the prepayments relates to deposits for leases due over 1 year.

11. Deferred tax	2017 DKK'000	2016 DKK'000
Provision for deferred tax at 1 January	-2 060	765
Amounts recognised in the income statement for the year	-2 000	-2 825
Amounts recognised in the income statement for the year	120	-2 025
Provision for deferred tax at 31 December	-1 934	-2 060
Intangible assets	0	7
Property, plant and equipment	-9193	-5704
Inventories	-1562	-1381
Receivables	1857	1531
Provisions	4799	505
Tax losses carried forward	2165	2982
	-1 934	-2 060
12. Other provisions	2017	2016
	DKK'000	DKK'000
Within 1 year	8 876	2 475
Between 1 and 5 years	8 276	
After 5 years	2 248	
	19 400	2 475

Provision consists of changes on Customer Centre work and closing, restructuring the business.

Notes

13. Contingent liabilities

Rent- and leasing contracts

	26 565	55 558
After 5 years	0	1 893
Between 1 and 5 years	16 332	39 638
Within 1 year	10 233	14 027
	DKK'000	DKK'000
Minimum future lease payments for non-cancellable operating lease:	2017	2016

14. Related parties with controlling interest

Controlling interest

Ramirent PLC, Äyritie 16, FI-01510 Vantaa, Finland Majority shareholder

With reference to section 98 C(7) section of the Danish Financial Statements ct, related parties transactions have not been disclosed in the Annual Report.

Consolidated financial statements

The company is included in the consolidated annual report for the parent company Ramirent PLC.

The consolidated annual report for Ramirent PLC may be obtained from:

Ramirent PLC Äyritie 16 FI-01510 Vantaa Finland

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (Middlesize).

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement. Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

Income statement

Revenue

When letting and selling equipment, revenue are recognized when the benefits and risks relating to the leased and sold goods have been passed to the buyer, the revenue can be measured reliably, and the economic benefits of the sale are likely to accrue to the company.

Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities, including rental income and gains from the sale of intangible assets and property, plant and equipment.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant Inventories.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Accounting policies

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation and write-downs include depreciation and write-downs of intangible and tangible fixed assets for the year.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Goodwill

Goodwill is the positive difference between cost and value in use of assets and liabilities taken over as part of the acquisition. Goodwill is amortised straight-line over its estimated useful life which is fixed based on the experience gained by Management for each business area. Useful life is determined based on an assessment of whether the enterprises are strategically acquired enterprises with a strong market position and a long-term earnings profile and whether the amount of goodwill includes intangible resources of a temporary nature that cannot be separated and recognised as separate assets.

The amortisation periods used are 10 to 20 years, which is determined based on an assesment of the strategically importance of the acquistions for Ramirent A/S, including the long-term earnings profile. Goodwill is written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

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.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Land and Buildings	20-40 years	
Plant and machinery	3-12 years	
Leasehold improvements	5-10 years	

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Investments in associates

Investments in associates are measured at cost and are written down to the lower of recoverable amount and carrying amount.

Accounting policies

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Prepayments

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

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset. Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Other provisions

Other provisions comprise anticipated costs of non-recourse guarantee commitments, returns, loss on contract work in progress, decided and published restructuring, etc.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

Operating leases

All leases are considered operational leases. Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Cash flow statement

Pursuant to section 86(4) of the Danish Financial Statement Act, and to the consolidated financial statement of Ramirent PLC, no cash flow statement has been prepared.