AS Solution A/S

Marielundvej 46 E, 2730 Herlev

Company reg. no. 26 90 96 86

Annual report

1 January - 31 December 2015

The annual report have been submitted and approved by the general meeting on the 30 May 2016.

Karsten Kielland
Chairman of the meeting

Notes:
- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Contents

Management's report

The board of directors and the managing director have today presented the annual report of AS Solution A/S for the financial year 1 January to 31 December 2015.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2015 and of the company's results of its activities in the financial year 1 January to 31 December 2015.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Herlev, 6 May 2016

Managing Director

Sonny Schürer

Board of directors

Karsten Kielland Chairman	Sonny Schürer	Christian Vest Hansen

The independent auditor's reports

To the shareholder of AS Solution A/S

Report on the annual accounts

We have audited the annual accounts of AS Solution A/S for the financial year 1 January to 31 December 2015, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

The management's responsibility for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore, the management is responsible for such internal control considered necessary in order to prepare annual accounts that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the annual accounts based on our audit. We conducted our audit in accordance with international standards on auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the annual accounts are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual accounts. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the annual accounts, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of annual accounts that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as the overall presentation of the annual accounts.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The audit has not resulted in any qualification.

The independent auditor's reports

Opinion

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2015 and of the results of the company's operations for the financial year 1 January to 31 December 2015 in accordance with the Danish Financial Statements Act.

Statement on the management's review

Pursuant to the Danish Financial Statements Act, we have read the management's review. We have not performed any further procedures in addition to the performed audit of the annual accounts. On this basis, it is our opinion that the information provided in the management's review is consistent with the annual accounts.

Copenhagen, 6 May 2016

BUUS JENSEN
State Authorised Public Accountants
Company reg. no. 16 11 90 40

Ulrik Nørskov
State Authorised Public Accountant

Michael Markussen
State Authorised Public Accountant

Company data

The company	AS Solution A/S Marielundvej 46 E 2730 Herlev	
	Company reg. no.	26 90 96 86
	Established:	10 December 2002
	Domicile:	Herlev
	Financial year:	1 January - 31 December
Board of directors	Karsten Kielland, Chairman Sonny Schürer Christian Vest Hansen	
Managing Director	Sonny Schürer	
Auditors	BUUS JENSEN, Statsautoriserede revisorer	

Management's review

The significant activities of the enterprise

The companys principal activities is security services and related activities.

Unusual matters

The company has not been affected by unusual circumstances during the financial year.

Uncertainties as to recognition or measurement

It is estimated that no specific uncertainties are related to recognition and measurement of the financial items in the annual accounts.

Development in activities and financial matters

The results from ordinary activities after tax are T.DKK 2.537 against T.DKK 1.415 last year. The management consider the results satisfactory.

The management expects a positive result for the coming financial year.

Events subsequent to the financial year

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

Accounting policies used

The annual report for AS Solution A/S is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency, which are not settled at the date of the balance sheet, are translated by using the closing rate. The difference between the closing rate and the rate at the time of establishment of the receivable or the payable is recognised in the profit and loss account under financial income and financial costs.

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

In case the foreign group enterprises and associated enterprises meet the criteria for being independent units, the profit and loss accounts are translated by using an average exchange rate for the period in question, and the balance sheet items are translated by using the closing rate. Differences arising in connection with the translation of the equity of foreign group enterprises at the beginning of the year to the closing rate are recognised directly in the equity. The same goes for differences arising in connection with translation of the profit and loss accounts from average exchange rate to the closing rate.

At recognition of foreign group enterprises which are integrated units, the monetary items are translated by using the closing rate. Non monetary items are translated by using the exchange rate prevailing at the time of acquisition or at the time of the following depreciation or writedown of the asset. The items of the profit and loss account are translated by using the exchange rate prevailing at the date of the transaction. However, items in the profit and loss account deriving from non monetary items are translated by using historical prices.

Exchange rate adjustments of current accounts with foreign group enterprises, which are considered an addition or a deduction in the equity of independent group enterprises, are recognised directly in the equity. Likewise, capital profits and losses on loans and derived financial instruments for hedging independent foreign group enterprises are recognised in the equity.

The profit and loss account

Gross profit

The gross profit comprises the net turnover, costs of sales, and other external costs.

Net turnover from the sale of services is recognised in the result concurrently with delivery of the services. Thus, the net turnover corresponds to the sales value of the completed services of the year (production method). Recognition at sales value requires that the total income, the total costs and the scope of completion on the balance sheet date can be determined reliably, and that it is likely that payment will be received by the company.

Costs of sales comprise costs for subcontractors, equipment etc.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation

Depreciation, comprise depreciation for the year and gains and losses on disposal of tangible fixed assets.

Net financials

Net financials include interest income, interest expenses, and realised and unrealised capital gains and losses on financial assets and liabilities. Net financials are recognised in the profit and loss account with the amounts concerning the financial year.

Results from equity investments in group enterprises and associated enterprises

After full elimination of intercompany profit or loss and deduction of amortisation of consolidated goodwill, the equity investment in the individual group enterprises are recognised in the profit and loss account at a proportional share of the group enterprises' results after tax.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

The balance sheet

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

If the amortisation period or the residual value is changed, the effect on amortisation will in the future be recognised as a change in the accounting estimates.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

Other plants, operating assets, fixtures and furniture	5 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or loss is recognised in the profit and loss account under depreciation.

Leasing contracts

At the first recognition in the balance sheet, leasing contracts concerning tangible fixed assets by which the company holds all essential risks and advantages attached to the proprietary right (financial leasing) are measured either at fair value or at the present value of the future leasing services, whichever value is lower. When calculating the present value, the internal interest rate of the leasing contract or an approximate value for the same is used as the capitalisation rate. Afterwards, financially leased assets are treated in the same way as other similar tangible assets.

The capitalised residual leasing liability is recognised in the balance sheet as a liability, and the interest part of the leasing contract is recognised in the profit and loss account over the term of the contract.

All other leasing contracts are considered operational leasing. Payments in connection with operational leasing and other rental agreements are recognised in the profit and loss account over the term of the contract. The company's total liabilities concerning operational leasing and rental agreements are recognised under contingencies etc.

Writedown of fixed assets

The book values of both tangible fixed assets as well as equity investments in subsidiaries and associated enterprises are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets respectively. Writedown takes place to the recoverable amount, if this value is lower than the book value.

The recoverable value is equal to the value of the net selling price or the value in use, whichever is higher. The value in use is determined as the present value of the expected net cash flow deriving from the use of the asset or the group of assets.

Financial fixed assets

Equity investments in group enterprises and associated enterprises

Equity investments in group enterprises and associated enterprises are recognised in the balance sheet at a proportional share under the equity method, the value being calculated on the basis of the accounting policies of the parent company by the deduction or addition of unrealised intercompany profits and losses, and with the addition or deduction of residual value of positive or negative goodwill measured by applying the acquisition method.

Group enterprises and associated enterprises with negative equity are recognised without any value, and to the extent they are considered irrevocable, amounts owed by these companies are written down by the parent's share of the equity. If the negative equity exceeds the debtors, the residual amount is recognised under liability provisions to the extent the parent has a legal or actual liability to cover the negative equity of the subsidiary.

To the extent the equity exceeds the cost, the net revaluation of equity investments in group enterprises and associated enterprises are transferred to the reserves under the equity for net revaluation as per the equity method. Dividends from group enterprises expected to be decided before the approval of this annual report are not subject to a limitation of the revaluation reserves. The reserves are adjusted by other equity movements in group enterprises and associated enterprises.

Newly taken over or newly established companies are recognised in the annual accounts as of the time of acquisition. Sold or liquidated companies are recognised at the time of cession.

Profit or loss in connection with the sale of group enterprises and associated enterprises are measured as the difference between the sales amount and the book value of net assets at the time of the sale, inclusive of remaining consolidated goodwill and expected costs for sale and cession. Profit and loss are recognised in the profit and loss account under net financials.

In connection with the take over of new group enterprises and associated enterprises, the acquisition method is applied, by which the taken over companies' assets and liabilities are measured at fair value at the time of take over. Provisions are made for covering costs in connection with decided restructuring projects in the taken over enterprise in connection with the take-over. The tax effect of the revaluation carried out is taken into consideration, cf. the below description of goodwill.

Positive differences (goodwill) between the acquisition value and the fair value of the assets and liabilities taken over, inclusive of liability provisions for restructuring, are recognised under equity investments in group enterprises and associated enterprises, and they are amortised over the estimated financial life. The financial life is determined on the basis of the management's experience with the individual business areas. The amortisation period is maximum 20 years, being the longer for strategically taken over companies with a strong market position and a long range earnings potential. The book value of goodwill is evaluated currently and written down in the profit and loss account in those cases where the book value exceeds the expected future net income from the enterprise or the activity, to which the goodwill is attached.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Equity - dividend

Dividend expected to be distributed for the year is recognised as a separate item under the equity. Proposed dividend is recognised as a liability at the time of approval by the general meeting.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, AS Solution A/S is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax. In the period 2014 to 2016, the corporate tax rate will be reduced gradually from 25 % to 22 %, which will affect the deferred tax liabilities and deferred tax assets. Unless a recognition with a different tax rate than 22 % will result in a significant material deviation in the estimated deferred tax liability or tax asset, deferred tax liabilities and assets are recognised by 22 %.

Liabilities

Capitalised residual leasing liabilities in connection with financial leasing contracts are recognised in the financial liabilities.

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

Profit and loss account 1 January - 31 December

All amounts in DKK.

Note		2015	2014
	Gross profit	**12.636.239**	**10.269.972**
1	Staff costs	-9.196.406	-7.757.685
2	Depreciation and writedown relating to tangible fixed assets	-486.227	-561.228
	Operating profit	**2.953.606**	**1.951.059**
	Income from equity investments in associated enterprises	0	-500.000
3	Other financial income from group enterprises	460.072	249.737
	Other financial income	425.682	630.453
4	Writedown relating to financial assets	-183.210	-207.867
5	Other financial costs	-270.920	-72.151
	Results before tax	**3.385.230**	**2.051.231**
6	Tax on ordinary results	-848.002	-635.931
	Results for the year	**2.537.228**	**1.415.300**
	Proposed distribution of the results:		
	Allocated to results brought forward	2.537.228	1.415.300
	Distribution in total	**2.537.228**	**1.415.300**

Balance sheet 31 December

All amounts in DKK.

Assets

Note		2015	2014
	Fixed assets		
7	Other plants, operating assets, and fixtures and furniture	1.837.142	1.835.470
	Tangible fixed assets in total	1.837.142	1.835.470
8	Equity investments in group enterprises	0	0
9	Equity investments in associated enterprises	0	0
10	Amounts owed by associated enterprises	0	277.503
	Other debtors	117.002	112.500
	Financial fixed assets in total	117.002	390.003
	Fixed assets in total	**1.954.144**	**2.225.473**
	Current assets		
	Trade debtors	1.703.478	1.135.431
	Amounts owed by group enterprises	11.947.290	10.249.413
	Other debtors	106.646	30.913
	Accrued income and deferred expenses	667.572	117.707
	Debtors in total	14.424.986	11.533.464
	Cash funds	28.523	539.731
	Current assets in total	**14.453.509**	**12.073.195**
	Assets in total	**16.407.653**	**14.298.668**

Balance sheet 31 December

All amounts in DKK.

Note	Equity and liabilities	2015	2014
	Equity		
11	Contributed capital	500.000	500.000
12	Results brought forward	7.822.253	5.285.025
	Equity in total	**8.322.253**	**5.785.025**
	Provisions		
	Provisions for deferred tax	13.000	1.000
	Provisions in total	**13.000**	**1.000**
	Liabilities		
13	Leasing liabilities	710.301	1.147.837
	Long-term liabilities in total	710.301	1.147.837
	Short-term part of long-term liabilities	814.000	594.000
	Bank debts	196.403	126.029
	Trade creditors	1.434.974	738.620
	Debt to group enterprises	3.651.649	4.964.505
	Corporate tax	836.002	653.931
	Other debts	429.071	287.721
	Short-term liabilities in total	7.362.099	7.364.806
	Liabilities in total	**8.072.400**	**8.512.643**
	Equity and liabilities in total	**16.407.653**	**14.298.668**

14 Mortgage and securities

15 Contingencies

Notes

All amounts in DKK.

		2015	2014
1.	**Staff costs**		
	Salaries and wages	8.485.400	7.136.664
	Pension costs	258.589	187.934
	Other costs for social security	64.943	60.176
	Other staff costs	387.474	372.911
		9.196.406	**7.757.685**
2.	**Depreciation and writedown relating to tangible fixed assets**		
	Depreciation on plants, operating assets, fixtures and furniture	26.287	290.328
	Depreciation on leased assets	459.940	270.900
		486.227	**561.228**
3.	**Other financial income from group enterprises**		
	Interest, group enterprises	460.072	249.737
		460.072	**249.737**
4.	**Writedown relating to financial assets**		
	Writedown relating to amounts owed by group/associated enterprises	183.210	207.867
		183.210	**207.867**

Notes

All amounts in DKK.

		2015	2014
5.	**Other financial costs**		
	Financial costs, group enterprises	166.800	0
	Other financial costs	104.120	72.151
		270.920	**72.151**
6.	**Tax on ordinary results**		
	Tax of the results for the year	769.602	653.931
	Adjustment for the year of deferred tax	12.000	-18.000
	Adjustment of tax for previous years	66.400	0
		848.002	**635.931**
7.	**Other plants, operating assets, and fixtures and furniture**		
	Cost 1 January 2015	5.762.980	3.849.552
	Additions during the year	487.899	2.031.750
	Disposals during the year	0	-118.322
	Cost 31 December 2015	**6.250.879**	**5.762.980**
	Depreciation and writedown 1 January 2015	-3.927.510	-3.484.604
	Depreciation and writedown for the year	-486.227	-561.228
	Depreciation and writedown, assets disposed of	0	118.322
	Depreciation and writedown 31 December 2015	**-4.413.737**	**-3.927.510**
	Book value 31 December 2015	**1.837.142**	**1.835.470**
	Leased assets are included with a book value of	1.788.809	1.760.850

Notes

All amounts in DKK.

		31/12 2015	31/12 2014
8.	**Equity investments in group enterprises**		
	Acquisition sum, opening balance 1 January 2015	239.464	739.464
	Disposals during the year	0	-500.000
	Cost 31 December 2015	**239.464**	**239.464**
	Revaluations, opening balance 1 January 2015	-239.464	-239.464
	Revaluation 31 December 2015	**-239.464**	**-239.464**
	Book value 31 December 2015	**0**	**0**

Group enterprises:

	Domicile	Share of ownership
AS Solution Kenya Limited	Nairobi, Kenya	80 %
AS Solution Tanzania Limited	Arusha, Tanzania	60 %

		31/12 2015	31/12 2014
9.	**Equity investments in associated enterprises**		
	Acquisition sum, opening balance 1 January 2015	500.000	0
	Additions during the year	0	500.000
	Disposals during the year	-500.000	0
	Cost 31 December 2015	**0**	**500.000**
	Revaluation, opening balance 1 January 2015	-500.000	0
	Results for the year before goodwill amortisation	0	-399.984
	Reversals for the year concerning disposals	500.000	0
	Writedown of consolidated goodwill	0	-100.016
	Revaluation 31 December 2015	**0**	**-500.000**
	Book value 31 December 2015	**0**	**0**

Notes

All amounts in DKK.

		31/12 2015	31/12 2014
10.	**Amounts owed by associated enterprises**		
	Subordinate loan capital owed by 2. November 2015 ApS under konkurs	0	207.867
	Amounts owed by 2. November 2015 ApS under konkurs	0	277.503
	Writedown relating to subordinate loan capital	0	-207.867
		0	**277.503**

11.	**Contributed capital**		
	Contributed capital 1 January 2015	500.000	500.000
		500.000	**500.000**

The share capital consists of 500.000 shares, each with a nominal value of DKK 1. No shares holdparticular rights. Treasury shares consists of 150.000 shares, each with a nominal value of DKK 1.

12.	**Results brought forward**		
	Results brought forward 1 January 2015	5.285.025	3.869.725
	Profit or loss for the year brought forward	2.537.228	1.415.300
		7.822.253	**5.285.025**

13.	**Leasing liabilities**		
	Leasing liabilities in total	1.524.301	1.741.837
	Share of amount due within 1 year	-814.000	-594.000
		710.301	**1.147.837**
	Share of liabilities due after 5 years	0	0

14. Mortgage and securities

Other plants, operating assets, fixtures and furniture, all representing a book value of T.DKK 1.789 at 31 December 2015, cf. note 8, have been financed by means of financial leasing. At 31 December 2015, the liabilities of this financial leasing amount to T.DKK 1.524.

Notes

All amounts in DKK.

14. Mortgage and securities (continued)

The company has provided a guarantee to the Group's bank maximized to T.DKK 3.500.

15. Contingencies

Contingent liabilities

The company has entered a rent contract with 3 months period of notice, the contract is interminable until the January 1, 2019. The whole liability in the period and notice is T.DKK 645 with average annual rent of T.DKK 234.

Operational leasing

In addition to financial leasing contracts, the company has entered into operational leasing contracts with an average annual leasing payment of DKK 216 thousand. The leasing contracts have 77 months to remain, and the total outstanding leasing payment is T.DKK 460.

Joint taxation

Anne Holding ApS, company reg. no 24 23 61 45 being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

The liability relating to obligations in connection with corporation tax represents an estimated maximum of T.DKK 557. The liability relating to obligations in connection with withholding taxes represents an estimated maximum of DKK 0.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.