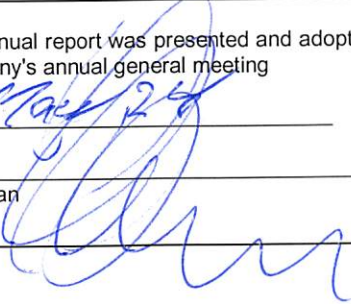


Syrinx ApS
Nyager 11-13
DK-2605 Brøndby

Syrinx ApS
Annual report 2015

The annual report was presented and adopted at the
Company's annual general meeting
on March 24 2016

chairman



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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Syrinx ApS for the financial year 1 January – 31 December 2015.

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


In our opinion, the financial statements 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 – 31 December 2015.

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

Copenhagen, 24 May 2016
Executive Board:


Tommy Damsgaard Nielsen
CEO

Board of Directors:


Sean Paul Eitel Washchuk
Chairman


Tommy Damsgaard Nielsen


Claus Christensen


Lars Vadstrup Søberg



Independent auditor's report

To the shareholders of Syrinx ApS

Independent auditor's report on the financial statements

We have audited the financial statements of Syrinx ApS for the financial year 1 January – 31 December 2015. The financial statements comprise accounting policies, income statement, balance sheet and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Management's responsibility 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 that Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements 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 as to whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of financial statements 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 Management, as well as evaluating the overall presentation of the financial statements.

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

Our audit has not resulted in any qualification.



Independent auditor's report

Opinion

In our opinion, the financial statements 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 activities for the financial year 1 January – 31 December 2015 in accordance with the Danish Financial Statements Act.

Aarhus, 24 May 2016

KPMG

Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98



Steffen S. Hansen
State Authorised
Public Accountant



Michael Mortensen
State Authorised
Public Accountant

Company details

Syrinx ApS
Nyager 11-13
DK-2605 Brøndby

CVR no.: 27 37 94 43
Established: 7 October 2003
Registered office: Brøndby
Financial year: 1 January – 31 December

Principal activities

The Company's principal activity comprises commercial and manufacturing activities through investments in subsidiaries.

Board of Directors

Sean Paul Eitel Washchuk
Tommy Damsgaard Nielsen
Claus Christensen
Lars Vadstrup Søberg

Executive Board

Tommy Damsgaard Nielsen

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Bredskifte Allé 13
DK-8210 Aarhus V

Annual general meeting

The annual general meeting will be held on 24 May 2016.

Financial statements 1 January – 31 December

Accounting policies

The annual report of Syrinx ApS for 2015 has been presented in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Pursuant to section 112(2) of the Danish Financial Statements Act, no consolidated financial statements have been prepared. The financial statements of Syrinx ApS and its subsidiaries are included in the consolidated financial statements of CCL International Inc., Canada.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and at the date at which the receivable or payable arose is recognised in the income statement as financial income or financial expenses.

Non-current assets acquired in foreign currencies are translated at the exchange rates at the transaction date.

Income statement

Administrative expenses

Administrative expenses comprise expenses incurred during the year for expenses for administration, including office premises and office expenses.

Financial income and expenses

Financial income and expenses comprises interest income and expenses, realised and unrealised gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Financial statements 1 January – 31 December

Accounting policies

Tax on profit/loss for the year

The Company is covered by the Danish rules on compulsory joint taxations of the CCL Group's Danish companies. Subsidiaries from part of the joint taxation from the date on which they are included in the consolidation of the consolidated financial statements and up to the date on which they exit the consolidation.

The parent company, Syrinx ApS, is the administrative company for the joint taxation and consequently settles all corporation tax payments with the tax authorities.

Current Danish corporation tax is allocated by the settlement of joint taxation contribution between the jointly taxed companies in proportion to their taxable income. In this relation companies with tax loss carry-forwards receive joint taxation contributions from companies that have used these losses to reduce their own taxable profits.

Tax for the year comprises joint taxation contributions for the year and changes in deferred tax for the year – due to changes in the tax rate. The tax expense relating to the profit/loss for the year is recognised in the income statement and the tax expenses relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Investments

Investments in subsidiaries are measured at cost. Where the net realisable value is lower than cost, inventories are written down to this lower value.

Dividends from investments in subsidiaries are recognised in the income statement if the dividends are attributable to earnings generated subsequent to the acquisition of the company.

Receivables

Receivables are measured at amortised cost. Write-down is made for bad debt losses based on an individual assessment of receivables.

Financial statements 1 January – 31 December

Accounting policies

Corporation tax

In accordance with the joint taxation rules, the liability of the subsidiaries for the payment of corporation taxes to the tax authorities is settled currently with the payment of joint taxation contribution to the administrative company.

Joint taxation contributions receivable and payable are recognised in the balance sheet under balances with group entities.

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

Financial statements 1 January – 31 December 2015

Income statement

DKK'000	Note	2015	2014
Administrative expenses	1	<u>-80</u>	<u>-34</u>
Operating profit/loss		-80	-34
Profit from investments in group entities		54,828	142,985
Financial income	2	202	603
Financial expenses	3	<u>-10,837</u>	<u>-9,717</u>
Profit from ordinary activities before tax		44,113	133,837
Tax on profit for the year	4	<u>2,685</u>	<u>2,241</u>
Profit for the year		<u>46,798</u>	<u>136,078</u>
Proposed profit appropriation			
Retained earnings		34,498	81,078
Proposed dividends		<u>12,300</u>	<u>55,000</u>
		<u>46,798</u>	<u>136,078</u>

Financial statements 1 January – 31 December 2015

Balance sheet

DKK'000	Note	2015	2014
ASSETS			
Non-current assets			
Investments	5		
Investments in group entities		367,369	367,369
Other securities and investments		610	610
		<u>367,979</u>	<u>367,979</u>
Total non-current assets		<u>367,979</u>	<u>367,979</u>
Current assets			
Receivables			
Corporation tax		3,104	2,509
		<u>3,104</u>	<u>2,509</u>
Cash at bank and in hand		<u>327</u>	<u>5,364</u>
Total current assets		<u>3,431</u>	<u>7,873</u>
TOTAL ASSETS		<u>371,410</u>	<u>375,852</u>

Financial statements 1 January – 31 December 2015

Balance sheet

DKK'000	Note	2015	2014
EQUITY AND LIABILITIES			
Equity	6		
Share capital		135	135
Retained earnings		116,635	82,137
Proposed dividends		12,300	55,000
Total equity		129,070	137,272
Liabilities			
Current liabilities			
Payables to group entities		242,309	238,550
Other payables		31	30
		242,340	238,580
Total liabilities		242,340	238,580
TOTAL EQUITY AND LIABILITIES		371,410	375,852
Contingent items, etc.	7		

Financial statements 1 January – 31 December

Notes

1 Staff costs

The Company has no employees and has not paid any remuneration to the Board of Directors.

DKK'000	2015	2014
2 Financial income		
Other financial income	15	0
Foreign exchange gains	187	603
	<u>202</u>	<u>603</u>
3 Financial expenses		
Other financial expenses	25	0
Interest expense to group entities	10,059	9,635
Foreign exchange losses	753	82
	<u>10,837</u>	<u>9,717</u>
4 Tax on profit for the year		
Current tax for the year	6,385	7,934
Joint taxation contribution (income)	-3,867	-10,175
Adjustment of tax for prior years	167	0
	<u>2,685</u>	<u>-2,241</u>

Financial statements 1 January – 31 December

Notes

5 Investments

DKK'000	Investments in group entities		
Cost at 1 January 2015	367,369		
Additions	0		
Disposals	0		
Cost at 31 December 2015	367,369		
Carrying amount at 31 December 2015	367,369		
			Share of results for the year
Name and registered office	Ownership	Equity DKK'000	DKK'000
CCL Label A/S, Randers, Denmark	100%	70,820	21,062
Syrinx Holding Germany GmbH, Holzkirchen, Germany (consolidated)	100%	410,781	164,367
		481,601	185,429

6 Equity

DKK'000	Share capital	Retained earnings	Proposed dividend	Total
Balance at 1 January 2015	135	82,137	55,000	137,272
Distributed dividend	0	0	-55,000	-55,000
Profit for the year	0	34,498	12,300	46,798
Balance at 31 December 2015	135	116,635	12,300	129,070

The share capital comprises:

1,350 shares of a nominal amount of DKK 100 each	135	135
	135	135

Financial statements 1 January – 31 December

Notes

7 Contingent items, etc.

The Company is jointly taxed with its subsidiary CCL Label A/S. The Company is the administrative company and has joint and several unlimited liability for Danish corporation taxes and withholding taxes and dividends, interest and royalties within the joint taxation unit. Any subsequent corrections of the joint taxation income or withholding taxes may entail that the Company's liability will increase.