

Copenhagen Towers Holding ApS

c/o Solstra Capital Partners, Lautrupsgade 7, 3. tv, 2100 København Ø

CVR no. 28 13 45 17



Annual report 2015

Approved at the annual general meeting of shareholders on 31 May 2016

Chairman.

Handwritten signature of Mette Kapsch in blue ink.

Mette Kapsch



Building a better
working world



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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 Copenhagen Towers Holding ApS for the financial year 1 January - 31 December 2015.

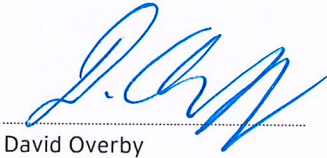
The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2015 and of the results of the Company's operations for the financial year 1 January - 31 December 2015.

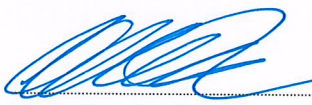
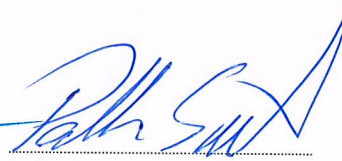
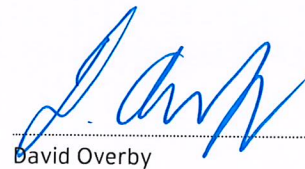
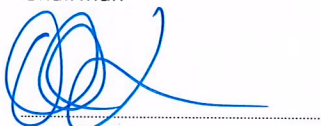
Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

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

Copenhagen, 31 May 2016
Executive Board:


.....
David Overby

Board of Directors:


.....
Oscar Claudius Crohn
Chairman
.....
Palle Sort
.....
David Overby
.....
Mette Kapsch

Independent auditors' report

To the shareholders of Copenhagen Towers Holding ApS

Independent auditors' report on the financial statements

We have audited the financial statements of Copenhagen Towers Holding ApS for the financial year 1 January - 31 December 2015, which comprise an income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. 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.

Auditors' 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 regulations. 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 auditors' 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 auditors consider 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.

Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2015 and of the results of its operations for the financial year 1 January - 31 December 2015 in accordance with the Danish Financial Statements Act.

Emphasis of matter regarding matters in the financial statements

Without modifying our opinion, we draw attention to the uncertainties regarding the Company's going concern. We draw attention to note 2 in which Management states that the Company's ability to remain a going concern is affected by the Group's ability to remain a going concern. Management states that it is a condition for the Group's ability to remain a going concern after 31 December 2016 that earnings from the hotel activities increase ensuring that the hotel activities result in an increased lease income and positive results of the Group's coming negotiations regarding refinancing. It is Management's assessment that these assumptions will be achieved, and consequently, the financial statements have been prepared on a going concern assumption.

Independent auditors' report


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 other procedures in addition to the audit of the financial statements. On this basis, it is our opinion that the information provided in the Management's review is consistent with the financial statements.

Copenhagen, 31 May 2016
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR No. 30 70 02 28



Anders Stig Lauritsen
State Authorised Public Accountant



Kaare Kristensen Lendorf
State Authorised Public Accountant



Management's review

Company details

Name	Copenhagen Towers Holding ApS
Address, Postal code, City	c/o Solstra Capital Partners, Lautrupsgade 7, 3. tv, 2100 København Ø
CVR No.	28 13 45 17
Established	4 October 2004
Registered office	Copenhagen
Financial year	1 January - 31 December
Telephone	+45 39 13 99 00
Board of Directors	Oscar Claudius Crohn, Chairman Palle Sort David Overby Mette Kapsch
Executive Board	David Overby
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Osvold Helmuhs Vej 4, P O Box 250, 2000 Frederiksberg, Denmark

Management's review

Operating review

The Company's business review

The Company's objective is to hold ownership interests in Copenhagen Towers ApS. Copenhagen Towers ApS owns a hotel and conference centre, which is rented to Crowne Plaza Copenhagen Towers A/S.

Unusual matters having affected the financial statements

Going concern

The Company's ability to remain a going concern is affected by the Group's ability to remain a going concern.

In 2012, the real estate companies entered into financing agreements with the bank. The financing agreements comprise financing for the completion of the office building constituting stage 2 owned by Copenhagen Towers II P/S and financing for stage 1 owned by Copenhagen Towers ApS.

At 15 February 2016, the Group entered into an addendum to the existing finance agreements, where amortisation was deferred to 30 November 2017, where the loan in its entirety falls due.

Management has prepared a sensitivity analysis on cash flow budgets showing that Copenhagen Towers ApS will have sufficient liquidity to continue its operations until the presentation of the financial statements for 2016 under the current outlook. After this, it is a condition for Copenhagen Towers ApS' ability to remain a going concern that earnings from the hotel activities increase ensuring an increased lease income and positive results of the Company's coming negotiations regarding refinancing.

There is material uncertainty related to the going concern assumption which casts significant doubt on the Company's ability to continue as a going concern, and therefore, the Company may be unable to realise its assets and discharge its liabilities in the normal course of business.

Management expects to reach a new financing agreement during the coming year. Furthermore, Management expects that earnings from the hotel activities will increase in connection with finalisation of the construction in the area.

The Company's equity is expected to be re-established over the coming years due to rent income from properties/subsidiaries, realisation of properties and cancellation of debt.

Reference is made to note 2 for more details.

Financial review

The income statement for 2015 shows a loss of DKK 45 thousand against a profit of DKK 2,751 thousand last year, and the balance sheet at 31 December 2015 shows a negative equity of DKK 66,866 thousand.

Post balance sheet events

No significant events have occurred after the balance sheet date that materially affect the financial statements at 31 December 2015.

Outlook

In the coming year, Management expects that earnings from the hotel activities will increase in connection with finalisation of the construction in the area and positive results of the negotiations regarding refinancing, which is a condition for the Company's continued operations after 2017.

Financial statements for the period 1 January - 31 December

Income statement

Note	DKK'000	2015	2014
	Other external expenses	-45	-39
	Gross profit/loss	-45	-39
	Income from investments in group entities	0	2,781
	Profit/loss before tax	-45	2,742
3	Tax for the year	0	9
	Profit/loss for the year	-45	2,751
	 Proposed profit appropriation/distribution of loss		
	Retained earnings/accumulated loss	-45	2,751
		-45	2,751



Financial statements for the period 1 January - 31 December

Balance sheet

Note	DKK'000	2015	2014
	ASSETS		
	TOTAL ASSETS	<u>0</u>	<u>0</u>
	EQUITY AND LIABILITIES		
	Equity		
5	Share capital	195,490	195,490
	Retained earnings	<u>-262,356</u>	<u>-262,311</u>
	Total equity	<u>-66,866</u>	<u>-66,821</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Payables to group entities	66,829	66,789
	Other payables	<u>37</u>	<u>32</u>
		<u>66,866</u>	<u>66,821</u>
	Total liabilities other than provisions	<u>66,866</u>	<u>66,821</u>
	TOTAL EQUITY AND LIABILITIES	<u>0</u>	<u>0</u>

- 1 Accounting policies
- 2 Material uncertainties regarding going concern
- 6 Collateral
- 7 Contractual obligations and contingencies, etc.
- 8 Related parties



Financial statements for the period 1 January - 31 December

Statement of changes in equity

DKK'000	Share capital	Retained earnings	Total
Equity at 1 January 2015	195,490	-262,311	-66,821
Profit/loss for the year	0	-45	-45
Equity at 31 December 2015	195,490	-262,356	-66,866



Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Copenhagen Towers Holding ApS has been prepared in accordance with the provisions applying to reporting class B enterprises under the Danish Financial Statements Act.

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

Consolidated financial statements

In accordance with section 112(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared. We refer to the consolidated financial statements of the parent company in Denmark, CT Solstra ApS.

Recognition and measurement in general

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

Liabilities are recognised in the balance sheet when an outflow of economic benefits is probable and when the liability can be reliably measured.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described below for each individual item.

Certain financial assets and liabilities are measured at amortised cost implying the recognition of a constant effective interest rate to maturity. Amortised cost is calculated as initial cost minus any principal repayments and plus or minus the cumulative amortisation of any difference between cost and nominal amount.

In recognising and measuring assets and liabilities, any gains, losses and risks occurring prior to the presentation of the annual report that evidence conditions existing at the balance sheet date are taken into account.

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities measured at fair value or amortised cost. Equally, costs incurred to generate the year's earnings are recognised including depreciation, amortisation, impairment losses and provisions as well as reversals as a result of changes in accounting estimates of amounts which were previously recognised in the income statement.

Reporting currency

The financial statements are presented in Danish kroner.

Income statement

Other external expenses

Other external expenses include the year's expenses relating to the entity's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity and its Danish group entities are taxed on a joint basis. The Danish income tax charge is allocated between profit-making and loss-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the administrative company according to the current rates applicable to interest allowances, and jointly taxed companies having paid too little tax pay, as a maximum, a surcharge according to the current rates applicable to interest surcharges to the administrative company.

Balance sheet

Investments in group entities and associates

Investments in subsidiaries and associates are measured at cost. Dividends received that exceed the accumulated earnings in the subsidiary or the associate during the period of ownership are treated as a reduction in the cost of acquisition.

Impairment of non-current assets

Intangible assets, property, plant and equipment and investments in subsidiaries and associates are subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation. Impairment tests are conducted in respect of individual assets or groups of assets generating separate cash flows when there is indications of impairment. The assets are written down to the higher of the value in use and net realisable value (recoverable amount) of the asset or group of assets if this is lower than the carrying amount. As for group of assets, impairment losses are first recognised in respect of goodwill and thereafter proportionately in respect of the other assets.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective indication that a receivable or a group of receivables is impaired. If there is objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Receivables with no objective indication of individual impairment are tested for objective indication of impairment on a portfolio basis. The portfolios are primarily composed on the basis of debtors' domicile and credit ratings in accordance with the Company's risk management policy. The objective indicators used for portfolios are determined based on historical loss experience.

Write-downs are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Corporation tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Other payables

Other payables are measured at net realisable value.

2 Material uncertainties regarding going concern

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Financial statements for the period 1 January - 31 December

Notes to the financial statements

DKK'000	2015	2014
3 Tax for the year		
Tax adjustments, prior years	0	-9
	<u>0</u>	<u>-9</u>

DKK'000	Domicile	Interest	Equity	Profit/loss
4 Investments				
Subsidiaries				
Copenhagen Towers ApS	Copenhagen	100.00 %	616,686	-6,366

DKK'000	2015	2014
5 Share capital		
The share capital consists of the following:		
195,490,418 shares of DKK 1.00 each	195,490	195,490
	<u>195,490</u>	<u>195,490</u>

The Company's share capital has remained DKK 195,490 thousand over the past 5 years.

6 Collateral

The Company's interest in Copenhagen Towers ApS, the carrying amount of which is DKK 0, has been provided as security for the Group's bank loans.

The Company has provided guarantees to loan in the development of stage 1 of the Copenhagen Towers.

7 Contractual obligations and contingencies, etc.

Other contingent liabilities

The Company was jointly taxed with the other Danish companies in the ALMC Group until 31 January 2014. Together with the other companies included in the joint taxation and withholding taxes in the group of jointly taxed entities.

The Company is jointly taxed with the other Companies in the CT Solstra Group. As a wholly-owned subsidiary, together with the other companies included in the joint taxation, the Company has joint and several unlimited liability for payment of income taxes as well as withholding taxes.



Financial statements for the period 1 January - 31 December

Notes to the financial statements

8 Related parties

Copenhagen Towers Holding ApS' related parties comprise the following:

Information about consolidated financial statements

<u>Parent</u>	<u>Domicile</u>	<u>Requisitioning of the parent's consolidated financial statements</u>
CT Solstra ApS	Copenhagen	Lautrupsgade 7, DK-2100 Copenhagen

Related party transactions not carried through on normal market terms

As a result of the Group's financial situation, no interest has been added to receivables and payables to affiliates.

Ownership

The following shareholders are registered in the Company's register of shareholders as holding minimum 5% of the share capital:

<u>Name</u>	<u>Domicile</u>
Copenhagen Skyline ApS	Lautrupsgade 7, DK-2100 Copenhagen