

DNB Invest Denmark A/S

Arne Jacobsens Allé 15

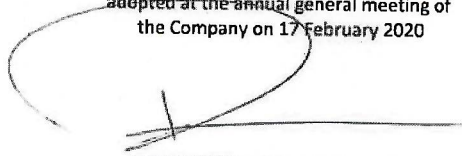
2300 Copenhagen S

CVR No. 28691947

Annual Report 2019

15th financial year

The annual report was presented and
adopted at the annual general meeting of
the Company on 17 February 2020



Peter Bisgaard Svanberg
Chairman

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DNB Invest Denmark A/S

Statement by the Board of Directors and the Executive Board

The Board of Directors and Executive Board have today discussed and approved the annual report of DNB Invest Denmark A/S for the financial year 1 January - 31 December 2019.

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

It is our opinion that the financial statements give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019.

Further, in our opinion, the Management's review gives a fair view of the development in the Company's operations and financial matters and the results of the Company's operations and financial position.

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


Copenhagen, 6 February 2020

Executive Board

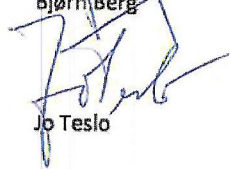


Peter Bisgaard Svanberg

Board of Directors



Bjørn Berg



Jo Teslo



Harald Johannessen



Fredrik Bertil Åberg



Katrine Kleppan Blystad

Independent Auditor's Report

To the shareholders of DNB Invest Denmark A/S

Opinion

We have audited the financial statements of DNB Invest Denmark A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, notes and accounting policies. The financial statements are prepared in accordance with 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 2019, and of the results of the Company's operations for the financial year 1 January - 31 December 2019 in accordance with 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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 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.

The auditor's responsibility for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 scepticism 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.

Independent Auditor's Report

- 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 conclusions 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 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.

Statement on 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 form of 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 the work we have performed, 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 Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 6 February 2020

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR-no. 30700228



Rasmus Berntsen

State Authorised Public Accountant

MNE no.: 35461

Company information

Company	DNB Invest Denmark A/S Arne Jacobsens Allé 15 2300 Copenhagen S
CVR No.	28691947
Established	27 April 2005
Registered office	Copenhagen
Financial year	1 January - 31 December 2019
Board of Directors	Bjørn Berg, Chairman Harald Johannessen, Vice Chairman Katrine Kleppan Blystad Jo Teslo Fredrik Bertil Åberg
Executive Board	Peter Bisgaard Svanberg, CEO
Ownership	The Company is wholly-owned by DNB Bank ASA, Dronning Eufemias Gate 30, P.O. Box 1600 Sentrum, 0021 Oslo, Norway
Auditors	ERNST & YOUNG Godkendt Revisionspartnerselskab Dirch Passers Allé 36 c/o Postboks 250 2000 Frederiksberg CVR-no.: 30700228
Annual general meeting	The annual general meeting is held on the 17 February 2020.

Management's Review

Financial highlights

DKKm	2019	2018	2017	2016	2015
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Key figures

Net investment result	125	56	74	21	59
Profit before net financials	124	54	76	397	33
Profit for the year after tax of continued activities	97	42	22	360	59
Profit/loss for the year after tax of discontinued operations	0	0	-82	13	33
Profit/loss for the year	97	42	-60	373	92

Total assets	9.266	9.327	9.108	9.560	9.304
Equity	8.932	8.835	8.792	8.916	8.625

Financial ratios

Solvency ratio	96,4%	94,7%	96,5%	93,3%	92,7%
Return on equity	1,1%	0,5%	-0,7%	4,3%	1,0%

Average number of full-time employees	1	1	1	1	2
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Comparative figures 2015-2017 are adjusted due to changes in the Company's activities.

Financial ratios are calculated in accordance with the Danish Society of Financial Analysts' guidelines on the calculation of financial ratios "Recommendations and Ratios". For terms and definitions, please see the accounting policies.

Management's Review

Principal activities of the Company

The Company is an investment company.

Development in activities of the Company

The income statement for 2019 shows a profit for the year after tax of DKK'000 96,581. The balance sheet at 31 December 2019 shows equity of DKK'000 8,931,542.

The 2019 result is in line with expectations for the year.

Risk profile and risk management

The Company is subject to risks customary within the investment business. The Company's investment policy is based on firm and conservative investment principles, aligned with the risk policies and risk framework of the DNB Group.

Foreign exchange risk is mainly related to cash inflows from investments denominated in foreign currencies. Investments in currencies other than DKK (and, on selective basis, EUR) are hedged.

The Company's interest rate risk relates to the Company's investment portfolio in loans. Investments in loans (other than investments denominated in DKK or, on selective basis, EUR) are hedged to CIBOR. Consequently, the Company has interest rate risks related to the development of CIBOR.

The Company's investment portfolio is inherently subject to counterparty risk. However, counterparties are sound and robust and all investment arrangements are subject to thorough assessments upon establishment as well as ongoing monitoring and assessment.

The Company has entered into cash collateral arrangements as ongoing credit support for hedging arrangements for the purpose of mitigating default risk on the Company's hedge counterparty and the Company therefore incurs liquidity risk. However, the Company has policies for handling liquidity risk and has taken appropriate measures to mitigate liquidity risk and the Company has established substantial credit lines.

Events after the balance sheet date

No significant events have occurred subsequent to the balance sheet date, which impact the financial statements for 2019.

Outlook

The Company will continue to pursue relevant investment opportunities and manage and monitor existing investment portfolio.

The Company expects a pre-tax result for 2020 substantially in the same level as 2019, mainly depending, however, on gain/losses on the Company's hedging portfolio during the year and interest rate levels.

Accounting Policies

Accounting policies

The annual report of DNB Invest Denmark A/S for 2019 has been prepared in accordance with the provisions applying to reporting class C medium enterprises under the Danish Financial Statements act.

The annual report is reported in DKK thousands.

The Company's principal activities are activities customary to investments companies. In accordance with Danish Financial Statements Act, the presentation of the Company's income statement and balance sheet has been adjusted hereto.

The accounting policies applied remain unchanged from last year.

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 at 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 or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in receivables from and debt to related parties, respectively.

The calculation of fair value of these derivatives is based on observable inputs such as forward interest rates etc. (Level 2 in the fair value hierarchy).

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of the fair value of a recognised asset or liability are recognised in the income statement together with changes in the fair value of the hedged asset or liability.

Income statement

Net investment result

Net investment result comprise interest income and costs, gains and losses on derivative financial instruments and foreign currency translation adjustments from the Company's principal activities.

Other operating income

Other operating income comprise items of a secondary nature to the principal activity of the Company.

Administration expenses

Administration expenses comprise expenses for the administrative staff, Management, offices as well as office expenses and similar expenses.

Other financial income

Other financial income comprise interest income and foreign currency translation adjustments on items of a secondary nature to the principal activity of the Company, eg. interests from tax authorities.

Accounting Policies

Tax on profit/loss for the year

Tax for the year comprises current tax for the year and changes in deferred tax, including impairment charges on capitalised tax losses carried forward. The tax expense relating to the profit/loss for the year is recognised in the income statement.

The Company is covered by the Danish rules on compulsory joint taxation of the Danish legal entities of the DNB Group. On payment of joint taxation contributions, the current Danish corporation tax is allocated between the jointly taxed companies in the proportion to their taxable income.

Balance sheet

Receivables

Receivables are recognized in the balance sheet and measured at amortised cost. Provisions are made for anticipated losses at net realisable value.

Cash and cash equivalents from group related parties are presented as receivables from related parties.

Prepayments

Prepayments, recognized as current assets, comprise costs incurred concerning subsequent financial years.

Corporation tax and deferred 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 arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where different tax rules can be applied to determine the tax base, deferred tax is measured based on Management's planned use of the asset or settlement of the liability, respectively.

Deferred tax assets, including the tax value of tax loss carry forward, 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 and jurisdiction.

Adjustment is made to deferred tax resulting from elimination of unrealised intra-group profits and losses.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. The change in deferred tax as a result of changes in tax rates is recognised in the income statement.

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing at the net proceeds received. 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.

Accounting Policies

Fair value

The fair value measurement is based on the principal market. If no principal market exists, the measurement is based on the most advantageous market, i.e. the market that maximises the price of the asset or liability less transaction and/or transport costs.

All assets and liabilities which are measured at fair value, or whose fair value is disclosed, are classified based on the fair value hierarchy, see below:

Level 1: Value in an active market for similar assets/liabilities

Level 2: Value based on recognised valuation methods on the basis of observable market information

Level 3: Value based on recognised valuation methods and reasonable estimates (non-observable market information)

Consolidated financial statements and cash flow statement

In accordance with section 112(1) of the Danish Financial Statements Act, consolidated financial statements have been omitted as the Company's financial statements are included in the consolidated financial statements of DNB Bank ASA, Dronning Eufemias Gate 30, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

In accordance with section 86(4) of the Danish Financial Statements Act, cash flow statement has been omitted as the Company's cash flows are comprised in the cash flow statement in the consolidated financial statements of DNB Bank ASA, Dronning Eufemias Gate 30, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

Financial ratios

Financial ratios are calculated in accordance with the Danish Society of Financial Analysts' guidelines on the calculation of financial ratios "Recommendations and Ratios". The financial ratios stated in the survey of financial highlights have been calculated as follows:

Solvency ratio $(\text{Equity at year end} \times 100) / \text{Total equity and liabilities at year end}$

Return on equity (ROE) $(\text{Profit from ordinary activities after tax} \times 100) / \text{Average equity}$

Income Statement

	Note	2019 t'000	2018 t'000
Investment income	1	311.254	158.444
Investment loss	2	-186.137	-102.420
Net investment result		125.117	56.024
Administrative expenses	3	-1.294	-1.615
Profit before net financials		123.823	54.409
Profit before tax		123.823	54.409
Tax for the year	4	-27.242	-11.970
Profit for the year		96.581	42.439
Proposed distribution of results	5		

Balance Sheet as of 31 December

	Note	2019 t'000	2018 t'000
Assets			
Loans to related parties	6	8.138.257	8.075.310
Deferred tax assets	7	311.304	328.387
Total non-current assets		8.449.561	8.403.697
Receivables from related parties	8	816.516	923.495
Other receivables		90	89
Total current assets		816.606	923.584
Total assets		9.266.167	9.327.281

Balance Sheet as of 31 December

	Note	2019 t'000	2018 t'000
Liabilities and equity			
Contributed capital		877.579	877.579
Retained earnings		8.053.963	7.957.382
Total equity	9	8.931.542	8.834.961
Trade payables		26	0
Debt to related parties	10	334.145	491.092
Tax payables		225	1.066
Other payables		229	162
Total current liabilities		334.625	492.320
Total liabilities		334.625	492.320
Liabilities and equity		9.266.167	9.327.281
Contingent liabilities	11		
Related parties - shareholders	12		

Notes

	2019 DKK'000	2018 DKK'000
1. Investment income		
Interest, related parties	304.245	154.875
Market value changes, cross currency swaps, related parties	5.318	0
Other financial income	1.691	3.569
	<u>311.254</u>	<u>158.444</u>

2. Investment loss

Interest, related parties	186.137	90.828
Market value changes, cross currency swaps, related parties	0	7.736
Other financial expenses	0	3.856
	<u>186.137</u>	<u>102.420</u>

3. Administrative expenses

Staff costs has been included in administrative expenses, and can be specified as follows:

Wages and salaries	<u>147</u>	<u>211</u>
	147	211

Average number of employees	1	1
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In accordance with §98a of the Danish Financial Statements Act, the Company must provide information of remuneration to the management of the Company. No remuneration has been paid to the management or the Board of Directors throughout the year.

4. Tax for the year

Estimated tax charge for the year	10.159	4.066
Deferred tax adjustments in the year	17.083	7.904
	<u>27.242</u>	<u>11.970</u>

5. Proposed distribution of results

Retained earnings	<u>96.581</u>	<u>42.439</u>
	96.581	42.439

6. Loans to related parties

Loans to group parties amounts to a total of DKK'000 7.948.948 and encompass different debt instruments with different maturity and call options for borrowers.

In addition the Company has issued a loan to associated party in the amount of DKK '000 189.309.

The interest rate risk and exchange rate risk is, until the call dates, covered by financial derivatives.

Notes

7. Deferred tax assets

Deferred tax assets at 31 December 2019 amounted to DKK'000 311.304

Based on the Company's budget and financial capacity, Management expects that future taxable income will be available to utilize the deferred tax asset.

8. Receivables from related parties

	2019	2018
Liquidity	467.387	516.031
Fair value adjustments and accrued interests financial derivatives	349.129	407.464
	<u>816.516</u>	<u>923.495</u>

9. Statement of changes in equity

	Share capital	Retained earnings	Total
Equity 1 January 2019	877.579	7.957.382	8.834.961
Profit for the year	0	96.581	96.581
Equity 31 December 2019	<u>877.579</u>	<u>8.053.963</u>	<u>8.931.542</u>

The share capital comprises 877.578.841 shares of nominally DKK 1.0.

The Company made a capital decrease in 2016 whereby the share capital was reduced and retained earnings increased accordingly.

The share capital has developed as follows:

	2019	2018	2017	2016	2015
Share capital DKK'000	877.579	877.579	877.579	12.765.228	12.765.228
	<u>877.579</u>	<u>877.579</u>	<u>877.579</u>	<u>12.765.228</u>	<u>12.765.228</u>

	2019	2018
	DKK'000	DKK'000
10. Debt to related parties		
Debt to related parties	245	42
Collateral for financial derivatives transactions	333.900	491.050
	<u>334.145</u>	<u>491.092</u>

11. Contingent liabilities

The Company is jointly taxed with the Danish entities of the DNB Group. As a jointly taxed company the Company has joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties. Any subsequent corrections of the taxable income subject to joint taxation or withholding taxes on dividends, interest and royalties may entail that the Company's liability will increase.

Notes

12. Related parties - shareholders

The following shareholders are registered in the Company's register of shareholders, who owns 100% of the share capital:

DNB Bank ASA
Dronning Eufemias Gate 30
P.O. Box 1600 Sentrum
0021 Oslo
Norway

The financial statements of DNB Bank ASA are available at DNB Bank ASA's website www.dnb.no.