

Copenhagen Airports Denmark Holdings ApS

c/o Apex Fund Service (Denmark) ApS

Hørmarken 2

3520 Farum

CVR no. 29144257

Annual Report 2023

18. financial year

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 28 May 2024

DocuSigned by:

Torben Christensen

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Torben Christensen

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Management's Statements

The Executive Boards have today considered and adopted the Annual Report of Copenhagen Airports Denmark Holding ApS for the financial year 1 January – 31 December 2023.


The Annual Report is prepared in accordance with the Danish Financial Statements Act.

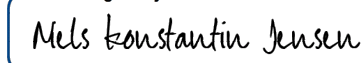
In our opinion, the Financial Statements give a true and fair view of the financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 28 May 2024

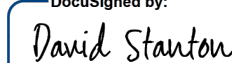
Executive Board

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Charles Thomazi

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Niels Konstantin Jensen

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Torben Christensen

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David Mark Stanton

Independent Auditor's Report

To the Shareholders of Copenhagen Airports Denmark Holdings ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023, and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Copenhagen Airports Denmark Holdings ApS for the financial year 1 January - 31 December 2023, 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 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 are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence 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 express 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 materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information 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 Financial Statements Act. We did not identify any material misstatement in Management's Review.

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 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.

Independent Auditor's Report

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 statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement 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 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.
- 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 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.

Hellerup, 28 May 2024

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR-no. 33771231



Christian Møller Gyrsting
State Authorised Public Accountant
mne44111

Company details

Company	Copenhagen Airports Denmark Holding ApS c/o Apex Fund Service (Denmark) ApS Hørmarken 2 3520 Farum
CVR no.	29144257
Date of Formation	18. October 2005
Registered Office	Farum
Financial year	1 January 2023 - 31 December 2023
Executive Board	Charles Thomazi Torben Christensen Niels Konstantin Jensen David Mark Stanton
Parent Company	Kastrup Airports Parent ApS c/o Apex Fund Service (Denmark) ApS Hørmarken 2 3520 Farum
Administration Company	Kastrup Airports Parent ApS c/o Apex Fund Service (Denmark) ApS Hørmarken 2 3520 Farum
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup CVR no. 33771231

Management's Review

The Company's principal activities

The Company's principal activities consist in holding of shares in other companies and the funding of these shareholdings.

Development in activities and financial matters

The Company's Income Statement of the financial year 1 January 2023 - 31 December 2023 shows a result of DKK 445m and the Balance Sheet at 31 December 2023 a balance sheet total of DKK 8,210m and an equity of DKK 7,384m.

The company has received a letter of financial support from its parent company, Kastrup Airports Parent ApS, confirming that the current loan and possible future loans to the company will not be called unless liquidity of the company is adequate in order to repay its obligations. In addition, Kastrup Airports Parent ApS confirms that, if necessary, it will provide additional funds to CADH to fulfil its settlement of outstanding liabilities. This letter of support is effective until at least 12 months after the date of signing of this Annual Report.

Expectations for the future

In 2024, the Company's subsidiary, Copenhagen Airports A/S ("CPH"), expects to continue its growth in passengers which will lead to higher profitability. However, economic outlook remains uncertain because of the ongoing geopolitical and macroeconomic effects. Any deterioration in these factors could negatively impact travel sentiment and CPH's financial outlook.

Revenue is expected to grow at around 20% in 2024, primarily driven by the charges effective from 1 January 2024 and increase in passenger numbers. CPH expects approximately 29 million passengers in 2024. If passenger levels reach around 29 million, profit before tax is expected to be between DKK 1.15 billion and DKK 1.35 billion, mainly supported by growth in passengers offset by increasing operating costs compared to 2023. The increasing cost levels are primarily due to the expected rise in passenger-related activities, regulatory requirements, salary increase expectations and inflation.

It is not expected that the Company will receive dividends from its subsidiary during the financial year 2024 as a consequence of waiver agreements in place with lenders. The expectation for 2024 is therefore at the same level as 2023.

Key risks

The key operational risks faced by the Group arise in relation to the operations of the CPH Group.

Risk management at CPH is based on Danish and international corporate governance recommendations. A continual identification and quantification of risks and assessment of the probability and consequences of events enables CPH to consider and manage the risks that are material in relation to the creation of value in CPH.

The main types of risks are explained in detail in the CPH Group Annual Report – please refer to this document for further information. For a description of the financial risks faced by the Group, please refer to note 4.3 of the CPH Group financial statements.

Financing and liquidity

The Company does not expect to receive dividends during 2024. There has been a capital increase in August 2023. However, the Company has sufficient liquidity available to cover its ongoing costs.

Report on Corporate Social Responsibility, the Gender Composition in Management, cf. Sections 99 a, 99 b & 99 d of the Danish Financial Statements Act

The Board of Directors as of 31 December 2023, comprises of four men and no women.

The Company has set a target goal for the proportion of women on the Management Board to be 30% by 2027.

Board of Directors	2023
Number of persons	4
Under-represented gender	0%
Target	30%
Target year	2027
Other management	2023
Number of persons	0
Under-represented gender	0%

In 2023, Niels Konstantin Jensen was appointed to the Board of Directors, replacing Henrik Urbak-Mård, resulting in no change in the gender distribution. The replacement is due to Henrik Urbak-Mård resigning from his position in Arbejdsmarkedets Tillægspension (ATP).

The company is exempt from setting target numbers for the company's other management levels as the company has less than 50 employees in 2023.

The Company is part of the Kastrup Airports Parent ApS group, CVR. nr. 33781903 ("KAP Group"). The KAP Group reports on the work carried out in relation to corporate social responsibility, Sections 99 a & 99 d of the Danish Financial Statements Act. For information on this work, please refer to Management's Review in the Annual Report 2023 for Kastrup Airports Parent ApS.

Key Figures and Financial Ratios

The development in the Company's key figures and financial ratios can be described as follows:

Numbers appear in millions

	2023	2022	2021	2020	2019
Operating profit/loss	-2	-4	-1	-1	0
Financial income	620	550	436	369	368
Financial expenses	-39	-308	19	469	-100
Profit/loss before tax and extraordinary items	579	238	454	837	267
Profit/loss for the year	445	119	355	735	187
Total equity	7.384	6.423	5.571	5.216	4.481
Total fixed assets	8.186	7.567	6.285	4.920	4.920
Return on capital employed (%)	8	8	7	6	7
Return on equity (ROE) (%)	12	4	7	15	4
Solvency ratio (%)	90	84	88	80	78

Income Statement

	Note	<u>2023</u> DKKm	<u>2022</u> DKKm
Other external expenses	2	(2)	(4)
Operating profit/loss		(2)	(4)
Other financial income from group enterprises	3	619	550
Other financial income	4	1	0
Financial expenses arising from group enterprises		(10)	(8)
Other financial expenses	4	(29)	(299)
Profit/(Loss) before tax		579	238
Tax on profit/loss for the year	5	(134)	(119)
Profit/(Loss)	6	445	119

Balance Sheet as of 31 December

	Note	2023 DKKm	2022 DKKm
Assets			
Investment in subsidiaries	7	2.629	2.629
Non-current receivables in group enterprises	8	5.557	4.938
Financial investments		8.186	7.567
Fixed assets		8.186	7.567
Other receivables		12	12
Receivables		12	12
Cash and cash equivalents		12	47
Current assets		24	59
Assets		8.210	7.626

Balance Sheet as of 31 December

	Note	2023 DKKm	2022 DKKm
Liabilities and equity			
Share capital		12	12
Retained earnings		7.372	6.411
Equity		7.384	6.423
Trade payables		0	10
Payables to group enterprises		692	562
Tax payables		0	512
Tax payables to group enterprises		134	119
Current liabilities		826	1.203
Liabilities		826	1.203
Liabilities and equity		8.210	7.626
Contingent liabilities	9		
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Statement of Changes in Equity

	Share Capital DKKm	Proposed dividend recognised in equity DKKm	Retained Earnings DKKm	Total DKKm
Equity 1 January 2023	12	-	6.411	6.423
Capital Increase	0	-	-	0
Premium on capital increase	-	-	516	516
Profit/(Loss)	-	-	445	445
Equity 31 December 2023	12	-	7.372	7.384

During 2023, the Company issued 20.000 shares with a nominal value of DKK 5 each.

Share classes:

	Number of shares	Nominal value of shares
A-shares	2.000	10.000
B-shares	2.400.000	12.000.000
C-shares	48.000	240.000
Total	2.450.000	12.250.000

Notes

1. Accounting Policies

Reporting Class

The Annual Report of Copenhagen Airports Denmark Holdings ApS for 2023 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

The exemption from preparing consolidated financial statements has been used, and the financial statements presented are separate financial statements. (ÅRL § 112)

The accounting policies applied remain unchanged from last year.

KAP is the ultimate holding company of CADH. The consolidated Annual Report of KAP, in which CADH is included as a subsidiary, may be obtained from Apex Fund Service (Denmark) ApS, Hørmarken 2, 3520 Farum, Denmark.

Reporting currency

The Annual Report is presented in Danish kroner.

Translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

General Information

Basis of recognition and measurement

The financial statements have been prepared under the historical cost principal.

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the Income Statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the Income Statement.

Assets are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will accrue to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

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

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date. The accounting value of tangible assets are examined on a yearly basis to determine if there are any indications of impairment. If this is the case, an impairment will be made to reduce the carrying amount of the asset to its recoverable amount.

Notes

Income Statement

Other external expenses

Other external costs include costs for administration.

Income from investments in group enterprises and associates

Income from equity investments comprises dividends received from group enterprises and associates in so far as they do not exceed the accumulated earnings in the group enterprise or the associate during the ownership period.

Dividends from equity investments are recognised as income in the financial year in which the dividends are declared.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement based on the amounts that concern the financial year. Financial income and expenses include interest income and expenses, realised and unrealised capital gains and losses regarding securities, debt and foreign currency transactions, amortisation of financial assets and liabilities as well as surcharges and allowances under the tax prepayment scheme.

Tax on net profit for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

Balance Sheet

Investments in subsidiaries

Equity investments in group enterprises and associates are measured at cost. Dividends that exceed accumulated earnings of the group enterprise or the associate during the ownership period are treated as a reduction of the cost. If cost exceeds the net realisable value, a write-down to this lower value will be performed.

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

Current tax assets and liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Notes

Financial liabilities

Fixed-rate loans such as mortgage loans and loans from credit institutions are recognised initially at the proceeds received less transaction expenses incurred. In subsequent periods, loans are measured at amortised cost so that the difference between the proceeds and the nominal value is recognised in the Income Statement as an interest expense over the term of the loan.

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

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Accounting policies Cash Flow Statement

According to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared.

The cash flow statement is part of the cash flow statement in the consolidated financial statements for Kastrup Airports Parent ApS, Denmark.

Explanation of financial ratios

Return on equity	=	$\frac{\text{Profit/Loss for the year} \times 100}{\text{Avg. Equity}}$
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Return on capital employed (%)	=	$\frac{(\text{Operating profit} + \text{Financial income}) \times 100}{\text{Avg. Assets}}$
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Solvency ratio (%)	=	$\frac{\text{Total equity} \times 100}{\text{Total assets}}$
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Notes

2. Executive board fee

The executive board has not received any fee in 2023 (2022: nil).

3. Other finance income from group enterprises

Other finance income from group enterprises

	2023	2022
	DKKm	DKKm
	<u>619</u>	<u>550</u>
	619	550

4. Other finance expense/ (income)

Interest to/ (from) financial institutions

Other finance expenses / (income)

	(1)	0
	<u>29</u>	<u>299</u>
	28	299

5. Tax Expense

Tax expense for the year

	<u>134</u>	<u>119</u>
	134	119

6. Proposed distribution of results

Proposed dividend recognised in equity

Retained earnings

	-	-
	<u>445</u>	<u>119</u>
	445	119

7. Disclosure of investments in subsidiaries

Group enterprises

Name	Registered office	Share Held in %	Equity, DKKm	Profit, DKKm
Copenhagen Airports Denmark ApS	Farum	100	<u>(339)</u>	<u>(663)</u>
			(339)	(663)

Notes

	2023	2022
	DKKm	DKKm
8. Long-term receivables from group enterprises		
Loan facility to Copenhagen Airports Denmark ApS	5.557	4.938
	<u>5.557</u>	<u>4.938</u>

All loans are due after 5 years.

The Company has given a letter of subordination (valid for 12 months) to its subsidiary regarding interest and repayment on loans until the subsidiary has sufficient liquidity.

9. Contingent liabilities

The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation.

The Company is jointly and severally liable for the tax liabilities of its subsidiaries and has a subsidiary liability for the tax liabilities of its parent, Kastrup Airports Parent ApS.

The total amount appears from the annual report of Kastrup Airports Parent ApS which is the administration company in the joint taxation.

10. Collaterals and securities

The Company has pledged its shares in Copenhagen Airports Denmark ApS as security for the bank debt held by Copenhagen Airports Denmark ApS. The book value of the shares is DKK 2,629m.

Notes

11. Related parties

Copenhagen Airports Denmark ApS (CAD), company reg. (CVR) no. 29144249 is directly controlled by Copenhagen Airports Denmark Holdings ApS (CADH) with CADH being directly controlled by Kastrup Airports Parent ApS (KAP), company reg. (CVR) no. 33781903. The ultimate controlling shareholders of CAD, CAD and KAP are Arbejdsmarkedets Tillægspension (ATP) directly and Ontario Teachers' Pension Plan Board (OTPP), via OTPP's underlying holding company.

CAD owns 59.35% of both the shares and voting rights in Copenhagen Airports A/S ("CPH").

The company has received a letter of financial support from its parent company, Kastrup Airports Parent ApS, confirming that the current loan and possible future loans to the company will not be called unless liquidity of the company is adequate in order to repay its obligations. In addition, Kastrup Airports Parent ApS confirms that, if necessary, it will provide additional funds to CADH to fulfil its settlement of outstanding liabilities. This letter of support is effective until at least 12 months after the date of signing of this Annual Report.

All transactions between the company and its related parties have been on general market conditions. For additional information on ATP and OTPP, see www.atp.dk and www.otpp.com

12. Fees for auditors elected on the general meeting

Group audit costs are disclosed in the consolidated financial statements of Kastrup Airports Parent ApS, CVR number 33781903. (ÅRL §96)