

# **Copenhagen Airports Denmark Holdings ApS**

c/o Private Equity Administrators ApS  
Frederiksborgvej 171  
3450 Allerød  
CVR no. 29144257

## **Annual Report 2019**

14. financial year

The Annual Report was presented and  
adopted at the Annual General Meeting of  
the Company on 25 June 2020



Torben Christensen

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## Management's Statements

Today, Management has considered and adopted the Annual Report of Copenhagen Airports Denmark Holding ApS for the financial year 1 January 2019 - 31 December 2019.

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

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 31 December 2019 and of the results of the Company's operations for the financial year 1 January 2019 - 31 December 2019.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review. We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 25 June 2020

### Executive Board



Charles Thomazi



Torben Christensen



Ulrik Dan Weuder



David Mark Stanton

## Independent Auditor's Report

To the Shareholders of the Company

### Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of Copenhagen Airports Denmark Holdings ApS 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.

We have audited the Financial Statements of the Company for the financial year 1 January - 31 December 2019, 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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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.

## Independent Auditor's Report

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.

### 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 judgment 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.

Copenhagen, 25 June 2020

**PricewaterhouseCoopers**  
**Statsautoriseret Revisionspartnerselskab**

CVR no. 33771231

  
Søren Ørjan Jensen

State Authorised Public Accountant  
mne33226

## Company details

<b>Company</b>	Copenhagen Airports Denmark Holding ApS c/o Private Equity Administrators ApS Frederiksborgvej 171 3450 Allerød
<b>CVR no.</b>	29144257
<b>Date of Formation</b>	18. October 2005
<b>Registered Office</b>	Allerød
<b>Financial year</b>	1 January 2019 - 31 December 2019
<b>Executive Board</b>	Charles Thomazi Torben Christensen Ulrik Dan Weuder David Mark Stanton
<b>Parent Company</b>	Kastrup Airports Parent ApS c/o Private Equity Administrators ApS Frederiksborgvej 171 3450 Allerød
<b>Administration Company</b>	Kastrup Airport Parent ApS c/o Private Equity Administrators ApS Frederiksborgvej 171 3450 Allerød
<b>Auditors</b>	PriceWaterhouseCoopers Statsauriseret 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 2019 - 31 December 2019 shows a result of DKK 186.640.144 and the Balance Sheet at 31 December 2019 a balance sheet total of DKK 5.769.661.675 and an equity of DKK 4.481.278.457.

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. This Letter of support is effective until at least 12 months after the date of signing of this Annual Report.

### Expectations for the future

Global aviation is under pressure from among other factors the outbreak of the Coronavirus Covid-19 and associated economic uncertainties. The outbreak significantly affects the number of flights as airlines have cancelled and reduced operations in line with declining demand.

Due to the great uncertainty Covid-19 has created for air travel in Denmark and the rest of the world and uncertainty about the duration of the situation, it is currently not possible to make a reasonable assessment of the financial impact of the Coronavirus at this time. Hence, it is not possible to give an outlook range for revenue and profit before tax and total investments.

The managers of the Company, via its indirect holding in the Copenhagen Airports A/S (CPH), continuously assess and together with management of CPH adjust the level of operational costs and investments in CPH.

### Key risks

A key risk faced by the Company relates to uncertainty surrounding the claims made by the Danish tax authorities regarding the collection of withholding taxes on dividends and interest between 2006 and 2010.

The Danish Tax Authority (SKAT) has made various tax claims against CADH regarding the collection of withholding tax. CADH has disputed all the claims made against it. In February 2019 the European Court of Justice (ECJ) ruled in a few test cases in favor of the Danish tax authorities' position. These covered similar issues to those of CADH relating to withholding tax for interest and dividends. The ruling will now be considered by the Danish Courts. Consequently, CADH has made a provision and write down of receivables in the 2018 accounts for the dividend withholding tax amount. The net provision for these interest and withholding tax cases has increased by DKK100m in the 2019 accounts.

Depending on the outcome of the ruling by the Danish courts on the withholding tax cases, and ongoing work being undertaken on the actual flow of final dividends to the ultimate beneficiaries, uncertainty remains on the final amount including late payment interest, if any, for which CADH may be liable. CADH continues to work closely with its advisors to progress the appeals process.

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

The Company is part of the Kastrup Airports Parent ApS group ("KAP Group"). The KAP Group reports on the work carried out in relation to corporate social responsibility and increasing the underrepresented gender in management at group level. For information on this work, please refer to Management's Review in KAP.

## Key Figures and Financial Ratios

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

*Numbers appear in thousands*

	2019	2018	2017	2016	2015
Operating profit/loss	-487	-1.087	-2.176	-1.315	-1.980
Financial income	367.816	544.994	367.816	368.824	367.816
Financial expenses	-99.837	-1.276.101	-1.848	-2.473	-2.236
Profit/loss before tax and extraordinary items	267.492	-732.193	363.792	365.035	363.600
Profit/loss for the year	186.640	-812.841	283.758	284.728	278.154
Total equity	4.481.278	4.294.638	5.120.908	4.837.150	4.727.794
Total fixed assets	4.919.587	4.919.587	4.333.101	4.333.101	4.333.101
Return on capital employed (%)	7	10	7	7	7
Return on equity (ROE) (%)	4	-17	6	6	6
Solvency ratio (%)	78	84	90	91	92



## Accounting Policies

### Reporting Class

The Annual Report of Copenhagen Airports Denmark ApS for 2019 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

The accounting policies applied remain unchanged from last year.

### 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 statement 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 intangible and 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.

## Accounting Policies

### 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.

#### 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.

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

#### 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.

The Company and the Danish associates are taxed jointly. The Danish income tax is distributed between profit- and loss-making Danish enterprises in relation to their taxable income (full distribution).

### Balance Sheet

#### Equity investments in group enterprises and associates

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.

## Accounting Policies

### 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 Airport Parent ApS, Denmark.

### Explanation of financial ratios

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

## Income Statement

	Note	2019 Kr.	2018 Kr.
Other external expenses	2	-487.360	-1.086.667
<b>Profit from ordinary operating activities</b>		<b>-487.360</b>	<b>-1.086.667</b>
Income from investments in group enterprises and associates		0	177.177.976
Other finance income from group enterprises	3	367.816.316	367.816.316
Other finance expenses	4	-99.837.340	-1.276.100.924
<b>Profit from ordinary activities before tax</b>		<b>267.491.615</b>	<b>-732.193.299</b>
Tax expense on ordinary activities	5	-80.851.471	-80.647.404
<b>Profit</b>	6	<b>186.640.144</b>	<b>-812.840.703</b>

**Balance Sheet as of 31 December**

	Note	2019 Kr.	2018 Kr
<b>Assets</b>			
Long-term investments in group enterprises	7	1.896.426.390	1.896.426.389
Long-term receivables in group enterprises	8	3.023.147.800	3.023.147.800
Deposits, investments		12.500	12.500
<b>Investments</b>		<b>4.919.586.690</b>	<b>4.919.586.689</b>
<b>Fixed assets</b>		<b>4.919.586.690</b>	<b>4.919.586.689</b>
Tax receivable		284.902.273	0
<b>Non-current assets</b>		<b>284.902.273</b>	<b>0</b>
Other receivables		622.500	0
Short-term receivables from group enterprises	9	560.136.048	192.319.732
<b>Receivables</b>		<b>560.758.548</b>	<b>192.319.732</b>
<b>Cash and cash equivalents</b>		<b>4.414.165</b>	<b>4.846.692</b>
<b>Current assets</b>		<b>565.172.713</b>	<b>197.166.424</b>
<b>Assets</b>		<b>5.769.661.675</b>	<b>5.116.753.113</b>

**Balance Sheet as of 31 December**

	Note	2019 Kr.	2018 Kr.
<b>Liabilities and equity</b>			
Contributed capital		12.100.000	12.100.000
Retained earnings		4.469.178.457	4.282.538.313
<b>Equity</b>		<b>4.481.278.457</b>	<b>4.294.638.313</b>
Tax payables		572.145.334	187.435.491
<b>Non-current liabilities other than provisions</b>		<b>572.145.334</b>	<b>187.435.491</b>
Trade payables		892.065	198.365
Payables to group enterprises		634.494.349	553.833.540
Tax payables to group enterprises		80.851.471	80.647.404
<b>Current liabilities other than provisions</b>		<b>716.237.885</b>	<b>822.114.800</b>
<b>Liabilities other than provisions within the business</b>		<b>716.237.885</b>	<b>822.114.800</b>
<b>Liabilities and equity</b>		<b>5.769.661.675</b>	<b>5.116.753.113</b>
Subsequent events	1		
Contingent liabilities	10		
Uncertainty regarding tax cases	11		
Collaterals and securities	12		
Related parties	13		
Fees for auditors elected on the general meeting	14		

**Statement of Changes in Equity**

	<b>Contributed Capital</b>	<b>Proposed dividend recognised in equity</b>	<b>Proposed dividend Retained Earnings</b>	<b>Total</b>
Equity 1 January 2019	12.100.000	0	4.282.538.313	4.294.638.313
Profit (loss)	0	0	186.640.144	186.640.144
<b>Equity 31 December 2019</b>	<b>12.100.000</b>	<b>0</b>	<b>4.469.178.457</b>	<b>4.481.278.457</b>

## Notes

### 1. Subsequent Events

Due to travel restrictions imposed by governments around the world in light of the Covid-19 pandemic, management considers the implications of COVID-19 a subsequent event occurred after the balance sheet date (31 December 2019), and therefore will not have any effect on the Financial Statements for 2019 (a non-adjusting event).

The changed operation could have a negative impact on the Company's revenue as well as net profit for 2020. At this time, it is not possible to provide a reliable estimate of the impact. Management assesses that the financial resources available are adequate.

### 2. Executive board fee

The executive board have not received any fee in 2019 (2018: nil).

	2019	2018
<b>3. Other finance income from group enterprises</b>		
Other finance income from group enterprises	367.816.316	367.816.316
	<u>367.816.316</u>	<u>367.816.316</u>
<b>4. Other finance expenses</b>		
Interest on debt to financial institutions and other loans, etc.	29.770	150.615
Other financing costs	99.807.570	1.275.100.924
	<u>99.837.340</u>	<u>1.276.100.924</u>
<b>5. Tax Expense</b>		
Tax expense for the year	80.851.471	80.647.404
	<u>80.851.471</u>	<u>80.647.404</u>
<b>6. Proposed distribution of results</b>		
Proposed dividend recognised in equity	0	0
Retained earnings	186.640.144	-812.840.703
	<u>186.640.144</u>	<u>-812.840.703</u>

### 7. Disclosure in long-term investments in group enterprises and associates

Group enterprises

Name	Registered office	Share Held in %	Equity	Profit
Copenhagen Airports Denmark ApS	Copenhagen	100	1.206.350.337	55.206.337
			<u>1.206.350.337</u>	<u>55.206.337</u>



## Notes

	<b>2019</b>	<b>2018</b>
<b>8. Long-term receivables from group enterprises</b>		
Loan facility to CAD	3.023.147.800	3.023.147.800
	<u>3.023.147.800</u>	<u>3.023.147.800</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. Short-term receivables from group enterprises

Receivables interest	560.136.048	192.319.732
	<u>560.136.048</u>	<u>192.319.732</u>

### 10. 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.

### 11. Uncertainty regarding tax cases

The Danish Tax Authority (SKAT) has made various tax claims against CADH regarding the collection of withholding tax. CADH has disputed all the claims made against it. In February 2019 the European Court of Justice (ECJ) ruled in a few test cases in favor of the Danish tax authorities' position. These covered similar issues to those of CADH relating to withholding tax for interest and dividends. The ruling will now be considered by the Danish Courts.

Consequently, CADH made a provision and write down of receivables in the 2018 accounts for the dividend withholding tax amount. The net provision for these interest and withholding tax cases has increased by DKK100m in the 2019 accounts.

Depending on the outcome of the ruling by the Danish courts on the withholding tax cases, and ongoing work being undertaken on the actual flow of final dividends to the ultimate beneficiaries, uncertainty remains on the final amount including late payment interest, if any, for which CADH may be liable. CADH continues to work closely with its advisors to progress the appeals process.

## Notes

### 12. 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 1.896.426.390.

### 13. Related parties

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

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 Private Equity Administrators ApS, Frederiksborgvej 171, 3450 Allerød, Denmark.

CAD owns 59.3% of both the shares and voting rights in CPH.

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](http://www.atp.dk) and [www.otpp.com](http://www.otpp.com)

### 14. Fees for auditors elected on the general meeting

Refer to the audit cost in the consolidated annual report.