

## Copenhagen Airports Denmark Holdings ApS

c/o Apex Fund Service (Denmark) ApS

Hørmarken 2

3520 Farum

CVR no. 29144257

## Annual Report 2022

17. financial year

The Annual Report was presented and  
adopted at the Annual General Meeting of  
the Company on 30 May 2023

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 2022.


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 2022 of the Company and of the results of the Company operations for 2022.

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

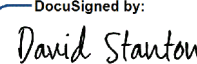
Copenhagen, 30 May 2023

### Executive Board

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Charles Thomassen

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TORBEN CHRISTENSEN

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Niels Konstantin Jensen

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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 Copenhagen Airports Denmark Holdings ApS at 31 December 2022, and of the results of the Company's operations for the financial year 1 January - 31 December 2022 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 2022, 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.

## 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 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, 30 May 2023

**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 Apex Fund Service (Denmark) ApS Hørmarken 2 3520 Farum
<b>CVR no.</b>	29144257
<b>Date of Formation</b>	18. October 2005
<b>Registered Office</b>	Farum
<b>Financial year</b>	1 January 2022 - 31 December 2022
<b>Executive Board</b>	Charles Thomazi Torben Christensen Niels Konstantin Jensen David Mark Stanton
<b>Parent Company</b>	Kastrup Airports Parent ApS c/o Apex Fund Service (Denmark) ApS Hørmarken 2 3520 Farum
<b>Administration Company</b>	Kastrup Airport Parent ApS c/o Apex Fund Service (Denmark) ApS Hørmarken 2 3520 Farum
<b>Auditors</b>	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 2022 - 31 December 2022 shows a result of DKK 119m and the Balance Sheet at 31 December 2022 a balance sheet total of DKK 7,626m and an equity of DKK 6,423m.

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.

### Post Balance Sheet events

The Danish Tax Authority (DTA) has made various claims against Copenhagen Airports Denmark Holding (CADH) regarding collection and payment of withholding tax on dividend and interest payments relating to the period 2006-2010. CADH has disputed all claims.

On the 27 February 2023 the Eastern High Court handed down its decision in favor of the DTA. According to the Eastern High Court's judgement Danish withholding tax should have been applied to payment of interest and dividends to foreign lenders and shareholders. The alleged claim concerning withholding tax on interest payments was paid in full in 2017. CADH has, as in previous years, made provisions in respect of dividend withholding tax amounts, including for penalty interest calculated in accordance with the principles applied by the DTA.

### Expectations for the future

In 2023, the Company's subsidiary, Copenhagen Airports A/S ("CPH"), expects to continue its growth in passengers which will lead to higher profitability. However, the geopolitical landscape and macroeconomic outlook remain highly uncertain, and a worsening of such, will affect travel sentiment and the CPH's financial outlook negatively.

Revenue is expected to grow by more than 10% in 2023 based on current market conditions. Growth in revenue is highly dependent on the passenger outlook for 2023 which is expected to exceed 25 million passengers in 2023. The passenger outlook increase is due to the easing of Covid-19 restrictions and recovery of travel sentiment amongst others, however, there is a high degree of uncertainty of the financial outlook due to volatility in energy prices, rising mortgage rates and high inflation as well as the geopolitical landscape.

If passenger levels reach around 25 million, profit before tax is expected to be between DKK 150 million to DKK 200 million mainly supported by growth in passengers offset by increasing operating costs and interest levels compared with 2022.

It is not expected that the Company will receive dividends from its subsidiary during the financial year 2023 as a consequence of waiver agreements in place with lenders.

### 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 2023. There has been a capital increase in December 2022. However, the Company has sufficient liquidity available to cover its ongoing costs.

**Report on Corporate Social Responsibility and the Gender Composition in Management, cf. Sections 99 a, 99 b & 99 d 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 millions*

	2022	2021	2020	2019	2018
Operating profit/loss	-4	-1	-1	0	-1
Financial income	550	436	369	368	545
Financial expenses	-308	19	469	-100	-1.276
Profit/loss before tax and extraordinary items	238	450	837	267	-732
Profit/loss for the year	119	355	735	187	-813
Total equity	6.423	5.571	5.216	4.481	4.295
Total fixed assets	7.567	6.285	4.920	4.920	4.920
Return on capital employed (%)	8	7	6	7	10
Return on equity (ROE) (%)	4	7	15	4	-17
Solvency ratio (%)	84	88	80	78	84

## Income Statement

	Note	<u>2022</u> DKKm	<u>2021</u> DKKm
Other external expenses	2	(4)	(1)
<b>Profit/(Loss) from ordinary operating activities</b>		<b>(4)</b>	<b>(1)</b>
Other finance income from group enterprises	3	550	436
Other finance income	4	0	20
Finance expenses arising from group enterprises		(8)	(3)
Other finance expenses	4	(299)	(1)
<b>Profit from ordinary activities before tax</b>		<b>238</b>	<b>450</b>
Tax expense on ordinary activities	5	(119)	(95)
<b>Profit</b>	6	<b>119</b>	<b>355</b>

**Balance Sheet as of 31 December**

	Note	2022 DKKm	2021 DKKm
<b>Assets</b>			
Long-term investments in group enterprises	7	2.629	1.896
Long-term receivables in group enterprises	8	4.938	4.388
<b>Investments</b>		<b>7.567</b>	<b>6.285</b>
<b>Fixed assets</b>		<b>7.567</b>	<b>6.285</b>
Other receivables		12	3
<b>Receivables</b>		<b>12</b>	<b>3</b>
<b>Cash and cash equivalents</b>		<b>47</b>	<b>54</b>
<b>Current assets</b>		<b>59</b>	<b>57</b>
<b>Assets</b>		<b>7.626</b>	<b>6.342</b>

**Balance Sheet as of 31 December**

	Note	2022 DKKm	2021 DKKm
<b>Liabilities and equity</b>			
Contributed capital		12	12
Retained earnings		6.411	5.559
<b>Equity</b>		<b>6.423</b>	<b>5.571</b>
Tax payables		0	213
<b>Non-current liabilities other than provisions</b>		<b>0</b>	<b>213</b>
Trade payables		10	4
Payables to group enterprises		562	459
Tax payables		512	0
Tax payables to group enterprises		119	95
<b>Current liabilities other than provisions</b>		<b>1.203</b>	<b>558</b>
<b>Liabilities other than provisions within the business</b>		<b>1.203</b>	<b>558</b>
<b>Liabilities and equity</b>		<b>7.626</b>	<b>6.342</b>
Contingent liabilities	9		
Collaterals and securities	10		
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## Statement of Changes in Equity

	Contributed Capital DKKm	Proposed dividend recognised in equity DKKm	Retained Earnings DKKm	Total DKKm
Equity 1 January 2022	12	-	5.559	5.571
Capital Increase	0	-	-	0
Premium on capital increase	-	-	732	732
Profit/(Loss)	-	-	119	119
<b>Equity 31 December 2022</b>	<b>12</b>	<b>-</b>	<b>6.411</b>	<b>6.423</b>

During 2022, the Company issued 10'000 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	28.000	140.000
<b>Total</b>	<b>2.430.000</b>	<b>12.150.000</b>

## Notes

### 1. Accounting Policies

#### Reporting Class

The Annual Report of Copenhagen Airports Denmark Holdings ApS for 2022 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 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.

## 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.

#### 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.

### 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.

## 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 Airport Parent ApS,

### 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 (%) = 
$$\frac{\text{Total equity} \times 100}{\text{Total assets}}$$



## Notes

### 2. Executive board fee

The executive board has not received any fee in 2022 (2021: nil).

	<b>2022</b>	<b>2021</b>
	<b>DKKm</b>	<b>DKKm</b>
<b>3. Other finance income from group enterprises</b>		
Other finance income from group enterprises	550	436
	<b>550</b>	<b>436</b>

### 4. Other finance income

Interest to financial institutions	0	1
Other finance expenses / (income)	299	(20)
	<b>299</b>	<b>(19)</b>

### 5. Tax Expense

Tax expense for the year	119	95
	<b>119</b>	<b>95</b>

### 6. Proposed distribution of results

Proposed dividend recognised in equity	-	-
Retained earnings	119	355
	<b>119</b>	<b>355</b>

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

*Group enterprises*

Name	Registered office	Share Held in %	Equity, DKKm	Profit, DKKm
Copenhagen Airports Denmark ApS	Farum	100	353	(652)
			<b>353</b>	<b>(652)</b>

## Notes

	<b>2022</b>	<b>2021</b>
	<b>DKKm</b>	<b>DKKm</b>
<b>8. Long-term receivables from group enterprises</b>		
Loan facility to CAD	4.938	4.388
	<u>4.938</u>	<u>4.388</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").

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)

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

Please refer to the audit cost in the consolidated annual report.

### 13. Post Balance Sheet Events

The Danish Tax Authority (DTA) has made various claims against Copenhagen Airports Denmark Holding (CADH) regarding collection and payment of withholding tax on dividend and interest payments relating to the period 2006-2010. CADH has disputed all claims.

On the 27 February 2023 the Eastern High Court handed down its decision in favor of the DTA. According to the Eastern High Court's judgement Danish withholding tax should have been applied to payment of interest and dividends to foreign lenders and shareholders. The alleged claim concerning withholding tax on interest payments was paid in full in 2017. CADH has, as in previous years, made provisions in respect of dividend withholding tax amounts, including for penalty interest calculated in accordance with the principles applied by the DTA.