



BCD Travel Nordics ApS

Ramsingsvej 30, 2.
2500 Valby
CVR No. 29419280

Annual report 2021

The Annual General Meeting adopted the
annual report on 16.06.2022

Heinz Jennewein

Chairman of the General Meeting

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Entity details

Entity

BCD Travel Nordics ApS

Ramsingsvej 30, 2.

2500 Valby

Business Registration No.: 29419280

Registered office: København

Financial year: 01.01.2021 - 31.12.2021

Executive Board

Heinz Jennewein

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Executive Board has today considered and approved the annual report of BCD Travel Nordics ApS for the financial year 01.01.2021 - 31.12.2021.

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

In my opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2021 and of the results of its operations for the financial year 01.01.2021 - 31.12.2021.

I believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

I recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 16.06.2022

Executive Board

Heinz Jennewein

Independent auditor's report

To the shareholder of BCD Travel Nordics ApS

Opinion

We have audited the financial statements of BCD Travel Nordics ApS for the financial year 01.01.2021 - 31.12.2021, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2021 and of the results of its operations for the financial year 01.01.2021 - 31.12.2021 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 this auditor's report. We are independent of the Entity 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.

Material uncertainty related to going concern

We draw attention to the going concern paragraph in Note 1 of financial statements which describes the impact of the coronavirus (COVID-19) outbreak on the financial position and performance of BCD Travel Nordic ApS including measures taken and plans to deal with these events or circumstances. Management also indicates that it is currently not possible for them to properly estimate the impact of the coronavirus on the financial performance and position of BCD Travel Nordics ApS for future periods. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the BCD Travel Nordic ApS's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 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.
- 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with

the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary 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 of the management commentary.

Copenhagen, 16.06.2022

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Bjørn Winkler Jakobsen

State Authorised Public Accountant
Identification No (MNE) mne32127

Management commentary

Primary activities

The main activity of the Company is to own all shares in its subsidiaries including related activities according to the Executive Board.

Development in activities and finances

The financial results of the Company are considered satisfactory compared to the Company's ambitions.

Outlook

The past financial year was marked by the effects of the COVID-19 pandemic. As outlined in the note 1 Going concern basis of accounting, the COVID-19 outbreak and the resulting measures taken by governments to contain the spread of the virus continues to adversely impact the Group's performance in 2021. While uncertainty remains over the course of the pandemic and government policies on mask mandates and testing requirements for travel, the industry is seeing a strong desire among travelers. Although we are anticipating an economic recovery following the reopening of countries and implementation of mass vaccination, it is difficult to provide profit expectations for 2022 given the uncertainty on the impact and duration of COVID-19. In response to the ongoing global economic uncertainty related to COVID-19, we will continue to focus on the longer-term strategy. Demand for travel is far below pre-COVID levels hence the Group will continue to limit its investments in capital expenditures as well remain more conservative in operating expenditures until there is more clarity as to when business activity will improve.

Events after the balance sheet date

No post balance sheet events bearing a material influence on the 2021 financial statements were identified up to the date of the authorization for issue of the financial statements.

The situation in Russia and Ukraine is not expected to have a significant direct impact on our business, The group has no owned operations in both countries and transactions booked to these countries represent less than 0.5% of our total transaction volumes. However, it is currently not possible to properly assess the impact that this crisis may have on the global economies and thus also on the Group.

Income statement for 2021

	Notes	2021 DKK'000	2020 DKK'000
Gross profit/loss		203	(71)
Income from investments in group enterprises		0	(50,224)
Other financial expenses	2	(203)	(39)
Profit/loss before tax		0	(50,334)
Tax on profit/loss for the year	3	(223)	92
Profit/loss for the year		(223)	(50,242)
Proposed distribution of profit and loss			
Retained earnings		(223)	(50,242)
Proposed distribution of profit and loss		(223)	(50,242)

Balance sheet at 31.12.2021

Assets

	Notes	2021 DKK'000	2020 DKK'000
Investments in group enterprises		210,539	210,540
Deferred tax		24	125
Financial assets	4	210,563	210,665
Fixed assets		210,563	210,665
Receivables from group enterprises		21	597
Joint taxation contribution receivable		96	142
Receivables		117	739
Cash		785	322
Current assets		902	1,061
Assets		211,465	211,726

Equity and liabilities

	Notes	2021 DKK'000	2020 DKK'000
Contributed capital		157	157
Other reserves		4,382	4,382
Retained earnings		195,082	195,305
Equity		199,621	199,844
Bank loans		11,781	11,817
Other payables		63	65
Current liabilities other than provisions		11,844	11,882
Liabilities other than provisions		11,844	11,882
Equity and liabilities		211,465	211,726
Going concern	1		
Employees	5		
Contingent liabilities	6		
Related parties with controlling interest	7		
Group relations	8		

Statement of changes in equity for 2021

	Contributed capital	Other reserves	Retained earnings	Total
	DKK'000	DKK'000	DKK'000	DKK'000
Equity beginning of year	157	4,382	195,305	199,844
Profit/loss for the year	0	0	(223)	(223)
Equity end of year	157	4,382	195,082	199,621

Notes

1 Going concern

Two years into the pandemic and the travel industry remains on standby for the return of business travelers. As a direct result of COVID-19, net air transactions of the Group declined significantly. According to the initial projections the Group was expecting the gradual recovery of business travel will start in May 2021. However, delays of vaccination and discovery of the Omicron COVID-19 variant resulted in delay of the business recovery.

In response to the ongoing global economic uncertainty related to COVID-19, the Company continues the measures including but not limited to cost saving, reassessing capital expenditures, delaying internal projects and restructuring programs to mitigate the impact COVID-19. Where possible the Group continues to receive governmental subsidies on wage costs or turnover loss as well as compensation for the general and administrative expenses. The 2021 business year, however, presented not only challenges but also opportunities.

While uncertainty remains over the course of the pandemic and government policies on mask mandates and testing requirements for travel, the industry is seeing a strong desire among travelers. However, there are a number of major factors related to COVID-19 that are outside of the control, including but not limited to new travel restrictions, insufficient vaccination coverage against the COVID-19 virus in individual countries, and new virus variants, thereby affecting Company's performance. Furthermore, the potential impact on the global economy of the Russia/Ukraine crisis provides for further uncertainty. It is currently not possible to properly assess the impact that this crisis may have on the global economies and thus also on the Company.

To mitigate the risks related to meeting the financial liabilities, the Company is almost fully compensated by the head of the BCD Travel group for the loss incurred through transfer pricing. Hence the ability of the Company to meet its obligations as they fall due is dependent on the ultimate parent company, BCD Travel BV (hereinafter the "Group"), providing sufficient financial support.

Notwithstanding the inherent material uncertainty with regards to the ability to continue as a going concern, the Directors of the company based on its assessment of the Company's financial position, financial support by BCD Travel BV, and the mitigating actions available to the management, the management have assessed that the Company has adequate resources to continue as a going concern for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing the financial statements.

2 Other financial expenses

	2021 DKK'000	2020 DKK'000
Financial expenses from group enterprises	198	39
Other interest expenses	5	0
	203	39

3 Tax on profit/loss for the year

	2021 DKK'000	2020 DKK'000
Adjustment concerning previous years	223	(92)
	223	(92)

4 Financial assets

	Investments in group enterprises DKK'000	Deferred tax DKK'000
Cost beginning of year	260,768	125
Disposals	0	(101)
Cost end of year	260,768	24
Impairment losses beginning of year	(50,229)	0
Impairment losses end of year	(50,229)	0
Carrying amount end of year	210,539	24

Investments in subsidiaries	Registered in	Corporate form	Equity interest %
BCD Travel Denmark A/S	Denmark	A/S	100
BCD Travel Norway AS	Norway	AS	100
BCD Travel Sweden AB	Sweden	AB	100
OY BCD Finland AB	Finland	OY	100

5 Employees

There are no employees in the company.

6 Contingent liabilities

The Entity serves as the administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for these entities.

7 Related parties with controlling interest

BCD Travel Europe Holding B.V., Europalaan 300, 3526 KS Utrecht, The Netherlands wholly owns the shares of the Company and thus has control over Company.

8 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:
BCD Travel B.V., Europalaan 300, 3526 KS Utrecht, The Netherlands.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to section 112(2) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises external expenses.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies etc.

Income from investments in group enterprises

Income from investments in group enterprises comprises dividends etc received from the individual group enterprises in the financial year.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet**Investments in group enterprises**

Investments in group enterprises are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Joint taxation contributions receivable or payable

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

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