

PWT GROUP

ANNUAL REPORT 2015/16



PWT GROUP A/S | GØTEBORGVEJ 15-17 | 9200 AALBORG SV | BUSINESS REGISTER NO. 31 08 16 10

The annual report has been presented and adopted at the Company's Annual General Meeting on 27 January 2017.

Lotte Fuglsang Duhn

CHAIRMAN
Lotte Fuglsang Duhn

PWT GROUP

We dress fashion-conscious men in quality clothing from our wholesale company PWT Brands and our two leading menswear chains Tøjeksperten and Wagner.

With seven well-known menswear brands, 196 stores in Denmark, Norway, Sweden and China and attractive web shops, we stand out and provide fashion at a fair price – anytime and anywhere.

PWT Group has more than 500 employees and is owned by Polaris Private Equity and the company's Management and Board of Directors, among others.

PWT BRANDS

Our seven strong brands are sold by more than 1,000 independent retailers and our own retail chains Tøjeksperten and Wagner.

From our headquarter in Aalborg, PWT Brands markets Lindbergh, Shine Original, Jacks Sportswear Intl., JUNK de LUXE, Bison, Morgan and Huzar in more than 20 countries through stores and web shops alike.

TØJ|eksperten

With 111 stores, Tøjeksperten is Denmark's largest menswear chain, providing quality clothing and strong brands from the PWT Brands portfolio and other external designers for fashion-conscious men of all ages since 1968.

The careful selection of products and brands reflects our ambition to maintain Tøjeksperten as the leading menswear chain in the medium price range.

WAGNER

A growing and comprehensive store network in Scandinavia and selected locations in China form the foundation for Wagner's offering of menswear – ranging from trendy denim to classic fashion.

Established in 1946, Wagner currently has 56 stores in Denmark, 14 in Norway, 2 in Sweden and 13 in China.

The chain offers an outstanding and affordable selection of contemporary fashion and strong brands including Lindbergh, JUNK de LUXE, Shine Original, Bison and Jacks Sportswear Intl.

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YEAR IN SHORT

We grew the business during the year with several new stores opening across Scandinavia and China. Our efforts to boost profitability paid off as we increased operating profit (EBITDA) by 16.8% on moderately higher revenue in retail markets that remained challenging.

Simultaneously, we continued to invest in the ongoing strengthening of our sales organisation in the wholesale company PWT Brands as well as our accelerated digital transformation of the Group. New initiatives were launched to ensure that we remain relevant and accessible to our customers – anytime and anywhere.

We drove great operational and financial progress during the year, and the journey towards realising our ambitions continues.

KEY NUMBERS

REVENUE

863 M DKK

(858 M DKK)

EBITDA

99 M DKK

(85 M DKK)

EBITDA MARGIN

11.4%

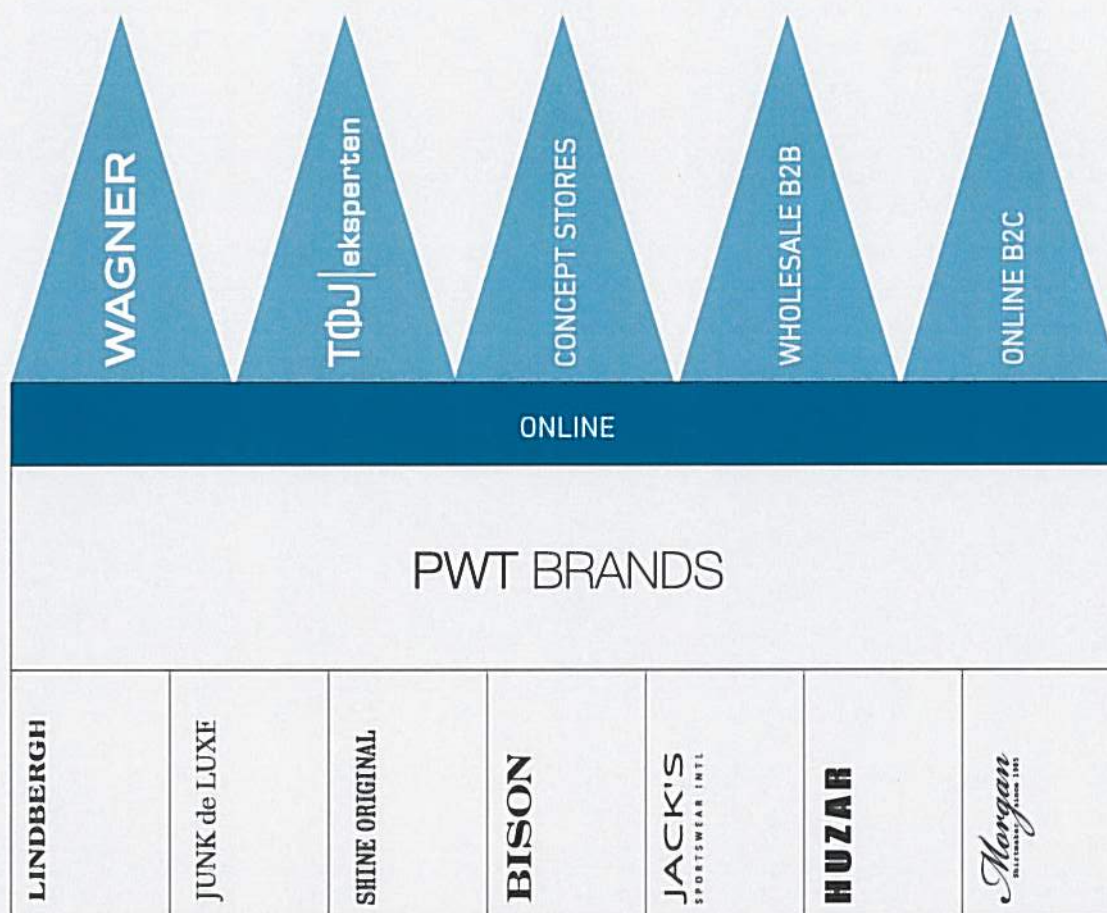
(9.8%)

SOLVENCY RATIO

48.7 %

(46.2 %)

PWT GROUP PLATFORM



FINANCIAL AMBITIONS

- GROUP EBITDA MARGIN OF **15%**
- EXTERNAL REVENUE GROWTH OF **10%** ANNUALLY IN PWT BRANDS
- CONTINUED MARKET SHARE GROWTH IN OUR TWO RETAIL CHAINS



WORD FROM THE CEO

– PWT GROUP DRESSED FOR THE FUTURE

Great progress was made during the financial year under review, and PWT Group realised significant operational improvements and strong profitability growth as a result of dedicated efforts by all employees to build a stronger business.

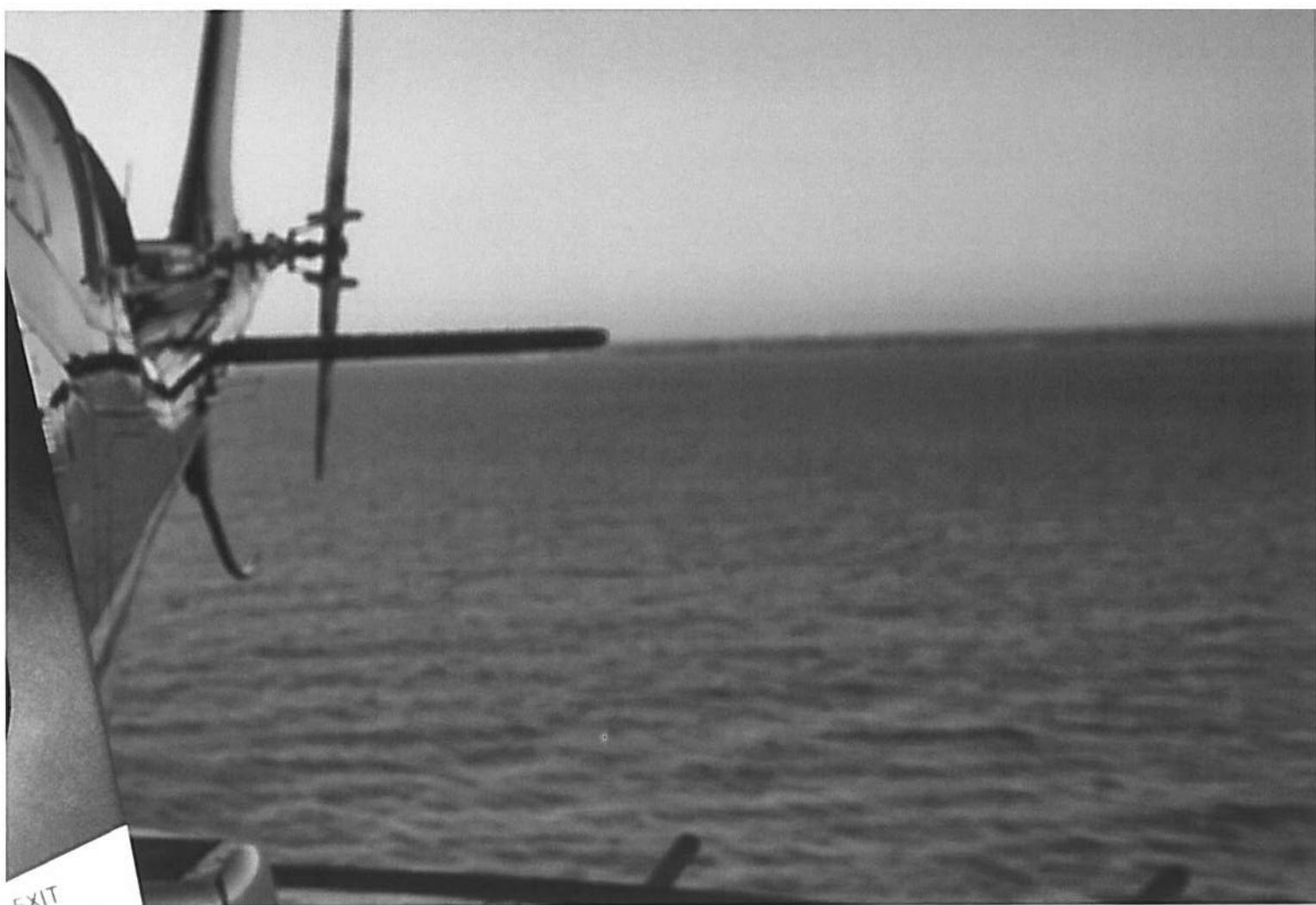
We continued the work to expand our market leading position in Denmark and strengthen our presence across and beyond Scandinavia during the year. We were pleased to see that our sharp focus on optimising the Group's store network and improving customers' experience with our brands and chains yielded positive results. Total revenue grew moderately as we continued to win market shares under challenging market conditions – and our profitability grew significantly, outperforming the outlook for the year.

Our wholesale business, PWT Brands, delivered strong growth following a strengthening of our sales organisation and successful efforts to increase sales in both primary and export markets. Today, our

brands are sold by more external partners than ever in stores as well as online, and we expect continued progress and positive results from our persistent efforts to tailor and improve our brand portfolio.

PWT Group grew revenue despite the challenging market conditions prevailing in our main geographies. We thus managed to grow our market share again this year, and we opened new stores and increased profitability at the same time. Tøjeksperten expanded in Denmark, and we pursued our strategy of strengthening Wagner's position as a dedicated menswear chain in the right locations across Denmark, Sweden and Norway. We drove great progress in China as well with nine new Wagner store openings during the financial year and positive overall financial developments, which we are aiming to improve in the coming period through operational optimisation.

All in all, we strengthened our physical presence during the year with new stores and upgrades of the



existing network. But equally important, we continued and accelerated the digital transformation of PWT Group and realised positive results in the process. Our customers are at the very centre of the process as we are integrating the physical and online customer experience to be able to serve customers anytime and anywhere.

It is our mission to dress men – and it plays no role if they make their purchase in our stores or online. We have therefore introduced a new omni-channel concept ensuring that any out-of-stock product may be shipped immediately from our central warehouse to supplement the purchase already made in the store.

The initiative was implemented in September 2016 and has been well-received by customers welcoming the flexibility of the concept, which seamlessly merges the physical and online customer experience. Along the same lines, our customers appreciate the concepts of Price match and Click & Collect, en-

suring our guaranteed competitiveness on price, in stores, at all times, and the option for customers to check availability and order products online for subsequent pickup in their preferred store.

With the continued expansion of our extensive store network and further improvement of our online presence, we are confident that PWT Group is dressed for the future. In the coming period, we will build on our existing platform and aim to improve our profitability further, grow our wholesale business significantly and win additional market shares in our retail chains. We are looking forward to the journey ahead.

Ole Koch Hansen
CEO PWT Group A/S



MISSION

"WE DRESS MEN"

VISION

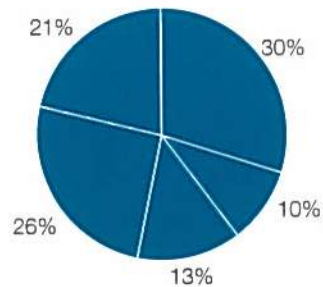
Maintain our market leading position
on the Danish menswear market

Gain a dominant position on the
Scandinavian market for menswear

Build a significant market position for
chosen brands on selected export markets

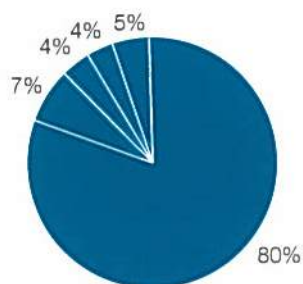
THE NUMBERS

REVENUE BRAND SPLIT



| | |
|------------------|-----|
| Lindbergh | 30% |
| Shine Original | 10% |
| Bison | 13% |
| Other own brands | 26% |
| External brands | 21% |

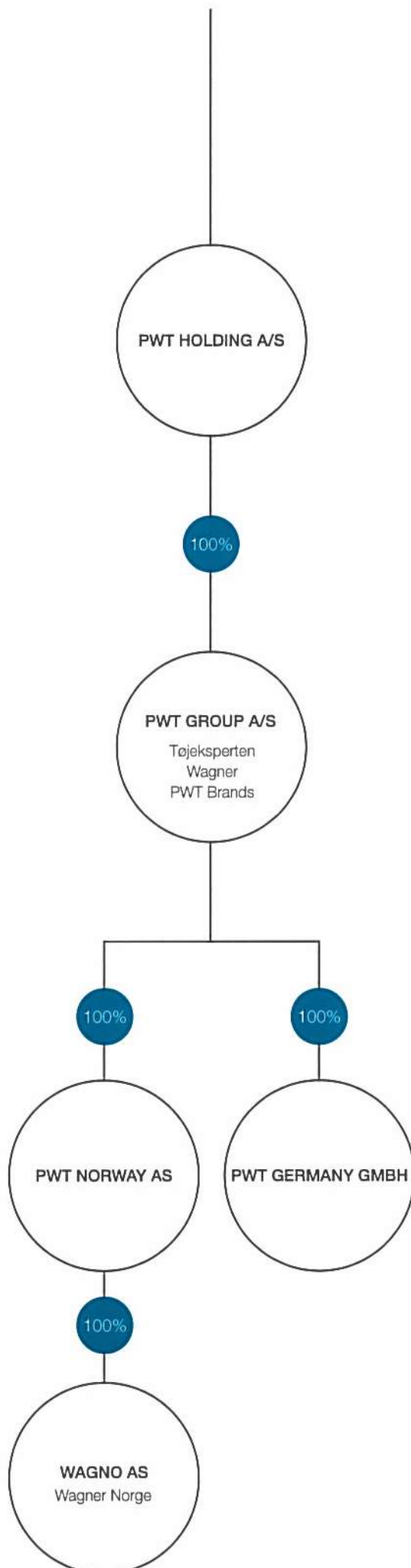
REVENUE GEOGRAPHICAL



| | |
|---------|-----|
| Denmark | 80% |
| Norway | 7% |
| Sweden | 4% |
| Germany | 4% |
| Other | 5% |

| | REVENUE | COUNTRIES | RETAILERS/ STORES | NUMBER OF EMPLOYEES |
|----------------------|------------------|--|---|------------------------|
| PWT BRANDS | | TOTAL Independent Retailers | 1045 | 101 EMP |
| TØJ eksperter | | TOTAL Denmark | 111 111 (50 franchises) | 293 EMP |
| WAGNER | | TOTAL Denmark Norway Sweden China | 85 56 (34 franchises) 14 (1 franchise) 2 (2 franchises) 13 (Joint venture) | 141 EMP |
| TOTAL PWT | 863 M DKK | 196 STORES | 1,045 RETAILERS | 535 EMP |

THE COMMENTARY



MANAGEMENT COMMENTARY

Group activities

PWT Group is a leading Scandinavian menswear business, which owns and operates the two menswear chains, Tøjeksperten and Wagner, and the international brand and wholesale company within menswear, PWT Brands.

PWT Group's own two retail chains are operated under separate names and with focus on different target groups as the strategy also sets out to further optimise back office functions handling procurement, marketing and administration in order to capitalise on synergies and obtain economies of scale.

Tøjeksperten is the largest menswear chain in Denmark with 111 stores across the country, of which 61 are owned by the Group, while 50 are franchised. Tøjeksperten focuses on quality clothing for fashion-conscious men of all ages and sells both its own and external brands.

Wagner has 56 stores in Denmark and 14 in Norway. 22 Danish and 13 Norwegian stores are owned by the Group, while 34 Danish stores and 1 Norwegian store are franchised. Wagner also counts 2 franchised stores in Sweden, and 13 stores in China. Wagner primarily sells the Group's own brands.

PWT Brands is an international brand and wholesale company offering distinctive brands with a full product range within menswear. PWT Brands develops, produces and sells a wide range of strong brands – Lindbergh, Shine Original, Bison, JUNK de LUXE, Morgan, Jack's Sportswear Intl. and Huzar, which i.a. are sold by the Group's own two retail chains.

In addition, the Group's brands are sold by 1,045 independent retailers in +20 countries.

Performance in the year under review

Total revenue of PWT Group grew moderately to DKK 863 million for the 2015/16 financial year as against DKK 858 million last year as the Group performed well in markets that remain challenged. The Group's wholesale business increased revenue further during the year, and the two menswear chains gained market shares in the challenging Danish retail market.

Operating profit (EBITDA) increased to DKK 99 million as against DKK 85 million last year corresponding to an EBITDA margin of 11.4% against 9.8% last year. Progress was mainly driven by lower external costs, a higher contribution margin due to process optimisation and moderate revenue growth.

Continued focus on strengthening PWT Group's own brands generated positive results in 2015/16 as PWT Brands built on earlier years' success and increased both revenue and earnings significantly compared to last year.

PWT Group's Danish retail chains, Tøjeksperten and Wagner, increased their combined market share on the Danish menswear market and improved profitability on slightly lower revenue. The two chains continue to have a strong market position and a solid basis for a substantial earnings increase when market conditions improve.

PWT Group's Norwegian Wagner shops saw a decrease in revenue during the year, and earnings were slightly lower as completed changes to the store network are still to yield the expected results.

Financial expenses declined in 2015/16 due to adjustment of fair value of financial instruments arising from currency hedging in relation to the Group's clothes production. In combination with the positive earnings development, this drove an increase in profit before tax to DKK 53 million against DKK 32 million last year.

Results for 2015/16 were satisfactory as PWT Group increased EBITDA significantly by 16.8% on slightly higher revenue.

Operational optimisation

In 2015/16, PWT Group continued its strategic efforts to optimise its business and improve the customer's experience with its brands and chains. Improvements continued, and the following results were achieved during the year:

- Revenue increased in Wholesale as the strategic plan for 2013-2018 showed good results and progress in PWT Brands on primary markets and export markets alike. The order book for the summer of 2017 indicates continued progress with an 10% increase on last year.
- The Lindbergh brand continued the positive development with several new inshops and a new store in Copenhagen Airport opening during the year.
- In Norway, Wagner sharpened focus on dedicated menswear shops in a number of larger cities. This resulted in closure of four shops for women and men and opening of four new dedicated menswear shops during the year. Also, Wagner's second shop in Sweden opened in 2015/16.
- PWT Group's retail chains increased the number of customer club members by 15%. The share of revenue generated by club members continued to increase.
- Efforts to increase the number of PWT Group's own brands in Tøjeksperten continued and progressed to plan, adding to the overall profitability.
- Bison continued the positive development and grew revenue in 2015/16 as the brand's functional designs are well-received in the Nordic markets.
- PWT Group's joint venture with a Chinese partner and IFU is progressing to plan, and 9 new Wagner shops opened in China in 2015/16, bringing the total number of shops to 13. Efforts will continue in 2016/17.

Lindbergh

The Lindbergh brand saw a continuation of recent years' growth during 2015/16 driven mainly by the brand's clear DNA, the division in 4 sub-labels (Blue, Black, White & Red) and continued focus on export markets. An increased focus on the 'White' sub-label has generated revenue and profit growth.

Shine Original

Tough competition on the jeanswear market continued, and efforts to strengthen Shine Original in export markets and focus the organisation continued during the year. Growth is expected for 2016/17 as initiatives are expected to yield results.

Bison

Bison is a very strong brand in Nordic markets because of continued focus on quality and development of the brand's collections. Investments in the sales organisation have improved revenue significantly and added to profitability, and Bison has a very strong position on the Danish market.

Tøjeksperten

During the year, PWT Group's largest retail chain, Tøjeksperten, opened 11 stores and closed 5 stores. Tøjeksperten gained market shares and increased earnings significantly on a slightly lower revenue due to a higher contribution margin and cost reductions.

Wagner

Retail chain Wagner expanded the network in Denmark and opened 3 new stores and closed 2 stores. Simultaneously, focused efforts were made to improve profitability in the coming period.

PWT Group has launched a new strategy in Norway and focused the store network, opening dedicated menswear stores in larger cities and closing combined menswear and womenswear stores in other areas. The new strategy is expected to generate positive results in the coming period.

Wholesale

PWT Brands continued the positive developments by further expanding its sales organisation with own sales representatives primarily on the markets in Sweden, Norway and Germany. Revenue and earnings grew significantly in 2015/16 as the effect of the sales-oriented measures materialised, especially in external sales.

PWT Brands continues the successful efforts optimising its brand portfolio, and the order book for delivery in 2016/17 projects satisfactory growth.

Events after the balance sheet date

No material events have occurred after the financial year-end.

Outlook

In 2016/17, PWT Group expects to increase revenue and improve earnings. In the medium term (3-5 years), PWT Group aims to report annual revenue growth in the range of 3-6% with operating profit (EBITDA) improving significantly around 10% despite a continuation of the challenging market conditions. Growth is expected to be driven by increasing export sales of the Group's brands to independent retailers and continued progress by the Group's retail chains, and profitability is expected to increase due to continued focus on operational optimisation.

Risk management

Risk management is an integrated part of the managerial process in PWT Group to limit uncertainties and risks in relation to the financial and strategic targets defined for the Group. As part of the annual update and approval of the strategy plan, Management assesses relevant business risks. For the purpose of risk assessment, Management considers, when required, the policy on currency risks adopted by the Board of Directors.

The Executive Board is responsible for ensuring that risks are continuously identified, assessed and accounted for in order to reduce any financial implications and probability of them becoming reality.

Operating risks

The Group's primary operating risks relate to the Group's ability to maintain a leading position on the Danish market for menswear.

The Group operates primarily within retail trading, which is sensitive to market fluctuations, as socio-economic developments and private spending impact revenue and earnings. PWT Group is particularly affected by economic trends in Denmark from where the vast majority of Group revenue derives. Management regularly keeps track of realised and forecast market development to adjust costs and activities.

To counter market-related risks, the Group has, in recent years, invested heavily in developing the Group's brands and sale on the primary export markets by the wholesale business.

In Management's view, the notably strong market position diversifies and reduces operating risks to a certain degree.

Financial risks

The Group manages its financial risks centrally as well as coordinates liquidity management and funding. Together with the Board of Directors, Management annually assesses the Group's most important risks and, by way of regular monthly reporting, reports on aspects which may materially affect the Group's activities and risks. Corporate policy is not to engage in any speculation in financial risks, see note 35.

Internal control and risk management systems for financial reporting purposes

The Board of Directors and the Executive Board are overall responsible for risk management and internal controls in the Group for financial reporting purposes.

An audit committee has been established, which, together with the organisational structure and internal guidelines, makes up the control environment together with legislation and other rules applying to the Group. The Group's organisational structure and staff numbers are addressed at board meetings.

In relation to the financial reporting process, Management pays special attention to the following internal controls, supporting a satisfactory financial reporting process:

- Credit rating of debtors
- Assessment of the valuation of USD positions
- Assessment of accrual and valuation of inventories

PWT Group has established a Group reporting process comprising monthly reporting in the form of budget follow-up, performance assessment and compliance with defined targets.

On the basis of the Group reporting and reporting on other selected areas, five board meetings are held each year at which the reporting received is discussed and assessed.

Moreover, key employees from the Group participate in the board meetings at which they describe and account for the risks and controls within their areas of responsibility.

Capital resources

Management regularly assesses the appropriateness of the Group's capital structure. At 30 September 2016, net interest-bearing debt of the Group had been reduced slightly to DKK 363 million (30 September 2015: DKK 371 million).

During the 2015/16 financial year, PWT Group concluded an agreement with its bankers ensuring a solid financial foundation for projected future growth.

PWT Group has issued Senior Secured High Yield Bonds at an amount of DKK 300 million and with a life of five years (26 May 2019). The bonds do not come with a fixed repayment schedule and are not subject to specific covenants.



CORPORATE SOCIAL RESPONSIBILITY

In its capacity as a portfolio company under Polaris Private Equity, PWT Holding complies with the recommendations of the Danish Venture Capital and Private Equity Association (DVCA).

Reference is made to www.DVCA.dk for further information on the guidelines.

PWT Group acknowledges its responsibility for addressing challenges in low-income countries and has, in recent years, accordingly dedicated many efforts to ensuring sustainable operations in its countries of operation. As a consequence, the CSR agenda has become an increasing part of business strategy. PWT Group has a far-reaching network, and by way of this, the Group strives to drive economic development taking human resources and the environment into account. To foster such a development, PWT Group strives to encourage co-operation and dialogue with suppliers and other relevant parties on socially, environmentally and economically sustainable solutions.

PWT Group operates in accordance with the OECD's Guidelines for Multinational Companies and the ten principles of the United Nations Global Compact (UNGC) on social, environmental and economic sustainability. Furthermore, PWT Group is under an obligation to comply with Polaris Private Equity's principles for Corporate Social Responsibility. Generally, all business activities of the Group are to be in line with internationally recognised principles for sustainability, The International Bill of Human Rights, comprising fundamental rights at work from ILO's declaration on rights at work, the Rio declaration on environment and development, the UN convention against corruption and internationally recognised principles on animal welfare.

It is all about setting up processes allowing PWT Group to identify, prevent and remedy any potential or actual adverse impact that the Group may trigger or contribute to via its business

activities within all four areas (social, environmental and economic sustainability as well as animal welfare).

The overall objective is to uphold sustainable business activities and simultaneously to allow the same principles on sustainability to flow through the business relationship with suppliers and other business relations. With its broad network, PWT Group is faced with numerous challenges in terms of CSR. Nevertheless, PWT Group considers the CSR agenda a fundamental and decisive factor for operating a sound and sustainable business.

Management keeps close track of the CSR agenda. At monthly follow-up meetings, Management is notified of the status of affairs from the operational level; status at that specific point in time, specific requirements to be met and not least how to do so. Status reports are used for internal reporting for the year, annual reporting to the Danish Ethical Trading Initiative (DIEH) and for annual reporting to the UN Global Compact going forward.

In order to strengthen its competences and tools within CSR as well as to be a player on the national and international CSR agenda, PWT Group is a member of numerous organisations and initiatives, which are set out on the next page ►



POLICIES

By complying with its CSR Policy Commitment and actively using its Code of Conduct in its interaction with suppliers, PWT Group ensures compliance with international minimum standards as set out in OECD's Guidelines for Multinational Enterprises and the UN's Guiding Principles on Business and Human Rights. PWT Group's CSR Policy Commitment and Code of Conduct cover social, environmental and economic sustainability as well as animal welfare and describe how PWT Group works on developing and implementing due diligence processes in its own business and to expect the same from its business relations.

The Groups CSR Policy Commitment reads as follows:

"Irrespective of how we run our business, we will set up processes identifying, preventing or remedying any potential adverse impact that we may trigger or contribute to through our business activities. If we discover that we have triggered or contributed to such adverse impact, we will seek to provide satisfaction to the persons confronted with the impact or notify competent authorities."

and as follows with regard to its suppliers:

"We acknowledge our responsibility for striving to prevent or remedy any adverse impact on human rights, including rights at work, the environment and anti-corruption faced with during our business activities. To live up to this responsibility in the best possible way, we expect that our business relations (including suppliers and sub-suppliers) set up a well-functioning management system to prevent or remedy any adverse impact...."

The following paragraphs describe the actions taken by PWT Group to contribute to and to avoid any adverse impact on social, environmental and economic sustainability as well as animal welfare.

ACTIONS AND FINDINGS

Social responsibility

Internal process

PWT Group has set up ongoing activities to promote job satisfaction among its employees. As part of these activities, the Group has set up a working environment committee, which is to assess the working environment and make recommendations for improvements.

All employees have taken part in performance reviews, in which personal and professional development is discussed. Regular anonymous employee satisfaction surveys are conducted. The individual leader takes the findings from the survey into account and makes the necessary adjustments.

The overall result from the last employee satisfaction survey is above average for the Danish labour market, which is satisfactory.

Additionally, PWT Group offers its employees a health insurance scheme and takes regular initiatives to promote health and well-being at work.

During the year, the staff association organises employee events to foster solidarity among the employees at the head office. Additionally, the individual employee is offered relevant courses within personal development. Furthermore, the chains organise local events, and, during the financial year, the chains held seminars and workshops for social and educational purposes.

On 30 September 2016, PWT Group had 634 (head-count) employees as against 660 at 1 October 2015. When trainees are not taken into account, 153 staff members were added during the year under review, and 219 employees left the company.

External process

PWT Group is aware of the fact that the most predominant risk of adverse impact on human rights arises from production with suppliers and sub-suppliers in high-risk countries such as Bangladesh and India. Accordingly, PWT Group dedicates the vast majority of its CSR efforts to the work with its chains of suppliers.

PWT Group supports long-term sustainable development by building capacity and know-how on e.g. human rights at the local factories. The ambition is that several of the Groups suppliers are to take part in capacity-building projects, e.g. through industrial associations and multi-stakeholder initiatives such as BSCI and the Accord.

As a member of the Accord, PWT Group contributes to maintaining development and improvements within fire, building and electricity safety at the production factories in Bangladesh. As a result of its membership, PWT Group is under an obligation to retain its suppliers for a five-year period and thereby ensure job continuity. PWT Group is the lead on a number of

factories when it comes to ensuring that the requirements of the Accord for building, fire and electricity safety are implemented.

The status on the audits is available at the website of the Accord. Furthermore, the Accord encourages the set-up of workers' participating committees, contributing to a strong social dialogue at the factories.

PWT has donated a life-long platinum membership of the CRP "Centre for the rehabilitation of the paralysed" situated in Dhaka, Bangladesh.

PWT Group has continued its BSCI membership and, to a wide extent, extended suppliers' knowledge about BSCI. Internal guidelines for the BSCI approval process of the factories have been laid down, which are effective until 2018. At the end of the financial year, 41 of PWT Group's 50 suppliers, equivalent to 95% of the Group's purchases, had conducted an audit producing a rating as "Acceptable" or "Approved", which accounted for a satisfactory increase. The ambition is to increase the number of approved suppliers in the coming year.

During the year under review, in addition to focusing on wholesale suppliers, the Group has focused on compliance by retail suppliers.

Environmental sustainability

Internal process

PWT Group strives to reduce environmental impact across the supply chain by optimising its transportation channels. Accordingly, sea freight is the preferred means for transportation of products to Denmark, and airfreight is reduced to an absolute minimum. Furthermore, all shipments from central inventories to the Group's own chains and external customers are optimised.

Waste sorting and the recycling of paper and cardboard are given a priority at the head office. In addition, the Group keeps regular track of the development of LED spots as an alternative to existing light sources in the shops of the Group. LED spots have been set up in some shops on a test basis, and the outcome will be monitored.

External process

PWT Group works actively to reduce adverse impact on the environment both upstream and downstream in the supply chain. PWT Group has defined a number of requirements and set up processes ensuring

that suppliers comply with minimum requirements governing the use of chemical substances in production. Suppliers are to meet these requirements to reduce environmental impact to a minimum and ensure the health of the users of the products.

For many years, PWT Group has required suppliers to guarantee the non-use of AZO dyes for clothes manufacture. Furthermore, as part of the BSCI process, the suppliers are under an obligation to reduce environmental impact.

During the financial year 2015/16, PWT Group has intensified its focus on compliance with the REACH – EU directive. All suppliers are aware of the requirement to comply with the REACH – EU directive, and all top 50 suppliers have undertaken to comply with REACH and to take measures to ensure that their sub-suppliers comply with the guidelines.

During 2017, PWT Group will survey compliance with the REACH-EU directive among its suppliers.

Internal and external processes going forward

In the coming financial year, PWT Group will set up and implement a system to counter corruption in its business processes. Specific guidelines will be prepared for the procurement department, and the guidelines will be extended to the supply chain governing liabilities, policies, implementation and ongoing monitoring. The policies will cover the areas set out below and will be based on the UN Convention against Corruption.

- Documenting, recording and keeping income and expenditure data available for periods determined by law.
- Not permitting corruption of public officials or private-to-private corruption.
- Not permitting payment of bribes or trading in influence in relation to business partners, government officials or employees.
- Not permitting use of facilitation payments, unless you are subject to threats or other coercion.
- Not hiring government employees to do work that conflicts in any manner with the former official obligations of that employee

- Not permitting political contributions, charitable donations and sponsorships in expectation of undue advantages.
- Not offering or accepting excessive gifts, hospitality, entertainment, customer travel and expenses (e.g. above cumulative value of the equivalent of USD 200 per person/relationship in any twelve-month period, if approved by a senior officer and explicitly recorded in the books of business, naming the recipient or giver).
- Abstaining from nepotism and cronyism.
- Not permitting or participating in money laundering.

Animal welfare

PWT Group strives to ensure that no animals suffer any harm during production.

Internal and external processes

During the year under review, PWT Group drew up a policy within the area, setting out the following:

- No animals are to be skinned or plucked alive.
- PWT Group only accepts leather from animals bred for the food industry.
- Sheep are not to suffer during cutting, and mulesing is not accepted.
- PWT Group does not make use of materials from the CITIS and IUCN list of threatened species.

Relevant suppliers are to comply with these requirements, and a form to be signed by suppliers has been prepared.

In the coming financial year, PWT Group will prepare a follow-up and documentation system ensuring compliance with the animal welfare policies by suppliers.

Anticorruption

PWT Group wishes to combat corruption and bribery and seeks to promote openness and transparency.

PWT Group is especially attentive to the risk of corruption posed by its business activities in high-risk countries such as China, Bangladesh, Pakistan and Turkey. For the purpose of travelling in these areas, Management has laid down and communicated internal guidelines to combat corruption and bribery to all relevant employees. These internal guidelines clearly illustrate that high-value presents are to be reported to Management, that a permitted maximum amount has been defined for presents from PWT Group and that the employees are not to give preferential treatment to any suppliers. During the year under review, only one executive employee reported having received a high-value present during travelling.

In the coming financial year, PWT Group will set up and implement an anti-corruption system based on the UN's Convention against Corruption. An anti-corruption policy will be drawn up, and an internal standard procedure will be developed to further strengthen the Group's work on combating corruption. The new policy and procedure are to serve as integral parts of the CSR management system to be developed over the next number of years and to be continuously assessed and optimised.

CLOSING REMARKS

In line with the other players within the Danish textile sector, PWT Group is faced with more extensive documentation and communication requirements in terms of its CSR agenda. PWT Group strives to fulfil these requirements based on the numerous measures already taken combined with a plan for the future.

PWT Group will report to the UNGC and the DIEH annually. Moreover, our CSR work will be communicated in our annual report and on our website. PWT Group acknowledges that the CSR agenda is a long-term process requiring resources and time and always will be open for improvement. PWT Group has added an additional CSR officer to its staff.

Furthermore, additional resources will regularly be allocated to CSR in the form of measures adding the highest value to our CSR agenda. Accordingly, the CSR agenda will be given a high priority in future business development.



CORPORATE GOVERNANCE

PWT Group is primarily owned by Polaris Private Equity, which holds a 66% stake. Other major shareholders include Ole Koch Hansen (CEO and board member) with a stake of 16%. In addition, the rest of the general management, the Board of Directors and former owners hold a stake of 18%. Reference is made to note 31 on related party disclosures and ownership.

Six members serve on the Board of Directors, with Henrik Theilbjørn as the chairman. Board members are nominated and elected by the shareholders. Five board meetings were held during the financial year. Additionally, the chairman of the Board of Directors and the Executive Board meet approx. every second month. Extraordinary meetings are convened if mandated by the circumstances.

The duties of the Board of Directors and the Executive Board are i.a. set out in PWT Group's Articles of Association, the Danish Companies Act, the Danish Financial Statements Act and good practice for enterprises of a similar size. In addition – in its capacity as a private equity company – the Group complies with the guidelines for corporate governance.

The Board of Directors oversees that the Executive Board complies with the strategies and objectives laid down. Each month, the Executive Board reports in writing on the Group's position and on movements in profitability and capital resources

The Board of Directors and the Executive Board are responsible for the Group's risk management and internal controls for the purpose of financial reporting. Organisational structure and internal guidelines make up the control environment together with laws and other rules applying to the Group. The Executive Board regularly assesses the Group's organisational structure as well as sets out and approves overall policies, procedures and controls relating to the financial reporting process.

PWT Group has developed a formal Group reporting process, comprising monthly reporting, which includes budget follow-up, assessment of performance as well as compliance with strategies adopted and targets laid down.

The Group has set up an audit committee. External auditors participate in board meetings and meetings in the audit committee as required by the circumstances, however, at least once year. The Board of Directors performs the duties set out in section 31.2 of the Danish Act on Approved Auditors and Audit firms.

The General Meeting has not granted any special powers, e.g. to dividend distribution.

Women are underrepresented on the Board of Directors. The Board of Directors has passed a resolution to the effect that the number of women serving on the Board of Directors must account for 20% on or before 1 April 2017. PWT Group strives to find suitable female candidates when recruiting board members.

PWT Group has still not reached its target regarding the underrepresented gender on the Board as no women are represented and since no new Board members were elected in 2016.

The Group's gender diversity policy for the Management Team emphasises diversity in the broadest sense and lays out the principle to always hire the most qualified person, regardless of gender, age, nationality, sexual orientation or religious beliefs.

When an opening presents itself on the Management Team, the following recruitment procedures are applied in order to find suitable candidates:

- Candidates of both genders should be on the shortlist for recruitment
- Headhunters are obliged to present candidates of both genders

In 2016 there was no need for changes to the Management Team and consequently, a more equal gender split on the Management Team has not been achieved.

The management positions of the Board of Directors and the Executive Board are disclosed in note 32.

Find out more about Polaris Private Equity at www.polarisequity.dk.





PWT GROUP

BRANDS

LINDBERGH BLUE



LINDBERGH - BLUE LABEL - From cool formal to rugged casual - The rugged and casual collection of Lindbergh. The look is signified by the inspiration of americana – sporty and army clothing – combined with a vintage denim identity. Designed with the highest industrial quality available with key emphasis on the working man.

The ambition is to integrate 'fully functioning' utility into the garments. Moreover, the aviation heritage and identity of Charles Lindbergh are strongly incorporated into the blue label collection.

The assortment holds all garment groups, with jeans, casual shirts, t-shirt, jackets, etc., as the most underlining key items. The design and purchasing team of Lindbergh are dedicated to securing a cool and masculine look, based on the highest industrial quality, with respect for the strong heritage of the Lindbergh label. In addition to this, we aim to find a solid balance between design, quality, and affordable price.

LINDBERGH

BLACK



LINDBERGH - BLACK LABEL - From cool formal to rugged casual -The preppy and classic formal collection of Lindbergh. A label containing all garment groups where the most essential ones are shirts, suits, jackets and knits. this label also contains a broad range of accessories to include socks, shoes, and scarfs.

The fitting is modern and the garments are characterised by the highest quality industrial fit. The look is signified by an authentic, smart and sporty Italian style. The colors are both neutral and fresh, the level of detail is simple and thoughtful, with a strong emphasis on the fashionconscious individual.

The black label contributes to the basic wardrobe, as well as the sustainable luxury look. It is clothing and accessories for today's informed man.

LINDBERGH WHITE



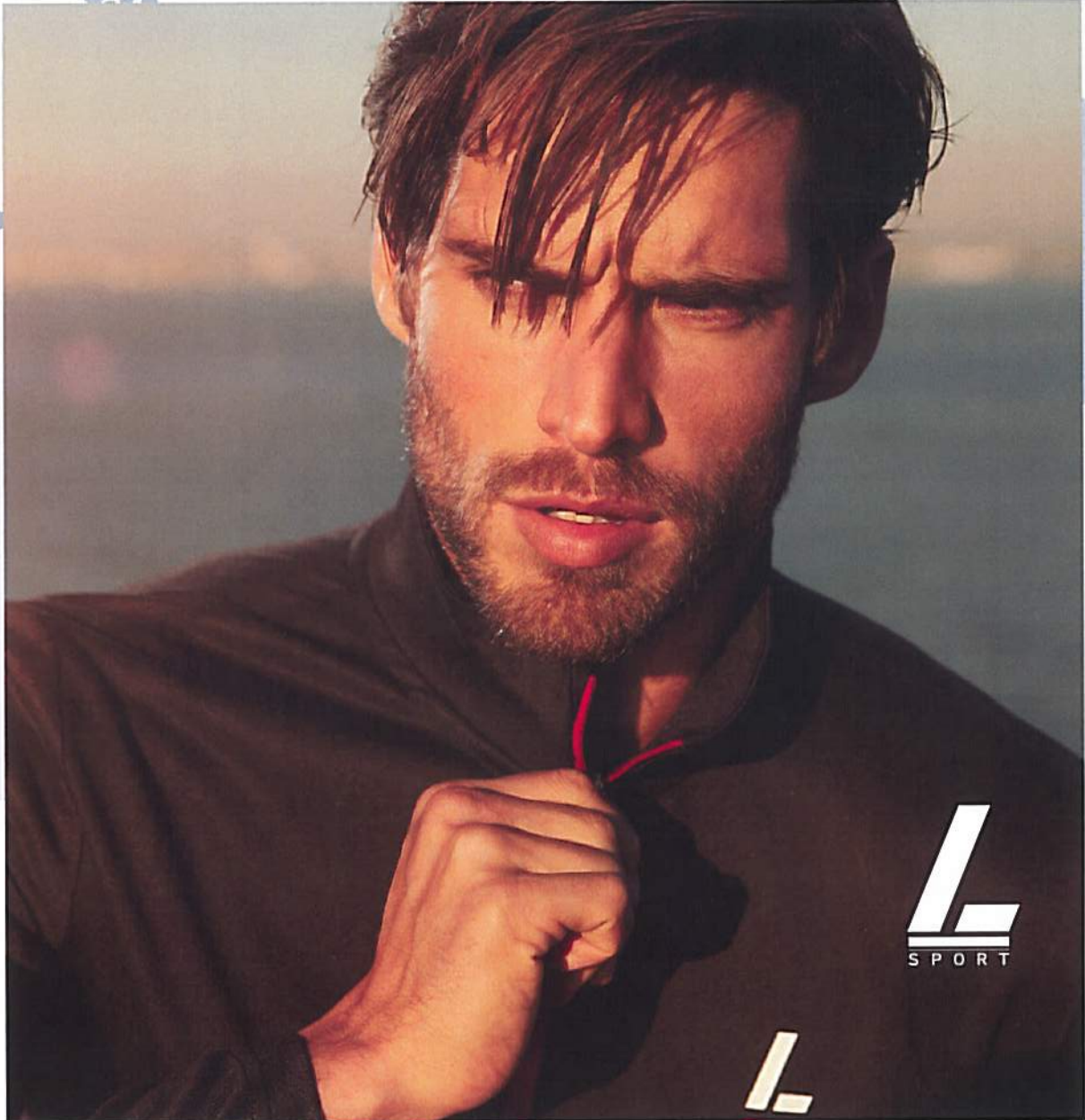
LINDBERGH - WHITE LABEL The fashion formal collection of Lindbergh, with a look that reflects simplicity and coolness. The most dominating garment groups are shirts, suits, jackets and knits.

The fitting is shaped, tight and comfortable and the design reveals convenience and authenticity. The identity and core of the white label are based upon independence and personal style.

Fundamentals of neutral and colorful tones determine details, clean stitching and fine treatments outline the collection. Being true to the heritage of Charles Lindbergh, the white label is perfect for any and every occasion.

LINDBERGH

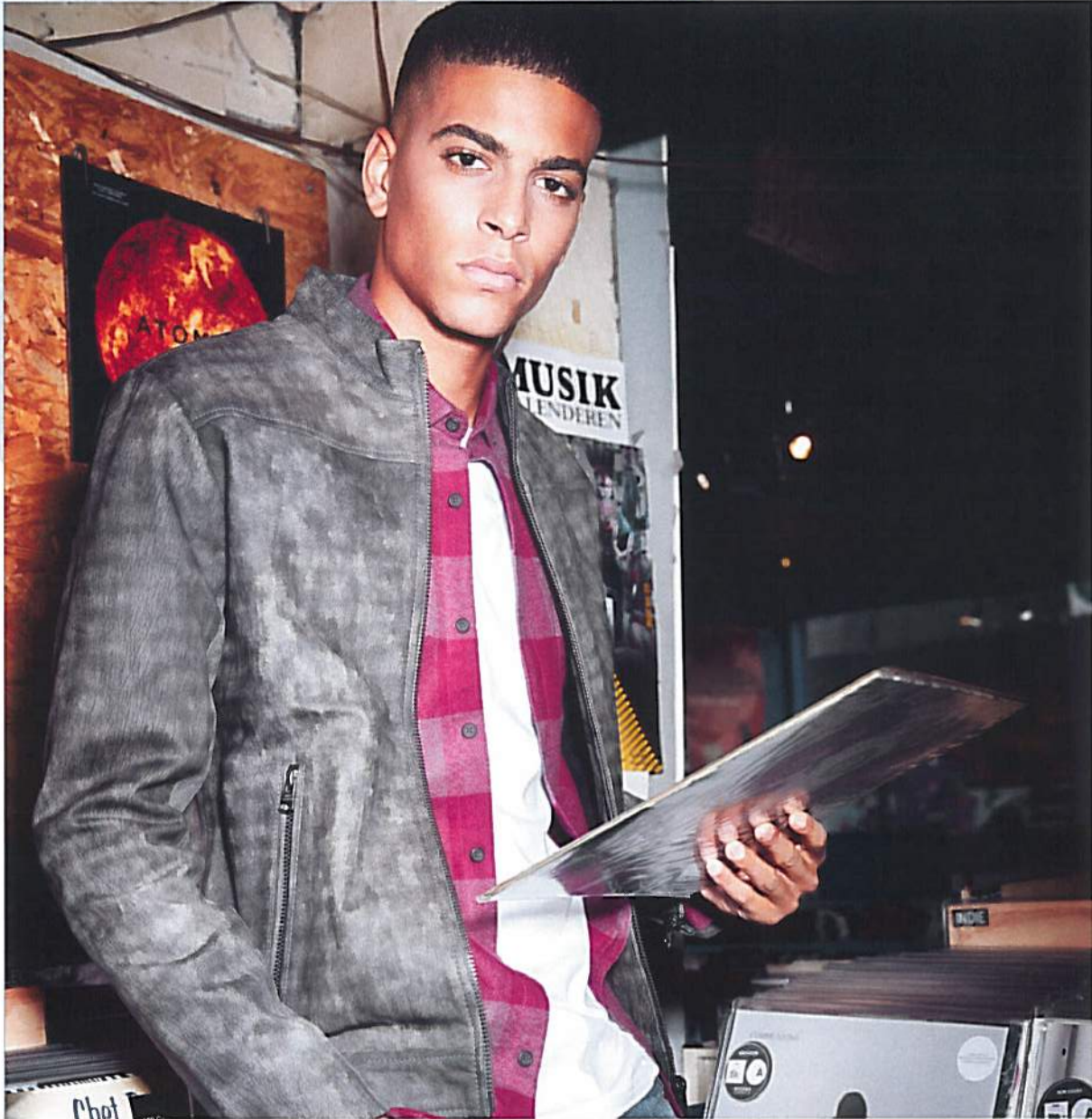
RED



LINDBERGH - RED LABEL Collection offers sporty functional clothing, that makes the consumer feel comfortable and confident. The Red line is the newest sub label to the Lindbergh brand and brings about the demand for sporty and functional garments. This line stretches our mission and ambition about creating clothing for men, who are interested in acquiring a wardrobe, based on problem solving and finding something cool, that matches their need for functional sport and casual wear.

The sport collection of Lindbergh will start out offering two annual capsule collections. Our design exudes strength and modern masculinity. This sportswear collection combines a sharp, clean silhouette with innovative performance fabrics, accented by bold pops of colors. Key details add sporty elements to the collections. The garments reflect high quality, innovation and are engineered for active movement, whether you are actively exploring the world, or pushing yourself to the limit through sport activities.

SHINE ORIGINAL



SHINE ORIGINAL - A hybrid of denim and fashion wear - Emphasising the diversity of individuality. Style and personality has no rules – no code. Nor do we. Individuality is about creation of oneself. It's all about being in demand and setting the agenda. We know how important individual style and personal image is.

We are enthusiastic original individuals, we travel, explore music, various places, art – basically, we see inspiration in whatever is going on, around us. We strive to continually develop, design and discover new fabrics, trimmings and inspiration to create collections, which holds attitude, aesthetics, coolness and diversity on several levels, yet at an affordable price level.

We encourage our friends to create their own individual style – and be original!

JUNK de LUXE



JUNK de LUXE - Eclectic juggling - First and foremost, about a certain kind of hip, urban attitude. An uncompromisingly cross over style, making its presence felt on the biggest catwalk of them all - the street. The style is an eclectic combination of collectibles and details from many decades of fashion and function wear. We keep up with current trends while not being a slave to fashion.

This is the inspiration to the design of JUNK de LUXE. A design direction rooted in the best from the past, but pointing forward. Our aim is to create a hybrid between vintage and modern garments, a combination which we call: Street Tailoring.



BISON - No nonsense clothing - Made to last - A clothing brand founded in Denmark in 1961. From the beginning characterised as a specialist brand based on the bison, a durable character from which we take inspiration to the soul of our brand and our legacy.

Bison works with contemporary fashion and lifestyle driven aesthetic, in the field of classic casual wear and functional garments, for everyday performance.

Bison develops a practical, stylish and durable range of no-nonsense clothing for no-nonsense men.



JACK'S SPORTSWEAR INTL - Sharp sporty casual style - Casual clothing for the average consumer. The target audience is broad and the collection is very commercial.

Given the wide audience, the goal is to create a collection containing as many "must have" styles as possible – and the fabrics and color choices are therefore a dynamic size – compared to what is necessary to achieve the goal of this collection.

In short, a good quality product – at a competitive price.

WAGNER



WAGNER – A multi brand concept made of brands from the PWT portfolio. A growing and comprehensive store network in Scandinavia and selected locations in China form the foundation for Wagner's offering of menswear – ranging from trendy denim to classic fashion.

Established in 1946, Wagner currently has 56 stores in Denmark, 14 in Norway, 2 in Sweden and 13 in China. The chain offers an outstanding and affordable selection of contemporary fashion and strong brands including Lindbergh, Shine Original, Bison, Junk de Luxe and Jacks Sportswear Intl.



13 STORES IN CHINA

56 STORES ACROSS DENMARK

14 STORES IN NORWAY

2 STORES IN SWEDEN



TØJEKSPERTEN – Denmark's largest menswear chain. With 111 stores it is the largest menswear chain in Denmark. Tøjeksperten is providing quality clothing and strong brands from the PWT Brands portfolio and other external designers for fashion-conscious men of all ages since 1968.

The careful selection of products and brands reflects our ambition to maintain Tøjeksperten as the leading menswear chain in the medium price range.



111 STORES ACROSS DENMARK

STATEMENT

STATEMENT BY THE BOARD OF DIRECTORS AND THE EXECUTIVE BOARD

The Board of Directors and the Executive Board have today discussed and adopted the Annual Report of PWT Group A/S for the period 1 October 2015 - 30 September 2016.

The Annual Report has been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and additional disclosure requirements of the Danish Financial Statement Act.

It is our opinion that the financial statements give a true and fair view of the Group's and the Parent Company's financial position at 30 September 2016, and of the results of the Group's and the Parent Company's operations and cash

flows for the financial year 1 October 2015 - 30 September 2016.

In our opinion, the Management commentary includes a fair review of the development in the Group's and the Parent Company's operations and financial conditions, results for the year, cash flows and financial position as well as a description of the most significant risks and uncertainty factors that the Company face.

We recommend that the Annual General Meeting approve the Annual Report.

Aalborg, 27 January 2017

Executive Board



Ole Koch Hansen
CEO



Claus Back Nielsen
CFO

Board of Directors



Henrik Theilbjørn
(Chairman)



Jan Johan Kühl




Allan Bach Pedersen



Jan Bogh



Torben Fog



Ole Koch Hansen

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF PWT GROUP A/S

Independent auditors' report on the consolidated financial statements and parent company financial statements

We have audited the consolidated financial statements and the parent company financial statements of PWT Group A/S for the financial year 1 October 2015 – 30 September 2016.

The consolidated financial statements and parent company financial statements comprise statement of comprehensive income, balance sheet, statement of changes in equity, cash flow statement and notes, including accounting policies for the Group as well as for the Parent Company. The consolidated financial statements and parent company financial statements are prepared in accordance with IFRS as adopted by the EU and additional disclosure requirements of the Danish Financial Statement Act.

Management's responsibility for the consolidated financial statements and parent company financial statements

Management is responsible for the preparation of consolidated financial statements and parent company financial statements that give a true and fair view in accordance with IFRS as adopted by the EU and additional disclosure requirements of the Danish Financial Statement Act and for such internal control that Management determines is necessary to enable the preparation of consolidated financial statements and parent company financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the consolidated financial statements and the parent

company financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation.

This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements and the parent company financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements and parent company financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the consolidated financial statements and parent company financial statements, whether due to fraud or error.

In making those risk assessments, the auditors consider internal control relevant to the Company's preparation of consolidated financial statements and parent company financial statements that give a true and fair view 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.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of consolidated financial statements and parent company financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our audit has not resulted in any qualification.

Opinion

In our opinion, the consolidated financial statements and parent company financial statements give a true and fair view of the Group's and the Parent Company's financial position at 30 September 2016 and of the results of the Group's and the Parent Company's operations and cash flows for the financial year 1 October 2015 – 30 September 2016 in accordance with IFRS as adopted by the EU and additional disclosure requirements of the Danish Financial Statement Act.

Statement on the Management's review

We have read Management's Review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the consolidated financial statements and the parent company financial statements. On this basis, in our opinion, the information provided in Management's Review is consistent with the consolidated financial statements and the parent company financial statements.

Aalborg, 27 January 2017

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab
CVR-nr. 33 77 12 31



Søren Korgaard-Møllerup
State Authorised
Public Accountant

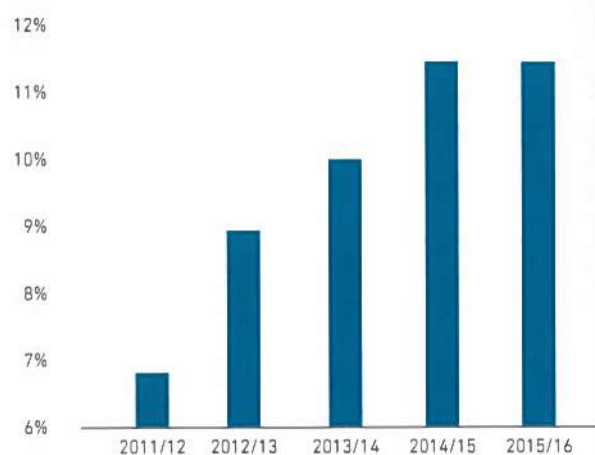


Conrad Matrup Lundsgaard
State Authorised
Public Accountant



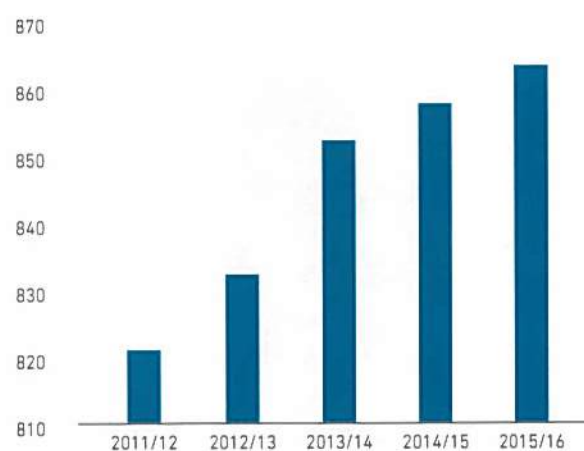
FINANCIAL HIGHLIGHTS

EBITDA MARGIN

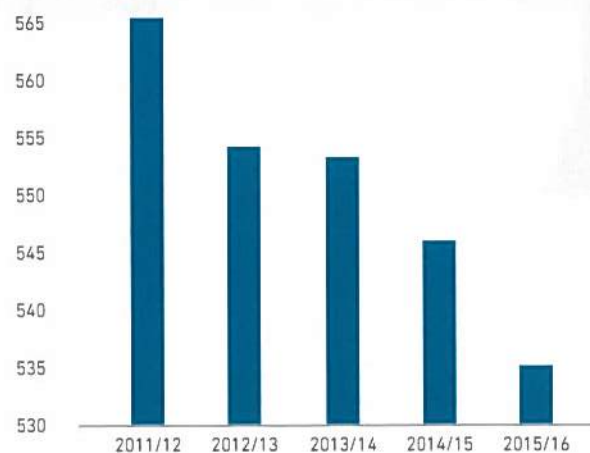


REVENUE

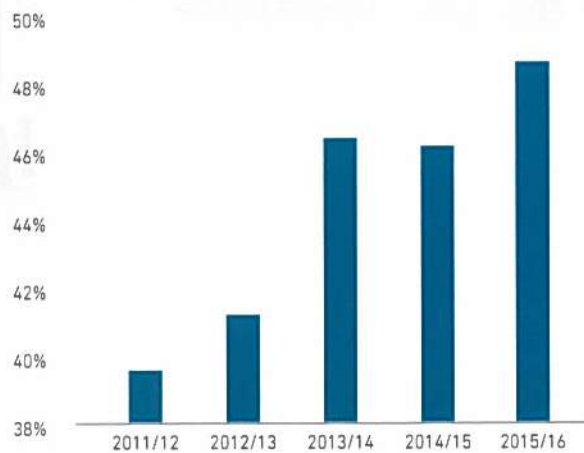
MILLION DKK



EMPLOYEES



SOLVENCY RATIO



FINANCIAL HIGHLIGHTS AND KEY RATIOS

| DKK MIO. | 2015/16 | 2014/15 | 2013/14 | 2012/13 | 2011/12 |
|---|---------|---------|---------|---------|---------|
| STATEMENT OF COMPREHENSIVE INCOME | | | | | |
| Revenue | 863 | 858 | 852 | 832 | 820 |
| Gross profit | 306 | 291 | 287 | 272 | 253 |
| EBITDA | 99 | 85 | 85 | 73 | 55 |
| EBIT | 78 | 70 | 70 | 55 | 33 |
| Profit/loss from ordinary activities | 78 | 70 | 70 | 55 | 33 |
| Profit/loss from financial income and expenses (including associate) | 25 | -38 | -18 | -37 | -35 |
| Profit/loss for the year | 41 | 23 | 37 | 10 | -5 |
| Comprehensive income for the year | 41 | 23 | 37 | 15 | -2 |
| BALANCE SHEET | | | | | |
| Total assets | 1,022 | 990 | 926 | 947 | 948 |
| Equity | 498 | 457 | 431 | 390 | 375 |
| CASH FLOWS | | | | | |
| Cash flows from operating activities | 49 | 11 | 68 | 31 | 53 |
| Cash flows from investing activities, net | -41 | -35 | -16 | -15 | -5 |
| Thereof, investment in property, plant and equipment | -12 | -10 | -13 | -8 | -8 |
| Cash flows from financing activities | -1 | 0 | -15 | -21 | -41 |
| Total cash flows | 7 | -24 | 37 | -5 | 7 |
| EMPLOYEES | | | | | |
| Average number of employees | 535 | 546 | 553 | 554 | 566 |
| FINANCIAL RATIOS STATED AS A PERCENTAGE | | | | | |
| Gross margin | 35.5 | 33.9 | 33.7 | 32.7 | 30.9 |
| EBITDA margin | 11.4 | 9.8 | 10.0 | 8.8 | 6.7 |
| Operating margin (EBIT) | 9.1 | 8.1 | 8.2 | 6.5 | 4.0 |
| Return on invested capital | 7.9 | 7.4 | 7.6 | 5.9 | 3.4 |
| Solvency ratio | 48.7 | 46.2 | 46.5 | 41.2 | 39.6 |
| Return on equity | 8.6 | 5.3 | 9.0 | 2.7 | -1.2 |

Financial ratios are calculated in accordance with the Danish Finance Society's guidelines on the calculation of financial ratios "Recommendations and Financial Ratios 2015".

For definitions, please see the accounting policies.



STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD 1 OCTOBER – 30 SEPTEMBER

| DKK'000 | NOTE | CONSOLIDATED | | PARENT COMPANY | |
|--|------|----------------|----------------|----------------|----------------|
| | | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Revenue | 3 | 862,827 | 858,391 | 813,965 | 804,067 |
| Cost of sales | 4 | 381,076 | 383,011 | 373,222 | 372,193 |
| Other operating income | 5 | 0 | 378 | 0 | 338 |
| Other external costs | 6 | 175,359 | 184,998 | 152,141 | 160,984 |
| Gross profit/loss | | 306,392 | 290,760 | 288,602 | 271,228 |
| Other operating costs | 5 | 0 | 16 | 0 | 0 |
| Staff costs | 7 | 207,639 | 206,231 | 189,990 | 188,397 |
| Profit/loss before depreciation/amortisation and impairment losses (EBITDA) | | 98,753 | 84,513 | 98,612 | 82,831 |
| Depreciation/amortisation | 8 | 20,647 | 14,795 | 17,771 | 14,052 |
| Operating profit/loss (EBIT) | | 78,106 | 69,718 | 80,841 | 68,779 |
| Financial income | 9 | 4,394 | 343 | 4,718 | 738 |
| Financial expenses | 10 | 26,079 | 38,489 | 25,796 | 38,101 |
| Share of net profit of associates | 19 | 3,049 | 0 | 0 | 0 |
| Profit before tax | | 53,372 | 31,572 | 59,763 | 31,416 |
| Tax on profit/loss for the year | | 12,497 | 8,090 | 13,225 | 8,096 |
| Profit for the year | | 40,875 | 23,482 | 46,538 | 23,320 |
| Other comprehensive income | | | | | |
| Items available for reclassification into statement of comprehensive income items: | | | | | |
| Foreign exchange adjustments regarding translation of foreign entities | | -62 | -118 | 0 | 0 |
| Other comprehensive income before tax | | -62 | -118 | 0 | 0 |
| Tax on other comprehensive income | 11 | 0 | 0 | 0 | 0 |
| Other comprehensive income | | -62 | -118 | 0 | 0 |
| Comprehensive income for the year | | 40,813 | 23,364 | 46,538 | 23,320 |

BALANCE SHEET

AT 30 SEPTEMBER

| DKK'000 | NOTE | CONSOLIDATED | | PARENT COMPANY | |
|--|------|--------------|---------|----------------|---------|
| | | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| ASSETS | | | | | |
| NON-CURRENT ASSETS | | | | | |
| Intangible assets | | | | | |
| Software | 12 | 3,749 | 4,287 | 3,749 | 4,287 |
| Trademarks | 13 | 3,311 | 3,795 | 3,311 | 3,795 |
| Goodwill | 14 | 613,461 | 613,454 | 613,461 | 613,454 |
| Other intangible assets | 15 | 1,341 | 1,490 | 1,341 | 1,490 |
| Total intangible assets | | 621,862 | 623,026 | 621,862 | 623,026 |
| Property, plant and equipment | | | | | |
| Fixtures and fittings, tools and equipment | 16 | 25,490 | 19,062 | 18,547 | 16,886 |
| Leasehold improvements | 17 | 31,978 | 22,469 | 21,433 | 18,515 |
| Total property, plant and equipment | | 57,468 | 41,531 | 39,980 | 35,401 |
| Investments | | | | | |
| Investments in group enterprises | 18 | 0 | 0 | 1,956 | 1,956 |
| Investments in associates | 19 | 7,086 | 3,690 | 10,135 | 3,690 |
| Deposits | 21 | 14,743 | 15,691 | 14,474 | 15,426 |
| Total investments | | 21,829 | 19,381 | 26,565 | 21,072 |
| Total non-current assets | | 701,159 | 683,938 | 688,407 | 679,499 |
| CURRENT ASSETS | | | | | |
| Inventories | 22 | 214,613 | 195,400 | 202,134 | 185,997 |
| Receivables | | | | | |
| Trade receivables | 23 | 85,013 | 84,393 | 69,981 | 74,533 |
| Amounts owed by group enterprises | | 0 | 0 | 46,235 | 21,744 |
| Amounts owed by associated companies | | 648 | 4,049 | 59 | 4,049 |
| Derivative financial instruments | 27 | 1,471 | 0 | 1,471 | 0 |
| Other receivables | | 2,228 | 2,276 | 2,182 | 2,240 |
| Prepayments | | 5,924 | 7,081 | 4,830 | 7,018 |
| Total receivables | | 95,284 | 97,799 | 124,758 | 109,584 |
| Cash at bank and in hand | | 10,708 | 12,448 | 8,180 | 8,227 |
| Total current assets | | 320,605 | 305,647 | 335,072 | 303,808 |
| Total assets | | 1,021,764 | 989,585 | 1,023,479 | 983,307 |

BALANCE SHEET

AT 30 SEPTEMBER

| | | CONSOLIDATED | | PARENT COMPANY | |
|----------------------------------|------|--------------|---------|----------------|---------|
| DKK'000 | NOTE | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| EQUITY AND LIABILITIES | | | | | |
| EQUITY | | | | | |
| Share capital | | 1,985 | 1,985 | 1,985 | 1,985 |
| Reserves | | 495,601 | 454,788 | 504,758 | 458,220 |
| Total equity | 24 | 497,586 | 456,773 | 506,743 | 460,205 |
| LIABILITIES | | | | | |
| Non-current liabilities | | | | | |
| Provisions | 25 | 6,450 | 4,755 | 5,899 | 4,505 |
| Total non-current liabilities | | 6,450 | 4,755 | 5,899 | 4,505 |
| Current liabilities | | | | | |
| Provisions | 25 | 150 | 149 | 150 | 0 |
| Bank loans and overdrafts | 26 | 80,506 | 89,586 | 80,318 | 89,586 |
| Lease debt | | 171 | 346 | 171 | 346 |
| Trade payables | | 78,353 | 85,843 | 71,507 | 78,402 |
| Loans from group enterprises | | 292,685 | 293,321 | 292,874 | 293,320 |
| Defered tax | 20 | 12,051 | 3,355 | 15,176 | 5,632 |
| Corporation tax | | 3,601 | 0 | 3,601 | 0 |
| Derivative financial instruments | 27 | 0 | 542 | 0 | 542 |
| Other payables | | 38,113 | 42,010 | 33,563 | 38,141 |
| Deferred income | 28 | 12,098 | 12,905 | 13,477 | 12,628 |
| Total current liabilities | | 517,728 | 528,057 | 510,837 | 518,597 |
| Total liabilities | | 524,178 | 532,812 | 516,736 | 523,102 |
| Total equity and liabilities | | 1,021,764 | 989,585 | 1,023,479 | 983,307 |

STATEMENT OF CHANGES IN EQUITY

CONSOLIDATED

| DKK'000 | Share capital | Reserves | Foreign currency translation reserve | Total |
|------------------------------------|---------------|----------------|--------------------------------------|----------------|
| Equity at 1 October 2014 | 1,985 | 428,814 | 10 | 430,809 |
| Corrections at 1 October 2014 | 0 | 2,600 | 0 | 2,600 |
| Profit for the year | 0 | 23,482 | 0 | 23,482 |
| Other comprehensive income | 0 | 0 | -118 | -118 |
| Equity at 30 September 2015 | 1,985 | 454,896 | -108 | 456,773 |
| Equity at 1 October 2015 | 1,985 | 454,896 | -108 | 456,773 |
| Profit for the year | 0 | 40,875 | 0 | 40,875 |
| Other comprehensive income | 0 | 0 | -62 | -62 |
| Equity at 30 September 2016 | 1,985 | 495,771 | -170 | 497,586 |

STATEMENT OF CHANGES IN EQUITY

PARENT COMPANY

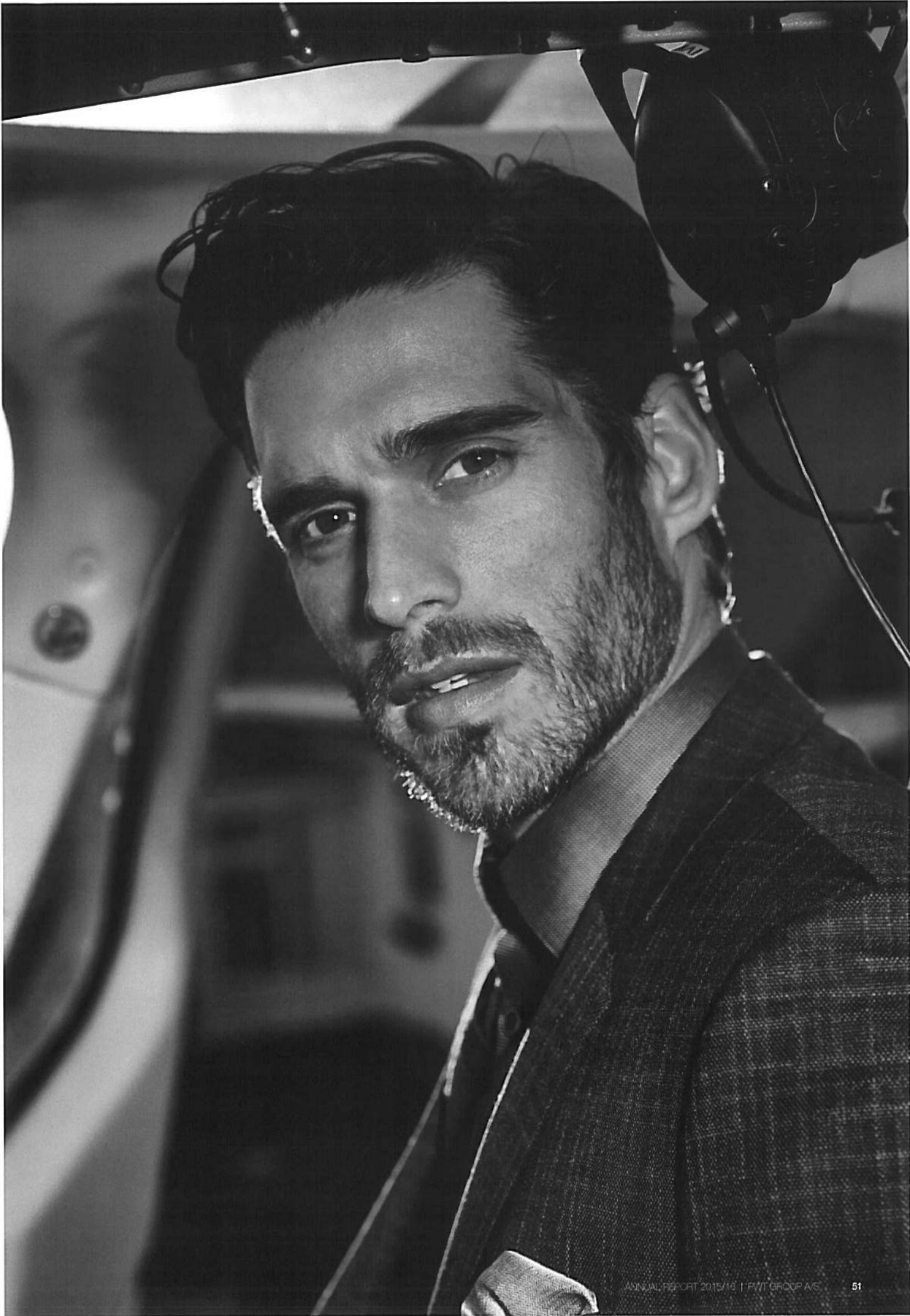
| DKK'000 | Share capital | Reserves | Foreign currency translation reserve | Total |
|------------------------------------|---------------|----------------|--------------------------------------|----------------|
| Equity at 1 October 2014 | 1,985 | 432,471 | 0 | 434,456 |
| Corrections at 1 October 2014 | 0 | 2,429 | 0 | 2,429 |
| Profit for the year | 0 | 23,320 | 0 | 23,320 |
| Equity at 30 September 2015 | 1,985 | 458,220 | 0 | 460,205 |
| Equity at 1 October 2015 | 1,985 | 458,220 | 0 | 460,205 |
| Profit for the year | 0 | 46,538 | 0 | 46,538 |
| Equity at 30 September 2016 | 1,985 | 504,758 | 0 | 506,743 |



CASH FLOW STATEMENT

| DKK'000 | NOTE | CONSOLIDATED | | PARENT COMPANY | |
|--|------|----------------|----------------|----------------|----------------|
| | | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Profit for the year before tax | | 53,372 | 31,572 | 59,763 | 31,416 |
| Adjustments for non-cash operating items: | | | | | |
| Depreciation/amortisation and gain/loss on intangible assets and property, plant and equipment | | 20,647 | 14,433 | 17,771 | 13,714 |
| Profit from associate | | 3,049 | 0 | 0 | 0 |
| Other non-cash operating items, net | | -937 | 491 | 0 | 456 |
| Financial income | | -4,394 | -343 | -4,718 | -738 |
| Financial expenses | | 26,079 | 38,489 | 25,796 | 38,101 |
| Cash generated from operations (operating activities) before changes in working capital | | 97,816 | 84,642 | 98,612 | 82,949 |
| Change in working capital: | | | | | |
| Change in receivables | | 3,986 | -15,906 | -13,644 | -10,690 |
| Change in inventories | | -19,213 | -27,576 | -16,137 | -30,395 |
| Change in current liabilities in general | | -9,610 | -107 | -9,919 | -828 |
| Cash generated from operations (operating activities) | | 72,979 | 41,053 | 58,912 | 41,036 |
| Interest income, received | | 2,381 | 343 | 2,705 | 738 |
| Interest expense, paid | | -26,008 | -30,414 | -25,725 | -30,026 |
| Corporation tax paid | | -74 | -133 | -74 | -133 |
| Cash flows from operating activities | | 49,278 | 10,849 | 35,818 | 11,615 |
| Acquisition of property, plant, leasehold and equipment | | -31,809 | -19,130 | -16,585 | -18,969 |
| Acquisition of intangible assets | | -2,434 | -13,343 | -2,434 | -13,343 |
| Acquisition of investments in financial assets | | -6,886 | -2,791 | -6,886 | -2,791 |
| Disposal of property, plant and equipment | | 0 | 581 | 0 | 541 |
| Cash flows from investing activities | | -41,129 | -34,683 | -25,905 | -34,562 |
| Free cash flows | | 8,149 | -23,834 | 9,913 | -22,947 |
| Change in bank loans | | -175 | -192 | -175 | -192 |
| Change in intercompany loans | | -634 | 0 | -517 | -59 |
| Capital contribution | | 0 | 0 | 0 | 0 |
| Cash flows from financing activities | | -809 | -192 | -692 | -251 |
| Changes in cash and cash equivalents | | 7,340 | -24,026 | 9,221 | -23,198 |
| Cash and cash equivalents at 1 October | | -77,138 | -53,112 | -81,359 | -58,161 |
| Cash and cash equivalents at 30 September | | 69,798 | -77,138 | -72,138 | -81,359 |

Cash and cash equivalents include bank loans and overdrafts (2015/16: -80,506) recognised as current liabilities less cash at bank and in hand (2015/16: 10,708).





NOTES

GENERAL MATTERS

- 1 Accounting policies
- 2 Significant accounting estimates and judgements

NOTES TO THE STATEMENT OF COMPREHENSIVE INCOME

- 3 Revenue
- 4 Cost of sales
- 5 Other operating income and costs
- 6 Other external costs
- 7 Staff costs
- 8 Depreciation/amortisation
- 9 Financial income
- 10 Financial expenses
- 11 Tax

NOTES TO THE BALANCE SHEET

- 12 Software
- 13 Trademarks
- 14 Goodwill
- 15 Other intangible assets
- 16 Fixtures and fittings, tools and equipment
- 17 Leasehold improvements
- 18 Investments in group enterprises
- 19 Investments in associates
- 20 Deferred income tax
- 21 Deposits
- 22 Inventories
- 23 Trade receivables
- 24 Share capital
- 25 Provisions
- 26 Bank loans and overdrafts
- 27 Derivative financial instruments
- 28 Deferred income

NOTES WITHOUT REFERENCE

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Financial reporting basis

PWT Group A/S is a limited liability company domiciled in Denmark. The financial part of the annual report for the period 1 October 2015 – 30 September 2016 comprise both the consolidated financial statements of PWT Group A/S and its subsidiaries (group) as well as the parent company financial statements.

The consolidated financial statements and parent company financial statements of PWT Group A/S are presented in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and disclosure requirements of annual reports of reporting class D enterprises (large), see the Danish statutory order on the adoption of IFRS by enterprises subject to the Danish Financial Statements Act issued pursuant to the Danish Financial Statements Act.

The Board of Directors and the Executive Board have discussed and adopted the annual report of PWT Group A/S. The annual report will be presented for adoption by the shareholders of PWT Group A/S at the annual general meeting on 27 January 2017.

Basis of preparation

The consolidated financial statements and the parent company financial statements are presented in Danish kroner. The consolidated financial statements and the parent company financial statements are presented in Danish kroner (DKK), which is the reporting currency of the Group's activities and the Parent Company's functional currency. The annual report relies on the historical cost principle except for those instances where International Financial Reporting Standards specifically require a different basis of measurement.

The accounting policies, as set out below, have been consistently applied for the full financial year and for the comparative figures.

ACCOUNTING POLICIES**Implementation of new and revised standards and interpretations**

PWT Group A/S has implemented all relevant new and revised accounting standards issued by IASB and effective at 1 October 2015. The implementation of the new and revised accounting standards did not have any material monetary effect on the statement of PWT Group A/S' results, assets and liabilities as well as equity for the purpose of the financial reporting for the financial years presented.

CONSOLIDATION**Consolidated financial statements**

The annual report comprises the Parent Company, PWT Group A/S, and enterprises under the control of the Parent Company. The Parent Company is deemed to exercise control when it directly or indirectly holds the majority of the votes or in some other way exercise or de facto exercises control.

Consolidation principles

The consolidated financial statements are prepared on the basis of the financial statements of PWT Group A/S and its subsidiaries in which similar financial statement items are integrated. On consolidation, intra-group income and expenses, shareholdings, dividends, intra-group balances as well as realised and unrealised internal gains and losses on intra-group transactions are eliminated.

The annual reports used for preparing the consolidated financial statements have been recognised in accordance with the accounting policies of the Group.

Foreign currency translation

On initial recognition, transactions denominated in currencies different from the individual enterprise's functional currency are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the statement of comprehensive income as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose is recognised in the statement of comprehensive income as financial income or financial expenses.

Upon recognition in the consolidated financial statements of enterprises with a functional currency different from DKK, the statements of comprehensive income are translated into Danish kroner at average exchange rates for the year, and balance sheet items are translated at the exchange rates at the balance sheet.

Foreign exchange differences arising upon translation of foreign subsidiaries' balance sheet items at the beginning of the year to the exchange rates at the balance sheet date and upon translation of statements of comprehensive income from average exchange rates to the exchange rates at the balance sheet date are recognised as other comprehensive income.

Derivative financial instruments

Derivative financial instruments are initially recognised at fair value at the settlement date and subsequently measured at fair value at the balance sheet date. Positive and negative fair values of derivative financial instruments are recognised as a separate balance sheet item.

Changes in fair value of derivative financial instruments designated as or qualifying for recognition as an effective hedge of future transactions are recognised as other comprehensive income. The ineffective part is recognised immediately in the statement of comprehensive income. When the hedged transactions are carried out, the accumulated changes are recognised together with the hedged transactions.

For derivative financial instruments not qualifying for treatment as hedging instruments, changes are regularly recognised in the statement of comprehensive income as financial income and financial expenses.

STATEMENT OF COMPREHENSIVE INCOME

Revenue

Income from the sale of goods for resale and finished goods is recognised in the statement of comprehensive income provided that delivery and transfer of risk to the buyer have taken place before the year end and the income may be reliably measured and is expected to be received. Revenue is measured excluding VAT and duties and less discounts in relation to the sale.

Bonus points collected are recognised in the statement of comprehensive income as a reduction in revenue and under the liability "deferred income". The collected bonus points are measured based on the projected utilisation thereof.

Costs of goods for resale

Together with changes in inventories of goods for resale, this item comprises costs in generating revenue. Changes in inventories of goods for resale are recognised as costs of goods for resale.

Other external costs

Other external costs comprise costs of premises, sales and distribution costs as well as administrative expenses. Supplements to cover marketing costs are recognised as other external costs.

Staff costs

Staff costs comprise payroll, pensions and other social security costs relating to staff.

Other operating income and costs

Other operating income and costs comprise items secondary to the primary activities of the enterprises, including gains on disposal of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses comprise interest income and expense, realised and unrealised exchange gains and losses on transactions in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme. Financial income and expenses are recognised at the amounts relating to the financial year.

Financial income and expenses also comprises fair value adjustments at derivative instruments. .

Corporation tax and deferred tax

The Company is jointly taxed with its parent companies and the jointly taxed Danish subsidiaries. Danish corporation tax is allocated among the jointly taxed Danish companies in proportion to their taxable income. The parent company, P-WT 2007 A/S, serves as the management company for the jointly taxed entity and thereby handles the payment of tax, etc. to the Danish tax authorities. Tax for the year comprises current tax for the year and changes in deferred tax and is recognised in the profit for the year, as other comprehensive income or directly in equity all depending on the recognition of the underlying element.

BALANCE SHEET**Intangible assets**Goodwill

Goodwill acquired are measured at cost less accumulated impairment losses. Upon recognition of goodwill, the goodwill amount is allocated on the activities of the Group's activities generating independent cash inflows (cash-generating units). The determination of cash-generating units follows the managerial structure and internal financial management and reporting in the Group.

Goodwill is not amortised, but subject to impairment testing at least once a year. The carrying amount of goodwill is written down in the statement of comprehensive income in the cases where the carrying amount exceeds projected future net income from the enterprise/activity generating the goodwill.

Software

Software is measured at cost less accumulated amortisation and impairment losses. The basis of amortisation is cost less projected residual value after the end of the useful life.

Trademarks

Trademarks are measured at cost less accumulated amortisation. The basis of amortisation is cost. The expected useful life is based on the trademarks marked position.

Other intangible assets

Other intangible assets are measured at cost less accumulated amortisation. The basis of amortisation is cost less projected residual value after the end of the useful life.

Useful life

| | |
|-------------------------------|------------|
| Software | 5 years |
| Trademarks | 5-10 years |
| Other intangible assets | 10 years |

Property, plant and equipment

Fixtures and fittings, tools and equipment as well as leasehold improvements (shops) are measured at cost less accumulated depreciation and impairment losses.

The basis of depreciation is cost less projected residual value after the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use.

Financially leased assets are recognised on the balance sheet at the lower of fair value and net present value of discounted lease payments. Financially leased assets are depreciated in accordance with the Company's general accounting policies. The capitalised value of the lease obligation is recognised as a liability on the balance sheet, and the interest element of the lease payment is recognised as an expense in the statement of comprehensive income.

Depreciation is provided on a straight line basis relying on the following assessment of the assets' projected useful lives:

| | Useful life |
|--|--------------------|
| Fixtures and fittings, tools and equipment | 3-5 years |
| Leasehold improvements | 5-7 years |

The basis of depreciation is stated taking into account the scrap value of the asset and is reduced by impairment losses. The period of depreciation and the scrap value are determined at the date of acquisition and re-assessed annually.

Impairment of property, plant and equipment and intangible assets

The carrying amount of intangible assets and property, plant and equipment is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation. If such an indication exist, the recoverable amount of the asset is stated to determine the need for impairment and the scope thereof.

The recoverable amount of goodwill is determined at least once a year irrespective of whether there is any indication of impairment.

If the asset does not generate any cash inflows independently of other assets, the recoverable amount of the smallest cash-generating unit in which the asset is included is determined.

The recoverable amount is the higher of an asset's or the cash-generating unit's fair value less sales costs and its value in use. When the value in use is determined, projected future cash flows are discounted to present value using a discount rate reflecting actual market assessment of the time value of funds and the special risks attributable to the asset and the cash-generating unit and for which no adjustment has been made in projected future cash flows.

If the asset's or the cash-generating unit's recoverable amount is lower than its carrying amount, the carrying amount is written down to the recoverable amount. With regard to cash-generating units, the goodwill amount is initially written down, and subsequently any need for additional impairment is allocated on the residual assets of the unit. However, the individual asset is not written down to a value lower than its fair value less projected sales costs.

Impairment is recognised in results. In case of any subsequent reversal of impairment arising from changes in assumptions of the stated recoverable amount, the asset's or the cash-generating unit's carrying amount is increased to adjusted recoverable amount, however, not exceeding the carrying amount which the asset of the cash-generating unit would have had if no impairment had taken place. Impairment of goodwill is not reversed.

INVESTMENTS**Investments in subsidiaries**

Investments in subsidiaries are recognised and measured at cost less any impairment losses in the parent company financial statements.

Impairment testing is conducted annually as set out above when the carrying amount exceeds the book value of net assets in the consolidated financial statements or if there is any other indication of impairment. If the carrying amount exceeds the recoverable amount, write-down is made to this lower amount.

Newly acquired or newly established enterprises are recognised in the financial statements from the date of acquisition.

Upon acquisition of new subsidiaries, the acquisition method is applied, and subsequently the newly acquired enterprises' assets and liabilities are measured at fair value at the date of acquisition. The tax effect of any re-assessments is taken into account.

Positive differences (goodwill) between cost and the fair value of assets and liabilities taken over are recognised as investments in group enterprises in line with the same principles as acquired goodwill described above in the section on intangible assets.

Investments in associates

Investments in associates are recognized and measured in the consolidated financial statements in accordance with the equity method in the consolidated financial statements. The investments are measured at the proportionate share of the entities' equity value less or plus the proportionate intercompany gains and losses and plus the carrying amount of goodwill.

Investments in associates are recognised and measured at cost less any impairment losses in the parent company financial statements.

Impairment testing is conducted annually as set out above when the carrying amount exceeds the book value of net assets in the consolidated financial statements or if there is any other indication of impairment. If the carrying amount exceeds the recoverable amount, write-down is made to this lower amount.

Acquisitions of investments in associates are accounted for using the acquisition method.

Deposits

Deposits comprise rent deposits attributable to the Group's leaseholds. Deposits are measured at amortised cost.

Inventories

Inventories are measured at cost on the basis of weighted average prices. In the cases where cost is higher than net realisable value, write-down is made to this lower value. The cost of goods for resale is stated as cost with the addition of delivery costs.

The net realisable value of inventories is calculated as the selling price less costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value. Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. Write-downs are calculated as the difference between the carrying amount of receivables and the net present value of forecast cash flows, including the realisable value of any collateral received.

Prepayments

Prepayments are measured at cost.

Current tax and deferred tax

Current tax payable and receivable is recognised on the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability.

Deferred tax is not recognised on temporary differences arising at the date of acquisition without affecting either results or taxable income, e.g. goodwill which is non-deductible for tax purposes.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity.

Deferred tax assets are re-assessed annually and only recognised to the extent that their utilisation is probable.

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

Provisions

Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation.

Provisions comprise forecast costs arising from leasehold improvements upon relocation and are based on projected costs determined on the basis of the leasehold's current interior and condition. The liabilities are discounted back to net present value.

Financial liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the statement of comprehensive income over the term of the loan.

Derivative financial instruments are measured at fair value, corresponding to market price at balance sheet date.

Other liabilities, which usually comprise trade payables, amounts owed to group enterprises and other payables, are measured at amortised cost, which usually corresponds to nominal value. The capitalised residual lease obligation on finance leases is also recognised as financial liabilities.

Leases

Leases are broken down on finance and operating leases for accounting purposes.

Finance leases transfer substantially all risks and rewards incident to ownership to the Company. All other leases are classified as operating leases.

Payments relating to operating leases and other leases are recognised in the statement of comprehensive income over the term of the lease.

The recognition of finance leases is described under "Property, plant and equipment", "Impairment of property, plant and equipment and intangible assets" and "Financial liabilities".

Staff obligations

Staff obligations comprise the employees' rights to paid holidays after the balance sheet date and the payment of anniversary bonuses.

The Group has only entered into pension arrangements for defined-contribution pension plans under which regular pension contributions are paid to independent pension providers as the contributions are earned. The Group has not taken out any defined-benefit pension plans.

Staff obligations are recognised as other payables on the balance sheet.

Deferred income

Deferred income comprises payments received regarding income in subsequent years, including gift tokens, liabilities regarding customer clubs, etc. Gift tokens payable are recognised at nominal value.

Cash flow statement

The cash flow statement shows the Company's cash flows from operating, investing and financing activities for the year, the year's changes in cash and cash equivalents as well as the Company's cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities are calculated in accordance with the indirect method as the profit/loss for the year adjusted for non-cash operating items, changes in working capital and corporation tax paid.

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of enterprises and activities, intangible assets, property, plant and equipment and investments.

Cash flows from financing activities comprise changes in the size or composition of the share capital and costs relating to the raising of loans, repayment of interest-bearing debt and payment of dividends to shareholders.

Cash and cash equivalents comprise cash at bank and in hand and business credits.

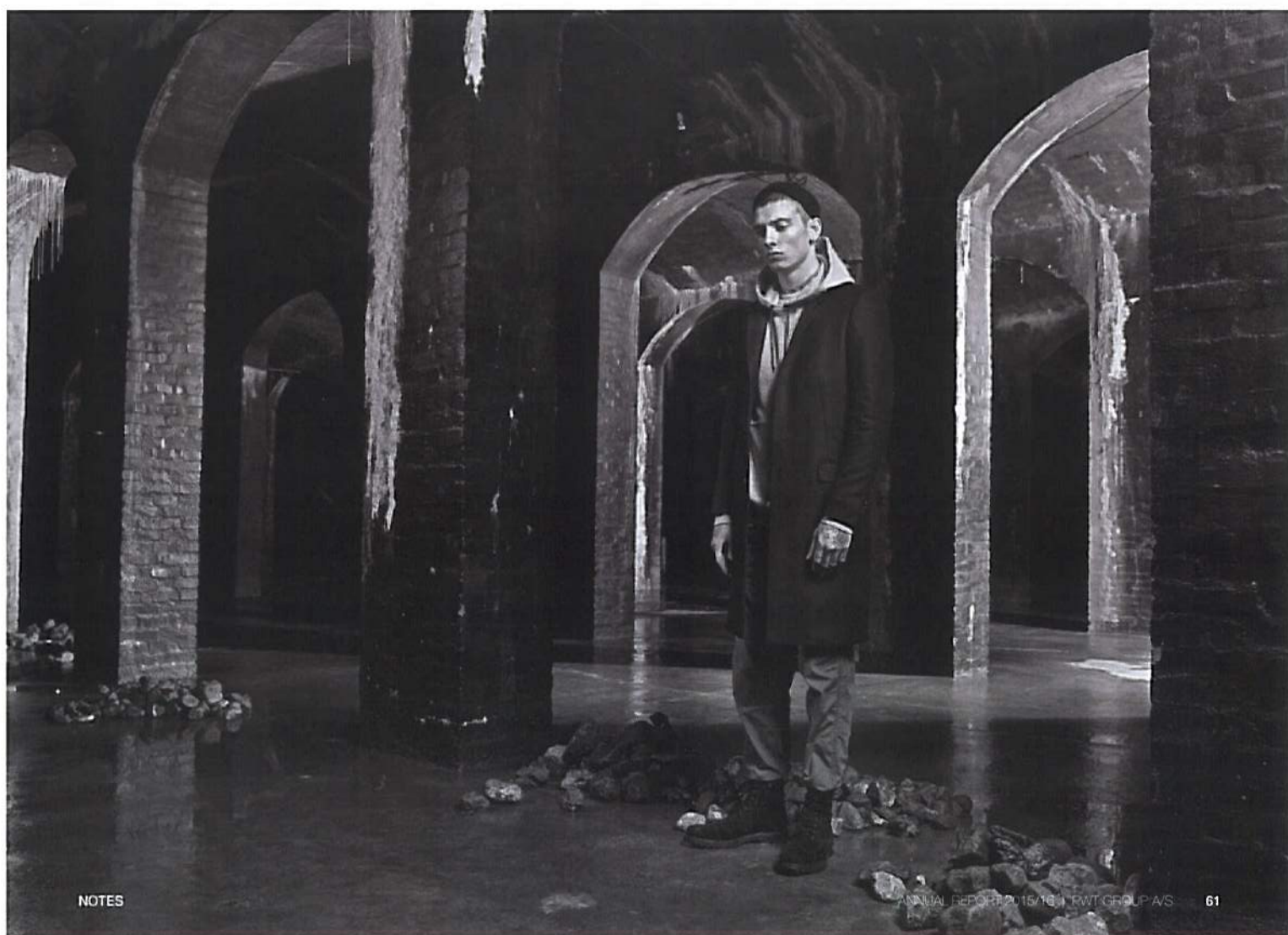
Financial ratios

Financial ratios are calculated in accordance with the Danish Society of Financial Analysts' guidelines on the calculation of financial ratios "Recommendations and Financial Ratios 2015".

Definition of financial ratios:

EBITDA Earnings before restructuring costs, depreciation, amortisation, interest and tax

| | |
|--------------------------------|--|
| Gross margin | $\frac{\text{Gross profit/loss} \times 100}{\text{Revenue}}$ |
| Operating margin (EBIT margin) | $\frac{\text{Operating profit/loss} \times 100}{\text{Revenue}}$ |
| Return on invested capital | $\frac{\text{Operating profit/loss} \times 100}{\text{Average operating assets}}$ |
| Solvency ratio | $\frac{\text{Closing equity} \times 100}{\text{Total equity and liabilities at year end}}$ |
| Return on equity | $\frac{\text{Profit/loss after tax} \times 100}{\text{Average equity}}$ |



When financial statement items are recognised and measured, some judgements and estimates will, in certain cases, be required to define assumptions of future events. These estimates and assumptions are based on past experience and other relevant factors deemed reasonable by Management in the given circumstances, but by nature are uncertain or unpredictable. Accordingly, actual outcome may be different from these estimates.

Estimates and judgements as well as their underlying assumptions are regularly re-assessed. Changes to the accounting estimates are recognised in the financial reporting period when the changes are made, and in future financial reporting periods if the changes affect these periods.

Estimates important to the financial reporting process are, for instance, required for the impairment of goodwill, valuation of inventories and projected income from gift tokens.

Impairment testing of goodwill

Any need for impairment of goodwill requires values in use to be determined for the cash-generating units on which the goodwill amounts are allocated. The statement of value in use relies on an estimate of projected future cash inflows in the individual cash-generating unit and the determination of a discount rate. These estimates are subject to a certain degree of uncertainty, and any changes may materially affect the annual report.

Reference is made to note 14 for a description of assumptions applied, discount rates, etc. used for defining the value in use of the defined cash-generating units.

Inventories

Any write-down for obsolescence on inventories is specifically assessed based on future marketability. Provision for obsolescence per 30 September 2016 reached DKK 2,345 thousand as against DKK 1,922 thousand per 30 September 2015. Reference is made to note 22.



NOTE 3 REVENUE

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|-----------------------------|----------------|----------------|----------------|----------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Geographical markets | | | | |
| Home market | 692,430 | 703,189 | 692,430 | 703,189 |
| Foreign markets | 170,397 | 155,202 | 121,535 | 100,878 |
| | <u>862,827</u> | <u>858,391</u> | <u>813,965</u> | <u>804,067</u> |

NOTE 4 COST OF SALES

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---------------------------|----------------|----------------|----------------|----------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Costs of goods for resale | <u>381,076</u> | <u>383,011</u> | <u>373,222</u> | <u>372,193</u> |
| Write-down of inventories | <u>2,345</u> | <u>1,922</u> | <u>2,307</u> | <u>1,769</u> |

NOTE 5 OTHER OPERATING INCOME AND COSTS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|--------------|------------|----------------|------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Other operating income | | | | |
| Gain on the disposal of property, plant and equipment | <u>0</u> | <u>378</u> | <u>0</u> | <u>338</u> |
| | <u>0</u> | <u>378</u> | <u>0</u> | <u>338</u> |
| Other operating costs | | | | |
| Loss on the disposal of property, plant and equipment | <u>0</u> | <u>16</u> | <u>0</u> | <u>0</u> |
| | <u>0</u> | <u>16</u> | <u>0</u> | <u>0</u> |

NOTE 6 OTHER EXTERNAL COSTS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Fees for auditors appointed at the general meeting | | | | |
| Statutory audit services | 433 | 415 | 310 | 245 |
| Other assurance engagements | 39 | 36 | 39 | 36 |
| Tax advisory services | 161 | 85 | 108 | 70 |
| Other services | 282 | 264 | 140 | 126 |
| Total fee | 915 | 800 | 597 | 477 |
| Distributed as follows: | | | | |
| PWC | 733 | 677 | 549 | 477 |
| Other firms | 182 | 123 | 48 | 0 |
| | 915 | 800 | 597 | 477 |

NOTE 7 STAFF COSTS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---------------------------------------|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Payroll | 188,377 | 188,020 | 171,846 | 170,785 |
| Pensions | 11,847 | 11,642 | 12,147 | 11,442 |
| Other social security costs | 7,415 | 6,569 | 5,997 | 6,170 |
| | 207,639 | 206,231 | 189,990 | 188,397 |
| Thereof: | | | | |
| Payroll Executive Board | 2,900 | 2,955 | 2,900 | 2,955 |
| Pensions Executive Board | 95 | 105 | 95 | 105 |
| Payroll Board of Directors | 550 | 550 | 550 | 550 |
| | 3,545 | 3,610 | 3,545 | 3,610 |
| Average number of full-time employees | 535 | 546 | 496 | 500 |

6 men and 0 women serve on the Board of Directors

NOTE 8 DEPRECIATION/AMORTISATION

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|--|---------------|---------------|----------------|---------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Amortisation, software | 2,766 | 2,941 | 2,766 | 2,941 |
| Amortisation, trademarks | 691 | 625 | 691 | 625 |
| Amortisation, other intangible assets | 149 | 0 | 149 | 0 |
| Depreciation, fixtures and fittings, tools and equipment | 7,986 | 6,971 | 6,916 | 6,657 |
| Depreciation, leasehold improvements | 9,055 | 4,258 | 7,249 | 3,829 |
| | <u>20,647</u> | <u>14,795</u> | <u>17,771</u> | <u>14,052</u> |

NOTE 9 FINANCIAL INCOME

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|--------------|------------|----------------|------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Interest income, banks | 51 | 19 | 49 | 12 |
| Interest income, group enterprises | 0 | 0 | 644 | 454 |
| Adjustment of fair value of financial instruments | 2,013 | 0 | 2,013 | 0 |
| Foreign exchange adjustment | 1,670 | 0 | 1,457 | 0 |
| Other financial income | 660 | 324 | 555 | 272 |
| | <u>4,394</u> | <u>343</u> | <u>4,718</u> | <u>738</u> |

NOTE 10 FINANCIAL EXPENSES

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|---------------|---------------|----------------|---------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Interest expense, banks | 1,816 | 2,147 | 1,799 | 2,147 |
| Interest expense, group enterprises | 23,296 | 23,296 | 23,296 | 23,296 |
| Adjustment of fair value, financial instruments | 0 | 8,075 | 0 | 8,075 |
| Foreign exchange adjustment | 29 | 4,535 | 28 | 4,240 |
| Other financial expenses | 938 | 436 | 673 | 343 |
| | <u>26,079</u> | <u>38,489</u> | <u>25,796</u> | <u>38,101</u> |

NOTE 11 TAX

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|---------------|--------------|----------------|--------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Tax for the year is distributed as follows: | | | | |
| Tax on profit/loss for the year | 12,497 | 8,090 | 13,225 | 8,096 |
| Tax on other comprehensive income | 0 | 0 | 0 | 0 |
| | <u>12,497</u> | <u>8,090</u> | <u>13,225</u> | <u>8,096</u> |
| Tax on profit/loss for the year is specified as follows: | | | | |
| Current tax | 3,559 | 50 | 3,556 | 50 |
| Deferred tax | 8,573 | 8,040 | 9,669 | 8,046 |
| Adjustment of tax in respect of previous years | 365 | 0 | 0 | 0 |
| | <u>12,497</u> | <u>8,090</u> | <u>13,225</u> | <u>8,096</u> |
| Tax on profit/loss for the year from continuing operations is specified as follows: | | | | |
| Estimated 22% / 23,5% tax on results before tax | 11,728 | 7,419 | 13,148 | 7,383 |
| Adjustment of tax in foreign entities in proportion to 22% / 23,5% | -355 | -53 | 0 | 0 |
| Tax effect of: | | | | |
| Items irrelevant for tax purposes | 827 | 724 | 77 | 713 |
| Adjustment of tax in respect of prior years | 297 | 0 | 0 | 0 |
| | <u>12,497</u> | <u>8,090</u> | <u>13,225</u> | <u>8,096</u> |
| Effective tax rate | <u>23.4%</u> | <u>25.6%</u> | <u>22.1%</u> | <u>25.8%</u> |

NOTE 12 SOFTWARE

| DKK'000 | CONSOLIDATED AND PARENT COMPANY | |
|---|---------------------------------|---------------|
| | 2015/16 | 2014/15 |
| Opening cost | 21,068 | 19,449 |
| Additions for the year | 2,227 | 1,619 |
| Disposals for the year | 0 | 0 |
| Closing cost | <u>23,295</u> | <u>21,068</u> |
| Opening amortisation | 16,781 | 13,840 |
| Amortisation for the year | 2,765 | 2,941 |
| Reversed amortisation for the year of disposals | 0 | 0 |
| Closing amortisation | <u>19,546</u> | <u>16,781</u> |
| Carrying amount | <u>3,749</u> | <u>4,287</u> |

NOTE 13 TRADEMARKS

| DKK'000 | CONSOLIDATED AND PARENT COMPANY | |
|---|------------------------------------|---------|
| | 2015/16 | 2014/15 |
| Opening cost | 7,159 | 6,760 |
| Additions for the year | 207 | 399 |
| Disposals for the year | 0 | 0 |
| Closing cost | 7,366 | 7,159 |
| Opening amortisation | 3,364 | 2,739 |
| Amortisation for the year | 691 | 625 |
| Reversed amortisation for the year of disposals | 0 | 0 |
| Closing amortisation | 4,055 | 3,364 |
| Carrying amount | 3,311 | 3,795 |

NOTE 14 GOODWILL

| DKK'000 | CONSOLIDATED AND PARENT COMPANY | |
|--------------------------------|------------------------------------|---------|
| | 2015/16 | 2014/15 |
| Opening cost | 696,454 | 683,619 |
| Additions for the year | 7 | 12,835 |
| Disposals for the year | 0 | 0 |
| Closing cost | 696,461 | 696,454 |
| Opening impairment losses | 83,000 | 83,000 |
| Impairment losses for the year | 0 | 0 |
| Closing impairment losses | 83,000 | 83,000 |
| Carrying amount | 613,461 | 613,454 |

Impairment testing

At 30 September 2016, Management carried out a review for impairment of the carrying amount of goodwill based on the effected allocation of cost of goodwill on the cash-generating units:

| DKK'000 | CONSOLIDATED AND PARENT COMPANY | |
|----------------|------------------------------------|----------------|
| | 2015/16 | 2014/15 |
| Lindbergh | 176,292 | 176,292 |
| Shine Original | 73,124 | 73,124 |
| Bison | 95,822 | 95,822 |
| Other brands | 268,223 | 268,216 |
| TOTAL | 613,461 | 613,454 |

The allocation of goodwill follows the groups reporting of segments. The recoverable amount is based on the value in use, which is determined using projected net cash flows on the basis of budgets and estimates for the years 2016/2017 – 2020/2021 approved by Management and at a discount rate of 7.0% after tax (2014/2015: 7.8%), corresponding to a discount rate before tax of 7.9% (2014/2015: 8.9%). The budget period applied is determined taking into account the company's activities, historic performance, longterm strategy as well as forecast market development. A change in this assumption to five years will not give rise to any goodwill impairment.

The most material assumptions for the purpose of impairment testing arise from PWT Group's expected ability to boost earnings, and the growth rates applied rely on Management's forecast based on initiatives taken to boost earnings.

The group expects to enjoy continuous growth on the export markets. As the basis for impairment testing, the business has budgeted for an average revenue increase of 4.2% for each segment during the budget period (2016/2017 – 2020/2021) and 1.5% during the terminal period. On this basis, the net present value of future cash flows was not less than DKK 88 million up on carrying amount for each segment.

Based on a sensitivity analysis where annual growth is recognised at zero, the net present value of future cash flows will still remain higher than the carrying amount.

Management consider that probable changes in basic assumptions will not have the outcome that the carrying amount of goodwill at 30 September 2016 will exceed recoverable amount.



NOTE 15 OTHER INTANGIBLE ASSETS

| DKK'000 | CONSOLIDATED AND PARENT COMPANY | |
|-----------------------------|------------------------------------|---------|
| | 2015/16 | 2014/15 |
| Opening cost | 1,490 | 0 |
| Additions for the year | 0 | 1,490 |
| Disposals for the year | 0 | 0 |
| Closing cost | 1,490 | 1,490 |
| Opening amortisation | 0 | 0 |
| Amortisation for the year | 149 | 0 |
| Closing amortisation losses | 149 | 0 |
| Carrying amount | 1,341 | 1,490 |

NOTE 16 FIXTURES AND FITTINGS, TOOLS AND EQUIPMENT

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Opening cost | 58,504 | 47,820 | 54,939 | 45,609 |
| Currency translation | 401 | -171 | 0 | 0 |
| Additions for the year | 14,173 | 11,700 | 8,577 | 10,122 |
| Disposals for the year | 188 | 845 | 0 | 792 |
| Closing cost | 72,890 | 58,504 | 63,516 | 54,939 |
| Opening depreciation | 39,442 | 33,187 | 38,053 | 31,985 |
| Currency translation | 105 | -71 | 0 | 0 |
| Depreciation for the year | 7,986 | 6,953 | 6,916 | 6,657 |
| Reversed depreciation for year on disposals | 133 | 627 | 0 | 589 |
| Closing depreciation | 47,400 | 39,442 | 44,969 | 38,053 |
| Carrying amount | 25,490 | 19,062 | 18,547 | 16,886 |
| Thereof, assets held under finance leases | 112 | 304 | 112 | 304 |

NOTE 17 LEASEHOLD IMPROVEMENTS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Opening cost | 61,855 | 45,996 | 52,679 | 38,978 |
| Corrections | 0 | 3,439 | 0 | 3,439 |
| Currency translation | 711 | -798 | 0 | 0 |
| Additions for the year | 18,162 | 14,270 | 10,175 | 11,090 |
| Disposals for the year | 1,943 | 1,052 | 0 | 828 |
| Closing cost | 78,785 | 61,855 | 62,854 | 52,679 |
| Opening depreciation | 39,386 | 61,855 | 34,164 | 31,071 |
| Currency translation | 309 | -862 | 0 | 0 |
| Depreciation for the year | 9,055 | 4,223 | 7,257 | 3,828 |
| Reversed depreciation for the year of disposals | 1,943 | 957 | 0 | 735 |
| Closing depreciation | 46,807 | 39,386 | 41,421 | 34,164 |
| Carrying amount | 31,978 | 22,469 | 21,433 | 18,515 |

NOTE 18 INVESTMENTS IN GROUP ENTERPRISES

| DKK'000 | PARENT COMPANY | |
|--|----------------------------------|---------|
| | Investments in group enterprises | |
| | 2015/16 | 2014/15 |
| Opening cost | 1,956 | 880 |
| Additions | 0 | 5,520 |
| Reclassification provisions for impairment | 0 | -4,444 |
| Closing cost | 1,956 | 1,956 |
| Carrying amount | 1,956 | 1,956 |

| DKK'000 | COMPANY CAPITAL | VOTING RIGHTS AND STAKE |
|--------------------------------------|-----------------|-------------------------|
| PWT Norway AS, Oslo, Norge | TNOK 200 | 100% |
| PWT Germany GmbH, Maasbüll, Tyskland | TEUR 25 | 100% |

NOTE 19 INVESTMENTS IN ASSOCIATES

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|------------------------------|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Opening cost | 3,690 | 0 | 3,690 | 0 |
| Additions | 6,445 | 3,690 | 6,445 | 3,690 |
| Closing cost | 10,135 | 3,690 | 10,135 | 3,690 |
| Opening value adjustments | 0 | 0 | 0 | 0 |
| Net profit/loss for the year | -3,049 | 0 | 0 | 0 |
| Closing value adjustments | -3,049 | 0 | 0 | 0 |
| Carrying amount | 7,086 | 3,690 | 10,135 | 3,690 |

The company holds 60% of the shares in Wagner China ApS, Denmark. Because of the shareholder agreement Wagner China ApS is treated as an investment in associates.

| Comprehensive income 2015/16 | Turnover | Profit before tax | Profit for the year | Other comprehensive income | Comprehensive income for the year | Groups share of profit |
|--|-------------------|-------------------|------------------------|----------------------------|-----------------------------------|------------------------|
| Wagner China ApS (Aalborg, 60% ownership) | 0,000 | -0,081 | -0,058 | 0,000 | -0,058 | -0,035 |
| Balance sheet 2015/16 | Noncurrent assets | Current assets | Noncurrent liabilities | Current liabilities | Equity | Groups share of equity |
| Wagner China ApS (Aalborg, 60% ownership) | 16,446 | 0,053 | 0,000 | 0,020 | 16,426 | 9,856 |

NOTE 20 DEFERRED INCOME TAX

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|-------------------------------|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Deferred tax arises from: | | | | |
| Intangible assets | 46,565 | 45,630 | 46,565 | 45,630 |
| Property, plant and equipment | 553 | -513 | 553 | -513 |
| Current assets | -729 | -627 | -295 | -217 |
| Provisions | -1,331 | -991 | -1,331 | -991 |
| Other liabilities | -102 | -129 | -102 | -129 |
| Tax loss carryforwards | -32,905 | -40,015 | -30,214 | -38,148 |
| | 12,051 | 3,355 | 15,176 | 5,632 |

All deferred tax assets and tax liabilities are recognised on the balance sheet.

NOTE 21 DEPOSITS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---------------------------------|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Carrying amount at 1 October | 15,691 | 16,472 | 15,426 | 16,171 |
| Currency translation | 0 | -35 | 0 | 0 |
| Additions | 460 | 2,192 | 253 | 2,192 |
| Disposals | 1,408 | 2,938 | 1,205 | 2,937 |
| Carrying amount at 30 September | 14,743 | 15,691 | 14,474 | 15,426 |

NOTE 22 INVENTORIES

| | | | | |
|---|---------|---------|---------|---------|
| Goods for resale | 216,958 | 197,322 | 204,441 | 187,766 |
| Provisions for obsolescence | 2,345 | 1,922 | 2,307 | 1,769 |
| Goods for resale, net | 214,613 | 195,400 | 202,134 | 185,997 |
| Specification of provisions for obsolescence: | | | | |
| Provision at 1 October | 1,922 | 1,468 | 1,769 | 1,354 |
| Adjustment for the year of provision for obsolescence | 423 | 454 | 538 | 415 |
| Provision at 30 September | 2,345 | 1,922 | 2,307 | 1,769 |



NOTE 23 TRADE RECEIVABLES

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|--|--------------|---------|----------------|---------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Trade receivables | 86,815 | 85,888 | 71,323 | 75,523 |
| Provisions for bad debts | 1,802 | 1,495 | 1,342 | 990 |
| Trade receivables, net | 85,013 | 84,393 | 69,981 | 74,533 |
| Specification of provisions for bad debts: | | | | |
| Provision at 1 October | 1,495 | 1,280 | 990 | 859 |
| Loss for the year | -393 | -1,225 | -262 | -1,200 |
| Provisions reversed for the year | -56 | -685 | -14 | -677 |
| Provisions for the year | 756 | 2,125 | 628 | 2,008 |
| Provisions at 30 September | 1,802 | 1,495 | 1,342 | 990 |
| Overdue, receivables not written down fall due as follows: | | | | |
| Due within 30 days | 3,051 | 5,884 | 2,260 | 4,939 |
| Due within 30 and 90 days | 1,978 | 1,229 | 1,717 | 1,003 |
| Due more than 90 days | 1,725 | 695 | 1,200 | 682 |
| | 6,754 | 7,808 | 5,177 | 6,624 |

NOTE 24 SHARE CAPITAL

| DKK'000 | SHARE CAPITAL |
|--|---------------|
| Share capital upon establishment 2007/08 | 1,985 |
| Closing share capital | 1,985 |

The share capital is fully paid in and broken down on shares of DKK 1 or multiples thereof.
No shares carry special rights.

Capital management

The Group regularly assesses the need for adjusting its capital structure to weigh the required higher return on equity up against the increased uncertainty surrounding loan capital. Equity's share of total assets (solvency ratio) reached 48.7% at the end of 2015/2016 (2014/2015: 46.2%). Capital management is conducted for the group as a whole.

NOTE 25 PROVISIONS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|--------------|--------------|----------------|--------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| The Group's total reestablishment obligation broken down on residual terms: | | | | |
| Within 1 year | 150 | 149 | 150 | 0 |
| Between 1 and 5 years | 41 | 49 | 0 | 0 |
| After 5 years | 6,409 | 4,706 | 5,899 | 4,505 |
| | <u>6,600</u> | <u>4,904</u> | <u>6,049</u> | <u>4,505</u> |
| Reestablishment obligation at 1 October | 4,904 | 3,439 | 4,505 | 3,175 |
| Additions during the year | 351 | 359 | 154 | 158 |
| Reversals during the year | -124 | -154 | 0 | -105 |
| Effect of change in interest rates | 1,469 | 1,260 | 1,390 | 1,277 |
| Reestablishment obligation at 30 September | <u>6,600</u> | <u>4,904</u> | <u>6,049</u> | <u>4,505</u> |

Obligation to re-establish leaseholds relates to projected future costs attributable to relocation of leaseholds and is based on projected costs relying on the current interior and condition of the leaseholds. The obligation is discounted back to net present value using a discount rate of 1.03% (2014/15: 1.93%), equivalent to a risk-free interest rate.

NOTE 26 BANK LOANS AND OVERDRAFTS

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|---------------|--------------------------|-----------------|---------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Bank overdrafts | 80,506 | 89,586 | 80,318 | 89,586 |
| Bank loans and bond loans | <u>80,506</u> | <u>89,586</u> | <u>80,318</u> | <u>89,586</u> |
| The loans are recognised as follows on the balance sheet: | | | | |
| Current liabilities | 80,506 | 89,586 | 80,318 | 89,586 |
| Carrying amount | <u>80,506</u> | <u>89,586</u> | <u>80,318</u> | <u>89,586</u> |
| Fair value | <u>80,506</u> | <u>89,586</u> | <u>80,318</u> | <u>89,586</u> |
| Undrawn credit facilities at 30 September | <u>35,306</u> | <u>22,220</u> | <u>35,306</u> | <u>22,220</u> |
| | Currency | Interest margin to CIBOR | Carrying amount | |
| Floating-rate business credits | DKK | 2.32% | 80,506 | |

NOTE 27 DERIVATIVE FINANCIAL INSTRUMENTS

The Group has entered into forward contracts of a total of DKK 108,253 thousand for USD purchases of a value during the period until March 2017 for the purpose of hedging future purchases in USD. Forward contracts are not qualifying for treatment as hedging instruments, and changes are regularly recognised in the statement of comprehensive income as financial income and financial expenses.

Cover of interest and currency risks:

2015/16:

| DKK'000 | Contract Residual life | value | Fair value | Fair value adjustment recognised in the statement of comprehensive income |
|---|---------------------------|---------|------------|--|
| Forward contract, USD | 0-6 months | 108,253 | 1,471 | 2,013 |
| Recognised in the statement of comprehensive income before tax at a total of | | | | 2,013 |

2014/15:

| | | | | |
|---|------------|---------|------|---------------|
| Forward contract, USD | 0-6 months | 131,720 | -542 | -8,075 |
| Recognised in the statement of comprehensive income before tax at a total of | | | | -8,075 |

Derivative financial instruments are valued in accordance with generally accepted valuation methods based on relevant observable currency curves. All above-mentioned financial instruments are recognised as 2-level observable inputs in the fair value hierarchy.

NOTE 28 DEFERRED INCOME

Deferred income comprises obligations in relation to gift tokens, estimate are based on several years of historical information.

NOTE 29 CHARGES AND COLLATERAL

Consolidated and parent company

As collateral for bank loans, the Group has provided a floating charge of a nominal amount of DKK 100 million secured upon non-current assets and current assets with a book value at 30 September 2016 of DKK 908 million (30 September 2015: DKK 895 million).

At 30 September 2016, the Group has entered into documentary credits of a total of DKK 4,748 thousand regarding non-settled purchase of goods abroad (30 September 2015: DKK 10,052 thousand).

The Group is obligated to invest 735 tUSD in one of the groups associated companies Wagner (Yantai) Co. Ltd. in 2016/2017.

NOTE 30 CONTINGENT ITEMS, ETC.

The Group's Danish enterprises are jointly and severally liable for the jointly taxed enterprises' tax liabilities.

In the ordinary course of its business, the Group is subject to various litigation such as product liability claims, employee disputes, rental disputes and other kinds of lawsuits, and faces different types of legal issues. Any claim brought against the Group (with or without merit), could be costly to defend. These matters are inherently difficult to quantify. Management is of the opinion that the result of these disputes will not have a significant effect on the Group's financial position.

The Group has taken out operating leases for property and operating equipment. The lease period ranges typically between 3 to 10 years. The leaseholds in Denmark may be renewed upon expiry, whereas the Norwegian leaseholds in subsidiaries are to be renegotiated.

A number of lease contracts contain revenue-related rent.

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|--|----------------|----------------|----------------|---------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Rent obligations | | | | |
| The Group's total rent obligations broken down on residual terms: | | | | |
| Within 1 year | 66,173 | 61,185 | 54,347 | 54,792 |
| Between 1 to 5 years | 84,966 | 55,693 | 46,301 | 40,993 |
| After 5 years | 4,602 | 999 | 0 | 113 |
| Total | 155,741 | 117,877 | 100,648 | 95,898 |
| Other operating lease obligations | | | | |
| The Group's total operating lease obligations broken down on residual terms: | | | | |
| Within 1 year | 3,310 | 2,821 | 2,731 | 2,398 |
| Between 1 year to 5 years | 8,703 | 3,349 | 7,895 | 2,838 |
| Total | 12,013 | 6,170 | 10,626 | 5,236 |
| Operating leases expensed | 81,230 | 78,035 | 72,312 | 71,269 |
| Revenue based lease | 3,689 | 2,335 | 3,084 | 1,810 |

NOTE 31 RELATED PARTY DISCLOSURES AND OWNERSHIP**Control**

Polaris Private Equity II K/S, Copenhagen
P-WT 2007 A/S, Copenhagen
PWT Holding A/S

Basis

Ultimate parent company
Parent company of PWT Holding A/S
Parent company of PWT Group A/S

Significant influence

The CEO of PWT Group A/S, Ole Koch Hansen, exercises control over OKH Holding A/S, which is deemed to exert significant influence.

Shareholder

The group is controlled by PWT Holding A/S, Aalborg, which owns 100% of the company's shares. The group's ultimate controlling party is Polaris Private Equity II K/S, Copenhagen.

The Company is included in the consolidated financial statements of PWT Holding A/S, Aalborg and PWT 2007 A/S, Copenhagen.

Transactions with related parties

Transactions with related parties took place on an arm's length basis.

Amounts owed by group enterprises are disclosed on the balance sheet of the parent company financial statements, and interest thereon is disclosed in note 9 and 10, Financial income and Financial expenses. Executives and Directors remuneration are disclosed in note 7, staff costs.

In addition, during the financial year, the Group engaged in the following transactions with enterprises exerting significant influence:

| DKK'000 | CONSOLIDATED | |
|--|--------------|---------|
| | 2015/16 | 2014/15 |
| Rent, etc | 4,680 | 4,892 |
| Rent obligations regarding related parties represent | 11,113 | 15,995 |



NOTE 32 MANAGEMENT POSITIONS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE BOARD

Henrik Theilbjørn, Jan Bøgh, Jan Johan Kühl and Allan Bach Pedersen serve on the Board of Directors of Polaris Private Equity. Torben Fogh serves on the Board of Directors of TE Geninvest ApS.

Henrik Theilbjørn

Chairman and member of the board of directors since 2011

CEO of:

EMMADS Invest A/S

Member of the Board of Directors of:

Boozt AB
HTM Group ApS
Bloomingville A/S
Signal A/S
Baum und Pferdgarten A/S
Elka A/S
SAHVA A/S
Newline A/S
Carl Ras A/S
Languagewire A/S

Jan Bøgh

Member of the board of directors since 2010

CEO of:

Jysk A/S

Member of the Board of Directors of:

Bolia A/S
Sengespecialisten A/S
Bjerringbro Silkeborg Håndbold
IDdesign A/S
and a number of companies owned by Jysk Holding A/S

Torben Fogh

Member of the board of directors since 2008

CEO of:

TF Invest ApS

Member of the Board of Directors of:

Hubertus Huset A/S
Sprit & Co. ApS
TE Geninvest ApS

Claus Back Nielsen

Member of the executive board since 2010

Member of the Board of Directors of:

Krogh Andersen A/S
Happydays A/S

Jan Johan Kühl

Member of the board of directors since 2007

Managing partner:

Polaris Management

Member of the Board of Directors of:

Business Synergy Group ApS
Interprimo A/S
Part Unique ApS
and a number of companies owned by Polaris Private Equity

Allan Bach Pedersen

Member of the board of directors since 2007

Partner:

Polaris Management

Member of the Board of Directors of:

Østpeder Holding ApS
and a number of companies owned by Polaris Private Equity

Ole Koch Hansen

Member of the executive board since 2008

Member of the board of directors since 2011

CEO of:

OKH Holding ApS

NOTE 33 EVENTS AFTER THE BALANCE SHEET DATE

No significant events have occurred after the balance sheet date.

NOTE 34 NEW FINANCIAL REPORTING REGULATIONS

The following amended financial reporting standards and interpretations which may be of relevance to the PWT Group A/S have been adopted by the IASB and adopted by the EU. The standards have future effective dates and will therefore be implemented in the Annual Reports as they become effective. The implementation of the standards is not expected to have material impact on the consolidated financial statements.

- IFRS 9 changes the classification and measurement of financial assets and liabilities (replacement of IAS 39). In PWT Group A/S' opinion, the standard will not have any major impact on the Group. The standard is expected to become mandatory for adoption as from the 2018/2019 financial year.
- IFRS 15 "Revenue from Contracts with Customers" provides detailed framework definitions of revenue recognition. The implementation of IFRS 15 is not expected to have material impact on the consolidated financial statements. The standard become mandatory for adoption as from the 2018/2019 financial year.

In addition to the above, the IASB has issued IFRS 16 "Leases". The standard has not yet been adopted by the EU and will be effective for financial years beginning on or after 1 January 2019. IFRS 16 "Leases" changes the rules on accounting treatment of operating leases by lessees. Going forward, operating leases are therefore to be recognised as an asset and a corresponding lease liability in the balance sheet. PWT Group A/S Group expects to implement the standard when it become effective. PWT Group A/S is in the process of assessing the effect of the standard. The implementation of IFRS 16 "Leases" cannot be determined at this time.

NOTE 35 FINANCIAL RISKS AND FINANCIAL INSTRUMENTS – PARENT COMPANY AND GROUP

Risk management in general

As a result of its operating, investing and financing activities, PWT Group is exposed to financial risks, including market risks (currency risks and interest risks), credit risks and liquidity risks. Only the most important risks are accounted for in the note.

The Group manages its financial risks centrally as well as coordinates liquidity management and funding. Corporate policy is not to engage in any speculation in financial risks. The overall framework for management of currency risks is laid down in the policy on currency risks adopted by the Board of Directors.

The Group has taken out hedging of its currency risks. The Group however does not use hedge accounting, thus the effect are recognized in comprehensive income.

Currency risks

Sales of the Group are primarily settled in Danish kroner, Norwegian krone and Euro. The Group has sales companies in Germany and Norway and shops in Norway and thereby incurs costs in the same currency. Currency risks from income-generating activities are thereby limited, as the vast part thereof is invoiced in the Scandinavian currencies or Euro. The Group has chosen not to hedge net income.

Purchases by the wholesale business are primarily settled in USD, and, accordingly, the Group is heavily exposed to currency movements in USD. Hedging is taken out for all purchases in USD in accordance with the group policy on currency risks, and therefore the risk at the balance sheet date is not deemed material to the Group.

Consolidated currency positions at 30 September 2016 set out in Danish kroner:

| DKK'000 | USD | NOK | SEK | EUR |
|--|----------------|-------------|--------------|---------------|
| Receivables | 1,495 | 4,473 | 6,565 | 18,576 |
| Cash | 0 | 1,639 | 1,479 | 145 |
| Trade payables | 0 | 6,302 | 6 | 1,718 |
| Bank loans | 1,920 | 0 | 0 | 0 |
| Forward contracts | 110,157 | 0 | 0 | 0 |
| | <u>109,732</u> | <u>-190</u> | <u>8,038</u> | <u>17,003</u> |
| Impact on results before tax based on a -10% change in exchange rate | <u>-10,973</u> | <u>19</u> | <u>-804</u> | <u>-170</u> |
| Impact on equity and results after tax based on a -10% change in exchange rate | <u>-8,559</u> | <u>15</u> | <u>-627</u> | <u>-133</u> |

Consolidated currency positions at 30 September 2015 set out in Danish kroner:

| DKK'000 | USD | NOK | SEK | EUR |
|--|----------------|------------|--------------|---------------|
| Receivables | 7,283 | 4,569 | 5,054 | 15,313 |
| Cash | 0 | 4,170 | 883 | 354 |
| Trade payables | 0 | 8,122 | 32 | 341 |
| Bank loans | 24,034 | 0 | 0 | 0 |
| Forward contracts | 131,178 | 0 | 0 | 0 |
| | <u>114,427</u> | <u>617</u> | <u>5,905</u> | <u>15,326</u> |
| Impact on results before tax based on a -10% change in exchange rate | <u>-11,442</u> | <u>-62</u> | <u>-590</u> | <u>-1,533</u> |
| Impact on equity and results after tax based on a -10% change in exchange rate | <u>-8,925</u> | <u>-48</u> | <u>-460</u> | <u>-1,196</u> |

The currency risk on USD mainly relate to the Group's forward exchange transactions. An decrease of 10% as mentioned above, would have an opposite effect on signed purchase orders.

Interest risks

As a result of its investing and financing activities, the Group is exposed to fluctuations in the level of interest rates in Denmark.

Group policy is to hedge interest risk on loans to the extent that that the interest payments may be hedged at a satisfactory level.

For the purpose of the Group's floating-rate cash and liabilities, an increase of 1% in interest rate level on the actual interest rates at the balance sheet date would hypothetically have a negative impact on consolidated results and equity at year end of DKK 3.8 million (DKK 3.0 million) and the Parent Company's results and equity of DKK 3.7 million (DKK 2.8 million). A similar reduction in interest rate level would have a corresponding positive effect.

The stated sensitivities have been based on recognised financial assets and liabilities at the end of the financial year. Repayment, raising of loans, etc. during the financial year have not been taken into account. The changes applied are considered fairly likely in the present market situation and based on projected movement in interest levels.

Credit risks

As a result of its operations, the Group is exposed to credit risks primarily arising from receivables from customers. The maximum credit risk is equivalent to the carrying amount of these items.

The Group regularly assesses the need for write-down for bad debts and follows up on receivables, and if required write-down is made in accordance with Group's policy for write-down. The Group is not exposed to any material risks posed by an individual customer. Cash in banks are not deemed to pose any special credit risks.

Liquidity risks

The Group strives to have a sufficient liquidity reserve comprising cash and undrawn credit facilities to be able to take proper action in case of unforeseen fluctuations in liquidity. Capital resources are regularly assessed and managed by the Finance Department. Based on the Group's capital resources and projected future cash flows, Management is of the opinion that sufficient capital resources are available.

The Group mainly finances its activities over the open bank business credits and undrawn drawing rights. Due to the seasonal fluctuations, etc., in its activities, the Group's liquidity requirements vary during the financial year. The seasonal variations are taken into account in the form of the availability of a sufficient number of overdraft facilities, etc.

Loans from group enterprises relate from consolidated bond debt in PWT Holding A/S, arising from the purchase of activities in 2008 fall due in 2019. On a regular basis, the Management assesses the market for new financing options when the bond expires in 2019, these studies has been very positive and with great potential.

Net interest-bearing debt of the Group and the Parent Company is specified as follows:

| DKK'000 | CONSOLIDATED | | PARENT COMPANY | |
|---|----------------|----------------|----------------|----------------|
| | 2015/16 | 2014/15 | 2015/16 | 2014/15 |
| Specification of net interest-bearing debt | | | | |
| Cash at bank and in hand | -10,708 | -12,448 | -8,180 | -8,227 |
| Lease debt | 171 | 346 | 171 | 346 |
| Amounts borrowed from group enterprises | 292,686 | 293,320 | 292,874 | 293,320 |
| Bank loans, current liabilities | 80,507 | 89,586 | 80,318 | 89,586 |
| Net interest-bearing debt | 362,656 | 370,804 | 365,183 | 375,025 |

The Group's financial liabilities fall due for payment as specified below with the amounts reflecting the non-discounted nominal amount falling due for payment in accordance with agreements concluded, including future interest payments calculated on the basis of the present market situation.

Bond debt in the parent company PWT Holding A/S with expiry on 26 May 2019 represent the vast part of the parent compays liabilities. The amounts borrowed from the parent company are expected to last until 2019.

The repayment schedule is based on non-discounted contracting cash flows including estimated interest payments. The interest payments are estimated based on the current market situation.

2015/16, Consolidated

| DKK'000 | 0-1 YEAR | 1-5 YEARS | > 5 YEARS | TOTAL | CARRYING AMOUNT |
|---|---------------------|------------------|---------------------|----------------|----------------------------|
| Deposits | 293 | 0 | 14,450 | 14,743 | 14,743 |
| Trade receivables | 85,013 | 0 | 0 | 85,013 | 85,013 |
| Derivative financial instruments | 1,471 | 0 | 0 | 1,471 | 1,471 |
| Other receivables | 2,228 | 0 | 0 | 2,228 | 2,228 |
| Loans and receivables | 89,005 | 0 | 14,450 | 103,455 | 103,455 |
| Lease debt | 175 | 0 | 0 | 175 | 171 |
| Overdraft facilities | 80,506 | 0 | 0 | 80,506 | 80,506 |
| Amounts borrowed from group enterprises | 292,685 | 0 | 0 | 292,685 | 292,685 |
| Trade payables | 78,353 | 0 | 0 | 78,353 | 78,353 |
| Other payables | 38,113 | 0 | 0 | 38,113 | 38,113 |
| Financial liabilities are measured at amortised cost | 489,832 | 0 | 0 | 489,832 | 489,828 |

2014/15, Consolidated

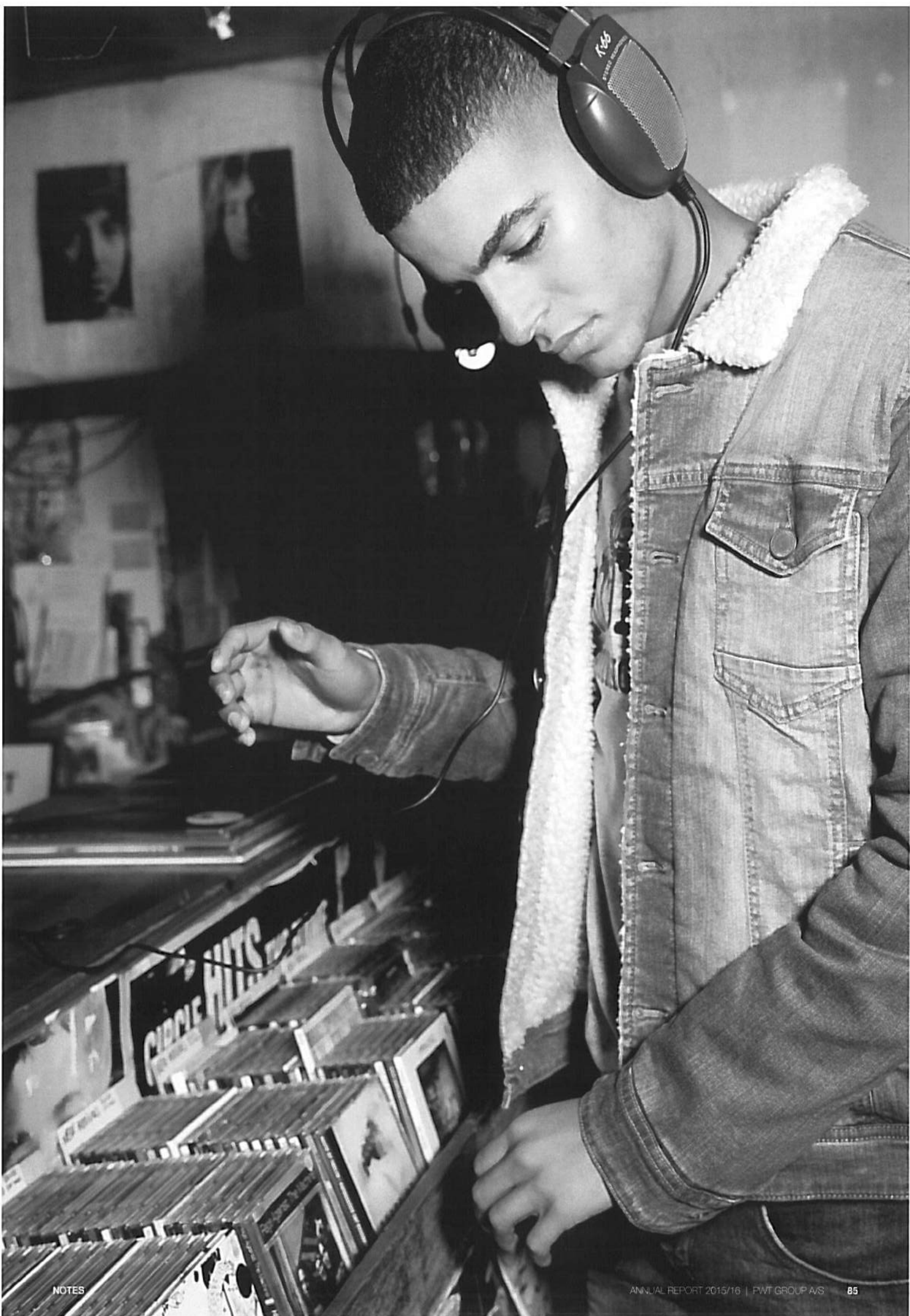
| | | | | | |
|---|----------------|------------|---------------|----------------|----------------|
| Deposits | 948 | 293 | 14,450 | 15,691 | 15,691 |
| Trade receivables | 84,393 | 0 | 0 | 84,393 | 84,393 |
| Other receivables | 2,276 | 0 | 0 | 2,276 | 2,276 |
| Loans and receivables | 87,617 | 293 | 14,450 | 102,360 | 102,360 |
| Lease debt | 372 | 0 | 0 | 372 | 346 |
| Overdraft facilities | 89,586 | 0 | 0 | 89,586 | 89,586 |
| Amounts borrowed from group enterprises | 293,321 | 0 | 0 | 293,321 | 293,321 |
| Trade payables | 85,843 | 0 | 0 | 85,843 | 85,843 |
| Derivative financial instruments | 542 | 0 | 0 | 542 | 542 |
| Other payables | 42,010 | 0 | 0 | 42,010 | 42,010 |
| Financial liabilities are measured at amortised cost | 511,674 | 0 | 0 | 511,674 | 511,648 |

2015/16, Parent Company

| DKK'000 | 0-1 YEAR | 1-5 YEARS | > 5 YEARS | TOTAL | CARRYING AMOUNT |
|---|----------------|-----------|---------------|----------------|--------------------|
| Deposits | 293 | 0 | 14,181 | 14,474 | 14,474 |
| Trade receivables | 69,981 | 0 | 0 | 69,981 | 69,981 |
| Derivative financial instruments | 1,471 | 0 | 0 | 1,471 | 1,471 |
| Other receivables | 2,182 | 0 | 0 | 2,182 | 2,182 |
| Loans and receivables | 73,927 | 0 | 14,181 | 88,108 | 88,108 |
| Lease debt | 175 | 0 | 0 | 175 | 171 |
| Overdraft facilities | 80,318 | 0 | 0 | 80,318 | 80,318 |
| Amounts borrowed from group enterprises | 292,874 | 0 | 0 | 292,874 | 292,874 |
| Trade payables | 71,507 | 0 | 0 | 71,507 | 71,507 |
| Other payables | 33,563 | 0 | 0 | 33,563 | 33,563 |
| Financial liabilities are measured at amortised cost | 478,437 | 0 | 0 | 478,437 | 478,433 |

2014/15, Parent Company

| | | | | | |
|---|----------------|------------|---------------|----------------|----------------|
| Deposits | 952 | 293 | 14,181 | 15,426 | 15,426 |
| Trade receivables | 74,533 | 0 | 0 | 74,533 | 74,533 |
| Other receivables | 2,240 | 0 | 0 | 2,240 | 2,240 |
| Loans and receivables | 77,725 | 293 | 14,181 | 92,199 | 92,199 |
| Lease debt | 372 | 0 | 0 | 372 | 346 |
| Overdraft facilities | 89,586 | 0 | 0 | 89,586 | 89,586 |
| Amounts borrowed from group enterprises | 293,320 | 0 | 0 | 293,320 | 293,320 |
| Trade payables | 78,402 | 0 | 0 | 78,402 | 78,402 |
| Derivative financial instruments | 542 | 0 | 0 | 542 | 542 |
| Other payables | 38,141 | 0 | 0 | 38,141 | 38,141 |
| Financial liabilities are measured at amortised cost | 500,363 | 0 | 0 | 500,363 | 500,337 |





COMPANY DETAILS

| | |
|---------------------------|---|
| COMPANY | <p>PWT Group A/S Gøteborgvej 15-17 9200 Aalborg SV Denmark</p> <p>CVR No.: 31 08 16 10 Established: 30 November 2007 Registered office: Aalborg Financial year: 1 October 2015 - 30 September 2016 (9th financial year)</p> |
| WWW | <p>pwt-group.com pwtbrands.com lindbergh.dk shineoriginal.com bison.dk junkdeluxe.dk wagner.dk tøjeksperten.dk</p> |
| BOARD OF DIRECTORS | <p>Henrik Theilbjørn (Chairman) Jan Bøgh Torben Fog Jan Johan Kühl Allan Bach Pedersen Ole Koch Hansen</p> |
| EXECUTIVE BOARD | <p>Ole Koch Hansen, CEO Claus Back Nielsen, CFO</p> |
| AUDITORS | <p>PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Skelagervej 1A 9000 Aalborg Denmark</p> |

PWT BRANDS

TPJ | eksperthen

WAGNER

LINDBERGH

BISON

JACK'S
SPORTWEAR INTL

SHINE ORIGINAL

JUNK de LUXE

PWT GROUP

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