

Danifin Holding ApS

Bredholm 4, 6100 Haderslev

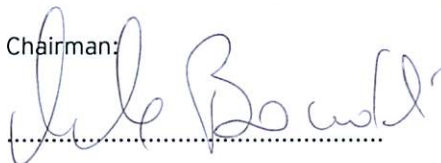
CVR no. 31 47 07 06



Annual report 2016

Approved at the annual general meeting of shareholders on [2017-03-16](#)

Chairman:



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Statement by the Executive Board

Today, the Executive Board has discussed and approved the annual report of Danifin Holding ApS for the financial year 1 January - 31 December 2016.

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

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016.

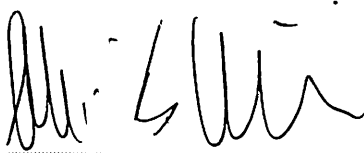
Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Haderslev, 16 March 2017
Executive Board:



Carlo Bondioli



Claudio Bondioli



Arne Iversen

Independent auditor's report

To the shareholders of Danifin Holding ApS

Opinion

We have audited the financial statements of Danifin Holding ApS for the financial year 1 January - 31 December 2016, which comprise an income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

Independent auditor's report

- ▶ Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on our procedures, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Haderslev, 16 March 2017
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Lars Mortensen
State Authorised Public Accountant



Management's review

Company details

Name	Danifin Holding ApS
Address, Postal code, City	Bredholm 4, 6100 Haderslev
CVR no.	31 47 07 06
Established	25 April 2008
Registered office	Haderslev
Financial year	1 January - 31 December
Executive Board	Carlo Bondioli Claudio Bondioli Arne Iversen
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Norgesvej 24 B, 6100 Haderslev, Denmark



Management's review

Management commentary

Business review

The Company's activity comprises investments in associates.

Financial review

The income statement for 2016 shows a profit of DKK 7,746,043 against DKK 9,484,833 last year, and the balance sheet at 31 December 2016 shows equity of DKK 47,881,633.

Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

The entity contemplates a sale of investments in group entity in the new financial year.

Financial statements for the period 1 January - 31 December

Income statement

Note	DKK	2016	2015
	External expenses	-111,391	-48,518
	Income from investments in associates	8,012,554	9,124,251
	Financial income	0	521,793
	Financial expenses	-3,820	-367
	Profit before tax	7,897,343	9,597,159
2	Tax for the year	-151,300	-112,326
	Profit for the year	7,746,043	9,484,833
	Recommended appropriation of profit		
	Proposed dividend recognised under equity	8,000,000	14,500,000
	Net revaluation reserve according to the equity method	12,555	-7,820,041
	Retained earnings/accumulated loss	-266,512	2,804,874
		7,746,043	9,484,833

Financial statements for the period 1 January - 31 December

Balance sheet

Note	DKK	<u>2016</u>	<u>2015</u>
	ASSETS		
	Fixed assets		
3	Investments		
	Investments in group entities, net asset value	47,668,780	46,656,226
		<u>47,668,780</u>	<u>46,656,226</u>
	Total fixed assets	<u>47,668,780</u>	<u>46,656,226</u>
	Non-fixed assets		
	Receivables		
	Deferred tax assets	0	151,300
		<u>0</u>	<u>151,300</u>
	Cash	301,530	7,945,241
	Total non-fixed assets	<u>301,530</u>	<u>8,096,541</u>
	TOTAL ASSETS	<u>47,970,310</u>	<u>54,752,767</u>

Financial statements for the period 1 January - 31 December

Balance sheet

Note	DKK	<u>2016</u>	<u>2015</u>
	EQUITY AND LIABILITIES		
	Equity		
	Share capital	1,200,000	1,200,000
	Net revaluation reserve according to the equity method	14,914,300	14,901,745
	Retained earnings	23,767,333	24,033,845
	Dividend proposed for the year	8,000,000	14,500,000
	Total equity	<u>47,881,633</u>	<u>54,635,590</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Payables to group entities	70,927	70,927
	Other payables	17,750	46,250
		<u>88,677</u>	<u>117,177</u>
	Total liabilities other than provisions	<u>88,677</u>	<u>117,177</u>
	TOTAL EQUITY AND LIABILITIES	<u>47,970,310</u>	<u>54,752,767</u>

1 Accounting policies

Financial statements for the period 1 January - 31 December

Statement of changes in equity

DKK	Share capital	Net revaluation reserve according to the equity method	Retained earnings	Dividend proposed for the year	Total
Equity at 1 January 2016	1,200,000	14,901,745	24,033,845	14,500,000	54,635,590
Profit for the year	0	12,555	-266,512	8,000,000	7,746,043
	0	0	0	-14,500,000	-14,500,000
Equity at 31 December 2016	1,200,000	14,914,300	23,767,333	8,000,000	47,881,633

Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Danifin Holding ApS for 2016 has been prepared in accordance with the provisions in the Danish Financial Statements Act to report reporting class B entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate 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 income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate 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 or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

External expenses

Other external expenses include the year's expenses relating to the entity's core activities, including expenses relating to bad debts, administration, etc.

Income from investments in group entities and associates

The item includes the Company's proportionate share of the profit/loss for the year in subsidiaries and associates after elimination of intra-group income or losses and net of amortisation and impairment of goodwill and other excess values at the time of acquisition.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Investments in subsidiaries

On initial recognition, investments in subsidiaries are measured at cost and subsequently at the proportionate share of the entities' net asset values calculated in accordance with the parent company's accounting policies minus or plus any residual value of positive or negative goodwill calculated in accordance with the purchase method of accounting. Subsidiaries with a negative net asset value are measured at DKK 0 (nil), and any amounts owed by such entities are written down by the parent company's share of the net asset value if the amount owed is deemed irrecoverable. If the negative net asset value exceeds the amounts owed, the remaining amount is recognised under provisions if the parent company has a legal or a constructive obligation to cover the entity's deficit. Net revaluations of investments in subsidiaries are transferred to the net revaluation reserve according to the equity method where the carrying amount exceeds the acquisition cost.

Gains or losses on disposal of subsidiaries and associates are made up as the difference between the sales price and the carrying amount of net assets at the date of disposal including non-amortised goodwill and anticipated costs of disposal. Gains or losses are recognised in the income statement as financial income or financial expenses.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Cash

Cash and cash equivalents comprise cash.

Equity

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries and associates relative to cost. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to 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. Deferred tax assets are recognised at the expected value of their utilisation; 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. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Other payables

Other payables are measured at net realisable value.

Financial statements for the period 1 January - 31 December

Notes to the financial statements

DKK		<u>2016</u>	<u>2015</u>		
2	Tax for the year				
	Deferred tax adjustments in the year	151,300	112,326		
		<u>151,300</u>	<u>112,326</u>		
3	Investments				
			Investments in group entities, net asset value		
	DKK				
	Cost at 1 January 2016		<u>24,754,480</u>		
	Cost at 31 December 2016		<u>24,754,480</u>		
	Value adjustments at 1 January 2016		21,901,746		
	Dividend distributed		-7,000,000		
	Share of the profit/loss for the year		<u>8,012,554</u>		
	Value adjustments at 31 December 2016		<u>22,914,300</u>		
	Carrying amount at 31 December 2016		<u>47,668,780</u>		
	DKK		<u>Profit/loss</u>		
	DKK	<u>Domicile</u>	<u>Interest</u>	<u>Equity</u>	<u>Profit/loss</u>
	Associates				
	Danitech A/S	Haderslev	50.00 %	95,337,558	16,025,109