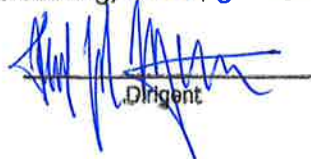


Bukkehave International A/S

Annual Report 2015

Godkendt på Selskabets ordinære
generalforsamling, d. 29 / 3 2016


Dirigent

CVR-nr. 32.88.97.43

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Statements

Statement by the Executive and Supervisory Board

The Executive and Supervisory Boards have today discussed and approved the annual report of Bukkehave International A/S for the financial year 1 January – 31 December 2015.

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

It is our opinion that the consolidated financial statements and parent company financial statements give a true and fair view of the Group's and the Company's financial position at 31 December 2015 and of the results of the Group's and the Company's operations and the consolidated cash flows for the financial year 1 January – 31 December 2015.

Further, in our opinion, the Management's Review gives a fair review of the development in the Group's and the Company's operations and financial matters and the results of the Group's and the Company's operations and financial position.

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

Svendborg, ^{29/3} 2016


Executive Board:


Bo Thomas Dybbro
CFO

Supervisory Board:


Jens Josefsen
Formand/Chairman


Karsten Kielland


Johannes Poulsen

Statements

Independent auditors' report

To the shareholders of Bukkehave International A/S

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

We have audited the consolidated financial statements and the parent company financial statements of Bukkehave International A/S for the financial year 1 January – 31 December 2015, which comprise accounting policies, income statement, balance sheet, statement of changes in equity and notes for the Group as well as for the parent company and consolidated cash flow statement. The consolidated financial statements and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

Management's responsibility for the consolidated financial statements and the 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 the Danish Financial Statements 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.

Auditors' 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 the 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 the 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 the consolidated financial statements and the 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.

Statements

Opinion


In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the Group's and the parent company's financial position at 31 December 2015 and of the results of the Group's and the parent company's operations and consolidated cash flows for the financial year 1 January – 31 December 2015 in accordance with the Danish Financial Statements Act.

Statement on the Management's review

Pursuant to the Danish Financial Statements Act, we have read the Management's review. We have not performed any further procedures in addition to the audit of the consolidated financial statements and the parent company financial statements. On this basis, it is our opinion that the information provided in the Management's review is consistent with the consolidated financial statements and the parent company financial statements.

Odense, ²⁹/₃ 2016
Ernst & Young
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28


Per Gunslev
State Authorised
Public Accountant


Søren Smedegaard Hvid
State Authorised
Public Accountant

Management's Review

Company Presentation

Bukkehave International A/S
Troensevej 29
5700 Svendborg
Denmark

CVR-nr.: 32.88.97.43
Established: 1 January 2010
Domicile: Svendborg

Supervisory Board

Jens Josefsen, formand/Chairman
Johannes Poulsen
Karsten Kielland

Executive Board

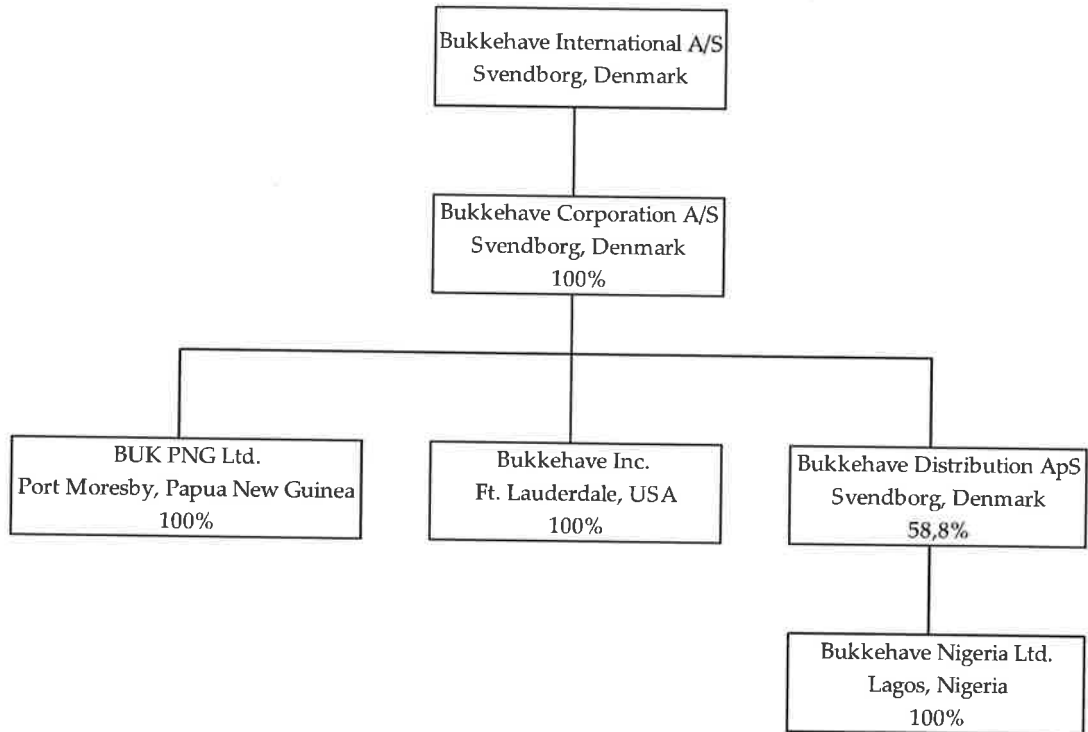
Bo Thomas Dybbro

Auditor

Ernst & Young Godkendt Revisionspartnerselskab
Englandsgade 25
5100 Odense C
Per Gunslev
Søren Smedegaard Hvid

Managements Review

Group chart



Bukkehave International A/S, Svendborg is the ultimate parent company.

Managements Review

Main and Key Figures

Amounts in t.Dkk	2015	2014	2013	2012	2011
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Selected financial data

Net turnover	334,213	216,918	193,144	314,417	277,165
Result of primary operations	15,881	-14,985	-13,192	1,826	-19,635
Result of financial items	-6,529	-5,384	-5,139	-4,691	-5,681
Ordinary result before tax	9,351	-20,369	-18,332	-3,561	-27,643
The Bukkehave group's share of the result for the financial year	2,978	-28,640	-16,332	-1,986	-24,422
Fixed assets	26,685	32,322	46,890	52,407	53,853
Current assets	65,006	77,425	110,533	105,519	77,007
Assets	91,691	109,747	157,423	157,926	130,860
Share capital	10,582	582	581	581	500
Shareholders' equity	14,015	-4,213	12,461	29,318	31,994
Long-term debt	637	10,968	21,282	6,737	1,730
Short-term debt	77,039	102,992	123,681	121,871	97,136

Net turnover including commission business	340,023	258,333	206,347	314,417	277,165
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Cash flow from operations	18,832	4,874	-10,703	-3,101	28,046
Net cash flow for investments	12,870	10,310	-1,459	-2,325	3,201
Cash flow from financing	3,529	-9,154	2,945	4,771	-3,317
Total cash flow	35,230	6,030	-9,216	-656	27,929

Key figures

Contribution Margin	17.7%	12.3%	20.0%	17.5%	13.1%
Net profit ratio	4.9%	-6.8%	-6.8%	0.6%	-3.0%
Return on assets	15.8%	-11.2%	-8.4%	0.8%	-12.0%
Return on equity	60.8%	Neg.	Neg.	Neg.	Neg.
Equity ratio	15.3%	Neg.	7.9%	18.6%	24.4%
Equity ratio subordinated capital	34.1%	5.2%	14.3%	18.6%	24.4%

Average number of employees	42	47	53	47	32
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The key figures are calculated in agreement with the recommendations and directions prepared by the Finance Analyst Association. Please refer to definitions and concepts mentioned in applied accounting principles.

Review

Main activity

The business foundation for Bukkehave International A/S is to hold shares and manage ownership in other enterprises and related activities.

According to the Group overview, the company owns the subsidiary Bukkehave Corporation A/S.

Development in activities and financial conditions

Result of the year

In 2015, result of primary operations is DKK 15.9 million vs. DKK -15.0 million in 2014.

The annual result in Bukkehave International A/S was DKK 3.0 million vs. a loss of DKK 28.6 million in 2014. The Board finds the result acceptable.

The subsidiary Bukkehave Corporation A/S has experienced significant improvements of the activity level and financial results through solid growth in the key account business. The Distribution business in Nigeria and Papua New Guinea where negatively influenced by macroeconomic factors such as oil prices and lack of foreign currency in the markets. At the end of 2015, relevant measures has been implemented to adjust the distribution set-ups to the current market conditions.

The annual result in the subsidiary Bukkehave Corporation A/S amounts to DKK 10.6 million vs. a loss of DKK 21.9 million in 2014.

Investments

Investments in 2015 in tangible fixed assets of DKK 1.5 million primarily relates company cars.

Cash resources and capital position

The groups total balance sheet decreased from DKK 109.7 million to DKK 91.7 million. During 2015 the total balance sheet in the subsidiary Bukkehave Corporation A/S has decreased from DKK 135.3 million, as of December 31 2014, to DKK 113.6 million as of December 31 2015. The decrease is primarily due to reduction of inventories, which decreased by DKK 25.4 million due to a focused effort to reduce working capital. Debt to financial institutions has decreased by DKK 23.4 million due to positive cash contribution from operations and capital injections.

As of 31 December 2015 the group has shareholder's equity of DKK 14.0 million representing 15.3 % of the balance sheet total. Including subordinated loan capital of DKK 17.2 million the

Management's Review

total subordinated capital amounts to DKK 31.2 million which represents a Equity Ratio including subordinated capital of 34.1%.

For additional comments regarding cash resources and capital position, please refer to Note 1.

Events after the termination of the financial year

Since the end of the financial year, no events have occurred, which in our opinion will change the evaluation of the Annual Report and the company's financial position.

Expectations to the future

The management of the Group is confident that the positive development in activity and results will continue in 2016. The key account business in the subsidiary Bukkehave Corporation is expected to generate business at a slightly higher level than in 2015. Combined with cost reductions of app. 14% vs. 2015 this gives comfort for another year of positive results in 2016.

The group is budgeting with an increased turnover in 2016 and expects, besides a positive result, a positive cash flow that will assure the company to stay within the present and granted bank facilities. However, temporary additional bank facilities may be needed in order to finance very large sales orders.

Special risks

General risks

The group is subject to the political risks that are involved when operating in parts of the world, which are prone to unrest.

Financial risks

Currency risks

It is the policy of the company not to expose itself in any risk in connection with currency dispositions. Open foreign currency holdings are therefore hedged.

Credit risks

It is the policy of the Group, to the largest possible extent, to avoid any risks on trade accounts receivables. The Group's most important customers are large private companies with projects in developing countries. In situations, where special conditions involve risks, these risks are insured through Eksport Kredit Fonden or similar credit insurance companies.

Management's Review

Knowledge resources

It is important for the group to be able to attract and retain staff with large insight and experience within international trade. Investment in education and training of staff is made on a continuing basis.

Financial statements 1 January - 31 December

Accounting practices applied

The annual report of Bukkehave International A/S for 2015 has been prepared in accordance with the provisions applying to a class C enterprise (medium) under the Danish Financial Statements Act.

The accounting practices applied are unchanged from last year and described below.

Recognition and measurement

Assets are recognized in the balance sheet when it is probable that future economic benefits will flow to the Group and the value of the asset can be reliably measured.

Liabilities are recognized in the balance sheet when an outflow of economic benefits is probable and when the liability can be reliably measured.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described below for each individual item.

In recognizing and measuring assets and liabilities, any gains, losses and risks occurring prior to the presentation of the annual report that evidence conditions existing at the balance sheet date are taken into account.

Income is recognized in the income statement as earned. Equally, costs incurred to generate the year's earnings are recognized, including depreciation, amortization, impairment and provisions as well as reversals as a result of changes in accounting estimates, previously recognized in the income statement.

Consolidated financial statements

The consolidated financial statements comprise the parent company Bukkehave International A/S and subsidiaries in which Bukkehave International A/S directly or indirectly holds more than 50% of the voting rights or which it, in some other way, controls.

On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends are eliminated.

Investments in subsidiaries are set off against the share of the subsidiaries' fair value of net assets and liabilities at the acquisition date.

Business combinations

Enterprises acquired or formed during the year are recognised in the consolidated financial statements from the date of acquisition or formation. Enterprises disposed of are recognized in the consolidated income statement until the date of disposal. The comparative figures are not adjusted for acquisitions or disposal.

Financial statements 1 January - 31 December

Accounting practices applied

Acquisitions of enterprises are accounted for using the acquisition method, according to which the identifiable assets and liabilities acquired are measured at their fair values at the date of acquisition. Provision is made for costs related to adopted and announced plans to restructure the acquired enterprise in connection with the acquisition. The tax effect of the re-statement of assets and liabilities is taken into account.

In connection with successive investments in companies assets and liabilities are measured at fair value at the time of the latest investment. Any excess value related to earlier investments is booked directly in equity.

Any excess of the cost over the fair value of the identifiable assets and liabilities acquired (goodwill), including restructuring provisions, is recognized as intangible assets and amortized on a systematic basis in the income statement based on an individual assessment of the useful life of the asset, not exceeding 20 years. The useful life is longest for strategic acquisitions with a strong market position and long-term earnings profile, which has been the case with company acquisitions.

Gains or losses on disposal of enterprises are stated as the difference between the sales amount and the carrying amount of net assets at the date of disposal plus non-amortised goodwill and anticipated disposal costs.

Minority interests

In the consolidated financial statements, the items of subsidiaries are recognized in full. The minority interests' proportionate shares of the subsidiaries' results and equity are adjusted annually and recognized separately in the income statement and balance sheet.

Minority interests with a negative booked value are measured at DKK 0 (nil). If the minority shareholder has a legal or constructive obligation to cover a deficit the amount is recognised under receivables.

Income Statement

Turnover

Net turnover from the sale and financial lease of products and services is recognized in the income statement provided that delivery and transfer of risk to the buyer has taken place before year end and that the income can be reliably measured and expected to be received. Net turnover is measured ex VAT, taxes and discounts in relation to the sale.

Direct costs

Direct costs comprise the costs related to the turnover, e.g. depreciations, fees and regulations of the exchange rate.

Financial statements 1 January - 31 December

Accounting practices applied

Sales and distribution costs

Sales and distribution costs comprise the costs incurred in distributing goods sold during the year, including expenses for the sales and logistic staff, advertising and marketing expenses, etc. as well as depreciations.

Administration costs

Administration costs comprise the costs incurred during the year for management and administration, including expenses for the administrative staff, office equipment, rent of buildings etc. as well as depreciations.

Other operating income and operating costs

Other operating income and operating cost comprise items secondary to the principal activities of the enterprises, including gains and losses on disposal and replacement of fixed assets.

Profit/Losses from Investments in Subsidiaries

The proportionate share of the results after tax of the individual subsidiaries is recognized in the income statement of the parent company after full elimination of intra-group profit/losses.

Depreciation/Amortization

Goodwill is amortized on a straight-line basis over the amortization period, which is 10-20 years.

Depreciations on tangible fixed assets and other intangible assets with a limited period of usage are provided on a straight-line basis over the expected economic and technical useful lives of the assets.

The expected useful lives are as follows:

Other intangible assets	5 years
Leasehold improvements	5 - 10 years
Company cars	4 - 7 years
Technical equipment and fixtures	2 - 5 years
Rental vehicles	1 - 3 years

Depreciations/Amortizations are recognized in the income statement as direct cost, sales and distribution costs and administration costs

Financial statements 1 January - 31 December

Accounting practices applied

Financial income and expenses

Financial income and expenses comprise interest income and expense, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the account tax scheme etc.

Corporation Taxes

The annual tax, which comprises the current tax and deferred tax noncurrent, is included in the profit and loss statement with the part that can be attributed to the annual result, and directly in the shareholder's equity with the part, that can be attributed to movements direct in the shareholder's equity. The part of the tax included in the profit and loss statement, that relates to the annual, extraordinary result, is attributed to it accordingly, whereas the remaining part is attributed to the annual result from ordinary operation.

Balance sheet

Intangible and Tangible Fixed Assets

Intangible and tangible fixed assets are measured at cost less accumulated depreciations and amortizations. The basis of depreciation is cost price less a possible residual value at the end of useful life.

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

Depreciations/amortizations are provided on a straight-line basis over the expected economic and technical useful lives of the assets. Please refer to above section for accounting practices for depreciations/amortizations.

The carrying value of intangible as well as tangible fixed assets is evaluated annually for indications of impairment loss aside from what is expressed through the depreciation/amortization. When there are indications that assets may be impaired, impairment test of each asset or groups of assets is carried out. Impairment loss to the recoverable amount is made, if this is lower than the carrying value. The recoverable amount is the higher value of net selling price and value in use. Value in use is calculated as the fair value of the expected net income from the use of the asset or the asset group.

Investments in Subsidiaries

Investments in subsidiaries are measured under the equity method.

Financial statements 1 January - 31 December

Accounting practices applied

Investments in subsidiaries are measured at the proportionate share of the companies' net asset value calculated in agreement with the consolidated accounting principles with deduction or addition of unrealized group internal revenues and losses with deduction or addition of remaining value of positive or negative goodwill calculated in agreement with the method of acquisition.

Investments in subsidiaries with a negative net asset value are measured at DKK 0 (nil), and any amounts owed by such enterprises are written down if the amount owed is irrevocable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the amount owed, the remaining amount is recognized under provisions.

Net revaluation of investments in subsidiaries is recognized in the reserve for net revaluation in equity under the equity method to the extent that the carrying amount exceeds cost. Dividends from subsidiaries which are expected to be adopted before the approval of the annual report of Bukkehave International A/S are not recognised in the reserve for net revaluation.

Capital increase due to issue of shares to new shareholders is treated the same way as sale of an Investments in Subsidiaries.

On acquisition of subsidiaries, the acquisition method is applied; see Consolidated financial statements above.

Inventories

Inventories contains goods for resale. Inventories are measured at average cost, which include the basic purchase price of the goods with the addition of cost directly connected with the purchase. Where the net realization value is lower than average cost price it is written down to this lower value.

Prepayments

Prepayments comprise costs incurred concerning subsequent financial years.

Corporation tax and deferred tax

Current tax payable and receivable are recognized in 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.

Deferred tax assets, including the tax base of tax loss carry forwards, are recognized at the expected value of their utilization; 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.

Financial statements 1 January - 31 December

Accounting practices applied

Adjustment is made to deferred tax resulting from elimination of unrealized intra-group profits and losses.

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 realize as current tax. The change in deferred tax as a result of changes in tax rates is recognized in the income statement.

Other Debt

Other debt primarily consists of short term loan.

Receivables and Debts

Receivables and liabilities are measured after an individual assessment of the values at which they are expected to be debited and credited, respectively.

Cash flow statement

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

The cash flow effect of acquisitions and disposals of enterprises is shown separately in cash flows from investing activities. Cash flow from acquisitions of enterprises are recognised in the cash flow statement from the date of acquisition. Cash flows from disposals of enterprises are recognised up until the date of disposal.

Cash flows from operating activities

Cash flows from operating activities are calculated as the Group's share of profit/loss adjusted for non-cash operating items, changes in working capital and corporation tax paid.

Cash flow from investing activities

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

Cash flows from financing activities

Cash flows from financing activities comprise changes in the size or composition of the Group's share capital and related costs as well as the raising of loans, repayment of interest bearing debt and payment of dividends to shareholders.

Net Cash funds

Net cash funds comprise cash and short term debt to financial institutions.

Financial statements 1 January - 31 December

Accounting practices applied

Foreign Currency Translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as direct cost.

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 at the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as direct cost.

Foreign subsidiaries and associates are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of the opening equity of foreign subsidiaries at the exchange rates at the balance sheet date and on translation of the income statements from average exchange rates to the exchange rates at the balance sheet date are recognised directly in equity.

Foreign exchange adjustments of intra-group balances with independent foreign subsidiaries which are considered part of the investment in the subsidiary are recognised directly in equity. Foreign exchange gains and losses on loans and derivative financial instruments designated as hedges of foreign subsidiaries are also recognised directly in equity.

On recognition of foreign subsidiaries which are integral entities, monetary items are translated at the exchange rates at the balance sheet date. Non-monetary items are translated at the exchange rates at the acquisition date or at the date of any subsequent revaluation or impairment of the asset. Income statement items are translated at the exchange rates at the transaction date, although items derived from non-monetary items are translated at the historical exchange rates applying to the non-monetary items.

Derivative Financial Instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in other receivables and payables, respectively.

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of the fair value of a recognised asset or liability are recognised in the income statement together with changes in the fair value of the hedged asset or liability.

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of future assets or liabilities are recognised in other receivables or other payables and in equity. If the hedged forecast transaction results in the recognition of assets or liabilities, amounts previously recognised in equity are transferred to the cost of the asset or liability, respectively. If the hedged forecast transaction results in income or expens-

Financial statements 1 January - 31 December

Accounting practices applied

es, amounts previously deferred in equity are transferred to the income statement in the period in which the hedged item affects profit or loss.

For derivative financial instruments that do not qualify for hedge accounting, changes in fair value are recognised in the income statement on a regular basis.

Changes in the fair value of derivative financial instruments used to hedge net investments in independent foreign subsidiaries or associates are recognised directly in equity.

Key figures

The ratios stated in the financial highlights have been calculated as follows:

Contribution Ratio	$\frac{\text{Gross profit} \times 100}{\text{Net turnover}}$
Net Profit ratio	$\frac{\text{Result of primary operations} \times 100}{\text{Net turnover}}$
Return on assets	$\frac{\text{Result of primary operations}}{\text{Average assets}}$
Return on equity	$\frac{\text{Bukkehave group's share of result for the year} \times 100}{\text{Average equity}}$
Equity ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total liabilities year-end}}$

Income statement

For the period January 1st. - December 31st.

Notes	Group		Parent company	
	2015	2014	2015	2014
Net turnover	334,213,457	216,918,129	0	0
Direct costs	275,103,482	190,173,187	0	0
Gross profit	59,109,975	26,744,941	0	0
Sales- and distribution costs	19,070,833	19,938,003	0	0
Administration costs	24,391,926	21,833,251	598,307	1,650,667
4 Other operating income	233,320	60,890	0	100,828
4 Other operating costs	0	19,262	0	0
Result of primary operations	15,880,535	-14,984,684	-598,307	-1,549,839
2 Result after tax in subsidiaries	0	0	8,546,200	-24,021,304
5 Financial income	66,979	74,784	70,293	58,332
5 Financial costs	6,596,290	5,458,999	5,040,121	3,127,193
Result before tax	9,351,224	-20,368,898	2,978,065	-28,640,004
6 Tax on the result of the year	-7,471,365	-10,047,256	0	0
Result for the financial year	1,879,859	-30,416,155	2,978,065	-28,640,004
Minority interest's share of the result in subsidiaries	-1,098,206	-1,776,151	0	0
The Bukkehave group's share of the result for the financial year	2,978,065	-28,640,004	2,978,065	-28,640,004
Which is suggested to be distributed as follows:				
Retained earnings			2,978,065	-28,640,004
Reserve for net revaluation under the equity method			0	0
			2,978,065	-28,640,004

Balance sheet

As per December 31st.

Notes

ASSETS		Group		Parent company	
		2015	2014	2015	2014
Fixed assets					
3	Intangible fixed assets:				
	Goodwill	12,190,767	14,765,922	0	0
	Other intangible assets	100,197	462,927	0	0
		<u>12,290,964</u>	<u>15,228,849</u>	<u>0</u>	<u>0</u>
3	Tangible fixed assets:				
	Leasehold improvements	1,504,165	2,038,898	0	0
	Technical equipment and fixtures	604,991	698,507	0	0
	Company cars	858,695	427,912	0	0
	Rental vehicles	474,362	2,645,265	0	0
		<u>3,442,213</u>	<u>5,810,582</u>	<u>0</u>	<u>0</u>
	Financial fixed assets:				
2	Investments in subsidiaries	0	0	61,832,827	43,036,584
6	Deferred tax asset	9,893,739	9,403,219	0	0
11	Other receivables	1,058,368	1,878,861	0	0
		<u>10,952,107</u>	<u>11,282,080</u>	<u>61,832,827</u>	<u>43,036,584</u>
	Total fixed assets	<u>26,685,284</u>	<u>32,321,510</u>	<u>61,832,827</u>	<u>43,036,584</u>
Current assets					
	Inventory	4,739,858	30,082,917	0	0
	Receivables:				
	Prepayments to suppliers	16,983,873	12,244,579	0	0
	Receivables from affiliated companies	0	0	136,969	128,814
13	Minority interest	0	1,695,520	0	0
	Trade accounts receivable	24,002,138	26,015,880	0	0
	Other receivables	2,852,782	2,913,700	1,279,148	1,221,635
	Prepaid income tax	440,230	269,802	0	0
	Accruals	1,008,198	1,103,329	0	0
		<u>45,287,221</u>	<u>44,242,810</u>	<u>1,416,117</u>	<u>1,350,449</u>
	Cash funds	14,978,645	3,099,675	305	166
	Total current assets	<u>65,005,724</u>	<u>77,425,402</u>	<u>1,416,422</u>	<u>1,350,615</u>
	TOTAL ASSETS	<u>91,691,007</u>	<u>109,746,913</u>	<u>63,249,249</u>	<u>44,387,199</u>

Balance sheet

As per December 31st.

Note
Notes

LIABILITIES

	Group		Parent company	
	2015	2014	2015	2014
Shareholder's equity				
Share capital	10,582,396	582,396	10,582,396	582,396
Reserve for net revaluation under the equity method	0	0	0	0
Retained earnings	3,432,514	-4,795,594	3,432,514	-4,795,594
Proposed dividend	0	0	0	0
Total shareholder's equity	14,014,910	-4,213,198	14,014,910	-4,213,198
13 Minority interests	0	0	0	0
Debt				
Long-term debt:				
Debt to affiliated companies	0	0	6,645,877	33,963,047
Supplier credits and leasing commitments	637,498	967,821	0	0
Other debt	0	10,000,000	0	10,000,000
12 Total Long-term debt	637,498	10,967,821	6,645,877	43,963,047
Short-term debt:				
Prepayment from customers	3,897,287	3,418,122	0	0
Debt to financial institutions	40,586,942	63,938,393	0	0
Debt to suppliers	4,816,095	19,380,209	0	0
Debt to affiliated companies	0	0	25,000,000	3,300,000
6 Corporation tax payable	5,241,711	1,022,904	0	0
Leasing commitment	38,443	0	0	0
12 Debt to majority shareholder	18,750	1,159,752	18,750	1,159,752
Other debt	22,340,571	13,652,654	17,569,712	177,598
Accruals	98,800	420,255	0	0
Total short-term debt	77,038,599	102,992,290	42,588,462	4,637,350
Total debt	77,676,097	113,960,111	49,234,339	48,600,397
TOTAL LIABILITIES	91,691,007	109,746,913	63,249,249	44,387,199

- 7 Pledges, securities and contingent liabilities
8 Employees
9 Foreign exchange risk, derivative financial instruments
10 Related party disclosures

Cash flow statement

For the period January 1st. - December 31st.

	Group 2015	Group 2014
Cash flows from operating activities		
Result before tax	9,351,224	-20,368,898
Negative equity transferred to minority shareholder	-233,320	0
Depreciations for the year	6,256,781	6,403,601
Profit due to sale of fixed assets	0	19,262
Corporation tax paid a.o.	-3,668,294	-166,572
Cash generated from operations before changes in working capital	11,706,391	-14,112,609
Change in inventory	25,343,060	-14,450,330
Change in prepayments to suppliers	-4,739,294	-47,687
Change in receivables, accruals	1,999,362	32,035,831
Change in received prepayments	479,165	1,901,482
Change in debt to suppliers	-14,564,114	-4,925,687
Change in other debt, accruals a.o.	-6,599,793	2,657,133
Exchange rate adjustment etc.	5,207,003	1,816,252
Cash flows from operating activities	18,831,779	4,874,385
Investing activities		
Net value of purchase and sale of tangible fixed assets	-950,526	-71,479
Other receivables	820,493	381,524
Cash flows from investing activities	-130,033	310,045
Financing activity		
Capital increase during the year	13,000,000	10,000,000
Change in debt to majority shareholder	-1,141,002	1,159,752
Long-term debt etc.	4,669,677	-10,313,793
Cash flows from financing activities	16,528,675	845,959
Change in net cash funds for the year	35,230,421	6,030,389
Net cash funds opening	-60,838,718	-66,869,107
Change in net cash funds	35,230,421	6,030,389
Net cash funds year end	-25,608,297	-60,838,718

The item "net cash funds" represents cash funds plus short-term debt to financial institutions.
 The cash flow statement cannot be directly inferred from other components to the Group accounts.

Statement of shareholder's equity

as per December 31st.

	Group		
	Share capital	Retained earnings	Total
Equity as of 01.01.2014	581,396	11,879,339	12,460,735
Capital increase during 2014	1,000	9,999,000	10,000,000
Currency translation adjustments	0	1,966,071	1,966,071
Profit distribution on Result of the financial year	0	-28,640,004	-28,640,004
Equity as per 31.12.2014	582,396	-4,795,594	-4,213,198
Capital increase during 2015	10,000,000	0	10,000,000
Currency translation adjustments	0	5,250,043	5,250,043
Profit distribution on Result of the financial year	0	2,978,065	2,978,065
Equity as per 31.12.2015	10,582,396	3,432,514	14,014,910

Statement of shareholder's equity

pr. 31. december/as per December 31st.

Parent company

	Share capital	Reserve for net revaluation under the equity method	Proposed dividend	Retained earnings	Total
Equity as per 01.01.2014	581,396	0	0	11,879,339	12,460,735
Capital increase during 2014	1,000	0	0	9,999,000	10,000,000
Currency translation adjustments	0	0	0	1,966,071	1,966,071
Profit distribution on Result of the financial year	0	0	0	-28,640,004	-28,640,004
Equity as per 31.12.2014	582,396	0	0	-4,795,594	-4,213,198
Capital increase during 2015	10,000,000	0	0	0	10,000,000
Currency translation adjustments	0	0	0	5,250,043	5,250,043
Profit distribution on Result of the financial year	0	0	0	2,978,065	2,978,065
Equity as per 31.12.2015	10,582,396	0	0	3,432,514	14,014,910
Sharecapital 2015 - 2011	2015	2014	2013	2012	2011
Balance 1. januar	582,396	581,396	500,000	500,000	500,000
Capital increase	10,000,000	1,000	81,396	0	0
Balance 31. december	10,582,396	582,396	581,396	500,000	500,000

Specification of sharecapital

500.000 A-shares of DKK 1	500,000
10.001.000 A-shares of DKK 1	10,001,000
81.396 B-shares of DKK 1	81,396
	<u>10,582,396</u>

Each A-share carries 1 vote, B-shares are non-voting shares but carries the right of representation

Notes to the accounts of 2015

Notes

1 Significant matters in relation to the Financial statement

Recorded Tax asset

The Groups' tax asset is primarily related to differences between the carrying amount and the tax value of tangible fixed assets

The Group has a substantiated expectation about significant future growth in turnover and profit in these jointly taxed entities.

The prepared budgets and forecasts expresses managements best judgment of the development, taking the general insecure situation regarding the global financial situation into consideration.

The basic assumptions for the estimated future turnover and profit in the subsidiary Bukkehave Corporations A/S (the Danish parent entity) and entities included in the Danish joint taxation are:

-The budgeted turnover for the above mentioned entities is DKK 99 million. The turnover is based on expectations about increased sale to key account customers in the danish subsidiary, and turnover to specific markets which are dedicated to sale of Truck brands.

-Due to a significant increase in the business with Government related customers in the US subsidiary Bukkehave Inc., a larger part of the total key account sales will be handled via the Danish subsidiary Bukkehave Corporation in the future. This will to some extent be the case for 2016, where a total key account turnover of DKK 99 million is budgeted. And during the next few years, a stable growth of 5-10 % is expected.

-Earnings generated from specific contracts with US Government contractors will be allocated between the US subsidiary Bukkehave Inc. and the subsidiary Bukkehave Corporation based on the profit split method, due to the significant involvement from Bukkehave Corporation regarding facilitation and negotiation of financing and supply chain.

-Strict continuous cost control will limit the growth in capacity cost to an absolute minimum and secure optimal utilization of the current organisation.

-Based on budget figures for 2016, a total joint taxation income of DKK 9.1 million is expected. A stable growth in the result is expected for the coming years based on the above assumptions. Hence in 2017, a total joint taxation income of DKK 12.0 million before set-off of tax deficits carried forward is expected.

Hence the subsidiary Bukkehave Corporation expects to utilize the tax asset of DKK 8.3 million within 5 years.

The remaining tax asset, according to the group balance, of app. DKK 1.6 million relates to the subsidiaries Bukkehave Nigeria and Bukkehave Inc. Based on the projected development in these entities, it is expected that the tax asset of DKK 1.6 million will be utilized within 5 years.

Liquidity and capital resources

During 2015 the cash situation of the Group has improved by more than DKK 35 million through a strong operational result, fokus on reduction of working capital and a capital injection.

Based on the budget for 2016, management expect further improvements of the cash situation and are confident that the Group will have sufficient credit facilities available.

The Group has an constructive ongoing dialogue with it's bank about operational and cash flow status and ensurement of the necessary funding for future growth, which primarely is expected to consider financing of larger projects. Management expects to continue the engagement on the current conditions, with a possibility to obtain specific extraordinary facilities if needed for very large projects.

Notes to the accounts of 2015

Notes

1 Significant matters in relation to the Financial statement continued

Other debt includes subordinated loans of DKK 17.2 million. It is the intention of management to negotiate a prolongation of the loans, alternatively to obtain other similar financing.

Goodwill

The valuation of the investment in the subsidiary Bukkehave Corporation A/S includes goodwill of DKK 8.4 million. The total booked value incl. Goodwill amounts to DKK 61.8 million according to the financial assets, investment in subsidiaries in the balance sheet.

Development in turnover and cost is expected according to description in note regarding tax asset. The total result before tax in the subsidiary Bukkehave Corporation is budgeted at app. DKK 24.3 million. For 2017 an estimated result at the same level is expected.

Based on the described assumptions, impairment of the investment in Bukkehave Corporation A/S is not considered necessary.

Due to the general uncertain situation in the global economy, the valuation is connected with uncertainty regarding realization of turnover budgets and forecasts for the coming years. However, the prepared valuation represents managements best judgment of the development.

Notes to the accounts of 2015

Notes

2 Investment in Subsidiaries

as per December 31st.

	<u>2015</u>	<u>2014</u>
Cost price as of January 1,	138,900,343	138,900,343
Increase	5,000,000	0
Cost price as per December 31	143,900,343	138,900,343
Adjustments January 1	-95,863,759	-68,808,526
Currency adjustment subsidiaries abroad	5,250,042	1,966,070
Dividend recieved	0	-5,000,000
Annual result before tax	17,021,976	-13,647,581
Current tax for the year	-7,471,365	-10,047,256
Minority interest's share of the result in subsidiaries	1,098,206	1,776,151
Amortization of goodwill	-2,102,617	-2,102,617
Revaluations December 31	-82,067,516	-95,863,759
Accounting value as per December 31	<u>61,832,827</u>	<u>43,036,584</u>

Investments in subsidiaries are specified as follows:

	Domicile	Share of ownership	Share capital	Equity capital December 31	Annual result
Bukkehave Corporation A/S	Svendborg Denmark	100%	27,600,000 DKK	53,422,360	10,648,817
Accounting value as per December 31, 2015				53,422,360	10,648,817
Goodwill January 1, 2015				10,513,084	
Amortization for the year				-2,102,617	-2,102,617
Investments in subsidiaries as per December 31, 2015				<u>61,832,827</u>	<u>8,546,200</u>

Notes to the accounts of 2015

Notes

3 INTANGIBLE FIXED ASSETS

	Group	
	<i>Goodwill</i>	<i>Other</i>
Cost price as per January 1	27,641,689	1,395,226
Disposals, cost price	0	-53,790
Exchange rate adjustment	0	40,150
Increase	<u>0</u>	<u>6,919</u>
Cost price as per December 31	<u>27,641,689</u>	<u>1,388,506</u>
Amortization as per January 1	12,875,767	932,299
Amortization on the year's disposals	0	-53,790
Exchange rate adjustment	0	26,829
Amortization for the year	<u>2,575,155</u>	<u>382,970</u>
Amortizations as per December 31	<u>15,450,922</u>	<u>1,288,308</u>
Booked value as per December 31	<u>12,190,767</u>	<u>100,197</u>

The annual amortizations on the Profit and Loss Account are distributed as follows:

Sales- and distribution costs	382,970
Administration cost	<u>2,575,155</u>
	<u>2,958,125</u>

Notes to the accounts of 2015

Notes

3 TANGIBLE FIXED ASSETS continued

	Group			
	<i>Leasehold improvements</i>	<i>Technical equipment and fixtures</i>	<i>Company cars</i>	<i>Rental vehicles</i>
Cost price as per 01.01.2015	5,271,149	6,444,357	1,697,162	6,512,492
Exchange rate adjustment	71,416	129,699	81,806	0
Increase	0	115,228	1,330,781	0
Disposal, cost price	<u>-630,184</u>	<u>-1,331,335</u>	<u>-1,297,248</u>	<u>0</u>
Cost price as per 31.12.2015	<u>4,712,382</u>	<u>5,357,949</u>	<u>1,812,501</u>	<u>6,512,492</u>
Depreciations as per 01.01.2015	3,232,250	5,745,850	1,269,249	3,867,227
Exchange rate adjustment	71,416	87,305	64,677	0
Depreciations on the year's disposals	-630,184	-1,269,325	-784,011	0
Depreciations of the year	<u>534,733</u>	<u>189,129</u>	<u>403,891</u>	<u>2,170,903</u>
Depreciations as per 31.12.2015	<u>3,208,216</u>	<u>4,752,959</u>	<u>953,806</u>	<u>6,038,130</u>
Book value as per 31.12.2015	<u>1,504,165</u>	<u>604,991</u>	<u>858,695</u>	<u>474,362</u>
Includes finance leases with a carrying amount totalling			<u>760,883</u>	

The annual depreciations on the Profit and Loss Account are distributed as follows:

Direct cost	2,170,903
Sales- and distribution costs	166,631
Administration cost	<u>961,122</u>
	<u>3,298,656</u>

Notes to the accounts of 2015

Notes	Group 2015	Group 2014	Parent company 2015	Parent company 2014
4 OTHER OPERATING INCOME AND COSTS				
Other operating income				
Negative equity transferred to minority shareholder	233,320	0	0	0
Intercompany fees	0	60,890	0	100,828
	233,320	60,890	0	100,828
Other operating costs				
Loss on sale of tangible fixed assets	0	-19,262	0	0
	0	-19,262	0	0
5 FINANCIAL INCOME AND COSTS				
Financial income				
Interest from affiliated	0	0	8,155	3,246
Other financial income	66,979	74,784	62,138	55,086
	66,979	74,784	70,293	58,332
Financial costs				
Interest to affiliated	0	0	1,673,339	1,726,053
Other interest	6,216,216	4,791,935	3,366,782	1,401,140
Other financial costs	380,074	667,064	0	0
	6,596,290	5,458,999	5,040,121	3,127,193
6 COMPANY TAX				
Current tax for the year	7,887,101	2,172,531	0	0
Adjustment of deferred tax	-415,736	7,874,725	0	0
	7,471,365	10,047,256	0	0
Company tax paid during the year	-3,668,294	-166,572	0	0

In the capitalized deferred tax asset, which has been entered with DKK 9.9 million an evaluation of the possibility to use the tax deficit has been made. This evaluation includes only positive taxable income for the coming 5 budget years 2016-2020.

Notes to the accounts of 2015

Notes

7 PLEDGES, SECURITIES AND CONTINGENT LIABILITIES

Group:

As a security for the groups banking agreements, borrowings pursuant to these agreements are collateralized by all the assets of the company, except of shares in subsidiaries, however not exceeding DKK 50.0 million. As of 31 December 2015 total drawings these agreements amounted to DKK 30.0 million.

A mortgage on moveable property in company cars at a total value of DKK 8.7 million are deposited in the bank. As of 31 December 2015 book value is DKK 0.0 million.

Further, as a security for the group's banking agreements, shares in subsidiary company, have been pledged. As of 31 December 2015 book value is DKK 61.8 million.

Security was also provided in bank deposits totalling DKK 0.005 million at 31 December 2015.

Invoice discounting arrangements with its bank connections have been made. At 31 December 2015 the book value is DKK 19.6 million.

The Group has provided bank guarantees to customers and suppliers at a total value of DKK 0.2 million.

As a security for the groups agreements with financial institutions, borrowings pursuant to these agreements are collateralized by all the assets of Bukkehave Inc, however not exceeding DKK 11.0 million. As of 31 December 2015 the total outstanding balance under these agreements was DKK 10.5 million.

On the balance sheet date the future non-cancelable operating lease payments amount to DKK 2.0 million for the Group as a whole. Due for payment within 1 year is DKK 0.8 million and within 5 years DKK 0.0 million.

Parent company:

The parent company has deposited shares (nom. DKK 27.6 million) in Bukkehave Corporation A/S as security for credit facilities in financial institution.

As of December 31, 2015 the total debt on the said facilities are DKK 30.0 million.

Booked value of shares in the subsidiary Bukkehave Corporation A/S amounts to DKK 61.8 million.

The parent company is joint taxed with the danish subsidiaries Bukkehave Corporation A/S and Bukkehave Distribution ApS. The companies included in the joint taxation have joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends, interests and royalties. At 31 December 2015, the net taxes payable to the Danish Central Tax Administration by the companies included in the joint taxation amounted to DKK 0.0. Any subsequent corrections of the taxable income subject to joint taxation or withholding taxes on dividends, etc., may entail that the companies' liability will increase. The Group as a whole is not liable to others.

Notes to the accounts of 2015

Notes

8 EMPLOYEES	Group 2015	Group 2014	Parent company 2015	Parent company 2014
Wages, salaries and director's fees	20,119,583	20,114,086	324,790	866,129
Pension contributions	983,290	1,127,328	0	67,324
Other social costs	2,267,961	2,049,076	0	9,648
	<u>23,370,834</u>	<u>23,290,491</u>	<u>324,790</u>	<u>943,101</u>
From the above, following constitutes:				
Salaries and pensions, management	1,208,523	1,414,682	181,853	161,387
Director's fees	390,000	390,000	142,937	19,997
	<u>1,598,523</u>	<u>1,804,682</u>	<u>324,790</u>	<u>181,384</u>
The average number of employees in the financial year	<u>42</u>	<u>47</u>	<u>0</u>	<u>2</u>

9 FOREIGN EXCHANGE RISK AND USE OF DERIVATIVE FINANCIAL INSTRUMENTS

The Group selectively hedges its foreign currency exposure through the use of currency derivative financial instruments. Hedging of realized and entered entries primarily consist of receivables and short term debt.

To reduce the effect of fluctuating currency exchange rates on firm commitments related to sale and purchase of goods, currency forward exchange contracts are utilized by the Group

	Value according to contract		Deferred recognition in P&L of gains/losses (-) expected to be realized after the balance sheet date	
	<u>31.12.2015</u>	<u>31.12.2014</u>	<u>31.12.2015</u>	<u>31.12.2014</u>
Currency forward exchange contracts	53,183,789	42,060,973	-6,490	-1,138,076

10 RELATED PARTY DISCLOSURES

The related parties of Bukkehave International A/S are:

Party exercising control

Christian Haar, Dubai, UAE, being majority shareholder.

Ownership

The following shareholders are registered in the Company's register of shareholders as holding minimum 5% of the voting rights or minimum 5% of the share capital:

Christian Haar, UAE

Morten Fredriksen, Denmark

Related parties exercising significant influence

Related parties exercising significant influence comprise subsidiary companies, as mentioned in note 2, the Group's Supervisory and Executive Boards, executive employees and their family members. Further related parties comprise affiliated companies and other companies in which the above persons have substantial interests.

Transactions with related parties

Loan, that occurred in connection with correction of error regarding failing registration of capital injection in a subsidiary does not include interest.

Notes to the accounts of 2015

Notes

11 OTHER RECEIVABLES

Financial fixed assets	Group		Parent company	
	2015	2014	2015	2014
Cost price as of January 1	1,878,861	2,260,385	0	0
Increase	0	0	0	0
Decrease	-820,493	-381,524	0	0
Kostpris pr. 31. December/ Cost price as of December 31	1,058,368	1,878,861	0	0
Adjustments January 1	0	0	0	0
Year adjustment	0	0	0	0
Revaluations as per December 31	0	0	0	0
Book value as per December 31	1,058,368	1,878,861	0	0

Financial fixed assets which are due in more than 5 years amount to DKK 0.0 (2014: 0.0) million.

12 LONG-TERM DEBT and SHORT-TERM DEBT

Long-term debt:

Group

Long-term debt which are due in more than 5 years amount to DKK 0.0 (2014: 0.0) million

Parent company:

Long-term debt which are due in more than 5 years amounts to DKK 0.0 (2014: 0.0) million

Group & Parent company:

According to agreement, DKK 0.0 (2014: 10.0) million is ranked below the subordinated claims against the company from the company's other creditors in case of liquidation or bankruptcy of the company.

Short-term debt:

Group & Parent company:

According to agreement, DKK 17.2 (2014: 0.0) million is ranked below the subordinated claims against the company from the company's other creditors in case of liquidation or bankruptcy of the company.

13 MINORITY INTERESTS

	Group	
	2015	2014
Minority interests 1. january	-5,777,320	-3,895,797
Capital increase	7,081,800	0
Acquired equity	-233,320	0
Share of year end result	-1,098,206	-1,776,151
Share of currency translation adjustments etc.	27,046	-105,372
Minority interests 31. december	0	-5,777,320
Negative value to be set off in debt to minority shareholder	0	4,081,800
	0	-1,695,520