

Venuepoint Live A/S

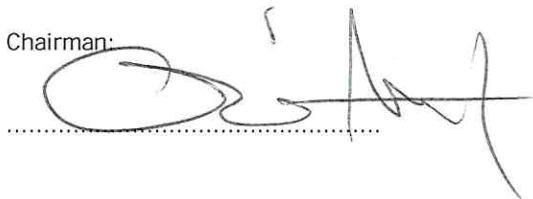
Mosedalvej 14, 2500 Valby

CVR no. 33 75 59 29

Annual report 2017

Approved at the Company's annual general meeting on

Chairman:



A handwritten signature in black ink, consisting of a large, stylized 'O' followed by several loops and a long horizontal stroke extending to the right. The signature is written over a dotted horizontal line.

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Venuepoint Live A/S for the financial year 1 January - 31 December 2017.

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 2017 and of the results of the Company's operations for the financial year 1 January - 31 December 2017.

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.

Copenhagen, 15 March 2018
Executive Board:



Kasper Rudi Busch Lund

Board of Directors:



Rainer Appel
Chairman



Stephane Salzigger



Asger Flygare Bech-
Thomsen

Independent auditor's report

To the shareholder of Venuepoint Live A/S

Opinion

We have audited the financial statements of Venuepoint Live A/S for the financial year 1 January - 31 December 2017, which comprise an income statement, balance sheet, statement of changes in equity and notes, including 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 2017, and of the results of the Company's operations for the financial year 1 January - 31 December 2017 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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 as to 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.

Independent auditor's report

- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- ▶ Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the financial statements, including the 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 the 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 the work we have performed, 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.

Copenhagen, 15 March 2018

KPMG

Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98



Niels Venjelbo
State Authorised Public Accountant
MNE no.: mne34532

Management's review

Company details

Name Venuepoint Live A/S
Address, Postal code, City Mosedalvej 14, 2500 Valby

CVR no. 33 75 59 29
Established 8 June 2011
Registered office Copenhagen
Financial year 1 January - 31 December

Board of Directors Rainer Appel, Chairman
Stephane Salzinger
Asger Flygare Bech-Thomsen

Executive Board Kasper Rudi Busch Lund

Management commentary

Business review

The Company's core activity is to arrange and operate concerts and other cultural venues.

Events after the balance sheet date

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

Financial statements 1 January - 31 December

Income statement

Note	DKK'000	2017	2016
	Gross margin	-383	-159
3	Staff costs	-347	0
	Profit/loss before net financials	-730	-159
4	Financial expenses	-6	-2
	Profit/loss before tax	-736	-161
5	Tax for the year	4	35
	Profit/loss for the year	-732	-126
	Recommended appropriation of profit/loss	-732	-126
	Retained earnings/accumulated loss	-732	-126

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2017	2016
	ASSETS		
	Non-fixed assets		
	Receivables		
	Receivables from group enterprises	1,360	326
6	Deferred tax assets	35	35
	Other receivables	53	22
		<u>1,448</u>	<u>383</u>
	Total non-fixed assets	1,448	383
	TOTAL ASSETS	<u>1,448</u>	<u>383</u>
	EQUITY AND LIABILITIES		
	Equity		
	Share capital	500	500
	Retained earnings	660	-208
	Total equity	<u>1,160</u>	<u>292</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Trade payables	47	81
	Payables to group enterprises	55	0
	Other payables	186	10
		<u>288</u>	<u>91</u>
	Total liabilities other than provisions	288	91
	TOTAL EQUITY AND LIABILITIES	<u>1,448</u>	<u>383</u>

- 1 Accounting policies
- 2 Going concern uncertainties
- 7 Related parties

Financial statements 1 January - 31 December

Statement of changes in equity

DKK'000	Share capital	Retained earnings	Total
Equity at 1 January 2016	500	-82	418
Transfer through appropriation of loss	0	-126	-126
Equity at 1 January 2017	500	-208	292
Transfer through appropriation of loss	0	-732	-732
Contribution from group	0	1,600	1,600
Equity at 31 December 2017	500	660	1,160

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Venuepoint Live A/S for 2017 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of presenting a statement of changes in equity in accordance with the provisions applying to reporting class C entities.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Income statement

Gross margin

The items revenue, other operating income and external expenses have been aggregated into one item in the income statement called gross margin in accordance with section 32 of the Danish Financial Statements Act.

Other external expenses

Other external expenses include the year's expenses relating to the Company's activities, including expenses relating to administration etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Financial expenses

Financial expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest 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.

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Receivables

Receivables are measured at amortised cost.

If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Other liabilities

Other liabilities are measured at net realisable value.

2 Going concern uncertainties

The Company has in 2018 received a letter of support from its parent company. In case of financial difficulties of the Company, the parent company intends to pay all liabilities and expenses as they fall due until 31 December 2018.

DKK'000	2017	2016
3 Staff costs		
Wages/salaries	312	0
Pensions	33	0
Other social security costs	2	0
	<u>347</u>	<u>0</u>
Average number of full-time employees	<u>1</u>	<u>0</u>
4 Financial expenses		
Interest expenses, group entities	0	1
Other financial expenses	6	1
	<u>6</u>	<u>2</u>
5 Tax for the year		
Deferred tax adjustments in the year	0	-35
Tax adjustments, prior years	-4	0
	<u>-4</u>	<u>-35</u>
6 Deferred tax		

Deferred tax is expected to be used within 2-4 years after the balance sheet date from positive results due to the start of the new activity which is expected to generate income from 2019.

Financial statements 1 January - 31 December

Notes to the financial statements

7 Related parties

Information about consolidated financial statements

<u>Parent</u>	<u>Domicile</u>
CTS Eventim AG & Co. KGaA	

Ownership

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

<u>Name</u>	<u>Domicile</u>
Venuepoint Holding A/S	Mosedalvej 14, 2500 Valby, Denmark