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BDO Statsautoriseret revisionsaktieselskab  
Norgesvej 2  
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CVR no. 20 22 26 70

**DENHAM HOLDING APS**  
**LYNGBYVEJ 42, 3. TH., 2100 KØBENHAVN Ø**  
**ANNUAL REPORT**  
**1 JULY 2016 - 30 JUNE 2017**

**The Annual Report has been presented and  
adopted at the Company's Annual General  
Meeting on 4 December 2017**

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**Benjamin Denham**

*The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.*

**CVR NO. 34 08 94 50**

**CONTENTS**

|  | <b>Page</b> |
|--|-------------|
| <b>Company Details</b>                                 |             |
| Company Details.....                                   | 3           |
| <b>Statement and Report</b>                            |             |
| Statement by Board of Executives.....                  | 4           |
| Independent Auditor's Report.....                      | 5-6         |
| <b>Management's Review</b>                             |             |
| Management's Review.....                               | 7           |
| <b>Financial Statements 1 July 2016 - 30 June 2017</b> |             |
| Income Statement.....                                  | 8           |
| Balance Sheet.....                                     | 9           |
| Notes.....   | 10          |
| Accounting Policies.....                               | 11-12       |

**COMPANY DETAILS****Company**

Denham Holding ApS  
Lyngbyvej 42, 3. th.  
2100 Copenhagen Ø

CVR no.: 34 08 94 50  
Established: 20 December 2011  
Registered Office: Copenhagen  
Financial Year: 1 July 2016 - 30 June 2017

**Board of Executives**

Banjamin Denham

**Auditor**

BDO Statsautoriseret revisionsaktieselskab  
Norgesvej 2  
5700 Svendborg

## STATEMENT BY BOARD OF EXECUTIVES

Today the Board of Executives have discussed and approved the Annual Report of Denham Holding ApS for the financial year 1 July 2016 - 30 June 2017.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

In my opinion the Financial Statements give a true and fair view of the the Company's financial position at 30 June 2017 and of the results of the the Company's operations for the financial year 1 July 2016 - 30 June 2017.

The Management's Review includes in my opinion a fair presentation of the matters dealt with in the review.

We recommend the general meeting to opt out of audit for the annual report for 1 July 2017 - 30 June 2018. The board of executives consider the conditions for opting out of audit to be fulfilled.

I recommend the Annual Report be approved at the Annual General Meeting.

Copenhagen, 4 December 2017

Board of Executives

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Banjamin Denham

## INDEPENDENT AUDITOR'S REPORT

### To the Shareholder of Denham Holding ApS

#### Opinion

We have audited the Financial Statements of Denham Holding ApS for the financial year 1 July 2016 - 30 June 2017, which comprise income statement, balance sheet, notes and 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 assets, liabilities and financial position of the Company at 30 June 2017 and of the results of the Company operations for the financial year 1 July 2016 - 30 June 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 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 requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Management's Responsibility 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 Responsibility for the Financial Statements

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

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment 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 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 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 Management's Review.

Our opinion on the Financial Statements does not cover 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 Management's Review and, in doing so, consider whether 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 Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management's Review.

Svendborg, 4 December 2017

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CVR-nr. 20 22 26 70

Niels Duedahl  
State Authorised Public Accountant

## MANAGEMENT'S REVIEW

### **Principal activities**

The principal activities comprise owning shares.

### **Significant events after the end of the financial year**

No events have occurred after the end of the financial year of material importance for the company's financial position.

## INCOME STATEMENT 1 JULY - 30 JUNE

|  | Note | 2016/17<br>DKK    | 2015/16<br>DKK |
|--|------|-------------------|----------------|
| <b>GROSS LOSS</b> .....                                  |      | <b>-6.251</b>     | <b>-8.688</b>  |
| Income from other equity investments and securities..... |      | 50.000            | 50.000         |
| Impairment of asset investments.....                     |      | -1.133.092        | 284.725        |
| Other financial expenses.....                            |      | -629              | -694           |
| <b>PROFIT BEFORE TAX</b> .....                           |      | <b>-1.089.972</b> | <b>325.343</b> |
| Tax on profit/loss for the year.....                     |      | 0                 | 0              |
| <b>PROFIT FOR THE YEAR</b> .....                         |      | <b>-1.089.972</b> | <b>325.343</b> |
| <b>PROPOSED DISTRIBUTION OF PROFIT</b>                   |      |                   |                |
| Proposed dividend for the year.....                      |      | 25.000            | 30.000         |
| Accumulated profit.....                                  |      | -1.114.972        | 295.343        |
| <b>TOTAL</b> .....                                       |      | <b>-1.089.972</b> | <b>325.343</b> |



## BALANCE SHEET AT 30 JUNE

| ASSETS                             | Note | 2017<br>DKK      | 2016<br>DKK      |
|------------------------------------|------|------------------|------------------|
| Other securities.....              |      | 2.076.645        | 3.209.737        |
| Fixed asset investments.....       | 1    | <b>2.076.645</b> | <b>3.209.737</b> |
| <b>FIXED ASSETS.....</b>           |      | <b>2.076.645</b> | <b>3.209.737</b> |
| Cash and cash equivalents.....     |      | 19.492           | 5.742            |
| <b>CURRENT ASSETS.....</b>         |      | <b>19.492</b>    | <b>5.742</b>     |
| <b>ASSETS.....</b>                 |      | <b>2.096.137</b> | <b>3.215.479</b> |
| <b>EQUITY AND LIABILITIES</b>      |      |                  |                  |
| Share capital.....                 |      | 80.000           | 80.000           |
| Retained profit.....               |      | 1.921.581        | 3.036.553        |
| Proposed dividend.....             |      | 25.000           | 30.000           |
| <b>EQUITY.....</b>                 | 2    | <b>2.026.581</b> | <b>3.146.553</b> |
| Other liabilities.....             |      | 69.556           | 68.926           |
| <b>Current liabilities.....</b>    |      | <b>69.556</b>    | <b>68.926</b>    |
| <b>LIABILITIES.....</b>            |      | <b>69.556</b>    | <b>68.926</b>    |
| <b>EQUITY AND LIABILITIES.....</b> |      | <b>2.096.137</b> | <b>3.215.479</b> |
| Contingencies etc.                 | 3    |                  |                  |
| Charges and securities             | 4    |                  |                  |

NOTES

|   |                  | Note              |
|---|------------------|-------------------|
| <b>Fixed asset investments</b>                      |                  | <b>1</b>          |
|   | Other securities |                   |
| Cost at 1 July 2016.....                            | 90.000           |                   |
| <b>Cost at 30 June 2017.....</b>                    | <b>90.000</b>    |                   |
| Revaluation at 1 July 2016.....                     | 3.119.737        |                   |
| Revaluation and impairment losses for the year..... | -1.133.092       |                   |
| <b>Revaluation at 30 June 2017.....</b>             | <b>1.986.645</b> |                   |
| <b>Carrying amount at 30 June 2017.....</b>         | <b>2.076.645</b> |                   |
| <br><b>Equity</b>                                   |                  | <br><b>2</b>      |
|   | Share capital    | Retained profit   |
|   |                  | Proposed dividend |
|   |                  | Total             |
| Equity at 1 July 2016.....                          | 80.000           | 3.036.553         |
| Dividend paid.....                                  |                  | 30.000            |
| Proposed distribution of profit.....                |                  | -30.000           |
|   | -1.114.972       | 25.000            |
| <b>Equity at 30 June 2017.....</b>                  | <b>80.000</b>    | <b>1.921.581</b>  |
|   |                  | 25.000            |
|   |                  | <b>2.026.581</b>  |
| <br><b>Contingencies etc.</b>                       |                  | <br><b>3</b>      |
| <b>Ingen.</b>                                       |                  |                   |
| <br><b>Charges and securities</b>                   |                  | <br><b>4</b>      |
| <b>Ingen.</b>                                       |                  |                   |

## ACCOUNTING POLICIES

The annual report of Denham Holding ApS for 2016/17 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B with additional choice of rules relating to reporting class C.

The Annual Report is prepared consistently with the accounting principles used last year.

## INCOME STATEMENT

### Other external expenses

Other external expenses include cost of sales, advertising, administration, buildings, bad debts, operational lease expenses, etc.

### Income from other investments

Engelsk

### Financial income and expenses in general

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from investments in financial assets, debt and transactions in foreign currencies, amortisation of financial assets and liabilities as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

### Tax on profit for the year

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

## BALANCE SHEET

### Fixed asset investments

Equity investments in associates are measured at fair value in the company's balance sheet.

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Engelsk

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### Impairment of fixed assets

The carrying amount of fixed assets, which are not measured at fair value, are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, the assets are written down to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

## ACCOUNTING POLICIES

### **Tax payable and deferred tax**

Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date would be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

### **Liabilities**

Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less borrowing costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the income statement over the term of loan.

Amortised cost of current liabilities usually corresponds to nominal value.