

Adapt Litauen Holding ApS

Langebrogade 6 E, 2.
1411 København K
CVR no. 36 05 68 51

Annual report for 2017

(3th Financial year)

Adopted at the annual general
meeting on 16 March 2018

Kresten Finsen Wiingaard
chairman



Contents

	Page
Statements	
Statement by management on the annual report	1
Independent auditor's report	2
Management's review	
Company details	5
Management's review	6
Financial statements	
Accounting policies	7
Income statement 1 January 2017 - 31 December 2017	10
Balance sheet at 31 December 2017	11
Statement of changes in equity	13
Notes to the annual report	14

Statement by management on the annual report

The supervisory and executive boards have today discussed and approved the annual report of Adapt Litauen Holding ApS 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 company's financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 January - 31 December 2017.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved at the annual general meeting.

Copenhagen, 16 March 2018

Executive board

Kresten Finsen Wiingaard
director

Supervisory board

Kresten Finsen Wiingaard

Tommy Vange Davis
chairman

Carsten Anthonisen

Peter Bloch

Frank Hansen

Christian Borup

Independent auditor's report

To the shareholders of Adapt Litauen Holding ApS

Opinion

We have audited the financial statements of Adapt Litauen Holding ApS for the financial year 1 January - 31 December 2017, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position 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 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 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 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:

Independent auditor's report

- 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.
- 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.

Independent auditor's report

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.

Copenhagen, 16 March 2018

Addea Audit
Statsautoriseret revisionspartnerselskab
CVR no. 36 07 49 81

Anders Salomonsen
state-authorized public accountant
MNE no. mne40143

Company details

The company

Adapt Litauen Holding ApS
Langebrogade 6 E, 2.
1411 København K

CVR no.: 36 05 68 51

Reporting period: 1 January - 31 December 2017

Incorporated: 1. August 2014

Financial year: 3rd financial year

Domicile: Copenhagen

Supervisory board

Kresten Finsen Wiingaard
Tommy Vange Davis, chairman, chairman
Carsten Anthonisen
Peter Bloch
Frank Hansen
Christian Borup

Executive board

Kresten Finsen Wiingaard, director

Management's review

Business activities

Object of the company is to be a holding company for the activities in Lithuania.

Accounting policies

The annual report of Adapt Litauen Holding ApS for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected provisions as regards larger entities.

The annual report for 2017 is presented in DKK

As 2017 is the company's first reporting period, no comparatives have been presented.

Pursuant to sections §110 subsection 1, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

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

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

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

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and work in progress and other operating income less raw materials and consumables and other external expenses.

Revenue

Other external costs

Other external costs include expenses related to administration etc.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Accounting policies

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Profit/loss from investments in subsidiaries

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

Tax on profit/loss for the year

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, including changes arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to entries directly in equity.

Balance sheet

Investments in subsidiaries

Investments in subsidiaries and associates are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, less or plus unrealised intra-group gains or losses and plus or less any remaining value of positive or negative goodwill made up according to the purchase method.

Net revaluations of investments in subsidiaries and associates are taken to the net revaluation reserve according to the equity method to the extent that the carrying amount exceeds the cost. Dividends from subsidiaries which are expected to be declared before the annual report of Adapt Litauen Holding ApS adopted are not taken to the net revaluation reserve.

Receivables

Receivables are measured at amortised cost.

Income tax and deferred tax

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

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Accounting policies

Liabilities

Financial liabilities also include the capitalised residual finance lease commitment.

Other liabilities, which include trade receivables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate 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 financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Income statement 1 January 2017 - 31 December 2017

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
Gross profit		-6.250	-10.956
Staff costs		<u>0</u>	<u>0</u>
Profit/loss before financial income and expenses		-6.250	-10.956
Income from investments in subsidiaries		1.164.391	535.805
Financial costs		<u>-5</u>	<u>-1.912</u>
Profit/loss before tax		1.158.136	522.937
Tax on profit/loss for the year	1	<u>1.376</u>	<u>2.834</u>
Net profit/loss for the year		<u>1.159.512</u>	<u>525.771</u>
Proposed dividend for the year		954.740	749.740
Reserve for net revaluation under the equity method		179.465	-278.749
Reserve for IVS Capital		0	49.999
Retained earnings		<u>25.307</u>	<u>4.781</u>
		<u>1.159.512</u>	<u>525.771</u>

Balance sheet at 31 December 2017

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
Assets			
Investments in subsidiaries	2	1.394.838	789.849
Fixed asset investments		<u>1.394.838</u>	<u>789.849</u>
Fixed assets total		<u>1.394.838</u>	<u>789.849</u>
Receivables from subsidiaries		56.554	393.264
Other receivables		0	107.250
Corporation tax		1.376	2.834
Receivables		<u>57.930</u>	<u>503.348</u>
Current assets total		<u>57.930</u>	<u>503.348</u>
Assets total		<u><u>1.452.768</u></u>	<u><u>1.293.197</u></u>

Balance sheet at 31 December 2017

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
Liabilities and equity			
Share capital		50.000	50.000
Reserve for net revaluation under the equity method		441.748	262.283
Proposed dividend for the year		<u>954.740</u>	<u>749.740</u>
Equity	3	<u>1.446.488</u>	<u>1.062.023</u>
Other credit institutions		30	25
Trade payables		6.250	6.250
Payables to subsidiaries		<u>0</u>	<u>224.899</u>
Short-term debt		<u>6.280</u>	<u>231.174</u>
Debt total		<u>6.280</u>	<u>231.174</u>
Liabilities and equity total		<u>1.452.768</u>	<u>1.293.197</u>
Contingent assets, liabilities and other financial obligations	4		

Statement of changes in equity

	Share capital	Reserve for net revaluation under the equity method	Retained earnings	Proposed dividend for the year	Total
Equity at 1 January 2017	50.000	262.283	0	749.740	1.062.023
Ordinary dividend paid	0	0	0	-749.740	-749.740
Exchange adjustment, foreign	0	0	-25.307	0	-25.307
Net profit/loss for the year	0	179.465	25.307	954.740	1.159.512
Equity at 31 December 2017	50.000	441.748	0	954.740	1.446.488

Notes

	2017 DKK	2016 DKK
1 Tax on profit/loss for the year		
Current tax for the year	-1.376	-2.834
	-1.376	-2.834
2 Investments in subsidiaries		
Cost at 1 January 2017	21.577	21.577
Cost at 31 December 2017	21.577	21.577
Revaluations at 1 January 2017	768.272	541.032
Exchange adjustment	-25.307	0
Net income	1.164.391	535.805
Received dividend	-534.095	-308.565
Revaluations at 31 December 2017	1.373.261	768.272
Carrying amount at 31 December 2017	1.394.838	789.849

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Ownership	Equity	Net profit/loss for the year
Adapt Litauen UAB (EUR)	Druskininkai	90%	208.172	173.779

Notes

3 Equity

The share capital consists of 50.000 shares of a nominal value of DKK 1. No shares carry any special rights.

The share capital has developed as follows:

	2017	2016	2015
	DKK	DKK	DKK
Share capital at 1 January 2017	50.000	1	1
Additions for the year	0	49.999	0
Share capital	50.000	50.000	1

4 Contingent assets, liabilities and other financial obligations

The Company is jointly taxed with its Parent Company, Adapt Group A/S (management company), and is jointly and severally liable with the other jointly taxed entities for the payment of income taxes and withholding taxes on dividends, interest and royalties.

Referring to the annual report of Adapt Group A/S for the statement of total liabilities.

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registeret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Frank Hansen

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-878984476908

IP: 82.194.106.114

2018-03-16 14:45:55Z

NEM ID 

Kresten Finsen Wiingaard

Direktør

Serienummer: PID:9208-2002-2-782954382498

IP: 131.164.162.120

2018-03-18 09:07:04Z

NEM ID 

Kresten Finsen Wiingaard

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-782954382498

IP: 131.164.162.120

2018-03-18 09:07:04Z

NEM ID 

Peter Bloch

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-234227877419

IP: 83.88.251.10

2018-03-18 12:02:28Z

NEM ID 

Tommy Vange Davis

Bestyrelsesformand

Serienummer: PID:9208-2002-2-080053834575

IP: 195.249.150.240

2018-03-19 07:22:06Z

NEM ID 

Christian Borup

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-059033845878

IP: 94.18.215.66

2018-03-20 14:37:51Z

NEM ID 

Carsten Anthonisen

Bestyrelsesmedlem

Serienummer: PID:9208-2002-2-225521708197

IP: 94.18.215.66

2018-03-22 08:30:58Z

NEM ID 

Anders Salomonsen

Statsautoriseret revisor

På vegne af: Addea Audit Statsautoriseret Revisionspartnerselskab

Serienummer: CVR:36074981-RID:98866845

IP: 152.115.86.70

2018-03-23 07:30:35Z

NEM ID 

Penneo dokumentnøgle: GGGMU-UJHNZ-TZCNE-Q7IUL-F7D3I-YCJHF

Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstemplet med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service** <penneo@penneo.com>. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser indlejret i dokumentet ved at anvende Penneos validator på følgende websted: <https://penneo.com/validate>

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registereret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Kresten Finsen Wiingaard

Dirigent

Serienummer: PID:9208-2002-2-782954382498

IP: 94.18.215.66

2018-03-23 09:45:14Z

NEM ID 

Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstemplet med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service** <penneo@penneo.com>. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser indlejret i dokumentet ved at anvende Penneos validator på følgende websted: <https://penneo.com/validate>