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## **BC Group Holding A/S**

Theilgaards Alle 4

4600 Køge

Central Business Registration No

36475072

## **Annual report 2017**

The Annual General Meeting adopted the annual report on 31.05.2018

### **Chairman of the General Meeting**

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Name: Martin Busk Andersen

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## Entity details

### Entity

BC Group Holding A/S  
Theilgaards Alle 4  
4600 Køge

Central Business Registration No: 36475072

Registered in: Køge

Financial year: 01.01.2017 - 31.12.2017

### Board of Directors

Jens Kristensen, chairman  
Martin Busk Andersen  
Lars Rytter

### Executive Board

Martin Busk Andersen

### Auditors

Deloitte Statsautoriseret Revisionspartnerselskab  
City Tower, Værkmestergade 2  
8000 Aarhus C

## Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of BC Group Holding A/S for the financial year 01.01.2017 - 31.12.2017.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2017 and of the results of its operations for the financial year 01.01.2017 - 31.12.2017.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Køge, 29.05.2018

### Executive Board

Martin Busk Andersen

### Board of Directors

Jens Kristensen  
chairman

Martin Busk Andersen

Lars Rytter

# Independent auditor's report

## To the shareholders of BC Group Holding A/S

### Opinion

We have audited the financial statements of BC Group Holding A/S for the financial year 01.01.2017 - 31.12.2017, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2017 and of the results of its operations for the financial year 01.01.2017 - 31.12.2017 in accordance with the Danish Financial Statements Act.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 judgement and maintain professional scepticism 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

## Independent auditor's report

Based on the work we have performed, we conclude that the management commentary 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 the management commentary.

København, 29.05.2018

### **Deloitte**

Statsautoriseret Revisionspartnerselskab

Central Business Registration No: 33963556

Nikolaj Thomsen

State Authorised Public Accountant

Identification number (MNE) 33276

Kasper Vestergaard Jessen

State Authorised Public Accountant

Identification number (MNE) 42784

## Management commentary

### Primary activities

BC Group A/S is the parent company of a number of companies. The parent's primary activity is to act as a holding company and to provide financing of the Group's activities.

The Group's primary activities comprise sale and production of composite components for the wind turbine industry.

### Development in activities and finances

The Company's income statement for 2017 shows a profit of DKK 9.696 thousand and the balance sheet at 31 December 2017 shows equity of DKK 89.921 thousand.

This year's profit is primarily driven by sale of immaterial rights with a positive impact of DKK 21.528 thousand. The financial results of the company are therefore considered acceptable.

### Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.



## Income statement for 2017

	<u>Notes</u>	<u>2017 DKK</u>	<u>2016 DKK</u>
<b>Gross loss</b>		<b>(2.031)</b>	<b>0</b>
Income from investments in group enterprises		9.702.056	5.494.090
Other financial expenses		<u>(4.265)</u>	<u>(382.239)</u>
<b>Profit/loss before tax</b>		<b>9.695.760</b>	<b>5.111.851</b>
Tax on profit/loss for the year	1	<u>686</u>	<u>77.550</u>
<b>Profit/loss for the year</b>		<b><u>9.696.446</u></b>	<b><u>5.189.401</u></b>
<b>Proposed distribution of profit/loss</b>			
Transferred to reserve for net revaluation according to the equity method		9.702.056	2.112.926
Retained earnings		<u>(5.610)</u>	<u>3.076.475</u>
		<b><u>9.696.446</u></b>	<b><u>5.189.401</u></b>

## Balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 DKK</u>	<u>2016 DKK</u>
Investments in group enterprises		99.523.758	88.936.586
<b>Fixed asset investments</b>	2	<b>99.523.758</b>	<b>88.936.586</b>
<b>Fixed assets</b>		<b>99.523.758</b>	<b>88.936.586</b>
Receivables from group enterprises		581.854	0
Deferred tax		144.000	185.000
<b>Receivables</b>		<b>725.854</b>	<b>185.000</b>
<b>Cash</b>		<b>229.727</b>	<b>2.689.988</b>
<b>Current assets</b>		<b>955.581</b>	<b>2.874.988</b>
<b>Assets</b>		<b>100.479.339</b>	<b>91.811.574</b>

## Balance sheet at 31.12.2017

	<u>Notes</u>	<u>2017 DKK</u>	<u>2016 DKK</u>
Contributed capital		1.058.503	1.058.503
Reserve for net revaluation according to the equity method		11.256.759	669.587
Retained earnings		<u>77.605.977</u>	<u>77.611.587</u>
<b>Equity</b>		<b><u>89.921.239</u></b>	<b><u>79.339.677</u></b>
Other payables		<u>0</u>	<u>10.067.147</u>
<b>Non-current liabilities other than provisions</b>		<b><u>0</u></b>	<b><u>10.067.147</u></b>
Current portion of long-term liabilities other than provisions		0	2.381.000
Trade payables		5.000	23.750
Payables to group enterprises		10.550.396	0
Other payables		<u>2.704</u>	<u>0</u>
<b>Current liabilities other than provisions</b>		<b><u>10.558.100</u></b>	<b><u>2.404.750</u></b>
<b>Liabilities other than provisions</b>		<b><u>10.558.100</u></b>	<b><u>12.471.897</u></b>
<b>Equity and liabilities</b>		<b><u>100.479.339</u></b>	<b><u>91.811.574</u></b>
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## Statement of changes in equity for 2017

	<b>Contributed capital DKK</b>	<b>Reserve for net revaluation according to the equity method DKK</b>	<b>Retained earnings DKK</b>	<b>Total DKK</b>
Equity beginning of year	1.058.503	669.587	77.611.587	79.339.677
Exchange rate adjustments	0	885.116	0	885.116
Profit/loss for the year	0	9.702.056	(5.610)	9.696.446
<b>Equity end of year</b>	<b>1.058.503</b>	<b>11.256.759</b>	<b>77.605.977</b>	<b>89.921.239</b>

## Notes

	<b>2017</b>	<b>2016</b>
	<b>DKK</b>	<b>DKK</b>
<b>1. Tax on profit/loss for the year</b>		
Change in deferred tax for the year	(686)	(77.550)
	<b>(686)</b>	<b>(77.550)</b>

	<b>Investments in group enterprises DKK</b>
<b>2. Fixed asset investments</b>	
Cost beginning of year	88.266.999
<b>Cost end of year</b>	<b>88.266.999</b>
Revaluations beginning of year	669.587
Exchange rate adjustments	1.275.702
Adjustments on equity	(390.586)
Amortisation of goodwill	(2.758.959)
Share of profit/loss for the year	12.461.015
<b>Revaluations end of year</b>	<b>11.256.759</b>
<b>Carrying amount end of year</b>	<b>99.523.758</b>

	<b>Registered in</b>	<b>Corpo- rate form</b>	<b>Equity inte- rest %</b>
Investments in group enterprises comprise:			
BC Group A/S	Køge	A/S	100,0

### 3. Contingent liabilities

The Entity participates in a Danish joint taxation arrangement in which VC VIII Jupiter Holding ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The total known net liability of the jointly taxed entities under the joint taxation arrangement is evident from the administration company's financial statements.

## Notes

### 4. Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:  
Winds Holding AS, reg. no. 917 105 839, Oslo, Norway.

## Accounting policies

### Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

### Consolidated financial statements

Referring to section 112(2) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

### Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

### Income statement

#### Gross profit or loss

Gross profit or loss comprises external expenses.

#### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc.

#### Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

#### Other financial expenses

Other financial expenses comprise interest expenses.

## Accounting policies

### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

### Balance sheet

#### Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus or minus unamortised goodwill and plus or minus unrealised intra-group profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation is imminent, a provision is recognised that is measured at present value of the costs deemed necessary to incur to settle the obligation.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to Reserve for net revaluation according to the equity method under equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

#### Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

#### Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

#### Cash

Cash comprises bank deposits.

#### Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.