
Menzies Aviation (Denmark) A/S

c/o Terminalgade 1, Copenhagen Airport, DK-2770
Kastrup

Annual Report for 1 January - 31 December 2019

CVR No 36 48 46 16

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
5 /10 2020

Miguel-Einar Gomez
Sjunnesson
Chairman of the General
Meeting

Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report	2
Management's Review	
Company Information	5
Financial Highlights	6
Management's Review	7
Financial Statements	
Income Statement 1 January - 31 December	8
Balance Sheet 31 December	9
Statement of Changes in Equity	11
Notes to the Financial Statements	12

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Menzies Aviation (Denmark) A/S for the financial year 1 January - 31 December 2019.

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 at 31 December 2019 of the Company and of the results of the Company operations for 2019.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Kastrup, 5 October 2020

Executive Board

Thomas Hoff Andersson

Board of Directors

Miguel-Einar Gomez Sjunnesson
Chairman

Neil John Freeman

Thomas Hoff Andersson

Independent Auditor's Report

To the Shareholder of Menzies Aviation (Denmark) A/S

Opinion

We have audited the Financial Statements of Menzies Aviation (Denmark) A/S for the financial year 1 January - 31 December 2019, which comprise 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 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019 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 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 additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

Emphasis of matter in the financial statements

We draw attention to note 1 to the financial statements, which describes the material uncertainty associated with the consequences of the Covid-19 pandemic and thus the uncertainty with regards to when the activity level will increase to a higher level. We have not modified our opinion in respect of this matter.

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.

Independent Auditor's Report

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 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 scepticism 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.
- 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.

Independent Auditor's Report

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 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 Management's Review provides the information required under the Danish Financials 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 Statements Act. We did not identify any material misstatement of the Management's review.

Frederiksberg, 5 October 2020

EY

Godkendt Revisionspartnerselskab

CVR No 30 70 02 28

Ole Hedemann

statsautoriseret revisor

mne14949

Company Information

The Company

Menzies Aviation (Denmark) A/S
c/o Terminalgade 1
Copenhagen Airport
DK-2770 Kastrup

CVR No: 36 48 46 16

Financial period: 1 January - 31 December

Incorporated: 12 January 2015

Municipality of reg. office: Tårnby

Board of Directors

Miguel-Einar Gomez Sjunnesson, Chairman
Neil John Freeman
Thomas Hoff Andersson

Executive Board

Thomas Hoff Andersson

Auditors

EY
Godkendt Revisionspartnerselskab
Dirch Passers Allé 36
DK-2000 Frederiksberg

Financial Highlights

Seen over a four-year period, the development of the Company is described by the following financial highlights:

	2019 TDKK	2018 TDKK	2017 TDKK	2016 TDKK
Key figures				
Profit/loss				
Gross profit/loss	194.560	187.062	156.512	128.658
Operating profit/loss	-846	-884	1.286	3.038
Net financials	-1.584	-1.051	-923	-745
Net profit/loss for the year	-1.935	-1.439	371	1.789
Balance sheet				
Balance sheet total	75.097	87.292	68.525	56.627
Equity	-1.431	504	1.943	1.572
Investment in property, plant and equipment	301	5.835	38	-13.794
Number of employees	389	392	253	261
Ratios				
Return on assets	-1,1%	-1,0%	1,9%	5,4%
Solvency ratio	-1,9%	0,6%	2,8%	2,8%
Return on equity	417,5%	-117,6%	21,1%	- %

The ratios have been prepared in accordance with the recommendations and guidelines issued by the Danish Society of Financial Analysts. For definitions, see under accounting policies.

Management's Review

Key activities

The Company provides passenger, ramp and cargo handling services in Copenhagen Airport.

Development in the year

The income statement of the Company for 2019 shows a loss of TDKK 1,935, and at 31 December 2019 the balance sheet of the Company shows negative equity of TDKK 1,431.

The past year and follow-up on development expectations from last year

The Company did not perform as well as has had been initially planned during the year. However the overall result was acceptable considering operations only commencing in 2015.

Targets and expectations for the year ahead

The airline industry and the company has been severely affected by the consequences of the Covid-19 pandemic from March 2020 and onwards leading to an expected significant loss for 2020 in the range of 25-30 million DKK leading to a negative equity in the same range.

The loss has been fully funded by the parent company Menzies Aviation UK plc. Due to reductions in the cost base including staff it is the expectation of management that the company will be able to continue its operations in a foreseeable future. The company expects to reestablish the equity by future profits and/or by capital injection from the parent company.

Subsequent events

Menzies Aviation Denmark A/S, which provides services to the aviation industry, is affected by COVID-19 (Corona virus) with registered revenue reductions. There is material uncertainty associated with the consequences of the Covid-19 pandemic and thus the uncertainty with regards to when the activity level will increase to a higher level.

It is the opinion of management that the company has the financial strength in order to continue its operations in the foreseeable future. The parent company has issued a letter of support in order to secure the company adequate resources in order to meet the liabilities in the coming twelve month.

Income Statement 1 January - 31 December

	<u>Note</u>	<u>2019</u> TDKK	<u>2018</u> TDKK
Gross profit/loss		194.560	187.062
Staff expenses	2	-194.074	-186.852
Depreciation and impairment of property, plant and equipment	3	-1.332	-1.094
Profit/loss before financial income and expenses		-846	-884
Financial income		88	0
Financial expenses	4	-1.672	-1.051
Profit/loss before tax		-2.430	-1.935
Tax on profit/loss for the year	5	495	496
Net profit/loss for the year		-1.935	-1.439

Distribution of profit

Proposed distribution of profit

Retained earnings		-1.935	-1.439
		-1.935	-1.439

Balance Sheet 31 December

Assets

	Note	2019 TDKK	2018 TDKK
Plant and machinery		13.925	14.882
Other fixtures and fittings, tools and equipment		211	285
Property, plant and equipment	6	14.136	15.167
Deposits		1.063	923
Fixed asset investments	7	1.063	923
Fixed assets		15.199	16.090
Inventories	8	318	0
Trade receivables		29.818	37.964
Receivables from group enterprises		11.253	12.959
Other receivables		2.799	4.567
Prepayments	9	3.056	3.196
Receivables		46.926	58.686
Cash at bank and in hand		12.654	12.516
Currents assets		59.898	71.202
Assets		75.097	87.292

Balance Sheet 31 December

Liabilities and equity

	Note	2019 TDKK	2018 TDKK
Share capital		500	500
Retained earnings		-1.931	4
Equity	10	-1.431	504
Provision for deferred tax	12	46	541
Provisions		46	541
Other payables		5.882	0
Long-term debt	13	5.882	0
Trade payables		3.963	5.822
Payables to group enterprises		44.045	53.599
Corporation tax		0	37
Other payables	13	22.592	26.789
Short-term debt		70.600	86.247
Debt		76.482	86.247
Liabilities and equity		75.097	87.292
Subsequent events	1		
Distribution of profit	11		
Contingent assets, liabilities and other financial obligations	14		
Related parties	15		
Accounting Policies	16		

Statement of Changes in Equity

	Share capital	Retained earnings	Total
	TDKK	TDKK	TDKK
Equity at 1 January	500	4	504
Net profit/loss for the year	0	-1.935	-1.935
Equity at 31 December	500	-1.931	-1.431

Notes to the Financial Statements

1 Subsequent events

Menzies Aviation Denmark A/S, which provides services to the aviation industry, is affected by COVID-19 (Corona virus) with registered revenue reductions. There is material uncertainty associated with the consequences of the Covid-19 pandemic and thus the uncertainty with regards to when the activity level will increase to a higher level.

It is the opinion of management that the company has the financial strength in order to continue its operations in the foreseeable future. The parent company has issued a letter of support in order to secure the company adequate resources in order to meet the liabilities in the coming twelve month.

	<u>2019</u> TDKK	<u>2018</u> TDKK
2 Staff expenses		
Wages and salaries	174.195	170.168
Pensions	16.858	14.581
Other social security expenses	869	794
Other staff expenses	<u>2.152</u>	<u>1.309</u>
	<u>194.074</u>	<u>186.852</u>
Average number of employees	<u>389</u>	<u>392</u>

Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.

3 Depreciation and impairment of property, plant and equipment

Depreciation of property, plant and equipment	<u>1.332</u>	<u>1.094</u>
	<u>1.332</u>	<u>1.094</u>

4 Financial expenses

Interest paid to group enterprises	1.314	638
Other financial expenses	<u>358</u>	<u>413</u>
	<u>1.672</u>	<u>1.051</u>

Notes to the Financial Statements

	2019 TDKK	2018 TDKK
5 Tax on profit/loss for the year		
Current tax for the year	0	-364
Deferred tax for the year	-495	-29
Adjustment of deferred tax concerning previous years	0	-103
	-495	-496

6 Property, plant and equipment

	Plant and machinery TDKK	Other fixtures and fittings, tools and equipment TDKK	Total TDKK
Cost at 1 January	17.817	1.090	18.907
Additions for the year	241	60	301
Cost at 31 December	18.058	1.150	19.208
Impairment losses and depreciation at 1 January	2.934	806	3.740
Depreciation for the year	1.199	133	1.332
Impairment losses and depreciation at 31 December	4.133	939	5.072
Carrying amount at 31 December	13.925	211	14.136

7 Fixed asset investments

	Deposits TDKK
Cost at 1 January	923
Additions for the year	140
Cost at 31 December	1.063
Carrying amount at 31 December	1.063

Notes to the Financial Statements

	2019 <u>TDKK</u>	2018 <u>TDKK</u>
8 Inventories		
Finished goods and goods for resale	318	0
	<u>318</u>	<u>0</u>

9 Prepayments

Prepayments consist of prepaid expenses incurred concerning subsequent financial years.

10 Equity

The share capital consists of 1 share of a nominal value of TDKK 500,000. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

	2019 <u>TDKK</u>	2018 <u>TDKK</u>
11 Distribution of profit		
Retained earnings	-1.935	-1.439
	<u>-1.935</u>	<u>-1.439</u>

12 Provision for deferred tax

Provision for deferred tax at 1 January	541	674
Amounts recognised in the income statement for the year	-495	-29
Amounts recognised in the income statement for previous years and utilisation of losses in the joint taxation	0	-104
Provision for deferred tax at 31 December	<u>46</u>	<u>541</u>

Notes to the Financial Statements

13 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	<u>2019</u> TDKK	<u>2018</u> TDKK
Other payables		
Between 1 and 5 years	5.882	0
Long-term part	5.882	0
Other short-term payables	22.592	26.789
	<u>28.474</u>	<u>26.789</u>

14 Contingent assets, liabilities and other financial obligations

Rental and lease obligations

Total lease obligation	0	795
------------------------	---	-----

Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report as the Company is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax and tax royalty and interest payments. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

15 Related parties

Basis

Controlling interest

Menzies Aviation Plc., United Kingdom
John Menzies Plc., United Kingdom

Parent Company
Ultimate Parent Company

Notes to the Financial Statements

15 Related parties (continued)

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

Related party transactions consist of:

Financial expenses TDKK 1,314 (TDKK 835 in 2018)

Management fee TDKK 1,790 (TDKK 8,550 in 2018)

Receivable from group enterprises TDKK 11,253 (TDKK 12,959 in 2018)

Payables to group enterprises TDKK 43,122 (TDKK 53,599 in 2018)

Consolidated Financial Statements

The company is included in the group annual report of:

<u>Name</u>	<u>Place of registered office</u>
John Menzies Plc. (largest group)	
Menzies Aviation Plc. (smallest group)	Hounslow, United Kingdom

The Group Annual Report of John Menzies Plc. (largest group) may be obtained at the following address:

www.johnmenziesplc.com

Notes to the Financial Statements

16 Accounting Policies

The Annual Report of Menzies Aviation (Denmark) A/S for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2019 are presented in TDKK.

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of John Menzies Plc., the Company has not prepared a cash flow statement.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Notes to the Financial Statements

16 Accounting Policies (continued)

Income Statement

Revenue

Income from the sale of services is recognised in revenue when the service has been carried out and the revenue can be reliably measured. Revenue from fixed fee contracts is typically recognised over the term of the contract.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Other external expenses

Other external expenses comprise cost for distribution, sale, advertising, administration, premises, bad debt losses, operating leases, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for raw materials and consumables and other external expenses.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Depreciation and impairment losses

Depreciation and impairment losses comprise amortisation, depreciation and impairment of property, plant and equipment.

Financial income and expenses

Financial income and expenses comprise interest income and expense, charges in respect of finance leases, realised and unrealised 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 on-account tax scheme, etc.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with Danish group enterprises. The tax effect of the joint taxation is allo-

Notes to the Financial Statements

16 Accounting Policies (continued)

cated to enterprises in proportion to their taxable incomes.

Balance Sheet

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Plant and machinery	3-20	years
Other fixtures and fittings, tools and equipment	3-5	years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment is tested annually for evidence of impairment other than the decrease in value reflected by amortisation/depreciation. Impairment tests are conducted on individual assets or groups of assets when there is evidence of impairment. Assets are written down to the lower of the carrying amount and the recoverable amount.

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the net present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Fixed asset investments

Fixed asset investments consist of Deposits. Deposits is measured at cost.

Inventories

Inventories are measured at the lower of cost under the FIFO method and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses. The net realisable

Notes to the Financial Statements

16 Accounting Policies (continued)

value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale, raw materials and consumables equals landed cost.

The cost of finished goods and work in progress comprises the cost of raw materials, consumables and direct labour with addition of indirect production costs. Indirect production costs comprise the cost of indirect materials and labour as well as maintenance and depreciation of the machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses when there is objective evidence that a receivable or a portfolio of receivables has been impaired. If there is objective evidence that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments comprise costs incurred concerning subsequent financial years.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in 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 will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Notes to the Financial Statements

16 Accounting Policies (continued)

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Liabilities

Financial liabilities comprising amounts owed to credit institutions, trade payables and payables to group enterprises are recognised at cost at the date of borrowing, corresponding to the proceeds received less transaction costs paid. In subsequent periods, financial liabilities are measured at amortised cost.

Other liabilities are measured at net realisable value, which is typically nominal value.

Financial Highlights

Explanation of financial ratios

Return on assets	$\frac{\text{Profit before financials} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$