TIP Trailer Services

TIP Trailer Services Denmark ApS Annual Report 2016 Registration no. 66293815

TIP Trailer Services Denmark ApS

Annual Report 2016

Grydhøjparken 20, 8381 Tilst

13 March 2017

TIP Trailer Services

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TIP Trailer Services

Statement by the Executive and Board of Directors

The Board of Directors and the Executive Board have today discussed and approved the annual report of TIP Trailer Services Denmark ApS for the financial year 1 January – 31 December 2016.

The annual report has been prepared in accordance with the Danish Financial Statements Act. It is our opinion that the financial statements give a true and fair view of the Company's financial position at 31 December 2016 and of the results of the Company's operations and cash flows for the financial year 1 January – 31 December 2016.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's operations and financial matters and the results of the Company's operations and financial position.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 13.03.2017

Executive Board:

DocuSigned by: Christian Petersen

ChristiaobPaoroacon

Board of Directors:

DocuSigned by:

Robert Fast

Chairman

-DocuSigned by:

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Malachy McEnroe

DocuSigned by:

Christian Petersen

TIP Trailer Services

Independent auditors' report

To the Shareholders of TIP Trailer Services Denmark ApS

We have audited the financial statements of TIP Trailer Services Denmark ApS for the financial year 1 January – 31 December 2016, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies as well as statement of cash flows. 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 financial position of TIP Trailer Services Denmark ApS at 31 December 2016, and of the results of the company operations as well as the cash flows for the financial year 1 January – 31 December 2016 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 rules and 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 a 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.

TIP Trailer Services

Auditor's responsibilities for the audit of the financial statements ctd.

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 the 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.
- 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 in-adequate, to modify our opinion. Our conclusion is 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.

TIP Trailer Services

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.

Aarhus, 13.03.2017 ERNST & YOUNG Godkendt Revisionspartnerselskab

CVR no. 30700228

Hans Peter Roug

State Authorised Public Accountant

TIP Trailer Services

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Management's review

Company details

TIP Trailer Services Denmark ApS c/o Gorrissen Federspiel Kierkegaard H.C Andersens Boulevard 12 DK-1553 Copenhagen V

Telephone: +45 35 42 00 77

Fax: +45 35 42 02 82

Registration No.: 66 29 38 15 Established: 3-Sept-1980 Registered office: Copenhagen

Board of Directors

Robert Fast Christian Petersen Malachy McEnroe

Executive Board

Christian Petersen

Auditors

Ernst & Young Godkendt Revisionspartnerselskab Vaerkmestergade 25, 8000 Aarhus C

Management's review

Financial highlights

DKK Thousand	2016	2015	2014	2013	2012
Key figures					
Revenue	113,118	107,542	118,481	134,770	151,663
Profit/loss from ordinary operating activities	-12,030	-40,726	-13,182	-13,005	117
Profit/loss from financial income and financial expenses	-882	369	-456	-4,912	-20,003
Profit/(loss) for the year	-12,910	-40,358	-13,638	-17,917	2,472
Fixed assets	315,424	262,484	246,845	271,711	360,842
Current assets	113,207	128,034	86,437	76,713	55,745
Total assets	428,632	390,518	333,282	348,424	416,588
Share capital	60,006	60,006	60,006	60,006	60,005
Capital and reserves	255,490	268,400	308,758	-322,396	-56,669
Provisions	0	0	0	0	0
Long-term liabilities	0	0	0	0	-330,052
Short-term liabilities	-173,142	-122,118	-24,524	-26,028	-29,866
Investments in Property, Plant and Equipment	-141,335	-92,284	-38,833	-5,721	-10,610
Financial ratios					
Net profit ratio	-11%	-38%	-11%	-10%	0%
Return on investments	-3%	-11%	-4%	-3%	0%

The financial ratios have been calculated as follows:

Net profit ratio Operating (profit/loss) x 100 / Revenue

Return on investment Operating (profit/loss) x 100 / Average operating assets

Operating assets Total Assets

TIP Trailer Services

Management's review

Operating review

Activity

TIP Trailer Services Denmark ApS (the "Company") principal activities are to provide leasing of trailers, lease management and maintainance services. The operating area is restricted to Denmark.

Development in activities

Operating Loss amounts to DKK 13 million compared to 2015 where there was a loss of DKK 40 million.

The net book value of trailers has increased during the year from DKK 213 million in 2015 to DKK 257 million in 2016. Sales of trailers accounted for DKK 44 million while additions during 2016 amounted to DKK 131 million.

Financial position

The Company has capital and reserves of DKK 255 million at year end. The capital structure is considered satisfactory and sufficient to continue with the Company's activities in the upcoming financial year.

Outlook

Due to correction of 2015 Group expenses, the Company received a relief of DKK 17 million for management service costs in 2016. Additionally, Management expects an improvement on ordinary operations in 2017, by increasing the utilization rate and expanding the maintenance service in Denmark.

Environmental issues

The company's influence on the external environment and working environment aims to reduce the risk of pollution and avoid working accidents.

Events after the balance sheet date

No events have occurred after the balance sheet date that significantly influences the assessment of the financial result.

Financial statements for the year ended 31 December

Accounting policies

The annual report of TIP Trailer Services Denmark ApS (the "Company") for the year ended December 31, 2016 has been prepared in accordance with the provisions applying to class C enterprises under the Danish Financial Statements Act.

Effective 1 January 2015, the Company has early adopted act no. 738 of 1 July 2015. This implies changes in the recognition and measurement in yearly reassessment of residual values of property, plant and equipment.

In future, residual values of property, plant and equipment are subject to annual reassessment. The Company has no significant residual values relating to property, plant and equipment other than those relating to the Company's land. Consequently, the change is made in accordance with section 4 of the executive order on transitional provisions The executive order on transitional provisions based in connection with the application of certain provisions in the Danish Financial Statements Act, as amended by act no. 738 of 15 June 2015 regarding amendments to the Danish Financial Statements Act and a number of other acts, with future effect only as a change in accounting estimates with no impact on equity None of the above changes affects the income statement or the balance sheet for 2016 or the comparative figures.

Apart from the above new and changed presentation and disclosure requirements, which follow from act. no. 738 of 1 June 2015, the accounting policies are consistent with those of last year.

Recognition and measurement

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 reliably measured.

Liabilities are recognised in the balance sheet when an outflow of economic benefits is probable and when the liability can be reliably measured.

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities measured at fair value or amortised cost. Equally, costs incurred to generate the year's earnings are recognised, including depreciation, amortisation, impairment and provisions as well as reversals as a result of changes in accounting estimates of amounts which were previously recognised in the income statement.

TIP Trailer Services

Financial statements for the year ended 31 December

Accounting policies

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates 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 interest income or expense and similar items.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as interest income or expense and similar items.

Income statement

Revenue

Revenue is comprised of lease income, rebills to customers and profit/loss on disposal of trailers.

Revenues are accrued so that leases invoiced, but covering a period of the coming financial year is stated as overbillings, and not invoiced leases covering the period this financial year is stated as short-billings.

Operating costs

Operating costs comprise maintenance, lease expenses and insurance.

Staff costs

Staff costs comprise salaries, wages, remuneration, pensions, social costs and other staff costs to employees of the Company, including the executive and board of directors.

Other external costs

Other external costs comprise of rental expenses, travel costs, marketing, bad debt provisions, office costs and bank charges.

Interest income and expense and similar items

Interest income and expense and similar items comprise interest income and expense, 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 comprises current tax and changes in deferred tax for the year. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in capital and reserves is recognised directly in capital and reserves.

TIP Trailer Services

Financial statements for the year ended 31 December

Accounting policies

Balance sheet

Property, plant and equipment excluding trailers

Land and buildings and fixtures and fittings and tools and equipment are measured at cost less accumulated depreciation and impairment.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

The basis of depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised. In case of changes in the amortisation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates

Depreciation is provided on a straight-line basis over the expected useful lives of the assets. The expected useful lives are as follows:

Buildings 40 years
Fixtures and fittings, tools and equipment 3-5 years

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the sales price less disposal costs and the carrying amount at the date of disposal. The gains or losses are recognised in the income statement as other operating income or costs.

Trailers

The lease portfolio is operating lease and is recorded in the balance sheet under tangible assets.

The valuation of the trailer fleet is based on cost less accumulated depreciation. Trailers are depreciated on a straight line basis so that the costs of the trailers less expected market value at termination of the lease contracts are depreciated over the contract period. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In case of changes in the amortisation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates

Major refurbishments are capitalised and depreciated together with the trailers.

Trailers are written down to the recoverable amount if this is lower than the carrying amount. Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired.

Inventories

Inventories are carried at the lower of cost and net realizable value and are to be sold within one year. The cost of inventories is usually the current net book value of ELTO(Equipment Leased out To Others) transferred to inventories and is determined for each item individually. The net realizable value is periodically re-assessed for all units that have been held for sale for six months or more and adjusted, if necessary.

Sales of inventories are recognised when the significant risks and rewards of ownership have been transferred to the buyer, usually on receipt of cash. Book value of the assets sold and any costs directly associated with the sale are recorded at the same time. The revenue and the related book value are recognised as revenue from disposal of ELTO and cost of disposed ELTO respectively in the statement of profit or loss.

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Financial statements for the year ended 31 December

Accounting policies

Impairment of non-current assets

The carrying amount of property, plant and equipment, including trailers, is subject to an annual test of indications of impairment other than the decrease in value reflected by amortization or depreciation. Impairment tests are conducted on individual assets or group of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

Receivables

Receivables are measured at amortised cost. Write-down is made to net realisable value for bad debt losses.

Prepayments

Prepayments comprise costs incurred concerning subsequent financial years.

Corporation tax and deferred tax

Current tax payable and receivable is recognized in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to equipment and other items where temporary differences arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on the planned use of the asset or settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry forwards, are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity and jurisdiction.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. The change in deferred tax as a result of changes in tax rates is recognised in the income statement.

TIP Trailer Services

Financial liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

Cash flow statement

The cash flow statement shows the cash flows from operating, investing and financing activities for the year., the year's changes in cash and cash equavalents as well as the Company's cash and cash equavalent at the beginning and end of the year.

Cash and cash equavalent comprise cash at bank and in hand.

Financial statements for the year ended 31 December

Income statement

DKK'000	Note	2016	2015
Revenue Operating Costs		113,118 -33,788	107,542 -38,856
Gross Margin		79,330	68,686
Depreciation and Impairment	1	-44,107	-37,396
Ordinary Operating Profit		35,223	31,290
Staff Costs	2	-44,954	-41,192
Other External Costs		-2,298	-30,825
Operating Loss		-12,030	-40,726
Interest income from group companies		107	388
Interest expense from group companies		-988	-19
Loss from ordinary activities before tax		-12,910	-40,358
Tax on loss from ordinary activities	3	0	0
Loss for year		-12,910	-40,358

Financial statements for the year ended 31 December

Balance sheet

DKK'000	Note	2016	2015
ASSETS			
Fixed assets			
Property, plant and equipment	4		
Land and buildings		58,327	49,623
Trailers		256,952	212,627
Fixtures and fittings, tools and equipment		145	235
		315,424	262,484
Total fixed assets		315,424	262,484
Current assets			
Inventories		1,304	14,200
Receivables			
Trade receivables		32,209	29,718
Amounts owed from group enterprises		67,414	74,446
Prepayments		10,490	152
VAT refund		11	0
		111,427	118,516
Cash at bank and in hand		1,780	9,518
Total current assets		113,207	128,034
		·	
TOTAL ASSETS		428,632	390,518

Financial statements for the year ended 31 December

Balance sheet

DKK'000	Note	2016	2015
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital		60,006	60,006
Retained earnings		195,484	208,394
Total capital and reserves		255,490	268,400
Short-term liabilities			
Amounts owed to group enterprises		117,007	96,754
Trade payables		42,322	13,291
Deposits received from customers		252	1,061
Other payables		13,560	10,699
VAT Payable		0	313
		173,142	122,118
Total liabilities		173,142	122,118
TOTAL EQUITY AND LIABILITIES		428,632	390,518
Contingent liabilities	5		
Related party disclosures	6		
Mortgages and Collateral	7		

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Financial statements for the year ended 31 December

Statement of Changes in Equity

Capital and reserves

DKK'000 Capital and reserves at 1 January 201 Loss for the year Capital and reserves at 31 December			Share	Retained earnings 208,394 -12,910 195,484	Total 268,400 -12,910 255,490
The share capital comprises 60.006 share	es of DKK 1,00	0 thousand each.			
Share capital for the latest five years is	specified as follo	ows:			
DKK'000	2016	2015	2014	2013	2012
Share capital at 1 January	60,006	60,006	60,006	60,005	60,005
Share capital at 31 December	60,006	60,006	60,006	60,006	60,005

Financial statements for the year ended 31 December

Cash flow statement

DKK'000	2016	2015
Lease revenue	113,118	107,542
Operating costs Staff costs	-33,788	-38,856
	-44,954	-41,192
Other operating costs	-2,298	-30,825
Cash generated from operation activities before changes in		
working capital	32,078	-3,331
Changes in working capital	17,931	-231
Cash generated from operating activities	50,010	-3,562
Interest received	107	388
Interest paid	-988	-19
Cash flows from operating activities	49,129	-3,193
Acquisition of fixed assets	-128,439	-92,284
Disposal of fixed assets	44,288	33,371
Cash flows from investing activities	-84,151	-58,913
Change in Group financing	27,285	58,055
Cash flows from financing activities	27,285	58,055
Net cash flows from operating, investing and financing		<u>.</u>
activities	-7,738	-4,051
Cash and cash equivalents at 1 January 2016	9,518	13,569
Cash and cash equivalents at 31 December 2016	1,780	9,518

Financial statements for the year ended 31 December

Notes

	DKK'000	2016	2015
1	Depreciation and impairement		
	Land and buildings	1,808	1,965
	Trailers	42,209	35,342
	Fixtures and fittings, tools and equipment	90	89
		44,107	37,396
2	Staff costs		
	Wages and salaries	41,278	37,986
	Pensions	3,673	3,037
	Other social security costs	2	169
		44,954	41,192
	Average number of employees	81	82

With reference to the Danish Financial Statements Act. §98 b, 3, the wage for the executive Board is not described. The board of directors have not received a wage.

3 Tax on the loss for the year

Current tax for the year	0	0
Adjustment for deferred tax for the year	0	0
Income tax payments/refund from joint taxation, prior years	0	0
	0	0

Deferred tax assets amounts to DKK 156 million.

Deferred tax assets have not been recongnized since the potential value is uncertain.

Financial statements for the year ended 31 December

Notes

4 Property, plant and equipment

			Fixtures and	
			fittings, tools	
	Land and		and	
DKK'000	buildings	Trailers	equipment	Total
Cost at 1 January 2016	78,884	522,899	1,795	603,579
Additions	10,513	98,144	0	108,657
Transferred from Group undertakings,				
original cost price	0	99,537	0	99,537
Transferred to Group undertakings,				
original cost price	0	-44,300	0	-44,300
Disposals	0	-122,568	0	-122,568
Cost at 31 December 2016	89,397	553,712	1,795	644,906
Depreciation at 1 January 2016	-29,262	-310,272	-1,560	-341,095
Depreciation	-1,808	-42,209	-90	-44,107
Transferred from Group undertakings	0	-66,859	0	-66,859
Transferred to Group undertakings	0	22,027	0	22,027
Disposals	0	100,553	0	100,553
Depreciation at 31 December 2016	-31,070	-296,760	-1,650	-329,483
Carrying amount at				
31 December 2016	58,327	256,952	145	315,424

TIP Trailer Services

Financial statements for the year ended 31 December

Notes

5 Contingent liabilities, contingent assets and security

Total operating leasing obligations amounts to DKK 1,617 thousands.

6 Related Party Disclosures and Transactions

Related parties in control of TIP Trailer Services Denmark Aps:

- TIP Holdings UK Limited, (main shareholder)
- Hainan Airlines Company Limited Employees Union Committee, China (ultimate consolidated company)
 TIP Holdings UK Limited holds the entire share capital.

The Company's majority ultimate shareholders are the Hainan Airlines Company Limited Employees Union Committee ("HNA Employees Union") and the Hainan Province Cihang Foundation ("Cihang Foundation") indirectly controlling the majority interest in the Company. The HNA Employees Union, established on 10 February 1993 in accordance with the China Labor Union Law and the Civil Procedural Law of China, is a legal person organized for the sole benefit of all employees of Hainan Airlines Company Limited ("Hainan Airlines"), a public air carrier duly licensed by the relevant Chinese government authorities, and a company listed and traded on China's Shanghai Stock Exchange (stock number 600221). The Cihang Foundation, established on 8 October 2010 in accordance with China's Foundation Control Measures Law, is a legal person organized for the sole purpose of engaging in charitable and educational activities and no individuals are permitted to have or entitled to any benefit under this foundation.

• All transactions with related parties have been performed on arms length basis and therefore no information about transactions with related parties have been enclosed.

7 Mortgages and Collateral

The Company is party to the Global TIP Holdings Two BV group revolving credit facility. Under this arrangement all assets:

- Land and buildings with a carrying amount of DKK 58,327 thousand at 31 December 2016 have been provided as collateral for mortgages of DKK 60,000 thousand.
- The Company's Trailers and Trade receivables with a carrying amount of DKK 289,161 thousand at 31 December 2016 have been provided as a collateral for mortgages of DKK 70,000 thousand. are secured by a cross guarantee to the lenders against amounts drawn down under this facility along with all group companies.

The guarantee towards other companies is limited to an amount equal to or the greater of

- The equity at the date of the accession of the agreement (255,490 thousand)
- The equity at the date when a claim for payment is made against the company

8 Proposed distribution of profit/loss

DKK'000	2016	2015
Proposed dividends	0	0
Retained earnings	-12,910	-40,358
	-12,910	-40,358