

# ANNUAL REPORT

## SKAMOL A/S



# 2013

Approved at the annual general meeting 24/4-2014

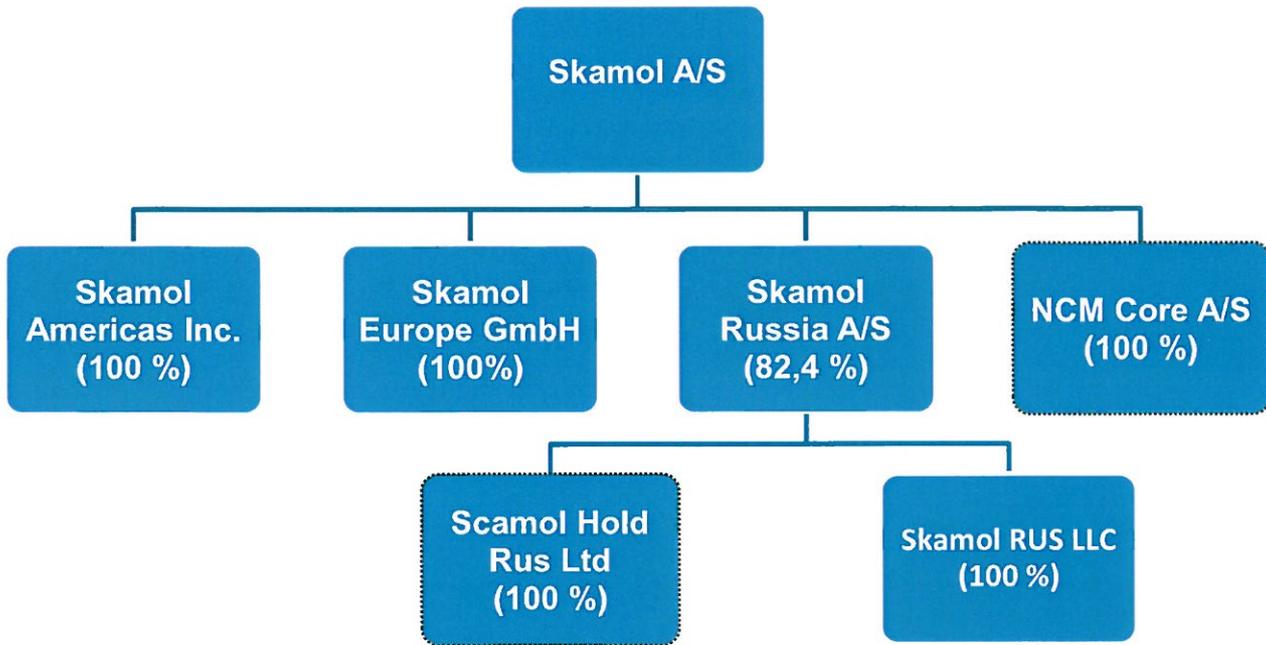


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Chairman, Bo Rygaard

## Contents

1. Corporate overview
2. Addresses
3. Key figures 2009-2013
4. Supervisory Board, Executive Board and Auditors
5. Management review
8. CSR reporting
10. Accounting policies
13. Income statement
14. Balance sheets
16. Cash flow statement
17. Statement of changes in equity
18. Notes on the accounts
23. Statement by the Board
24. Auditors' report



Companies without operational activity are marked with a dashed box.

The companies Skamol Europe GmbH and Skamol Americas Inc. are sales companies.

During the year and with effect from January 1, 2013 the companies P-SKA 2007 A/S and Skamol Holding A/S have been liquidated and merged into the company Skamol A/S. Comparative figures have not been changed.

The merger only has an insignificant impact on the profit and loss statement, but has resulted in an increasing balance sum of approximately DKK 70 mill. on goodwill, which has been balanced through a reduction of receivables with affiliated companies.

## ADDRESSES

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Skamol A/S	Østergade 58-60, 7900 Nykøbing Mors, Denmark Telephone : +45 97 72 15 33 Facsimile : +45 97 72 49 75
Skamol Americas Inc. -Owner share 100%	10100 Park Cedar Drive, Suite 124, Charlotte, NC.128210, USA Telephone : +1 704 544 1015 Facsimile : +1 704 544 1239
Skamol Europe GmbH -Owner share 100%	Düsseldorfer Str. 88, D-40667 Meerbusch, Germany Telephone : +49 2131 10 640 Facsimile : +49 2131 10 6464
NCM Core A/S -Owner share 100%	Østergade 58-60, 7900 Nykøbing Mors, Denmark Telephone : +45 98 25 25 26 Facsimile : +45 98 25 25 34
Skamol Russia A/S -Owner share 82,4 %	Østergade 58-60, 7900 Nykøbing Mors, Denmark Telephone : +45 97 72 15 33 Facsimile : +45 97 72 49 75
Scamol Rus Hol - Owner share 100 %	12 Kennedy Avenue Kennedy Business Centre, 2 floor, 1087 Nicosia, Cyprus P.O. Box 24293, 1703 Nicosia, Cyprus
Skamol RUS LLC -Owner share 100 %	12 Lomonosova Street, Inza, Ulyanovskaya Oblast 433031, Russian Federation

## KEY FIGURES 2009-2013

### Skamol A/S

DKK 1,000	2013	2012	2011	2010	2009
1. Revenue	316	303	334	270	242
2. EBITDA (adjusted)	80	77	74	41	23
3. Operating profit	50	58	55	21	8
4. Net financials etc.	-8	1	-3	-3	-4
5. Profit/loss before tax	42	59	52	18	4
6. Net profit/loss after tax	28	44	35	12	3
7. Balance sheet total	409	357	329	315	312
8. Share capital	43	43	43	43	43
9. Equity	217	201	156	120	109
10. Equity incl. Minorities	224	208	162	127	114
11. Net assets	297	284	260	243	231
12. Investments in property, plant and equipment	10	8	8	16	51
13. Investments in intangible assets	0	7	8	14	59
14. Net debt	64	66	88	109	106
15. Cash flows from operating activities	63	47	69	24	69
16. Cash flows from investing activities	-11	-13	-16	-27	-107
17. Available cash flow	52	34	53	-3	-38
18. Number of fulltime employees	385	404	419	445	171
19. EBITDA margin	25%	25%	22%	15%	10%
20. Profit margin	16%	19%	16%	8%	3%
21. ROIC (return on invested capital)	13%	15%	16%	6%	3%
22. Debt ratio	21%	23%	34%	45%	46%
23. Solidity incl. Minority interests	55%	58%	49%	40%	37%
24. Return on equity in %	13%	25%	26%	10%	3%
25. Return on equity incl. Minorities in %	13%	24%	25%	10%	3%

Key figures have been calculated in accordance with the recommendations by the Danish Society of Financial Analysts.

NOPAT	=	Operating profit/loss after tax	Debt ratio	=	$\frac{\text{Net debt} * 100}{\text{Net assets}}$
Net assets	=	Non-current assets + working capital	Return on equity in %	=	$\frac{\text{Net profit/loss for the year} * 100}{\text{Average equity}}$
Net debt	=	Interest-bearing debt - cash and cash equivalents and investments	Operating margin	=	$\frac{\text{Operating profit} * 100}{\text{Turnover}}$
ROIC	=	$\frac{\text{NOPAT} * 100}{\text{net assets}}$	EBITDA margin	=	$\frac{\text{Operating profit before depreciation} * 100}{\text{Turnover}}$

## Supervisory Board

Bo Rygaard, Chairman  
Thomas Broe-Andersen, Partner in FSN Capital  
Jussi Salokangas, Director in FSN Capital  
Curt Germundsson  
Mette Feldstedt, employee representative  
Jørgen Bak, employee representative

All board members except the employee representatives are designated by FSN Capital.

## Executive Board

Jesper Kirkeby Hansen, CEO  
Per Rahbech, CFO  
Claus Arne Jørgensen, COO

## Auditors

PricewaterhouseCoopers  
Chartered Public Accountants

## Group structure

The parent company directly above the company in the group-structure is:

FSN SKA A/S, Nykøbing Mors

At the balance sheet date Skamol AS was owned by:

FSN Capital III Limited Partnership owned 95.3 % of the Skamol-group through FSN SKA A/S

The remaining part of the Skamol-group was owned by other investors (2.6 %) and members of the managing staff (2.1 %).

## General guidelines

FSN SKA A/S observes the guidelines for working out of the annual report worked out by DVCA (Danish Venture Capital and Private Equity Association).

Information about DVCA, see [www.dvca.dk](http://www.dvca.dk)

Information about FSN-Capital, see [www.fsncapital.no](http://www.fsncapital.no)

Information aboutom Skamol, see [www.skamol.com](http://www.skamol.com)

## Corporate Governance

In 2013, a total of 6 board meetings were held in Skamol. Board committees have not been established.

The general meeting has not adopted specific authorizations for e.g. allocations.

## Objectives and strategy

As of February 1, 2013 Skamol was acquired by FSN Capital. Under the new ownership 2013 has, therefore, been an exciting and eventful year for Skamol, where new goals have been set.

2013 was yet another good year for Skamol. Despite difficult conditions for several of the industries, Skamol is serving, both turnover and earnings increased at the same time as the company continued its entry into a number of strategically important markets. As a natural consequence of this the company was also adjusted to be able to manage the market expansion.

Skamol's business is based on the production of high temperature insulation based on the materials Moler, Vermiculite and Calcium Silicate. Besides this the company produces and sells a number of other high-temperature products - including some trade products.

A comprehensive strategy work has confirmed and further developed the overall strategy for Skamol, which within a number of years shall secure a significant growth within high-temperature insulation for the primary aluminium industry, cement and steel production and other high-temperature industries, as well as the supply of insulation materials to producers of stoves and fireplaces. In addition, Skamol will continue to secure a role on several markets as supplier of high-temperature insulation materials for the multitude of applications that Skamol products allow.

In 2013 Skamol has geared the company for continued growth. Investments have been made in employees for development and for sales and marketing, and at more of the company's plants capacity has been increased ongoing so that the growth goals can be fulfilled.

Skamol's strategy is aimed at growth in areas of the world with a high potential growth of Skamol products, which means that the BRIK countries and other third World countries form an important part of the strategy.

As part of the company's DNA, Skamol continues working with optimisation projects in all shapes and sizes. This shows through ongoing investments in machines and equipment, but also in the form of projects standardising administrative procedures and processes across business areas.

Skamol not only supplies products contribution to reducing emissions and pollution all over the world. Skamol also takes the lead in this work and has in 2013 entered into an agreement with a district heating plant, which secures that waste heat from Skamol can be used by citizens, who in this way gets cheaper heat at the same time as the emission of CO<sub>2</sub> is reduced. An example showing that Skamol is ready to lead the way

in order to obtain alternative solutions of benefit to the environment.

In general, Skamol experienced a soaring increase in the demand for vermiculite products. The growth is mainly seen within pot sets and standard boards. Also coated products experienced heavy growth, which is a result of Skamol's strategy about further product refinement. In addition to this the plant had focus on the work with a number of initiatives, which in co-operation with our customers shall secure further optimisation of quality and delivery performance.

Also in 2013 Skamol's production of calcium silicate products developed positively, and the plant reached a preliminary peak in produced amounts as a result of a steadily increasing demand for calcium silicate products. Energy costs are still one of this plant's largest cost drivers, and through a number of investment projects at the plant in 2013 these costs were reduced heavily.

However, during 2013 Skamol's sales of moler products developed negatively. Several of the cyclic industries served from this plant had a difficult 2013. Therefore, this plant experienced a declining turnover and activity level, and through most of 2013 the production took place at only one kiln. However, despite the difficult market conditions it has been possible to implement a lot of initiatives with the result that the plant is running more efficiently than seen previously. Now, it is possible to produce a considerably larger amount of products than ever at only one kiln.

In 2013 the subsidiary Skamol RUS LLC also had a difficult year. Just as the Moler Brick Plant this company serves a number of cyclic industries, which are awaiting a real upturn. At the same time the market conditions in Russia are becoming more and more difficult due to declining growth in the society. However, further upgrading of the commercial staff shall secure growth on the Russian market, as we still believe this is realistic to achieve.

Also at the Russian plant a lot of improvement measures are implemented in order to reduce consumption of energy and materials. At the same time the organisation is upgraded with technical competences so that further upgrading of skill can take place at the plant.

Generally, the positive trend is expected to continue in 2014.

## Market development and sales

Skamol's turnover was DKK 315 million in 2013 against DKK 303 million in 2012. The increase in turnover was expected to be higher, but difficult market conditions within among others Aluminium and the Cement and Steel Industry caused challenges for this part of our business.

The turnover in 2013 is the second highest in Skamol's history, but is not satisfactory in the light of Skamol's growth ambitions.

A number of Skamol's business areas continued developing positively in 2013. Sales within the business areas for fireplace surrounds, wood-burning stoves, and mould remediation developed positively, while the sales within more heavy industries showed larger deviations.

Further, Skamol experienced large deviations between geographic markets, with a positive tendency on Middle Eastern markets, while East European and European markets were more challenging in 2013.

An important part of Skamol's strategy is to use the strong position on the Russian market to introduce products produced in Denmark on the Russian market and vice versa. Also in 2013 Skamol experienced increasing demands from the respective markets. On the Russian market especially calcium silicate products for among others fireplace surrounds have gained a foothold, but also other products are being launched at the Russian market.

At Skamol's traditional markets in Western Europe the launch of Russian bricks has created possibility for launch of a broader product portfolio for the high-temperature industry, which will result in an improved competitive situation for the company.

## Manufacturing and Product Development

Through a targeted effort Skamol has also in 2013 been able to reduce production costs at the company's plants. Investment projects have been implemented, which have partly automated the production further and partly reduced the energy consumption per produced unit. Further, several LEAN courses have been held for the employees, which has also contributed to a further optimization of the plants.

As regards product development Skamol is still working on many interesting projects, and in 2013 large size moler bricks were successfully launched on the market.

To optimise the product development further test facilities have been established in Rødning in order to secure a quicker introduction of new products into the market.

Further, Skamol has a goal to secure access to raw materials at a competitive price by having access to at least two main suppliers of important raw materials.

## Risk Management

The company focuses on both internal and external risks.

The Supervisory Board defines the overall framework for managing interest rates and exchange rate risks and the company's insurance policy is also approved by the Board.

Internal risks are eliminated through policies and procedures that address the issues. Furthermore, the company works with risk management through internal KPI follow-up, among others through follow-up on unsaleable stocks.

The development of Skamol's IT infrastructure is also an important priority for the company, and in 2013 projects have been implemented, which contribute to optimize and secure work routines for Skamol's employees. Further, an IT Security Policy has been worked out with the purpose of securing decisions as to system risks, surveillance problems and so on.

Also in 2013 the person-dependence was reduced through the standardization of work routines, which has been implemented in several departments. Further, the company works with job rotation so that backup of key functions is secured optimally. Also in 2013 the staff upgrade continued, and this is an important prerequisite for securing the growth strategy, which Skamol intends to carry through.

The company has also addressed external risks and in 2013 continued the work to secure raw material supplies by securing minimum two suppliers of selected raw materials.

## Financial Risks

In connection with FSN Capital's acquisition of Skamol a complete refinancing of the company has taken place. For the whole Skamol Group the net interest-bearing debt amounted to DKK 220 million at the end of 2013. This is a reduction of the net interest-bearing debt since FSN Capital's acquisition of the company at a total of DKK 48 million.

Compared to the established drawing right, Skamol has a cash position of totally DKK 120 million in 2013.

The company follows a financial policy, which operates with a low risk profile so that currency and credit risks only occur due to commercial circumstances.

As an international company Skamol Group is exposed to risks related to currency transactions in connection with the purchase and sale of goods and services. It is Group policy to undertake identification of currency risks on current transactions. Skamol Group's main currencies are EUR, USD and RUR. The RUR is not secured. The total value of currency contracts at exchange rates applicable at balance date is DKK 0.4 million.

The costs of Skamol's Russian subsidiary are primarily in Roubles, whereas sales are approximately 90 % in RUR and the rest in EUR and USD, which means that Skamol's total earnings are sensitive to fluctuations in the exchange rate of the Rouble. During all of 2013 RUR has shown sign of weakness concurrently with the challenges for the Russian economy, and the currency has been devalued by 5 - 6 % through 2013.

It is Group policy to optimize the loan portfolio through continuous adjustments and to carry out an ongoing assessment of optimization opportunities.

## **Result, Balance and Cash Flow**

*The figures in brackets are 2012-figures*

The turnover increased in 2013 to DKK 316 million (DKK 303 million), while EBITDA was DKK 74.9 million (DKK 77.2 million) corresponding to 23.7 % (25.2 %) of the turnover.

EBITDA before non-recurrent expenditures (adjusted EBITDA) amounted to DKK 80.1 million corresponding to 25.3 % of the turnover. Depreciations were DKK 25 million (DKK 18.9 million). EBIT was DKK 49.8 million (DKK 58.4 million). The result before tax was DKK 42.3 million (DKK 59.4 million).

The total balance was DKK 409 million (DKK 357 million).

In 2013 the balance is influenced by the implemented merger between the companies P-SKA of 2007, Skamol Holding and Skamol A/S. The merger has no influence on the result or cashflow for the company

Regarding the remuneration of Executive Board and Supervisory Board, refer to financial statement note 4.

## **Outlook for 2014**

Skamol is optimistic about the development for the coming year, and the company expects increasing turnover in the years to come, including an increasing activity in 2014.

The expectations for a positive development in the global economy, and especially the American, are considered to create better growth conditions for Skamol. However, several cyclic segments have a longer

reaction time to the growth signals seen in the world, why more of these must be expected only to realize growth to a modest extent in 2014.

Through the last year Skamol has established dialogue with a number of customers and business partners within a number of strategic growth areas. Skamol records a great interest for the company's products, and Skamol expects that already in 2014 part of this will result in increasing sales.

Overall, Skamol still estimates that there is a large growth potential for Skamol's products worldwide. Skamol is a company, which via its products can help the customers and the surroundings to a more green profile through energy and emission reducing provisions, as this is also an important part of the political agenda.

In 2014 Skamol expects a continued increase in EBITDA compared to 2013, and a positive cash flow from operations.

### **Corporate Social Responsibility**

Skamol recognizes its responsibility to contribute to sustainable development and sees a good correlation between taking on social responsibility, while the company's growth and earnings increase.

Skamol's CSR work is based on the company's core business, FSN Capital's Code of Conduct, and principles of the UN Global Compact. Skamol ensures compliance with human rights and workers' rights through Skamol Code of Conduct, based on UN guidelines for corporate work. Skamol attaches importance to ensuring a well-documented, safe working environment and high safety standards in the production plants and all three plants in Denmark have at a risk-based supervision achieved a green smiley by the Labour Inspectorate.

Skamol undertakes to meet the applicable environmental legislation, in a fruitful co-operation with public partners, and to work on sustainable use of raw materials and energy resources, including the reduction of waste and losses in the production processes. At the same time an increasing part of the remaining product waste is recycled, and now a larger part of the remaining part of the waste - which cannot be reused - is sold to third party, which reduces the remaining part to be deposited.

### **Environment & Energy Consumption**

Skamol complies with FSN Capital's Code of Conduct.

Skamol's environmental impacts are seen mainly in connection with consumption of energy, and the consequent emission of among others CO<sub>2</sub>, and mining of Moler.

Installations for reduction of environmental impacts in the form of dust filtration and sludge treatment plants are found as integral and monitored parts of the production. In principle, as much filtered material as possible is reused, whereas waste that cannot be reused in Skamol is sold as raw material to other companies or as a last resort is disposed in controlled landfills.

Also in 2014 projects will be initiated to reduce energy consumption and environmental impact.

Skamol has a strong focus on reducing the company's impact on internal and external environment. This is done continuously in production through the reduction of waste production and recycling where possible.

In 2014 Skamol will implement a project, where surplus heat from the Calcium Silicate Plant via pipelines will be lead to Fur, an Island in the Limfjord, and be used by the district heating customers at the island, an advantage for the environment, the company, and the district heating customers. The project is a clear example showing that Skamol seeks alternative ways in the efforts to create energy saving solutions to the benefit of the environment. In all, the expectation is a reduced emission of more than 1,550 tons CO<sub>2</sub> corresponding to the emission from approximately 200 households at Fur.

Skamol also focuses on reducing the consumption of energy and resources both by developing new products and by changing processes.

Skamol monitors greenhouse gases such as CO<sub>2</sub>, NO<sub>x</sub> and SO<sub>x</sub>, which are all emitted from Skamol's plants.

In 2013 Skamol has implemented a renovation and process improvement at the Calcium Silicate Plant so that the process wastewater, which is presently discharged into Selde Vig, has been reduced as regards content of substances, and Skamol has on its' own initiative prepared that a possible discharge can be made into a less sensitive area in future.

As a minimum, the company's production is carried out in compliance with the requirements of relevant authorities for environmental and occupational safety. If at key areas no demands are formulated by the authorities, the company evaluates the need to set requirements. For all production sites targets are set for improvement in the environmental and safety areas and plans are made for achieving these goals. The progress is closely monitored to ensure that the objectives are met.

The production of Skamol's products results in relatively high energy consumption and involves the excavation of natural resources in sensitive areas. Skamol considers it top priority for the company that the production is undertaken with the utmost consideration of sustainability and accountability.

Skamol's products are heat insulating and therefore aimed to reduce energy consumption during use. The amount of energy used for production of a Skamol product, is typically saved within the first day of use, while the life of the products typically is between 5 and 25 years. For this reason Skamol products fit very well into the global goals of increased awareness on energy saving measures.

The excavation of Moler is carried out according to excavation and restoration plans established on a voluntary basis in cooperation with a working group with members from the Moler producers, Ministry of Environment, Conservation Authority and relevant municipalities. The working group monitors the excavation and restoration work and holds an annual meeting to explain the activities of the past year and plans for the coming year. The diatomaceous deposits are on the candidate list to the UNESCO World Heritage of natural heritage, and it is therefore important that the excavation and restoration is carried out in respect for nature.

### **Employee Relations and Relations to the Surrounding Society**

At the end of 2013 Skamol employed 385 employees. Of these, 156 employees in Denmark, 226 employees in Russia and 3 employees in the U.S. Compared to 2012, the total number of employees dropped by 19.

The number of employees in Russia is expected to decrease, while the number of employees in Denmark is expected to increase slightly.

Skamol's Board has outlined target figures for number of under-represented sex in the top management segment. It is the Board's goal that if possible the mix of the Board shall be balanced so that each sex as a minimum is represented by 1/3 of the complete Board. This goal is not met, as the Board is made up by one woman and five men.

Skamol also has a fixed goal for the number of under-represented sex in the other management segments. It is the company's goal to obtain a balanced make-up between male and female managers. In 2013 there was a change on a single management position. Here a female manager was appointed. Skamol has not yet obtained a balanced make-up between male and female managers. This is expected to take a number of years and will form part of the basis for decisions in connection with recruitment and advancements of new managers.

Skamol has worked out guidelines with regard to values and ethics. In this way the company has mutual codes of conduct applicable for all employees as regards ethical guidelines and code of conduct.

Skamol complies with the guidelines in the Code of Conduct, based on UN and EU human rights conventions and the ILO (International Labour Organization) conventions protecting labour rights and child labour. This means that Skamol does not tolerate forced labour, child labour and the employment of minors, and that any form of discrimination in employment and working conditions is prohibited. Skamol does not tolerate discrimination under any circumstance, and employees have the right freely to organize, express themselves and participate in or choose people to collective bodies for both cooperation and safety at work. According to Danish legislation the employee representatives participate in the board's work in Skamol A/S, see below.

Skamol regularly visits its key suppliers, focusing on their compliance with the ILO conventions.

Wages and working conditions are determined in Denmark, through national and local agreements. In Russia, the terms and rights are to a greater extent determined by legislation, regulations and codes. As a minimum, Skamol adheres to national law applicable for working hours and freedom. In Russia an action plan for CSR issues has been made and the progress shown in the annual CSR report. Since Skamol's takeover of the company at the end of 2009, a wide range of CSR related improvements have been implemented at the company. For instance, the welfare facilities, such as bathing facilities etc. have been greatly improved, office facilities have been refurbished recently with access to air conditioning at the workstations, excessive noise and dust reduced activity in production have been

implemented, and energy saving measures are being, and has been, implemented in production.

Skamol constantly seeks to ensure the right people for the right jobs. This is done through performance reviews and HR audits, where the strengths and weaknesses and possible development potential and requirements are identified.

Skamol intends to secure knowledge resources on a level, which creates a competitive advantage for the company. Therefore, Skamol focuses on competency development, both on group and individual level, where this can contribute to creating a stronger Skamol in future. In 2013 Skamol has specifically carried through LEAN and process training for all employees at two Danish plants with a view to a competency development in the company's production plants.

Interviews with sick employees are carried out in order to maintain their connection to the company, while the reasons for any work accidents are analysed in order to reduce risks. In 2013 Skamol has had two work-related injuries with sickness absenteeism.

Skamol's cooperation organisation, The Works Council, has an ongoing focus on job satisfaction and employee satisfaction. This topic is a fixed item on the agenda for all meetings. Besides, Skamol has decided to measure the development in employee satisfaction regularly.

### **Corruption**

Skamol does not allow corruption in any form. Thus, it is not allowed Skamol employees to accept gifts or the like exceeding triviality level. It is also not allowed Skamol employees to provide improper benefits to customers, business partners, authorities or similar. Likewise, requests for bribes are rejected.

### **Management**

Since 2013 FSN Capital is the owner of Skamol with a capital share of 95.3 %. In 2013 the Board was composed of the following members:

Bo Rygaard, Chairman  
Curt Germundsson  
Thomas Broe-Andersen  
Jussi Salokangas  
Mette Feldstedt, employee representative  
Jørgen Bak, employee representative

Employee representatives are elected for the Skamol A/S Board of Directors. The company complies with the notice about employee representation in public and private companies of the 1st July 2010. The latest election of employee representatives took place in 2011. Two employee representatives are elected to the Board of Skamol A/S.

## **Basis of accounting**

The Annual Report for 2013 has been prepared in accordance with the Statements Act for large companies reporting class C.

## **Recognition and Measurement**

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are described for each item below.

## **Basis of consolidation**

The consolidated financial statements include Skamol A/S (the Parent) and the subsidiaries in which the Parent has direct or indirect stake in the form of at least 50 per cent of the voting rights or in any other way has control. The corporate structure is shown on page 1. Furthermore, enterprises which are owned and managed together with others and in which the parties exercise their control jointly are included through pro rata consolidation in the consolidated financial statements. Pro rata consolidated companies are included in the consolidated financial statements with a share equal to the Group's shareholding in these companies.

The consolidated financial statements are prepared based on the audited financial statements of the parent company, subsidiaries and pro rata consolidated companies through a consolidation of items of similar nature. Intra-group income and expenditure, shareholdings, balances, dividends and unrealised profits and losses have been eliminated.

Income statements of subsidiaries are translated at average exchange rates and balance sheets are translated at the closing exchange rate. Exchange differences arising on translation of subsidiaries' equity beginning of the year and from the translation of subsidiaries' income statements at average exchange rates are recognised directly in equity. On acquisition of new subsidiaries and affiliates, the difference between purchase price and the acquired company's net asset value is calculated at the time of acquisition, after the individual assets and liabilities are adjusted to fair value (purchase method). Positive differences (goodwill) are recognised under intangible assets and depreciated over the expected life, which can represent up to 20 years.

Minority interests include the share of subsidiaries' profit/loss after tax and equity attributable to minority shareholders.

The subsidiary Skamol Russia A/S is consolidated into the accounts based on the management report received. The data have not been reviewed by local accountants, but include operating results for one month only.

## **Foreign currency translation**

The Group's Danish companies convert transactions in foreign currency during the year at average rates. Gains and losses arising between the average and the price of pay-day are recognised in the income statement.

Receivables, payables and other monetary items denominated in foreign currencies are translated into Danish kroner at the closing exchange rates. Differences between the closing rate and average rate are recognised in the income statement.

Currency exchange translations of loans and lending in foreign currencies that are considered as security or as addition to investments in foreign subsidiaries are recognised directly in equity.

## **Derivative financial instruments**

Derivative financial instruments are measured at initial recognition in the balance sheet at cost and subsequently measured

at fair value. Positive and negative fair values of derivative financial instruments are included in other receivables as assets or in other payables under liabilities.

Changes from cost to fair value of derivative financial instruments that are designated and effective as hedges of expected future transactions related to buying and selling in foreign currency are recognised in equity under retained earnings. If the expected future transaction results in the recognition of assets or liabilities, amounts that are recognised in equity will be transferred from equity and recognised in the cost of the asset or the liability. If future transactions result in income or expenses, amounts that are recognised in equity will be transferred to the income statement. The transfer happens in the same period in which the hedged transaction is implemented.

## **Revenue**

Net turnover includes the invoiced turnover if delivery and transfer of risk to the buyer has taken place within the year, and is recorded net of discounts that are directly related to sales.

## **Cost of sales**

Comprises the consumption of raw materials, including delivery costs, repairs and maintenance, payroll, remuneration and other costs of sales as well as depreciation.

## **Sales and distribution costs**

Include costs incurred in connection with marketing and sales, including payroll and remuneration, rent, advertising, freight, customs duties and depreciation

## **Administrative expenses**

Comprise payroll for administrative staff and management plus other office costs, including depreciation, bad debts, IT operations and canteen costs.

## **Research and development costs**

Include remuneration and payroll and other costs, including depreciation, which relate to the Group's research and development activities. These costs also include costs incurred in respect of development projects, where such costs do not fulfil the capitalisation requirements. Also included are costs incurred on an ongoing basis in connection with the maintenance of registration rights in respect of the Group's products.

## **Other operating income**

Includes income of a secondary nature in relation to the companies' main objectives, including profit/loss of non-commercial derivative instruments, the disposal of fixed assets and royalties.

## **Financial income and expenses**

Include interest income, revaluation of portfolio investments (securities etc.) and allowances according to the on-account tax rules.

## **Balance sheet**

## **Intangible assets**

## **Excavation rights, know-how and goodwill**

Excavation rights, know-how and goodwill are measured at cost less accumulated depreciation and impairment losses. Depreciation is calculated linearly over the expected life of the assets, which constitutes 5 to 20 years.

## Development projects

Costs related to development projects, including costs to achieve sales and registration rights etc., are recognised - if certain criteria are met - under intangible assets and measured at cost less accumulated depreciation and amortisation. Activation requires adequate security for future expenses.

## Tangible assets

Tangible assets are measured at cost less accumulated depreciation and impairment losses. Cost includes purchase price and costs directly attributable to the acquisition until the date when the asset is ready to be put into operation. The cost of own production of non-current assets includes direct and indirect expenses incurred in respect of wages and salaries, consumption of materials and subcontractors.

Interest expenses on loans taken directly to fund the production of tangible fixed assets are recognised in cost during the production period. All indirectly attributable borrowing costs are recognised in income statement

Depreciation is calculated linearly over the expected lifetime as stated below:

Office and laboratory buildings, residential and rental properties, garages	50 years
Production and factory buildings, roads	15-50 years
Technical plants and machinery	8-20 years
Fixtures and fittings, tools and equipment	3-5 years
Own Moler deposits	20 years

Leases in respect of property, plant and equipment in which the individual enterprises have all the material risks and rewards of ownership (finance leases), are recognised in the balance sheet at the time of acquisition at the present value of future lease payments.

## Impairment of intangible and tangible fixed assets

The carrying amount of intangible and tangible fixed assets are assessed on a continuing basis to decide whether there is an indication of impairment losses in excess of what is expressed in the amortisation and depreciation. In such cases, the asset's recoverable amount is assessed and the asset is written down to the lower of this recoverable amount and the carrying amount. The recoverable amount of the asset is stated as the higher of the expected net selling price and the estimated value in use.

## Financial assets

### Investments in subsidiaries and associates

Investments in subsidiaries and associates are recognised and measured according to the equity method.

The proportionate share of profit/loss for the year, adjusted for unrealised intra-group gains or losses, is recognised under the items "Income from subsidiaries" and "Share of profit/loss in associates".

The balance includes under "Investments in subsidiaries" and "Investments in associates" the pro rata ownership share of the net asset value calculated in accordance with the parent's accounting practices, minus or plus unrealised intra-group gains or losses, plus goodwill.

The total net revaluation of investments in subsidiaries and associates is transferred for profit sharing to " Reserve for net revaluation under the equity method Reserve for net revaluation in accordance with the equity method" under equity.

## Inventories

Inventories are stated at the lower of cost and net realisable value according to the average cost formula. The net realisable value is assessed on an individual basis.

Cost of finished goods and work in progress comprises labour costs, raw materials and energy plus indirect production overheads. Indirect production costs include labour costs in production, maintenance and depreciation etc. Financing costs are not included.

Stock of strategic spare parts are capitalized and included at cost price.

## Receivables

Receivables are measured at amortised cost, which for short unremunerated receivables and floating-rate loans usually corresponds to the nominal value. A write down to net realizable value is performed, if this value is lower. Net realizable value is determined based on an individual assessment of individual receivables.

## Securities (current assets)

The securities portfolio consists of unlisted shares. This item is classified as trading book and is measured at fair value at balance sheet date.

## Equity

### Dividend

Dividend is recognised as a liability at the time of adoption by the general meeting. Proposed dividend for the financial year is shown as a separate item under equity.

### Provisions

Provisions are recognised when the Company as a result of events occurring before or on the balance sheet date has a legal or constructive obligation, and it is likely that it will lose economic benefits to settle the obligation.

### Corporation tax and deferred tax

The parent company is jointly taxed with all Danish group companies. Tax on taxable income is distributed to Danish companies in proportion to their taxable income (full distribution with reimbursement of fiscal deficit). The jointly taxed companies are included in the interim tax-quota scheme.

Current tax payable is based on the taxable profit for the year. The Group's tax liability is calculated using the tax rates at the balance sheet date. The tax for the year, comprising the expected current tax for the year and deferred tax for the year, is recognised in the income statement with the portion attributable to the profit/loss for the year and directly in equity with the portion attributable to items recognised directly in equity.

Current tax is recognised in the balance under receivables where excess on-account tax has been paid and under payables where the on-account tax paid does not cover the current tax.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amounts of assets and liabilities. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities when transactions do not affect the tax or accounting result.

The carrying amount of deferred tax assets is reviewed on the balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the deferred asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, provided they relate to taxes levied by the same taxation authority and when the Group intends to settle current tax assets and liabilities on a net basis.

## **Liabilities**

All the Company's liabilities are scheduled to be held to maturity, and thus measured at amortised cost.

For fixed rate loans as mortgages and loans from credit institutions the use of amortised cost means that borrowings are recognised at proceeds received deducted transaction costs incurred. In subsequent periods, loans are measured at amortised cost equal to the capitalised value using the effective interest rate, so that the difference between proceeds and the nominal value is recognised in the profit/loss over the loan period.

## **Leasing**

Lease commitments relating to finance leases are recognised in the balance sheet as liabilities and measured at the time of contract at the present value of future lease payments. After the initial recognition the lease obligations will be measured at amortised cost. The difference between the present value and the nominal value of the lease payments is recognised in the income statement over the duration of the lease as a financial cost.

Lease payments under operating leases are charged to income on a straight-line basis over the term of the relevant lease.

For other payables, the amortised cost is equivalent to the nominal value.

## **Cash flow statement**

The cash flow statement is presented using the indirect method based on net profit and shows cash flows for the year divided into cash flows from operating, investing and financing activities.

Cash flows from operating activities are calculated as profit before tax adjusted for non cash items and changes in working capital, deducted interest paid and tax.

Cash flows from investing activities include cash flows from purchases and sales of fixed assets.

Cash flows from financing activities include cash flows from the raising and repayment of long term debt, profit sharing and dividends.

Cash and cash equivalents comprise cash and investments less the share of the short-term bank debt included in the Company's continuous liquidity management.

The cash flow statement cannot be compiled exclusively on the basis of the published financial statements.

**INCOME STATEMENT AT JANUARY 1-DECEMBER 31**

DKK 1,000	Note	Group		Parent	
		2013	2012	2013	2012
<b>Revenue</b>	1	<b>315.708</b>	303.398	<b>280.556</b>	268.449
Cost of sales	2	<b>-175.203</b>	-168.907	<b>-162.029</b>	-157.923
<b>Gross profit/loss</b>		<b>140.505</b>	134.491	<b>118.527</b>	110.526
Other operating income	3	<b>78</b>	1.447	<b>60</b>	1.426
External costs	5	<b>-22.969</b>	-18.833	<b>-21.212</b>	-15.665
Staff costs	2,4	<b>-42.762</b>	-39.854	<b>-34.583</b>	-31.286
<b>Operation profit (EBITDA)</b>		<b>74.852</b>	77.251	<b>62.792</b>	65.001
Depreciation and amortization		<b>-25.033</b>	-18.901	<b>-19.526</b>	-13.606
<b>Profit before financing costs (EBIT)</b>		<b>49.819</b>	58.350	<b>43.266</b>	51.395
Share of profit/loss in subsidiaries		-	-	<b>99</b>	1.464
Share of profit/loss in associates		-	1.444	-	1.444
Financials	6	<b>-7.554</b>	-375	<b>-3.630</b>	3.567
<b>Profit/loss before tax</b>		<b>42.265</b>	59.419	<b>39.735</b>	57.870
Tax on profit/loss for the year	7	<b>-14.202</b>	-14.885	<b>-11.672</b>	-13.336
<b>Net profit/loss after tax</b>		<b>28.063</b>	44.534	<b>28.063</b>	44.534
Share of profit/loss attributable to minority interests		<b>34</b>	-159	<b>34</b>	-159
<b>Share of profit/loss for the year, Skamol A/S</b>		<b>28.097</b>	44.375	<b>28.097</b>	44.375
<b>Proposed appropriation of profits:</b>					
Revenue		-	-	-	-
Transferred to retained profits		<b>28.097</b>	44.375	<b>28.097</b>	44.375
<b>Total</b>		<b>28.097</b>	44.375	<b>28.097</b>	44.375

**BALANCE SHEET AS AT DECEMBER 31**

**ASSETS**

DKK 1,000	Note	Group		Parent	
		2013	2012	2013	2012
<b>Non-current assets</b>					
<b>Intangible assets</b>					
	8				
Goodwill		138.895	71.234	71.820	-
Excavation rights		876	1.027	345	371
Projects		2.801	1.565	2.801	1.565
Projects in progress		1.007	1.404	1.007	1.404
<b>Total intangible assets</b>		<b>143.579</b>	<b>75.230</b>	<b>75.973</b>	<b>3.340</b>
<b>Property, plant and equipment</b>					
	9				
Land and buildings		46.252	47.404	39.283	39.615
Technical plant and machinery		66.575	73.572	61.563	67.747
Fixtures and fittings, tools and equipment		2.402	3.289	1.497	1.953
Plant under construction		6.482	4.139	6.457	4.102
<b>Total property, plant and equipment</b>		<b>121.711</b>	<b>128.404</b>	<b>108.800</b>	<b>113.417</b>
<b>Financial assets</b>					
Investments in subsidiaries	10	-	-	51.482	54.785
Payable from subsidiaries		-	-	43.830	49.271
Deferred tax asset	7	2.919	3.201	-	-
<b>Total financial assets</b>		<b>2.919</b>	<b>3.201</b>	<b>95.312</b>	<b>104.056</b>
<b>Total non-current assets</b>		<b>268.209</b>	<b>206.835</b>	<b>280.085</b>	<b>220.813</b>
<b>Current assets</b>					
<b>Inventories</b>	11	<b>38.600</b>	<b>37.163</b>	<b>32.295</b>	<b>31.591</b>
<b>Receivables</b>					
Trade receivables		32.841	42.860	31.085	41.737
Receivables from subsidiaries		-	44.569	-	44.569
Other receivables		2.683	2.331	1.190	1.620
<b>Total receivables</b>		<b>35.524</b>	<b>89.760</b>	<b>32.275</b>	<b>87.926</b>
<b>Cash at bank and in hand</b>		<b>67.112</b>	<b>23.059</b>	<b>61.711</b>	<b>12.865</b>
<b>Total current assets</b>		<b>141.236</b>	<b>149.982</b>	<b>126.281</b>	<b>132.382</b>
<b>Total assets</b>		<b>409.445</b>	<b>356.817</b>	<b>406.366</b>	<b>353.195</b>

**BALANCE SHEET AS AT DECEMBER 31**

**LIABILITIES**

DKK 1,000	Note	Group		Parent	
		2013	2012	2013	2012
<b>Equity</b>					
Share capital	12	43.095	43.095	43.095	43.095
Retained earnings		174.326	158.289	174.326	158.289
<b>Total equity</b>		<b>217.421</b>	201.384	<b>217.421</b>	201.384
<b>Minority interests</b>	13	<b>6.167</b>	6.742	<b>6.167</b>	6.742
<b>Provisions</b>					
Deferred tax	7	8.161	7.566	8.073	6.486
Retirement benefit obligations		597	609	-	-
<b>Total provisions</b>		<b>8.758</b>	8.175	<b>8.073</b>	6.486
<b>Non-current liabilities</b>	14				
Credit institutions		-	48.199	-	48.199
Mortgage debt		-	1.190	-	1.190
Long-term bank debt		20.087	27.368	20.087	27.368
Employee bonds		-	169	-	169
<b>Total non-current liabilities</b>		<b>20.087</b>	76.926	<b>20.087</b>	76.926
<b>Current liabilities</b>					
Long-term debt falling due within one year		7.281	12.247	7.281	12.247
Debt to the bank		-	305	-	305
Trade payables		32.890	31.720	31.608	30.719
Amounts due to affiliated company		1.090	1.032	-	-
Payables to associates		103.397	14.131	103.482	13.862
Payables to subsidiaries		11.089	-	10.982	-
Payables taxes		1.265	4.155	1.265	4.524
<b>Total current liabilities</b>		<b>157.012</b>	63.590	<b>154.618</b>	61.657
<b>Total debt</b>		<b>177.099</b>	140.516	<b>174.705</b>	138.583
<b>Total liabilities</b>		<b>409.445</b>	356.817	<b>406.366</b>	353.195

## CASH FLOW STATEMENT AT JANUARY 1 - DECEMBER 31

DKK 1,000	Note	Group	
		2013	2012
Net profit/loss for the year after tax		80.052	77.251
Depreciation, amortisation and impairment losses, assets		-	-
Other adjustment	17	-7.188	-910
Change in working capital	15	5.423	-18.410
<b>Cash flows from ordinary activities</b>		<b>78.287</b>	<b>57.931</b>
Income taxes paid		-15.224	-10.754
<b>Cash flows from operating activities</b>		<b>63.063</b>	<b>47.177</b>
Acquisition of intangible assets	8	-17	-6.830
Acquisition of property, plant and equipment	9	-11.139	-8.467
Sale of property, plant and equipment		-	1.115
Sale of shares in associated companies		-	1.437
<b>Cash flows from investing activities</b>		<b>-11.156</b>	<b>-12.745</b>
<b>Available cash flows</b>		<b>51.907</b>	<b>34.432</b>
Raising and repayment of long-term debt, net		-7.220	-11.725
Extraordinary repayment of debt		-98.303	-
Balance associated companies		103.397	-10.301
Interests paid		-7.554	-2.089
<b>Cash flows from financing activities</b>		<b>-9.680</b>	<b>-24.115</b>
<b>Change in Cash at bank and in hand</b>		<b>42.227</b>	<b>10.317</b>
Cash at bank and in hand at January 1	16	24.885	12.437
<b>Cash at bank and in hand at December 31</b>		<b>67.112</b>	<b>22.754</b>
Security	18		
Contractual, surety and contingent liabilities	19		
Related parties	20		

## EQUITY STATEMENT

Amounts are DKK 1,000 unless otherwise stated

### Parent and Group

	Share capital	Retained earnings	Proposed dividend for the financial year	Total
Equity at January 1, 2012	43.095	158.289		201.384
Merger P-SKA and SKH		-8.525		-8.525
Exchange rate adjustment related to subsidiaries and associates		-2.635		0 0 -2.635
Adjustment of security instruments at fair value, end of year		-993		0 -993
Tax on changes in equity		93		93
Net profit/loss for the year		28.097		28.097
Equity at December 31, 2012	43.095	174.326	0	217.421
Equity at January 1, 2011	43.095	112.593		155.688
Exchange rate adjustment related to subsidiaries and associates		709		709
Adjustment of security instruments at fair value, end of year		665		665
Tax on changes in equity		-53		-53
Net profit/loss for the year		44.375		44.375
Equity at December 31, 2011	43.095	158.289	0	201.384

The share capital consists of 430,950 shares at DKK 100 each.

# NOTES ON THE ACCOUNTS 2013

Amounts are DKK 1,000 unless otherwise stated

Note 1. Revenue	Group		Parent	
	2013	2012	2013	2012
NAFTA- countries	20.413	36.105	20.413	36.102
Europe	118.484	112.838	115.863	112.841
The Nordic countries	67.378	57.043	67.378	57.043
Other	109.433	97.412	76.902	62.463
<b>Total</b>	<b>315.708</b>	<b>303.398</b>	<b>280.556</b>	<b>268.449</b>

Note 2. Production costs	Group		Parent	
	2013	2012	2013	2012
Product consumption	133.105	124.877	126.492	121.085
Write-down of inventories	475	740	475	740
Personnel costs	41.623	43.290	35.062	36.098
<b>Total</b>	<b>175.203</b>	<b>168.907</b>	<b>162.029</b>	<b>157.923</b>

Note 3. Other operating income	Group		Parent	
	2013	2012	2013	2012
Proceeds on disposal of non-current assets	6	1.172	6	1.151
Other income	72	275	54	275
<b>Total</b>	<b>78</b>	<b>1.447</b>	<b>60</b>	<b>1.426</b>

Note 4. Expenses	Group		Parent	
	2013	2012	2013	2012
Personnel costs include the following main items:				
Remuneration to Board of Executives and Board of Directors	4.876	3.918	4.876	3.918
Other wages and salaries	69.782	71.065	55.738	55.451
Remuneration to the Board	422	325	422	325
Social security expenses	3.517	3.083	3.094	2.631
Retirement benefit contributions and insurance	5.789	5.246	5.515	5.059
<b>Total staff costs</b>	<b>84.386</b>	<b>83.637</b>	<b>69.645</b>	<b>67.384</b>

Personnel costs are distributed as follows:				
Production costs	41.623	43.290	35.062	36.098
Sales & administrative costs	42.762	40.347	34.583	31.286
<b>Personnel costs total</b>	<b>84.386</b>	<b>83.637</b>	<b>69.645</b>	<b>67.384</b>

Members of the Board of Executives and other senior executives have a company car at their disposal.  
In the course of the year, the average number of employees was 156 in the parent company and 385 in the group.

	2012	arrivals	departures	2013
Skamol A/S	149	27	-20	156
USA	3	0	0	3
Skamol RUS	252	0	-26	226
<b>i alt</b>	<b>404</b>	<b>27</b>	<b>-46</b>	<b>385</b>

Note 5. Expenses external	Group		Parent	
	2013	2012	2013	2012
Remuneration of auditors elected by the general meeting				
Audit of annual report	189	188	189	188
Audit, other services	75	-	75	-
Other audit firms, audit of annual report	125	122	-	-
Other audit firms, other services	58	59	-	-
<b>Total</b>	<b>447</b>	<b>369</b>	<b>264</b>	<b>188</b>

## NOTES ON THE ACCOUNTS 2013

Amounts are DKK 1,000 unless otherwise stated

Note 6. Net financials	Group		Parent	
	2013	2012	2013	2012
<b>Interest receivable and similar income</b>				
Interest income from Group companies	-	1.064	3.941	5.194
Interest receivable	357	303	48	167
Capital gains, currency	816	2.621	798	2.479
<b>Total</b>	<b>1.173</b>	<b>3.988</b>	<b>4.787</b>	<b>7.840</b>
<b>Interest payable and similar expenses</b>				
Interest payable to affiliates	-4.397	-	-4.604	-40
Interest payable	-1.732	-2.373	-1.215	-2.444
Capital losses, currency	-2.598	-1.990	-2.598	-1.789
<b>Total</b>	<b>-8.727</b>	<b>-4.363</b>	<b>-8.417</b>	<b>-4.273</b>
<b>Total net financials</b>	<b>-7.554</b>	<b>-375</b>	<b>-3.630</b>	<b>3.567</b>

Note 7. Tax	Group		Parent	
	2013	2012	2013	2012
Current tax	12.974	13.493	9.734	12.551
Change in deferred tax and tax asset	877	1.392	1.587	785
Adjustment relating to previous years	444	-	444	-
<b>Tax for the year</b>	<b>14.295</b>	<b>14.885</b>	<b>11.765</b>	<b>13.336</b>
Broken down as follows:				
Income tax	14.202	14.833	11.672	13.284
Tax on equity changes	93	52	93	52
	<b>14.295</b>	<b>14.885</b>	<b>11.765</b>	<b>13.336</b>

Deferred tax and deferred tax asset	Deferred tax Group		Deferred tax asset Parent	
	2013	2012	2013	2012
Intangible non-current assets	664	486	634	359
Property, plant and equipment	4.890	4.774	4.125	4.050
Inventories and internal profit	2.570	2.510	2.087	2.205
Other	-2.882	-3.405	1.227	-128
	<b>5.242</b>	<b>4.365</b>	<b>8.073</b>	<b>6.486</b>
Broken down as follows:				
Deferred tax asset	-2.919	-3.201	-	-
Deferred tax	8.161	7.566	8.073	6.486
	<b>5.242</b>	<b>4.365</b>	<b>8.073</b>	<b>6.486</b>

# NOTES ON THE ACCOUNTS 2013

Amounts are DKK 1,000 unless otherwise stated

## Note 8. Intangible assets

	Group				Parent			
	Goodwill	Excavation rights	Development projects	Dev.projects in progress	Goodwill	Excavation rights	Development projects	Dev.projects in progress
<b>Cost price</b>								
At January 1	82.647	3.495	2.837	1.404	0	3.555	2.837	1.404
Exchange rate adjustment	0	-78	0	0	0	0	0	0
Disposals during the year	0	0	0	-1.404	0	0	0	-1.404
Additions during the year	77.189	0	2.211	1.007	77.188	0	2.211	1.007
Cost price at December 31	159.836	3.417	5.048	1.007	77.188	3.555	5.048	1.007
<b>Amortisation and impairment losses</b>								
At January 1	11.413	2.468	1.272	0	0	3.185	1.272	0
Exchange rate adjustment	0	-10	0	0	0	0	0	0
Additions for the year	0	0	0	0	0	0	0	0
Amortisation for the year	9.528	83	975	0	5.368	25	975	0
At December 31	20.941	2.541	2.247	-	5.368	3.210	2.247	-
Carrying amount at December 31	138.895	876	2.801	1.007	71.820	345	2.801	1.007

## Note 9. Property, plant and equipment

	Group				
	Land and buildings	Technical plant and machinery	Fixtures, tools and equipment	Property, plant and equipment under construction /prepayment	Property, plant and equipment total
<b>Cost price</b>					
At January 1	90.184	253.187	26.598	4.139	374.108
Exchange rate adjustment	-901	-779	-268	-5	-1.953
Disposals during the year	-	-	-265	-4.110	-4.375
Additions during the year	874	5.658	436	6.458	13.426
At December 31	90.157	258.066	26.501	6.482	381.206
<b>Depreciation and impairment losses</b>					
At January 1	42.780	179.615	23.309	-	245.704
Exchange rate adjustment	-65	-188	-148	-	-401
Disposals during the year	-	-	-255	-	-255
Additions during the year	1.190	12.064	1.193	-	14.447
At December 31	43.905	191.491	24.099	-	259.495
Carrying amount at December 31	46.252	66.575	2.402	6.482	121.711

## Note 9. Property, plant and equipment

	Parent				
	Land and buildings	Technical plant and machinery	Fixtures, tools and equipment	Property, plant and equipment under construction /prepayment	Property, plant and equipment total
<b>Cost price</b>					
At January 1	81.904	246.032	23.900	4.102	355.938
Disposals during the year	-	-	-220	-4.102	-4.322
Additions during the year	667	5.193	325	6.457	12.642
At December 31	82.571	251.225	24.005	6.457	364.258
<b>Depreciation and impairment losses</b>					
At January 1	42.289	178.285	21.947	-	242.521
Disposals during the year	-	-	-219	-	-219
Additions during the year	999	11.377	780	-	13.156
At December 31	43.288	189.662	22.508	-	255.458
Carrying amount at December 31	39.283	61.563	1.497	6.457	108.800
Of which finance leases T. DKK. 34,063					

Cash valuation at October 2012 for land and buildings represents to the parent company 44,972

# NOTES ON THE ACCOUNTS 2013

Amounts are DKK 1,000 unless otherwise stated

Note 10. Financial assets	Group			Parent			
	Invest- ments in associates	Receiv- ables in associates	Financial assets Total	Capital share in subsidiaries	Invest- ments in associates	Receiv- ables in associates	Financial assets Total
<b>Cost price</b>							
At January 1	-	-	-	85.814	-	49.271	135.085
Dividend received	-	-	-	-	-	-5.441	-5.441
At December 31	-	-	-	85.814	-	43.830	129.644
<b>Re- and devaluation</b>							
At January 1	-	-	-	-31.248	-	-	-31.248
Exchange rate adjustment	-	-	-	-3.739	-	-	-3.739
Depreciation	-	-	-	99	-	-	99
Dividend received	-	-	-	556	-	-	556
At December 31	-	-	-	-34.332	-	-	-34.332
Carrying amount at December 31	-	-	-	51.482	-	43.830	95.312

## Parent company investments in subsidiaries and associates at December 31, 2013

	Equity	Profit/loss for year	Investment
Skamol Americas Inc., Charlotte, USA	14.996	238	100%
Skamol Europe GmbH, Meerbusch, Tyskland	818	29	100%
NCM Core, Vodskov, Danmark	1.056	-17	100%
Skamol Russia A/S, Nykøbing Mors	34.912	-192	82%

Note 11. Inventories	Group		Parent	
	2013	2012	2013	2012
Finished goods	29.109	31.037	23.604	25.670
Raw materials	8.126	5.085	7.384	4.949
Packaging materials	1.365	1.041	1.306	972
Total	38.600	37.163	32.295	31.591

Note 12. Equity	Group		Parent	
	2013	2012	2013	2012
Share capital (430.950 shares of 100 DKK each)	43.095	43.095	43.095	43.095

Note 13. Minority interests	Group	
	2013	2012
At January 1	6.742	6.441
Disposals during the year	-	-
Additions during the year	-	-
Exchange rate adjustment	-541	142
Share of profit/loss for the year	-34	159
At December 31	6.167	6.742

# NOTES ON THE ACCOUNTS 2013

Amounts are DKK 1,000 unless otherwise stated

Note 14. Non-current liabilities	Group		Parent	
	2013	2012	2013	2012
Non-current liabilities at December 31, 2011 falling due after more than 5 years:				
Mortgage debt	-	10.516	-	10.516
Credit institutions	-	1.371	-	1.371
<b>Total</b>	<b>-</b>	<b>11.887</b>	<b>-</b>	<b>11.887</b>

Note 15. Changes in working capital	Group	
	2013	2012
Change in receivables	9.667	-11.244
Change in inventories	-1.437	232
Change in trade payables etc.	-2.807	-7.398
<b>Total</b>	<b>5.423</b>	<b>-18.410</b>

Note 16. Liquidity	Group	
	2013	2012
Liquidity at January 1, 2011	22.754	12.437
Exchange rate adjustment	2.131	-
Liquidity at December 31, 2011	24.885	12.437
<b>Liquidity at December 31 includes</b>		
Cash	67.112	22.754
Bank debt	-	-
Liquidity at December 31	67.112	22.754

Note 17. Other adjustments	Group	
	2013	2012
Share associates	-	20
Exchange rate adjustments subsidiaries etc.	-1.935	-711
Tax on profit/loss for the year	-	-
Other	-5.253	-219
<b>Total</b>	<b>-7.188</b>	<b>-910</b>

#### Note 18. Contractual, guarantee and contingent liabilities

The parent company has guarantee obligation for restoration of Moler areas to the amount of 750.

The parent company has guarantee obligation for product security to the amount of 3,285

The parent company has lease obligation in the amount of 2,054 for the years 2014-2018

The Group's Danish companies are jointly and severally liable for the tax of the Group's jointly taxed revenue and so on.

The total amount of due corporation tax appears from the Annual Report for FSN SK A/S being the trust corporation as regards group taxation.

Further, the Group's Danish companies are jointly and severally liable for Danish taxes at source such as dividend tax, royalty tax and tax on unearned income.

Possible later revisions of the corporation taxes and taxes at source may imply that the company's liability increases to a larger amount.

#### Note 19. Related parties

As from 1/2-2013 near partner with controlling interest on the company includes FSN Capital III Limited Partnership, which via a majority holding in FSN SKA A/S holds the majority of the voting rights in the parent company Skamol A/S.

Related parties with significant influence include affiliates and associates, as well as the Board of Directors and Executives of the Company.

Group internal transactions made with affiliated companies and pro rata consolidated associated company have been eliminated in the Group accounts of the company or Skamol Holding A/S. Transactions with Management include remuneration, as explained in separate note.

## Management's endorsement

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Executive and supervisory boards have today discussed and approved the annual report for 2013 for Skamol A/S.

The annual report has been prepared in accordance with Statements Act. We consider the applied accounting policies to be appropriate and the accounting estimates to be sound.

We also consider the overall presentation of the annual report to be accurate.

On this basis we find that the annual report gives a true picture of the Group's assets and liabilities, the financial position and results of the Group's operations and cash flows.

The annual report has been submitted for approval of the general meeting.

Nykøbing Mors, April 24, 2014

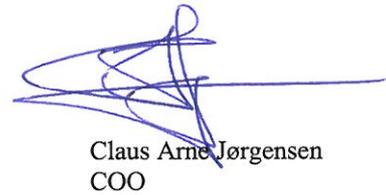
### Executive Board:



Jesper Kirkeby Hansen  
CEO

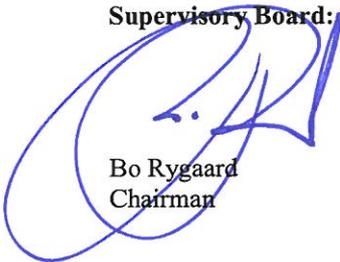


Per Rahbech  
CFO



Claus Arne Jørgensen  
COO

### Supervisory Board:



Bo Rygaard  
Chairman



Thomas Broe-Andersen



Jussi Salokangas



Curt Germundsson



Mette Feldstedt  
Employee representative



Jørgen Bak  
Employee representative

**To the Shareholders of Skamol A / S**

We have audited the annual report of Skamol A/S for the financial year January 1 – December 31, 2013, which comprises income statement, balance sheet, equity statement, cash flow statement, notes and accounting policies. The annual report has been prepared in accordance with the Financial Statements Act. The Management Review, which is not covered by the audit, has also been prepared in accordance with the Financial Statements Act.

**Management's Responsibility**

Management is responsible for the preparation and fair presentation of this annual report in accordance with the Statements Act. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of an annual report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. The Management is also responsible for preparation of Management's Review in accordance with the Statements Act.

**Auditor's Responsibility and Basis of Opinion**

Our responsibility is to express an opinion on this annual report based on our audit. We conducted our audit in accordance with Danish auditing standards. The standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the annual report is free from material misstatements.

An audit involves performing procedures to obtain audit evidence about amounts and disclosures in the annual report. The procedures selected depend on the auditor's judgement, including assessment of the risks of material misstatement in the annual report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the annual report 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Management, as well as evaluating the overall presentation of the annual report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our audit opinion.

Our audit has not resulted in any qualification.

**Opinion**

In our opinion, the annual report gives a true and fair view of the company and the group's assets, liabilities and financial position as at December 31, 2013 and of the results and the cash flows of the group and the parent company for the financial year January 1, 2013 – December 31, 2013 in accordance with the Statements Act.

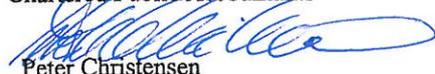
**Statement on Management's Review**

We have read the Management's Review according to the Accounts Act. We have made no further actions in addition to the completed audit of the annual report. On this basis, we believe that the information contained in the Management's Review is consistent with the annual report.

Nykøbing Mors, April 24, 2014

**PricewaterhouseCoopers**

Chartered Public Accountants

  
Peter Christensen

State Authorised Public Accountant

  
Martin Furbo

State Authorised Public Accountant