

Annual Report 2011

Nord Pool Gas A/S

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Nord Pool Gas in brief

Address: Nord Pool Gas A/S
Industrivej 9, D 2.
2605 Brøndby
Denmark

Registration no. (CVR): 31 17 07 88

Accounting year: 1 January - 31 December

Registered office: Brøndby

Auditor: PricewaterhouseCoopers
Certified public accounting firm

Directors' report

The board and the management have today approved the annual report 2011 for Nord Pool Gas A/S, including Directors' report, Management's statement, Accounting principles, Profit and loss account, Balance sheet, Equity and Notes.

The report has been prepared in accordance with the Danish accounting legislation.

We are confident that the chosen accounting principles are appropriate, that the company's internal controlling measures - relevant for the preparation of an annual report - are adequate and consequently that the annual report presents a true and fair view of the company's assets, liabilities, and the financial position as on 31 December 2011 as well as of the company's activities for the accounting period 1 January 2011 - 31 December 2011.

We recommend the annual report including the proposed allocation of profit for approval by the general meeting on 28. March 2012.

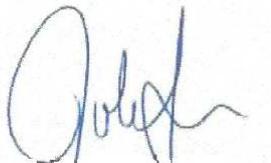
Glostrup, den 28. March 2012

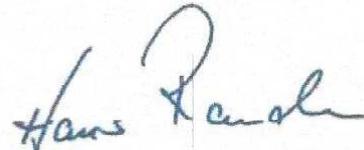
Management


Jacob Pedersen
CEO

Board of directors


Torben Gaston Brabo
Chairman


Johannes Bruun


Hans Randen

Independent Auditor's Report

To the Shareholders of Company BC

Report on the Financial Statements

We have audited the Financial Statements of Company BC for the financial year 1 January – 31 December 2011, which comprise income statement, balance sheet, statement of changes in equity, notes and summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

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 of Financial Statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Financial Statements are free from material misstatement.

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

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

The audit has not resulted in any qualification.

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2011 and of the results of the Company operations for the financial year 1 January - 31 December 2011 in accordance with the Danish Financial Statements Act.

Statement on Management's Review

We have read Management's Review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the Financial Statements. On this basis, in our opinion, the information provided in Management's Review is consistent with the Financial Statements.

Copenhagen, 28. march 2012

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab



Brian Christiansen
Statsautoriseret revisor / State Authorized Public Accountant

Management's statement

Main activity

The main activity of the company is to organize and develop a marketplace for gas.

Financial result

For 2011 the company realised a loss after taxes of DKK 1,710,304 in comparison with a loss after taxes of 2010 of DKK 1,575,486.

The result is considered satisfactory and in accordance with expectations.

Events after the closing og the accounting year

No events have occurred after the closing of the accounting year that affect the financial position of the company.

Applied accounting principles

The annual report has been prepared in accordance with the provisions of the Danish accounting legislation for Class B companies.

The annual report has been prepared in DKK.

General accounting principles

Assets are recorded in the balance sheet, if it is assumed that future financial advantages will be accrued to the company and if it is possible to make a reliable assessment of the asset.

Liabilities are recorded in the balance sheet if they are probable and can be reliably assessed. At first assets and liabilities are assessed at cost price. Subsequently assets and liabilities are assessed as described for each individual item below.

Some financial assets and liabilities are assessed at amortized cost price applying a fixed effective interest rate over the period. Amortized cost price is the original cost price less possible instalments as well as increase/deduction of the accumulated amortization of the difference between the cost price and the nominal amount.

Profits, losses and risks, which are realised or known before the annual report is prepared, and which confirm or deny conditions that were known on the date of balance sheet, are taken into account.

Profits are recorded in the profit and loss account at the time they are realised, thereby taking valuation adjustments of financial assets and liabilities into account, assessed at the current value or at amortized cost price. Expenses that have been incurred to realise the profit for the year, e.g. depreciation, writing down and deferred liabilities as well as reversing entries due to changed estimates are likewise taken into account.

Foreign currency

Transactions in foreign currencies are at first exchanged and recorded at the exchange rate of the transaction day. Differences between the exchange rate of the date of transaction and the date of payment are recorded in the profit and loss account under financial income and expenses.

Receivables, liabilities, and other monetary items in foreign currency, which have not been settled on the date of balance sheet are exchanged at the exchange rate of the date of balance sheet. The difference between the exchange rate of the date of balance sheet and the exchange rate of the date when the receivables or liabilities are realised or recorded in the latest annual report are recorded in the profit and loss account under financial income and expenses.

Derivatives

At first derivatives are recorded in the balance sheet at cost price. Subsequently they are recorded at current value. Positive and negative current values from derivatives are recorded in "Other receivables" and "other liabilities".

Changes in the current value of derivatives, that are categorized as and meet the requirements for securing the current value of a recorded asset or liability, are recorded in the profit and loss account together with the changes in the current value of the secured asset or the secured liability.

Profit and loss account

Gross profit

The gross profit is the sum of the following:

Net turnover comprises sale of gas and related services. The turnover is recorded in the profit and loss account provided that delivery has taken place and the risk been passed to the purchaser before the end of the year and provided that the profit can be reliably assessed and it is assumed that the profit will be realised. Profits on services are recorded on delivery of the service.

Applied accounting principles

Net turnover is exclusive of taxes and VAT. Discounts are furthermore deducted.

Costs for purchase of gas and related services.

Other external expenses

Other external expenses are costs of primary character in relation to the activities of the company.

Depreciation and writing down

Depreciation and writing down include depreciation and writing down on tangible fixed assets for the year.

Financial income and expenses

Financial income and expenses comprise interest revenues and expenses, profit/loss on securities, debts and transactions in foreign currency as well as amortization of financial assets and liabilities. Financial income and expenses are recorded at the value related to the accounting year.

Taxes on the profit for the year

Taxes, which comprise actual taxes for the year and changes in deferred taxes, are recorded in the profit and loss account with the amount attributable to the result of the year, and directly in the equity with the share that is attributable to direct equity items. The share of the recorded tax which is attributable to the extraordinary result of the year is attributed hereto, while the remaining share is attributed to the ordinary result of the year.

Balance sheet

Tangible fixed assets

Tangible fixed assets are valued at cost price with provision for accumulated depreciation and writing down.

Cost price is the purchase price including costs directly related to the acquisition until the time when the asset is ready for use. For internally manufactured assets the cost price comprises direct and indirect costs for materials, components, sub-suppliers and wages. Furthermore financial costs, which can be related to the cost price, are included. Finally costs for re-establishment are recorded as a share of the cost price.

Tangible fixed assets are linearly depreciated over the expected useful lives of the asset, based on the following estimation of the useful lives:

Machinery, other systems, operational materials and furniture 3 – 10 years

New acquisitions with an acquisition cost below DKK 25,000 are recorded in the acquisition year.

Acquisitions during the accounting year are depreciated proportionally in accordance with the time of use. Costs for large maintenance inspections are included in the acquisition cost as a separate tangible fixed asset and is depreciated over the useful lives, i.e. the period until the next inspection. On the acquisition of the tangible fixed asset the shorter useful lives of a part of the asset is taken into account, meaning that this part already at the time of acquisition is recorded as a separate asset with shorter useful lives and thereby depreciation period.

Tangible fixed assets are depreciated to the recovery value provided it is lower than the accounting value. Yearly writing down tests on each individual tangible fixed asset respectively group of assets are performed.

Prepayment of non-delivered tangible fixed assets is capitalized.

Applied accounting principles

Interests and loan expenses related to loans obtained for financing pre-payment of non-delivered tangible fixed assets are recorded as a share of the acquisition cost for the tangible fixed assets.

Profit or loss accrued on sale or scrapping of a tangible fixed asset is calculated as the difference between the sales price - demounting, sales, or re-establishment costs deducted - and the accounting value at the time of sale or scrapping.

The profit or loss is recorded in the profit and loss account under other operational income or other external expenses.

Receivables

Receivables are calculated at amortized cost price. Provisions for assumed losses are made.

Taxes and deferred taxes

Current taxes payable and tax benefits are recorded in the balance sheet as calculated tax on the taxable income of the year, adjusted for tax on taxable income of previous years as well as on account tax.

Deferred tax is calculated according to the balance-oriented method of debt of all temporary differences between accounting and tax value of assets and liabilities based on the actual or assumed tax rates on the date of balance sheet. Changes in deferred tax as a result of a decrease of the company tax rate are recorded in the profit and loss account. In the event that the tax value can be assessed according to alternative tax rules deferred tax is calculated on the basis of the planned use of the asset or the termination of the obligation.

Deferred tax benefits, including the tax value of deferrable tax deficits are recorded at the value at which they are assumed utilized either through settlement of tax on future income or through set-off against deferred taxes payable.

Liabilities

Other liabilities such as debts to suppliers and other debts are calculated at amortized cost price.

Deferred liabilities and other financial liabilities

Deferred liabilities and other financial liabilities comprise obligations or situations on the date of balance sheet of which the accounting effect cannot be definitely made up until the outcome of one or more future events is known.

Profit and loss account

1 January 2011 – 31 December 2011

Amounts in DKK	Note	2011	2010
Gross profit		3.425.335	3.172.903
Payroll expenses	1	-2.903.292	-3.394.812
Other external expenses		-2.578.888	-1.648.618
Total		-5.482.180	-5.043.430
Profit before depreciation and writing down		-2.056.845	-1.870.527
Depreciation and writing down on tangible fixed assets	2	-17.661	-27.739
Operating profits		-2.074.506	-1.898.266
Financial income		178.046	213.755
Financial expenses		-380.925	-410.378
Total financial items		-202.879	-196.623
Profit before taxes		-2.277.385	-2.094.889
Taxes	3	567.081	519.403
Profit for the year		-1.710.304	-1.575.486
Proposed allocation of profit			
Carried forward to next year		-1.710.304	-1.575.486
Total		-1.710.304	-1.575.486

Balance sheet

Amounts in DKK	Note	2011	2010
Assets			
Tangible fixed assets			
Machinery, other systems, operational material and furniture		19.867	80.211
Total tangible fixed assets		19.867	80.211
Financial fixed assets			
Deposits		124.791	38.162
Total financial assets		124.791	38.162
Total assets		144.658	118.373
Receivables			
Sales		68.814	13.424.258
Associated companies		31.790	39.477
Other receivables		64.096	25.203.077
Deferred tax benefit		2.352.235	1.784.854
Total receivables		2.516.935	40.451.666
Liquid assets		6.168.590	13.635.100
Total current assets		8.685.525	54.086.766
Total assets		8.830.183	54.205.139

Balance sheet

Amounts in DKK	Note	2011	2010
Liabilities			
Equity			
Share capital		2.000.000	2.000.000
Profit carried forward		833.183	2.543.487
Total equity		2.833.183	4.543.487
Short term liabilities			
Credit institutions		21.159	4.030.694
Associated companies		33.472	15.159.341
Suppliers of goods and services		157.862	28.251.413
Other liabilities		5.784.507	2.220.204
Short term liabilities		5.997.000	49.661.652
Total current liabilities		5.997.000	49.661.652
Total liabilities		8.830.183	54.205.139
Contractual liabilities	4		
Deferred liabilities	5		

Equity

Amounts in DKK	Share ca- pital	Profit car- ried for- ward	Total
Equity 31. december 2009	2.000.000	4.118.973	6.118.973
Årets resultat		-1.575.486	-1.575.486
Equity 31. december 2010	2.000.000	2.543.487	4.543.487
Årets resultat		-1.710.304	-1.710.304
Equity 31. december 2011	2.000.000	833.183	2.833.183

The share capital consists of 20,000 shares of DKK 100.

The share capital has not been changed since the establishment on 1 December 2007.

Ownership: On 31 December 2011 the ownership was

Energinet.dk	50%
Nord Pool Spot AS	50%

Notes

Note	Amounts in DKK	2011	2010
1 Payroll expenses			
Wages and salaries		2.407.702	2.744.771
Pensions and other social costs		495.590	650.041
Total		2.903.292	3.394.812
Average number of staff		4	3
Number of stagg at year end		4	3
2 Depreciation and writing down on tangible fixed assets			
Operational items and furniture		17.661	27.739
Total		17.661	27.739
3 Taxes			
Calculated tax on the profit for the year		0	0
Change in deferred tax for the year		-567.081	-519.403
Total		-567.081	-519.403
4 Conctractual obligations			
Rental and leasing contracts			
Within 1 year		1.119.889	870.647
1-5 years		716.390	390.243
after 5 years		0	0
Total		1.836.279	671.444
5 Deferred liabilities etc.			
There are no known deferred liabilities or other liabilities.			