ANNUAL REPORT
THE BRAGANZA GROUP
2012

BRAGANZA

DIRECTORS REPORT BRAGANZA GROUP

The Group in 2012

FINANCIAL STATEMENTS

PARENT COMPANY BRAMORA **Annual Report**

Braganza AS is a private investment company owned by Per G. Braathen and his children. In legal terms, the ultimate parent company is Bramora AS. Operationally, Braganza is the ultimate parent company. Braganza and Bramora have offices in Oslo. The Group consists primarily of direct investments within the aviation industry and travel related industries which are managed through active ownership. A minor part of the Group assets is classified as financial investments.

Braganza has a long history. The company was founded in 1938 and was an active owner of the airline company Braathens (SAFE) for more than 50 years, before SAS acquired Braathens in 2001. The current activities of Braganza, began with a demerger in 2002, and the equity base was some MNOK 500. During the following years the Group has increased the equity base to approximately 1,4 billion NOK, Our focus is on industrial investments in the form of wholly- or majority owned subsidiaries, developed through active and long-term ownership.

THE GROUP IN 2012

Braathens Aviation, AB (publ) is the holding company for our airline operations. The aviation group includes amongst others Malmö Aviation AB, Sverigeflyg AB, Braathens Regional AB, Braathens Leasing Ltd, Braathens Technical AB and Braathens Training AB. Braathens Aviation AB (publ) has its office in Stockholm, whilst the other companies are managed partly from Stockholm, Malmö, Trollhättan and Malta. Braathens Aviation is today one of the leading aviation companies in the Swedish domestic market. Using Stockhom Bromma as a hub, passengers enjoy efficient transit, a broad domestic network, coordinated timetables and frequent flights.

Competition for air travel in the Swedish domestic market remains intense. The increased capacity on the main routes in Sweden, which could be seen first in 2011, remained more or less unchanged during 2012. Malmö Aviation managed to hold on to its overall market share. The bankruptcy of Skyways and City Airline in 2012 opened new opportunities for Sverigeflyg, which established a successful route between Halmstad and Bromma. Alternative modes of transport, such as train and cars, contribute to a continuous downward pressure on the average revenue per passenger, which showed a negative trend in 2012 compared to last year. Despite this competitive climate, Braathens Aviation AB (publ) managed to deliver an acceptable positive result for the fiscal year 2012.

Braathens Regional AB, formerly Golden Air AB, was acquired by Braathens Aviation AB (publ) in 2012. This strategic acquisition gave Braathens Aviation AB (publ) control over take-off and landing rights (slots) for flights at Bromma operated on behalf of Sverigeflyg. Braathens Regional is a key supplier of aircraft capacity to Sverigeflyg, and represents a cost efficient production platform for the group's internal turboprop operations. Braathens Regional also provides ACMI services to external customers, and is currently one of SAS' preferred partners in the turboprop market.

In May 2012, Braathens Aviation AB (publ) bought the remaining 15,6 % shares in Lokalflyg Sverige AB (Sverigeflyg), and is now the sole owner of Sverigeflyg.

In June 2011, Braathens Leasing Ltd signed a contract with aircraft manufacturer Bombardier for the acquisition of 10 narrowbody CSeries jets. This is in preparation for a fleet renewal in Malmö Aviation. The company also signed a contract for 10 options on the same type of aircraft. The CSeries represents an environmental revolution in the airline industry. Fuel consumption in the new aircraft will be reduced by 25% - 50% compared to the current fleet. In addition, noise levels will be dramatically reduced. Deliveries are scheduled for 2014 and 2015, and necessary operational flexibility is secured as Malmö Aviation owns the existing aircraft fleet.

As part of the company's financial strategy, Braathens Aviation AB (publ) issued a five year public bond of 300 MSEK in March 2013. The proceeds from the bond will partly be used for pre delivery payments related to the CSeries order, and for general corporate purposes. As a consequence of issuing the bond, the company became a public company in February 2013. The bonds are listed at Oslo ABM.

Ticket includes Ticket Privatresor AB and Ticket Feriereiser AS. Ticket is the largest travel agency chain in its segment in Scandinavia, and is based in Stockholm. The company offers leisure travel from leading tour operators, cruise companies, airlines and hotels. Sales are carried out through a total of 73 shops, by phone, and online through ticket.no and ticket.se. Sales in Denmark and Finland are carried out through ticket.dk and ticket.fi.

The company operates in a market that is heavily influenced by macro events. In 2012 Ticket was affected by the economic downturn in Europe as well as airlines going bankrupt such as Spanair, Malev and Cimber Sterling. Despite challenging market conditions the company has increased its market share, and the turnover has increased significantly compared to 2011, leaving the company with its second highest profit ever.

Significant investments have been made in the company's network of shops and in enhancing the professional skills in order to meet our customer's increasing demand for service and guidance when selecting their desired travel experience. Additionally, significant resources have been invested in developing the online sales channel, in terms of functionality and user friendliness. The focus on the online sales channel has increased online sales with approximately 60% compared to last year. Online sales now accounts for nearly 1/3 of the total sales.

The market outlook for Ticket is considered good. Online sales are expected to grow further. As a complement to the online sales, customers are expected to demand professional guidance also going forward. Ticket's strength and advantage is to have market insight, a strong brand name and excellent availability through complementary channels (online, shops and telephone). Ticket's strategy with professionalism and service close to the customer regardless of sales channel, will allow Ticket to continue gaining market share in the coming year.

Ticket Biz which was renamed from Ticket Business Travel in 2012 is one of Sweden's leading business travel agencies, with an increased market position also in Norway. The group includes Ticket Biz AB and Ticket Solna AB in Sweden; Ticket Biz AS, Tourbroker AS and Heitman Travel in Norway; Ticket Corporate Travel Oy Ab and Ticket Finland Oy Ab in Finland; and Ticket Forretningsreiser ApS in Denmark. Ticket Biz is managed from Stockholm.

The company provides travel services to businesses in the Nordic countries through travel consultants and effective web and system solutions. Ticket Biz is currently partnered with Fcm Travel which enables the company to offer global solutions to its Nordic customers. Focus going forward is profitable growth, especially in the SMB market. Efficient operations and effective solutions for customers are important factors in achieving profitable growth. The Norwegian business has strengthened its position significantly through the acquisition of Tourbroker AS in 2011 and Heitmann Travel in 2012, which have contributed to increased sales and improved operating efficiency in Norway. The Finnish business has been scaled down during 2012, and customers are mainly served by local partners.

The company delivered a profit in 2012, supported by a cost cutting program initiated late 2011.

The holding company Dyreparken Utvikling AS (Dyreparken) includes Kristiansand Dyrepark AS, Dyreparken Overnatting AS, Dyreparken Eiendom AS, Badeland Eiendom AS and 50% of Rica Dyreparken Hotel AS and Peer Gynt AS, respectively. The company is based in Kristiansand. In 2012, the park's new pirate village, Abra Havn, was completed. Abra Havn includes 171 rental apartments, a separate organisation to manage the operation of Abra Havn, and a new online booking solution. The recent year's effort in transforming Dyreparken from a Zoo to a holiday resort has in 2012 resulted in a record number of guests, as well as a satisfactory result for the year.

The main risk factors for Dyreparken are the business cycle and the weather, in addition to increased travel to the Mediterranean or other popular destination abroad and a strong Norwegian krone. The investments in Dyreparken have been made to create a broad based holiday resort. Weather will always be an important factor for the business; however the recent investments will to some extent reduce such dependency. The combined offering of Dyreparken, Badelandet and Abra Havn make the park a complete resort and thus more attractive for longer stays, and will contribute to continued growth in the future.

A significant proportion of Braganza's investments are in the tourism industry This part of the portfolio is organised in Braathens Travel Group (BTG). By the end of 2012, BTG includes Escape Travel in Norway and Sweden, Scandinavian Cruise Center A/S and Iceland Explorer AS in Denmark, Iceland Explorer AB and Cruise Selection AB in Sweden. The companies are managed from various locations in Scandinavia, including Stockholm, Copenhagen and Oslo. The tour operators in BTG package holidays based on schedule flights. Marketing is primarily done online. Sales are done by phone, via Ticket and online.

Braganza is the majority shareholder in SunHotels is a business to business operator and a leading supplier of hotel business to travel agencies in the Nordic and the Uk. The business has expanded into new markets and further expansions continuously evaluated. SunHotels has offices in the United Kingdom, Spain and Liechtenstein.

Braganza has also invested in the retail industry through Arken Zoo Holding AB, which is based in Täby near Stockholm. Arken Zoo is the leading franchise chain of pet shops in Sweden. In May 2013 the company acquired the second largest player in Sweden, Djurmagazinet, and the combined group counts 110 shops with an estimated turnover of approximately MSEK 800. Focus going forward is to consolidate both the existing business and secure synergies in the combined business Arken Zoo/Djurmagazinet. The results for Arken Zoo AB in 2012 were significantly negatively affected by spill-over effects following a rapid growth in previous years. In addition, the CEO of Arken Zoo Holding was replaced in 2012, and the Norwegian Arken Zoo Norge was closed down.

Braganza is engaged in the veterinary clinic chain Vettris, a franchise concept. Vettris is in the process of being integrated into Arken Zoo/Djurmagazinet, and is also. As part of this development several Vettris "shop in shops" at selected Arken Zoo shops have been successfully established during 2012.

Braganza is the largest private shareholder in Clavis Pharma ASA with a share of approximately 8%. The company has had two clinical studies in the pivotal phase. The result of the LEAP study (for pancreatic cancer) was disclosed in November 2012 with a negative outcome. In March 2013 the results of the CLAVELA study (for leukaemia) were reported, also with a negative outcome. These negative news have had a significantly negatively effect on the share price. Braganza has as a consequence of this post balance sheet event written down its investment in Clavis Pharma with approximately MNOK 100 at the end of 2012.

Braganza owns 11% of Jetscape, an aircraft leasing company based in Florida, USA. Jetscape is a leading lessor of Embraer E-jets with a total capital base of approximately USD 700 million.

The financial statement is presented on a going concern assumption.

Further information is available in a presentation of the Group on the company's website: www.braganza.com.

RISK FACTORS

Political unrest, natural disasters, such as earthquakes, floods, and ash clouds are typical operational risk factors for the tourism industry. An economic downturn in Scandinavia is also considered a major risk.

Financial risk in the Group is primarily related to foreign currency, particularly exposure to US dollar through the airlines within the group. This risk is managed through ongoing currency and fuel price hedging, securing approximately 50% of the next 12 months' estimated requirements in Malmö Aviation. This is achieved through forward contracts for jet fuel, while exposure US dollar is managed through forward contracts in dollars against the Swedish krona.

The Group is also exposed to currency risk through the businesses in Braathens Travel Group. Major suppliers are typically paid in US dollars or Euros, while income is mainly in NOK or SEK. This type of exposure is generally for less than six months, and hedging is done only to a limited extent, either by purchase of foreign exchange or forward contracts.

The purchase contract with Bombardier for 10 new CSeries aircraft presents a significant liability in US dollars. Contracted prepayments through to delivery are being partially paid and partially hedged through forward contracts. The remaining portion of the prepayments is expected to be paid according to the prevailing spot price.

Credit and liquidity risk is assessed as extremely low, as most products in the Group are prepaid by the customer and investments are made mainly using cash reserves or equivalent products. Braathens Aviation AB (publ) issued an unsecured public bond of 300 MSEK in March 2013 with a tenor of five years. The bond comprises certain financial covenants, which Braathens Aviation AB (publ) is in compliance with at the date of the 2012 annual report. Furthermore Dyreparken has covenants related to long term funding, and as of yearend Dyreparken is in compliance with all covenants.

ACCOUNTS FOR 2012

The consolidated financial statements for 2012 show a profit before depreciation and financial items (EBITDA) of MNOK 256, compared to MNOK 145 for 2011. The Group amortizes goodwill over five years. Mainly due to write down of the investment in Clavis Pharma, the Group recognise a loss after tax for 2012 of MNOK 64, compared to a profit of MNOK 63 for 2011. The parent company's result for 2012 was TNOK 65, compared to TNOK 4 for 2011.

At 31 December 2012, the Group had an equity base of MNOK 1 376, compared to MNOK 1 645 last year. The parent company's equity was MNOK 488 as at 31 December 2012, compared to MNOK 582 last year. The parent company has distributable reserves of MNOK 469. The Board confirms that the going concern assumption is valid and that the accounts have been prepared on a going concern basis.

The Groups cash position at 31 December 2012 was MNOK 596 compared to MNOK 580 in 2011. The parent company's cash position at 31 December 2012 was MNOK 0,6 compared to MNOK 0,2 in 2011.

There have been no significant events subsequent to year end that are relevant to the financial statements for 2012 other than described herein.

WORKING CONDITIONS, SICK LEAVE AND ENVIRONMENT

The working environment is considered good. There have been no reported serious injuries or serious accidents in 2012. There have been no reported cases of serious discrimination. Sick leave in the Group in 2012 varied between 2% and 5%. The Group had a total of 1 471 man-labour years in 2012. Historically the companies in the Group have had a majority of female employees, and equality is sought in areas where this is deemed relevant. The parent company has no employees. Braganza has eight employees.

The Group operates significant airline operations through Braathens Aviation AB (publ). The business contributes to greenhouse gas emissions. However, it is focused on reducing emissions through efficient utilization of the fleet and the use of modern technology. Renewal of the aircraft fleet in Malmö Aviation with its new CSeries aircraft is an important step in the Group's environmental commitment.

OUTLOOK FOR 2013

In the coming years, the Group will continue to develop its investment activities, focusing on industrial investments and active ownership. The Group enters 2013 with a strong balance sheet and businesses that are well positioned for future growth.

The majority of the Group's business is located in Sweden and the macro-economic condition in Europe is expected to affect the economy in Sweden to a greater extent than in Norway. This, together with the intensive competitive environment in several of the businesses, means that the general growth expectations for 2013 is more or less neutral compared to 2012.

Dyreparken will continue to focus on its sales efforts after a successful launch of its new pirate village, Abra Havn. Ticket will continue to develop its online sales channel, as well as focusing on providing personal service throughits network of shops. A successful placement of a five year public bond in Braathens Aviation AB (publ) has secured a sound financial position, and the Group is well positioned to take further steps in consolidating the regional aviation market in Sweden, using Bromma Stockholm airport as a hub.

The Group's operational ultimate parent company is Braganza AS. The board of Braganza AS consists of Per G. Braathen (owner and Chairman), Geir Stormorken, Gunnar Grosvold, Vagn Sørensen, Björn Fröling, Jon Risfelt and Gudleik Njaa. The Board has broad international experience and expertise within the industries where Braganza is represented. A detailed presentation of the board of Braganza AS is available on the company website: www.braganza.com.

Oslo, 26 June 2013

Geir Stormorken
Chairman/CEO of Bramora AS

Amounts in TNOK	Notes	2012	2011
Gross revenue		8 507 036	7 042 809
Net Revenue		3 767 694	2 948 433
Other operating income		43 626	61 913
Total revenue		3 811 319	**3 010 346**
Cost of goods sold		-700 886	-662 800
Employee benefits expense	10, 11	-958 548	-772 147
Other operating expenses	10, 12	-1 895 202	-1 429 925
Total operating expenses		-3 554 635	**-2 864 872**
EBITDA		256 684	**145 474**
Depreciation and amortisation expenses	15, 16, 17	-187 152	-102 004
Operating profit / (loss)		69 532	**43 470**
Income from investments in associates		823	1 651
Other interest income		21 738	33 059
Other financial income	13	18 347	27 384
Other interest expense		-17 470	-15 984
Other financial expenses	13	-133 931	-13 252
Net financial income / (loss)		-110 493	**32 858**
Profit / (loss) before income tax		-40 961	**76 329**
Income tax expense	14	-22 947	-13 134
Net profit / (loss)		-63 908	**63 195**
Attributable to:			
Bramora shareholders		-69 135	51 668
Non-controlling interests		5 228	11 526

Amount in TNOK	Notes	2012	2011
Brands and other rights		**278 674**	250 091
Other intangible assets		**47 089**	45 997
Deferred tax asset		**68 177**	86 387
Goodwill		**113 935**	106 240
Total intangible assets	*15*	**507 875**	488 715
Aircraft, property and plant		**932 551**	873 840
Equipment		**97 172**	69 738
Total tangible assets	*16, 17*	**1 029 723**	943 578
Investments in associates	8	**4 903**	5 513
Long term investments	9	**188 602**	182 296
Long term receivables	18	**233 924**	229 037
Total financial assets		**427 429**	416 846
Total non current assets		**1 965 027**	1 849 139
Finished goods		**58 123**	31 575
Accounts receivable		**151 988**	126 714
Other receivables		**246 448**	234 703
Total receivables	*19*	**398 437**	361 418
Short term investments	9	**34 243**	151 959
Cash and cash equivalents	20	**596 043**	580 617
Total current assets		**1 086 845**	1 125 569
Total assets		**3 051 872**	2 974 708

Amount in TNOK	Notes	2012	2011
Issued capital	25	**2 294**	2 294
Share premium		**-**	-
Total owners equity		**2 294**	2 294
Other equity		**1 340 452**	1 589 185
Total accumulated profits		**1 340 452**	1 589 185
Non-controlling interests		**33 520**	54 003
Total equity	***24***	**1 376 267**	1 645 482
Pension obligations	11	**3 681**	3 772
Deferred tax liability	14	**59 886**	58 991
Other provisions	23	**793**	23 541
Total provisions		**64 359**	86 304
Liabilities to financial institutions	21	**340 475**	280 463
Other long term liabilities	22	**32 555**	34 147
Total other non current liabilities		**373 029**	314 611
Liabilities to financial institutions	21	**17 261**	47 566
Accounts payable		**352 001**	253 196
Income tax payable	14	**6 968**	3 906
Public duties payable		**11 038**	8 554
Dividends	24	**162 341**	26 019
Other short term liabilities	22	**688 610**	589 071
Total current liabilities		**1 238 218**	928 312
Total Liabilities		**1 675 606**	1 329 226
Total equity and liabilities		**3 051 873**	2 974 708

Oslo, 26. juni 2013
I styret for Bramora AS

Geir Stormorken
Styrets formann/
Daglig leder

Amount in TNOK	2012	2011
Cash flow from operating activities		
Profit / (loss) before income taxes	**-40 961**	76 329
Income tax payable	**-4 637**	3 450
Gain / (loss) from disposal of non current assets	**-17 101**	-7 876
Depreciation and amortisation expenses	**171 048**	112 170
Impairment of non current assets	**16 104**	-10 038
Changes in finished goods	**-7 333**	1 367
Changes in accounts receivable	**-8 447**	9 887
Changes in accounts payable	**75 053**	23 405
Difference between recognised income from investments in associates and actual payments	**586**	-902
Proceeds from disposal of current assets	**-**	-
Difference between recognized pension cost and actual payments	**-92**	525
Amounts classified as investing- or financing activities	**106 992**	-13 829
Changes in other accruals	**48 951**	-26 314
Currency adjustments operating activities	**7 742**	398
Net cash flow from operating activities	**347 907**	168 573
Cash flow from investing activities		
Proceeds from disposal of tangible non current assets	**28 910**	11 469
Purchase of tangible non current assets	**-261 968**	-489 489
Purchase of intangible assets	**-13 970**	-15 658
Proceeds from disposal of intangible assets	**601**	70
Net proceeds from disposal of shares	**1 289**	136 429
Dividends received and proceeds from capital reductions	**-**	-
Aquisition of subsidiary, net of cash aquired	**-75 204**	-72 088
Change in long term receivables	**-2 248**	-71 218
Currency adjustments investing activities	**-2 639**	-34
Net cash flow from investing activities	**-325 228**	-500 520
Cash flow from financing activities		
Proceeds from recent borrowings	**54 525**	104 707
Purchase from recent receivables	**-**	-
Changes in bank overdraft	**-30 445**	10 138
Equity proceeds	**-**	-
Repayment of equity	**-0**	-6 554
Dividends	**-35 033**	-2 487
Currency adjustments financing activities	**3 701**	
Net cash flow from financing activities	**-7 253**	105 804
Net change in cash and cash equivalents	**15 425**	-226 144
Cash and cash equivalents at 01.01	**580 617**	806 760
Cash and cash equivalents at 31.12	**596 042**	580 617

Braganza is a privately held investment company based in Oslo. Braganza is owned by Per G. Braathen and his immediate family. For many years, Braganza owned the airline Braathens (SAFE) . Investments in the airline industry, tourism, leisure and distribution of tourism products account for the majority of the investment portfolio. Braathens Aviation , Kristiansand Dyrepark, Ticket and Ticket Biz are the company's largest single investments. A greater proportion of the industrial business is located in Sweden.

Braganza's wholly owned aviation business in Sweden is organised operationally as Braathens Aviation Group. The group consists of Malmö Aviation, Sverigeflyg, Braathens Regional, Braathens Technical, Braathens IT Solutions and Braathens Training.

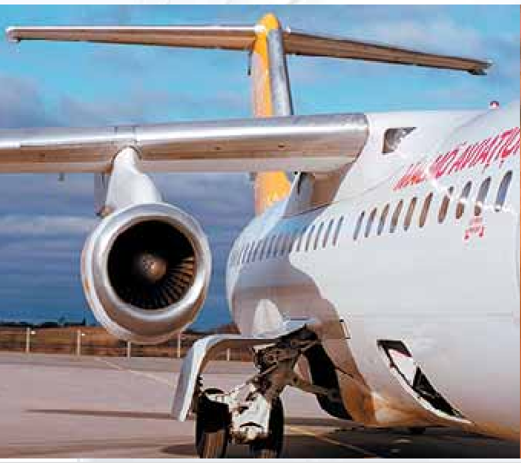
Malmö Aviation is a regional airline that operates from Stockholm Bromma Airport. Bromma is a small, efficient airport situated close to the city centre, which allows passengers fast and smooth travel to and from Stockholm. The airline operates twelve Avro RJ aircraft and the fleet complies with the strict environmental and noise standards imposed on operations close to the city. Malmö Aviation transports some one million passengers annually and has been named Sweden's best domestic airline for several successive years.

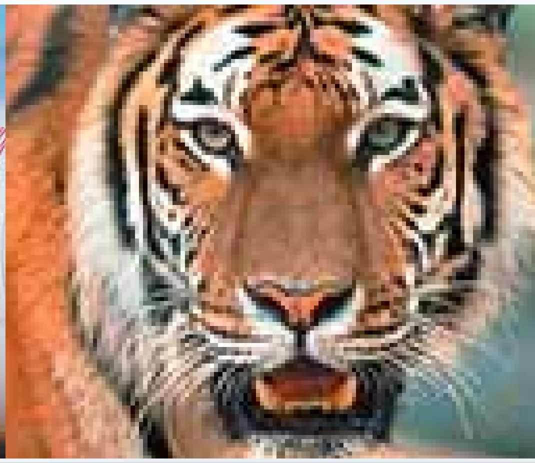
Sverigeflyg is the collective name of the companies that fly scheduled domestic regional routes in and out of Stockholm Bromma Airport. The company consists of Gotlandsflyg, Kullaflyg, Sundsvallsflyg, Blekingeflyg, Kalmarflyg, Flysmaland and Golden Air. During 2012 remaining shares have been aquired and Braathens Aviation have now control over all shares in Sverigeflyg.

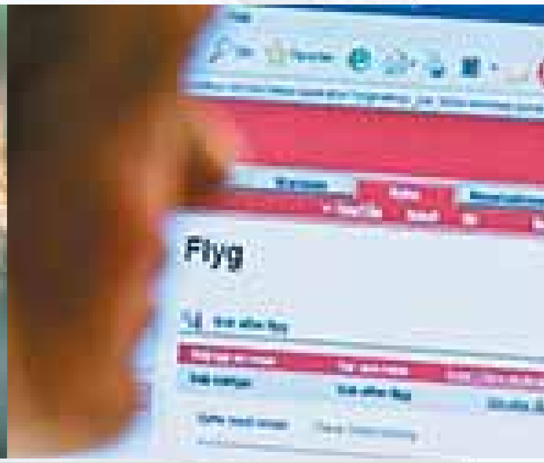
Braathens Regional (formerly Golden Air AB) was sucessfully aquired in 2012. The first part of the transaction was concluded early 2012 and included 75 % of the shares. Late 2012 the remaining shares was aquired, and Braathens Aviation now control 100 % of Braathens Regional.

Kristiansand Dyrepark (Zoo and Amusement Park) was established over 40 years ago, and has evolved into the largest and foremost leisure park in Norway, including a water park and accomodation. Dyreparken is a full service holiday resort including the pirate themed accommodation Abra Havn, which have a capacity of accomodating 1000 guests.

Ticket is among the largest leisure travel agencies in the Nordic region, with 73 stores and more than 300 employees. The company sells leisure travel from all leading tour operators, in addition to cruises, airline tickets and hotel accommodation. Ticket assists and advise the customer through easy access to a wide range of travel products.







The financial statements have been pre-pared in accordance with the Norwegian Accounting Act and generally accepted accounting principles in Norway.

PRESENTATION

The income statement is presented by nature. The group distinguishes between gross and net revenue in the income statement. Gross revenue in the travel segment represents the gross purchase value (paid by the ultimate customer) of travels arranged on behalf of customers. Net revenue represents the fee expected to be received from customers based on the arrangements made. There are no differences between gross and net revenue in other segments of the Group.

The cash-flow statement is based on the indirect method. Cash includes cash in hand and bank-deposits.

BASIS FOR CONSOLIDATION

The Group's consolidated financial statements comprise Bramora AS and companies in which Bramora AS has a controlling interest. A controlling interest is normally obtained when the Group owns more than 50% of the shares in the company and can exercise control over the company. Non-controlling interest are included in the Group's equity. Transactions between group companies have been eliminated in the consolidated financial statement. Identical accounting principles have been applied for both parent and subsidiaries.

The purchase method is applied when accounting for business combinations. Companies which have been bought or sold during the year are included in the consolidated financial statements from the date when control is achieved and until the date when control ceases.

An associate is an entity in which the Group has a significant influence but does not exercise control of the management of its finances and operations, normally when the Group owns 20%-50% of the company. The consolidated financial statements include the Group's share of the profits/losses from associates, accounted for using the equity method, from the date when a significant influence is achieved and until the date when such influence ceases.

When the Group's share of a loss exceeds the Group's investment in an associate, the amount carried in the Group's balance sheet is reduced to zero and further losses are not recognized unless the Group has an obligation to cover any such loss.

USE OF ESTIMATES

Management has used estimates and assumptions that have affected assets, liabilities, incomes, expenses and information on potential liabilities in accordance with generally accepted accounting principles in Norway. The most critical judgments and sources of potential uncertainty related to the preparation of the consolidated financial statements are detailed below.

Provisions for estimated costs of periodic overhaul and maintenance of aircraft are recognized except for less extensive/ongoing maintenance performed at least each year which is expensed as incurred. To some extent, the calculation of future maintenance costs is based on assumptions and estimates.

The group recognizes deferred tax assets to the extent it is probable that taxable profit will be generated. Significant management judgment is required to determine which deferred tax assets can be recognized, based on the expected timing, level of future taxable profits and future tax planning strategies.

At each reporting date, the group considers if there are indications of reduced values of tangible and intangible assets. A value is considered reduced when the recoverable amount is less than book value. The recoverable amounts of cash generating units are determined based on value-in-use calculations. These calculations require use of estimates.

A customer loyalty program has been established. Within the program the passengers acquire bonus points based on their tickets. Estimated liability is based on historical data, and an estimate of how the bonus points will be used taking into account expected destinations and the amount of bonus points expected to be used.

FOREIGN CURRENCY TRANSLATION

Presentation of subsidiaries in foreign currency
The Group's reporting currency is NOK. This is also the parent company's functional currency. The balance sheet figures of subsidiaries with a different functional currency are translated at the exchange rate prevailing at the end of the reporting period while the income statement figures are translated at the transaction exchange rate. The yearly average exchange rates are used as an approximation of the transaction exchange rate. Exchange differences are recognized in equity. When investments in foreign subsidiaries are sold, the accumulated translation differences relating to the subsidiary are recognized in the income statement.

Translation of foreign currency transactions and balances

Transactions in foreign currency are translated at the rate applicable on the transaction date. Monetary items in a foreign currency are translated into NOK using the exchange rate applicable on the balance sheet date. Non-monetary items that are measured at their historical price expressed in a foreign currency are translated into NOK using the exchange rate applicable on the transaction date. Non-monetary items that are measured at their fair value expressed in a foreign currency are translated at the exchange rate applicable on the balance sheet date.

Presentation in the income statement

Profit and loss effects arising from translation of balance sheet items related to operating activities, such as accounts receivables and accounts payable, are presented as operating activities. Translation of balance sheet items related to the financing of the group, such as long term loan and bank accounts, are presented as finance cost/income. Gains and losses from financial instruments, including hedge accounting, are recognized in the income statement when due. Until the due date, these instruments are kept off balance sheet. Financial instruments used for hedging purposes, but not regarded as a hedge accounting relationship, are presented at fair value. All changes in fair value of financial instruments, except those kept off balance sheet, are recognized as financial cost/income in the income statement. The use of financial instruments is explained in more detail in the notes to the consolidated financial statements.

SEGMENT REPORTING

For management and reporting purposes, the Group has identified four reporting segments. These segments consist of Aviation, Travel, Leisure and Other and comprise the basis for the primary segment reporting. Segment figures are presented in accordance with Norwegian GAAP. The financial information relating to segments is presented in separate note.

REVENUE RECOGNITION

Revenues from the sale of goods are recognized in the income statement once delivery has taken place and most of the risk and return has been transferred. Revenues from the sale of services are recognized when the service has been provided and the group has obtained a right to receive the payment. Revenue recognition related to the Aviation and Travel segments are commented on in more detail below.

AVIATION

Passenger revenue

Passenger revenue is recognized as revenue when the transport has been carried out. The value of valid tickets sold but not used at the reporting date is reported as short-term liability in the balance sheet. This liability is reduced either when transportation is carried out or when the passenger requests a refund.

Other revenue

Other revenue comprises sales of ticket-related products and services, such as baggage fees and freight revenues. Some of these products and services are considered earned when the transport is carried out and accordingly recognized in the same manner as passenger revenue. Other products and services are immediately recognized upon a sale in the income statement.

Customer loyalty program

A customer loyalty program has been established. Within the program the passengers acquire bonus points based on their tickets. Bonus points can be used as payment for future tickets. A short term liability is recognized based on the bonus balance. The short term liability reduces the revenue to be recognized when the transport take place. The Group makes, based on historical data, an estimate of how the bonus points will be used taking into account expected destinations and the amount of bonus points expected to be used. The liability is estimated as the cost of carrying out the transport expected to take place using the bonus points as payment.

TRAVEL

Income from distributed sale

Revenues from mediated sales are recognized in the income statement at the time the work attributable to the transaction has been performed. Revenues are recognized at the fair value of the consideration received or expected to be received, less any discounts. Ticket sales are partly distributed by the Group acting as a sales agent where the Group performs a reservation service for the customer, and partly sales in the Group's own name acting as an organizer of the actual journey being sold, also known as "package tours".

Revenues from services for group and conference business are recognized in the income statement when the outcome of the services provided can be measured reliably. This is normally the day of departure. If there is significant uncertainty regarding the payment, associated costs or the acceptance of the service provided no revenue is recognized.

Revenues are recognized at the fair value of the consideration received or expected to be received, less any discounts.

HEDGE ACCOUNTING

The Group seeks to reduce the risk related to fluctuations in fuel prices and currency rates. The Group uses financial instruments such as foreign exchange forward contracts. Financial instruments used as a part of a hedge accounting are kept off balance sheet until the due date of the instrument. The due date of the instrument is set to match the secured transaction. Financial instruments used for hedging purposes, but not recognized as a hedge accounting, are presented at fair value. All changes in fair value of financial instruments, except those kept off balance sheet, are presented as finance cost/income in the income statement.

INCOME TAX

The tax expense consists of the tax payable and changes to deferred tax. Deferred tax/tax assets are calculated on all differences between the book value and tax value of assets and liabilities, with the exception of:

- temporary differences related to goodwill that are not tax deductible
- temporary differences related to investments in subsidiaries, associates or joint ventures that the Group controls when the temporary differences are to be reversed and this is not expected to take place in the foreseeable future.

Deferred tax assets are recognized when it is probable that the company will have a sufficient profit for tax purposes in subsequent periods to utilise the tax asset. The companies recognise previously unrecognized deferred tax assets to the extent it has become probable that the company can utilise the deferred tax asset. Similarly, the company will reduce a deferred tax asset to the extent that the company no longer regards it as probable that it can utilise the deferred tax asset.

Deferred tax and deferred tax assets are measured on the basis of the expected future tax rates applicable to the companies in the Group where temporary differences have arisen.

Deferred tax and deferred tax assets are recognized at their nominal value and classified as non-current asset investments (long-term liabilities) in the balance sheet.

Taxes payable and deferred taxes are recognized directly in equity to the extent that they relate to equity transactions.

BALANCE SHEET CLASSIFICATION

Current assets and short term liabilities consist of receivables and payables due within one year, and items related to the inventory cycle. Other balance sheet items are classified as fixed assets / long term liabilities.

Current assets are valued at the lower of cost and fair value. Short term liabilities are recognized at nominal value.

Fixed assets are valued at cost, less depreciation and impairment losses. Long term liabilities are recognized at nominal value.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are capitalized and depreciated linearly over the estimated useful life. Assets recognized in the balance sheet based on a financial lease agreement are depreciated over the expected leasing period. All significant assets are decomposed to the extent necessary to ensure correct depreciation costs.

Depreciation is calculated using the straight-line method over the estimated useful life, as further specified in the notes to the consolidated financial statements.

The depreciation period and method are assessed each year. A residual value is estimated at each year-end, and changes to the estimated residual value are recognized as a change in an estimate.

The cost of current maintenance, except for extensive aircraft maintenance commented on below, are expensed as incurred, whereas costs for improving and upgrading property, plant and equipment are added to the acquisition cost and depreciated with the related asset. If carrying value of a non current asset exceeds the estimated recoverable amount, the asset is impaired to the recoverable amount. The recoverable amount is the greater of the net realisable value and value in use. In assessing value in use, the discounted estimated future cash flows from the asset are used.

Provisions are made for estimated costs of scheduled overhaul and maintenance of aircraft except for less extensive/ongoing maintenance performed at least each year which is expensed as incurred. The provision for overhaul and maintenance is based on cost estimates and historical data. The cost is allocated between the periods covered by the maintenance on a straight line basis. Differences between the provision and actual costs when the maintenance/overhaul is performed are recognized in the income statement. The provision is presented as “Other long term liabilities” in the balance sheet.

The Group capitalizes prepayments on purchase of aircraft. The prepayments are classified as tangible assets in the balance sheet. When the aircraft is delivered, prepayments are included in acquisition cost of the aircraft and reclassified as aircraft in the balance sheet.

LEASING

Finance leases

Finance leases are leases under which the Group assumes most of the risk and return associated with the ownership of the asset. At the inception of the lease, finance leases are recognized at the lower of their fair value and the present value of the minimum lease payments, minus accumulated depreciation and impairment losses. When calculating the lease's present value, the implicit interest rate in the lease is used if it is possible to calculate this. If this cannot be calculated, the company's marginal borrowing rate is used. Direct costs linked to establishing the lease are included in the asset's cost price.

The depreciation period will normally follow the underlying contract. If it is not reasonably certain that the company will assume ownership when the term of the lease expires, the asset is depreciated over the term of the lease or the asset's economic life, whichever is the shorter.

Operating leases

Leases for which most of the risk and return associated with the ownership of the asset have not been transferred to the Group are classified as operating leases. Lease payments are classified as operating costs and recognized in the income statement in a straight line during the contract period.

Deposits made at the inception of operating leases are carried at amortized cost. The difference between the nominal value of a deposit paid, carried at less than market interest and its fair value, is considered as additional rent, payable to the lessor and is expensed on a straight-line basis over the lease term.

INTANGIBLE ASSETS

Intangible assets that have been acquired separately are carried at cost. The costs of intangible assets acquired through an acquisition are recognized at their fair value. Capitalized intangible assets are recognized at cost less any amortisation and impairment losses.

Intangible assets are amortised over their economic life and tested for impairment if there are any indications of reduced value. The amortisation method and period are assessed at least once a year. Changes to the amortisation method and/or period are accounted for as a change in estimate.

Development costs

Development costs related to IT/software are capitalized providing that a future economic benefit associated with development of the intangible asset can be established and costs can be measured reliably. Otherwise, the costs are expensed as incurred. Capitalized development costs are amortized over its useful life.

Goodwill

The difference between the cost of an acquisition and the fair value of net identifiable assets on the acquisition date is recognized as goodwill. For investment in associates, goodwill is included in the investment's carrying amount.

Goodwill is recognized at cost in the balance sheet, minus any accumulated impairment losses, and amortised. Goodwill is amortised over five years.

Assets and liabilities acquired in a business combination are carried at their fair value in the Group's balance sheet. The non-controlling interest is calculated on the basis of the minority's share of these assets and liabilities.

The allocation of costs in a business combination is changed if new information on the fair value becomes available and is applicable on the date when control is assumed. The allocation may be altered until the annual accounts are presented or prior to the expiry of a 12-month period.

If the fair value of the equity exceeds the acquisition cost in a business combination, the difference ("negative goodwill") is recognized as income immediately on the acquisition date.

At each reporting date, the group considers if there are indications of reduced value of the goodwill. Goodwill is evaluated as a part of a cash generating unit. A value is considered reduced if the recoverable amount of the assets of the cash generating unit is less than book value. The recoverable amounts of cash generating units are determined based on value-in-use calculations.

Patents and licences

Amounts paid for patents and licences are capitalized and amortised on a straight line basis over the expected useful life.

Software

Expenses related to the purchase of new software are capitalized as an intangible asset provided these expenses do not form part of the hardware acquisition costs. Software is normally depreciated over the expected useful life. Costs incurred as a result of maintaining or upholding the future utility of software is expensed unless the changes in the software increase the future economical benefits from the software.

Brands

Brands are either capitalized as part of an acquisition, or separate purchases of brands. Brands are not depreciated. The value of brands which are capitalized as part of an acquisition is determined by comparing renting cost for brands for similar businesses, using international databases as a basis. A discount for maintaining the brand is applied, and a DCF analysis gives the value of the brand, less any impairment losses. Purchased brands are capitalized at cost, less any impairment losses.

At each reporting date, the group considers if there are indications of reduced values of the brands. Brands are evaluated as a part of a cash generating unit. A value is considered reduced if the recoverable amount of the assets of the cash generating unit is less than book value. The recoverable amounts of cash generating units are determined based on value-in-use calculations.

SUBSIDIARIES AND INVESTMENT IN ASSOCIATES

Subsidiaries and investments in associates are valued at cost in the company accounts. The investment is valued at cost, less any impairment losses. Impairment loss is recognized if the impairment is not considered temporary, in accordance with generally accepted accounting principles. Impairment losses are reversed if the reason for the impairment loss disappears in a later period.

Dividends, group contributions and other distributions from subsidiaries are recognized in the same year as they are recognized in the financial statement of the provider. If dividends / group contribution exceed withheld profits after the acquisition date, the excess amount represents repayment of invested capital, and the distribution will be deducted from the recorded value of the acquisition in the balance sheet for the parent company.

INVENTORIES

Inventories are recognized at the lowest of cost and net selling price. The net selling price is the estimated selling price in the case of ordinary operations minus the estimated completion, marketing and distribution costs. The cost is calculated by using the FIFO method and includes the costs incurred in acquiring the goods and the costs of bringing the goods to their current state and location.

ACCOUNTS RECEIVABLE AND OTHER CEIVABLES

Accounts receivable and other current receivables are recognized in the balance sheet at nominal value less provisions for doubtful accounts. Provisions for doubtful accounts are based on an individual assessment of the different receivables. For the remaining receivables, a general provision is estimated based on expected loss.

SHORT TERM INVESTMENTS

Short term investments (securities traded at an open market) are valued at market value. Dividends and other distributions are recognized as other financial income.

PENSIONS

Defined benefit plans are valued at the present value of accrued future pension benefits at the balance sheet date. Pension plan assets are valued at their fair value.

Changes in the pension obligations due to changes in pension plans are recognized over the estimated average remaining service period. The accumulated effect of changes in estimates and in financial and actuarial assumptions (actuarial gains or losses) that is less than 10% of the higher of defined benefit pension obligations and pension plan assets at the beginning of the year is not recognized. When the accumulated effect is above 10% limit in the beginning of the financial period, the excess amount is recognized in the income statement over the estimated average remaining service period. The net pension cost for the period is classified as employee benefit expenses.

In addition to the defined benefit plan described above, the Group companies have made contributions to local pension plans. These contributions have been made to the pension plan for full-time employees as a percentage of the employee's salary. The pension premiums are recognized as expenses as they incur.

GOVERNMENT GRANTS

Grant income is recognized when there is 1) entitlement to the grant, 2) virtual certainty that it will be received and 3) sufficient measurability of the amount. Government grants are recognized as income over the periods necessary to match them with the related costs which they are intended to compensate. Government grants relating to purchases of non-current assets are deducted from the cost of the respective asset. The amount of depreciation and amortization is based on the cost of purchase after deduction of such grants.

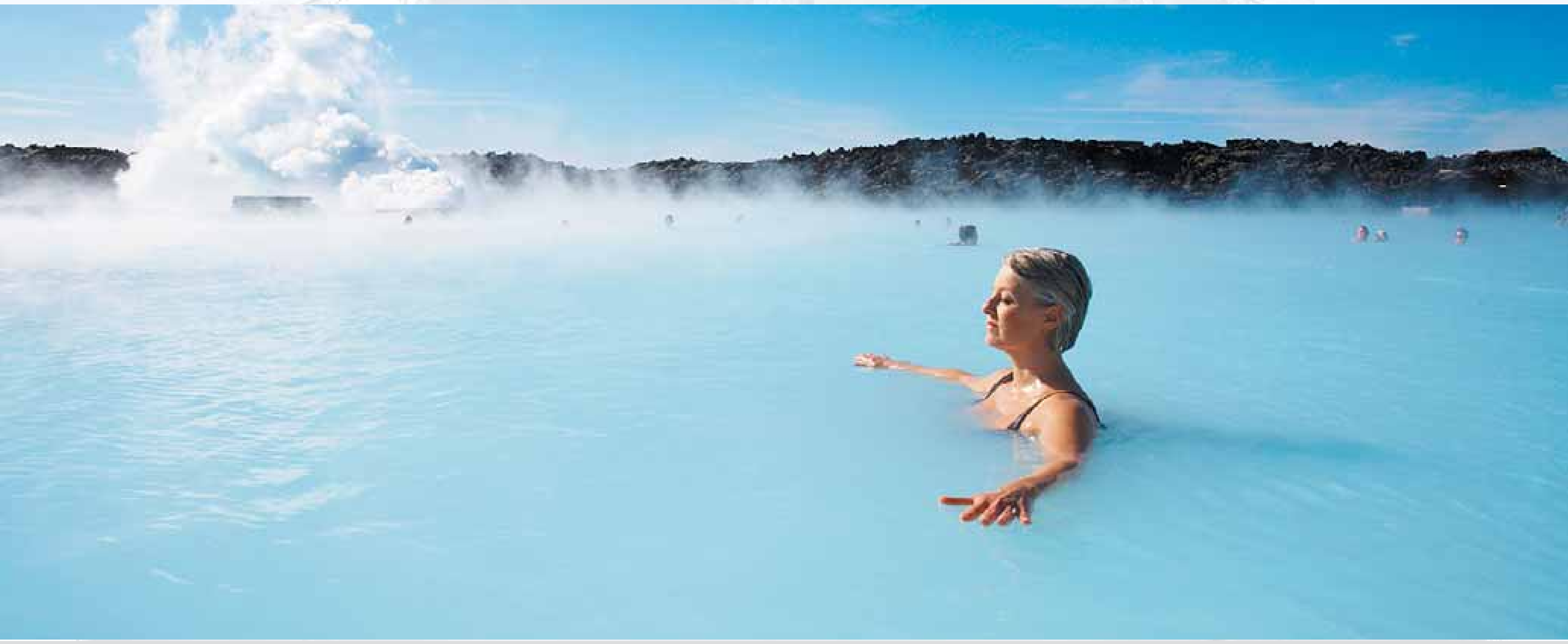
CONTINGENT LIABILITIES AND ASSETS

Contingent liabilities are recognized in the annual accounts if the probability that the cost will be incurred is more than 50 % and the liability can be estimated reliably. The liability is recognized based on the best estimate of the future settlement. If the probability is regarded less than 50 % information about the contingent liability is disclosed.

Contingent assets are not recognized in the annual accounts but are disclosed if there is a certain probability that a benefit will be added to the Group.

EVENTS AFTER THE REPORTING PERIOD

New information on the company's financial position at the end of the reporting period which becomes known after the reporting period is recorded in the annual accounts. Events after the reporting period that do not affect the company's financial position at the end of the reporting period but which will affect the company's financial position in the future are disclosed if significant.



The company makes use of different financial instruments to control the financial risks.

Risk

Currency fluctuations represent both a direct and an indirect financial risk for the company.
Hedging of currency risk are primarily done by the use of foreign exchange forward contracts as hedging instruments

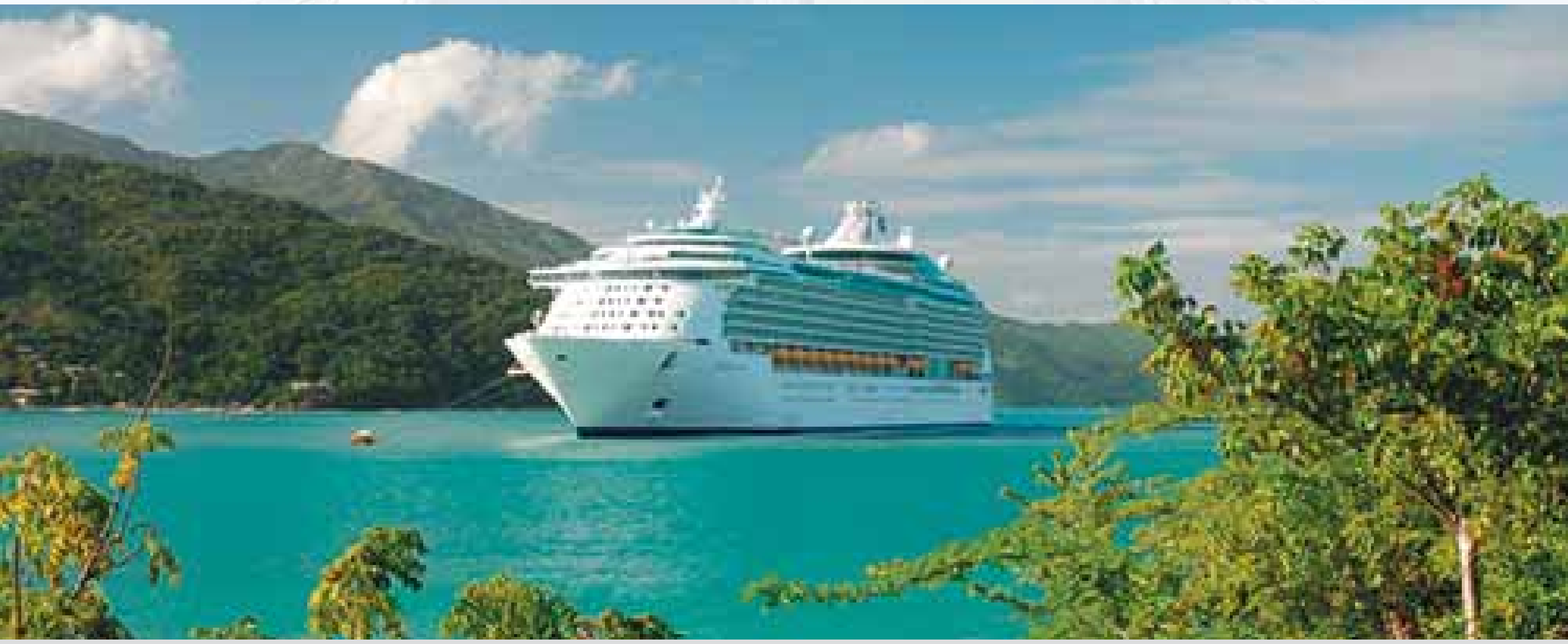
Jet fuel is a substantial cost for the group where the risk is mitigated through hedging of approximately 50 % of the future estimated need on a 12 months basis.

Hedging currency	Purchase price at balance sheet date (TNOK)	Average term	Unrealized profit/(loss)
USD	155 960	< 3 months	(6 702)
USD	222 800	6 months	(9 210)

The company holds commodity derivates (jet fuel forward contracts) per 31.12.12 with Various settlement dates during the next coming 12 months.
Calculation of market value:

TNOK	2012
Total purchase price/hedging value	90 234
Unrealized profit/loss	(1 114)
Market value	89 120

(Amounts in NOK 1000)



The aquistion of Braathens Regional AB (formerly Golden Air AB) in 2012, represents a strategic move for Braathens Aviaiton. Braathens Regional is a key supplier of aircraft capacity to Sverigeflyg, and the inclusion of the company in Braathens Aviation represents a further strengthening of the groups position at Stockholm Bromma Airport. Furthermore, the aquisition of Braathens Regional acknowledge interesting opportunities in the ACMI market .
As part of Braathens Aviation's future financial readiness , a senior unsecured bond of SEK 300 million was concluded in the first quarter 2013.

The group signed in June 2011 a contract with the aircraft manufacturer Bombardier for 10 narrowbody jet, CSeries, and in addition option for 10 more of the same aircraft type. The purchase of 10 CSeries from Bombardier, as part of the fleet renewal program within the group, are scheduled to be deliverd in 2014 and 2015. Based on listprices for CS100 and CS300, the value of the contract is approximately 665 MUSD. Braathens Aviation has achieved attractive terms, including a significant discount to the list price. As part of mitigating risk related to the equity element of the contract, the group has entered into a FX forward contract of 28 MUSD payable in SEK at a fixed price, where a greater portion will be used to pay pre delivery payments during 2013

(Amounts in NOK 1000)

Acqusition of businesses

Acquisition of Braathens Regional AB

Braathens Regional AB offers aircraft capacity ACMI (Aircraft, Crew, Maintenance, Insurance) to various airline operators. The aquisition date was 1 January 2012.

	Book value	Fair value
Other intangible assests	-	24 937
Tangible assets	13 995	13 995
Financial assets	-	-
Current assets	93 673	93 673
Total assets	**107 668**	**132 604**
Non-current liabilities	-	-
Provisions	3 643	3 643
Current liabilities	80 907	80 907
Total liabilities	**84 550**	**84 550**
Fair value of net identifiable assets and liabilities		48 055
Share bought		48 055
Goodwill		-
Consideration		**48 055**
Deffered payment		(10 686)
Cash received		(51 901)
Net consideration		**(14 532)**

Acquisition of Heitmann AS

Heitmann Travel AS is a Norwegian travel agency operating mainly out of Oslo. The company was aquired in June 2012.

	Book value	Fair value
Other intangible assests	2 111	2 111
Tangible assets	-	-
Financial assets	-	-
Current assets	5 994	5 994
Total assets	**8 104**	**8 104**
Non-current liabilities	-	-
Current liabilities	6 782	6 782
Total liabilities	**6 782**	**6 782**
Fair value of net identifiable assets and liabilities		1 323
Share bought		1 323
Goodwill		1 632
Consideration		**2 955**
Cash received		(1 246)
Net consideration		**1 709**

Acquisition of Lokalflyg AB (Sverigeflyg)

Sverigeflyg is a Swedish domestic carrier using Bromma as a hub. 85,37% of the company was aquired in June 2011, whilst the remaning shares was aquired late 2012. Goodwill of TNOK 40 887 has been identified.

Goodwill	40 887
Consideration	**40 887**
Cash received	-
Net consideration	**40 887**

Other acquisitions

Braathens Travel Group AS acquired Iceland Explorer AB, Cruise Selection Sweden AB in January 2012, and Braathens Domains in September 2012. The below figures shows the total effect of such other acquisitions in the group.

	Book value	**Fair value**
Other intangible assests	11 565	11 565
Tangible assets	646	646
Financial assets	-	-
Current assets	9 422	9 422
Total assets	**21 633**	**21 633**
Non-current liabilities	710	710
Provisions	333	333
Current liabilities	6 916	6 916
Total liabilities	**7 959**	**7 959**

Fair value of net identifiable assets and liabilities	13 674
Share bought	9 996
Goodwill	18 862
Consideration	**28 858**
Deffered payment	-
Cash received	(3 091)
Net consideration	**25 767**

The group has four reportable segments which are the strategic business units of the group.
All transactions between the segments are, according to the groups transfer pricing guidelines, based on the arm length principle.

Allocation between segments in 2012	**Aviation**	**Travel**	**Leisure**	**Other**
Gross revenue	2 236 352	6 003 327	317 220	75 383
Net revenue	2 236 352	1 263 986	317 220	75 383
Other operating income	28 126	13 009	46	2 445
Total external revenues	**2 264 478**	**1 276 995**	**317 266**	**77 828**
Internal revenues	-	-	-	16 801
Total revenues	**2 264 478**	**1 276 995**	**317 266**	**94 629**
Cost of goods sold	-	(714 267)	(42 019)	(44 203)
Employee benefits expense	(522 836)	(273 491)	(111 470)	(50 750)
Other operating expenses	(1 571 586)	(236 663)	(80 490)	(48 908)
EBITDA	**170 056**	**52 573**	**83 287**	**(49 232)**
Total assets as of 31 December 2012	**1 115 770**	**978 196**	**641 877**	**1 095 505**
Total liabilities as of 31 December 2012	**638 299**	**608 154**	**420 222**	**739 485**
Investments in fixed assets	**184 138**	**16 990**	**92 499**	**7 380**

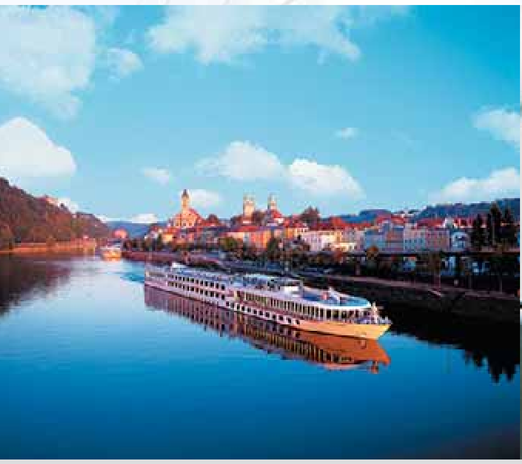
Geografical areas	**Norway**	**Sweden**	**Other**
Gross revenue	537 472	7 282 445	812 366
Net revenue	409 350	2 799 118	684 472
Other operating income	1 615	40 514	1 497
Total external revenues	**410 965**	**2 839 632**	**685 970**
Internal revenues	16 801	-	-
Total revenues	**427 766**	**2 839 632**	**685 970**

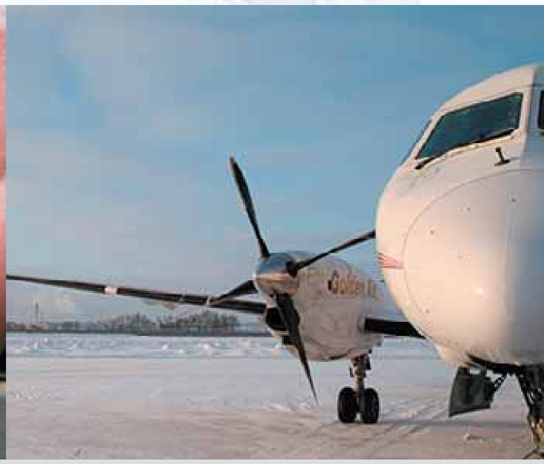
Allocation between segments in 2011	**Aviation**	**Travel**	**Leisure**	**Other**
Gross revenue	1 531 649	5 306 179	249 734	55 247
Net revenue	1 531 649	1 211 803	249 734	55 247
Other operating income	44 108	15 598	-	2 207
Total external revenues	**1 575 756**	**1 227 401**	**249 734**	**57 454**
Internal revenues	19 018	-	-	22 375
Total revenues	**1 594 775**	**1 227 401**	**249 734**	**79 829**
Cost of goods sold	-	(739 939)	(32 305)	(31 949)
Employee benefits expense	(360 739)	(262 918)	(95 089)	(53 401)
Other operating expenses	(1 134 068)	(189 856)	(68 894)	(37 107)
EBITDA	**(99 968)**	**34 689**	**53 446**	**(42 629)**
Total assets as of 31 December 2011	**1 214 866**	**884 073**	**638 973**	**1 126 865**

	Aviation	Travel	Leisure	Other
Total liabilities as of 31 December 2011	**654 494**	**525 862**	**450 559**	**588 381**
Investments in fixed assets	**301 722**	**32 007**	**129 679**	**14 567**

Geografical areas	**Norway**	**Sweden**	**Other**
Gross revenue	421 568	5 978 812	742 429
Net revenue	421 568	2 013 266	613 598
Other operating income	2 097	59 131	685
Total external revenues	**423 665**	**2 072 397**	**614 283**
Internal revenues	38 205	3 189	-
Total revenues	**461 870**	**2 075 586**	**614 283**

(amounts in NOK 1000)





Subsidiaries directly or indirectly controlled as of 31 December 2012

Company	Acquisition/ incorporation date	Location	Country	Share ownership 2012	Share ownership 2011
Braganza AS	1938	Oslo	Norway	100 %	100 %
Braathens Travel Group AB (Ticket Leisure Travel AB/Ticket Business Travel AB)	2010	Stockholm	Sweden	100 %	100 %
Dyreparken Utvikling AS	2001	Kristiansand	Norway	92 %	92 %
Braathens Leasing AS	2007	Oslo	Norway	100 %	100 %
Braganza AB	1999	Stockholm	Sweden	100 %	100 %
Arken Zoo Holding AB	2006	Stockholm	Sweden	100 %	100 %
Escape Travel AB	2005	Stockholm	Sweden	100 %	100 %
Braathens Group AB	2007	Stockholm	Sweden	100 %	100 %
BRTHN Fastigheter AB	2007	Stockholm	Sweden	100 %	100 %
Vettris Holding AB	2011	Göteborg	Sweden	100 %	0 %
Braathens Aviation AS	1989	Oslo	Norway	100 %	100 %
Formentera AS	1997	Oslo	Norway	100 %	100 %
Stromboli AS	2005	Oslo	Norway	100 %	100 %
Breibukt Holding AS	2006	Oslo	Norway	100 %	100 %
Braathens Aviation AB	2007	Malmö	Sweden	100 %	100 %
Braathens IT Solutions AS	2002	Lysaker	Norway	100 %	100 %
LG Braathens Rederi AS	2004	Oslo	Norway	51 %	51 %
Saga Asset Management AS	2003	Oslo	Norway	100 %	100 %
Braathens Travel Group AS	2002	Oslo	Norway	95 %	100 %
Braganza Management AS	2008	Oslo	Norway	100 %	100 %
Råsport AS	2008	Oslo	Norway	100 %	80 %
Sunhotels gruppen (EUR) - Ltd	2005	London	United Kingdom	60 %	60 %
Sunhotels gruppen (EUR) - AG	2006	Vaduz	Liechtenstein	56 %	56 %
Zleeping AG	2010	Vaduz	Liechtenstein	56 %	56 %
Fyrkant LTD	2010	London	United Kingdom	56 %	56 %
Escape Travel AS	2004	Oslo	Norway	70 %	70 %
Stay AS	2008	Oslo	Norway	80 %	67 %
JK Safaris AB	2011	Stockholm	Sweden	100 %	0 %
Scandinavian Cruise Center A/S	2011	Copenhagen	Denmark	100 %	0 %
Ticket Commercial Ltd	2012	London	United Kingdom	100 %	0 %
Braathens Domains Ltd	2012	London	United Kingdom	100 %	0 %
Iceland Explorer AB	2012	Göteborg	Sverige	51 %	0 %
Cruise Selection AB		Göteborg	Sverige	75 %	0 %
Iceland Explorer AS	2012	Oslo	Norge	100 %	0 %

A specification of investments in associated companies follow below:

	2012	2011
Book value as of 1.1.	5 513	4 590
Additions	-	-
Disposals	0	-
Profit/(loss)	823	1 652
Dividends	(1 409)	(750)
Currency and other adjustments	(24)	22
Book value as of 31.12.	**4 903**	**5 513**

Specification of profit/(loss)

	2012	2011
Share of profit/(loss) from associates	823	1 651
Elimination of internal gains/losses	-	-
Net profit/(loss) from associates	**823**	**1 651**

	Location	Ownership 1)	Equity as of 31.12.	Profit/(loss) 2012
Rica Dyreparken Hotel AS	Kristiansand	50,0 %	4 155	3 029
Peer Gynt AS	Nord-Fron	50,0 %	929	(1 090)
Herli Land AS	Kristiansand	34,0 %	(238)	(66)

1) Ownership equaling the percentage of voting shares

	Acquision cost	Acqusition date	Equity at acqusition date
Rica Dyreparken Hotel AS	1 500	2007	3 000
Peer Gynt AS		2008	10 000
Herli Land AS	357	2007	100

(Amounts in NOK 1000)

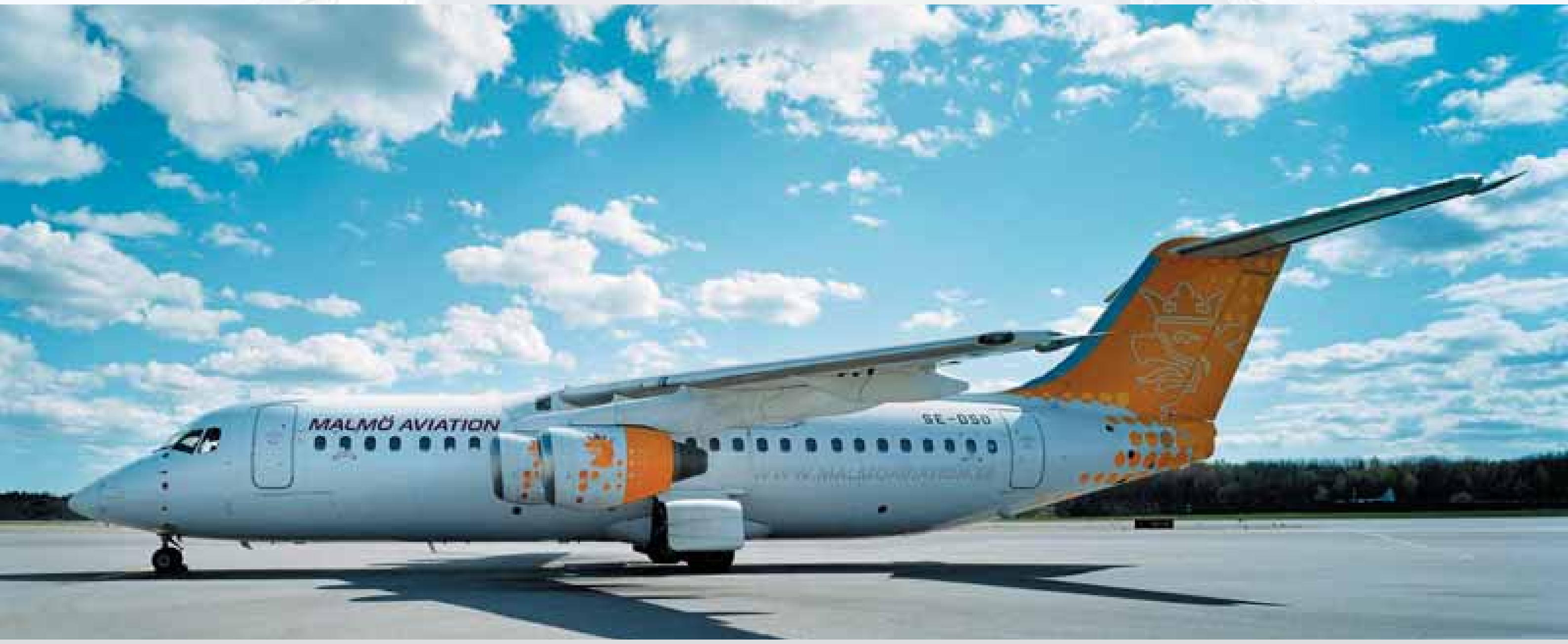
Long term investments

Company	Book value	Market value	Share
Jetscape Aviation Group	101 294	101 294	11 %
Neqst 1 AB	31 126	31 126	12 %
Neqst 2 AB	21 586	21 586	20 %
Vickers Private Equity Fund	15 523	17 599	48 %
Other	19 073	15 767	
Total	**188 602**	**187 372**	

Short term investments

Company	Book value	Market value	Share
Clavis Pharma ASA	21 821	21 821	8 %
DataRespons ASA	11 607	11 607	4 %
Other	815	815	
Total	**34 243**	**34 243**	

(Amounts in NOK 1000)



Salary and personnel costs:	2012	2011
Salaries	654 730	520 658
Payroll tax	185 935	144 840
Pension costs	64 159	49 636
Other benefits	55 979	57 599
Capitalized wage expenses	(2 255)	(586)
Total	**958 548**	**772 147**
Full time employees	1 471	1 281

Management remuneration	Managing Director Braganza	Managing Director Braganza
Salary and bonus	2 233	2 209
Pension costs	125	118
Other benefits	133	33
Total	**2 490**	**2 360**

The Managing Director of Braganza as has no severance pay agreement.

Employee loans amount to a total of MNOK 16. The loans are payable over a period of 10 to 15 years. The interest rate is the equivalent of the tax exempt rate of interest determined by the authorities and all loans are secured.

There are no employees in Bramora AS and no remuneration to the board.
The Managing Director is employed by Braganza AS.

Auditor

Specification of auditor's fee 2012 (ex VAT)

Group	Statutory audit fee	Other assurance services	Tax advisory fee	Other non-audit services	Total 2012
Ernst & Young	525	0	228	0	**753**
Other auditors	3 219	138	165	1 756	**5 279**
Total	**3 744**	**138**	**393**	**1 756**	**6 032**

Specification of auditor's fee 2011 (ex VAT)

Group	Statutory audit fee	Other assurance services	Tax advisory fee	Other non-audit services	Total 2011
Ernst & Young		487	557	0	**1 044**
Other auditors	2 530	107	174	208	**3 019**
Total	**2 530**	**594**	**731**	**208**	**4 063**

(Amounts in NOK 1000)

The group is required to have an occupational pension scheme in accordance with the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon"). The pension scheme gives the right to defined future benefits, which for defined benefits plans are mainly dependent on number of years worked, salary level at the time of retirement and the amount of payment from the national insurance fund. The obligations are covered through an insurance company.

	2012	2011
Service cost	(5 506)	(2 353)
Interest cost	(3)	(9)
Return on pension plan assets	(8)	(9)
Social security tax	(249)	(363)
Net pension costs, defined pension plans	(5 766)	(2 734)
Pension cost defined contribution plans	(58 393)	(46 902)
Total net pension cost	(64 159)	(49 636)
		Group
	2012	**2011**
Accrued pension obligations at 31.12	7 495	5 930
Estimated effect of future salary increase	(125)	(166)
Estimated pension obligations at 31.12	7 370	5 764
Pension plan assets (at market value) at 31.12	2 869	2 300
Unrecognised effects of actuarial gains/ losses	(811)	(526)
Social security tax	-	283
Currency adjustments	(10)	26
Net benefit obligations	3 681	3 246
Actuarial assumptions:		
Discount rate	3,8% - 4,2%	2,7% - 3,8%
Salary increase	3,25% - 3,5%	3,5% - 4%
Return on plan assets	4% - 5%	4,1% - 4,6%
Average turnover	2 %	0% - 2%

The actuarial assumptions are based on assumptions of demographical factors normally used within the insurance industry.

The company is part of the LO/NHO-scheme for early retirement (AFP) which was terminated in February 2010. The latest date for an early retirement in accordance with the old plan was December 31, 2010. A remaining liability exists and is related to employees that have performed an early retirement according to the old plan. When terminating the old AFP-plan it became apparent that there was a significant deficit in the plan. The deficit is to be financed through extra annual premiums from all member firms for the period from 2011 and until 2015. The company's share of this deficit has been estimated and accrued for in the financial statement.

The main pension schemes in the group are defined contribution plans, or similar schemes, and such pension costs are current accounted for in the income statement.

(amounts in NOK 1000)

Other operating income consists of:

	2012	2011
Gain on sale of fixed assets	10 147	13 760
Rental income from helicopter operations	722	1 212
Management services	553	589
Rent premises	-	220
Other (described below)	32 204	46 132
Total	**43 625**	**61 913**

Other income consists of market contribution and release of liability for tickets, bonus points, agent commision and other accruals.

Other operating expenses consists of:

	2012	2011
Cost of travel	(7 004)	(25 730)
Hotel accomodation	(7 862)	(7 178)
Marketing costs	(106 288)	(74 186)
IT costs	(104 402)	(87 501)
Cost of leases	(142 366)	(143 345)
Consultants, advisors etc.	(36 080)	(39 365)
Aviation related costs	(1 170 269)	(999 661)
Other	(320 931)	(52 959)
Total	**(1 895 201)**	**(1 429 925)**

(Amounts in NOK 1000)

Other financial income

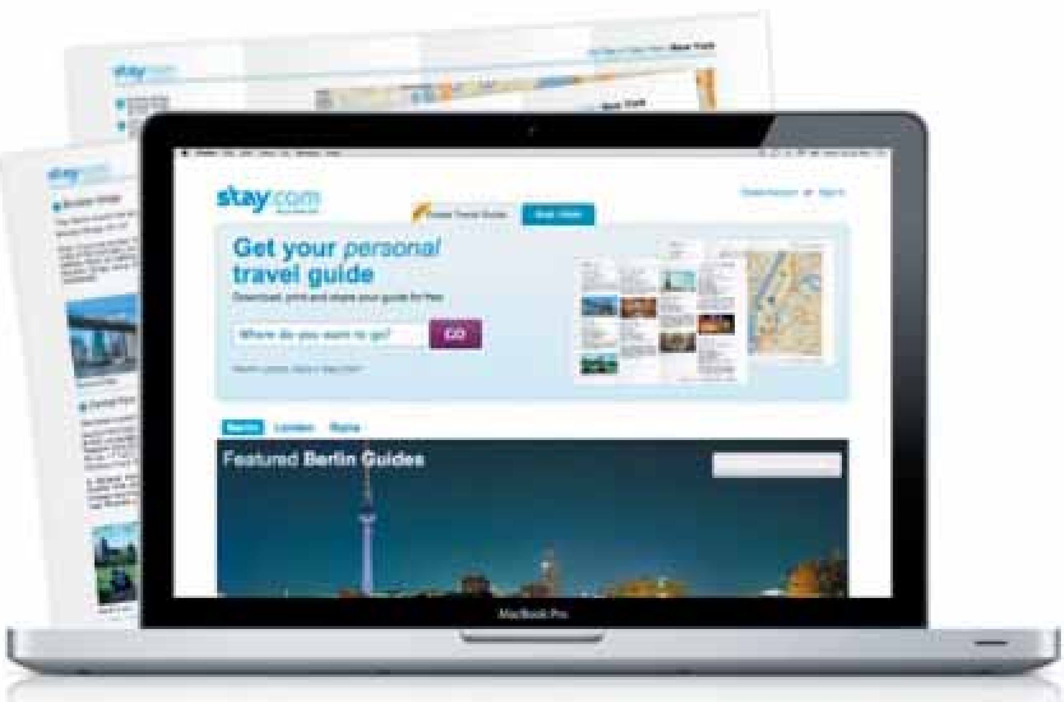
	2012	2011
Gain from sale of shares	1 291	6 513
Changes in value of equity investments	-	13 829
Gain on foreign exchange	15 932	4 782
Other financial income	1 125	2 260
Total other finance income	**18 347**	**27 384**

Other financial expenses

	2012	2011
Loss /changes in value of equity investments	(106 992)	(637)
Loss on foreign exchange	(13 146)	(9 672)
Other financial expenses	(13 794)	(2 943)
Total other finance expenses	**(133 931)**	**(13 252)**

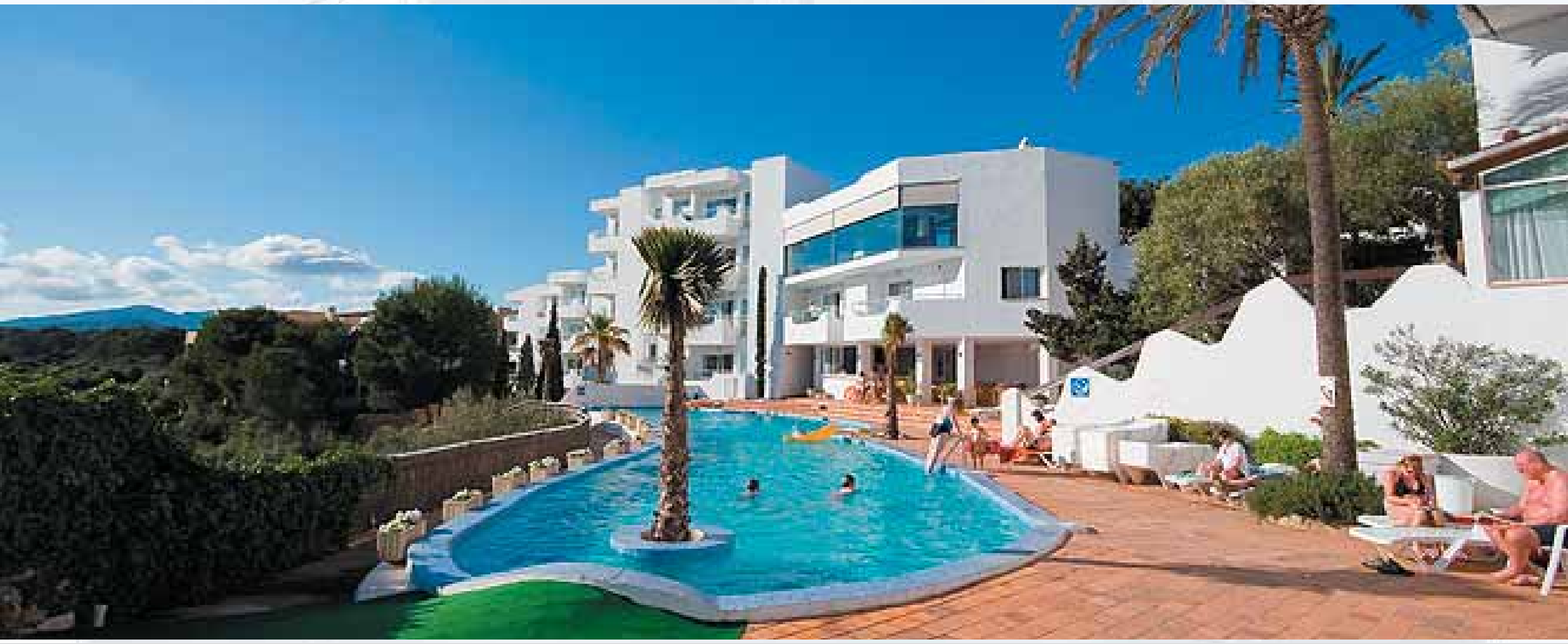
The recognized loss in equity investments relates mainly to the write down of shares in Clavis Pharma ASA. Clavis Pharma ASA announced late 2012 negative results of its phase II/III LEAP study, and in Q1 2013 the company announced negative results in its phase III CLAVELA study.

(Amounts in NOK 1000)



	2012	2011
Income tax expense		
Tax payable	6 968	3 906
Changes in deferred tax	15 979	15 029
Tax effect of group contribution	0	(0)
Adjustments for prior years	1	(206)
Other changes	-	(5 594)
Total income tax expense (+) / tax income (-)	**22 947**	**13 134**
Changes in deferred tax		-
Changes recognized in profit and loss	15 979	15 029
Changes recognized against equity	-	-
Changes due to business combinations	(2 242)	7 278
Other	6 669	-
Currency adjustments	(1 302)	3 252
Total changes in deferred tax	**19 104**	**25 559**
Profit before tax	40 961	(76 329)
Tax rate 28 %	(11 469)	21 372
Effect of unrecognized timing differences and tax loss	(1 587)	6 856
Revaluation of unrecognized timing differences and tax loss prior years	(11 455)	199
Adjustments for prior years	1 172	(206)
Permanent differences	45 591	(6 685)
Tax effect of group contribution	(281)	0
Share of net profit from associates	(230)	(462)
Effect of different tax rates	(4 184)	(6 541)
Depreciation of goodwill	-	-
Other	5 391	(1 398)
Income tax expense (+) / tax income (-)	**22 947**	**13 134**
Temporary differences		
Deferred tax assets		
Pensions	843	1 117
Inventory	92	330
Intangible assets	42 465	47 289
Tangible assets	8 852	34 590
Accounts receivables and other receivables		4 077
Provisions and short term debt	55	1 524
Gains and losses	2 752	372
Tax loss carried forward	26 801	75 213
Deferred tax assets	**81 860**	**164 512**

Deferred tax liabilities		
Intangible assets	46 553	96 325
Tangible assets	10 396	3 493
Accounts receivables	-	-
Construction contracts	-	-
Gains and losses	19	-
Other differences	1 857	9 841
Deferred tax liabilities	**58 826**	**109 659**
Net deferred tax assets (-liability)	23 175	54 853
Hereof not recognized in the balance sheet	14 883	27 457
Net deferred tax assets (-liability)	8 292	27 396
Hereof recognized as deferred tax asset	68 177	86 387
Hereof recognized as deferred tax liability	59 886	58 991



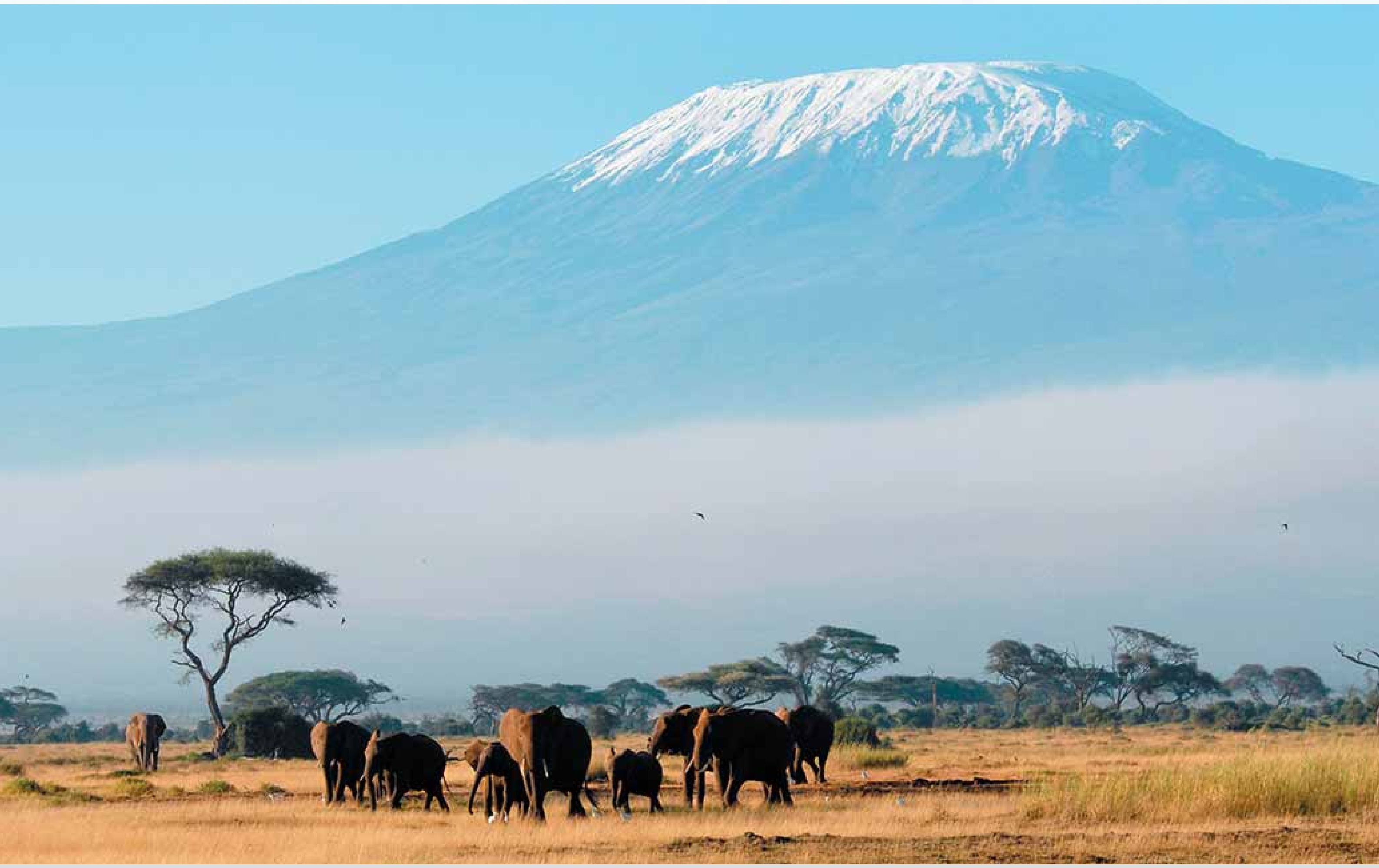
	Goodwill	Brands and other rights	Other intangible assets	Total
1 January - 31 December 2012				
Balance as of 1 January 2012	106 240	250 091	45 997	**402 328**
Additions	0	12 065	1 905	**13 970**
Additions from purchase of companies	61 382	24 937	11 565	**97 883**
Disposals	0	(601)	0	**(601)**
Disposals from sale of companies	0		(46)	**(46)**
Amortisation	(37 186)	(3 223)	(11 833)	**(52 242)**
Impairment loss	(15 505)			**(15 505)**
Currency translation differences	(995)	(4 594)	(499)	**(6 088)**
Balance as of 31 december 2012	**113 935**	**278 674**	**47 089**	**439 698**
As of 31 December 2012				
Cost of acquisition	312 326	297 707	61 172	**671 205**
Accumulated amortisation and imparment losses	(198 390)	(19 033)	(14 084)	**(231 507)**
Balance as of 31 December 2012	**113 935**	**278 674**	**47 089**	**439 698**

	Goodwill	Brands and other intangible rights	Other intangible assets	Total
1 January - 31 December 2011				
Balance as of 1 January 2011	107 899	172 242	21 064	**301 205**
Additions	0	73	15 585	**15 658**
Additions from purchase of companies	16 511	78 024	18 637	**113 173**
Disposals	0	0	(70)	**(70)**
Disposals from sale of companies	0	0	0	**0**
Amortisation	(27 080)	(3)	(9 135)	**(36 219)**
Impairment loss	0	(128)	0	**(128)**
Currency translation differences	8 910	(118)	(84)	**8 708**
Balance as of 31 december 2011	**106 240**	**250 091**	**45 997**	**402 328**
As of 31 December 2011				
Cost of acquisition	259 615	250 222	65 062	**574 899**
Accumulated amortisation and imparment losses	(153 375)	(131)	(19 064)	**(172 571)**
Balance as of 31 December 2011	**106 240**	**250 091**	**45 997**	**402 329**
Depreciation of intangible assets:				
Depreciation method	Straight line	NA	Straight line	
NGAAP/Expected useful economic life	5-20 years	Indefinite	5-10 years	

Goodwill for each acquisition	Carrying amount 31 December	Useful economic life
Ticket Group	43 286	5 years
SverigeFlyg	37 719	5 years
Scandinavian Cruise Center	4 145	5 years
JK Safaris	1 491	5 years
Dyreparken/Kaptein Sabeltann	19 948	20 years
Stay	4 400	5 years
Iceland Explorer	1 641	5 years
Vettris	1 306	5 years
Total	113 935	

Goodwill for Kaptein Sabeltann is related to the concept for a limited number of years.

(Amounts in NOK 1000)



1 January - 31 December 2012	Aircraft, Property and plant	Equipment	Total
Balance as of 1 January 2012	873 840	69 738	**943 578**
Additions	216 803	38 858	**255 661**
Additions from purchase of companies	646	13 995	**14 641**
Disposals	(12 927)	(173)	**(13 100)**
Disposals from sale of companies	(44 114)	(340)	**(44 454)**
Amortisation	(94 596)	(24 209)	**(118 805)**
Impairment loss	(599)	-	**(599)**
Currency translation differences	(6 502)	(697)	**(7 199)**
Balance as of 31 december 2012	**932 551**	**97 172**	**1 029 723**
As of 31 December 2012			
Cost of acquisition	1 272 428	225 096	**1 497 525**
Accumulated amortisation and imparment losses	(339 878)	(127 924)	**(467 802)**
Balance as of 31 December 2012	**932 551**	**97 172**	**1 029 723**

1 January - 31 December 2011	Aircraft, Property and plant	Equipment	Total
Balance as of 1 January 2011	385 620	92 673	**478 293**
Additions	491 048	(1 559)	**489 489**
Additions from purchase of companies	59 056	3 151	**62 207**
Disposals	(8 956)	(1 150)	**(10 106)**
Disposals from sale of companies	-	-	**-**
Amortisation	(52 724)	(23 228)	**(75 951)**
Impairment loss	-	-	**-**
Currency translation differences	(203)	(149)	**(352)**
Balance as of 31 december 2011	**873 840**	**69 738**	**943 578**
As of 31 December 2011			
Cost of acquisition	1 121 205	191 226	**1 312 431**
Accumulated amortisation and imparment losses	(247 365)	(121 488)	**(368 853)**
Balance as of 31 December 2011	**873 840**	**69 738**	**943 578**

Depreciation of tangible assets:

	Aircraft, Property and plant	Equipment
Depreciation method	Straight line	Straight line
Expected useful economic life	5 - 20 years	3-5 years

(Amounts in NOK 1000)

Finance leases

	2012	2011
Aircraft, engines, property, plant and similar	-	8 962
Balance as of 31 December	**-**	**8 962**

	Nominal amounts		Present value	
Minimum finance lease payments	**2012**	**2011**	**2012**	**2011**
Next year	-	587	-	587
Between year 1 and 5	-	-	-	-
After year 5	-		-	-
Total minimum finance lease payments	**-**	**587**	**-**	**587**
Present value of minimum finance lease payments	**-**	**587**		
- Whereof short term debt	-	587		
- Whereof long term debt	-	-		

Operating leases

	Lease payments		Durability
	2012	**2011**	
Aircraft, engines, property, plant and similar	125 394	42 984	1-4 years
Equipment	725	2 487	1-3 years
Other	4 941	3 002	
Lease expenses	**131 060**	**48 473**	

(Amounts in NOK 1000)

Long term receivables consist of:

	2012	2011
Receivable in favour of shareholder	106 130	115 458
Deposits	13 884	51 915
Receivable to Braconda AS	48 410	44 590
Other	65 501	17 074
Total	**233 924**	**229 037**

(Amounts in NOK 1000)

NOTE 19 • ACCOUNTS RECEIVABLE AND OTHER SHORT TERM RECEIVABLES

Accounts receivable and other short term receivables consist of:

	2012	2011
Accounts receivable	148 691	123 260
Prepaid expenses	79 945	67 646
Accrued income	86 049	87 741
Tax receivable	14 549	14 767
Other short term receivables	69 203	68 004
Total	**398 437**	**361 418**
Hereof:		
Due within 1 year	397 901	359 249
Due above 1 year	536	2 169

Change in provision for impairment of accounts receivable:

	2012	2011
As of 1 January	**3 832**	**1 227**
Provision for bad debt	35	2 595
Realized bad debt	-	10
Reversal of previous provisions for bad debt	(3 447)	-
As of 31 December	**420**	**3 832**

(Amounts in NOK 1000)

Cash and cash equivalents consists of:

	2012	2011
Bank deposits	596 043	580 617
Total	**596 043**	**580 617**
Whereof restricted	19 814	35 891

(Amounts in NOK 1000)

NOTE 21 • INTEREST BEARING DEBT

The Group´s interest bearing debt have the following characteristics:

	Short term		Long term	
	2012	2011	2012	2011
Interest bearing debt by type				
Loan from financial institutions	17 261	39 564	340 475	280 463
Finance leases, note 17	-	8 001	-	-
Total	**17 261**	**47 566**	**340 475**	**280 463**
Time to maturity				
Due between year 1 and 5			276 475	216 463
Due after year 5			64 000	64 000
Total			**340 475**	**280 463**

Secured debt		
Debt secured by collateral	264 376	316 308
Type of security		
Aircraft, engines and similar	34 634	36 991
Property and plant	459 639	400 707
Inventory	13 143	12 033
Other	7 694	7 831
Total book value of security	**515 110**	**457 561**

(Amounts in NOK 1000)

There are financial covenants linked to the long term debt in Dyreparken. Dyreparken is in compliance with all such covenants by year end.

The fleet renewal program is assumed financed by Export Development Canada (EDC), and long term debt will increase significantly in the coming years. First scheduled delivery is Q2 2014, and the final delivery is scheduled to Q4 2015.

Other long term liabilities consist of:

	2012	2011
Loan from Braconda AS	23 713	21 347
Finance lease	-	7 343
Deposition	7 299	2 409
Other	1 542	3 048
Total other long term liabilities	**32 555**	**34 147**
Time to maturity		
Due between year 1 and 5	8 714	9 572
Due after year 5	23 840	24 575
Total	**32 555**	**34 147**

Other short term liabilities consist of:

	2012	2011
Tickets sold not used	328 989	349 437
Liabilities related to customer loyalty programs	14 147	2 144
Salaries and other employee benefits	138 976	127 864
Other	206 497	109 626
Total other short term liabilities	**688 609**	**589 071**

(Amounts in NOK 1000)

	2012	2011
Book value 1 January	23 540	25 505
Provisions made in the fiscal year	807	20 932
Reclassifications 1)	(23 540)	(11 690)
Prior provisions used in the fiscal year	-	(11 196)
Currency translation differences	(14)	(11)
Book value as of 31 December	**793**	**23 541**

1) The amount is reclassified to ”Other short term liabilities”

Provisions consists of:	2012	2011
Maintenance of tangible assets - owned	-	23 541
Employee benefits	793	-
Other	-	-
Book value as of 31 December	**793**	**23 541**

(Amounts in NOK 1000)

NOTE 24 • EQUITY

	Issued capital	Share premium	Other equity	Non-controlling interests	Total
Equity as of 1 January	2 294	-	1 589 185	54 003	**1 645 482**
Capital reduction	-	-	(334)	334	**(0)**
Acquisitions	-	-	7 878	(13 477)	**(5 599)**
Dividends	-	-	(160 000)	(11 355)	**(171 355)**
Foreign currency translation differences	-	-	(27 141)	(1 213)	**(28 354)**
Net profit for the year	-	-	(69 136)	5 228	**(63 908)**
Equity 31 December	2 294	-	1 340 452	33 520	**1 376 266**

(Amounts in NOK 1000)

Shareholders as of 31 December 2011

	Number of shares	In percent
Braconda AS	116 316	25 %
Per G. Braathen	177 335	39 %
Eline B. Braathen	55 058	12 %
Ida P. Braathen	55 058	12 %
Peer G. Braathen	55 058	12 %
Total	**458 825**	**100 %**

No shareholders are represented on the board of directors of Bramora AS

NOTE 26 • GUARANTEE LIABILITIES (AND CONTINGENT EVENTS)

The group has at 31 December no contingent liabilities. In the ordinary course of business the Group has given the following guarantees:

	2012	2011
Travel insurance	76 860	9 594
Rental guarantees	5 813	4
Other	-	739

(Amounts in NOK 1000)

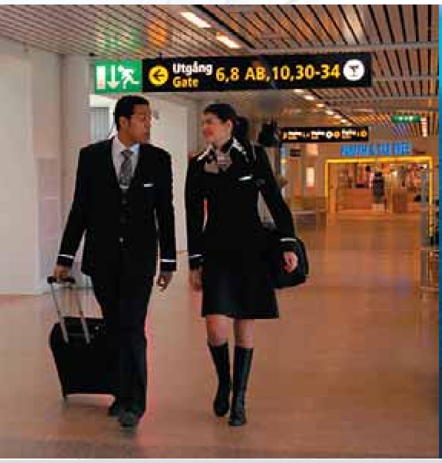
NOTE 27 • TRANSACTIONS WITH RELATED PARTIES

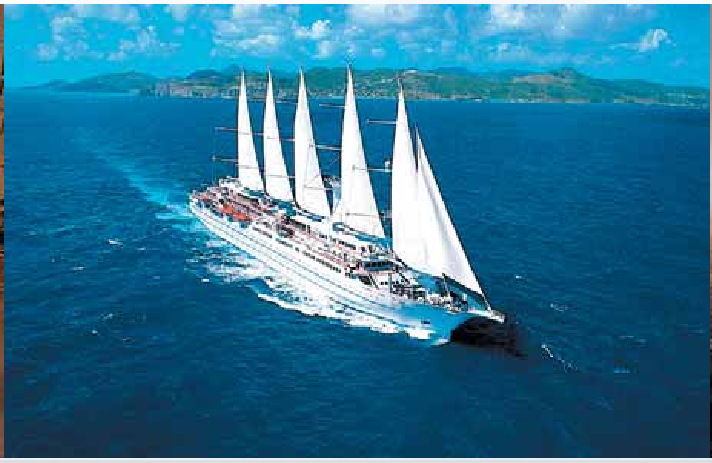
The Group has during 2012 been engaged in transactions involving related parties, which is not reflected in note 18. The transactions includes purchase of a receivable, and divesment and investment of shares in favour of related parties. All transactions are conducted in accordance with arm-lenghts principles, and in line with third parties valuations which have been obtained.

NOTE 28 • EVENTS AFTER THE REPORTING PERIOD

Subsequent to 31 December 2012 no events have occured that would have affected the financial statements in a significant way.

Braathens Aviation AB (publ) sucsessfully offered a public bond in Q1 2013. The bond has a tenor of five years and certain financial covenants are attached to the bond. Braathens Aviation AB (publ) are in compliance with all such covenants.





Ernst & Young

State Authorised Public Accountants
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To the Annual Shareholders' Meeting of
Bramora AS

AUDITOR'S REPORT

Report on the financial statements

We have audited the accompanying financial statements of Bramora AS, comprising the financial statements for the Parent Company and the Group. The financial statements for the Parent Company and the Group comprise the balance sheet as at 31 December 2012, the statements of income and cash flows for the year then ended and a summary of significant accounting policies and other explanatory information.

The Board of Directors' and Managing Director's responsibility for the financial statements

The Board of Directors and Managing Director are responsible for the preparation and fair presentation of these financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as the Board of Directors and Managing Director determine 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 these financial statements based on our audit. We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing 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 entity's preparation and fair presentation of the financial statements 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 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 on the financial statements for the Parent Company and the Group.

ERNST & YOUNG

Opinion

In our opinion, the financial statements of Bramora AS have been prepared in accordance with laws and regulations and present fairly, in all material respects, the financial position of the Parent Company and the Group as at 31 December 2012 and their financial performance and cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Report on other legal and regulatory requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Directors' report concerning the financial statements and the going concern assumption is consistent with the financial statements and complies with the law and regulations.

Opinion on registration and documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, «Assurance Engagements Other than Audits or Reviews of Historical Financial Information», it is our opinion that the Board of Directors and Managing Director have fulfilled their duty to ensure that the Company's accounting information is properly recorded and documented as required by law and generally accepted bookkeeping practice in Norway.

Oslo, 3 July 2013
ERNST & YOUNG AS

Trond E. Owren
State Authorised Public Accountant (Norway)

	Note	2012	2011
Revenue			
Other operating income		0	25.830
Operating expenses			
Payroll expenses	2	12.779	12.779
Other operating expenses	2	159.470	118.367
Total operating expenses		172.249	131.146
Operating result		-172.249	-105.316
Financial income and expenses			
Interest income from group companies		1.480.534	1.775.232
Other financial income		66.145.588	3.755.290
Other financial expenses		588.637	532.133
Net financial items		67.037.485	4.998.389
Ordinary result before tax		66.865.236	4.893.072
Tax on ordinary result	4	1.446.266	1.370.060
Net profit or loss for the year		**65.418.970**	**3.523.012**
Allocated as follows			
Proposed dividends	9	160.000.000	25.000.000
Transferred to other equity	9	-94.581.030	-21.476.988
Total allocations		65.418.970	3.523.012

	Note	2012	2011
Fixed assets			
Financial assets			
Investments in subsidiaries	3	458.233.869	454.514.899
Investments in other group companies		0	37.300.000
Loans to group companies	8	73.523.079	21.381.749
Other receivables	7	139.346.886	115.457.766
Total financial assets		671.103.834	628.654.414
Total fixed assets		671.103.834	628.654.414
Current assets			
Cash and cash equivalents	5	612.873	233.074
Total current assets		612.873	233.074
Total assets		671.716.707	628.887.487

	Note	2012	2011
Equity			
Paid-in capital			
Share capital	1, 9	2.294.125	2.294.125
Retained earnings			
Other equity	9	485.664.452	580.245.482
Total equity		487.958.577	582.539.607
Liabilities			
Other long-term liabilities			
Other long-term liabilities	7	23.713.010	21.346.510
Current liabilities			
Dividends		160.000.000	25.000.000
Trade creditors		43.750	0
Public duties payable		170	170
Other short-term liabilities		1.200	1.200
Total current liabilities		160.045.120	25.001.370
Total liabilities		183.758.130	46.347.880
Total equity and liabilities		671.716.707	628.887.487

Oslo, 26. June 2013

Geir Stormorken
Chairman of Board

	2012	2011
Cash flows from operating activities		
Profit (loss) before taxes	66 865 236	4 893 072
Changes in account payables	43 750	0
Changes in other current balance sheet items	-1	-664 334
Net cash flow from operating activities	**66 908 985**	**4 228 738**
Cash flows from investing activities		
Increased long term receivables	-76 302 631	0
Proceeds from sales of shares	37 300 000	0
Group contribution paid	-4 893 056	0
Net cash flow used in investing activities	**-43 895 686**	**0**
Cash flows from financing activities		
Proceeds from issuance of long term debt	2 366 500	1 996 213
Repayment of share capital	0	-6 550 000
Dividends paid	-25 000 000	-450 000
Net cash flow from financing activities	**-22 633 500**	**-5 003 787**
Net increase/(decrease) in cash and cash equvivalents	**379 799**	**-775 049**
Cash and cash equivalents at beginning of period	233 074	1 008 123
Cash and cash equivalents at end of period	612 873	233 074
Net increase/(decrease)	**379 799**	**-775 049**

NOTE 1 • SHARE CAPITAL AND SHAREHOLDER INFORMATION

Share capital:

	Number of shares	Face value	Book value
A-shares	379 394	5 kr	1 896 970
B-shares	79 431	5 kr	397 155
Total	458 825		2 294 125

Shareholders per 31.12:

	A-shares	B-shares	Ownership share
Braconda AS	116.316	0	25,35 %
Per G. Braathen	97.901	79.431	38,65 %
Peer G Braathen	55.059	0	12,00 %
Eline Braathen	55.059	0	12,00 %
Ida Braathen	55.059	0	12,00 %
Total	379.394	79.431	100,00 %

NOTE 2 • WAGE COSTS, NUMBER OF EMPLOYEES, REMUNERATION, LOANS TO EMPLOYEES AND AUDITOR'S FEE

Wage costs	2012	2011
Salaries	11 200	11 200
Payroll tax	1 579	1 579
Total	12 779	12 779

The total number of employees in the company during the year: 0

Auditor fee has been divided as follows	2012	2011
Audit fee	147 000	83 625
Other services	10 750	6 250

VAT is included in the figures of auditor's fee.

NOTE 3 • INVESTMENT IN SUBSIDIARIES AND ASSOCIATE

Company	Location	Share owners	Voting rights	Net profit 2012	Equity 31.12	Book value 31.12
Braganza AS	Oslo	100 %	100 %	27.731.123	879.506.999	458.233.869

Income tax expenses	2012	2011
Tax payable	1 446 266	1 370 060
Total income tax expense	1 446 266	1 370 060

Tax base estimation	2012	2011
Ordinary result before tax	66 865 236	4 893 072
Non taxable gain from sale of shares	-61 700 000	0
Taxable income before group contribution	5 165 236	4 893 072
Tax effect of group contribution	-5 165 236	-4 893 072
Tax base	0	0

NOTE 5 • BANK DEPOSIT

Restriced cash as part of the cash and cash equivalents	71 875

NOTE 6 • SHARES IN OTHER COMPANIES

The shares in Bramora AS is sold during the year

NOTE 7 • DEBTS AND RECEIVABLES

Receivables due in more than one year	2012	2011
Receivable owner	106 129 708	115 457 766
Other receivables	33 217 178	0
Sum	139 346 886	115 457 766

Sufficient collateral has been pledge in relation to the outstanding amount to the owner.

NOTE 8 • INTERCOMPANY BALANCE GROUP COMPANY AND ASSOCIATE

Receivables	2012	2011
Intercompany loans	73 523 079	21 381 749

NOTE 9 • OWNERS EQUITY

	Share capital	Other equity	Total
Owners equity 01.01.	2.294.125	580.245.483	582.539.608
Profit for the year	0	65.418.969	65.418.969
Dividends	0	-160.000.000	-160.000.000
Owners equity 31.12.	2.294.125	485.664.452	487.958.577