Annual Report
VP SECURITIES A/S

2010

CONTENTS

INTERNAL AUDIT

VP SECURITIES A/S

Company
VP SECURITIES A/S
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Board of Directors
Elected by the General Meeting of Shareholders:
Sven E. Lystbæk, Member of the Executive Board, Chairman
Torben Nielsen, Member of the Board of Governors, Vice-Chairman
Bent Andersen, Managing Director
Sven A. Blomberg, CEO
Hans-Henrik Eigtved, Executive Vice President
Ivan Hansen, Managing Director
Henrik Heideby, CEO
Jan Kjærvik, Senior Vice President
Frank Kristensen, Managing Director
Carsten Wiggers, CEO

Elected by the Employees:
Anne-Lise Hansen Emcken, Head of Systems Maintenance
Peter Michael Jensen, Senior Product Manager
Gitte Ina Nielsen, Systems Analyst
Erik Pihl, Head of Production & Operation
Lone Steiness, Marketing Manager

Auditors
External Audit and Systems Audit:
Deloitte Statsautoriseret Revisionsaktieselskab

Internal Audit:
Bent Poulsen, Chief Auditor

Management
Johannes Luef, CEO

Executive Officers
Morten Kierkegaard, Senior Vice President
Carsten Nørgaard, Chief Information Officer
Thomas Pihl, Chief Financial Officer
Birger Schmidt, Chief Commercial Officer

Complaints Board
Ulrik Rammeskow Bank-Pedersen, Doctor of Laws

VP LUX S.à r.l.

Company
VP LUX S.à r.l.
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KEY FIGURES, INDEX FIGURES AND RATIOS

	2006*) DKK '000	2007**) DKK '000	2008**) DKK '000	2009**) DKK '000	2010***) DKK '000
Key figures					
Net turnover	364,225	461,421	404,887	385,607	365,144
Profit on ordinary activities	188,627	165,922	120,945	106,238	90,840
EBITA	196,729	180,012	135,635	120,128	104,731
Profit on financial items	3,979	6,583	6,761	1,243	(718)
Profit before tax	192,606	172,505	127,706	107,481	90,122
Profit for the year	151,034	128,947	95,797	80,452	67,482
Receivables from sales and services	50,324	40,538	55,430	50,404	37,936
Equity and non-distributable reserve	274,043	282,990	258,720	219,172	204,346
Balance sheet total	310,968	328,784	322,669	276,515	253,271
Investments in fixed assets for the year	83,167	7,154	1,773	16,411	372
Net interest-bearing debt	(149,278)	(196,967)	(193,970)	(157,003)	(162,533)
Invested capital, including goodwill	132,737	108,215	100,632	111,941	105,436
Index figures					
Net turnover	100	127	111	106	100
Profit on ordinary activities	100	88	64	56	48
Profit for the year	100	85	63	53	45
Receivables from sales and services	100	81	110	100	75
Equity and non-distributable reserve	100	103	94	80	75
Balance sheet total	100	106	104	89	81
Ratios					
EBITA margin (%)	54	39	33	31	29
Return on invested capital, including goodwill (%)	215	149	130	113	96
Net turnover/Invested capital including goodwill	3.98	3.83	3.88	3.63	3.36
Financial gearing	(0.52)	(0.69)	(0.70)	(0.70)	(0.79)
Return on equity (%)	63	46	35	34	32

*) *The key figures, index figures and ratios for 2006 include the proceeds from selling the domicile property of DKK 41.3 million.*

**) *As of 2007, the figures are for the VP Group, which includes VP SECURITIES A/S as the parent company and VP SERVICES A/S, VPMEX ApS and VP LUX S.à r.l. as wholly-owned subsidiaries.*

***) *As of 2010, the VP Group also includes the wholly-owned subsidiaries VP MORTGAGE SOLUTIONS ApS and VP MORTGAGE SOLUTIONS II ApS.*

MANAGEMENT REVIEW

FINANCIAL DEVELOPMENT

During 2010, VP achieved a satisfactory profit before tax of DKK 90.1 million compared to DKK 107.5 million in 2009. Profit from ordinary activities was DKK 90.8 million in 2010, compared to DKK 106.2 million in 2009.

The downturn in profit compared to 2009 is solely attributable to lower net turnover. Total expenditure was lower than in 2009. The lower net turnover is partly attributable to a fall in revenues from clearing and settlement of Danish securities as a result of the establishment of a Danish central counterparty (CCP) in October 2009, and partly to the reduction in prices for clearing and settlement and bookkeeping implemented on 1 April 2010.

Despite a downturn in net turnover, there has been growth in several of VP's new product initiatives, including activities in Luxembourg.

VP's total operating costs including depreciation were DKK 274.3 million in 2010. This is a decrease of DKK 5.1 million compared to 2009 and is attributable to ongoing adjustment of expenditure, including staff reductions.

Tax on the profit for the year under review was charged to the Income Statement at DKK 22.6 million compared to DKK 27.0 million in 2009.

Profits after tax in 2010 were DKK 67.5 million compared to DKK 80.5 million in 2009.

Accordingly, equity at the end of 2010 was DKK 143.6 million and the non-distributable reserve was DKK 60.7 million. The combined return on the equity and the non-distributable reserve was thus 32 per cent in 2010 compared to 34 per cent in 2009.

The Board of Directors proposes to the AGM that for 2010 a dividend of DKK 1,500 per share be paid to VP's shareholders, corresponding to a total of DKK 60.0 million.

VP LUX

The subsidiary VP LUX S.à r.l. in Luxembourg was established back in 2008 primarily for the purpose of giving mortgage institutions and other Danish issuers access to issuing euro bonds which can be used as security for loans with central banks in the Eurosystem.

In order for an investor to be able to borrow against a euro security within the Eurosystem, the security is required to have been issued within the euro zone. This means that euro securities previously issued via VP in Denmark have not been mortgageable in the Eurosystem. VP LUX was approved by the Luxembourg financial supervisory authority (CSSF) to operate a CSD business and was also approved, in accordance with the standards of the Eurosystem, for the issuance and administration of securities eligible for use as security.

Issues of euro bonds grew steadily throughout 2010, and by the end of 2010, net issues were EUR 25 billion compared to EUR 20 billion in the previous year. The bond issuers are Nykredit, Realkredit Danmark, DLR Kredit, Nordea Kredit and BRFkredit.

VP LUX is currently working to attract the issuance of other euro bonds eligible for use as security, including EMTN programmes, covered bonds, corporate bonds and government bonds. Another distinctive feature of bonds issued via VP LUX is that they are mortgageable both in the Eurosystem and at Danmarks Nationalbank.

As of 28 June 2010, the link from VP LUX to Clearstream Banking Luxembourg has been upgraded from FOP (Free-of-Payment) to DvP (Delivery versus Payment). This makes it possible to settle transactions with securities without counterparty risk.

VP LUX also aims to offer its solutions to the Luxembourg market, which is an important market for investment funds, for example. VP LUX actively markets its solutions covering clearing and custody and investor services in the Luxembourg market. Locally, VP LUX is a member of the National User Group (NUG) for TARGET2-Securities (T2S) in Luxembourg, and since 21 November 2009, VP LUX has also been part of Link Up Markets, cf. coverage under the Link Up Markets section.

VP LUX had five employees at the end of 2010.

TARGET2-SECURITIES (T2S)

Back in the summer of 2008, the European Central Bank (ECB) made the decision to build a shared European system for clearing and settlement of securities transactions under the name of Target2-Securities (T2S). The ECB hopes that T2S will contribute to the integration of European capital markets.

T2S is intended as an offering for the European CSDs, and in line with the majority of other CSDs, VP and VP LUX have expressed their intention to use this.

According to the original ECB plan, T2S was to have been ready in spring 2013, but in recognition of the fact that the work is more extensive than at first assumed, the launch has been delayed to somewhere between 2014 and the end of 2015.

The CSDs, the central banks outside the euro zone and the ECB are working together to establish the conditions of use of T2S. The overarching framework of available T2S functionality is in place, but a number of central aspects such as prices and governance are yet to be clarified. Thus, some work remains to be done towards the final form of contract, which is expected to be ready during 2011.

VP's work with T2S has involved close dialogue with the Danish market, for example with a focus on access to T2S supporting a level playing field across the European markets, and also providing the option to retain the Danish tradition of outsourcing the settlement of personal customers' securities to VP. The Danish market was also one of the first to appoint a national user group (NUG) with participation from the Danish banks, mortgage institutions, professional bodies, authorities, the Stock Exchange and Danmarks Nationalbank.

CLEARING & CUSTODY SERVICES

Securities turnover

In 2010, DKK 11.5 million securities transactions were settled – a decrease of 25% compared to 2009. The decrease was due primarily to the introduction towards the end of 2009 of central counter party (CCP) clearing for the Nasdaq OMX Large Cap section of trading on the stock exchange. CCP means that a large number of stock exchange transactions are offset and reported to VP as net transactions. The breakdown of the 11.5 million transactions is 6.7 million share transactions (a decrease of 42% compared to 2009), 1.1 million bond transactions (unchanged compared to 2009) and 3.7 million unit trust transactions (an increase of 37% compared to 2009). The value of turnover increased by 13% to DKK 40.052 trillion compared to the previous year.

The market price value of bonds issued amounted to DKK 4.049 trillion at the end of the year, which was slightly in excess of 4% more than the previous year. The market price value of shares amounted to DKK 1.378 trillion, an increase of 33%, and the market price value of unit trust certificates was DKK 774 billion, an increase of 57%.

Clients

At the end of the year, there were 144 account-holding institutions, unchanged compared to 2009. There were two newcomers from abroad in the settlement of securities over the course of the year. The number of custody accounts remained unchanged at 3.6 million, with 1.9 million personal account holders (an increase of 4% compared to 2009), 83,000 businesses (an increase of 4% compared to 2009) and 86,000 clients from abroad (an increase of 10% compared to 2009). The reason for there being fewer account holders than accounts is that personal clients often have more than one custody account.

Issues
By the end of 2010, a total of 456 share series had been registered. In addition, a total of 2,449 bond series, including 1,478 mortgage bonds, 177 covered bonds, 155 covered mortgage-credit bonds, 594 business loans, 20 asset backed loans and 25 government loans had been issued. Finally, a total of 677 unit trust certificates, including 654 ordinary unit trusts, 20 professional unit trusts up to a maximum of 30 investors and 3 professional unit trusts with more than 30 investors were registered.

Rates
On 1 April 2010, VP adjusted its price structure for the settlement and custody of securities. This adjustment has resulted in an overall price reduction for clients.

Improving the efficiency of settlements
For a number of years, the settlement of share transactions in particular has tended not to go through on the settlement date agreed between the two parties to the transaction. This is a disadvantage to the market, because failure to deliver can undermine other share transactions. With this in mind, VP has initiated collaboration with the market, including Danish and foreign market participants, with a view to identifying the causes of this development. The goal is to have a plan to improve the efficiency of settlement in place by the end of Q1 2011 with a view to implementation during the year.

Link Up Markets and foreign securities markets
VP and VP LUX participate in Link Up Markets, an international venture involving a number of leading CSDs for the purpose of reducing the costs of cross-border securities trading. In addition to VP, the following are also parties to this joint venture – which combined represents 50% of the securities market in Europe: SIX SIS (Switzerland), Clearstream Banking (Germany), Hellenic Exchanges (Greece), IBERCLEAR (Spain), Oesterreichische Kontrollbank (Austria), VPS (Norway), The Cyprus Stock Exchange (CSE), STRATE (South Africa) and MCDR (Egypt).

As part of the Link Up partnership, VP has established links with the Clearstream (Germany) and SIX SIS CSDs. VP is also in the process of establishing links with IBERCLEAR. In 2010, VP began to serve Danish banks with foreign securities via these links. VP expects a gradual expansion of links with the other participants in the scheme.

VP also has links with Euroclear Bank, VP LUX (Luxembourg), Euroclear Sweden (Sweden) and the Icelandic Securities Depository (Iceland)

ISSUER SERVICES

During the year, VP SERVICES A/S acquired a substantial number of new customers, for whom VP operates share registers. This means VP now operates share registers for more than 230 commercial companies, banks and unit trusts. VP SERVICES is marketed under the secondary name of VP INVESTOR SERVICES.

In 2010, VP SERVICES rendered services to 148 AGMs and meetings of shareholders – fewer than in 2009. The number of AGMs in 2009 was exceptionally high because the articles of association of many companies had to be adjusted due to new statutory requirements for companies. VP's solution for holding fully electronic AGMs was also used in 2010.

The use of digital options in InvestorPortal also rose sharply in 2010, with more than 40% of registrations for AGMs in 2010 submitted electronically. The number of companies using InvestorPortal set a record in 2010, with more than 100 doing so.

The vision of supporting a digital share culture also set the tone in 2010 for further development of the share register systems. Altogether, there were two major system releases in 2010, giving rise to a whole raft of new services and products.

A solution was developed to enable investors to vote electronically at the AGM via "e-votes". This way, voting can be implemented quickly and efficiently, without using pieces of paper with subsequent time-consuming counting procedures, etc. E-votes are being introduced for the 2011 AGM season. The user-friendliness of vp.EJERBOG has been enhanced with functions to facilitate administrative procedures and make them more flexible. For example, InvestorPortal has been upgraded to enable login and use of the new NemID digital signature. In addition, a web solution has been developed to be the focus of corporate communications with investors. To support corporate investor management further, a flexible reporting tool has been developed which provides an extensive range of information relevant to Investor Relations work.

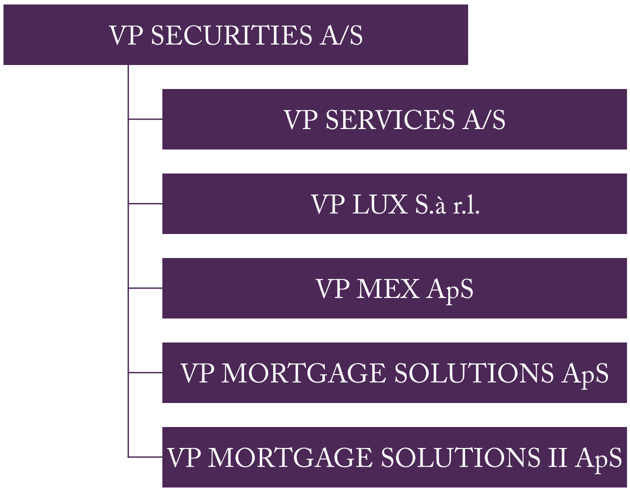
VP also offers to act as company secretary. This means customers can receive advice and guidance on the complexities of shareholder relations and shareholders' meetings, and the company can outsource a great many related tasks to VP SERVICES.

ABSALON PROJECT

Back in 2005, VP established a joint venture with Soros Fund Management under the name of Absalon, with a view to establishing a Danish mortgage credit solution in Mexico. Since the launch in Mexico in 2007, we have been sounding out the possibilities of further collaboration with a view to establishing the Danish mortgage credit model in other countries. Accordingly, in 2010, VP established another joint venture with Soros Fund Management called the Absalon Project. The purpose of this venture is to market and implement the Danish mortgage credit model internationally to countries which, are considering revamping the basic principles of how homes are financed.

GROUP STRUCTURE

VP SECURITIES A/S is the parent company of subsidiaries VP SERVICES A/S and VP LUX S.à r.l. , VPMEX ApS as well as VP MORTGAGE SOLUTIONS ApS and VP MORTGAGE SOLUTIONS II ApS.



VP SECURITIES A/S (VP) provides solutions and know-how to financial enterprises and public limited companies in the field of securities and investor administration. VP also undertakes complex regulated activities which a CSD can carry out for recording, clearing and settlement of securities.

Subsidiaries
VP SERVICES A/S provides a range of VP's services that are not related to complex regulated activities. Among other things, the company carries out VP's activities within investor services and share registers. The company also operates under the name of VP INVESTOR SERVICES. The company was established with equity of DKK 100 million.

VP LUX S.à r.l. is VP's subsidiary in Luxembourg. VP LUX is established as a CSD in Luxembourg and is subject to supervision by the financial services authority of Luxembourg, CSSF, and monitoring by the central bank of Luxembourg, BCL. The company has a share capital of EUR 2.7 million.

VPMEX ApS carries out activities relating to the system export of a Danish mortgage credit solution to Mexico, based on the solutions and know-how of Totalkredit and VP. The company was established with equity of DKK 125,000. Together with Geomex, a company in the George

Soros group, VPMEX has established a joint venture, Absalon, which has fifty-fifty ownership.

VP MORTGAGE SOLUTIONS ApS and VP MORTGAGE SOLUTIONS II ApS carry out activities relating to the system export of a Danish mortgage credit solution internationally in collaboration with Soros Fund Management, dubbed the Absalon Project. The companies were each established with equity of DKK 80,000.

ORGANISATION AND KNOWLEDGE RESOURCES

In June 2010, as a result of lower net turnover, VP implemented a staffing reduction and outsourcing, and accordingly the number of employees was reduced from 180 to 169 in the middle of 2010.

As of 1 July 2010, Birger Schmidt was appointed Chief Commercial Officer of VP and at the same time, the Clearing & Custody Service and Global & Sales business units were merged to create Business & Customer Service under his management.

VP remains focused on professional skills development in IT and business. Work is also actively being done to develop employees' language skills.

The number of employees decreased from 178 at the end of 2009 to 169 at the end of 2010. Average age is 46 and average seniority is 9 years.

LEGISLATION AND REGULATION

European regulation

In 2010, the European Commission proposed several new initiatives to regulate the post-trade market, partly to facilitate cross-border transactions and partly in response to the credit crunch. Whereas the work up until now has primarily focused on harmonisation of industry standards and common practices in the industry (including corporate actions, opening days, settlement cycle and communications standards) as well as fiscal barriers, the spotlight is now primarily on harmonisation of legal barriers.

In September 2010, the European Commission proposed common EU rules on short selling, including reporting and provision for the supervisory authorities to temporarily ban short selling as well as buy-in procedures that would require mandatory access to a central securities lending scheme for shares and sanction rules. Under this proposal, no later than 2012, the Danish market must introduce flagging mechanisms and buy-in procedures for the administration of short selling. At the moment, it is unclear what role – if any – the CSDs would play here.

Later, in September 2010, the European Commission also put forward proposals for a scheme involving increased monitoring of standardised derivatives transactions in the financial sector (European Market Infrastructure Regulation – EMIR). As far as the securities market is concerned, this could mean requirements for the transaction and clearing of standardised interest swaps via authorised institutions (e.g. stock exchanges and CCPs) as well as requirements on CCPs concerning DvP settlement in central bank money and increased use of collateral in government bonds and secured loan bonds. It is anticipated that this proposal will be adopted later in 2011 and implemented in 2012.

In November 2010, the European Commission put forward a proposal for regulation of certain rules concerning legal effects of securities registered to an account (Securities Law Directive – SLD) for public consultation. Essentially, the proposal corresponds to the rules of the Danish Securities Trading Act, apart from certain new obligations for account-holding institutions in the event of errors (e.g. cover buying and allocation of losses scheme), regulation of certain prices of corporate actions as well as new proxy voting rules. The European Commission is expected to present its final proposal for SLD in April 2011.

In January 2011, the European Commission put out draft principles for regulation of CSD business in the EU for public consultation. The draft proposes common rules for the authorisation of CSD business, including rules concerning capital requirements, risk management as well as access to a "single passport" for certain activities, possibly also including access to some types of credit business.

VP participates in European harmonisation work both through its participation in the global standardisation work of ISO and SWIFT and via the European trade organisation for CSDs (ECSDA). In an ongoing dialogue with its clients, VP analyses the consequences of harmonisation work for the Danish securities market, including VP's clients.

Danish regulation

Towards the end of 2010, a bill was adopted incorporating amendments to the Danish Securities Trading Act, allowing interoperability agreements to be entered into. The provision follows on from an addition to the Settlement Finality Directive and is realised in part by the presence of clearing centres as central counterparties (CCPs) in the Danish market. This means that VP, along with other clearing centres, etc., could enter into agreements for co-ordinated clearing and/or settlement, which would thus be enabled across the systems, and the rules of settlement finality could apply to the "overall" system.

The same change in the law also makes it possible for VP to add stipulations to its own rules concerning partial delivery.

The changes took effect on 1 January 2011.

CORPORATE SOCIAL RESPONSIBILITY

VP takes its societal and social responsibilities seriously in the way it operates its business. VP acts in a socially responsible manner based on values-based HR policies that address all the circumstances of an employee's working life. VP believes that social relations between colleagues are important to employee wellbeing, and accordingly VP gives financial support to a number of social, sporting and cultural associations within the company.

VP conducts an annual survey of employees, most recently undertaken by Great Place to Work. This gives VP a yardstick of the top Danish companies, helping in the pursuit of VP's ambition of continuous improvement in the workplace.

IT SYSTEMS

VP's IT development and operation is taken care of by the IT Services department, which employs approximately half of the company's staff.

In recent years, the central IT environment has undergone considerable expansion in terms of size and application, and this has increased the total costs of central operation. Throughout 2010, a review of the central systems was conducted for the purpose of moving less critical functions to decentralised environments, resulting in a reduction in costs. This strategy will continue in the years ahead.

A new sourcing contract was entered into in 2010 which brings VP significant savings as well as increased flexibility. Thus, over the past ten years, a 75% reduction in the unit price of IT capacity has been made possible.

Each year, IT contingency plans and the technical setup are tested. The test is conducted as a real emergency, where the affected equipment is suspended, and it is demonstrated in practice that the secondary environments take over production within the set timeframe of a maximum of one hour. In 2010, the test included complete suspension of access to one of the total of three VP operating locations. The test was completed as planned.

2010 saw the start of migration of the central systems from the IEF/Cool:GEN development environment introduced in the 1990s to a new, modern, efficient development environment based on EGL (Enterprise Generation Language). Migration takes the form of automatic conversion and is expected to be complete in 2012. The new environment offers far better support for development of different platforms as well as for development of systems for various distribution channels.

Overall, our focus in 2010 was on a strategy to reduce both short-term and long-term technological operating and development costs. Further reductions are planned for the years ahead.

A considerable part of the original system delivery to Mexico was re-implemented in 2010 for running operations on a decentralised platform with a significant reduction of ongoing operating costs. Both reimplementation and subsequent operation proved successful.

In developing the system, the main focus was on future tasks in connection with implementation of integration with T2S. T2S will result in a number of changes in core systems in the run-up to 2014/15. As part of our T2S activities, the transition to international transaction standards has been stepped up within the CSD area.

COMPLIANCE

The board and management receive ongoing briefings concerning compliance with the rules in the areas covered by VP's compliance programme. Initiatives were put in place in 2010 to ensure correct implementation of reporting to authorities as well as adherence to VP's rules concerning employee handling of internal knowledge.

SPECIAL RISKS

VP is not exposed to any particular operational risks or financial or foreign currency risks. VP's operational risks are continually being minimised, inter alia by means of a high level of IT security, and financial or foreign exchange risks are limited.

RISK MANAGEMENT AND SYSTEM AUDITS

Each year, VP implements an overarching risk assessment to serve as the basis for any adjustments to its security policy, etc. Risk management and controls are implemented both in VP's systems and in the associated manual processes.

VP's internal and external system audits conduct audits of the IT systems and business processes and report directly to VP's board of directors. Planning and implementation of the audit is arranged in accordance with generally accepted auditing standards, with a focus on the internal control environment and on the design, implementation and improvements in the effectiveness of internal controls. The work also includes an evaluation of VP's risk assessment and an opinion on controls – both in general and at detailed level.

EVENTS AFTER THE END OF THE FINANCIAL YEAR

No circumstances have arisen from the end of the year until today's date to alter the assessment of these Financial Statements.

EXPECTATIONS FOR 2011

Due to loss of revenue as a result of selling off the VP Financial business unit, combined with lower earnings from system export activities, VP anticipates a slightly lower net turnover and slightly lower profit on ordinary activities than in 2010.

VP IN FIGURES

	2010 DKK	2009 DKK
ISSUES		
Bonds		
Number of bond series	2,449 series	2,492 series
Market value (end of year)	4,049 billion	3,890 billion
Number of interest payments	1.7 million	1.8 million
Number of redemption payments	1.5 million	1.6 million
Shares		
Number of share series	456 series	456 series
Market value (end of year)	1,378 billion	1,038 billion
Unit trusts:		
Number of unit trust certificate series	677 series	649 series
Market value (end of year)	774 billion	492 billion
Shares and unit trust certificates in circulation:		
Number of dividend payments	3.8 million	3.9 million

	2010 DKK	2009 DKK
CUSTODY		
Number of accounts (end of year)	3.6 million	3.6 million
Number of portfolios on the accounts (end of year)	11.4 million	11.4 million
CLEARING AND SETTLEMENT		
Turnover, market value:		
Bonds	35,438 billion	31,673 billion
Shares	3,702 billion	3,215 billion
Unit trust certificates	911 billion	585 billion
Total	40,052 billion	35,473 billion
No. of trade transactions:		
Bonds	1.1 million	1.1 million
Shares	6.7 million	11.6 million
Unit trust certificates	3.7 million	2.7 million
Total	11.5 million	15.4 million

ENDORSEMENTS

ENDORSEMENT BY THE MANAGEMENT

We have this day presented the Financial Statements for the 1 January – 31 December 2010 financial year of VP SECURITIES A/S.

The Financial Statements are prepared in compliance with the provisions of the Danish Financial Statements Act.

In our opinion, the Consolidated Financial Statements and the Financial Statements give a true and fair view of the Group and parent company's assets, liabilities, financial position and profit as well as the Group's cash flows. Furthermore, in our opinion, the Management Review presents a true and fair statement of the matters addressed therein.

The Financial Statements are recommended to the general meeting of shareholders for adoption.

Copenhagen, 2 March 2011

MANAGEMENT

Johannes Luef
Managing Director

BOARD OF DIRECTORS

Sven E. Lystbæk *Chairman*	Torben Nielsen *Vice-Chairman*	Henrik Heideby
Bent Andersen	Sven A. Blomberg	Hans-Henrik Eigtved
Ivan Hansen	Frank Kristensen	Carsten Wiggers
Jan Kjærvik	Anne-Lise Hansen Emcken	Gitte Ina Nielsen
Erik Pihl	Lone Steiness	Peter Michael Jensen

INDEPENDENT AUDITOR'S REPORT

To the shareholders of VP SECURITIES A/S

We have audited the Consolidated Financial Statements and Financial Statements of VP SECURITIES A/S for the 1 January – 31 December 2010 financial year. The Consolidated Financial Statements and Financial Statements cover accounting policies, Income Statement, Balance Sheet, equity statement and notes and Management Review for both the Group and the company, and the cash flow statement for the Group. The Consolidated Financial Statements, Financial Statements and Management Review were prepared in accordance with the Danish Financial Statements Act.

Management's responsibility for the Consolidated Financial Statements, Financial Statements and Management Review

The Management is responsible for preparing and presenting Consolidated Financial Statements and Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and a management review that presents a true and fair explanation in accordance with the Danish Financial Statements Act. This responsibility covers the design, implementation and maintenance of internal controls which are relevant for the preparation and presentation of Consolidated Financial Statements, Financial Statements and a management review free from materially erroneous information, regardless of whether such erroneous information is the result of fraud or error, as well as the choice and use of appropriate accounting policies and the application of accounting estimates that are reasonable in the circumstances.

The auditor's responsibility and the audit

It is our responsibility to express an opinion about the Consolidated Financial Statements, Financial Statements and Management Review on the basis of our audit. We carried out our audit in accordance with Danish auditing principles. These principles require us to meet ethical requirements and to prepare and execute the audit with a view to achieving a high degree of certainty that the Consolidated Financial Statements, Financial Statements and Management Review are free from any materially erroneous information.

An audit comprises actions to obtain audit proof of the amounts and the information given in the Consolidated Financial Statements, Financial Statements and Management Review. The chosen actions depend on the auditor's assessment, including an assessment of the risk of materially erroneous information in the Consolidated Financial Statements, Financial Statements and Management Review, regardless of whether such erroneous information is the result of fraud or error. In the risk assessment, the auditor considers the internal controls that are relevant to the company's preparation and presentation of Consolidated Financial Statements and Financial Statements that give a true and fair view, as well as for preparation of a management review that presents a true and fair explanation, so as to be able to design audit actions that are suitable in the circumstances, but not with the purpose of expressing an opinion about the efficiency of the company's internal controls. Furthermore, an audit involves an assessment of the suitability of the accounting policies applied by Management, the reasonableness of the accounting estimates made by Management, and an assessment of the overall presentation of the Consolidated Financial Statements, Financial Statements and Management Review. In our view, the audit proof obtained is adequate and suitable as a basis for our opinion. The audit has not given rise to any reservations.

Conclusion

In our opinion, the financial statements give a true and fair view of the Group's and the company's assets, liabilities and financial position as at 31 December 2010 and of the result of the Group's and the company's activities as well as the Group's cash flow for the financial year 1 January – 31 December 2010 in compliance with the Danish Financial Statements Act.

Furthermore, in our opinion, the Management Review presents a true and fair statement in accordance with the Danish Financial Statements Act.

Copenhagen, 2 March 2011
Deloitte Statsautoriseret Revisionsaktieselskab

Anders O. Gjelstrup Stefan Vastrup
State-authorized Public Accountant

ACCOUNTS

ACCOUNTING PRINCIPLES

The Financial Statements have been prepared in compliance with the provisions of the Danish Financial Statements Act for accounting class C (large).

The Financial Statements were presented in accordance with the same accounting policies as last year.

General information about recognition and measurement

Assets are recognised in the balance sheet where, as a result of a prior event, there is a likelihood that the Group stands to benefit from future financial advantages and where the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet where, because of a previous event, the Group has a legal or actual liability and it is likely that future financial advantages will be removed from the Group and where the value of the liability can be measured reliably.

At the initial recognition, assets and liabilities are measured at cost. Measurement after the initial recognition is as described under each accounting item below.

At recognition and measurement, due regard is given to foreseeable risks and losses occurring before the financial statements are presented and serving to confirm or refute conditions existing at the balance sheet date.

Income is recognised in the income statement as and when earned, while costs are recognised in the amounts pertinent to the financial year.

Consolidated Financial Statements

The Consolidated Financial Statements cover VP SECURITIES A/S (the parent company) and the subsidiaries controlled by the parent company, cf. the Group outline, page 8.

Consolidation principles

The Consolidated Financial Statements are prepared on the basis of the accounts for VP SECURITIES A/S and its subsidiaries. The Consolidated Financial Statements are drawn up by amalgamating accounting entries of a common nature. As a result of consolidation, intra-group income and expenses, internal balances and dividends, and gains or losses on intra-group transactions are eliminated. The financial statements used for consolidation are drawn up in accordance with the Group's accounting principles.

The Consolidated Financial Statements recognise the accounting entries of the subsidiaries 100%.

Investment in subsidiary companies is set off against the parent company's proportional share of the subsidiaries' market value of net assets included at the time of acquisition.

Translation of foreign currencies

At initial recognition, foreign exchange transactions are translated at the exchange rate prevailing on the transaction date. Receivables, debt commitments and other foreign exchange monetary items not settled by the balance sheet date are translated at the exchange rate prevailing on the balance sheet date. Currency differences arising between the exchange rate at the transaction date and the rate prevailing on the date of payment or on the balance sheet date, respectively, are recognised in the income statement as financial items.

For recognition, the income statements of foreign subsidiaries that are independent units are translated using average exchange rates for the months in question, unless these are significantly different from the rates prevailing on the day of the transaction. Balance sheet items are translated at the exchange rate on the balance sheet date. Goodwill is considered to belong to the independent foreign unit and is translated at the exchange rate prevailing on the balance sheet date. Exchange rate differences arising from the conversion of the equity of foreign subsidiaries at the beginning of the year to the exchange rates prevailing on the balance sheet date and from the conversion of income statements from average exchange rates to the exchange rates prevailing at the balance sheet date are recognised directly in equity.

Exchange rate adjustments of intra-group balances for independent foreign subsidiaries, which are regarded as part of the overall investment in the subsidiary in question, are recognised directly in equity.

For recognition, the monetary assets and liabilities of foreign subsidiaries that are integrated units are converted using the exchange rate at the balance sheet date. Non-monetary assets and liabilities are converted at the rate at the acquisition date or the date of any subsequent revaluation or write-down. Income statement items are converted at the average exchange rates for the months in question, while items derived from non-monetary assets and liabilities are converted at historical rates applicable for the non-monetary items in question.

INCOME STATEMENT

Net turnover
Net turnover corresponding to the invoiced sales in the year under review are recognised in the income statement, once services have been rendered to the buyer. Net turnover is recognised exclusive of VAT, excise duty and any discounts connected with sales.

Other operating income
Other operating income covers income of a secondary nature seen in relation to the Group's main activities, including gains and losses from the sale of tangible and intangible fixed assets.

Other external costs
Other external costs are activity-dependent costs, the costs of IT operations, costs of consulting services, audit, financial supervision, building facility management, office supplies, training, etc.

Payroll costs
Payroll is wages and salaries plus social costs, pensions, etc., for the Group's staff.

Financial items
Financial items include interest received and interest paid, realised and unrealised capital gains and losses in respect of securities, debt commitments and foreign exchange transactions, cash discounts, etc., as well as additional payments and refunds on the tax prepayment scheme.

Tax
Tax for the year comprises current tax for the year as well as adjustment of deferred tax. The proportion of tax charged to the income statement that is linked to the profit for the year from extraordinary operations is recognised here, while the remaining part is recognised under the profit from ordinary operations.

The present tax liability or tax refund is recognised in the balance sheet as tax calculated on the taxable profit for the year, adjusted for tax paid on account.

Deferred tax is calculated from all provisional differences between the values of assets and liabilities in the internal accounts and tax accounts respectively, whereby the value for tax purposes of the assets is obtained based on the planned use of the individual asset.

Deferred tax assets, including the tax value of deductible losses that can be carried forward, are recognised in the balance sheet at the anticipated realisable value of the asset, either by being offset against deferred tax liability or as net tax assets.

The parent company is co-taxed with all the Danish subsidiaries. The current Danish corporation tax is divided between the co-taxed companies on a pro rata basis in relation to their taxable incomes (full division with refund in respect of tax losses).

BALANCE SHEET

Goodwill
Goodwill is amortised according to the straight line method based on the assessed useful life, which is laid down on the basis of Management's experience within the individual business areas. The amortisation period is 5 years.

Goodwill is written down to the recovery value where this is lower than the book value.

Other intangible fixed assets
Other intangible fixed assets consist of completed development projects and software.

Development projects are included as intangible fixed assets provided that such projects relate to clearly defined, identifiable products and processes, where the degree of technical exploitation, adequate resources and potential future market or development opportunity within the business can be demonstrated and where the intention is to produce, market or use the product or process in question. Other development costs are recognised as costs on the income statement at the time they are incurred.

The cost price of development projects covers costs, including salaries and depreciation directly or indirectly attributable to development projects.

Completed development projects are depreciated using the straight-line method over the anticipated period of use. The depreciation period is 5 years.

Development projects, including current projects, are written down to their recovery value where this is below the balance-sheet value.

Software is recognised at cost with a deduction for accumulated amortisation, depreciation, amortisation and write-downs. Software is depreciated over 3 years.

Software is written down to the recovery value where this is below the book value.

Tangible fixed assets
Land and buildings, technical equipment and machinery, other equipment, process materials and fixtures are recognised at cost less accumulated depreciation, amortisation and write-downs. There is no depreciation in respect of land.

Cost price includes acquisition price, costs directly associated with the acquisition as well as costs involved in preparing the asset until it is ready for use.

The basis for depreciation is cost price less expected residual value when the asset ceases to be used. Depreciation is calculated on a straight-line basis over the expected useful life of the asset concerned:

Furnishing of leased premises	10 years
Technical equipment and machinery	5–10 years
Other equipment, process materials and fixtures and fittings	5–10 years

Land and buildings concerns a holiday cottage. There is no depreciation in respect of this.

Assets having a unit cost price of less than DKK 25,000 are recognised as costs in the income statement at the time of acquisition.

Tangible fixed assets are written down to their recovery value where this is below the balance-sheet value.

Gains and losses from the disposal of tangible fixed assets are calculated as the difference between the selling price less selling cost and the balance-sheet value at the time of the sale. Gains or losses are recognised in the income statement along with depreciation, amortisation and write-downs or under other operational income, should the sale price exceed the original cost price.

Investment in subsidiaries
Investment in subsidiaries is included and recognised using the intrinsic value method (the equity method), which means that the investment is measured as the proportional share of the companies' intrinsic book value with additions or deductions for unimpaired positive or negative goodwill and additions or deductions of unrealised intra-Group gains and losses.

The income statement recognises the parent company's share of the subsidiaries' profit following elimination of unrealised intra-Group gains and losses with additions or deductions for the impairment of positive or negative goodwill.

Net appreciation of investment in subsidiaries is transferred to the net appreciation reserve in relation to the appropriation of profit using the intrinsic value method under equity.

Receivables
Receivables are recognised at amortised cost price, which usually corresponds to nominal value, less write-downs to compensate for anticipated losses.

Prepayments and accruals
Prepayments and accruals recognised under assets include defrayed costs relating to the subsequent financial year. Prepayments and accruals are recognised at cost.

Securities
Securities recognised under current assets include listed shares and bonds recognised at their intrinsic value on the Balance Sheet date, as well as investment recognised using the intrinsic value method (the equity method). Both realised and unrealised capital gains and losses are recognised in the income statement under financial items.

Dividends
Dividends are recognised as a debt commitment at the time of their adoption by the AGM. The proposed dividend for the financial year under review is shown as a separate item under equity.

Treasury shares
Acquisition and selling prices of treasury shares and dividends from the same are included directly as equity under profit carried forward.

Debt commitments
Debt commitments are recognised at nominal value.

CASH FLOW STATEMENT
The cash flow statement for the Group is presented using the indirect method and shows the cash flow in respect of operations, investments and financing combined with the Group's cash and cash equivalents at the beginning and end of the year. No separate cash flow statement is drawn up for the parent company, as this is included in the cash flow statement for the Group.

Cash flow in respect of operating activities is calculated as the operating profit adjusted for non-cash operating items and the change in working capital, less corporation tax paid.

Cash flow in respect of investments includes payments in connection with the acquisition, disposal and development of intangible and tangible fixed assets.

Cash flow concerning financing activities includes changes in the size or composition of the parent company's share capital and associated costs as well as the raising of loans, repayment of debts attracting interest, purchase of own shares and payment of dividends.

Cash and cash equivalents comprise liquid funds and short-term securities with an insignificant price exposure.

KEY FIGURES AND RATIOS

Key figures and ratios are defined and calculated in accordance with the Danish Society of Financial Analysts' "Recommendations and Ratios 2005".

RATIOS		*CALCULATION FORMULA*	*RATIO EXPRESSES*
EBITA margin (%)	=	Profit on ordinary activities, excluding depreciation on goodwill (EBITA) x 100 / Net turnover	The Group's operational profitability
Return on invested capital including goodwill (%)	=	Profit on ordinary activities, excluding depreciation on goodwill (EBITA) x 100 / Average invested capital including goodwill	The return generated by the company with the investors' funds
Net turnover/Invested capital including goodwill	=	Net turnover / Average invested capital including goodwill	Group capital intensity and efficiency in the use of invested capital
Financial gearing	=	Net interest bearing debt, end of year / Equity, end of year	The Group's financial gearing
Return on equity (%)	=	Profit for the year x 100 / Average equity	The Group's return on the capital which the owners have invested in the Group

All ratios relating to the equity are calculated inclusive of the non-distributable reserve.

EBITA (Earnings Before Interest, Tax and Amortisation) is defined as the profit on ordinary activities plus the year's depreciation on goodwill.

Invested capital including goodwill is defined as the net working capital as well as tangible and intangible fixed assets plus accumulated depreciation on goodwill and minus other commitment allocations and other long-term operational commitments. The net working capital is defined as stocks, receivables and other current assets from operations minus supplier payables and other short-term operational liabilities. Liquid assets, receivables and corporation tax liability do not form part of the net working capital.

Net interest-bearing debt is defined as interest-bearing liabilities, including corporation tax liability, minus interest-bearing assets, including securities, liquid assets and corporation tax receivable.

INCOME STATEMENT 01.01.–31.12.

VP SECURITIES A/S 2009 DKK '000	VP SECURITIES A/S 2010 DKK '000		Note	THE VP GROUP 2010 DKK '000	THE VP GROUP 2009 DKK '000
327,404	308,016	Net turnover	1	365,144	385,607
327,404	**308,016**			**365,144**	**385,607**
(86,435)	(87,521)	Other external costs		(110,918)	(121,129)
(129,685)	(131,528)	Payroll costs	2	(143,531)	(139,142)
(1,597)	(2,304)	Depreciation	3	(19,855)	(19,098)
109,687	**86,663**	**Profit on ordinary activities**		**90,840**	**106,238**
(1,914)	3,429	Income from investment in subsidiaries	9	-	-
1,592	604	Financial income	4	1,581	2,927
(1,507)	(2,059)	Financial costs	5	(2,299)	(1,684)
107,858	**88,637**	**Profit before tax**		**90,122**	**107,481**
(27,406)	(21,155)	Tax on profit for the year	6	(22,640)	(27,029)
80,452	**67,482**	**Profit for the year**		**67,482**	**80,452**

		Proposed appropriation of profit
39,670	39,127	Profit carried forward from previous years
80,452	67,482	Profit for the year
120,122	**106,609**	**Available**
(995)	(676)	Statutory allocation to non-distributable reserve
0	2	Exchange rate adjustment of foreign investment
0	(2,310)	Purchase of own shares
(80,000)	(60,000)	Dividend for the financial year
39,127	**43,625**	**Profit carried forward to next year**

BALANCE SHEET AS AT 31.12.

VP SECURITIES A/S				THE VP GROUP	
2009 DKK '000	2010 DKK '000		Note	2010 DKK '000	2009 DKK '000
0	0	Goodwill	7	5,787	19,678
0	0	Completed development projects	7	3,229	6,007
0	0	Software	7	383	1,147
0	**0**	**Intangible fixed assets**		**9,399**	**26,832**
683	683	Land and buildings	8	683	683
6,590	5,882	Furnishing of leased premises	8	6,099	6,832
1,193	761	Technical equipment and machinery	8	761	1,193
8,720	7,703	Other equipment, operating plant, fixtures and fittings	8	8,072	9,131
17,186	**15,029**	**Tangible fixed assets**		**15,615**	**17,839**
90,794	109,293	Investment in subsidiaries	9	-	-
90,794	**109,293**	**Financial assets**		**-**	**-**
107,980	**124,322**	**Fixed assets**		**25,014**	**44,671**
30,880	28,963	Receivables from sales and services		37,936	50,404
2,717	2,319	Deferred tax assets	10	6,414	4,637
21,434	4,656	Receivables at subsidiaries		-	-
3,150	1,808	Corporation tax		1,808	3,150
5,954	6,144	Other receivables		7,048	6,751
12,141	13,384	Prepayments and accruals		14,286	13,049
76,276	**57,274**	**Receivables**		**67,492**	**77,991**
3,688	**1,888**	**Stocks and shares**	11	**10,026**	**4,724**
76,208	**66,040**	**Liquid funds**		**150,739**	**149,129**
156,172	**125,202**	**Current assets**		**228,257**	**231,844**
264,152	**249,524**	**Assets**		**253,271**	**276,515**

BALANCE SHEET AS AT 31.12.

VP SECURITIES A/S				THE VP GROUP	
2009 DKK '000	2010 DKK '000		Note	2010 DKK '000	2009 DKK '000
40,000	40,000	Share capital		40,000	40,000
39,127	43,625	Profit brought forward	12	43,625	39,127
80,000	60,000	Proposed dividend for the financial year		60,000	80,000
159,127	**143,625**	**Equity**		**143,625**	**159,127**
60,045	**60,721**	**Statutory allocation to non-distributable reserve**		**60,721**	**60,045**
219,172	**204,346**	**Equity and statutory non-distributable reserve**		**204,346**	**219,172**
7,993	7,752	Trade creditors		8,051	8,675
0	218	Debts to subsidiaries		-	-
36,987	37,208	Other debt		40,874	48,668
44,980	**45,178**	**Short-term debt commitments**		**48,925**	**57,343**
44,980	**45,178**	**Debt commitments**		**48,925**	**57,343**
264,152	**249,524**	**Liabilities**		**253,271**	**276,515**

Contingent liabilities, etc., are shown in note 13
Other notes, see notes 16–18

STATEMENT OF EQUITY AND STATUTORY NON-DISTRIBUTABLE RESERVE

THE VP GROUP 2010

	Share capital DKK '000	Profit brought forward DKK '000	Dividends DKK '000	Statutory non-distrib-utable reserve DKK '000	Total DKK '000
01.01.2010	40,000	39,127	80,000	60,045	219,172
Dividend paid for 2009	0	0	(80,000)	0	(80,000)
Proposed dividend for 2010	0	(60,000)	60,000	0	0
Profit for the year 2010	0	66,806	0	676	67,482
Purchase of own shares, nominal DKK 220,000	0	(2,310)	0	0	(2,310)
Exchange rate adjustment of foreign investment	0	2	0	0	2
31.12.2010	**40,000**	**43,625**	**60,000**	**60,721**	**204,346**

THE VP GROUP 2009

	Share capital DKK '000	Profit brought forward DKK '000	Dividends DKK '000	Statutory non-distrib-utable reserve DKK '000	Total DKK '000
01.01.2009	40,000	39,670	120,000	59,050	258,720
Dividend paid for 2008	0	0	(120,000)	0	120,000
Proposed dividend for 2009	0	(80,000)	80,000	0	0
Profit for the year 2009	0	79,457	0	995	80,452
31.12.2009	**40,000**	**39,127**	**80,000**	**60,045**	**219,172**

STATEMENT OF EQUITY AND STATUTORY NON-DISTRIBUTABLE RESERVE

VP SECURITIES A/S 2010

	Share capital DKK '000	Profit brought forward DKK '000	Dividends DKK '000	Statutory non-distrib-utable reserve DKK '000	Total DKK '000
01.01.2010	40,000	39,127	80,000	60,045	219,172
Dividend paid for 2009	0	0	(80,000)	0	(80,000)
Proposed dividend for 2010	0	(60,000)	60,000	0	0
Profit for the year 2010	0	66,806	0	676	67,482
Purchase of own shares, nominal DKK 220,000	0	(2,310)	0	0	(2,310)
Exchange rate adjustment of foreign investment	0	2	0	0	2
31.12.2010	**40,000**	**43,625**	**60,000**	**60,721**	**204,346**

VP SECURITIES A/S 2009

	Share capital DKK '000	Profit brought forward DKK '000	Dividends DKK '000	Statutory non-distrib-utable reserve DKK '000	Total DKK '000
01.01.2009	40,000	39,670	120,000	59,050	258,720
Dividend paid for 2008	0	0	(120,000)	0	120,000
Proposed dividend for 2009	0	(80,000)	80,000	0	0
Profit for the year 2009	0	79,457	0	995	80,452
31.12.2009	**40,000**	**39,127**	**80,000**	**60,045**	**219,172**

Statutory allocation to non-distributable reserve

The conversion of Værdipapircentralen into a joint-stock company included the establishment of a non-distributable reserve corresponding to the value of the assets contributed by the independent, non-profit organisation after deduction of the contributed liabilities. Pursuant to the Danish Securities Trading Consolidated Act, VP SECURITIES A/S must allocate 10% of the profit for the year which has not been used to cover any losses from previous years to capital reserves. This allocation may not, however, exceed the yield on capital reserves, which corresponds to the interest rate calculated in accordance with Section 213(2) of the Danish Financial Business Act, less a pro rata share of corporation tax for the year. The latter limitation is to be used for the current year.

CASH FLOW STATEMENT 01.01.–31.12.

	Note	THE VP GROUP 2010 DKK '000	THE VP GROUP 2009 DKK '000
Profit on ordinary activities		90,840	106,238
Depreciation		19,855	19,098
Changes in working capital	14	2,516	1,262
Cash flow from ordinary activities		**113,211**	**126,598**
Net interest and realised security price gains		1,059	2,833
Tax paid		(22,875)	(25,420)
Cash flow from operations		**91,395**	**104,011**
Investment in intangible fixed assets		(50)	0
Investment in tangible fixed assets		(322)	(16,411)
Sale of tangible fixed assets		8	287
Cash flow from investments		**(364)**	**(16,124)**
Dividend paid		(80,000)	(120,000)
Purchase of own shares		(2,310)	0
Cash flow from financing		**(82,310)**	**(120,000)**
Change in cash and cash equivalents		**8,721**	**(32,113)**
Cash and cash equivalents and securities as at 01.01.		153,853	187,201
Price adjustments in respect of securities		(1,809)	(1,235)
Cash and cash equivalents and securities as at 31.12.2010	15	**160,765**	**153,853**

NOTES

VP SECURITIES A/S 2009 DKK '000	VP SECURITIES A/S 2010 DKK '000		THE VP GROUP 2010 DKK '000	THE VP GROUP 2009 DKK '000
		1. Net turnover		
254,934	222,952	Income from sales of basic services	226,256	256,103
72,005	85,064	Income from sales of sundry services	138,888	129,039
465	0	Sundry income	0	465
327,404	**308,016**		**365,144**	**385,607**
		2. Payroll costs		
110,267	112,451	Wages and salaries	122,811	118,330
11,906	11,637	Pension contributions	12,540	12,728
7,512	7,440	Other social costs	8,181	8,084
129,685	**131,528**		**143,531**	**139,142**
3,949	**3,989**	Of which, total emoluments paid to Management and Board of Directors	**3,989**	**3,949**
168	**158**	Average number of employees	**177**	**184**
		3. Depreciation		
0	0	Completed development projects	2,778	2,778
0	0	Goodwill	13,891	13,890
0	0	Software	814	808
485	708	Furnishing of leased premises	733	496
427	432	Technical equipment and machinery	433	427
972	1,172	Other equipment, operating plant, fixtures and fittings	1,214	986
(287)	(8)	Proceeds from disposal of tangible fixed assets	(8)	(287)
1,597	**2,304**		**19,855**	**19,098**

NOTES

VP SECURITIES A/S 2009 DKK '000	VP SECURITIES A/S 2010 DKK '000		THE VP GROUP 2010 DKK '000	THE VP GROUP 2009 DKK '000
		4. Financial income		
1,513	523	Interest on bank deposits	1,152	2,530
79	81	Other financial income	429	397
1,592	**604**		**1,581**	**2,927**
		5. Financial costs		
1,372	1,879	Capital losses on securities	1,947	1,381
135	180	Other financial costs	352	303
1,507	**2,059**		**2,299**	**1,684**
		6. Tax on profit for the year		
26,235	20,870	Current tax at VP SECURITIES A/S	20,870	26,235
1,230	398	Change in deferred tax at VP SECURITIES A/S	398	1,230
0	0	Current tax at VP SERVICES A/S	2,620	1,485
0	0	Change in deferred tax at VP SERVICES A/S	(1,884)	(1,849)
0	0	Current tax at VPMEX ApS	757	1,118
0	0	Change in deferred tax at VP MORTGAGE SOL. ApS	(6)	0
0	0	Change in deferred tax at VP MORTGAGE SOL. II ApS	(5)	0
0	0	Tax calculated for VP LUX S.à r.l.	3	(1,131)
(59)	(113)	Adjustment relating to previous years	(113)	(59)
27,406	**21,155**		**22,640**	**27,029**
25.0%	25.0%	Danish tax rate		
0.4%	(1.1)%	Other		
25.4%	**23.9%**	**Effective tax rate for the year**		

NOTES

7. Intangible fixed assets	THE VP GROUP Completed development projects DKK'000	Goodwill DKK '000	Software DKK '000
Cost price as at 01.01.2010	26,317	69,450	4,050
Additions	0	0	50
Disposals	0	0	0
Cost price as at 31.12.2010	**26,317**	**69,450**	**4,100**
Depreciation as at 01.01.2010	(20,310)	(49,772)	(2,903)
Additions	(2,778)	(13,891)	(814)
Disposals	0	0	0
Depreciation as at 31.12.2010	**(23,088)**	**(63,663)**	**(3,717)**
Book value as at 31.12.2010	**3,229**	**5,787**	**383**
Book value as at 31.12.2009	6,007	19,678	1,147

7. Intangible fixed assets	VP SECURITIES A/S Completed development projects DKK '000
Cost price as at 01.01.2010	2,283
Additions	0
Disposals	0
Cost price as at 31.12.2010	**2,283**
Depreciation as at 01.01.2010	2,283
Additions	0
Disposals	0
Depreciation as at 31.12.2010	**2,283**
Book value as at 31.12.2010	**0**
Book value as at 31.12.2009	0

NOTES

8. Tangible fixed assets	Land and buildings DKK '000	Furnishing of leased premises DKK '000	Technical equipment and machinery DKK '000	Other plant DKK '000
	THE VP GROUP			
Cost price as at 01.01.2010	683	7,328	21,165	16,347
Additions	0	0	0	322
Disposals	0	0	(15,410)	(6,010)
Cost price as at 31.12.2010	**683**	**7,328**	**5,755**	**10,659**
Depreciation, amortisation and write-downs as at 01.01.2010	0	(496)	(19,971)	(7,216)
Depreciation for the year	0	(733)	(433)	(1,214)
Disposals, depreciation	0	0	15,410	5,843
Depreciation, amortisation and write-downs as at 31.12.2010	**0**	**(1,229)**	**(4,994)**	**(2,587)**
Book value as at 31.12.2010	**683**	**6,099**	**761**	**8,072**
Book value as at 31.12.2009	683	6,832	1,193	9,131

NOTES

8. Tangible fixed assets	VP SECURITIES A/S Land and buildings DKK '000	Furnishing of leased premises DKK '000	Technical equipment, machinery	Other plant DKK '000
Cost price as at 01.01.2010	683	7,075	21,165	15,922
Additions	0	0	0	322
Disposals	0	0	(15,410)	(6,010)
Cost price as at 31.12.2010	**683**	**7,075**	**5,755**	**10,234**
Depreciation, amortisation and write-downs as at 01.01. 2010	0	(485)	(19,972)	(7,202)
Depreciation for the year	0	(708)	(432)	(1,172)
Disposals, depreciation	0	0	15,410	5,843
Depreciation, amortisation and write-downs as at 31.12. 2010	**0**	**(1,193)**	**(4,994)**	**(2,531)**
Book value as at 31.12.2010	**683**	**5,882**	**761**	**7,703**
Book value as at 31.12. 2009	683	6,590	1,193	8,720

Public valuation of property (most recent) as at 1 October 2009 amounts to DKK 1.5 million.

NOTES

VP SECURITIES A/S	
Investment in subsidiaries DKK '000	
	9. Financial assets
105,606	Cost price as at 01.01.2010
160	Additions
14,910	Conversion of loan to joint capital, VP LUX
0	Disposals
120,676	**Cost price as at 31.12.2010**
(14,812)	Net depreciation 01.01.2010
3,429	Share of profit for the year, net
(11,383)	**Net depreciation 31.12.2010**
109,293	**Book value as at 31.12.2010**
90,794	Book value as at 31.12.2009

Investment in subsidiaries includes:
VP SERVICES A/S, Copenhagen, 100%
VPMEX ApS, Copenhagen, 100%
VP MORTGAGE SOLUTIONS ApS, 100%
VP MORTGAGE SOLUTIONS II ApS, 100%
VP LUX S.à r.l., Luxembourg, 100%

NOTES

VP SECURITIES A/S 2009 DKK '000	VP SECURITIES A/S 2010 DKK '000		THE VP GROUP 2010 DKK '000	THE VP GROUP 2009 DKK '000
		10. Deferred tax assets		
		Deferred tax concerns the following:		
0	0	Completed development projects	(807)	(1,502)
0	0	Software	(83)	(283)
0	0	Goodwill	3,478	2,486
2,482	1,933	Technical plant and machinery, other equipment	1,936	2,486
345	795	Securities	971	523
0	0	Tax deficit to be carried forward, VP LUX	1,328	1,037
(110)	(409)	Furnishing of leased premises	(409)	(110)
2,717	**2,319**		**6,414**	**4,637**
		11. Securities		
0	0	Listed shares and bonds	8,098	1,036
3,688	1,888	Link Up Capital Markets S.L. 8.7%	1,888	3,688
0	0	Absolon II LLC, 50%	40	0
3,688	**1,888**		**10,026**	**4,724**

12. Share capital
The share capital of VP SECURITIES A/S consists of 40,000 shares at DKK 1,000 each. The shares are not divided into classes.

13. Contingent liabilities

Liability to pay compensation
As a book-entry company, VP SECURITIES A/S is strictly liable pursuant to the Danish Securities Trading Act for losses that arise because of errors on its part in connection with book-entry, alteration or deletion of rights in respect of accounts with VP SECURITIES A/S or payments from them. Total compensation for losses arising from the same error may not exceed DKK 500 million.
VP SECURITIES A/S is subject to a similar liability to pay compensation in its capacity as an account controller.

Moreover, VP SECURITIES A/S is liable in its capacity as an account controller for errors on the part of others according to an agreement entered into between Danish account-holding institutions affiliated to VP SECURITIES A/S. Liability for compensation according to this agreement cannot exceed DKK 50,000 per error at the current level of activity.

Lease commitments
Operational leasing agreements concerning domicile property, photocopiers and vehicles have been entered into for 2011. Annual expenditure on operational leasing agreements is DKK 14.5 million.

NOTES

VP SECURITIES A/S 2009 DKK '000	VP SECURITIES A/S 2010 DKK '000		THE VP GROUP 2010 DKK '000	THE VP GROUP 2009 DKK '000
		14. Changes in working capital		
(2,847)	484	Changes in receivables, prepayments and accruals	10,934	7,868
4,380	198	Changes in trade creditors and other debt	(8,418)	(6,606)
1,533	**682**		**2,516**	**1,262**
		15. Cash and cash equivalents and securities		
76,208	66,040	Liquid funds	150,739	149,129
3,688	1,888	Securities	10,026	4,724
79,896	**67,928**		**160,765**	**153,853**
		16. Fees for auditors elected by the Annual General Meeting		
		"Other external costs" includes the fees for the Group's auditors elected by the Annual General Meeting, broken down as follows:		
370	370	Audit of the accounts	463	444
401	401	IT system audit	401	401
382	72	Advice	72	341
1,153	**843**		**936**	**1,186**

17. Stakeholders

Stakeholders exercising a decisive influence on VP SECURITIES A/S: None.

18. Shareholders

The following shareholders directly or indirectly own more than 5% of VP SECURITIES A/S's share capital:

Danmarks Nationalbank, Copenhagen
Danske Bank A/S, Copenhagen
Nykredit A/S, Copenhagen
Nordea A/S, Copenhagen

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