

## **The Danpilot Act**

WE, MARGRETHE THE SECOND, by the Grace of God Queen of Denmark, hereby proclaim:  
The Folketing has passed and We have confirmed by Royal Consent the following Act:

### Part 1

#### *Establishment, purpose, etc.*

**Section 1.** Danpilot shall be established as an independent public company.

**Section 2.** The purpose of the company shall be to carry out pilotage as determined in the Danish Pilotage Act (*lodsloven*). The company may also provide the services mentioned in section 20(1) and (2) of the Danish Pilotage Act.

*Subsection 2.* The company may establish subsidiaries, purchase shares in other companies and conclude cooperation agreements and the like in Denmark and abroad.

*Subsection 3.* The company shall be operated on a commercial basis in accordance with the purpose mentioned in subsection 1.

**Section 3.** The company shall take over the Danish Pilotage Service's existing business and related assets and liabilities and shall enter into all rights and obligations thereunder. Regarding accounting and tax purposes, the acquisition shall take effect from 1 January 2013. The Danish state shall be jointly and severally liable for the obligations prevailing at the time of the acquisition.

*Subsection 2.* The company's assets shall be kept separate from the state capital, and the company shall dispose of the capital and operating equipment, etc. within the framework established at any time.

*Subsection 3.* Land registration and other registration of the company's rights under subsection 1 may be made on the basis of this act and shall not result in any land registration or other registration fee.

**Section 4.** In relation to the company, the Minister for Business and Growth shall exercise the powers that according to the Companies Act (*selskabsloven*) and the Danish Company Accounts Act (*årsregnskabsloven*) lie with the general meeting of a public limited company as the Minister for Business and Growth is hereby equated with a single shareholder.

*Subsection 2.* The Minister for Business and Growth shall lay down the statutes of the company.

*Subsection 3.* In the company, the general meeting shall have the form of a business meeting.

**Section 5.** The Companies Act, including the special rules for public limited companies, shall apply to the company and any subsidiaries, including any amendments resulting from this act.

### Part 2

#### *Danpilot's management*

**Section 6.** The company shall be managed by a board and an executive management corporate board.

*Subsection 2.* The Minister for Business and Growth shall appoint 4 or 5 members of the board, including the chairman, vice-chairman and alternates for a period of no more than 2 years. These may be reappointed. The Minister may at any time at a business meeting remove the ministerial appointees.

*Subsection 3.* The employees shall elect representatives to the board.

*Subsection 4.* The board members shall collectively possess the skills necessary to carry out the company purposes, including the necessary technical, business, managerial and financial insight.

*Subsection 5.* The Minister for Business and Growth shall determine board members' fees.

**Section 7.** The board shall appoint an executive management corporate board to be in charge of the company's day-to-day management.

### Part 3

#### *Accounting and auditing matters, investment decisions, raising of loans and insurance*

**Section 8.** The provisions of the Danish Company Accounts Act for limited companies on the preparation and filing of annual reports, etc., including the provisions applicable to public limited companies, shall apply to the company with the amendments imposed by this act.

*Subsection 2.* The company shall prepare and submit separate accounts for transit pilotage and regional pilotage, respectively.

*Subsection 3.* The company's annual report shall be audited by a state-authorized public accountant and by the Auditor General. The audit shall be performed in accordance with generally accepted auditing practices, cf. section 3 of the Act on the Auditing of State Accounts etc. The chartered accountant shall be appointed by the Minister for Business and Growth at a business meeting for a 1 year term and may be reappointed.

*Subsection 4.* The audited annual report shall be submitted for approval at the business meeting.

**Section 9.** The company may raise loans, including operational credits, secured by its own assets.

**Section 10.** The company shall take out the insurance policies necessary for the company. In this connection, the board may take out a customary liability insurance, which may include the board and the management of the company.

### Part 4

#### *Human Resource matters*

**Section 11.** The company may, after directions from the Minister of Finance, enter into collective agreements or otherwise determine wages and other terms of employment for employees in the company.

Part 6  
*Auditing*

**Section 12.** The Minister for Business and Growth shall audit Danpilot's business, including Danpilot's compliance with this act.

*Subsection 2.* Danpilot shall upon request make available to the Minister for Business and Growth any information about its activities

Part 6  
*Entry into force and transitional provisions etc.*

**Section 13.** The Minister for Business and Growth shall set the date for the entry into force of the act. In this connection, the Minister may determine that different parts of the act shall enter into force on different dates.

*Subsection 2.* Sections 17-20 shall have effect from the income year 2013.

**Section 14.** The employees' election of members to the board, cf. section 6(3), shall be held within 6 months after the establishment of the company.

*Subsection 2.* The 3-year rule for corporate and group representation stipulated in the Companies Act, sections 140 and 141, shall not apply to elections under subsection 1.

**Section 15.** The Minister for Business and Growth shall immediately after commencement of the act designate a state-authorized public accountant, who shall act as a joint auditor, cf. section 8(3). The state-authorized public accountant shall be appointed for the period until the first regular business meeting in 2014.

Part 7  
*Amendments to other legislation*

**Section 16.** Act no 567 of 9 June 2006, the Danish Pilotage Act, as amended by section 3 of act no 478 of 30 May 2012 and section 64 of act no 1231 of 18 December 2012, shall be amended as follows:

1. The entire act: »The Danish Pilotage Service« shall be amended to »Danpilot« and »the Danish Pilotage Service« to »Danpilot«.
2. Section 12(3): »the condition specified in subsection 1, no. 1« shall be amended to: »the conditions specified in subsection 1, nos. 1 and 2«
3. Section 21 shall be revoked.
4. Section 23(2), 2<sup>nd</sup> sentence, shall be revoked.

**Section 17.** The Corporation Tax Act, cf. consolidated act no. 1082 of 14 November 2012, as amended, inter alia, by section 10 of act no. 433 of 16 May 2012, section 2 of act no. 1254 of 18 December 2012, and section 17 of act no. 1354 of 21 December 2012, and most recently by section 1 of act no. 1394 of 23 December 2012, shall be amended as follows:

1. Section 1(1): As no. 2 *j* the following shall be inserted:

»2 j) Danpilot«

2. Section 3(1)(i): »and 2 i« shall be amended to »2 i and 2 j«.

3. Section 11(1)(i), section 11 B(1), 1<sup>st</sup> sentence, and section 11 C(1), 1<sup>st</sup> sentence, two places in section 13(1)(ii), 1<sup>st</sup> sentence, and in section 17(1) and (2), 1<sup>st</sup> sentence, and section 31(1), 1<sup>st</sup> sentence: »2 d-2 i« shall be amended to: »2 d-2 j«.

4. Section 23(2): »and Naviair« shall be amended to: », Naviair and Danpilot«.

**Section 18.** The Act on Municipal Property, cf. consolidated act no. 1006 of 26 October 2009, as amended, inter alia, by section 17 of act no. 529 of 26 May 2010 and most recently by act no. 581 of 18 June 2012 shall be amended as follows:

1. Section 7(1)(b), 2<sup>nd</sup> sentence: »and Naviair« shall be amended to: », Naviair and Danpilot«.

**Section 19.** The Single Tax Act, cf. consolidated act no. 1120 of 14 November 2012, as amended by section 4 of act no 433 of 16 May 2012, section 2 of act no. 1255 of 18 December 2012, and section 2 of act no. 1402 of 23 December 2012, shall be amended as follows:

1. In section 14, the following shall be inserted as point 16:

»16) The merger of Danpilot, cf. the Corporation Tax Act, section 1(1), point 2 *j*, with a fully owned subsidiary.«

2. In section 15 c, a new subsection shall be inserted after subsection 7:

»Subsection 8. The provisions of this chapter shall also apply to the transfer of assets made by Danpilot, cf. the Corporation Tax Act, section 1(1), no. 2 *j*, assuming that the receiving company is taxed under the Corporation Tax Act, section 1(1), no. 1«.

Subsequently, *subsection 8 shall become subsection 9.*

**Section 20.** The Bankruptcy Tax Act, cf. consolidated act no. 1242 of 27 October 2010, as amended by section 19 of act no. 529 of 26 May 2010 and section 6 of act no. 591 of 18 June 2012, shall be amended as follows:

1. In section 2 »2 d-2 i« shall be amended to: »2 d-2 j«.

Part 8  
*Territorial validity*

**Section 21.** This act shall not apply to the Faroe Islands or to Greenland.

*Subsection 2.* This act may by royal decree be put fully or partially into force for Greenland with amendments deriving from the Greenland conditions.

*Given at Christiansborg Palace, 12 June 2013*

Under Our Royal Hand and Seal

MARGRETHE R. / Annette Vilhelmsen