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### Concens A/S

Oddesundvej 1 6715 Esbjerg N CVR No. 10132266

### Annual report 2022

The Annual General Meeting adopted the annual report on 13.03.2023

René Lynge

Conductor

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### **Entity details**

### **Entity**

Concens A/S Oddesundvej 1 6715 Esbjerg N

Business Registration No.: 10132266

Registered office: Esbjerg

Financial year: 01.01.2022 - 31.12.2022

### **Board of Directors**

Anna Elisa Bansbach Edgar Hahn-Bansbach Christoph Schenker Erik Bank Lauridsen

### **Executive Board**

René Lynge

### **Auditors**

Deloitte Statsautoriseret Revisionspartnerselskab Dokken 8 6700 Esbjerg

### **Statement by Management**

The Board of Directors and the Executive Board have today considered and approved the annual report of Concens A/S for the financial year 01.01.2022 - 31.12.2022.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Esbjerg, 13.03.2023

**Executive Board** 

René Lynge

**Board of Directors** 

Anna Elisa Bansbach

**Edgar Hahn-Bansbach** 

**Christoph Schenker** 

Erik Bank Lauridsen

### Independent auditor's report

### To the shareholders of Concens A/S

### **Opinion**

We have audited the financial statements of Concens A/S for the financial year 01.01.2022 - 31.12.2022, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 accordance with the Danish Financial Statements Act.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Esbjerg, 13.03.2023

### **Deloitte**

Statsautoriseret Revisionspartnerselskab CVR No. 33963556

### Jørn Jepsen

State Authorised Public Accountant Identification No (MNE) mne24824

### **Management commentary**

### **Primary activities**

Concens design, develop and manufacture electric inline actuators, which stand out from most of the competitors due to its size and design. The product portfolio also includes control units and accessories. After five years in a strategic partnership with Bansbach easylift GmbH in Germany, Bansbach acquired Concens as of 01 January 2022.

### **Development in activities and finances**

2022 was affected considerably by supply chain challenges but despite this, the year developed in a positive way for Concens with two-digit growth in revenue and earnings before tax of T.DKK 1.424.

### Market position

Concens is a market challenger in the electric actuator industry. Since its inception in 2003, the company has focused on serving customers who require compact, well-designed electric actuators for use in products where both design and appearance play a crucial role. Concens' products are used in a board variety of applications, and more than 85% of the turnover is exported through distributors mainly in Europe. In Germany, the distributor is a 100% Concens-owned subsidiary. Concens wants to be the preferred partner for customers looking for uncompromising design and outstanding value.

#### **Outlook**

The Concens management team expects Concens to continue the positive trends and consider the company well prepared for future growth and expansion. Several initiatives have been launched to take Concens to the next level and as a part of the Bansbach group, a new era has begun.

### **Income statement for 2022**

		2022	2021
	Notes	DKK	DKK
Gross profit/loss		18,200,623	16,273,932
Staff costs	1	(14,470,411)	(12,878,056)
Depreciation, amortisation and impairment losses	2	(1,346,484)	(1,137,820)
Operating profit/loss		2,383,728	2,258,056
Income from investments in group enterprises		(249,331)	185,507
Other financial income		846	1,516
Other financial expenses		(711,004)	(419,159)
Profit/loss before tax		1,424,239	2,025,920
Tax on profit/loss for the year	3	(374,855)	(407,808)
Profit/loss for the year		1,049,384	1,618,112
Proposed distribution of profit and loss			
Retained earnings		1,049,384	1,618,112
Proposed distribution of profit and loss		1,049,384	1,618,112

### **Balance sheet at 31.12.2022**

### **Assets**

	Notes	2022 DKK	2021 DKK
Completed development projects	5		
Completed development projects	Э	1,163,124	1,566,863
Acquired patents  Development projects in progress	E	158,330	179,504
Development projects in progress	5	361,531	214,702
Intangible assets	4	1,682,985	1,961,069
Land and buildings		34,983,620	35,273,706
Other fixtures and fittings, tools and equipment		821,996	1,030,518
Property, plant and equipment	6	35,805,616	36,304,224
Investments in group enterprises		461,421	710,752
Financial assets	7	461,421	710,752
Fixed assets		37,950,022	38,976,045
		12.612.007	14.500.000
Raw materials and consumables		13,613,887	11,568,989
Prepayments for goods		479,649	383,227
Inventories		14,093,536	11,952,216
Trade receivables		3,993,748	4,600,545
Other receivables		398,279	376,518
Prepayments		1,258,590	575,578
Receivables		5,650,617	5,552,641
Cash		52,544	67,077
Current assets		19,796,697	17,571,934
Assets		57,746,719	56,547,979

### **Equity and liabilities**

	Notos	2022	2021
Contributed capital	Notes	2,439,522	2,439,522
Reserve for net revaluation according to the equity method		2,439,322	235,069
Reserve for development expenditure		1,163,125	1,566,863
		17,346,055	15,657,864
Retained earnings			
Equity		20,948,702	19,899,318
Deferred tax		826,325	749,474
Provisions		826,325	749,474
Subordinate loan capital		3,000,003	5,000,000
Mortgage debt		18,085,854	19,468,249
Other payables		648,029	1,359,656
Non-current liabilities other than provisions	8	21,733,886	25,827,905
Current portion of non-current liabilities other than provisions	8	924,135	465,876
Bank loans		8,958,791	4,923,069
Lease liabilities		95,833	134,752
Prepayments received from customers		19,654	178,499
Trade payables		2,391,746	1,876,457
Payables to group enterprises		0	583,974
Income tax payable		298,004	69,859
Other payables		1,549,643	1,838,796
Current liabilities other than provisions		14,237,806	10,071,282
Liabilities other than provisions		35,971,692	35,899,187
Equity and liabilities		57,746,719	56,547,979
Unrecognised rental and lease commitments	9		
Assets charged and collateral	10		

# Statement of changes in equity for 2022

		Reserve for net			
		revaluation according to	Reserve for		
	Contributed capital	the equity method	development expenditure	Retained earnings	Total
	DKK	DKK	DKK	DKK	DKK
Equity beginning of year	2,439,522	235,069	1,566,863	15,657,864	19,899,318
Transfer to reserves	0	0	(403,738)	403,738	0
Profit/loss for the year	0	(235,069)	0	1,284,453	1,049,384
Equity end of year	2,439,522	0	1,163,125	17,346,055	20,948,702

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### **Notes**

### 1 Staff costs

1 Staff Costs			
		2022 DKK	2021 DKK
Wages and salaries		13,200,522	11,772,877
Pension costs		907,096	841,164
Other social security costs		362,793	264,015
		14,470,411	12,878,056
Average number of full-time employees		31	27
2 Depreciation, amortisation and impairment losses			
		2022	2021
		DKK	DKK
Amortisation of intangible assets		424,913	439,919
Depreciation of property, plant and equipment		921,571	801,788
Profit/loss from sale of intangible assets and property, plant	t and equipment	0	(103,887)
		1,346,484	1,137,820
3 Tax on profit/loss for the year		2022 DKK	2021 DKK
Current tax		298,004	69,859
Change in deferred tax		76,851	337,949
		374,855	407,808
4 Intangible assets			
	Completed		Development
	development	Acquired	projects in
	projects DKK	patents DKK	progress DKK
Cost beginning of year	3,318,878	423,485	214,702
Additions	3,318,878	423,463	146,829
Cost end of year	3,318,878	423,485	<b>361,531</b>
Amortisation and impairment losses beginning of year	(1,752,015)	(243,981)	0
Amortisation for the year	(403,739)	(243,961)	0
Amortisation and impairment losses end of year	(2,155,754)	(265,155)	<b>0</b>
Carrying amount end of year	1,163,124	158,330	361,531
Carrying amount chu or year	1,103,124	130,330	301,331

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### **5** Development projects

Ongoing developments projects include future generations of both actuators and controllers, which are expected to provide significant competitive advantages in the years to come.

### 6 Property, plant and equipment

	nd and uildings DKK	Other fixtures and fittings, tools and equipment DKK
Cost beginning of year 35,4	470,630	2,823,663
Additions	223,627	311,836
Disposals	0	(179,257)
Cost end of year 35,6	694,257	2,956,242
Depreciation and impairment losses beginning of year (1	96,924)	(1,793,145)
Depreciation for the year (5	13,713)	(407,858)
Reversal regarding disposals	0	66,757
Depreciation and impairment losses end of year (7	10,637)	(2,134,246)
Carrying amount end of year 34,9	983,620	821,996
Recognised assets not owned by entity	0	95,833

### **7 Financial assets**

	Investments in
	group
	enterprises
	DKK
Cost beginning of year	475,683
Cost end of year	475,683
Revaluations beginning of year	235,069
Share of profit/loss for the year	(249,331)
Revaluations end of year	(14,262)
Carrying amount end of year	461,421

### 8 Non-current liabilities other than provisions

			Due after	
	Due within 12 months	Due within 12 months	more than 12 months	Outstanding after 5 years
	2022	2021	2022	2022
	DKK	DKK	DKK	DKK
Subordinate loan capital	0	0	3,000,003	3,000,000
Mortgage debt	924,135	465,876	18,085,854	14,237,150
Other payables	0	0	648,029	0
	924,135	465,876	21,733,886	17,237,150

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### 9 Unrecognised rental and lease commitments

	2022	2021
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	200,215	305,000

### 10 Assets charged and collateral

Mortgage debt is secured by way of mortgage on properties nom. DKK 20.400 t. The mortgage also comprises the plant and machinery deemed part of the property. The carrying amount of buildings is 34.984 t.

To secure bank guarantees movable property owners mortgage nom. DKK 1,500 t. by mortgages in patents and movable property owner's mortgage nom. DKK 2,000 t. by mortgages in operating equipment, inventories and unsecured claims.

The carrying value of pledged patents represent DKK 158 t. and the carrying value of mortgaged assets, inventories and unsecured claims amounts to DKK 19.068 t.

### **Accounting policies**

### **Reporting class**

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

#### **Consolidated financial statements**

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

### **Recognition and measurement**

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

### **Foreign currency translation**

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other nonmonetary assets that have been purchased in foreign currencies are translated using historical rates.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates as well as out of the translation of income statements from average rates to the exchange rates at the balance sheet date are classified directly as equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are classified directly as equity.

When recognising foreign subsidiaries that are integral entities, monetary assets and liabilities are translated using the exchange rates at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rate at the time of acquisition or the time of any subsequent revaluation or write-down. The items of the income statement are translated at the average rates of the months; however, items deriving from non-monetary assets and liabilities are translated using the historical rates applicable to the relevant nonmonetary items.

### **Income statement**

### **Gross profit or loss**

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

#### Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

### Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

### Costs of raw materials and consumables

Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant inventories.

### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

### **Staff costs**

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

### Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

### Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

### Other financial income

Other financial income comprises dividends etc received on other investments, interest income and amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

### Other financial expenses

Other financial expenses comprise interest expenses and amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

#### **Balance sheet**

### Intellectual property rights etc.

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 5 years.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised on a straight-line basis over their remaining duration, and licences are amortised over the term of the agreement.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

### Property, plant and equipment

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For self-constructed assets, cost comprises direct and indirect costs of materials, components, subsuppliers and labour costs.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

	Useful life
Buildings	50 years
Other fixtures and fittings, tools and equipment	3-5 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

### Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus unamortised goodwill and plus or minus unrealised intra-group profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to Reserve for net revaluation according to the equity method under equity.

Goodwill is the positive difference between cost and fair value of assets and liabilities arising from acquisitions. Goodwill is amortised straight-line over its estimated useful life, which is fixed based on the experience gained by Management for each business area. The amortisation periods used are 5 years.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

#### **Inventories**

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs and indirect production costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

### **Receivables**

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

### **Prepayments**

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

### Cash

Cash comprises cash in hand and bank deposits.

#### **Deferred tax**

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset or the planned settlement of each liability.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

### Mortgage debt

At the time of borrowing, mortgage debt to mortgage credit institutions is measured at cost which corresponds to the proceeds received less transaction costs incurred. Mortgage debt is subsequently measured at amortised cost. This means that the difference between the proceeds at the time of borrowing and the nominal repayable amount of the loan is recognised in the income statement as a financial expense over the term of the loan applying the effective interest method.

### **Lease liabilities**

Lease liabilities relating to assets held under finance leases are recognised in the balance sheet as liabilities other than provisions, and, at the time of inception of the lease, measured at the present value of future lease payments. Subsequent to initial recognition, lease liabilities are measured at amortised cost. The difference between present value and nominal amount of the lease payments is recognised in the income statement as a financial expense over the term of the leases.

#### **Operating leases**

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

#### Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

### Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

### Tax receivable or payable

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.