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FLEURAMETZ DANMARK A/S
LITAUEN ALLE 13, HØJE TAASTRUP, 2630 TAASTRUP
ANNUAL REPORT
1 JANUARY - 31 DECEMBER 2022

**The Annual Report has been presented and
adopted at the Company's Annual General
Meeting on 5 July 2023**

Casper de Groot

The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.

CVR NO. 10 57 43 31

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COMPANY DETAILS

Company	Fleurametz Danmark A/S Litauen Alle 13 Høje Taastrup 2630 Taastrup
	CVR No.: 10 57 43 31 Established: 13 January 1987 Municipality: Høje-Taastrup Financial Year: 1 January - 31 December
Board of Directors	Casper de Groot, chairman Martin Jules Vered, vice-chairman Isabel Buchwald Lange
Executive Board	Isabel Buchwald Lange
Auditor	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V
Bank	Danske Bank, Finanscenter Sjælland Nord Munkeengen 30 3400 Hillerød

MANAGEMENT'S STATEMENT

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of Fleurametz Danmark A/S for the financial year 1 January - 31 December 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 Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022.

The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.

We recommend the Annual Report be approved at the Annual General Meeting.

Høje Taastrup, 5 July 2023

Executive Board

Isabel Buchwald Lange

Board of Directors

Casper de Groot
Chairman

Martin Jules Vered
Vice-chairman

Isabel Buchwald Lange

THE INDEPENDENT AUDITOR'S REPORT

To the Shareholder of Fleurametz Danmark A/S

Conclusion

We have performed an extended review of the Financial Statements of Fleurametz Danmark A/S for the financial year 1 January - 31 December 2022, which comprise income statement, Balance Sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The Financial Statements are prepared under the Danish Financial Statements Act.

Based on the work performed in our opinion, the Financial Statements give a true and fair view of the Company's financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis for Conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR - Danish Auditors' standard on extended review of Financial Statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Extended Review of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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 Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Extended Review of the Financial Statements

Our responsibility is to express a conclusion on the Financial Statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the Financial Statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the Financial Statements.

Statement on the Management Commentary

Management is responsible for the Management Commentary.

Our conclusion on the Financial Statements does not cover the Management Commentary, and we do not express any form of assurance conclusion thereon.

THE INDEPENDENT AUDITOR'S REPORT

In connection with our extended review 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 during the extended review, 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 in the Management Commentary.

Copenhagen, 5 July 2023

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Iben Larsen
State Authorised Public Accountant
MNE no. mne34474

MANAGEMENT COMMENTARY

Principal activities

The company's activity is sale of flowers, plants and accessories.

Development in activities and financial and economic position (to be updated)

The management finds the result as satisfying and in line with the expectations.

Significant events after the end of the financial year

No events have occurred after the end of the financial year of material importance for the Company's financial position.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2022 DKK	2021 DKK
GROSS PROFIT		17.369.533	17.196.801
Distribution costs.....	1	-14.631.225	-14.327.478
Administrative expenses.....	1	-2.409.049	-2.727.601
OPERATING PROFIT		329.259	141.722
Financial income.....	2	-12.264	55.060
Financial expenses.....	3	-30.124	-20.219
PROFIT BEFORE TAX		286.871	176.563
Tax on profit/loss for the year.....	4	-779.218	-46.814
LOSS FOR THE YEAR		-492.347	129.749
 PROPOSED DISTRIBUTION OF PROFIT			
Proposed dividend for the year.....		0	3.400.000
Retained earnings.....		-492.347	-3.270.251
TOTAL		-492.347	129.749

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2022 DKK	2021 DKK
Other plants, machinery, tools and equipment.....		38.714	161.818
Leasehold improvements.....		1.587.833	2.113.533
Property, plant and equipment.....	5	1.626.547	2.275.351
Rent deposit and other receivables.....		513.967	513.967
Financial non-current assets.....	6	513.967	513.967
NON-CURRENT ASSETS.....		2.140.514	2.789.318
Finished goods and goods for resale.....		352.023	406.155
Inventories.....		352.023	406.155
Trade receivables.....		7.370.065	9.930.858
Receivables from group enterprises.....		3.500.136	4.405.262
Deferred tax assets.....	7	160.710	939.928
Other receivables.....		0	159.178
Prepayments and accrued income.....		76.913	57.412
Receivables.....	8	11.107.824	15.492.638
Cash and cash equivalents.....		231.093	181.901
CURRENT ASSETS.....		11.690.940	16.080.694
ASSETS.....		13.831.454	18.870.012

BALANCE SHEET AT 31 DECEMBER

EQUITY AND LIABILITIES	Note	2022 DKK	2021 DKK
Share capital.....		500.000	500.000
Retained profit.....		5.230.643	5.722.989
Proposed dividend.....		0	3.400.000
EQUITY.....		5.730.643	9.622.989
Other liabilities.....		0	20.436
Non-current liabilities.....	9	0	20.436
Bank debt.....		575.186	1.084.029
Trade payables.....		2.769.214	3.057.833
Payables to group enterprises.....		2.394.465	2.035.495
Other liabilities.....		2.361.946	3.049.230
Current liabilities.....		8.100.811	9.226.587
LIABILITIES.....		8.100.811	9.247.023
EQUITY AND LIABILITIES.....		13.831.454	18.870.012
Contingencies etc.	10		
Staff costs (to be updated)	1		

EQUITY

	Share capital	Retained profit	Proposed dividend	Total
Equity at 1 January 2022.....	500.000	5.722.990	3.400.000	9.622.990
Proposed profit allocation.....		-492.347		-492.347
Transactions with owners				
Dividend paid.....			-3.400.000	-3.400.000
Equity at 31 December 2022.....	500.000	5.230.643	0	5.730.643

NOTES

	2022 DKK	2021 DKK	Note
	2022	2021	
Staff costs (to be updated)			1
Average number of employees	20	21	
Financial income			2
Group enterprises.....	-10.281	51.708	
Other interest income.....	-1.983	3.352	
	-12.264	55.060	
Financial expenses			3
Other interest expenses.....	30.124	20.219	
	30.124	20.219	
Tax on profit/loss for the year			4
Adjustment of deferred tax.....	779.218	46.814	
	779.218	46.814	
Property, plant and equipment			5
	Other plants, machinery, tools and equipment	Leasehold improvements	
Cost at 1 January 2022.....	1.357.492	5.257.000	
Cost at 31 December 2022.....	1.357.492	5.257.000	
Depreciation and impairment losses at 1 January 2022.....	1.195.674	3.143.467	
Depreciation for the year.....	123.104	525.700	
Depreciation and impairment losses at 31 December 2022...	1.318.778	3.669.167	
Carrying amount at 31 December 2022.....	38.714	1.587.833	

NOTES

				Note
Financial non-current assets				6
			Rent deposit and other receivables	
Cost at 1 January 2022.....			513.967	
Cost at 31 December 2022.....			513.967	
Carrying amount at 31 December 2022.....			513.967	
Deferred tax assets				7
Provision for deferred tax comprises deferred tax on tangible fixed assets and taxable losses carried forward.				
The amount breaks down as follows:				
	Carrying Value	Tax Value	Tax depre. or amort. above carrying value	
Other plants, machinery, tools and equipment.	38.714	577.740	-539.026	
Leasehold improvements.....	1.587.833	2.410.359	-822.526	
Losses carried forward.....	0	-2.092.052	2.092.052	
	1.626.547	896.047	730.500	
Udskudte skatteaktiver.....			160.710	
		2022 DKK	2021 DKK	
Deferred tax, beginning of year.....		939.928	986.742	
Deferred tax of the year, income statement.....		-779.218	-46.814	
Provision for deferred tax 31 December 2022.....		160.710	939.928	
Basis for capitalization of losses carried forward. (to be updated)				
Receivables falling due after more than one year (to be updated)				8
Deferred tax assets.....		1	1	
		1	1	

NOTES

					Note
Long-term liabilities					9
	31/12 2022	Repayment	Debt	31/12 2021	
	total liabilities	next year	outstanding	total liabilities	
			after 5 years		
Other liabilities.....	0	0	0	744.959	
	0	0	0	744.959	

Contingencies etc.	10
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Contingent liabilities (to be updated)

Rent payments concerning contracts which is interminable until 31 December 2023, amount to DKK ('000) 1,307, which an annual payment of DKK ('000) 1,307.

Payments annually regarding operating leases and leases concerning cars and equipment which is interminable with up to 12 months notice, amounts to DKK ('000) 228 annually, with an obligation in the interminable period of DKK ('000) 158.

ACCOUNTING POLICIES

The Annual Report of Fleurametz Danmark A/S for 2022 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B with voluntary selection of requirement form reporting class C.

The Annual Report is prepared consistently with the accounting principles used last year.

INCOME STATEMENT

Net revenue

Net revenue from sale of merchandise and finished goods is recognised in the Income Statement if supply and risk transfer to purchaser has taken place before the end of the year and if the income can be measured reliably and is expected to be received. Net revenue is recognised exclusive of VAT, duties and less discounts related to the sale.

Net revenue is recognised exclusive of VAT and less duties and discounts related to the sale.

Production costs

Production costs comprise costs, including wages and salaries and write-off, incurred to achieve the net revenue for the year. Commercial enterprises recognise cost of sales, and the manufacturing enterprises recognise production costs equal to the revenue for the year, including direct and indirect costs of raw materials and consumables, wages and salaries, rent and leasing and depreciation of production plant.

Distribution costs

The costs incurred for distribution of goods sold during the year and for sales campaigns carried out during the year are recognised in distribution costs. The costs of the sales personnel, advertising and exhibition costs and amortisation are also recognised in distribution costs.

Administrative expenses

Administrative expenses recognise costs incurred during the year regarding management and administration of the group, inclusive of costs relating to the administrative staff, executives, office premises, office expenses etc and related amortisation.

Other operating income

Other operating income includes items of a secondary nature in relation to the Group's and the Company's activities, including profit from sale of intangible and tangible fixed assets. In addition, profit from sale of intangible and tangible fixed assets as well as business interruption and conflict compensations are included. Compensations are recognised when the income is deemed to be realisable.

Financial income and expenses

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from investments in financial assets, debt and transactions in foreign currencies, amortisation of financial assets and liabilities as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

Tax

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

ACCOUNTING POLICIES

BALANCE SHEET

Tangible fixed assets

Other plants, fixtures and equipment and leasehold improvements are measured at cost less accumulated depreciation and write-down.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used. As regards self-manufactured assets, the cost price includes cost of materials, components, subcontractors, direct payroll and indirect production costs.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Other plant, fixtures and equipment.....	5-20 years	0-30 %
Leasehold improvements.....	10 years	0-30 %

Profit or loss on disposal of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Lease contracts

Lease contracts relating to tangible fixed assets

for which the Company bears all material risks and benefits attached to the ownership (finance lease, see IAS 17) are recognised as assets in the Balance Sheet. The assets are at the initial recognition measured at the lower of cost stated at fair value and the and present value of the future lease payments. The internal interest rate of the lease contract, or alternatively the Company’s loan interest, is used as discounting factor when calculating the present value. Finance lease assets are hereafter treated as the Group’s and the Company’s other similar tangible fixed assets.

The capitalised residual lease liability is recognised in the balance sheet as a liability and the interest portion of the lease payment is recognised in the income statement over the term of the contract.

Financial non-current assets

Deposits include rental deposits which are recognised and measured at amortised cost. Deposits are not depreciated.

Impairment of fixed assets

The carrying amount of tangible fixed assets and investments, which are not measured at fair value, are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, write-down is provided to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

Inventories

Inventories are measured at cost using the FIFO-principle. If the net realisable value is lower than cost, write-down is provided to the lower value.

ACCOUNTING POLICIES

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down to meet expected losses.

Accruals, assets

Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Tax payable and deferred tax

Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date would be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities

Other liabilities are measured at amortised cost equal to nominal value.

Foreign currency translation

Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognised in the income statement as a financial income or expense.

Receivables, payables and other monetary items in foreign currencies that are not settled on the balance sheet date are translated at the exchange rate on the balance sheet date. The difference between the exchange rate on the balance sheet date and the exchange rate at the time of occurrence of the receivables or payables is recognised in the income statement as financial income or expenses.

Fixed assets acquired in foreign currencies are translated at the rate of exchange on the transaction date.