

Aarstiderne A/S

Barritskovvej 34, 7150 Barrit

CVR no. 12 54 29 76

Annual report 2019

Approved at the Company's annual general meeting on 26 June 2020

Chairman:

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Aarstiderne A/S for the financial year 1 January - 31 December 2019.

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

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2019 and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2019.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's operations and financial matters and the results of the Company's operations and financial position.

We recommend that the annual report be approved at the annual general meeting.

Barril, 26 June 2020
Executive Board:


Annette Hartvig-Larsen


Thomas Slott

Philip Thestrup

Board of Directors:

Thomas Harttung
Chairman

Søren Ejlersen


Riëlla Hollander

Independent auditor's report

To the shareholders of Aarstiderne A/S

Opinion

We have audited the financial statements of Aarstiderne A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement and notes, including 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 financial position of the Company at 31 December 2019 and of the results of the Company's operations as well as the cash flows for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the 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 our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

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 audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 the 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 Company's internal control.

Independent auditor's report

- ▶ 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 Company'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 Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, 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's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, 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's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

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

Aarhus, 26 June 2020
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Tom B. Lassen
State Authorised Public Accountant
mne24820



Nikolai Holm Pedersen
State Authorised Public Accountant
mne45896



Management's review

Company details

Name	Aarstiderne A/S
Address, Postal code, City	Barritskovvej 34, 7150 Barrit
CVR no.	12 54 29 76
Established	1 November 1988
Registered office	Hedensted
Financial year	1 January - 31 December
Website	www.aarstiderne.com
Telephone	+45 70 26 00 66
Board of Directors	Thomas Harttung, Chairman Søren Ejlersen Riëlla Hollander
Executive Board	Annette Hartvig Larsen Thomas Slott Philip Thestrup
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Værkmestergade 25, P.O. Box 330, 8100 Aarhus C, Denmark

Management's review

Financial highlights

DKK'000	2019	2018	2017	2016	2015
Key figures					
Revenue	661,280	684,988	672,028	566,648	452,444
Gross margin	180,929	169,455	175,322	151,899	123,648
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	33,821	34,366	63,593	57,592	48,460
Operating profit/loss	12,191	15,701	52,087	48,769	42,232
Net financials	-117	-214	-169	56	204
Profit for the year	13,234	14,727	40,381	38,493	32,687
Total assets					
Equity	57,442	57,058	61,313	38,661	32,691
Financial ratios					
Operating margin	2.6%	2.8%	7.8%	8.6 %	8.8 %
Gross margin	27.4%	24.7%	26.1%	26.8%	27.3%
Equity ratio	39.5%	42.4%	41.1%	31.7%	33.1%
Return on equity	23.1%	24.9%	80.8%	107.9%	123.5%
Return on capital employed	31.7%	37.2%	112.3%	128.8%	137.0%
Average number of employees					
	296	269	224	189	154

The financial ratios stated in the survey of financial highlights have been calculated as follows:

Ordinary operating profit/loss	Profit/loss before financial items adjusted for other operating income and other operating expenses
Operating margin	$\frac{\text{Operating profit (EBIT)} \times 100}{\text{Revenue}}$
Gross margin ratio	$\frac{\text{Gross margin} \times 100}{\text{Revenue}}$
Equity ratio	$\frac{\text{Equity, year-end} \times 100}{\text{Total equity and liabilities, year-end}}$
Return on equity	$\frac{\text{Profit/loss after tax} \times 100}{\text{Average equity}}$
Return on capital employed	$\frac{\text{Operating profit} \times 100}{\text{Average operating assets}}$

Management's review

Business review

The Company's principal activity is to deliver organic products and meal solutions directly to private households, offices, catering companies and other businesses and institutions.

Objective

Aarstiderne recreates the close links between the work of the organic farmer and the work in all the kitchens - transforming the bounties of the land into feasts of good, nutritious, seasonal, and inspired food.

Financial review

Revenue in 2019 totalled DKK 661.3 million (2018: DKK 685.0 million) and profit before tax totalled DKK 17.0 million (2018: DKK 18.9 million). Profit after tax totalled DKK 13.2 million (2018: DKK 14.7 million).

The pre-tax profit for the year was DKK 1.9 million lower than in 2018. The main reasons for this was changed market conditions.

Conclusion

The Executive Board and the Board of Directors consider the Company's financial performance in 2019 acceptable viewed in the light of the above.

Equity

Equity totalled DKK 57.4 million at 31 December 2019 (2018: DKK 57.1 million), corresponding to 39.5% (2018: 42.4%) of the balance sheet total.

Non-financial matters

Special risks

Price risks

Aarstiderne maintains comprehensive cooperation with growers inside and outside of Denmark. Consequently, the forward price situation is well known within a 12-month perspective. This unique collaboration was strengthened during 2019 through continued concerted efforts and developed further with regard to sustainability issues.

Currency risks

More than 80% of revenue is received in DKK.

The Company pays its foreign suppliers predominantly in EUR, DKK, and SEK.

While impacting immediate profitability of the Swedish branch, fluctuations in the DKK/SEK exchange rate are not seen to pose any material risk to the Company. The Company hedges its exposure to SEK on a rolling 12-month basis.

Knowledge resources

The Company continuously accumulates internal knowledge about its business model, customers, and suppliers. Throughout 2019, emphasis was put on developing the cooperation with suppliers, expanding the diversity and the level of cooperation with farmers and producers of organic food. In 2019, emphasis has also been put on the continuing development and further deepening of the relationship with the customers among others through a line of initiatives such as invitations to communal eating and educational sessions.

At the end of 2019, the customers were introduced to a repositioning of the sustainability work done in Aarstiderne under the headline Planetar®.

Management's review

Co-workers' commitment and ability to take charge of their situation is encouraged through cross cutting work groups and development projects. The Aarstiderne Academy is a structured way to work with this and improve the education and development level of co-workers in the form of short courses. The Academy is run solely with an internal teaching staff, i.e. managers and specialists, and the starting points of the courses are always in real and relevant day-to-day issues.

Impact on the external environment

As an organically certified entity and due to our Articles of Association, Aarstiderne is committed to minimising its energy consumption, avoiding any unnecessary negative impact on the environment, and using local resources as much as possible. This is reflected in a comprehensive Environmental Assessment report, which governs company policy in this area and establishes frameworks for engagement and action plans.

The Company engages in carbon accounting, emissions are monitored, and reduction projects are assessed.

The Company maintained organic certification throughout the financial year.

Research and development activities

On the two host farms Barritskov and Krogerup Avlsgaard, test fields are used to gain knowledge and test new varieties of vegetables, herbs, flowers, etc. to be incorporated in the composition of the Company's mealboxes.

The Company continuously initiates and participates in various research projects focusing on lowering carbon emissions, minimising food waste, increasing the Danish share of mealbox content, etc. The 17 Sustainable Development Goals (SDGs) as set forth by the UN have become the guiding principles, however the sustainability focus has always been an integrated part of the DNA of Aarstiderne.

In 2019, one of the new initiatives taken has been the establishment of a project focusing on growing various crops during all seasons in non-heated greenhouses in Eastern Zealand in Denmark. The object of the project is to prolong the availability of Danish crops through the seasons where they are normally not available due to the cold weather conditions - and thus being able to minimise transportation of crops from Southern Europe. The first crops have already found their way to the Company's mealboxes, and the project will continue through 2020.

Foreign branches

The Company maintains a branch in Sweden.

Statutory CSR report

The Company does not file separate reporting on Corporate Social Responsibility (CSR), however, CSR reporting for Aarstiderne is included in the CSR report for Barritskov Holding A/S, which is accessible on the website www.aarstiderne.com/barritskov-holding-csr-report-2019.

Account of the gender composition of Management

At Aarstiderne a transparent dialogue will be maintained on the distribution of women and men on both leadership and employee level of the organisation. The Company strives to have a 40/60 distribution overall, albeit qualifications will be chosen before gender. The distribution among employees in 2019 was 48/52, but at executive management level and at Board level, the distribution is less; 33/66. This will be addressed in the coming years.

The Board consisted of three members in 2019, one female and two male, hence the distribution. The goal is to enlarge the board and obtain a more equal distribution between women and men on the Board during 2020 and 2021.



Management's review

Events after the balance sheet date

Subsequent to the financial year end, the Corona pandemic has affected the whole world and also Aarstiderne. The Company has experienced a higher demand, especially at the beginning of the lock-down period in Denmark. Revenue has been higher than budgeted for the spring months, and the business has been able to handle this thanks to dedicated and sustained performance by all key employees. Also, revenue in Sweden has been higher, but the growth came later due to differences in the handling of the pandemic in the two countries.

Outlook

2020 is expected to deliver stable performance, revenue growth and a higher profit for the year. Though the Corona pandemic has had a positive impact on the Company's earnings during the spring of 2020, the recession following the pandemic is expected to impact sales and earnings negatively during the fall of 2020. To what extent the recession will impact the Company is very difficult to predict.

Financial statements 1 January - 31 December

Income statement

Note	DKK'000	2019	2018
2	Revenue	661,280	684,988
	Other operating income	4,907	3,401
	Raw materials and consumables	-310,151	-338,009
	Other external expenses	-175,107	-180,925
	Gross profit	180,929	169,455
3	Staff costs	-147,108	-135,089
	Amortisation/depreciation and impairment of intangible assets and property, plant and equipment	-16,722	-15,265
	Profit before net financials	17,099	19,101
	Financial income	635	726
	Financial expenses	-752	-940
	Profit before tax	16,982	18,887
4	Tax for the year	-3,748	-4,160
	Profit for the year	13,234	14,727

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2019	2018
	ASSETS		
	Fixed assets		
5	Intangible assets		
	IT platform	10,536	9,876
	Intellectual property rights and trademarks	5,586	5,371
	Goodwill	1,261	1,463
		<u>17,383</u>	<u>16,710</u>
6	Property, plant and equipment		
	Other fixtures and fittings, tools and equipment	32,008	36,680
	Property, plant and equipment in progress	0	1,549
		<u>32,008</u>	<u>38,229</u>
7	Investments		
	Investments in group entities, net asset value	240	0
		<u>240</u>	<u>0</u>
	Total fixed assets	<u>49,631</u>	<u>54,939</u>
	Non-fixed assets		
	Inventories		
	Raw materials and consumables	2,332	2,278
	Finished goods and goods for resale	16,718	14,429
		<u>19,050</u>	<u>16,707</u>
	Receivables		
	Trade receivables	20,756	20,968
	Joint taxation contribution receivable	34	0
	Other receivables	12,195	8,478
8	Prepayments	5,478	4,210
		<u>38,463</u>	<u>33,656</u>
	Cash	<u>38,194</u>	<u>29,246</u>
	Total non-fixed assets	<u>95,707</u>	<u>79,609</u>
	TOTAL ASSETS	<u>145,338</u>	<u>134,548</u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2019	2018
	EQUITY AND LIABILITIES		
	Equity		
9	Share capital	7,091	7,091
	Reserve for development costs	9,115	8,264
	Retained earnings	41,236	41,703
	Total equity	57,442	57,058
	Provisions		
11	Deferred tax	3,184	3,284
	Total provisions	3,184	3,284
	Liabilities other than provisions		
12	Non-current liabilities other than provisions		
	Lease liabilities	2,963	4,973
	Other payables	5,228	0
		8,191	4,973
	Current liabilities other than provisions		
12	Current portion of long-term liabilities	2,294	2,194
	Prepayments received from customers	1,258	843
	Trade payables	51,758	40,203
	Payables to group entities	120	0
	Joint taxation contribution payable	0	563
	Deposits, customers	820	972
	Other payables	20,271	24,458
		76,521	69,233
	Total liabilities other than provisions	84,712	74,206
	TOTAL EQUITY AND LIABILITIES	145,338	134,548

- 1 Accounting policies
- 10 Treasury shares
- 13 Contractual obligations and contingencies, etc.
- 14 Collateral
- 15 Currency risks
- 16 Related parties



Financial statements 1 January - 31 December

Statement of changes in equity

Note	DKK'000	Share capital	Reserve for development costs	Retained earnings	Total
	Equity at 1 January 2018	7,091	7,055	47,167	61,313
17	Transfer, see "Appropriation of profit"	0	1,209	4,763	5,972
	Adjustment of hedging instruments at fair value	0	0	-288	-288
	Tax on items recognised directly in equity	0	0	63	63
	Purchase of treasury shares	0	0	-10,002	-10,002
	Equity at 1 January 2019	7,091	8,264	41,703	57,058
17	Transfer, see "Appropriation of profit"	0	851	-749	102
	Adjustment of hedging instruments at fair value	0	0	361	361
	Tax on items recognised directly in equity	0	0	-79	-79
	Equity at 31 December 2019	7,091	9,115	41,236	57,442

Financial statements 1 January - 31 December

Cash flow statement

Note	DKK'000	2019	2018
	Profit for the year	13,234	14,727
18	Adjustments	16,838	15,567
	Cash generated from operations (operating activities)	30,072	30,294
19	Changes in working capital	200	-6,516
	Cash generated from operations (operating activities)	30,272	23,778
	Interest received, etc.	635	726
	Interest paid, etc.	-752	-940
	Cash flows from operating activities	30,155	23,564
	Additions of intangible assets	-7,762	-5,547
	Additions of property, plant and equipment	-3,511	-13,665
	Acquisition of companies	-120	0
	Cash flows to investing activities	-11,393	-19,212
	Dividends paid	-13,132	-8,755
	Repayments, finance leases	-1,910	-2,194
	Acquisition of treasury shares	0	-10,002
	Other cash flows from financing activities	5,228	0
	Cash flows from financing activities	-9,814	-20,951
	Net cash flow	8,948	-16,599
	Cash and cash equivalents at 1 January	29,246	45,845
20	Cash and cash equivalents at 31 December	38,194	29,246

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Aarstiderne A/S for 2019 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to large reporting class C entities.

In accordance with section 112(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are translated at the exchange rates at the transaction date.

Derivative financial instruments

On initial recognition, derivative financial instruments are recognised at cost in the balance sheet and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in "Other receivables" and "Other payables", respectively.

Fair value adjustments of derivative financial instruments designated as and qualifying for hedging of future assets or liabilities are recognised in other receivables or other payables, respectively, and in equity. If the hedged forecast transaction results in the recognition of assets or liabilities, amounts previously recognised in equity are transferred to the cost of the asset or liability, respectively. If the hedged forecast transaction results in income or expenses, amounts previously deferred in equity are transferred to the income statement in the period in which the hedged item affects the profit/loss for the year.

Leases

On initial recognition, leases for assets that transfer substantially all the risks and rewards incident to the ownership to the Company (finance leases) are measured in the balance sheet at the lower of fair value and the present value of the future lease payments. In calculating the net present value, the interest rate implicit in the lease or the incremental borrowing rate is used as the discount factor. Assets held under finance leases are subsequently accounted for in the same way as the Company's other assets.

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

Leases that do not transfer substantially all the risks and rewards incident to the ownership to the Company are classified as operating leases. Payments relating to operating leases and any other rent agreements are recognised in the income statement over the term of the lease. The Company's aggregate liabilities relating to operating leases and other rent agreements are disclosed under "Contingent liabilities".

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Public grants

Public grants to cover expenses are recognised in the income statement when it is deemed likely that all grant criteria have been met. Grants which must be repaid under certain circumstances are recognised only where they are not expected to be repaid.

Income statement

Revenue

Revenue from the sale of goods for resale is recognised in the income statement provided that delivery and transfer of risk to the buyer have taken place before year end and that the income can be reliably measured and is expected to be received.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Other operating income

Other operating income comprise items of a secondary nature relative to the Company's core activities, including gains on the sale of fixed assets.

Raw materials and consumables, etc.

Costs of raw materials, consumables and goods for resale comprise purchases for the year and the change in the inventory of raw materials, consumables and goods for resale.

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Amortisation/depreciation

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment.

The cost net of the expected residual value for completed development projects and acquired IP rights is amortised over the expected useful life. Acquired IP rights include patents, rights and licences.

Amortisation is recognised in the income statement.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

The basis of amortisation, which is calculated as cost less any residual value, is amortised on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

IT platform	3-5 years
Intellectual property rights and trademarks	3-20 years
Goodwill	20 years

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

Other fixtures and fittings, tools and equipment 3-10 years

The residual value is determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised. In case of changes in the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Profit from investments in subsidiaries

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet

Intangible assets

Goodwill is amortised over its estimated useful life determined on the basis of Management's experience of the specific business areas. Goodwill is amortised over a period of 20 years or less, as this amortisation period is considered the best way to reflect the utility of the resources in question.

Other intangible assets comprise the IT platform, ongoing development projects, intellectual property rights and trademarks.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Other intangible assets are measured at cost less accumulated amortisation and impairment losses.

Development projects regarding products and processes that are clearly defined and identifiable, where the technical utilisation degree, sufficient resources and a potential future market or development opportunities in the Company is evidenced, and where the Company intends to produce, market or use the project or the process in question, are recognised as intangible assets. Other development costs are recognised in the income statement when incurred.

Development costs comprise costs, including salaries and travelling expenses that are directly and indirectly attributable to the development projects.

Following the completion of the development work, development costs are amortised on a straight-line basis over the estimated useful life. The amortisation period is usually five years.

The IT platform is measured at cost less accumulated amortisation and impairment. Cost comprises the acquisition price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Intellectual property rights and trademarks are measured at cost less accumulated amortisation and impairment. Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Gains and losses on the sale of intangible assets are recognised in the income statement under "Other operating income" or "Other operating expenses", respectively. Gains and losses are calculated as the difference between the selling price less selling expenses and the carrying amount at the time of sale.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Gains or losses are calculated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses.

Investments in subsidiaries

Equity investments in subsidiaries and associates are measured according to the equity method.

On initial recognition, equity investments in subsidiaries are measured at cost, i.e. plus transaction costs. The cost is allocated in accordance with the acquisition method; see the accounting policies regarding business combinations.

The cost is adjusted by shares of profit/loss after tax calculated in accordance with the Group's accounting policies less or plus unrealised intra-group gains/losses.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies for the assets and liabilities to which they can be attributed. Negative goodwill is recognised in the income statement.

Dividend received is deduced from the carrying amount.

Equity investments in subsidiaries measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Inventories

Inventories are measured at cost in accordance with the weighted average price. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

The cost of raw materials and consumables comprises the cost of acquisition plus delivery costs.

Goods for resale are measured at cost, which comprises the cost of acquisition plus delivery costs as well as other expenses directly attributable to the acquisition.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Receivables with no objective indication of individual impairment are tested for objective indication of impairment on a portfolio basis.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Equity

Treasury shares

Purchases and sales of treasury shares are taken directly to equity under "Retained earnings".

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries relative to cost. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Reserve for development costs

The reserve for development costs comprises recognised development costs. The reserve cannot be used to distribute dividends or cover losses. The reserve will be reduced or dissolved if the recognised development costs are no longer part of the Company's operations by a transfer directly to the distributable reserves under equity.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Lease liabilities

Lease liabilities are measured at the net present value of the remaining lease payments including any guaranteed residual value based on the interest rate implicit in the lease.

Prepayments received from customers

Prepayments from customers comprise payments received concerning income invoiced in the following year.

Deferred income

Advance invoicing of revenue comprises revenue excluding VAT on goods invoiced, but not yet delivered.

Deposits re. customers, comprise deposits invoiced to the subscribers.

Cash flow statement

The cash flow statement shows the Company's net cash flows broken down according to operating, investing and financing activities, the year's changes in cash and cash equivalents as well as the cash and cash equivalents at the beginning and the end of the year.

Cash flows from operating activities are calculated as the profit/loss for the year adjusted for non cash operating items, changes in working capital and paid corporate income tax.

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of entities and activities and of intangible assets, property, plant and equipment and investments.

Cash flows from financing activities comprise changes in the size or composition of the Company's share capital and related expenses as well as raising of loans, repayment of interest bearing debt and payment of dividends to shareholders.

Cash and cash equivalents comprise cash, short term bank loans and short term securities which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Segment information

The allocation of revenue to activities and geographical markets is disclosed where these activities and markets differ significantly in the organisation of sales of goods and services.

Financial statements 1 January - 31 December

Notes to the financial statements

2 Segment information

The Company has not disclosed the breakdown of revenue by geographical and business segments, see section 96(1) of the Danish Financial Statements Act, as Management is of the opinion that its activities relate to one segment, as risks and returns on activities do not differ significantly.

DKK'000	2019	2018
3 Staff costs		
Wages/salaries	134,022	123,264
Pensions	11,326	10,266
Other social security costs	1,760	1,559
	<u>147,108</u>	<u>135,089</u>
	<u>2019</u>	<u>2018</u>
Average number of full-time employees	<u>296</u>	<u>269</u>
 Remuneration to members of Management:		
DKK'000	2019	2018
Executive Board	6,582	6,269
Board of Directors	500	500
	<u>7,082</u>	<u>6,769</u>
 4 Tax for the year		
Estimated tax charge for the year	3,926	4,127
Deferred tax adjustments in the year	-176	33
Tax adjustments, prior years	-2	0
	<u>3,748</u>	<u>4,160</u>

In addition, tax on equity totals DKK 79 thousand (2018: DKK -63 thousand).

Financial statements 1 January - 31 December

Notes to the financial statements

5 Intangible assets

DKK'000	IT platform	Intellectual property rights and trademarks	Goodwill	Total
Cost at 1 January 2019	25,303	12,725	3,818	41,846
Additions in the year	6,799	963	0	7,762
Disposals in the year	-431	0	0	-431
Cost at 31 December 2019	31,671	13,688	3,818	49,177
Impairment losses and amortisation at 1 January 2019	15,427	7,354	2,355	25,136
Amortisation/depreciation in the year	5,950	748	202	6,900
Reversal of depreciation and impairment of disposals	-242	0	0	-242
Impairment losses and amortisation at 31 December 2019	21,135	8,102	2,557	31,794
Carrying amount at 31 December 2019	10,536	5,586	1,261	17,383
Amortised over	3-5 years	3-20 years	20 years	

6 Property, plant and equipment

DKK'000	Other fixtures and fittings, tools and equipment	Property, plant and equipment in progress	Total
Cost at 1 January 2019	79,183	1,549	80,732
Additions in the year	3,614	0	3,614
Disposals in the year	-824	0	-824
Transfer from other accounts	1,549	-1,549	0
Cost at 31 December 2019	83,522	0	83,522
Impairment losses and depreciation at 1 January 2019	42,503	0	42,503
Depreciation in the year	9,822	0	9,822
Transferred	-811	0	-811
Impairment losses and depreciation at 31 December 2019	51,514	0	51,514
Carrying amount at 31 December 2019	32,008	0	32,008
Property, plant and equipment include finance leases with a carrying amount totalling	5,755	0	5,755
Depreciated over	3-10 years		

Financial statements 1 January - 31 December

Notes to the financial statements

7 Investments

DKK'000	Investments in group entities, net asset value
Cost at 1 January 2019	0
Additions in the year	240
Cost at 31 December 2019	240
Value adjustments at 1 January 2019	0
Value adjustments at 31 December 2019	0
Carrying amount at 31 December 2019	240

Name	Domicile	Interest
Subsidiaries		
Fælleshaverne A/S	Copenhagen	60.00%

8 Prepayments

Prepayments comprise prepaid expenses regarding rent, insurance premiums, subscriptions and returnable packaging and boxes.

DKK'000	2019	2018
9 Share capital		
Analysis of the share capital:		
7,091,400 shares of DKK 1.00 nominal value each	7,091	7,091
	7,091	7,091

The Company's share capital has remained DKK 7,091 thousand over the past 5 years.

10 Treasury shares

	Number	Nominal value DKK'000	Share of capital
Balance at 1 January 2019	87,740	88	1.24%
Balance at 31 December 2019	87,740	88	1.24%

In accordance with a resolution passed at the general meeting of shareholders, the Company can acquire treasury shares at a maximum nominal value of DKK 100 thousand. The treasury shares were acquired in preparation of a new co-worker incentive programme for the Company.

Financial statements 1 January - 31 December

Notes to the financial statements

DKK'000	2019	2018
11 Deferred tax		
Deferred tax at 1 January	3,284	3,314
Deferred tax adjustment in the year, profit and loss	-179	33
Deferred tax adjustment in the year, equity	79	-63
Deferred tax at 31 December	3,184	3,284
 Deferred tax relates to:		
Intangible assets	3,443	3,309
Property, plant and equipment	-1,312	-903
Inventories	762	652
Receivables	165	138
Liabilities	126	88
	3,184	3,284

12 Non-current liabilities other than provisions

DKK'000	Total debt at 31/12 2019	Repayment, next year	Long-term portion	Outstanding debt after 5 years
Lease liabilities	5,257	2,294	2,963	0
Other payables	5,228	0	5,228	5,228
	10,485	2,294	8,191	5,228

13 Contractual obligations and contingencies, etc.

Other contingent liabilities

The Company is jointly taxed with its parent, Barritskov Holding ApS, which acts as management company, and has limited and secondary liability together with other jointly taxed group entities for payment of income taxes as well as withholding taxes on interest, royalties and dividends.

Other financial obligations

Other rent and lease liabilities:

DKK'000	2019	2018
Rent and lease liabilities	40,892	47,108

The Company has entered into ten leases for office space, warehouse, terminals and warehousing with a rent commitment for 2020-2025 of DKK 35,965 thousand (2018: DKK 41,319 thousand).

Operating lease commitments total DKK 4,927 thousand (2018: DKK 5,789 thousand).

Financial statements 1 January - 31 December

Notes to the financial statements

14 Collateral

As security for the Company's debt to other credit institutions, the Company has placed assets or other items as security, worth a total of DKK 25,000 thousand. The total carrying amount of the assets having been put up as security is DKK 89,189 thousand. Breakdown of the security and the carrying amount:

Amounts owed to Sydbank are secured by a letter of indemnity, DKK 17,000 thousand (2018: DKK 17,000 thousand), secured trade receivables, stocks, operating equipment, goodwill and intellectual property rights.

The Company has issued letters of indemnity totaling DKK 8,000 thousand (2018: DKK 8,000 thousand) secured on fixtures and fittings, tools and equipment.

15 Currency risks

The Company uses forward exchange contracts to hedge currency risks relating to revenue in the coming year. Contractual value at 31 December 2019 totalled a positive DKK 73 thousand. The revaluation is recognised in equity.

16 Related parties

Aarstiderne A/S' related parties comprise the following:

Parties exercising control

<u>Related party</u>	<u>Domicile</u>	<u>Basis for control</u>
Thomas Harttung A/S	Hedensted	Majority shareholder

Information about consolidated financial statements

<u>Parent</u>	<u>Domicile</u>	<u>Requisitioning of the parent company's consolidated financial statements</u>
Barritskov Holding ApS	Hedensted	At the Danish Business Authority

Related party transactions

In the year under review, no related party transactions that were not carried through on normal market terms took place.

All transactions have been carried out on an arm's length basis.

Financial statements 1 January - 31 December

Notes to the financial statements

DKK'000	2019	2018
17 Appropriation of profit		
Recommended appropriation of profit		
Extraordinary dividend distributed in the year	13,132	8,755
Reserve for development costs	851	1,209
Retained earnings/accumulated loss	-749	4,763
	<u>13,234</u>	<u>14,727</u>
18 Adjustments		
Amortisation/depreciation and impairment losses	16,722	15,265
Gain/loss on the sale of non-current assets	99	118
Financial income	-635	-726
Financial expenses	752	940
Deferred tax	-100	-30
	<u>16,838</u>	<u>15,567</u>
19 Changes in working capital		
Change in inventories	-2,344	1,369
Change in receivables	-4,807	640
Change in trade and other payables	7,351	-8,525
	<u>200</u>	<u>-6,516</u>
20 Cash and cash equivalents at year-end		
Cash according to the balance sheet	38,194	29,246
	<u>38,194</u>	<u>29,246</u>

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Philip Peter Nicholas Thestrup

Executive Board

På vegne af: Aarstiderne A/S

Serienummer: PID:9208-2002-2-384870260266

IP: 193.106.xxx.xxx

2020-07-07 13:39:24Z

NEM ID 

Thomas Alexander North Harttung

Chairman

På vegne af: Aarstiderne A/S

Serienummer: PID:9208-2002-2-983248726512

IP: 217.74.xxx.xxx

2020-07-07 13:46:02Z

NEM ID 

Thomas Doering Slott

Executive Board

På vegne af: Aarstiderne A/S

Serienummer: PID:9208-2002-2-371704967067

IP: 5.186.xxx.xxx

2020-07-07 13:50:03Z

NEM ID 

Søren Ejlersen

Board of Directors

På vegne af: Aarstiderne A/S

Serienummer: PID:9208-2002-2-743773276756

IP: 2.128.xxx.xxx

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