

# **DUMEX NUTRITION LTD. A/S**

Rørmosevej 2A, DK-3450 Allerød

CVR-no. 13 45 73 95

**Annual Report for 2023**

The Annual Report has been  
presented and adopted at the  
Annual General Meeting of the  
Company on 14 June 2024

---

Chairman

## Contents

	<u>Page</u>
Management's Statement .....	1
Independent Auditor's Report.....	2
Company Information.....	4
Group Chart .....	5
Financial Highlights .....	6
Management Review .....	7
Accounting Policies.....	9
Financial Ratios .....	12
Income Statement 1 January – 31 December .....	13
Balance Sheet 31 December .....	14
Statement of Changes in Shareholders' Equity and Reserves .....	15
Notes to the Financial Statement .....	16

## **Management's Statement**

The Executive and Supervisory Boards have today considered and adopted the Annual Report of Dumex Nutrition Ltd. A/S for the financial year 1 January 2023 to 31 December 2023.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

## **Opinion of the Directors**

In our opinion, the Financial Statements give a true and fair view of the financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

In our opinion, Management's Review includes a true and fair account of the development in the operations and financial circumstances of the Company, of the results for the year and of the financial position of the Company as well as a description of the most significant risks and elements of uncertainty facing the Company.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Allerød, 14 June 2024

## **Executive Board**

Wei Ping Lim (Melvin Lim)

## **Supervisory Board**

Stéphanie Rose Cohen  
*Chairman*

Tyge Jesper Rothe

Wei Ping Lim (Melvin Lim)

## **Independent auditors' report**

### **To the shareholder of Dumex Nutrition Ltd. A/S**

#### **Opinion**

We have audited the financial statements of Dumex Nutrition Ltd. A/S for the financial year 1 January – 31 December 2023, which comprise accounting policies, income statement, balance sheet, statement of changes in equity, and notes. 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 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023 in 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 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' 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.

#### **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 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 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.

## **Independent auditors' report**

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.
- ▶ 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.

Copenhagen, 14 June 2024  
Mazars Statsautoriseret Revisionspartnerselskab  
CVR no. 31 06 17 41

Nicklas Rasmussen  
State Authorised  
Public Accountant  
MNE no. mne43474

## Company Information

### The Company

Dumex Nutrition Ltd. A/S  
Rørmosevej 2A  
DK-3450 Allerød

CVR no.: 13 45 73 95

Financial year: 1 January - 31 December

Municipality of  
reg. office:: Allerød

### Supervisory Board

Stéphanie Rose Cohen (Chairman)  
Tyge Jesper Rothe  
Wei Ping Lim (Melvin Lim)

### Executive Board

Wei Ping Lim (Melvin Lim)

### Auditors

Mazars  
Statsautoriseret Revisionspartnerselskab  
Midtermolen 1, 2.tv.  
2100København Ø

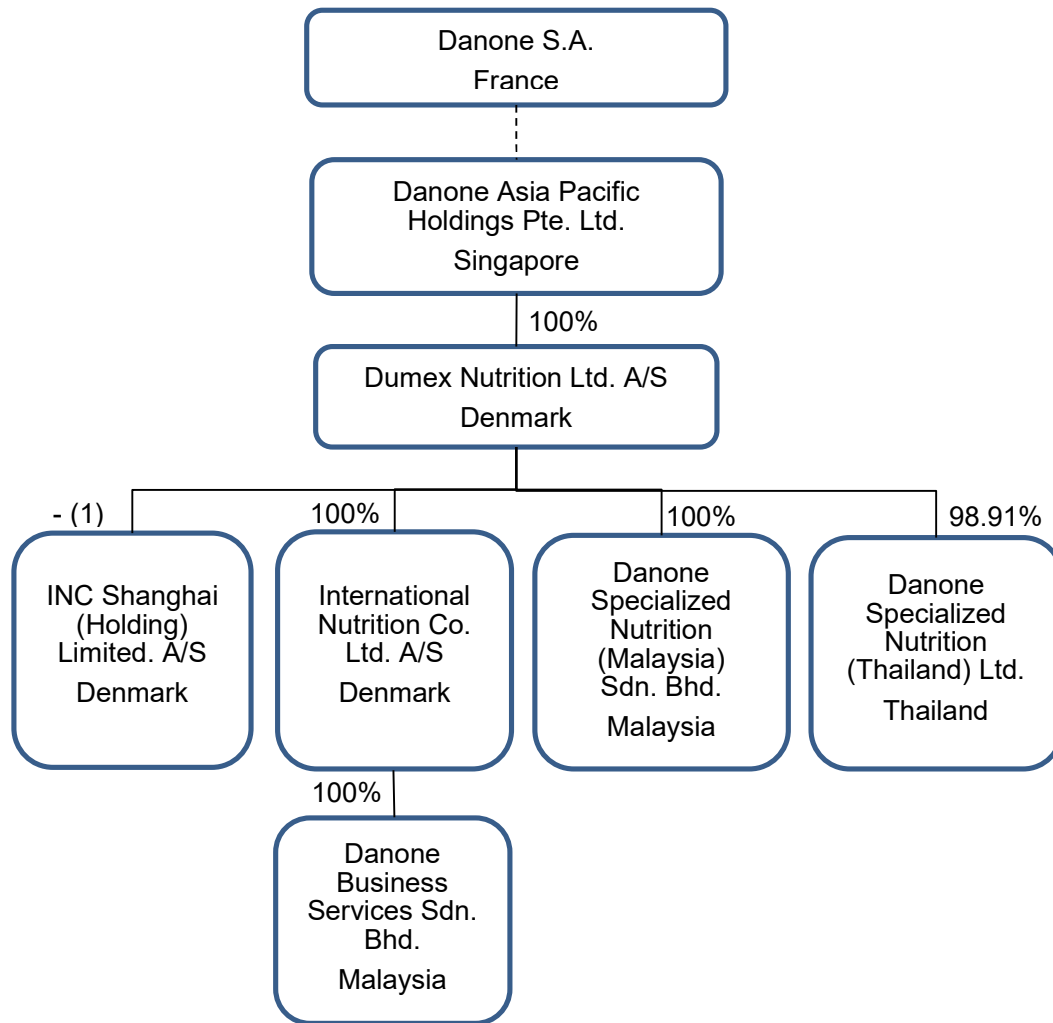
### Consolidated Financial Statements

The Company is included in the Group Annual Report of  
Danone S.A.

The Group Annual Report for Danone S.A. may be obtained at the following address:

Danone S.A.  
17, Boulevard Haussmann  
75009 Paris  
France

**Group Organisational Chart**



(1) Merged with Dumex Nutrition Ltd. A/S on 1 January 2023

## Financial Highlights

Seen over a five-year period, the development of the Company is described by the following financial ratios:

	<u>2023</u> USD	<u>2022</u> USD	<u>2021</u> USD	<u>2020</u> USD	<u>2019</u> USD
<b>Key figures</b>					
<b>Profit/(loss)</b>					
Profit/(loss) before financial income and expenses	(25,635)	(58,678)	(56,816)	(67,688)	(69,712)
Dividend from Subsidiaries	36,431,708	33,416,320	38,033,200	55,310,117	60,057,967
Net financials	707,676	170,406	(17,045)	485,804	1,042,529
<b>Net profit/(loss) for the year</b>	<b>34,414,973</b>	<b>30,105,148</b>	<b>35,079,445</b>	<b>54,114,029</b>	<b>57,882,671</b>
<b>Balance sheet</b>					
<i>Total Assets</i>	71,403,699	68,003,370	69,545,140	71,715,367	128,317,201
Equity	71,236,689	64,821,716	64,716,568	71,637,125	127,523,095
<b>Ratios</b>					
Return on assets	48.20%	44.27%	50.44%	75.46%	45.11%
Solvency ratio	99.77%	95.32%	93.06%	99.89%	99.38%
Return on equity	50.59%	46.48%	51.45%	54.34%	46.65%

Financial ratios are calculated in accordance with the recommendations of the Danish Finance Society. For terms and definitions, please see the accounting policies.



## **Business Review**

The principal activity of the Company is investment holding.

## **Financial Review**

The result for the year is positive and amounts to USD 34,414,973.

The result for 2023 was higher than expected due to higher dividends received from subsidiaries.

## **Subsequent events**

There are no subsequent events which require adjustment to the accounting estimates and disclosures included in the financial report.

## **Targets and expectations for the year ahead**

The result for 2024 is expected to be at the same level as in 2023.

## **Special Risks**

There are no special risks to the Company or the business model of the Company.

## **Corporate sustainability**

For the reporting on corporate sustainability, cf. the Danish Financial Statements Act §99a, reference is made to the ultimate parent company, Danone S.A. Danone S.A.'s Sustainability report can be found on the following link:

<https://www.danone.com/content/dam/corp/global/danonecom/investors/en-sustainability/reports-and-data/cross-topic/chapter5URD2023.pdf>

## **Policy on Data Ethics**

The Company's policy on data ethics is made to the ultimate parent company, Danone S.A. Danone S.A.'s policy on data ethics can be found on the following link:

<https://www.danone.com/content/dam/danone-corp/danone-com/about-us-impact/policies-and-commitments/en/2022/danone-ethics-line-privacy-statement.pdf>

## **Gender distribution in Management**

The Company's Board of Directors consists of 3 persons, 2 male directors and 1 female director. Other than the Board of Directors, the Company has no employee in 2023.

The Company's policy on gender distribution in Management is made to the ultimate parent company, Danone S.A. Danone S.A.'s gender distribution policy can be found on the following link:

<https://www.danone.com/content/dam/corp/global/danonecom/about-us-impact/policies-and-commitments/fr/2019/Inclusive Diversity Position Paper March-2019.pdf>

It is the Company's goal that the Board of Directors has 1 female member by the year 2024. In March 2023, our female director has been elected to the board, thus the goal has been accomplished.

The Company currently has an equal gender distribution at the top management level, and are less than 50 employees in total, thereby being exempted from having to disclose target figures and years for improving the gender balance.

5-year overview of underrepresented gender at the management level

	2023	2024	2025	2026	2027
<b>Supreme governing body</b>					
Total number of members	3				
Underrepresented gender in percent	33%				
Target figure in percent	-				
Year for meeting targets	-				
<b>Other management levels</b>					
Total number of members	0				
Underrepresented gender in percent	0%				
Target figure in percent	-				
Year for meeting targets	-				

# Accounting Policies

## Basis of Preparation

The Annual Report of Dumex Nutrition Ltd. A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

The accounting policies used in the preparation of the financial statements are unchanged from prior year.

The Annual Report for 2023 is presented in US dollars.

## Consolidated Financial Statements

Pursuant to section 112(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared. The Annual Report of Dumex Nutrition Ltd. A/S and its subsidiary are included in the Consolidated Financial Statements of the parent Danone S.A.

## Cash Flow Statement

Pursuant to section 86(4) of the Danish Financial Statements Act, no Cash flow statements have been prepared.

## Fees to the statutory auditors

Pursuant to section 96(3) of the Danish Financial Statements Act, no auditors fee has been disclosed. The information is included in the consolidated financial statement of the parent Danone S.A.

## General recognition and measurement criteria

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the assets will flow to the company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable there will be an outflow of future economic benefits from the company, and the value of the liability can be measured reliably.

Upon initial recognition, assets and liabilities are measured at historical cost. Subsequently, assets and liabilities are measured as described for each item below.

## Foreign currency translation

For the purpose of initial recognition, transactions in foreign currencies are translated at the exchange rates at the transaction date. Gains and losses arising between the exchange rates at the transaction date and the exchange rates at the settlement date are recognised in "Financial expenses and income, net" in the income statement.

Receivables, payables and other monetary items in foreign currencies not settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Differences between the exchange rates at the balance sheet date and the exchange rates at the time of the occurrence of the receivable or the payable are recognised in "Financial expenses and income" in the income statement.

# Accounting Policies

## INCOME STATEMENT

### Dividend from Subsidiaries

Dividends received from investments in subsidiaries are recognised in the income statement, in the year where the dividends have been approved.

### Administrative Expenses

Administrative expenses comprise expenses for administrative staff, office expenses, audit, etc.

### Financing Expenses and Income

Financial expenses and income comprise interest receipts and costs, exchange gains and losses on debt and transactions in foreign currencies.

### Corporation tax and deferred tax

For the income year 2023 the company is jointly taxed with Danish Danone Group enterprises.

The tax for the year consists of current tax and movements in deferred tax for the year. The tax relating to the profit for the year is recognised in the income statement, whereas the tax directly relating to items recognised in equity is recognised directly in equity.

The company has no deferred tax liabilities.

# Accounting Policies

## BALANCE SHEET

### Investments in Subsidiaries

Investments in subsidiaries are stated at cost less accumulated impairment losses in the Company's balance sheet. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts of the investments taken to the income statement.

### Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realizable value. Provisions for bad debts are made.

As interpretation regarding impairment of financial receivables, the company has applied IAS 39.

### Financial Liabilities

Other liabilities comprising trade payables, payables to subsidiaries and associated undertakings and other liabilities are measured at amortised cost.

### Shareholder's Equity

#### Dividends

Dividends are recognised as a liability at the time of adoption at the Annual General Meeting. Dividends proposed for the year are shown as a separate equity item.

#### Liabilities

##### Financial liabilities

Other liabilities comprising trade payables, payables to subsidiaries undertakings and other liabilities are measured at amortised cost.

# Accounting Policies

## Financial ratios

The financial ratios have been calculated as follows:

$$\text{Return on assets} = \frac{\text{Net profit for the year} \times 100}{\text{Total assets}}$$

$$\text{Solvency ratio} = \frac{\text{Equity at year end} \times 100}{\text{Total assets}}$$

$$\text{Return on equity} = \frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$$

## Income Statement 1 January - 31 December

	Note	<u>2023</u>	<u>2022</u>
		USD	USD
Administrative expenses	1	<u>(25,635)</u>	<u>(58,678)</u>
<b>Profit/(loss) before financial income and expenses</b>		<b>(25,635)</b>	<b>(58,678)</b>
Dividends from subsidiaries	2	36,431,708	33,416,320
Financial income	4a	707,676	560,800
Financial expenses	4b	<u>-</u>	<u>(390,394)</u>
<b>Result before tax</b>		<b>37,113,749</b>	<b>33,528,048</b>
Tax on profit/(loss) for the year	5	<u>(2,698,776)</u>	<u>(3,422,900)</u>
<b>Net result for the year</b>		<b><u>34,414,973</u></b>	<b><u>30,105,148</u></b>
 <b>Distribution of profit</b>			
 <b>Proposed distribution of profit</b>			
Retained earnings		(25,585,027)	2,105,148
Proposed dividend for the year		<u>60,000,000</u>	<u>28,000,000</u>
		<b><u>34,414,973</u></b>	<b><u>30,105,148</u></b>

## Balance Sheet at 31 December

### Assets

	Note	<u>2023</u>	<u>2022</u>
		USD	USD
<b>Non-Current Assets</b>			
Investments in subsidiaries	3	63,338,053	63,338,053
		<u>63,338,053</u>	<u>63,338,053</u>
<b>Current assets</b>			
Receivables from group entities		8,065,646	4,641,539
Corporate tax		-	23,778
		<u>8,065,646</u>	<u>4,665,317</u>
<b>Assets</b>		<b><u>71,403,699</u></b>	<b><u>68,003,370</u></b>

### Liabilities and equity

	Note	<u>2023</u>	<u>2022</u>
		USD	USD
Share capital	6	7,228,087	7,228,087
Retained earnings		4,008,602	29,593,629
Proposed dividend	7	60,000,000	28,000,000
<b>Equity</b>		<u>71,236,689</u>	<u>64,821,716</u>
Corporate tax		147,465	-
Payables to group enterprises		-	3,109,000
Other payables		19,545	72,654
<b>Current Liabilities</b>		<u>167,010</u>	<u>3,181,654</u>
<b>Liabilities and equity</b>		<b><u>71,403,699</u></b>	<b><u>68,003,370</u></b>

Staff	1
Contingent assets, liabilities, and other financial obligations	8
Related Parties and Ownership	9



## Statement of Changes in Equity

2023

	Note	Share capital	Retained earnings	Proposed dividend for the year	Total
		USD	USD	USD	USD
Equity at 1 January 2022		7,228,087	29,593,629	28,000,000	64,821,716
Net profit/(loss) for the year		-	34,414,973	-	34,414,973
Proposed dividend for the year	7		(60,000,000)	60,000,000	-
Dividend paid, during the year			-	(28,000,000)	(28,000,000)
Adjustment due to intra-group merger					-
<b>Equity at 31 December 2023</b>		<b>7,228,087</b>	<b>4,008,602</b>	<b>60,000,000</b>	<b>71,236,689</b>

### Share capital

	DKK
Ordinary shares of DKK 100 each	51,000,000
Total	51,000,000

## Notes to the Annual Report

### 1 Staff

No fees have been paid to the executive board and the supervisory board. There were no employees in the company in 2023 and 2022.

### 2 Transactions with related parties

	<b>2023</b>	<b>2022</b>
	USD	USD
<b>Dividend Income from:</b>		
- Danone Specialized Nutrition (Thailand) Co., Ltd.	25,487,354	5,688,800
- Danone Specialized Nutrition (Malaysia) Sdn. Bhd.	4,944,354	19,727,521
- International Nutrition Co. Ltd. A/S	6,000,000	8,000,000
	<u>36,431,708</u>	<u>33,416,320</u>
<b>Interest Income/(Expense):</b>		
Danone Finance International	705,569	221,550

### 3 Investments in subsidiaries

	<b>2023</b>	<b>2022</b>
	USD	USD
Cost at 1 January	63,338,053	63,338,053
Additions/disposal during the year	-	-
Cost at 31 December	<u>63,338,053</u>	<u>63,338,053</u>

Name and registered office	Voting rights and ownership	Currency	Profit/loss**	Equity**
			'000	'000
International Nutrition Co. Ltd. A/S, Denmark	100%	USD	7,411	10,418
Danone Specialized Nutrition (Thailand) Co., Danone Specialized Nutrition (Malaysia) Sdn. Bhd., Malaysia	99%	THB	1,307,309	2,996,462
Danone Business Services Sdn. Bhd., Malaysia	100%	MYR	18,197	99,127
	100%	MYR	4,839	11,313

\*\* Result and equity are stated in thousands local currency based on local GAAP in the respective countries and the latest available annual report.

### 3a Merger during the year

On 1 January 2023, INC Shanghai (Holding) Limited. A/S ("INS"), a wholly owned subsidiary of the Company was merged with the Company. The companies were merged with the intent to rationalise the current shareholding structure and to create operational efficiencies.

The merger was accounted for using the consolidation method and accordingly, all the assets, liabilities, and reserves of INS were recorded by the Company at book value. Comparative figures have been adjusted accordingly.

The identifiable assets and liabilities of INS at the date of merger were:	<b>2023</b>	<b>2022</b>
	USD	USD
Receivables from group entities	4,921,293	3,007,826
Corporate tax	-	1,279,581
Payables to group entities	-	(112,080)
Other payables	(18,563)	(30,057)
Corporate tax payable	<u>(83,094)</u>	<u>-</u>
	4,819,636	4,145,270
Less: Carrying value of investment	<u>(4,439,887)</u>	<u>(4,145,270)</u>
Adjustment in retained earnings	<u>379,749</u>	<u>-</u>

<b>4a Financial income</b>		
	<b>2023</b>	<b>2022</b>
	USD	USD
Interest income from group entities	705,569	221,710
Exchange rate gain	2,107	339,090
	<u>707,676</u>	<u>560,800</u>

<b>4b Financial expenses</b>		
	<b>2023</b>	<b>2022</b>
	USD	USD
Interest expense from Danone Finance International	-	-
Exchange rate loss	-	(390,394)
	<u>-</u>	<u>(390,394)</u>

<b>5 Tax on profit/(loss) for the year</b>		
	<b>2023</b>	<b>2022</b>
	USD	USD
Current tax for the year	(150,041)	(24,596)
Withholding Tax on Dividend	(2,548,735)	(1,972,752)
Reversal of prior year income tax provision	-	(1,425,552)
	<u>(2,698,776)</u>	<u>(3,422,900)</u>

## 6 Share Capital

The share capital comprises:

	<b>2023</b>	<b>2022</b>
	USD	USD
1 class A share of DKK 51,000,000 each	7,228,087	7,228,087

The share is denominated in DKK amounting to DKK 51,000,000.

The class A share carries 1 voting right. The share capital has remained unchanged for the past five years.

The Company owns no treasury shares at the balance sheet date. Nor did it purchase or sell any treasury shares in the financial year.

## 7 Proposed profit appropriation

	<b>2023</b>	<b>2022</b>
	USD	USD
Retained earnings	(25,585,027)	2,105,148
Proposed dividend for the year	60,000,000	28,000,000
	<u>34,414,973</u>	<u>30,105,148</u>

## 8 Contingent liabilities

The Company is jointly taxed with other Danish companies in the Danone Group. The Danish companies of the Group are jointly and severally liable to tax of the Group's jointly taxed income etc. Furthermore, the Danish companies of the Group are jointly and severally liable to the Danish withholding taxes in form of dividend tax, royalty tax and interest tax. Any future corrections to corporate taxes and withholding taxes can result in a larger amount of the Company's liability.

## 9 Related parties and ownership

Danone S.A.  
17, Boulevard Haussmann  
75009 Paris  
France

### **Basis**

Ultimate parent company. Owns through other companies 100% of share capital in Dumex Nutrition Ltd. A/S

Danone Asia Pacific Holdings Pte. Ltd. Owns 100% of share capital.  
Mapletree Anson #09-03  
6 Anson Road  
079914 Singapore

Danone Asia Pacific Holdings Pte. Ltd. is included in the consolidated Financial Statements of the ultimate parent company Danone S.A. in which Dumex Nutrition Ltd. A/S is also included as a subsidiary company.

Danone S.A. prepares and publishes consolidated financial statements which are available for public access.