

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

Rørmosevej 2A, DK-3450 Allerød

CVR-no. 13 45 73 95

**Annual Report for 2020**

The Annual Report has been  
presented and adopted at the  
Annual General Meeting of the  
Company on 14 July 2021

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Chairman

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## **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 2020 to 31 December 2020.

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 2020 of the Company and of the results of the Company operations for 2020.

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.

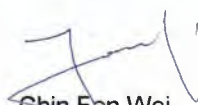
Allerød, 14 July 2021

## **Executive Board**



Stuart Boyce

## **Supervisory Board**



Chin Fen Wei  
Chairman



Jesper Rothe



Stuart Boyce

## **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 2020, 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 2020 and of the results of the Company's operations for the financial year 1 January – 31 December 2020 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' Code of Ethics for Professional Accountants (IESBA Code) and 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 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

### Independent auditors' report

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.
- ▶ 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.

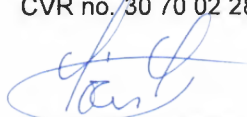
Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

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 July 2021  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28



Søren Skov Larsen  
State Authorised  
Public Accountant  
mne26797



Allan Nørgaard  
State Authorised  
Public Accountant  
mne35501

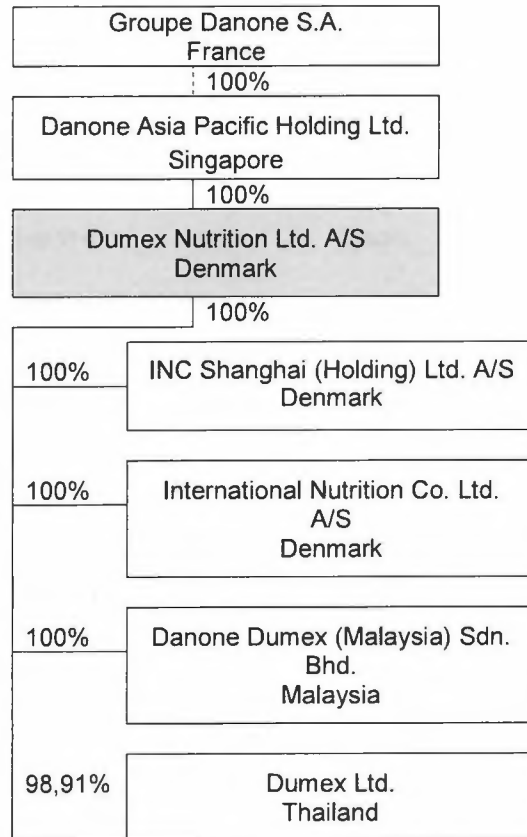
## Company Information

<b>The Company</b>	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
<b>Supervisory Board</b>	Chin Fen Wei (Chairman) Jesper Rothe Stuart Boyce
<b>Executive Board</b>	Stuart Boyce
<b>Auditors</b>	EY Godkendt Revisionspartnerselskab Dirch Passers Allé 36 2000 Frederiksberg
<b>Consolidated Financial Statements</b>	The Company is included in the Group Annual Report of Group Danone S.A.

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

Group Danone S.A.  
17, bd Haussmann  
Paris  
France

## Group Chart



## Financial Highlights

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

	<u>2020</u> USD	<u>2019</u> USD	<u>2018</u> USD	<u>2017</u> USD	<u>2016</u> USD
<b>Key figures</b>					
<b>Profit/(loss)</b>					
Profit/(loss) before financial income and expenses	(42,858)	(44,928)	(70,758)	(117,261)	(45,537)
Dividend from Subsidiaries	55,310,117	137,057,967	48,802,350	44,610,360	152,296,219
Net financials	786,823	(162,985)	(1,035,982)	249,122	16,493,305
<b>Net profit/(loss) for the year</b>	<b>52,895,232</b>	<b>116,034,643</b>	<b>46,680,583</b>	<b>41,389,054</b>	<b>167,796,930</b>
<b>Balance sheet</b>					
<i>Balance sheet total</i>	67,472,618	124,669,873	92,476,705	91,341,135	85,966,218
Equity	67,417,951	124,522,719	59,488,076	65,207,493	35,024,229
<b>Ratios</b>					
Return on net assets	81.91%	109.90%	52.70%	48.71%	168.82%
Solvency ratio	99.92%	99.88%	64.33%	71.39%	40.74%
Return on equity	55.12%	126.12%	74.87%	82.59%	465.68%

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



## **Management's Review**

### **Business Review**

The only activity of the company is acting as a holding company for the Dumex activities.

### **Financial Review**

The result for the year is positive and amounts to USD 52,895,232.

The result for 2020 is as expected.

### **Subsequent events**

There are no subsequent events (including the COVID-19 pandemic) which require adjustment to the accounting estimates and disclosures included in the financial report.

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

The result for 2021 is expected to be at the same level as in 2020.

### **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. Danone's Sustainability report can be found on the following link:

<https://www.danone.com/content/dam/danone-corp/danone-com/investors/en-sustainability/reports-and-data/cross-topic/URD2020chapter5.pdf>

### **Gender distribution in Management**

The Company's Board of Directors consists of 3 persons, of whom all are male (2019: 2 male and 1 female). Other than the Board of Directors, the Company has no employee in 2020.

It is the company's goal that the Board of Directors has 1 female member by the year 2024.

In January 2021, our female director has taken up another role within the Danone group and had relocated to Japan, which is why the target has not been achieved yet.

## **Accounting Policies**

### **Basis of Preparation**

The Annual Report of Dumex Nutrition Ltd. A/S for 2020 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

Effective from the financial year 2020, the Company has implemented amending act no. 1716 of 27 December 2018 to the Danish Financial Statements Act. The implementation of the amending act has not affected the Company's accounting policies on recognition and measurement of assets and liabilities but has solely entailed a requirement for further disclosures. The accounting policies used in the preparation of the financial statements are consistent with those of last year.

The Annual Report for 2020 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 Group Danone S.A.

### **Cash Flow Statement**

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

### **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

### Profit and Cost

All substantial profits and costs are accrued.

### Dividend from Subsidiaries

Dividends received from investment 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 2020 the company is jointly taxed with Danish Danone Group enterprises. A contribution of 22% of the profit before tax has been set aside for joint taxation.

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:

$$\text{Return on net assets} = \frac{\text{Profit before financials} \times 100}{\text{Total assets}}$$

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

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

## Income Statement 1 January - 31 December

	Note	<u>2020</u>	<u>2019</u>
		USD	USD
Administrative expenses	1	<u>(42,858)</u>	<u>(44,928)</u>
<b>Profit/(loss) before financial income and expenses</b>		<b>(42,858)</b>	<b>(44,928)</b>
Dividends from subsidiaries	2	55,310,117	137,057,967
Impairment loss from investments in subsidiaries	3	-	(18,141,000)
Financial income/(expense)	4	<u>786,823</u>	<u>(162,985)</u>
<b>Result before tax</b>		<b>56,054,082</b>	<b>118,709,054</b>
Tax on profit/(loss) for the year	5	<u>(3,158,850)</u>	<u>(2,674,411)</u>
<b>Net result for the year</b>		<b><u>52,895,232</u></b>	<b><u>116,034,643</u></b>

## Balance Sheet at 31 December

<b>Assets</b>	Note	<b>2020</b>	<b>2019</b>
		USD	USD
<b>Non-Current Assets</b>			
Investments in subsidiaries	3	<u>63,269,538</u>	<u>63,269,538</u>
		63,269,538	63,269,538
<b>Current assets</b>			
Receivables from group entities		2,553,957	59,361,692
Corporate tax		1,633,451	1,994,764
Other Receivables		<u>15,672</u>	<u>43,879</u>
		4,203,080	61,400,335
<b>Assets</b>		<b><u>67,472,618</u></b>	<b><u>124,669,873</u></b>
 <b>Liabilities and equity</b>			
	Note	<b>2020</b>	<b>2019</b>
		USD	USD
Share capital	6	7,228,087	7,228,087
Retained earnings		18,189,864	7,294,632
Proposed Dividend	7	<u>42,000,000</u>	<u>110,000,000</u>
<b>Equity</b>		67,417,951	124,522,719
Payables to group enterprises		8,243	147,154
Other payables		<u>46,423</u>	<u>-</u>
<b>Current Liabilities</b>		54,667	147,154
<b>Liabilities and equity</b>		<b><u>67,472,618</u></b>	<b><u>124,669,873</u></b>
Staff	1		
Contingent assets, liabilities, and other financial obligations	8		
Related Parties and Ownership	9		
Transactions with Related Parties	5		

**Statement of Changes in Equity**

**2020**

	Note	Share capital	Retained earnings	Proposed dividend for the year	Total
		USD	USD	USD	USD
Equity at 1 January 2020		7,228,087	7,294,632	110,000,000	124,522,719
Net profit/(loss) for the year	7	-	52,895,232	-	52,895,232
Proposed dividend for the year			(42,000,000)	42,000,000	-
Dividend paid, during the year			-	(110,000,000)	(110,000,000)
<b>Equity at 31 December 2020</b>		<u>7,228,087</u>	<u>18,189,864</u>	<u>42,000,000</u>	<u>67,417,951</u>

**Share capital**

	DKK
Ordinary shares of DKK 100 each	<u>51,000,000</u>
Total	<u>51,000,000</u>



## 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 2020 and 2019.

### 2 Transactions with related parties

	<u>2020</u>	<u>2019</u>
	USD	USD
<b>Dividend Income from:</b>		
- Danone Specialized Nutrition (Thailand) Co., Ltd.	16,358,198	23,856,450
- Danone Specialized Nutrition (Malaysia) Sdn. Bhd.	29,951,919	27,201,517
- International Nutrition Co Ltd A/S	9,000,000	9,000,000
- INC Shanghai (Holding) Limited A/S	-	77,000,000
	<u>65,310,117</u>	<u>137,057,967</u>
<b>Interest Income/(Expense):</b>		
Danone Finance International	158,503	(23,056)

### 3 Investments in subsidiaries

	<u>2020</u>	<u>2019</u>
	USD	USD
Cost at 1 January	63,269,538	81,410,538
Disposal for the year	-	-
Allowance for impairment loss	-	(18,141,000)
Cost at 31 December	<u>63,269,538</u>	<u>63,269,538</u>

Name and registered office	Voting rights and ownership	Currency	Profit/loss**	Equity**
			'000	'000
INC Shanghai Hldgs A/S, Denmark	100%	USD	1,219	4,151
International Nutrition Co A/S, Denmark	100%	USD	6,709	9,719
Danone Specialized Nutrition (Thailand) Co. Ltd, Thailand	99%	THB	1,252,994	1,409,433
Danone Specialized Nutrition (Malaysia) Sdn Bhd, Malaysia	100%	MYR	(8,994)	64,458

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

### 4 Financial income/(expenses)

	<u>2020</u>	<u>2019</u>
	USD	USD
Interest from Danone Finance International	158,503	(23,056)
Exchange rate gain/(loss)	628,320	(139,929)
	<u>786,823</u>	<u>(162,985)</u>

**5 Tax on profit/(loss) for the year**

	<u>2020</u>	<u>2019</u>
	USD	USD
Current tax for the year	(163,658)	45,741
Withholding Tax on Dividend	<u>(2,995,192)</u>	<u>(2,720,152)</u>
	<u>(3,158,850)</u>	<u>(2,674,411)</u>

**6 Share Capital**

The share capital comprises:

	<u>2020</u>	<u>2019</u>
	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**

	<u>2020</u>	<u>2019</u>
	USD	USD
Retained earnings	10,895,232	6,034,643
Dividend proposed for the year	42,000,000	110,000,000
Interim dividend for the year	-	-
	<u>52,895,232</u>	<u>116,034,643</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

Groupe Danone S.A.  
15, rue du Helder  
75 439 Paris Cedex 09  
France

### **Basis**

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

Danone Asia Pacific Holding Pte. Ltd.      Owns 100% of share capital.  
Guoco Towers  
1 Wallich Street  
078881 Singapore

Danone Asia Pacific Holding Pte Ltd is included in the consolidated Financial Statements  
The consolidated Financial Statements may be obtained on application to Groupe Danone S.A.

