

# **Bose ApS**

Roskildevej 22, 2620 Albertslund  
CVR no. 15 11 64 98

## **Annual report for the financial year 01.04.18 - 31.03.19**

Årsrapporten er godkendt på den  
ordinære generalforsamling, d. 22.08.19

Jacob Lindberg Andersen  
Dirigent



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**The company**

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Bose ApS  
Roskildevej 22  
2620 Albertslund  
Danmark  
Registered office: Albertslund  
CVR no.: 15 11 64 98  
Financial year: 01.04 - 31.03

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**Executive Board**

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Sheila Colette Burke  
Veronique Gerda Thoelen  
James Eugene Scammon

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**Board Of Directors**

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James Eugene Scammon  
Veronique Gerda Thoelen  
Sheila Colette Burke

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**Auditors**

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Beierholm  
Statsautoriseret Revisionspartnerselskab

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**Parent company**

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Bose Products B.V., Holland

## **Statement of the Board of Directors and Executive Board on the annual report**

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We have on this day presented the annual report for the financial year 01.04.18 - 31.03.19 for Bose ApS.

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

In our opinion, the financial statements give a true and fair view of assets, liabilities and financial position as at 31.03.19 and of the results of activities and cash flows for the financial year 01.04.18 - 31.03.19.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Copenhagen, July 10, 2019

### **Executive Board**

Sheila Colette Burke

Veronique Gerda Thoelen

James Eugene Scammon

### **Board Of Directors**

James Eugene Scammon  
Chairman

Veronique Gerda Thoelen

Sheila Colette Burke

**To the capital owner of Bose ApS****Opinion**

We have audited the financial statements of Bose ApS for the financial year 01.04.18 - 31.03.19, which comprise the income statement, balance sheet, statement of changes in equity, cash flow statement and notes, inclusive of accounting policies. The financial statements are prepared in accordance with Danish Financial Statements Act

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31.03.19 and of the results of the company's operations and cash flows for the financial year 01.04.18 - 31.03.19 in accordance with the Danish Financial Statements Act.

**Basis for opinion**

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

**Statement regarding the management's review**

Management is responsible for management's review.

Our opinion on the financial statements does not cover 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 management's review and, in doing so, consider whether 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 management's review provides the information required under the Danish Financial Statements Act.

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

**Management's responsibility for the financial statements**

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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 about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.
- 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 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.

Soeborg, Copenhagen, July 10, 2019

**Beierholm**

Statsautoriseret Revisionspartnerselskab  
CVR no. 32 89 54 68

Lasse Rosenborg Petersen  
State Authorized Public Accountant  
MNE-no. mne42896

Peter Nordahl  
State Authorized Public Accountant  
MNE-no. mne9208

**FINANCIAL HIGHLIGHTS****Key figures**

Figures in DKK '000	2018/19	2017/18	2016/17	2015/16	2014/15
<i>Profit/loss</i>					
Gross profit	44.948	47.005	48.408	50.950	41.381
Operating profit/loss	10.124	11.072	9.712	11.291	9.866
Total net financials	-1.120	2.332	1.103	-1.011	-343
Profit/loss for the year	6.528	10.518	8.115	7.731	6.979
<i>Balance</i>					
Total assets	149.879	113.375	112.793	90.198	79.950
Investments in property, plant and equipment	76	57	219	7.624	482
Equity	68.266	62.200	54.968	47.691	40.631



## Ratios

	2018/19	2017/18	2016/17	2015/16	2014/15
<i>Profitability</i>					
Return on equity	10%	18%	16%	18%	19%
Gross margin	10%	9%	0%	0%	0%
<i>Equity ratio</i>					
Equity interest	46%	55%	49%	53%	51%

Return on equity:	$\frac{\text{Profit/loss for the year} \times 100}{\text{Average equity}}$
Gross margin:	$\frac{\text{Gross result} \times 100}{\text{Revenue}}$
Equity interest:	$\frac{\text{Equity, end of year} \times 100}{\text{Total assets}}$

**Primary activities**

The company's main activities, like in previous years, comprise in sales and distribution of consumer electronic products, as well as products for professional applications.

During the year Bose has developed our distribution for our different product groups.

The main part of our distribution is done via our dedicated dealer network. In addition we are selling our personal audio products, multimedia products and Wave music systems directly to consumers.

For professional products, Bose sales department successfully works together with specialized resellers focusing on large projects.

**Development in activities and financial affairs**

The income statement for the period 01.04.18 - 31.03.19 shows a profit/loss of DKK 6,527,743 against DKK 10,517,634 for the period 01.04.17 - 31.03.18. The balance sheet shows equity of DKK 68,265,696.

The earnings expectations for the fiscal year with a positive development was fulfilled.

**Outlook**

For the coming year it is difficult to give an expectation, since our business is influenced by the development of the general economy. However if the economy stabilizes on the level of last fiscal year we do expect a positive development based on the fact that we will launch new innovative products, continue to have innovating marketing and continue to invest in the high quality authorized dealer network, combined with a highly dedicated and motivated team of employees.

**Branches abroad**

Bose ApS consists of Bose ApS, Denmark and three affiliates, Bose affiliate of Bose ApS Denmark, Sweden, Bose Affilial of Foreign Company, Norway and Bose Finland, affiliate of Bose ApS, Denmark.

## Income statement

Note		2018/19 DKK	2017/18 DKK
	<b>Gross profit</b>	<b>44.948.364</b>	<b>47.005.383</b>
1	Staff costs	-32.708.498	-33.859.650
	<b>Profit/loss before depreciation, amortisation, write-downs and impairment losses</b>	<b>12.239.866</b>	<b>13.145.733</b>
	Depreciation, amortisation, impairment losses and write-downs of property, plant and equipment	-2.116.191	-2.074.161
	<b>Profit/loss before net financials</b>	<b>10.123.675</b>	<b>11.071.572</b>
	Financial income	0	2.550.192
	Financial expenses	-1.119.814	-217.830
	<b>Profit/loss before tax</b>	<b>9.003.861</b>	<b>13.403.934</b>
	Tax on profit or loss for the year	-2.476.118	-2.886.300
	<b>Profit/loss for the year</b>	<b>6.527.743</b>	<b>10.517.634</b>

2 Distribution of net profit

<b>ASSETS</b>		31.03.19	31.03.18
		DKK	DKK
Note			
	Other fixtures and fittings, tools and equipment	1.226.858	3.276.299
3	<b>Total property, plant and equipment</b>	<b>1.226.858</b>	<b>3.276.299</b>
4	Deposits	20.249	359.063
	<b>Total investments</b>	<b>20.249</b>	<b>359.063</b>
	<b>Total non-current assets</b>	<b>1.247.107</b>	<b>3.635.362</b>
	Manufactured goods and goods for resale	5.390.062	6.191.986
	<b>Total inventories</b>	<b>5.390.062</b>	<b>6.191.986</b>
	Trade receivables	38.931.560	53.502.617
	Receivables from group enterprises	0	3.407.530
6	Deferred tax asset	1.703.636	985.951
	Other receivables	7.158	7.252
5	Prepayments	1.391.040	1.758.310
	<b>Total receivables</b>	<b>42.033.394</b>	<b>59.661.660</b>
	<b>Cash</b>	<b>101.208.864</b>	<b>43.886.043</b>
	<b>Total current assets</b>	<b>148.632.320</b>	<b>109.739.689</b>
	<b>Total assets</b>	<b>149.879.427</b>	<b>113.375.051</b>

<b>EQUITY AND LIABILITIES</b>		31.03.19	31.03.18
		DKK	DKK
Note			
	Share capital	3.000.000	3.000.000
	Retained earnings	65.265.696	59.199.807
	<b>Total equity</b>	<b>68.265.696</b>	<b>62.199.807</b>
	Trade payables	161.997	696.437
	Payables to group enterprises	36.595.849	0
	Income taxes	1.224.278	349.158
	Other payables	43.631.607	50.129.649
	<b>Total short-term payables</b>	<b>81.613.731</b>	<b>51.175.244</b>
	<b>Total payables</b>	<b>81.613.731</b>	<b>51.175.244</b>
	<b>Total equity and liabilities</b>	<b>149.879.427</b>	<b>113.375.051</b>

7 Contingent liabilities

8 Related parties

## Statement of changes in equity

Figures in DKK	Share capital	Retained earnings
Statement of changes in equity for 01.04.17 - 31.03.18		
Balance as at 01.04.17	3.000.000	51.968.433
Foreign currency translation adjustment of foreign enterprises	0	-3.286.260
Net profit/loss for the year	0	10.517.634
Balance as at 31.03.18	3.000.000	59.199.807
Statement of changes in equity for 01.04.18 - 31.03.19		
Balance as at 01.04.18	3.000.000	59.199.807
Foreign currency translation adjustment of foreign enterprises	0	-461.854
Net profit/loss for the year	0	6.527.743
Balance as at 31.03.19	3.000.000	65.265.696

## Cash flow statement

Note	2018/19 DKK	2017/18 DKK
<b>Net profit/loss for the year</b>	<b>6.527.743</b>	<b>10.517.634</b>
9 Adjustments	4.404.022	2.091.140
Change in working capital:		
Inventories	801.924	-830.812
Receivables	15.277.235	14.148.593
Trade and group payables	40.468.939	-14.986.518
Other payables relating to operating activities	-7.498.039	4.580.235
<b>Cash flows from operating activities before net financials</b>	<b>59.981.824</b>	<b>15.520.272</b>
Interest income and similar income received	0	0
Interest expenses and similar expenses paid	-264.195	-217.831
Income tax paid	-2.318.685	-1.969.619
<b>Cash flows from operating activities</b>	<b>57.398.944</b>	<b>13.332.822</b>
Purchase of property, plant and equipment	-76.123	-56.917
Purchase of investments	0	0
Disposal of investments	0	64.413
Disposal of deposits	0	0
<b>Cash flows from investing activities</b>	<b>-76.123</b>	<b>7.496</b>
<b>Total cash flows for the year</b>	<b>57.322.821</b>	<b>13.340.318</b>
Cash, beginning of year	43.886.043	30.545.725
<b>Cash, end of year</b>	<b>101.208.864</b>	<b>43.886.043</b>
Cash, end of year, comprises:		
Cash	101.208.864	43.886.043
<b>Total</b>	<b>101.208.864</b>	<b>43.886.043</b>

	2018/19 DKK	2017/18 DKK
<b>1. Staff costs</b>		
Wages and salaries	24.992.091	25.946.800
Pensions	2.588.462	2.617.184
Other social security costs	5.127.945	5.295.666
<b>Total</b>	<b>32.708.498</b>	<b>33.859.650</b>
Average number of employees during the year	59	62

**2. Distribution of net profit**

Retained earnings	6.527.743	10.517.634
<b>Total</b>	<b>6.527.743</b>	<b>10.517.634</b>



### 3. Property, plant and equipment

Figures in DKK	Other fixtures and fittings, tools and equipment
Cost as at 01.04.18	8.582.478
Foreign currency translation adjustment of foreign enterprises	-84.089
Additions during the year	76.123
Disposals during the year	-618.640
Cost as at 31.03.19	7.955.872
Depreciation and impairment losses as at 01.04.18	-5.306.179
Foreign currency translation adjustment of foreign enterprises	182.939
Depreciation during the year	-2.224.414
Reversal of depreciation of and impairment losses on disposed assets	618.640
Depreciation and impairment losses as at 31.03.19	-6.729.014
Carrying amount as at 31.03.19	1.226.858

### 4.

Figures in DKK	Deposits
Cost as at 01.04.18	359.063
Disposals during the year	-338.814
Cost as at 31.03.19	20.249

	31.03.19	31.03.18
	DKK	DKK

## 5. Prepayments

Other prepayments	1.391.040	1.758.310
Total	1.391.040	1.758.310

## 6. Deferred tax

Additions relating to mergers and acquisition of enterprises as at 01.04.18	985.951	569.825
Deferred tax recognised in the income statement	717.685	416.126
Additions relating to mergers and acquisition of enterprises as at 31.03.19	1.703.636	985.951

## 7. Contingent liabilities

### *Lease commitments*

The company has concluded lease agreements with terms to maturity of 3-60 months and total lease payments of DKK 20.309k.

## 8. Related parties

Controlling influence:	Basis of influence
Bose Products B.V., Holland	Parent company

Related party transactions are not disclosed, as all transactions are entered into in the ordinary course of business at arms' length.

	2018/19	2017/18
	DKK	DKK
<b>9. Adjustments for the cash flow statement</b>		
Depreciation, amortisation, impairment losses and write-downs	2.116.191	2.074.161
Financial income	0	-2.550.192
Financial expenses	1.119.814	217.830
Tax on profit or loss for the year	2.476.118	2.886.300
Exchange rate adjustments on change in NWC	-1.308.101	-536.959
<b>Total</b>	<b>4.404.022</b>	<b>2.091.140</b>

## 10. Accounting policies

### GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for medium-sized enterprises in reporting class C.

The accounting policies have been applied consistently with previous years.

### Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to , and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from , and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

### CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets, inventories and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

**10. Accounting policies** - continued -**LEASES**

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

**INCOME STATEMENT****Gross profit**

Gross profit comprises revenue and cost of sales and other external expenses.

**Revenue**

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

**Cost of sales**

Cost of sales comprises cost of sales for the year measured at cost plus any changes in inventories, including write-downs to the extent that these do not exceed normal write-downs.

**Other external expenses**

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

**Staff costs**

Staff costs comprise wages and salaries as well as other staff-related costs.

**10. Accounting policies** - continued -**Amortisation and impairment losses**

The amortisation of intangible assets aim at systematic amortisation over the expected useful lives of the assets. Assets are amortised according to the straight-line method based on the following expected useful lives and residual values:

	Useful life, year	Residual value, per cent
Other plant, fixtures and fittings, tools and equipment	3-5	0

The basis of amortisation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of amortisation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

**Other net financials**

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

**Tax on profit/loss for the year**

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

**BALANCE SHEET****Property, plant and equipment**

Property, plant and equipment comprise other fixtures and fittings, tools and equipment.

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

**10. Accounting policies** - continued -

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Amortisation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

**Impairment losses on fixed assets**

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in amortisation.

If realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

**Inventories**

Inventories are measured at cost calculated according to the FIFO principle. Inventories are written down to the lower of cost and net realisable value.

The cost of raw materials and consumables as well as goods for resale is determined as purchase prices plus expenses resulting directly from the purchase.

**10. Accounting policies** - continued -

The net realisable value of inventories is determined as the selling price less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and the expected development in the selling price.

**Receivables**

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Deposits recognised under assets comprise deposits paid to the lessor under leases entered into by .

**Prepayments**

Prepayments recognised under assets comprise costs incurred in respect of subsequent financial years.

**Cash**

Cash includes deposits in bank accounts as well as operating cash.

**Current and deferred tax**

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.



**10. Accounting policies** - continued -

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

**Payables**

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

**CASH FLOW STATEMENT**

The cash flow statement is prepared using the indirect method, showing cash flows from operating, investing and financing activities as well as cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities comprise the net profit or loss for the year, adjusted for non-cash operating items, income tax paid and changes in working capital.

Cash flows from investing activities comprise payments in connection with the acquisition and divestment of companies and financial assets as well as the purchase, development, improvement and sale of intangible assets and property, plant and equipment.

Cash flows from financing activities comprise changes in share capital and associated costs and financing from and dividends paid to shareholders as well as the arrangement and repayment of long-term payables.

Cash and cash equivalents at the beginning and end of the year comprise cash and short-term payables to credit institutions.