
Danimex-Food Holding A/S

Inge Lehmanns Gade 10, DK-8000 Aarhus C

Annual Report for 2022

CVR No. 15 15 03 78

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 16/5 2023

Peter Worre Bech
Chairman of the
general meeting



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Management's statement

The Executive Board and Board of Directors have today considered and adopted the Financial Statements of Danimex-Food Holding A/S for the financial year 1 January - 31 December 2022.

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 at 31 December 2022 of the Company and of the results of the Company operations for 2022.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Financial Statements be adopted at the Annual General Meeting.

Aarhus C, 16 May 2023

Executive Board

Sabrina Kahina Bech
Manager

Board of Directors

Peter Worre Bech
Chairman

Eric Gue Thierry Delarue

Pascale Denise Delarue

Søren Karim Bech

Independent Auditor's report

To the shareholders of Danimex-Food Holding A/S

Opinion

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

We have audited the Financial Statements of Danimex-Food Holding A/S for the financial year 1 January - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

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 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on 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, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

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.

Independent Auditor's report

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 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 these 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.
- 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.

Aalborg, 16 May 2023

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Rasmus Møllergaard Stenskrøg
State Authorised Public Accountant
mne34161

Steffen Damsgaard Sørensen
State Authorised Public Accountant
mne35804

Company information

The Company	Danimex-Food Holding A/S Inge Lehmanns Gade 10 DK-8000 Aarhus C CVR No: 15 15 03 78 Financial period: 1 January - 31 December Incorporated: 1 May 1991 Municipality of reg. office: Aarhus
Board of Directors	Peter Worre Bech, chairman Eric Gue Thierry Delarue Pascale Denise Delarue Søren Karim Bech
Executive board	Sabrina Kahina Bech
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Skelagervej 1A 9000 Aalborg
Bankers	Nordea Bank Danmark A/S

Management's review

Key activities

The company's main activity is investment in other enterprises with ingredients and raw materials as well as machinery for the food industry and the agricultural sector in selected export markets.

Development in the year

The income statement of the Company for 2022 shows a profit of DKK 4,587,164, and at 31 December 2022 the balance sheet of the Company shows positive equity of DKK 24,025,052.

The past year and follow-up on development expectations from last year

The year 2022 in general turned out to be better than expected. Despite difficulties with availability of products and new import restrictions in Algeria, Danimex-Food A/S managed to reach a higher turnover than expected and a satisfactory result. This positive development was due to an increased sale to Libya, and to improved margins on the sales. It is also to be noted that the sales are now exclusively to external customers and to our new distributor, in which company Danimex-Food A/S has only a minority share. The revised budget for 2022 presented for the General Assembly in May 2022 forecasted a group net result of 3 mio. DKK, so the actual result for 2022 is significantly better than budget.

Since the beginning of 2022 Danimex Algeria Eurl can no longer import ingredients for the food industry due to changes in local legislation. So the subsidiary's activity is wholly concentrated on potatoes. In spite of this the turnover was only slightly lower than in 2021 thanks to import of potato seeds and good sales of locally produced potatoes for the industry. However, the margins were not satisfactory and the positive result was secured through savings and sale of assets.

We consider the result to be satisfactory.

Special risks - operating risks and financial risks

Operating risks

We continuously strive to protect ourselves against operating risks, but all trading implies risks.

Foreign exchange risks

The group's main financial risk remains the exchange risk between USD and EUR/DKK, and between USD/EUR and DZD. Management uses currency swaps and forward deals in order to minimize currency risks in the Danish company, and this is fairly successful. The currency risk in Algeria is difficult to hedge because the local regulations do not allow forward currency trade.

Targets and expectations for the year ahead

The target for 2023 is to further increase sales to external customers and to improve rentability even more. We expect a group net profit of DKK 4,000,000.

Income statement 1 January - 31 December

	Note	2022	2021
		DKK	DKK
Other external expenses		-178,228	-179,181
Gross loss		-178,228	-179,181
Income from investments in subsidiaries		4,578,559	2,649,246
Financial income	1	200,000	200,000
Financial expenses		-11,121	-36,226
Profit/loss before tax		4,589,210	2,633,839
Tax on profit/loss for the year	2	-2,046	3,390
Net profit/loss for the year		4,587,164	2,637,229

Distribution of profit

	2022	2021
	DKK	DKK
Proposed distribution of profit		
Proposed dividend for the year	3,000,000	0
Reserve for net revaluation under the equity method	4,578,559	2,649,246
Retained earnings	-2,991,395	-12,017
	4,587,164	2,637,229

Balance sheet 31 December

Assets

	Note	2022 DKK	2021 DKK
Investments in subsidiaries	3	17,069,346	11,454,017
Fixed asset investments		17,069,346	11,454,017
Fixed assets		17,069,346	11,454,017
Receivables from group enterprises		6,835,758	7,342,082
Other receivables		1,445	0
Corporation tax receivable from group enterprises		0	3,390
Prepayments		85,185	85,185
Receivables		6,922,388	7,430,657
Cash at bank and in hand		40,150	19,499
Current assets		6,962,538	7,450,156
Assets		24,031,884	18,904,173

Balance sheet 31 December

Liabilities and equity

	Note	2022	2021
		DKK	DKK
Share capital		1,500,000	1,500,000
Reserve for net revaluation under the equity method		15,757,417	10,279,435
Retained earnings		3,767,635	6,620,238
Proposed dividend for the year		3,000,000	0
Equity		24,025,052	18,399,673
Subordinate loan capital		0	500,000
Corporation tax		2,332	0
Other payables		4,500	4,500
Short-term debt		6,832	504,500
Debt		6,832	504,500
Liabilities and equity		24,031,884	18,904,173

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Statement of changes in equity

	Share capital	Reserve for net revaluation under the equity method	Retained earnings	Proposed dividend for the year	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 1 January	1,500,000	10,279,435	6,620,238	0	18,399,673
Exchange adjustments relating to foreign entities	0	1,036,770	1,445	0	1,038,215
Other equity movements	0	-137,347	137,347	0	0
Net profit/loss for the year	0	4,578,559	-2,991,395	3,000,000	4,587,164
Equity at 31 December	1,500,000	15,757,417	3,767,635	3,000,000	24,025,052

Notes to the Financial Statements

	2022	2021
	DKK	DKK
1. Financial income		
Interest received from group enterprises	200,000	200,000
	<u>200,000</u>	<u>200,000</u>

	2022	2021
	DKK	DKK
2. Income tax expense		
Current tax for the year	2,332	-3,390
Adjustment of tax concerning previous years	-286	0
	<u>2,046</u>	<u>-3,390</u>

	2022	2021
	DKK	DKK
3. Investments in subsidiaries		
Cost at 1 January	4,000,000	4,000,000
Cost at 31 December	<u>4,000,000</u>	<u>4,000,000</u>
Value adjustments at 1 January	7,454,017	4,228,160
Exchange adjustment	1,036,770	576,611
Net profit/loss for the year	4,578,559	2,649,246
Value adjustments at 31 December	<u>13,069,346</u>	<u>7,454,017</u>
Carrying amount at 31 December	<u>17,069,346</u>	<u>11,454,017</u>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Ownership
Danimex-Food A/S	Aarhus	DKK 1,000,000	100%
Danimex Algeria EURL	Algeriet	DZD 250,000,000	100%

Notes to the Financial Statements

4. Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with mortgage credit institutes:

The Company has provided a surety guarantee for the Danish subsidiary's bank debt amounting to DKK 4,285,864 at 31 December 2022.

The Company has provided its shares in the Danish subsidiary as collateral for the subsidiary's bank debt amounting to DKK 4,285,864 at 31 December 2022

The Company has provided a guarantee maximised to EUR 1,800,000 for the Algerian subsidiary's bank debt.

Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of SKB Equity ApS, which is the management company of the joint taxation. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

5. Related parties and disclosure of consolidated financial statements

Consolidated Financial Statements

The Company is included in the Group Annual Report of the Parent Company of the largest and smallest group:

Name	Place of registered office
SKB Equity ApS	Aarhus

Notes to the Financial Statements

6. Accounting policies

The Annual Report of Danimex-Food Holding A/S for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2022 are presented in DKK.

Consolidated financial statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements for 2022 of SKB Equity ApS, the Company has not prepared consolidated financial statements.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

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

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

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

Notes to the Financial Statements

Income statement

Other external expenses

Other external expenses comprise expenses for administration.

Income from investments in subsidiaries

The item “Income from investments in subsidiaries” in the income statement includes the proportionate share of the profit for the year.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with Danish Group Companies. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance sheet

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item “Investments in subsidiaries” in the balance sheet includes the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to “Reserve for net revaluation under the equity method” under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate Dividend item.

Notes to the Financial Statements

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.