

## **OTG-Cani Denmark A/S**

Tinvej 1  
8940 Randers SV  
Business Registration No  
16703079

## **Annual report 2018**

The Annual General Meeting adopted the annual report on 04.06.2019

### **Chairman of the General Meeting**

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Name: Niels Christen Hjorth Stenild

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## Entity details

### Entity

OTG-Cani Denmark A/S

Tinvej 1

8940 Randers SV

Central Business Registration No (CVR): 16703079

Registered in: Randers

Financial year: 01.01.2018 - 31.12.2018

### Board of Directors

Niels Christen Hjorth Stenild

Harlan Mc Brier Kent

Gareth L Moore

Kevin Michael Jayson

### Executive Board

Harlan Mc Brier Kent

### Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

City Tower, Værkmestergade 2

8000 Aarhus C

## Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of OTG-Cani Denmark A/S for the financial year 01.01.2018 - 31.12.2018.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Randers, 04.06.2019

### Executive Board

Harlan Mc Brier Kent

### Board of Directors

Niels Christen Hjorth Stenild

Harlan Mc Brier Kent

Gareth L Moore

Kevin Michael Jayson

# Independent auditor's extended review report

## To the shareholders of OTG-Cani Denmark A/S

### Conclusion

We have performed an extended review of the financial statements of OTG-Cani Denmark A/S for the financial year 01.01.2018 - 31.12.2018, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018 in accordance with the Danish Financial Statements Act.

### Basis for conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements". We are independent of the Entity 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

### 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 Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

### Auditor's responsibilities for the extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

## Independent auditor's extended review report

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

### Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the extended review or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

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

Aarhus, 04.06.2019

## Deloitte

Statsautoriseret Revisionspartnerselskab  
Central Business Registration No (CVR) 33963556

Søren Lassen  
State Authorised Public Accountant  
Identification No (MNE) mne18520

## Management commentary

### Primary activities

The Company's activity is sale of angling equipment with the majority of sales in the domestic market.

### Development in activities and finances

Profit for 2018 amounted to DKK 1,118k, which is in line with expectations.

### Events after the balance sheet date

No events have occurred after the balance sheet date to this date which would influence the evaluation of this annual report.

## Income statement for 2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
<b>Gross profit</b>		<b>5.512.990</b>	<b>5.719.855</b>
Staff costs	1	(3.669.902)	(3.981.676)
Depreciation, amortisation and impairment losses	2	<u>(191.064)</u>	<u>(183.852)</u>
<b>Operating profit/loss</b>		<b>1.652.024</b>	<b>1.554.327</b>
Other financial income		14	28.276
Other financial expenses	3	<u>(227.767)</u>	<u>(97.181)</u>
<b>Profit/loss before tax</b>		<b>1.424.271</b>	<b>1.485.422</b>
Tax on profit/loss for the year	4	<u>(306.050)</u>	<u>(340.927)</u>
<b>Profit/loss for the year</b>		<b><u>1.118.221</u></b>	<b><u>1.144.495</u></b>
<b>Proposed distribution of profit/loss</b>			
Ordinary dividend for the financial year		0	3.000.000
Retained earnings		<u>1.118.221</u>	<u>(1.855.505)</u>
		<b><u>1.118.221</u></b>	<b><u>1.144.495</u></b>



## Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Land and buildings		1.414.264	1.132.940
Other fixtures and fittings, tools and equipment		285.305	404.893
<b>Property, plant and equipment</b>	5	<b><u>1.699.569</u></b>	<b><u>1.537.833</u></b>
<b>Fixed assets</b>		<b><u>1.699.569</u></b>	<b><u>1.537.833</u></b>
Manufactured goods and goods for resale		821.447	1.203.083
<b>Inventories</b>		<b><u>821.447</u></b>	<b><u>1.203.083</u></b>
Trade receivables		6.891.495	5.858.344
Receivables from group enterprises		189.125	712.792
Joint taxation contribution receivable		0	50.684
Prepayments		117.993	27.390
<b>Receivables</b>		<b><u>7.198.613</u></b>	<b><u>6.649.210</u></b>
<b>Cash</b>		<b><u>3.989.200</u></b>	<b><u>3.252.137</u></b>
<b>Current assets</b>		<b><u>12.009.260</u></b>	<b><u>11.104.430</u></b>
<b>Assets</b>		<b><u>13.708.829</u></b>	<b><u>12.642.263</u></b>

## Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Contributed capital		2.500.000	2.500.000
Retained earnings		4.992.308	3.874.087
Proposed dividend		<u>0</u>	<u>3.000.000</u>
<b>Equity</b>		<b><u>7.492.308</u></b>	<b><u>9.374.087</u></b>
Deferred tax		<u>188.000</u>	<u>207.000</u>
<b>Provisions</b>		<b><u>188.000</u></b>	<b><u>207.000</u></b>
Trade payables		125.306	66.260
Payables to group enterprises		3.513.798	0
Income tax payable		143.377	0
Other payables	6	<u>2.246.040</u>	<u>2.994.916</u>
<b>Current liabilities other than provisions</b>		<b><u>6.028.521</u></b>	<b><u>3.061.176</u></b>
<b>Liabilities other than provisions</b>		<b><u>6.028.521</u></b>	<b><u>3.061.176</u></b>
<b>Equity and liabilities</b>		<b><u>13.708.829</u></b>	<b><u>12.642.263</u></b>
Unrecognised rental and lease commitments	7		
Group relations	8		

## Statement of changes in equity for 2018

	<b>Contributed capital DKK</b>	<b>Retained earnings DKK</b>	<b>Proposed dividend DKK</b>	<b>Total DKK</b>
Equity beginning of year	2.500.000	3.874.087	3.000.000	9.374.087
Ordinary dividend paid	0	0	(3.000.000)	(3.000.000)
Profit/loss for the year	0	1.118.221	0	1.118.221
<b>Equity end of year</b>	<b>2.500.000</b>	<b>4.992.308</b>	<b>0</b>	<b>7.492.308</b>

## Notes

	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>1. Staff costs</b>		
Wages and salaries	3.374.454	3.695.564
Other social security costs	13.271	0
Other staff costs	282.177	286.112
	<b>3.669.902</b>	<b>3.981.676</b>
Average number of employees	<b>7</b>	<b>8</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>2. Depreciation, amortisation and impairment losses</b>		
Depreciation of property, plant and equipment	176.064	183.852
Profit/loss from sale of intangible assets and property, plant and equipment	15.000	0
	<b>191.064</b>	<b>183.852</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>3. Other financial expenses</b>		
Financial expenses from group enterprises	98.240	0
Other interest expenses	80.280	82.813
Exchange rate adjustments	48.438	0
Other financial expenses	809	14.368
	<b>227.767</b>	<b>97.181</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>4. Tax on profit/loss for the year</b>		
Current tax	325.050	350.927
Change in deferred tax	(19.000)	(10.000)
	<b>306.050</b>	<b>340.927</b>

## Notes

	<b>Land and buildings DKK</b>	<b>Other fixtures and fittings, tools and equipment DKK</b>
<b>5. Property, plant and equipment</b>		
Cost beginning of year	2.416.659	950.333
Additions	352.800	0
Disposals	0	(60.000)
<b>Cost end of year</b>	<b><u>2.769.459</u></b>	<b><u>890.333</u></b>
Depreciation and impairment losses beginning of year	(1.283.719)	(545.440)
Depreciation for the year	(71.476)	(104.588)
Reversal regarding disposals	0	45.000
<b>Depreciation and impairment losses end of year</b>	<b><u>(1.355.195)</u></b>	<b><u>(605.028)</u></b>
<b>Carrying amount end of year</b>	<b><u>1.414.264</u></b>	<b><u>285.305</u></b>
	<b><u>2018</u></b>	<b><u>2017</u></b>
	<b>DKK</b>	<b>DKK</b>
<b>6. Other payables</b>		
VAT and duties	872.684	1.052.779
Wages and salaries, personal income taxes, social security costs, etc payable	104.204	180.902
Holiday pay obligation	687.162	635.894
Other costs payable	581.990	1.125.341
	<b><u>2.246.040</u></b>	<b><u>2.994.916</u></b>
	<b><u>2018</u></b>	<b><u>2017</u></b>
	<b>DKK</b>	<b>DKK</b>
<b>7. Unrecognised rental and lease commitments</b>		
Liabilities under rental or lease agreements until maturity in total	<b><u>196.153</u></b>	<b><u>347.327</u></b>
<b>8. Group relations</b>		
Name and registered office of the Parent preparing consolidated financial statements for the smallest group:		
SP PF Cayman Holdings I LP, 7 Science Court, Columbia SC 23203		

## Accounting policies

### Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied for these financial statements are consistent with those applied last year.

### Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

### Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the one in effect at the payment date, or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

### Income statement

#### Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods, cost of raw materials and consumables and external expenses.

#### Revenue

Revenue from the sale of goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

## Accounting policies

### Cost of sales

Cost of sales comprises costs of sales for the financial year measured at cost, adjusted for ordinary inventory write-downs.

### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes write-downs of receivables recognised in current assets.

### Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

### Depreciation, amortisation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual asset and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

### Other financial income

Other financial income comprises interest income, on receivables from group enterprises, payables and transactions in foreign currencies as well as tax relief under the Danish Tax Prepayment Scheme etc.

### Other financial expenses

Other financial expenses comprise interest expenses.

### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

### Balance sheet

#### Property, plant and equipment

Land and buildings, plant and machinery as well as other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

## Accounting policies

Buildings	50 years
Other fixtures and fittings, tools and equipment	2-5 years

Property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

### Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost of goods for resale consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

### Receivables

Receivables are measured at amortised cost, usually equalling nominal value less write-downs for bad and doubtful debts.

### Joint taxation contributions receivable or payable

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

### Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

### Cash

Cash comprises cash in hand and bank deposits.

### Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. The proposed dividend for the financial year is disclosed as a separate item in equity.

### Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.



## Accounting policies

### Operating leases

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

### Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

### Income tax receivable or payable

Current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid tax.