



Viborg Direct A/S

Krøyer Kielbergs Vej 3, 1.

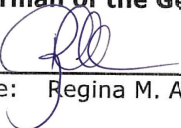
8660 Skanderborg

Central Business Registration No: 17430033

Annual report 2018

The Annual General Meeting adopted the annual report on 31.05.2019

Chairman of the General Meeting


Name: Regina M. Andersen

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Entity details

Entity

Viborg Direct A/S
Krøyer Kielbergs Vej 3, 1.
8660 Skanderborg

Central Business Registration No (CVR): 17430033
Registered in: Skanderborg
Financial year: 01.01.2018 - 31.12.2018

Phone: +4587282828
Fax: +4587282829
Website: www.euromaster.dk
E-mail: info@dk.euromaster.dk

Board of Directors

Thierry Gilles Yves Alfred Louis Robert Miremont, Chairman
Philippe Berther
Henrik Heiberg Fusager

Executive Board

Henrik Heiberg Fusager, Chief Executive Officer

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
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 Viborg Direct 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 consider the preconditions for not auditing the financial statements for the financial year 01.01.2018 - 31.12.2018 as complied with.

We also recommend to the Annual General Meeting that the financial statements for the next financial year not be audited.

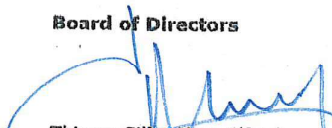
We recommend the annual report for adoption at the Annual General Meeting.

Skanderborg, 31.05.2019

Executive Board


Henrik Heiberg Fusager
Chief Executive Officer

Board of Directors


Thierry Gilles Yves Alfred
Louis Robert Miremont
Chairman


Philippe Berther


Henrik Heiberg Fusager

Independent auditor's report

To the shareholders of Viborg Direct A/S

Opinion

We have audited the financial statements of Viborg Direct 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.

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 and cash flows for the financial year 01.01.2018 - 31.12.2018 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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.

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, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 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 audit 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 audit 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 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 of the management commentary.

Aarhus, 31.05.2019

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No: 33963556



Rasmus Brodd Johnsen
State Authorised Public Accountant
MNE-nr. 33217

Management commentary

Primary activities

The Company has no main activity.

Development in activities and finances

The operating loss for the year is in the line with the expectation and is thus satisfactory.

Outlook

The Company expects an unchanged level of activities in the year 2019, and thus a loss at the same level.

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 2018

| | Notes | 2018 DKK'000 | 2017 DKK'000 |
|---|--------------|-------------------------|-------------------------|
| Gross profit/loss | | (47) | (14) |
| Other financial income | 1 | 3 | 3 |
| Profit/loss before tax | | (44) | (11) |
| Tax on profit/loss for the year | 2 | 0 | 1 |
| Profit/loss for the year | | (44) | (10) |
| Proposed distribution of profit/loss | | | |
| Retained earnings | | (44) | (10) |
| | | (44) | (10) |

Balance Sheet at 31.12.2018

| | Notes | 2018 DKK'000 | 2017 DKK'000 |
|------------------------------------|--------------|-------------------------|-------------------------|
| Receivables from group enterprises | | 398 | 424 |
| Receivables | | 398 | 424 |
| Current assets | | 398 | 424 |
| Assets | | 398 | 424 |

Balance Sheet at 31.12.2018

| | Notes | 2018 DKK'000 | 2017 DKK'000 |
|--|--------------|-------------------------|-------------------------|
| Contributed capital | 3 | 600 | 600 |
| Retained earnings | | (227) | (183) |
| Equity | | 373 | 417 |
| Other payables | | 25 | 7 |
| Current liabilities other than provisions | | 25 | 7 |
| Liabilities other than provisions | | 25 | 7 |
| Equity and liabilities | | 398 | 424 |
| Contingent liabilities | 4 | | |
| Mortgages and securities | 5 | | |
| Group relations | 6 | | |

Statement of changes in equity for 2018

| | Contributed capital | Retained earnings | Total |
|--------------------------|--------------------------------|------------------------------|--------------|
| Equity beginning of year | 600 | (183) | 417 |
| Profit/loss for the year | 0 | (44) | (44) |
| Equity | 600 | (227) | 373 |

Notes

| | 2018 DKK'000 | 2017 DKK'000 |
|---|-------------------------------|-------------------------------|
| 1. Other financial income | | |
| Financial income arising from group enterprises | 3 | 3 |
| | 3 | 3 |

| | 2018 DKK'000 | 2017 DKK'000 |
|---|-------------------------------|-------------------------------|
| 2. Tax on profit/loss for the year | | |
| Tax on current year taxable income | 0 | (1) |
| | 0 | (1) |

| | Number | Par value DKK'000 | Nominal value DKK'000 |
|-------------------------------|---------------|------------------------------------|--|
| 3. Contributed capital | | | |
| Contributed capital | 600 | 1,000 | 600 |
| Equity | 600 | 1,000 | 600 |

4. Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

5. Mortgages and securities

None

6. Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group:

Compagnie Générale des Etablissements Michelin, France.

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

Euromaster Danmark A/S, Skanderborg.

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.

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.

Income statement

Gross profit or loss

Gross profit or loss comprises external expenses.

Other external expenses

Other external expenses comprise expenses for administration, bad debts, etc.

Other financial income

Other financial income comprises interest income on receivables from group enterprises.

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.

The Entity is joint taxed with Euromaster Danmark A/S and other Danish entities within the Michelin Group. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet

Receivables

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

Other financial liabilities

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