

VELUX Commercial Domex A/S

Neptunvej 6, 9293 Kongerslev

CVR-no.: 17 61 07 08

Annual Report 2021

Financial year:

1 January 2021 - 31 December 2021

Date of approval of Annual Report:

8 July 2022

Chairman of the Annual General meeting:

Lisbeth Ferdinand Gravesen

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Management's statement

The Board of Directors and the Executive Management have today discussed and approved the annual report of VELUX Commercial Domex A/S for the financial year 2021.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, equity, liabilities and financial position 31 December 2021 and of the results of the Company's operations for the financial year 1 January to 31 December 2021.

Further, in our opinion the Management's review includes a fair review of the development in the Company's operations and financial matters, of the net profit for the year and of the Company's financial position.

We recommend that the annual report be adopted at the annual general meeting.

Kongerslev, 8 July 2022

Executive Management:

Lars Kragstig Højgaard
CEO

Board of Directors:

Anna Marie Fink Spring
Chair of the Board

Henrik Dall Lauridsen

Michael Wieting

Independent auditors' report

To the Shareholders of VELUX Commercial Domex A/S

Opinion

We have audited the financial statements of VELUX Commercial Domex A/S for the financial year 1 January – 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including 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 financial position of the Company at 31 December 2021, and of the results of the Company's operations for the financial year 1 January – 31 December 2021 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' 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.

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 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 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 the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional scepticism throughout the audit.

Independent auditors' report

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 conclusion is 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 Management's review

Management is responsible for the 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 Statement Act. We did not identify any material misstatement of Management's review.

Aalborg, 8 July 2022

EY Godkendt Revisionspartnerselskab

CVR-no.: 30 70 02 28

Søren V. Nejmman

State Authorized Public accountant

mne32775

Management review

Company information

Company name: VELUX Commercial Domex A/S
Mailing address: Neptunvej 6, 9293 Kongerslev
Company reg. no. (CVR): 17610708
Registered office: Aalborg
Established: 1. January 1994
Financial year: 1 January - 31 December
Financial statements no.: 28

Executive Management:

Lars Kragssig Højgaard (CEO)

Board of Directors:

Anna Marie Fink Spring (Chair of the Board)
Henrik Dall Lauridsen
Michael Wieting

Auditor:

EY Godkendt Revisionspartnerselskab
Vestre Havnepromenade 1A, 9000 Aalborg

Annual general meeting:

The annual general meeting will be held on 8 July 2022 at the Company's address.

Management's review

Financial highlights

Key figures (DKKm)	2021	2020	2019	2018	2017
Earnings before financial items and tax (EBIT)	(1)	(4)	31	3	7
Net financials	0	0	0	0	0
Result for the year	(2)	(4)	24	2	5
Investment in tangible fixed assets (net)	0	1	0	1	2
Total assets	49	50	68	45	40
Equity	34	36	54	30	26

Financial ratios (%)	2021	2020	2019	2018	2017
Equity ratio	69	71	80	66	64

Average number of employees	62	65	64	62	58
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Financial ratios have been prepared in accordance with the Danish Finance Society' recommendations. Reference is made to the accounting policies.

Report

The Company's main activities

VELUX Commercial Domex A/S is a 100% owned subsidiary of JET Group BV. The main activity is to produce, market and sell smoke and heat exhaust ventilations systems and skylight products.

Financial and operational performance

Result for the year amounts to DKK -1,847 thousand, compared to DKK -3,586 thousand in 2020. Equity per 31 December 2021 amounts to DKK 33,833 thousand. The actions initiated after the year 2020 results in an improved result compared to 2020 which also was expected in management outlook for 2021. Result for the year is affected by negative adjustments of tax regarding previous years which amounts to DKK 1,018 thousand.

The sales volume was increased by 2% and also the margin recovered due to better projects and the use of the complete VELUX Commercial portfolio.

Risk factors

The company is willing to take risks in a responsible and calculated manner and hence a careful and risk-based assessment process is applied for strategic and tactical decisions. Compliance with laws and regulations and our corporate social responsibility are important preconditions.

VELUX Commercial Domex A/S is exposed to credit risks and price risks arising from purchase and sale transactions.

Due to the fact, that most of the customers are based in Denmark and most of the suppliers are from Denmark or European countries where EUR is the currency, a currency risk is limited.

The Company does not have any significant risks regarding individual customers or collaborators beyond what is usual for the industry as well as common customer/supplier relationship.

Knowledge resources

The Company regularly reviews the need to attract, develop and retain employees with an appropriate level of competence.

Environmental conditions

The Company is continuously working to reduce a possible environmental impact of its operations, just like the skylight products are constantly developed to improve the energetic characteristics, further increase longevity and minimize maintenance costs.

In 2021, the Company has also focused on employee security and related safety issues.

Outlook for 2022

Management forecasts a result for 2022 in the level of 0-3 mio.DKK. The company will benefit from a high orderbook, an increasing margin and from the support of the VELUX Group. A potential risk is still the ongoing COVID-19 pandemic and the crises between Russia and the Ukraine.

Financial statements 2021

Income statement 1 January - 31 December

DKK '000	Note	2021	2020
Gross profit		34,013	30,376
Employee costs	2	33,942	33,610
Depreciation and amortisation		<u>987</u>	<u>971</u>
Result before financial items and tax		-916	-4,205
Financial income		1	0
Financial expenses		<u>146</u>	<u>222</u>
Result before tax		-1,061	-4,427
Tax for the year	3	<u>786</u>	<u>-841</u>
Result for the year	4	<u>-1,847</u>	<u>-3,586</u>
Distribution of loss			
DKK '000			
Transferred to equity reserves		<u>-1,847</u>	<u>-3,586</u>
Total distribution of loss		<u>-1,847</u>	<u>-3,586</u>

Financial statements 2021

Balance sheet 31 December

DKK '000	Note	2021	2020
ASSETS			
Fixed assets			
Intangible fixed assets			
Acquired patents, licences, trademarks, etc.		<u>686</u>	<u>623</u>
Total intangible fixed assets	5	<u>686</u>	<u>623</u>
Tangible fixed assets			
Plant and machinery		1,150	1,312
Other fixtures and fittings, tools and equipment		<u>779</u>	<u>1,034</u>
Total tangible fixed assets	6	<u>1,929</u>	<u>2,346</u>
Financial assets			
Deposits		<u>258</u>	<u>258</u>
Total financial assets	7	<u>258</u>	<u>258</u>
Total fixed assets		<u>2,873</u>	<u>3,227</u>
Current assets			
Inventories			
Raw materials and consumables		14,606	12,419
Work in progress		1,521	2,311
Manufactured goods and goods for resale		<u>5,499</u>	<u>418</u>
Total inventories		<u>21,626</u>	<u>15,148</u>
Receivables			
Trade receivables		11,669	5,967
Receivables from affiliated companies		151	3,610
Corporation tax receivables		260	1,983
Other current receivables		558	745
Prepayments	8	<u>180</u>	<u>119</u>
Total receivables		<u>12,818</u>	<u>12,424</u>
Cash and cash equivalents		<u>11,976</u>	<u>19,212</u>
Total current assets		<u>46,420</u>	<u>46,784</u>
TOTAL ASSETS		<u>49,293</u>	<u>50,011</u>

Financial statements 2021

Balance sheet 31 December

DKK '000	Note	2021	2020
EQUITY AND LIABILITIES			
Equity			
Share capital	9	600	600
Retained earnings		<u>33,233</u>	<u>35,080</u>
Total equity		<u>33,833</u>	<u>35,680</u>
Provisions			
Deferred tax liabilities	10	<u>165</u>	<u>137</u>
Total provisions		<u>165</u>	<u>137</u>
Liabilities other than provisions			
Non-current liabilities			
Other long-term debt			<u>3,234</u>
Total non-current liabilities		<u>0</u>	<u>3,234</u>
Current liabilities			
Prepayments received from customers		951	
Trade payables		9,800	4,970
Payables to affiliated companies		398	259
Other current debt		<u>4,146</u>	<u>5,731</u>
Total current liabilities		<u>15,295</u>	<u>10,960</u>
Total liabilities		<u>15,460</u>	<u>14,331</u>
TOTAL EQUITY AND LIABILITES		<u>49,293</u>	<u>50,011</u>
Accounting policies	1		
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Related parties	12		

Financial statements 2021

Statement of changes in equity

DKK '000	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2021	600	35,080	35,680
Net loss for the year		<u>-1,847</u>	<u>-1,847</u>
Equity at 31 December 2021	<u>600</u>	<u>33,233</u>	<u>33,833</u>

Financial statements 2021

Notes

1. Accounting policies

The annual report of VELUX Commercial Domex A/S for 2021 is presented in accordance with the provisions of the Danish Financial Statements Act for class C (medium) companies.

The Company is included in the consolidated financial statements for VKR Holding A/S, Hørsholm, CVR no. 30 83 04 15.

Pursuant to section 86 (4) of the Danish Financial Statements Act, the Company presents no cash flow statement. The Company's cash flows are included in the cash flow statement in the consolidated financial statements of VKR Holding A/S.

The accounting policies applied in the preparation of the financial statements remain unchanged in comparison with last year.

Foreign currency translation

Transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Exchange rate differences are recognised in the income statement as financial income and financial expenses.

Monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the time at which the receivable or payable arose or was recognised in the latest annual report is recognised in the income statement as financial income and financial expenses.

Income statement

Gross profit

The items revenue, cost of sales, other operating income and external expenses have been aggregated into one item in the income statement called gross profit in accordance with section 32 of the Danish Financial Statements Act.

Net revenue

Net revenue from the sale of goods for resale and finished goods as well as the sale of services is recognised in the income statement provided that delivery and transfer of risk to the buyer have taken place before year end.

Other operating income and costs

Other operating income and costs include items secondary to the activities of the Company, including gains and losses on disposal of intangible and tangible fixed assets.

Other external costs

Other external costs comprise distribution costs and costs relating to sales, advertising, administration, office premises, bad debt losses, operating leases, etc.

Employee costs

Employee costs comprise wages and salaries, pensions and social security costs etc. for the Company's employees.

Financial income and financial expenses

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

Tax for the year

Tax for the year comprises current tax and deferred tax for the year. The tax expense related to the profit/loss for the year is recognised in the income statement, and the tax expense relating to changes in equity transactions is recognised directly in equity.

Changes in deferred tax as a consequence of changes in tax rates are recognised in the income statement.

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The Company is taxed jointly with Danish group companies and included in the on-account tax scheme. In case of profit, the Company settles the total Danish tax on the taxable income of the Company to the higher-ranking parent company VKR Holding A/S. In case of loss, the Company receives a reimbursement from the higher-ranking parent company VKR Holding A/S regarding the tax value of the Company's loss used in the joint taxation.

The higher-ranking parent company, VKR Holding A/S, is the management company of the joint taxation and consequently settles the total Danish tax from the jointly taxed companies' taxable income.

Balance sheet

Intangible fixed assets

Gains and losses from sale of intangible fixed assets are recognised in the income statement as Other operating income or Other operating expenses.

Acquired patents, licences, trademarks etc.

Acquired patents, licences and trademarks etc. – including software – are measured at cost less accumulated amortisation and impairment losses. Acquired patents are amortised on a straight-line basis over the remaining patent period. Licences, trademarks and software are amortised over the agreement period. For licences and trademarks, the period is usually up to 5 years while software is amortised over 3-5 years. Additional impairment is made when deemed necessary.

Tangible fixed assets

Tangible fixed assets are measured at cost minus accumulated depreciation and impairment losses. Tangible fixed assets are written down to the net realisable value, if this is lower than the carrying amount. Land is not depreciated.

Depreciation is provided on a straight-line basis over the expected useful lives of the assets. The expected useful lives are as follows:

Plant and machinery	5-10 years
Other fixtures and fittings, tools and equipment	3-5 years

Depreciation is calculated taking into account any residual value after useful life and impairment losses. The depreciation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, depreciation is discontinued.

Gains and losses from sale of tangible fixed assets are recognised in the income statement as other operating income or other operating expenses.

Financial assets

Deposits are measured at cost. Financial assets are written down to the net realisable value, if this is lower than the carrying amount.

Current assets

Inventories

Inventories are recognised at cost in accordance with the FIFO method. If the net realisable value is lower than cost, inventories are written down to this lower value. The cost price for goods for resale and raw materials and consumables comprises the purchase price plus delivery costs. The cost price for manufactured goods and work in progress comprises direct and indirect production overheads.

Receivables

Receivables are measured at amortised cost. Write-down is made for bad debt losses.

Prepayments

Prepayments relate to goods and services not yet received and expenses incurred for goods and services, which will not to be used until the subsequent financial year.

Financial statements 2021

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Equity

Dividend

The expected dividend payment for the year is disclosed as a separate item under equity.

Liabilities

Deferred tax

Deferred tax is measured by the balance sheet liability method of all temporary differences between the accounting and taxable value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation. That will be either by elimination in tax on future earnings or against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of tax rules and at rates in the respective countries at the balance sheet date when the deferred tax is expected to become current tax. Changes in deferred tax due to changes in tax rates are recognised in the income statement except for items recognised directly in equity.

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing, net of transaction costs incurred. In subsequent periods, financial liabilities are measured at amortised cost. Premiums/discounts are accrued over the term of the liability. Other liabilities other than provisions are measured at net realisable value.

Financial highlights

The financial highlights have been calculated in accordance with the Danish Finance Society's recommendations and Financial ratios 2015.

Earnings before financial items and tax (EBIT) correspond to Profit before financial items and tax as shown in the income statement.

The financial ratio mentioned is calculated as follows:

$$\text{Equity ratio (Solidity):} \quad \frac{\text{Equity} \times 100}{\text{Total assets}}$$

Financial statements 2021

Notes

2. Employee costs

DKK '000	2021	2020
Wages and salaries	30,828	30,616
Pensions	2,254	2,251
Other social security costs	<u>860</u>	<u>743</u>
Total employee costs	<u>33,942</u>	<u>33,610</u>
Average number of employees (full time)	<u>62</u>	<u>65</u>

Pursuant to section 98b, subsection 3, item 2 of the Danish Financial Statements Act, information regarding salaries to management is omitted.

3. Tax for the year

DKK '000	2021	2020
Current tax for the year	-260	-847
Deferred tax adjustments for the year	28	6
Prior years adjustments	<u>1,018</u>	<u>0</u>
Total tax for the year	<u>786</u>	<u>-841</u>

4. Distribution of loss

DKK '000	2021	2020
Transferred to equity reserves	<u>-1,847</u>	<u>-3,586</u>
Total distribution of loss	<u>-1,847</u>	<u>-3,586</u>

Financial statements 2021

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5. Intangible fixed assets

DKK '000	Acquired patents, licences, trademarks, etc.
Cost at 1 January 2021	2,215
Additions during the year	<u>385</u>
Cost at 31 December 2021	<u>2,600</u>
Amortisation and impairment losses at 1 January 2021	1,592
Amortisation for the year	<u>322</u>
Amortisation and impairment losses at 31 December 2021	<u>1,914</u>
Carrying amount at 31 December 2021	<u><u>686</u></u>

6. Tangible fixed assets

DKK '000	Plant and machinery	Other fixtures and fittings, tools and equipment	Total
Cost at 1 January 2021	4,514	2,344	6,858
Additions during the year	<u>232</u>	<u>16</u>	<u>248</u>
Cost at 31 December 2021	<u>4,746</u>	<u>2,360</u>	<u>7,106</u>
Depreciation and impairment losses at 1 January 2021	3,202	1,310	4,512
Depreciation for the year	<u>394</u>	<u>271</u>	<u>665</u>
Depreciation and impairment losses at 31 December 2021	<u>3,596</u>	<u>1,581</u>	<u>5,177</u>
Carrying amount at 31 December 2021	<u><u>1,150</u></u>	<u><u>779</u></u>	<u><u>1,929</u></u>

Financial statements 2021

Notes

7. Financial assets

DKK '000	<u>Deposits</u>
Cost at 1 January 2021	<u>258</u>
Cost at 31 December 2021	<u>258</u>
Value adjustments at 1 January 2021	<u>0</u>
Value adjustments at 31 December 2021	<u>0</u>
Carrying amount at 31 December 2021	<u>258</u>

8. Prepayments

DKK '000	2021	2020
Prepaid insurance costs	12	19
Other prepaid costs	<u>168</u>	<u>100</u>
Prepayments at 31 December	<u>180</u>	<u>119</u>

9. Share capital

31 December 2021, the share capital comprises 600 shares of DKK 1,000 each. The share capital has not been changed during the past five years. All shares rank equally.

10. Deferred tax liabilities

DKK '000	2021	2020
Deferred tax liabilities at 1 January	137	131
Deferred tax adjustments for the year recognised in the income statement	<u>28</u>	<u>6</u>
Deferred tax liabilities at 31 December	<u>165</u>	<u>137</u>

11. Contingent liabilities

DKK '000	2021	2020
Guarantees	1,709	1,423
Rental obligations	2,051	2,842
Lease obligations (operating leases)	2,540	3,097

The Company is jointly taxed with other Danish companies in the VKR Group. The Company has unlimited joint and several liabilities with the other jointly Danish taxed companies for company taxes, interest thereon etc. and for Danish tax withheld at source for dividend, interest and royalties within the joint taxation group.

Financial statements 2021

Notes

12. Related parties

VKR Holding A/S, VELUX A/S and JET Group BV exercise a controlling interest in the Company. The higher-ranking parent company, VKR Holding A/S, Breettevej 18, 2870 Hørsholm, prepares the consolidated financial statements for the VKR group in which VELUX Commercial Domex A/S is included as a subsidiary.

Transactions with related parties

DKK '000	2021	2020
Sale of goods	6,132	7,633
Purchase of goods	4,829	5,177
Sale of services	1,351	370
Purchase of other costs	316	239
Receivables from group entities	151	3,610
Payables to group entities	398	259

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“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Anna Marie Fink Spring

Chair of the Board

På vegne af: VELUX Commercial Domex A/S
Serienummer: PID:9208-2002-2-236394344179
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Michael Wieting

Board of Directors

På vegne af: VELUX Commercial Domex A/S
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M. Wieting

Lisbeth Ferdinand Gravesen

Chairman of the Annual General meeting

På vegne af: VELUX Commercial Domex A/S
Serienummer: PID:9208-2002-2-481197940832
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Henrik Dall Lauridsen

Board of Directors

På vegne af: VELUX Commercial Domex A/S
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Lars Kragtig Højgaard

CEO

På vegne af: VELUX Commercial Domex A/S
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Søren V. Nejmann

Statsautoriseret revisor

På vegne af: EY Godkendt Revisionspartnerselskab
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