# IFCO Systems Skandinavien A/S

Gravene 14 A 6100 Haderslev CVR No. 18426730

Annual report 01.07.2022 - 30.06.2023

The Annual General Meeting adopted the annual report on 20.12.2023

Simon Falbe-Hansen

Chairman of the General Meeting

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# **Entity details**

# **Entity**

IFCO Systems Skandinavien A/S Gravene 14 A 6100 Haderslev

Business Registration No.: 18426730

Registered office: Haderslev

Financial year: 01.07.2022 - 30.06.2023

# **Board of Directors**

Christoph Andreas Trixl, Chairman Michael Bruce Pooley Runar Andersen

# **Executive Board**

Runar Andersen, CEO

# **Auditors**

EY Godkendt Revisionspartnerselskab Skibbroen 16 6200 Aabenraa

CVR No.: 30700228

# **Statement by Management**

The Board of Directors and the Executive Board have today considered and approved the annual report of IFCO Systems Skandinavien A/S for the financial year 01.07.2022 - 30.06.2023.

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 30.06.2023 and of the results of its operations and cash flows for the financial year 01.07.2022 - 30.06.2023.

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.

Haderslev, 20.12.2023

**Executive Board** 

**Runar Andersen** 

CEO

**Board of Directors** 

**Christoph Andreas Trixl** 

Chairman

**Michael Bruce Pooley** 

**Runar Andersen** 

# Independent auditor's report

## To the shareholders of IFCO Systems Skandinavien A/S

## **Opinion**

We have audited the financial statements of IFCO Systems Skandinavien A/S for the financial year 01.07.2022 - 30.06.2023, which comprise the income statement, balance sheet, statement of changes in equity, Cash flow statement 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 30.06.2023 and of the results of its operations and cash flows for the financial year 01.07.2022 - 30.06.2023 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 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.

#### 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.

Aabenraa, 20.12.2023

# EY Godkendt Revisionspartnerselskab

CVR No. 30700228

#### **Lars Mortensen**

State Authorised Public Accountant Identification No (MNE) mne32743

#### **Lasse Poulsen**

State Authorised Public Accountant Identification No (MNE) mne45891

# **Management commentary**

# **Financial highlights**

	2022/23	2021/22	2020/21	2019/20
	DKK'000	DKK'000	DKK'000	DKK'000
Key figures				_
Gross profit/loss	16,669	11,579	11,596	(1,823)
Operating profit/loss	13,347	7,737	7,707	(4,508)
Net financials	(4,080)	(68)	(1,198)	(289)
Profit/loss for the year	7,544	7,052	6,368	(4,981)
Total assets	66,868	62,534	94,728	70,205
Investments in property,	1,674	0	0	0
plant and equipment				
Equity	11,306	5,915	(969)	(7,496)
Cash flows from (used in) financing activities	2,455	(8,037)	(1,918)	23,957
Average number of employees	4	5	5	4
Ratios				
Equity ratio (%)	16.91	9.46	(1.02)	(10.68)

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

# Equity ratio (%):

**Equity \* 100** 

Total assets

#### **Primary activities**

The Entities activities comprise lease of reusable containers, primarily to the food industry. The Entity has activities in Denmark and through a branch in Norway.

## **Development in activities and finances**

The income statement for 2022/23 shows a profit of DKK 7,543,977 against a profit of DKK 7,051,682 last year, and the balance sheet at 30 June 2023 shows a equity of DKK 11,306,199.

# Profit/loss for the year in relation to expected developments

The profit is better than expected, driven by the rental mix, affecting our profit positively.

## Unusual circumstances affecting recognition and measurement

Our revenues was effected by the loss of COOP in last FY, but also due to the fact that ALDI is closing all activities in the Danish market. The impact has though been lower than expected to a sustainable growth from other customers. No other unusual circumstances was affecting our business in 2022/2023.

#### **Outlook**

Our key market in Scandinavia, Norway, is still driven by high inflation and a tougher economic situation for households. We therefore believe that the grocery market will be flat in 2023/2024 not only in Norway, but also in Denmark. On the positive side we have strong developments together with our key partner in the Norwegian market which we believe will continue going forward.

IFCO will also change pool, from the current rental pool to a newer generation of pool (Lift Lock), during CY2024 in the Scandinavian markets. We believe the change of pool will give us further possibilities to win more customers in the marketplace in the Scandinavian markets. The company expects a profit before tax in 2023/2024 between 4,5-5,0 mio. DKK

# **Foreign branches**

IFCO Systems Norge, Martin Linges vei 25, 1364 Fornebu, Norway.

#### **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 2022/23**

		2022/23	2021/22
	Notes	DKK	DKK
Gross profit/loss		16,668,676	11,578,858
Staff costs	1	(3,285,509)	(3,832,681)
Depreciation, amortisation and impairment losses	2	(36,609)	(8,690)
Operating profit/loss		13,346,558	7,737,487
Other financial income	3	1,370,585	3,283,140
Other financial expenses	4	(5,450,698)	(3,351,030)
Profit/loss before tax		9,266,445	7,669,597
Tax on profit/loss for the year	5	(1,722,468)	(617,915)
Profit/loss for the year	6	7,543,977	7,051,682

# Balance sheet at 30.06.2023

# **Assets**

		2022/23	2021/22
	Notes	DKK	DKK
Other fixtures and fittings, tools and equipment		1,647,578	7,238
Property, plant and equipment	7	1,647,578	7,238
Fixed assets		1,647,578	7,238
Trade receivables		34,893,940	33,223,956
Other receivables		141,570	61,625
Prepayments	8	85,883	0
Receivables		35,121,393	33,285,581
Cash		30,099,162	29,240,932
Current assets		65,220,555	62,526,513
Assets		66,868,133	62,533,751

# **Equity and liabilities**

		2022/23	2021/22
	Notes	DKK	DKK
Contributed capital		1,000,000	1,000,000
Translation reserve		(2,161,800)	(9,405)
Retained earnings		12,467,999	4,924,022
Equity		11,306,199	5,914,617
Deferred tax	9	9,000	0
Provisions		9,000	0
Payables to group enterprises		15,065,298	12,609,958
Non-current liabilities other than provisions	10	15,065,298	12,609,958
Trade payables		27,058,120	28,889,949
Payables to group enterprises		9,127,395	11,018,805
Tax payable		2,309,110	587,000
Other payables		1,993,011	3,513,422
Current liabilities other than provisions		40,487,636	44,009,176
Liabilities other than provisions		55,552,934	56,619,134
Equity and liabilities		66,868,133	62,533,751
	42		
Contingent liabilities	12		
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# Statement of changes in equity for 2022/23

	Contributed	Translation	Retained	
	capital	reserve	earnings	Total
	DKK	DKK	DKK	DKK
Equity beginning of year	1,000,000	(9,405)	4,924,022	5,914,617
Exchange rate adjustments	0	(2,152,395)	0	(2,152,395)
Profit/loss for the year	0	0	7,543,977	7,543,977
Equity end of year	1,000,000	(2,161,800)	12,467,999	11,306,199

# Cash flow statement for 2022/23

		2022/23	2021/22
	Notes	DKK	DKK
Operating profit/loss		13,346,558	7,737,487
Amortisation, depreciation and impairment losses		36,609	8,690
Working capital changes	11	(7,079,462)	4,882,794
Cash flow from ordinary operating activities		6,303,705	12,628,971
Financialinasus vasivad		4 270 505	2 202 4 40
Financial income received		1,370,585	3,283,140
Financial expenses paid		(7,605,589)	(3,518,777)
Taxes refunded/(paid)		8,642	(195,083)
Cash flows from operating activities		77,343	12,198,251
A source in the set of property releast and a suite seast		(1 (74 452)	0
Acquisition etc of property, plant and equipment		(1,674,453)	0
Cash flows from investing activities		(1,674,453)	0
Free cash flows generated from operations and		(1,597,110)	12,198,251
investments before financing		· · · · ·	
Loans raised		2,455,340	0
Repayments of loans etc		0	(8,036,771)
Cash flows from financing activities		2,455,340	(8,036,771)
Increase/decrease in cash and cash equivalents		858,230	4,161,480
Cash and cash equivalents beginning of year		29,240,932	25,079,452
Cash and cash equivalents end of year		30,099,162	29,240,932
			_
Cash and cash equivalents at year-end are composed of:			
Cash		30,099,162	29,240,932
Cash and cash equivalents end of year		30,099,162	29,240,932

# **Notes**

## 1 Staff costs

	2022/23	2021/22
	DKK	DKK
Wages and salaries	2,798,528	3,094,925
Pension costs	121,244	123,636
Other social security costs	332,798	573,860
Other staff costs	32,939	40,260
	3,285,509	3,832,681
Average number of full-time employees	4	5

By reference to section 98b(3), (ii), of the Danish Financial Statements Act, remuneration to Management is not disclosed.

# 2 Depreciation, amortisation and impairment losses

	2022/23	2022/23 2021/22
	DKK	DKK
Depreciation of property, plant and equipment	36,609	8,690
	36,609	8,690

# 3 Other financial income

	2022/23	2021/22
	DKK	DKK
Financial income from group enterprises	474,043	213,552
Other interest income	130,125	173,085
Exchange rate adjustments	766,417	2,896,503
	1,370,585	3,283,140

# **4 Other financial expenses**

	2022/23 2021/22	2021/22
	DKK	DKK
Financial expenses from group enterprises	1,842,613	453,796
Other interest expenses	194,993	199,552
Exchange rate adjustments	3,413,092	2,697,682
	5,450,698	3,351,030

Other fixtures

# 5 Tax on profit/loss for the year

	2022/23	2021/22
	DKK	DKK
Current tax	1,717,676	610,000
Change in deferred tax	9,000	0
Adjustment concerning previous years	(4,208)	7,915
	1,722,468	617,915
6 Proposed distribution of profit and loss		
	2022/23	2021/22
	DKK	DKK
Retained earnings	7,543,977	7,051,682
	7,543,977	7,051,682

# 7 Property, plant and equipment

	and fittings,
	tools and
	equipment
	DKK
Cost beginning of year	330,732
Additions	1,674,453
Cost end of year	2,005,185
Depreciation and impairment losses beginning of year	(323,494)
Exchange rate adjustments	2,496
Depreciation for the year	(36,609)
Depreciation and impairment losses end of year	(357,607)
Carrying amount end of year	1,647,578

# **8 Prepayments**

Prepayments relates to prepaid customer bonus.

# 9 Deferred tax

	2022/23
Changes during the year	DKK
Recognised in the income statement	9,000
End of year	9,000

Deferred tax relates to intangible assets, property, plant and equipment.

#### 10 Non-current liabilities other than provisions

	Due after more than 12 months 2022/23
	DKK
Payables to group enterprises	15,065,298
	15,065,298

No part of the debt is payable after 5 years.

## 11 Changes in working capital

	2022/23	2021/22
	DKK	DKK
Increase/decrease in receivables	(1,835,812)	36,347,097
Increase/decrease in trade payables etc	(1,831,829)	(41,890,518)
Other changes	(3,411,821)	10,426,215
	(7,079,462)	4,882,794

## 12 Contingent liabilities

The Entity has entered into leases with commitment until expiry at DKK 276,668 (DKK 164,190 last year).

The Entity participated in a Danish joint taxation arrangement in which CHEP DENMARK, filial af CHEP Scandinavia B.V., Holland, until 31 May 2019, served as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable from the financial year 2014 until 31 May 2019 for income taxes etc. for the jointly taxed Entities and from financial year 2014 until 31 May 2019 also for obligations, if any, relating to the withholding of tax on interest, royalties and dividends for the jointly taxed Entities.

# 13 Assets charged and collateral

The company has deposited DKK127,000 as security for lease obligation.

# 14 Related parties with controlling interest

IFCO Systems GmbH, Zugspitzstrasse 7, D-82049, Pullach, Germany owns all shares in the Entity, thus exercising control.

# 15 Non-arm's length related party transactions

Only related party transactions not conducted on an arm's length basis are disclosed in the annual report. No such transactions have been conducted in the financial year.

# **16 Group relations**

Name and registered office of the Parent preparing consolidated financial statements for the largest group: Irel BidCo SARL, Rue Edward Steichen 2, 2540 Luxembourg, Luxemburg.

Name and registered office of the Parent preparing consolidated financial statements for the smallest group: IFCO SYSTEMS GmbH, Zugspitzstraße 3A/B, 82049 Pullach im Isartal, Germany.

Copies of the consolidated financial statements of IFCO SYSTEMS GmbH may be ordered at the following

# address:

IFCO SYSTEMS GmbH, Zugspitzstraße 3A/B, 82049 Pullach im Isartal, Germany.

# **Accounting policies**

# **Reporting class**

This annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

The accounting policies applied to 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.

# **Reporting currency**

The financial statements are presented in DKK, but the Company's most significant transactions are settled in NOK. At the balance sheet date, the DKK/NOK exchange rate was 0.6363 and the financial years average exchange rate was 0.6953.

## **Foreign currency translation**

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

## Foreign group entities

On recognition of foreign subsidiaries (branches) which are integral entities, monetary items are translated at closing rates. Non monetary items are translated at the exchange rate at the acquisition date or at the date of any subsequent revaluation or impairment of the asset. Income statement items are translated at the exchange rates at the transaction date.

However, items derived from non monetary items are translated at historical exchange rates for the non monetary item.

#### **Income statement**

## **Gross profit or loss**

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

#### Revenue

The Company has chosen IAS 18 as interpretation for revenue recognition.

Revenue from the lease 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.

#### Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for normal inventory writedowns.

## 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 writedowns of receivables recognised in current assets.

## **Staff costs**

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

## Depreciation, amortisation and impairment losses

The item comprises depreciation of property, plant and equipment.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight line basis over the expected useful life.

# Other financial income

Financial income is recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advancepayment-of-tax scheme, etc.

# Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

# 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

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

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:

**Useful life** 

Other fixtures and fittings, tools and equipment

3-10 years

Estimated useful lives and residual values are reassessed annually.

## **Receivables**

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts. The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

# **Prepayments**

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

#### Cash

Cash comprises cash in hand and bank deposits.

#### **Deferred** tax

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

Deferred tax relating to retaxation of previously deducted losses in foreign subsidiaries is recognised on the basis of an actual assessment of the purpose of each subsidiary.

# **Operating leases**

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease. The Company has chosen IAS 17 as interpretation for classification and recognition of leases.

#### Other financial liabilities

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

## Tax receivable or payable

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

#### **Cash flow statement**

The cash flow statement shows cash flows from operating, investing and financing activities, and cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are presented using the indirect method and calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes, and financial income, financial expenses and income tax paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises, activities and fixed asset investments, and purchase, development, improvement and sale, etc of intangible assets and property, plant and equipment.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs, and the raising of loans, repayments of interest-bearing debt, including lease liabilities, purchase of treasury shares and payment of dividend.

Cash and cash equivalents comprise cash and short-term securities with an insignificant price risk.