

ECOstyle A/S

Hvidkærvej 17, 5250 Odense SV
CVR no. 18 92 90 07

Annual report for the financial year 01.10.17 - 30.09.18

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 29.01.19

Jehannes Wiebren Santema
Dirigent

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The company

ECOstyle A/S
Hvidkærvej 17
5250 Odense SV
Tel.: 70227067
Registered office: Odense
CVR no.: 18 92 90 07
Financial year: 01.10 - 30.09

Executive Board

Lars Hegelund Bjørnsbo

Board of Directors

Jehannes Wiebren Santema
Jan Sido Zwart
Lars Hegelund Bjørnsbo

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Bank

Sydbank

Parent company

ECOstyle Holding B.V., Ecommunitypark 1, 8431 SM Oosterwolde, Holland

Statement of the Board of Directors and Executive Board on the annual report

We have on this day presented the annual report for the financial year 01.10.17 - 30.09.18 for ECOstyle A/S.

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

In our opinion, the financial statements give a true and fair view of the the company's assets, liabilities and financial position as at 30.09.18 and of the results of the the company's activities for the financial year 01.10.17 - 30.09.18.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Odense, November 15, 2018

Executive Board

Lars Hegelund Bjørnsbo

Board of Directors

Jehannes Wiebren Santema Jan Sido Zwart
Chairman

Lars Hegelund Bjørnsbo

To the Shareholder of ECOstyle A/S**Opinion**

We have audited the financial statements of ECOstyle A/S for the financial year 01.10.17 - 30.09.18, which comprise the income statement, balance sheet, statement of changes in equity and notes, inclusive of accounting policies. The financial statements are prepared in accordance with Danish Financial Statements Act

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 30.09.18 and of the results of the company's operations for the financial year 01.10.17 - 30.09.18 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing 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' 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.

Statement regarding the 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, 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 Statements Acts. We did not identify any material misstatement of management's review.

Management's responsibility for the financial statements

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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 International Standards on Auditing 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 International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.

Odense, November 15, 2018

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Henrik Welinder
State Authorized Public Accountant
MNE-no. mne23366

Mette Berntsen
State Authorized Public Accountant
MNE-no. mne33720

Primary activities

The company's activities comprise of marketing and sale of pesticides, biocides and fertilizers of natural origin - mostly allowed to ecological areas.

Development in activities and financial affairs

The income statement for the period 01.10.17 - 30.09.18 shows a profit/loss of DKK 2,824,466 against DKK 1,475,197 for the period 01.10.16 - 30.09.17. The balance sheet shows equity of DKK 26,311,425.

The fiscal year 2017/2018 are in general regarded to have a satisfactory result. Investments in previous years are proven in the result in comparison with previous years and in general the future is very positive for the products.

Subsequent events

No important events have occurred after the end of the financial year.

Income statement

Note		2017/18 DKK	2016/17 DKK
	Gross profit	13.615.114	10.816.616
2	Staff costs	-10.033.666	-8.799.893
	Profit/loss before depreciation, amortisation, write-downs and impairment losses	3.581.448	2.016.723
3	Depreciation, amortisation, impairment losses and write-downs of property, plant and equipment	-50.245	-121.388
	Profit/loss before net financials	3.531.203	1.895.335
4	Financial income	170.666	119.009
5	Financial expenses	-65.479	-115.097
	Profit/loss before tax	3.636.390	1.899.247
6	Tax on profit or loss for the year	-811.924	-424.050
	Profit/loss for the year	2.824.466	1.475.197
Proposed appropriation account			
	Retained earnings	2.824.466	1.475.197
	Total	2.824.466	1.475.197

ASSETS		30.09.18	30.09.17
		DKK	DKK
Note			
	Other fixtures and fittings, tools and equipment	94.684	96.029
7	Total property, plant and equipment	94.684	96.029
	Deposits	152.769	149.832
	Total investments	152.769	149.832
	Total non-current assets	247.453	245.861
	Manufactured goods and goods for resale	7.470.173	8.086.237
	Total inventories	7.470.173	8.086.237
	Trade receivables	5.208.751	4.669.436
	Deferred tax asset	126.422	149.778
	Other receivables	4.479.760	5.247.514
	Total receivables	9.814.933	10.066.728
	Cash	14.318.209	10.044.443
	Total current assets	31.603.315	28.197.408
	Total assets	31.850.768	28.443.269

EQUITY AND LIABILITIES		30.09.18	30.09.17
		DKK	DKK
Note			
	Share capital	500.000	500.000
	Retained earnings	25.811.425	22.986.959
	Total equity	26.311.425	23.486.959
	Income taxes	482.568	302.668
	Total long-term payables	482.568	302.668
	Payables to other credit institutions	13.752	0
	Trade payables	2.062.790	602.112
	Other payables	2.980.233	4.051.530
	Total short-term payables	5.056.775	4.653.642
	Total payables	5.539.343	4.956.310
	Total equity and liabilities	31.850.768	28.443.269

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- 9 Charges and security
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Statement of changes in equity

Figures in DKK	Share capital	Retained earnings
Statement of changes in equity for 01.10.17 - 30.09.18		
Balance as at 01.10.17	500.000	22.986.959
Net profit/loss for the year	0	2.824.466
Balance as at 30.09.18	500.000	25.811.425

1. Special items

Special items are income and expenses that are special due to their size and nature. The following special items were recorded in the financial year:

Special items	Recognised in the income statement in:	2017/18 DKK	2016/17 DKK
Gain on the disposal of property, plant and equipment	Other operating income	0	50.647
Expenses regarding planned investment	Other external expenses	0	500.080
Total		0	550.727

2. Staff costs

Wages and salaries	9.195.961	8.003.450
Pensions	320.400	324.930
Other social security costs	60.399	71.069
Other staff costs	456.906	400.444
Total	10.033.666	8.799.893
Average number of employees during the year	18	17

3. Depreciation, amortisation, impairment losses and write-downs of property, plant and equipment

Depreciation of property, plant and equipment	50.245	121.388
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	2017/18	2016/17
	DKK	DKK

4. Financial income

Interest, group enterprises	169.766	92.830
Other interest income	900	26.179
Total	170.666	119.009

5. Financial expenses

Other interest expenses	23.335	73.582
Foreign exchange losses	9.183	25.799
Other financial expenses	32.961	15.716
Total	65.479	115.097

6. Tax on profit or loss for the year

Current tax for the year	788.568	536.668
Adjustment of deferred tax for the year	23.356	-112.618
Total	811.924	424.050

7. Property, plant and equipment

Figures in DKK	Other fixtures and fittings, tools and equipment
Cost as at 01.10.17	328.130
Additions during the year	48.900
Cost as at 30.09.18	377.030
Depreciation and impairment losses as at 01.10.17	-232.101
Depreciation during the year	-50.245
Depreciation and impairment losses as at 30.09.18	-282.346
Carrying amount as at 30.09.18	94.684

8. Contingent liabilities

Lease commitments

The company has concluded lease agreements with terms to maturity of 2-39 months and average lease payments of DKK 124k, a total of DKK 1.710k.

9. Charges and security

The company has not provided any other security over assets.

10. Related parties

Controlling influence:	Basis of influence
ECOstyle Holding B.V., Ecommunitypark 1, 8431 SM Oosterwolde, Holland	Ownership

11. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets, inventories and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

11. Accounting policies - continued -**LEASES**

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

INCOME STATEMENT**Gross profit**

Gross profit comprises revenue, other operating income and raw materials and consumables and other external expenses.

Revenue

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Other operating income

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including rental income, negative goodwill and gains on the sale of intangible assets and property, plant and equipment.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise raw materials and consumables used for the year as well as any changes in inventories, including any inventory wastage.

Write-downs of inventories of raw materials and consumables are also recognised under raw materials and consumables to the extent that these do not exceed normal write-downs.

Other external expenses

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

11. Accounting policies - continued -**Staff costs**

Staff costs comprise wages and salaries as well as other staff-related costs.

Depreciation and impairment losses

The depreciation of property, plant and equipment aim at systematic depreciation over the expected useful lives of the assets. Assets are depreciated according to the straight-line method based on the following expected useful lives and residual values:

	Useful life, year	Residual value DKK
Other plant, fixtures and fittings, tools and equipment	3-5	0

The basis of depreciation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

11. Accounting policies - continued -**BALANCE SHEET****Property, plant and equipment**

Property, plant and equipment comprise other fixtures and fittings, tools and equipment.

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Depreciation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

11. Accounting policies - continued -**Inventories**

Inventories are measured at cost calculated according to the FIFO principle. Inventories are written down to the lower of cost and net realisable value.

The cost of raw materials and consumables as well as goods for resale is determined as purchase prices plus expenses resulting directly from the purchase.

The net realisable value of inventories is determined as the selling price less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and the expected development in the selling price.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Deposits recognised under assets comprise deposits paid to the lessor under leases entered into by the company.

Prepayments**Cash**

Cash includes deposits in bank accounts as well as operating cash.

Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation

11. Accounting policies - continued -

rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.