

BonBon-Land A/S

**Gartnervej 2
Holme-Olstrup
4684 Holmegaard**

CVR no. 18 93 61 35

**Annual report for the period
1 January to 31 December 2022**

Adopted at the annual general meeting
on 20 June 2023

Enrique Weickert Molina
chairman

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Statement by management on the annual report

The supervisory board and executive board have today discussed and approved the annual report of BonBon-Land A/S for the financial year 1 January - 31 December 2022.

The annual report is 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 financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Madrid, 20 June 2023

Executive board

Lars Fahlmann

Hans Aksel Pedersen

Supervisory board

Juan José López Taracena
chairman

Hans Aksel Pedersen

Enrique Weickert Molina

Independent auditor's report

To the shareholder of BonBon-Land A/S

Opinion

We have audited the financial statements of BonBon-Land A/S for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) 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 and 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 the 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 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.

Independent auditor's report

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 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.

Statement on 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.

Independent auditor's report

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 Act. We did not identify any material misstatement of management's review.

Næstved, 20 June 2023

KvalitetsRevision
Godkendt Revisionspartnerselskab
CVR no. 36 48 02 54

Martin Bech Ø. Jensen
State Authorised Public Accountant
MNE no. mne34465

Company details

The company

BonBon-Land A/S
Gartnervej 2
Holme-Olstrup
4684 Holmegaard

CVR no.: 18 93 61 35

Reporting period: 1 January - 31 December 2022

Incorporated: 1 November 1995

Domicile: Næstved

Supervisory board

Juan José López Taracena, chairman
Hans Aksel Pedersen
Enrique Weickert Molina

Executive board

Lars Fahlmann
Hans Aksel Pedersen

Auditors

KvalitetsRevision
Godkendt Revisionspartnerselskab
Marskvej 27A
4700 Næstved

Financial highlights

Seen over a 5-year period, the development of the Company may be described by means of the following financial highlights:

	2022	2021	2020	2019	2018
	DKK'000	DKK'000	DKK'000	DKK'000	DKK'000
Key figures					
Profit/loss					
Gross profit/loss	30,356	31,170	19,101	28,270	885
Profit/loss before net financials	1,388	3,600	-12,779	-39,576	-5,573
Net financials	-447	-556	-436	-248	-13
Profit/loss for the year	2,395	3,044	-13,215	-39,824	-5,586
Balance sheet					
Balance sheet total	75,815	72,642	81,141	79,340	120,174
Investment in property, plant and equipment	12,059	4,458	6,890	7,289	925
Equity	60,018	57,824	54,780	69,459	109,283
Financial ratios					
Solvency ratio	79.2%	79.6%	67.5%	87.5%	90.9%

The financial ratios are calculated in accordance with the Danish Finance Society's recommendations and guidelines. For definitions, see the summary of significant accounting policies..

In 2018 the Company did change the financial year to December 31. The changed period is 1 October - 31 December 2018 (Three-month period, column no 5).

Management's review

Business review

The Company's principal activity is operation of the amusement park BonBon-Land.

Financial review

The company's income statement for the year ended 31 December 2022 shows a profit of TDKK 2,395, and the balance sheet at 31 December 2022 shows equity of TDKK 60,018.

The positive result for 2022 is quite good and gives significant trust for the future.

Management keeps working on implementing the operational improvements including new investments in activities designed to ensure the improvement of the future development.

Management expects a positive result in 2023.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Impact on the external environment and measures taken to prevent, reduce or mitigate damage

The Company is continuously working on reducing the consumption of energy as well as on recycling and environmentally friendly disposal.

Accounting policies

The annual report of BonBon-Land A/S for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The annual report for 2022 is presented in DKK'000.

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 amortisation, depreciation and impairment losses, 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 the asset 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 the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue less costs for raw materials and consumables and other external expenses.

Accounting policies

Revenue

Income consist of entrance fees to BonBon-Land, including sale of season tickets for one year, income from partners, catering and goods for resale. Income is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place before year end and that the income can be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Raw materials and consumables

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other operating income

The item Other operating income includes items of a secondary nature relative to the company's activities, including gains on the sale of intangible assets and items of property, plant and equipment, operating losses, indemnities relating to operating losses and conflicts as well as payroll refunds. Indemnities are recognised when it is more probable than not that the company is going to be indemnified.

Other operating expenses

Other operating expenses comprise items of a secondary nature relative to the company's activities, including losses on the sale of intangible assets and items of property, plant and equipment.

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of property, plant and equipment.

Accounting policies

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, realised and unrealised exchange rate gains and losses on foreign currency transactions etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Tangible assets

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

The depreciable amount is cost less the expected residual value at the end of the useful life. Land is not depreciated.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Buildings	30-40 years	0 %
Other fixtures and fittings tools and equipment	3-10 years	0 %

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Gains and losses on the sale of items of property, plant and equipment are calculated as the difference between the selling price, less costs to sell, and the carrying amount at the time of sale. Gains or losses on the sale of items of property, plant and equipment are recognised in the income statement under other operating income or other operating expenses, respectively.

Accounting policies

Impairment of fixed assets

The carrying amount of property, plant and equipment is tested annually for impairment, other than what is reflected through normal amortisation and depreciation.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets. Write-down is made to the lower of the recoverable amount and the carrying amount.

The recoverable amount is the higher of the net present value and the value in use less expected costs to sell. The net present value is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Stocks

Stocks are measured at cost using the FIFO method. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

The cost of goods for resale, raw materials and consumables comprises the purchase price plus delivery costs.

The net realisable value of stocks is calculated as the expected selling price less direct costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Accounting policies

Equity

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Deferred income

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

Accounting policies

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.

Receivables and payables and other 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 date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are translated at the exchange rate at the transaction date.

Financial Highlights

Definitions of financial ratios.

Solvency ratio

$$\frac{\text{Equity at year end} \times 100}{\text{Total assets}}$$

Income statement 1 January - 31 December

	Note	2022 DKK'000	2021 DKK'000
Gross profit		30,356	31,170
Staff costs	1	<u>-23,089</u>	<u>-22,165</u>
Profit/loss before amortisation/depreciation and impairment losses		7,267	9,005
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		<u>-5,879</u>	<u>-5,405</u>
Profit/loss before net financials		1,388	3,600
Financial costs	2	<u>-447</u>	<u>-556</u>
Profit/loss before tax		941	3,044
Tax on profit/loss for the year	3	<u>1,454</u>	<u>0</u>
Profit/loss for the year		<u>2,395</u>	<u>3,044</u>
Distribution of profit	4		

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK'000	<u>2021</u> DKK'000
Assets			
Land and buildings	5	42,660	42,614
Other fixtures and fittings, tools and equipment	5	<u>24,577</u>	<u>18,439</u>
Tangible assets		<u>67,237</u>	<u>61,053</u>
Total non-current assets		<u>67,237</u>	<u>61,053</u>
Finished goods and goods for resale		<u>2,535</u>	<u>2,524</u>
Stocks		<u>2,535</u>	<u>2,524</u>
Trade receivables		215	200
Receivables from subsidiaries		82	751
Other receivables		819	380
Deferred tax asset		1,454	0
Prepayments	6	<u>1,118</u>	<u>819</u>
Receivables		<u>3,688</u>	<u>2,150</u>
Cash at bank and in hand		<u>2,355</u>	<u>6,915</u>
Total current assets		<u>8,578</u>	<u>11,589</u>
Total assets		<u><u>75,815</u></u>	<u><u>72,642</u></u>

Balance sheet 31 December

	Note	2022 DKK'000	2021 DKK'000
Equity and liabilities			
Share capital		6,655	6,655
Retained earnings		53,363	50,969
Proposed dividend for the year		0	200
Equity	7	60,018	57,824
Prepayments received from customers		0	133
Trade payables		2,335	3,152
Payables to group enterprises		8,474	5,343
Other payables		2,999	4,415
Deferred income	8	1,989	1,775
Total current liabilities		15,797	14,818
Total liabilities		15,797	14,818
Total equity and liabilities		75,815	72,642
Contingent liabilities and other financial obligations	9		
Mortgages and collateral	10		
Related parties and ownership structure	11		

Statement of changes in equity

	Share capital	Retained earnings	Proposed dividend for the year	Total
Equity at 1 January 2022	6,655	50,968	200	57,823
Ordinary dividend paid	0	0	-200	-200
Net profit/loss for the year	0	2,395	0	2,395
Equity at 31 December 2022	6,655	53,363	0	60,018

Notes

	<u>2022</u> DKK'000	<u>2021</u> DKK'000
1 Staff costs		
Wages and salaries	22,145	21,041
Pensions	798	785
Other social security costs	<u>146</u>	<u>339</u>
	<u>23,089</u>	<u>22,165</u>
Including remuneration to the executive board:		
Executive Board	<u>1,216</u>	<u>1,008</u>
	<u>1,216</u>	<u>1,008</u>
Average number of employees	<u>54</u>	<u>55</u>

No remuneration was paid to the Supervisory Board in 2022 and 2021. One member of the Executive Board is not employed or remunerated by the company, but a company within the Parques Reunidos Group.

The Company pays a management fee for services performed by the Group. For the other member of the Executive Board remuneration has not been disclosed According to section 98 B(3) of the Danish Financial Statements Act.

Notes

	<u>2022</u>	<u>2021</u>
	DKK'000	DKK'000
2 Financial costs		
Financial expenses, group entities	233	343
Other financial costs	63	123
Exchange loss	<u>151</u>	<u>90</u>
	<u>447</u>	<u>556</u>
3 Tax on profit/loss for the year		
Deferred tax for the year	<u>-1,454</u>	<u>0</u>
	<u>-1,454</u>	<u>0</u>
The Company has a deferred tax asset which amounts to DKK'000 35,355. Of the deferred tax asset only DKK'000 1,454 has been recognised, as it is uncertain if and when the full amount can be utilized.		
4 Distribution of profit		
Proposed dividend for the year	0	200
Retained earnings	<u>2,395</u>	<u>2,844</u>
	<u>2,395</u>	<u>3,044</u>

Notes

5 Tangible assets

	Land and bu- ildings	Other fixtures and fittings, tools and equipment	Total
Cost at 1 January 2022	123,716	226,345	350,061
Additions for the year	3,571	8,488	12,059
Disposals for the year	0	-300	-300
Cost at 31 December 2022	<u>127,287</u>	<u>234,533</u>	<u>361,820</u>
Impairment losses and depreciation at 1 January 2022	82,920	206,085	289,005
Depreciation for the year	1,707	4,171	5,878
Reversal of impairment and depreciation of sold assets	0	-300	-300
Impairment losses and depreciation at 31 December 2022	<u>84,627</u>	<u>209,956</u>	<u>294,583</u>
Carrying amount at 31 December 2022	<u>42,660</u>	<u>24,577</u>	<u>67,237</u>
Depreciated over	<u>30-40 years</u>	<u>3-10 years</u>	

6 Prepayments

Prepayments comprise prepaid expenses regarding insurance premiums and subscriptions.

7 Equity

The share capital consists of 6,655 shares of a nominal value of DKK'000 1. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

Notes

8 Deferred income

Deferred income consists of payments received in respect of income in subsequent years regarding gift cards and vouchers etc.

9 Contingent liabilities and other financial obligations

The company is jointly taxed with other companies in the Centaur Holding Denmark Group. As a fully owned subsidiary, the Company is jointly and severally liable with other jointly taxed companies for danish income taxes and withholding taxes on dividends, interest and royalties within the joint taxation group.

As at 31 December 2022, the Company has lease obligations amounting to DKK'000 265 (2021: DKK'000 301) equivalent to 3-28 months' lease.

10 Mortgages and collateral

The Company's land and buildings have been provided as collateral to the Company's bank. The collateral amounts to DKK'000 14,533.

The company has issued a guaranty of payment for Centaur Holding Denmark A/S' engagement with Nordea Bank A/S.

11 Related parties and ownership structure

Transactions

Management fee, DKK'000 4,728 (2021: DKK'000 4,131).

Interests paid to group companies, DKK'000 233 (2020: DKK'000 343).

Balances with group companies are disclosed separately in the balance sheet.

Ownership structure

According to the company's register of shareholders, the following shareholder holds at least 5% of the votes or at least 5% of the share capital:

Centaur Holding Denmark A/S
Gartnervej 2
Holme-Olstrup
DK-4684 Holmegaard

Consolidated financial statements

The company is also included in the group annual report of Piolin Bidco S.A.U., c/ Federico Mom-pou, 5, Parque Empresarial Las Tablas, Edificio 1, planta 3, 28050 - Madrid, Spain.