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BDO Statsautoriseret revisionsaktieselskab Birkemose Allé 39 DK-6000 Kolding CVR no. 20 22 26 70

# LINCO FOOD SYSTEMS A/S VESTERMØLLEVEJ 9, 8380 TRIGE ANNUAL REPORT 1 JANUARY - 31 DECEMBER 2016

The Annual Report has been presented and adopted at the Company's Annual General Meeting on 16 May 2017

Petra Baader

The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.



# **CONTENTS**

	Page
Company Details	
Company Details	3
Statement and Report	
Statement by Board of Directors and Board of Executives	4
Independent Auditor's Report	5-6
Management's Review	
Financial Highlights	7
Management's Review	8-9
Financial Statements 1 January - 31 December	
Income Statement	10
Balance Sheet	11-12
Equity	13
Notes	14-19
Accounting Policies	20-25



### **COMPANY DETAILS**

Company LINCO Food Systems A/S

Vestermøllevej 9

8380 Trige

Telephone: +45 86 23 14 55
Telefax: +45 86 23 14 44
Website: www.lincofood.com
E-mail: linco@lincofood.com

CVR no.: 19 18 95 11 Established: 8 August 1961

Registered Office: Aarhus

Financial Year: 1 January - 31 December

**Board of Directors** Petra Baader, Chairman

Torsten Krausen, Vice-chairman

Robert Focke

Jan Kornø, Elected by employees

Tommy Skov Nielsen, Elected by employees

Board of Executives Ralph Anderson Miller

Carsten Krog

Christian Isager Sørensen Hugo Holst Dissing

Auditor BDO Statsautoriseret revisionsaktieselskab

Birkemose Allé 39 6000 Kolding

**General Meeting** The Annual General Meeting is held on 16 May 2017 at the company's address.



### STATEMENT BY BOARD OF DIRECTORS AND BOARD OF EXECUTIVES

Today the Board of Directors and Board of Executives have discussed and approved the Annual Report of LINCO Food Systems A/S for the year 1 January - 31 December 2016.

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 the Company's financial position at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016.

The Management's Review includes in our opinion a fair presentation of the matters dealt with in the review.

We recommend the Annual Report be approved at the Annual General Meeting.

Aarhus, 16 May 2017		
Board of Executives		
Ralph Anderson Miller	Carsten Krog	Christian Isager Sørensen
Hugo Holst Dissing		
Board of Directors		
Petra Baader Chairman	Torsten Krausen Vice-chairman	Robert Focke
Jan Kornø Elected by employees	Tommy Skov Nielsen Elected by employees	-



### INDEPENDENT AUDITOR'S REPORT

### To the Shareholder of LINCO Food Systems A/S

### Opinion

We have audited the Financial Statements of LINCO Food Systems A/S for the financial year 1 January - 31 December 2016, which comprise income statement, balance sheet, statement of changes in equity, notes and 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 assets, liabilities and financial position of the Company at 31 December 2016 and of the results of the Company operations for the financial year 1 January - 31 December 2016 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Management's Responsibility 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 Responsibility for 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 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.



### INDEPENDENT AUDITOR'S REPORT

- 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.

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.

Kolding, 16 May 2017

BDO Statsautoriseret revisionsaktieselskab CVR-nr. 20 22 26 70

Lars Kruse State Authorised Public Accountant



### FINANCIAL HIGHLIGHTS

	<b>2016</b> DKK '000	<b>2015</b> DKK '000	<b>2014</b> DKK '000	<b>2013</b> DKK '000	<b>2012</b> DKK '000
Income statement					
Net revenue	594.576	552.022	489.970	507.559	570.294
Gross profit/loss	76.990	84.072	67.650	74.757	80.580
Operating profit/loss	-2.530	5.183	5.896	17.323	32.827
Financial income and expenses, net	-2.347	-3.222	-2.069	-1.463	-2.564
Profit/loss for the year before tax	15.505	16.253	27.191	28.930	37.129
Profit/loss for the year	15.413	16.422	25.855	25.020	30.083
Balance sheet					
Balance sheet total	467.670	422.981	378.486	317.278	279.997
Equity	209.864	196.466	190.755	156.622	135.330
Invested capital	98.403	95.013	27.545	70.771	72.177
Average number of full-time	307	293	264	262	267
employees	307	275	201	202	207
Datios					
Ratios Gross margin	12,9	15,2	13,8	14,7	14,1
Gross margini	12,7	13,2	13,0	,,,	, .
Profit margin	-0,4	0,9	1,2	3,4	5,8
Rate of return	-2,6	8,5	12,0	24,2	70,5
Solvency ratio	44,9	46,4	50,4	49,4	48,3
•	•	•	•	,	,
Return on equity	7,6	8,5	14,9	17,1	24,9

The ratios stated in the list of key figures and ratios have been calculated as follows:

Gross margin: Gross profit x 100
Net revenue

Profit margin: Operating profit/loss x 100
Net revenue

Rate of return: Profit/loss on ordinary activities x 100

Average invested capital

Invested capital:

Invested capi

Solvency ratio:  $\frac{\text{Equity, at year end x 100}}{\text{Total equity and liabilities, at year end}}$ 

Return on equity: Profit after tax x 100

Average equity

The ratios follow in all material respects the recommendations of the Danish Finance Society.



### MANAGEMENT'S REVIEW

### Principal activities

LINCO Food Systems A/S develops, produces and sells machines and complete plants for slaughtering and processing of poultry as well as weighing and grading equipment, also used in the fish industry as well as other food industries.

Sales, marketing and service in several important markets takes place directly through subsidiaries.

### **Exceptional matters**

The annual report of 2016 has not been affected by unusual circumstances.

### Development in activities and financial position

The company experienced an increase in the turnover in 2016, which is due to improved market conditions in developed markets.

The net result including the result of equity investments in group companies is considered satisfactory.

# Profit/loss for the year compared to future expectations

The results and financial development of the company were as foreseen.

The company achieved a profit of DKK 14.6m in 2016 against DKK 16.4m in 2015. The profit is as anticipated in the annual report for 2015. The result for 2016 is considered satisfactory.

# Significant events after the end of the financial year

No events have occurred after the end of the financial year of material importance for the company's financial position.

### Special risks

The company is, at this time, not engaged in any legal actions, hence no provisions have been made in this respect.

### Financial risks and currency risks

LINCO Food Systems A/S applies forward exchange transactions to secure receivables and payables in foreign currencies if it is different from EUR. In addition, continuous adjustments are made of net currency positions.

### Interest rate exposure

Interest rate risks are limited by means of different securing instruments and interest swaps.

### **Environmental situation**

LINCO Food Systems A/S runs its business with the highest possible respect of environmental matters with regard to own production as well as to the machines sold.

### **Knowledge resources**

The company aims to supply high-quality products focusing on operation reliability and a good basis for production of safe food. All central components are produced by the company whereas other components are produced by closely related sub-suppliers.

### Research and development activities

The company pays development expenses concurrently to secure future sales. Major development projects, which meet a number of detailed conditions, are recognized as assets under construction, and amortized in the income statement, when the projects have been completed. Other development projects are expensed in the income statement.

### Future expectations

A positive development on important markets compared to the 2016 level is expected.



### MANAGEMENT'S REVIEW

### Future expectations (continued)

Continuous improvements of existing products as well as introduction of new systems and solutions raises the expected turnover for 2017 compared to the previous year.

The company's continued focus on growth, efficiency and adjustment of the organisation is expected to help stabilise the earning in the years to come.

### The company's foreign branches

The company's activities in the French market are handled through the company's branch in France.

### Corporate social responsibility

It is the ambition of the company to show social responsibility in line with its basic values. This is demonstrated in internal as well as external initiatives, though it is not described in an actual CSR-policy.

LINCO Food Systems A/S is working determinedly to ensure a safe and healthy working environment, so the environmental and climatic conditions are incorporated in the company's processes.

As a result of the work on social responsibility, LINCO Food Systems A/S focuses on the safety and environment of the work.

### Target figures and policies for the underrepresented gender

One out of three board members elected at the general meeting are female and by that, the company meet the target set in the Danish law.

It is the company policy that regardless of gender, race, and religion, all employees are treated equally, in order that everyone has equal opportunities for employment.

The company continues to increase the representation of women in management positions with respect for the industry specific competences needed. The company encourage and support female employees that desires to raise into managerial positions.



# **INCOME STATEMENT 1 JANUARY - 31 DECEMBER**

	Note	<b>2016</b> DKK	<b>2015</b> DKK '000
NET REVENUE	1	594.576.066	552.022
Production costs	2	-517.585.925	-467.950
GROSS PROFIT/LOSS		76.990.141	84.072
Distribution costs	2 2, 3	-43.807.176 -35.827.769	-41.873 -37.242
OPERATING PROFIT		-2.644.804	4.957
Other operating income		115.000	226
OPERATING LOSS		-2.529.804	5.183
Result of equity investments in group companies	4	20.381.664 113 -2.347.379	14.292 0 -3.222
PROFIT BEFORE TAX		15.504.594	16.253
Tax on profit/loss for the year	5	-91.900	169
PROFIT FOR THE YEAR	6	15.412.694	16.422



# **BALANCE SHEET AT 31 DECEMBER**

ASSETS	Note	<b>2016</b> DKK	<b>2015</b> DKK '000
Development projects completedIT		2.954.535 4.518.592	4.914 7.305
Development projects in progress	7	121.114.588 <b>128.587.715</b>	62.479 <b>74.698</b>
Land and buildings		12.183.882 6.121.483	12.960 8.060
Production plants and machinery  Other plants, machinery, tools and equipment		2.201.396	2.013
Tangible fixed assets in progress.		7.919.946	8.057
Tangible fixed assets	8	28.426.707	31.090
Fixed asset investments		143.021.523	137.303
Rent deposit and other receivables		35.157	35
Fixed asset investments	9	143.056.680	137.338
FIXED ASSETS		300.071.102	243.126
Raw materials and consumables		2.782.877	3.184
Work in progress		7.174.618	6.861
Finished goods and goods for resale		53.135.713	55.239
Prepayments for goods		819.907	1.395
Inventories		63.913.115	66.679
Trade receivables		34.327.104	38.039
Contract work in progress	10	51.312.170	58.327
Receivables from group enterprises		1.883.958	2.912
Other receivables		2.550.492	1.231
Receivables corporation tax		3.819.716	5.875
Prepayments and accrued income	11	4.336.074	3.615
Receivables		98.229.514	109.999
Cash and cash equivalents		5.456.761	3.177
CURRENT ASSETS		167.599.390	179.855
ASSETS		467.670.492	422.981



# **BALANCE SHEET AT 31 DECEMBER**

EQUITY AND LIABILITIES	Note	<b>2016</b> DKK	<b>2015</b> DKK '000
Share capital	12	10.374.870 25.261.869 45.735.556 128.491.569 0	10.375 21.996 0 156.595 7.500
EQUITY		209.863.864	196.466
Provision for deferred tax Other provisions for liabilities	13 14	12.280.628 4.040.600	10.166 3.164
PROVISION FOR LIABILITIES		16.321.228	13.330
Mortgage debt	15 15 10	6.815.835 676.056 617.161 <b>8.109.052</b> 1.606.067 5.270.242 104.073.325 59.879.828 18.520.915 44.025.971	8.206 676 0 8.882 1.732 18.860 70.628 58.935 11.823 42.325
Current liabilities		233.376.348	204.303
LIABILITIES		241.485.400	213.185
EQUITY AND LIABILITIES		467.670.492	422.981
Contingencies etc.	16		
Charges and securities	17		
Related parties	18		



# **EQUITY**

	Share capital	Reserve for net revaluation according to equity- method	Reserve for provision for development costs	Retained profit	Proposed dividend	Total
Equity at 1 January 2016 Dividend paid	10.374.870	21.995.773	0 1	56.595.032		196.465.675 -7.500.000
Foreign exchange rate adjustments  Derivative financial				5.230.670		5.230.670
instruments at fair value				254.825		254.825
Proposed distribution of profit		3.266.096		12.146.598		15.412.694
provision for development costs			45.735.556	-45.735.556		
Equity at 31 December 2016	10.374.870	25.261.869	45.735.556 1	128.491.569	0	209.863.864



	<b>2016</b> DKK	<b>2015</b> DKK '000	Note
Net revenue			1
Segment details (geography)			
Net revenue, Denmark Net revenue, export	32.820.488 561.755.578	5.345 546.677	
	594.576.066	552.022	
Staff costs Average number of employees 307 (2015: 293)			2
Wages and salaries  Pensions  Social security costs	162.649.086 11.418.968 1.223.878	152.742 10.713 1.219	
,	175.291.932	164.674	
Remuneration of management	5.392.000 10.000	2.511 10	
	5.402.000	2.521	
Fee to statutory auditors Total fee:			3
BDO	721.447	778	
	721.447	778	
Specification of fee: Statutory audit	436.500 26.500 258.447	405 26 347	
	721.447	778	
Financial expenses Group enterprises	109.901 2.237.478	0 3.222	4
	2.347.379	3.222	
Tax on profit/loss for the year Calculated tax on taxable income of the year	-4.315.928 4.407.828 0	-5.285 5.710 -594	5
	91.900	-169	



		<b>2016</b> DKK	<b>2015</b> DKK '000	Note
Proposed distribution of profit Proposed dividend for the year Allocation to reserve for net revaluation according to equitymethod Accumulated profit		3.266.096 12.146.598	7.500 6.614 2.308	6
Accumulated profite	••••••	15.412.694	16.422	
Intangible fixed assets				7
	Development projects completed	IΤ	Development projects in progress	
Cost at 1 January 2016	18.558.649 0 0 18.558.649	24.003.652 269.991 0 24.273.643	62.479.260 59.186.740 -551.412 <b>121.114.588</b>	
Amortisation at 1 January 2016	13.644.121 -74.373 2.034.366 15.604.114	16.699.413 0 3.055.638 19.755.051	0 0 0 <b>0</b>	
Carrying amount at 31 December 2016	2.954.535	4.518.592	121.114.588	

The company's development projects relate to the development of new production machines and optimization of the interaction between the company's products in the production line. The development of the individual projects is progressing as planned and is expected to be completed over the next 1-4 years. Market research shows a demand for the new products and there are very few competitors in the market for this type of products.

Tangible fixed assets 8

		Production plants
	Land and buildings	and machinery
Cost at 1 January 2016	. 63.101.525	42.404.638
Additions		1.028.263
Disposals		-530.233
Cost at 31 December 2016		42.902.668
Depreciation and impairment losses at 1 January 2016	. 50.140.787	34.344.974
Reversal of depreciation of assets disposed of		-530.233
Depreciation for the year	. 1.485.496	2.966.444
Depreciation and impairment losses at 31 December 2016	. 51.626.283	36.781.185
Carrying amount at 31 December 2016	. 12.183.882	6.121.483



Note

9

	Other plants, machinery, tools and equipment	Tangible fixed assets in progress
Cost at 1 January 2016	9.836.695 1.319.923 -1.179.095 <b>9.977.523</b>	
Depreciation and impairment losses at 1 January 2016	7.824.619 -810.629 762.137 <b>7.776.</b> 127	
Carrying amount at 31 December 2016	2.201.396	7.919.946
Value of recognised assets not owned by the company: 844.494	DKK	
Fixed asset investments		
		Rent deposit and other receivables
Cost at 1 January 2016 Additions	115.305.956 2.453.700 <b>117.759.656</b>	0
Revaluation at 1 January 2016	21.995.772 4.781.509 -21.897.078 20.381.664 <b>25.261.867</b>	
Carrying amount at 31 December 2016	143.021.523	35.157
Investments in subsidiaries (DKK)		
Name and registered office		Ownership
LINCO Food Systems S.A., Spain LINCO Food Systems Ltda., Brazil Lindholst Asia SDN. BHD., Malaysia LINCO Labuan Co. Ltd., Malaysia LINCO Food Systems Ltda., Chile LINCO Food Systems B.V.,, Netherlands Baader LINCO Inc., USA Baader Asia PTE Ltd., Singapore LINCO Food Systems GmbH, Germany		100 % 100 % 100 % 100 % 100 % 100 % 100 %

14



# **NOTES**

	<b>2016</b> DKK	<b>2015</b> DKK '000	Note	
Contract work in progress Contract work in progress	302.483.447 -355.244.602	303.600 -315.901	10	
Contract work in progress, net	-52.761.155	-12.301		
Recognized as: Contract work in progress (assets) Prepayments from customers (liabilities)	51.312.170 -104.073.325	58.327 -70.628		
	-52.761.155	-12.301		
Prepayments and accrued income Prepayments and accrued income relates to prepaid contingence prepaid expenses regarding future financial years.	ies and license f	ees as well as	11	
Share capital	<b>2016</b> DKK	<b>2015</b> DKK '000	12	
Specification of the share capital: A-shares, 2.800 in the denomination of 1.221 DKK B-shares, 5.700 in the denomination of 1.221 DKK	3.417.604 6.957.266	3.418 6.957		
	10.374.870	10.375		
Provision for deferred tax  Provision for deferred tax relates to differences between the carrying amount and the tax value of intangible fixed assets and tangible fixed assets, including recognised finance leases as well as accrued expenses.				
	<b>2016</b> DKK	<b>2015</b> DKK '000		
Deferred tax at 1 January 2016  Deferred tax for the year, Income Statement  Adjustment previous years	10.166.063 4.407.828 -2.293.263	1.295 8.871 0		
Provision for deferred tax 31 December 2016	12.280.628	10.166		

Other provisions for liabilities
Other provisions for liabilities comprise liabilities of ordinary warranty on the Company's products.



					Note
Long-term liabilities					15
	1/1 2016	31/12 2016	Repayment	Debt outstanding	
	total liabilities	total liabilities	next year	after 5 years	
Mortgage debt	9.556.874	8.174.685	1.358.850	1.300.000	
Accruals and deferred income	676.056	676.056	0	0	
Lease liabilities	380.441	864.378	247.217	0	
	10.613.371	9.715.119	1.606.067	1.300.000	

### Contingencies etc.

16

The Company has provided bank guarantees totalling DKK ('000) 57.153 relating to payment guarantees and general performance guarantees.

The Company is subject to recapture relating to used losses from foreign subsidiaries until 2004.

Operating lease contracts on machinery and cars have been entered with a total lease commitment during the residual term of 12 to 31 months of DKK ('000) 611.

The company has filed a claim against a business partner due to a breach of contract. The company's attorney assesses that LINCO Food Systems A/S will be awarded damages based on the claim.

A former business partner has filed a claim against the company to challenge the validity of one the company's patents.

### Joint liabilities

The company is jointly and severally liable together with the parent company and the other group companies in the jointly taxed group for tax on the group's jointly taxed income and for certain possible withholding taxes such as dividend tax and royalty tax.

Tax payable of the group's jointly taxed income is stated in the annual report of Baader Poultr A/S, which serves as management company for the joint taxation.

### Charges and securities

17

Debt to mortgage provider, DKK ('000) 8.175 is secured by mortgages totalling DKK ('000) 22.053 comprising land, and buildings with the booked value of DKK ('000) 12.184 as of 31 December 2016. The mortgage also comprises the plant and machinery deemed part of the properties.

As security for debt to financial institutions, the company has issued mortgage deeds totalling DKK ('000) 24,132 and an all-moneys mortgage of DKK ('000) 4,000 as mortgage on the land and buildings mentioned above.

Furthermore the company has issued an all-moneys mortgage (floating charge) of DKK ('000) 36,330 as security for debt to financial institutions. The security comprises inventories and trade receivables with at bokked value totalling DKK ('000) 98,240.

Note



### **NOTES**

lated parties		18

The company's related parties comprises the following:

### **Controlling interest**

Chairman of the board, through the parent company Baader Poultry A/S.

# Transactions with related parties

The company has had transactions with its subsidiaries in the year.

The company did not carry out any substantial transactions that were not concluded on market conditions.



The annual report of LINCO Food Systems A/S for 2016 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class C, large enterprise.

The Annual Report is prepared consistently with the accounting principles used last year.

### Consolidated financial statements

Consolidated financial statements have not been prepared because the group fulfils the exemption provisions of section 112 of the Danish Financial Statements Act on sub-groups. The company is included in the consolidated financial statements of Baader Poultry A/S, Aarhus, CVR number 30 71 48 30.

### **INCOME STATEMENT**

### Net revenue

The net revenue from sale of merchandise and finished goods is recognised in the income statement if supply and risk transfer to purchaser has taken place before the end of the year. Net revenues is recognised exclusive of VAT, duties and less discounts related to the sale.

Contract work in progress is included in revenue based on the stage of completion, so that revenue corresponds to the selling price of the work performed in the financial year (the degree of completion method).

Sale of Services is recognised in the income statement if the service has been provided before the end of the year.

### Segment details

Due to competitive considerations, the relaxation in art. 96 of the Danish Financial Statements Act has been applied, because it is Management's assessment that it will cause significant damage to the company to disclose the segment details in the annual report.

The market in which the company has activities, is characterised by strong competition between 3-4 competitors and the segment details can result in a shift in the competitive interrelastionship between the competitors.

### Production costs

Production costs comprise costs, including wages and salaries and write-off, incurred to achieve the net revenue for the year.

Production costs also recognise amortisation of capitalised development as well as research costs and the development costs that do not fulfil the criteria for capitalisation.

Furthermore write-down is recognised in connection with expected losses on project contracts.

### **Distribution costs**

The costs incurred for distribution of goods sold during the year and for sales campaigns carried out during the year are recognised in distribution costs. The costs of the sales personnel, advertising and exhibition costs and amortisation are also recognised in distribution costs.

### Administrative expenses

Administrative expenses recognise costs incurred during the year regarding management and administration of the group, inclusive of costs relating to the administrative staff, executives, office premises, office expenses etc and related amortisation.

### Other operating income

Other operating income includes items of a secondary nature in relation to the enterprises' principal activities, including profit from sale of intangible and tangible fixed assets.



### Investments in subsidiaries

The income statement of the parent company recognises the proportional share of the results of each subsidiary after full elimination of intercompany profits/losses and deduction of amortisation of goodwill.

### Financial income and expenses in general

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from investments in financial assets, debt and transactions in foreign currencies, amortisation of financial assets and liabilities as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

### Tax on profit for the year

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

### **BALANCE SHEET**

### Intangible fixed assets

Patents and licences are measured at the lower of cost less accumulated amortisation or the recoverable amount. Patents are amortised over the residual patent term and licences are amortised over the term of the agreement.

Development costs comprise costs, including wages and salaries, which directly or indirectly can be related to the company's development activities and which fulfil the criteria for recognition.

Capitalised development costs are measured at the lower of cost less accumulated amortisation or recoverable amount.

Capitalised development costs are amortised on a straight-line basis over the estimated useful life after completion of the development work. The amortisation period is normally 5 years and does not exceed 20 years.

Capitalised IT-projects are measured at the lower of cost less accumulated amortisation or recoverable amount.

Capitalised IT-projects are depreciated on a straight-line basis over the estimated useful life. The useful life is normally 3-5 years.

Intangible fixed assets are generally written down to the lower of recoverable value and carrying amount.

### Tangible fixed assets

Land and buildings, production plant and machinery, other plants, fixtures and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used.



Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Buildings	10-25 years	0 %
Production plant and machinery		
Other plants, fixtures and equipment		0-30 %

Profit or loss on disposal of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

### Lease contracts

Lease contracts relating to tangible fixed assets

where the company bears all material risks and benefits attached to the ownership (finance lease) are recognised as assets in the balance sheet. The assets are at the initial recognition measured at calculated cost equal to the lower of fair value and present value of the future lease payments. The internal interest rate of the lease contract is used as discounting factor or an approximate value when calculating the present value. Finance lease assets are depreciated similarly to the company's other tangible fixed assets.

The capitalised residual lease liability is recognised in the balance sheet as a liability and the interest portion of the lease payment is recognised in the income statement over the term of the contract.

All other lease contracts are considered to be operating leases. Payments related to operating leases and other rental agreements are recognised in the income statement over the term of the contract. The company's total liability relating to operating leases and rental agreements is disclosed as contingencies etc.

### Fixed asset investments

Investments in subsidiaries are measured in the company's balance sheet under the equity method.

Investments in subsidiaries are measured in the Balance Sheet at the proportional share of the enterprises' carrying equity value, calculated in accordance with the parent company's accounting policies with deduction or addition of unrealised intercompany profits or losses and with addition or deduction of the residual value of positive or negative goodwill

Acquired enterprises are recognised in the consolidated financial statements under the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date. The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation methods. Upon calculation of the fair value of properties used in the business a discounted cash flow model is applied based on discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor's opinion, built on an overall assessment of the production equipments.

Consolidated goodwill is amortised over the expected useful life determined on the basis of management's experience within the individual lines of business. Consolidated goodwill is amortised on a straight-line basis over the period of amortisation which is estimated to 7-12 years. The period of amortisation is determined based on an assessment of the acquired company's position in the market and earnings profile, and the industry-specific condition.

Net revaluation of investments in subsidiaries and associates is transferred under the equity to reserve for net revaluation under the equity value method to the extent that the carrying amount exceeds the acquisition value.



Subsidiaries with a negative carrying equity value are measured to DKK 0 and any amounts due from these enterprises are written down by the company's share of the negative equity to the extent that it is deemed to be irrecoverable. If the carrying negative equity value exceeds accounts receivable, the residual amount is recognised under provision for liabilities to the extent that the company's has a legal or actual liability to cover the subsidiary's deficit.

### Impairment of fixed assets

The carrying amount of intangible fixed and tangible assets together with fixed assets, which are not measured at fair value, are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, the assets are written down to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

### Inventories

Inventories are measured at cost using the FIFO-principle. If the net realisable value is lower than cost, the inventories are written down to the lower value.

The cost of merchandise as well as raw materials and consumables is calculated at acquisition price with addition of transportation and similar costs.

The cost of finished goods and work in progress includes cost of raw materials, consumables, direct payroll cost and indirect production cost. Indirect production costs include indirect materials and payroll and maintenance and depreciation of the machines, factory buildings and equipment used in the production process, cost of factory administration and management and capitalised development costs relating to the products.

The net realisable value of inventories is stated at sales price less completion costs and costs incurred to execute the sale and is determined with due regard to marketability, obsolescence and development in expected sales price.

# Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by impairment losses to meet expected losses.

### Contract work in progress

Work in progress on contract is measured at the sales value of the work performed. The sales value is measured on the basis of the degree of completion on the balance sheet date and the total anticipated revenue related to the specific piece of work in progress.

The specific piece of work in progress is recognised in the Balance Sheet as receivables or payables, depending on the net value of the selling price less progress invoicing and progress payments.

Costs relating to sales work and obtaining of contracts are recognised in the Income Statement as and when they are incurred.

### Accruals, assets

Accruals recognised as assets include costs incurred relating to the subsequent financial year.



### Other provisions for liabilities

Other provisions for liabilities include the expected cost of warranty commitments, loss on work in progress, restructuring etc. and deferred tax.

Warranty commitments include liabilities for improvement of work within the warranty period of 1 to 5 years. The provision for liabilities is measured and recognised on the basis of experience with warranty work.

When it is likely that the total costs will exceed the total income on the contract work in progress, a provision is made for the total loss that is anticipated for the contract. The provision is recognised as a cost under production costs.

### Tax payable and deferred tax

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

The Company is subject to joint taxation with Danish group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the on account tax scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date would be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

### Liabilities

Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less borrowing costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the income statement over the term of loan.

Amortised cost of current liabilities usually corresponds to nominal value.



### Derivative financial instruments

Derivative financial instruments are initially recognised in the Balance Sheet at cost and subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are recognised under receivables and payables, respectively.

Change in fair value of derivative financial instruments classified as and complying with the criteria for hedging of the fair value of a recognised asset or a recognised liability is recognised in the Income Statement together with possible changes in the fair value of the hedged asset or the hedged liability.

Change in fair value of derivative financial instruments classified as and complying with the criteria for hedging of future cash flows is recognised under receivables or payables and under equity. If the future transaction results in recognition of assets or liabilities, all amounts recognised under equity are transferred from equity and recognised under the initial cost of the asset or liability, respectively. If the future transaction results in income or expenses amounts recognised under equity are transferred to the Income Statement for the period where the Income Statement was affected by the hedged amount.

As regards possible derivative financial instruments, which do not comply with the criteria for classification as hedging instruments, any changes in fair value are recognised on a current basis in the Income Statement.

### Foreign currency translation

Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognised in the income statement as a financial income or expense.

If the foreign exchange position is considered to hedge future cash flows, the unrealised exchange adjustments are recognised directly in the equity.

Receivables, payables and other monetary items in foreign currencies that are not settled on the balance sheet date are translated at the exchange rate on the balance sheet date. The difference between the exchange rate on the balance sheet date and the exchange rate at the time of occurrence of the receivables or payables is recognised in the income statement as financial income or expenses.

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

### **CASH FLOW STATEMENT**

With reference to Section 86(4) of the Danish Financial Statements Act, the company has not prepared a cash flow statement.