

Calderys Danmark A/S

Hammerholmen 48

2650 Hvidovre

CVR No. 23102714

Annual Report 2018

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 12 June 2019

Sarang Tavallaey-Roodsari
Chairman

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Management's Statement

Today, Management has considered and adopted the Annual Report of Calderys Danmark A/S for the financial year 1 January 2018 - 31 December 2018.

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 assets, liabilities and financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January 2018 - 31 December 2018.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Hvidovre, 12 June 2019

Executive Board

Allan Højdorf
Man. Director

Supervisory Board

Sarang Tavallaey-Roodsari
Chairman

Allan Højdorf

Julie Marie Emilie Thiery

Independent Auditor's Report

To the shareholders of Calderys Danmark A/S

Opinion

We have audited the financial statements of Calderys Danmark A/S for the financial year 1 January 2018 - 31 December 2018, which comprise an income statement, balance sheet and notes. 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 Company's financial position at 31 December 2018 and of the results of its operations for the financial year 1 January 2018 - 31 December 2018 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in our auditors' report under "Auditors' responsibility for the audit of the financial statements". As required by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, we are independent of the Company, 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 considers 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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.

Independent Auditor's Report

- * Evaluate whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

Statement on Management's Review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of opinion providing assurance regarding the Management's review.

Our responsibility in connection with our audit of the financial statements is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or with the knowledge we have gained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Copenhagen, 12 June 2019

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR-no. 33963556

Flemming Larsen

State Authorised Public Accountant

mne27790

Calderys Danmark A/S

Company details

Company	Calderys Danmark A/S Hammerholmen 48 2650 Hvidovre
Telephone	36772811
Telefax	26770805
CVR No.	23102714
Financial year	1 January 2018 - 31 December 2018
Supervisory Board	Sarang Tavallaey-Roodsari Allan Højdorf Julie Marie Emilie Thiery
Executive Board	Allan Højdorf, Man. Director
Auditors	Deloitte Statsautoriseret Revisionspartnerselskab Weidekampsgade 6 P.O. Box 1600 0900 København K CVR-no.: 33963556

Management's Review

The Company's principal activities

The Company's principal activities consist of sale and installation of refractories for refuse disposal plants and ovens.

Exceptional circumstances

In 2018 The Company has received an invoice from Group regarding charges related to the 2016 acquisition of Imerys Industrial Minerals Denmark A/S (then DAMOLIN A/S). The charge impacted the 2018 income statement with DKK 1.3 million.

In prior years The Company has set up a provision for guarantee commitments. To align with updated group accounting policies, management has adjusted the method in 2018. Compared to prior years, there are none other provision as of 31 December 2018. The provisions of 31 December 2018 take into account only provisions for guarantee commitments for specific ongoing complaints cases. Therefore, the general provision that was set up in prior years DKK 1.2 million has been reversed.

Development in activities and financial matters

The Company's Income Statement of the financial year 1 January 2018 - 31 December 2018 shows a profit of DKK 120.2 million which is impacted by income from investments in group enterprises of DKK 123.1 million. More on the result for the year is impacted by a DKK 1.3 million group charge regarding prior years and the reversal of the general warranty provision of DKK 1.2 million. Adjusted for this, the loss for the year amounts to DKK 2.8 million, which is not considered satisfactory. The decrease in result is due to a large decrease in revenue. The Balance Sheet at 31 December 2018 shows a balance sheet total of DKK 449.2 million and an equity of DKK 130.9 million.

Post financial year events

No events have occurred which may change the financial position of the entity substantially.

Accounting Policies

Reporting Class

The Annual Report of Calderys Danmark A/S for 2018 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B with the adoption of individual rules from class C.

The accounting policies applied remain unchanged from last year.

Consolidated Financial Statements

With reference to § 112 of the Danish Financial Statements Act, no Consolidated Financial Statement have been prepared because the Group enterprises are subsidiaries of a higher-ranking group.

Reporting currency

The Annual Report is presented in Danish kroner.

Foreign currency translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

General Information

Basis of recognition and measurement

The financial statement have been prepared under the historical cost princip.

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the Income Statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the Income Statement.

Assets are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Accounting Policies

Income Statement

Revenue

Revenue is recognised in the income statement if the goods have been delivered and the risk has passed to the buyer before year-end and if the revenue can be reliably calculated and expected to be received. Revenue is recognised exclusive of VAT and net of sales discounts.

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 percentage-of-completion method).

Raw materials and consumables used

Costs for raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary write-downs of the relevant inventories.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationary and office supplies, marketing costs, etc. This item also includes write-downs of receivables recognised in current assets.

Staff expenses

Staff expenses comprise wages and salaries, pensions and social security costs.

Amortisation, depreciation and impairment losses

Amortisation and impairment of intangible and tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life
Properties	33 years
Other fixtures and fittings, tools and equipment	3-10 years

Land is not amortised.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement based on the amounts that concern the financial year. Financial income and expenses include interest revenue and expenses, realised and unrealised capital gains and losses regarding securities, accounts payable and transactions in foreign currencies and surcharges and allowances under the tax prepayment scheme.

Tax on net profit for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

Balance Sheet

Tangible assets

Tangible assets are measured at cost on initial recognition and subsequently at cost less accumulated depreciation and impairment losses.

The depreciable amount is calculated taking into consideration the residual value of the asset at the end of its useful life, reduced by impairment losses, if any. The depreciation period and the residual value are determined at the date of acquisition. If the residual value exceeds the carrying amount of the asset, depreciation is discontinued.

Accounting Policies

In case of changes in depreciation period or residual value, the effect of a change in depreciation period is recognised prospectively in accounting estimates.

Cost includes the purchase price and expenses directly related to the acquisition until the time when the asset is ready for use. The cost of self-constructed assets includes costs for materials, components, subcontractors, direct payroll costs and indirect production costs.

The cost of composite asset is disaggregated into components, which are separately depreciated if the useful lives of the individual components differ.

Equity investments in group enterprises and associates

Equity investments in group enterprises and associates are measured at cost. Dividends that exceed accumulated earnings of the group enterprise or the associate during the ownership period are treated as a reduction of the cost. If cost exceeds the net realisable value, a write-down to this lower value will be performed.

Inventories

Inventories are measured at cost using weighted average prices. Where the net realisable value is lower than cost, the inventories are written down to this lower value.

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

Contract work in progress

Contract work in progress is measured at the selling price of the work performed. The selling price is measured by reference to the stage of completion at the reporting date and total expected income from the work in progress.

Work in progress is recognised in the balance sheet under receivables or payables depending on the net value of the selling price less invoicing on account.

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Impairment of accounts receivables past due is established on individual assessment of receivables.

Accrued income, assets

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise bank deposits.

Provisions

Other provisions comprise expected costs of non-recourse guarantee commitments in connection with contracts concluded.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

Once it is likely that total costs will exceed total income from a contract in progress, provisions are made for the total loss estimated to result from the relevant contract.

Accounting Policies

Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Other financial liabilities

Other liabilities, comprising deposits, trade payables and other accounts payable, are measured at amortised cost, which usually corresponds to the nominal value.

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Income Statement

	Note	2018 DKK	2017 DKK
Revenue		36.327.937	49.370.722
Raw materials and cosumables used		-27.463.411	-36.369.669
Other external expenses		-5.420.177	-5.972.241
Gross result		3.444.349	7.028.812
Staff costs	1, 2	-5.166.608	-5.034.765
Depreciation, amortisation and impairment losses		-233.295	-233.295
Profit from ordinary operating activities		-1.955.554	1.760.752
Income from investments in group enterprises	3	123.082.000	0
Other financial income	4	24.216	28.300
Other financial expences	5	-1.815.622	-2.490.963
Profit from ordinary activities before tax		119.335.040	-701.911
Tax expense on ordinary activities	6	821.968	153.559
Profit		120.157.008	-548.352
Proposed distribution of results			
Retained earnings		120.157.008	-548.352
Distribution of profit		120.157.008	-548.352

Balance Sheet as of 31 December

	Note	2018 DKK	2017 DKK
Assets			
Land and buildings	7	1.715.233	1.948.528
Property, plant and equipment		1.715.233	1.948.528
Long-term investments in group enterprises	8, 9	430.573.200	462.491.200
Deposits		16.000	16.000
Fixed asset investments		430.589.200	462.507.200
Fixed assets		432.304.433	464.455.728
Raw materials and consumables		1.858.387	2.171.337
Inventories		1.858.387	2.171.337
Short-term trade receivables		6.341.103	9.257.796
Contract work in progress	10	1.362.818	480.331
Short-term receivables from group enterprises		3.292.666	8.731.408
Current deferred tax		1.454.503	728.044
Short-term tax receivables		216.000	278.000
Prepayments		163.322	380.139
Receivables		12.830.412	19.855.718
Cash and cash equivalents		2.168.652	19.429
Current assets		16.857.451	22.046.484
Assets		449.161.884	486.502.212

Balance Sheet as of 31 December

	Note	2018 DKK	2017 DKK
Liabilities and equity			
Contributed capital		1.300.000	1.300.000
Retained earnings		129.632.183	9.475.175
Proposed dividend recognised in equity		0	3.700.000
Equity		130.932.183	14.475.175
Other provisions		0	1.150.000
Provisions		0	1.150.000
Trade payables		2.280.173	732.167
Payables to group enterprises		311.928.194	464.005.750
Other payables		4.021.334	6.139.120
Short-term liabilities other than provisions		318.229.701	470.877.037
Liabilities other than provisions within the business		318.229.701	470.877.037
Liabilities and equity		449.161.884	486.502.212
Contingent liabilities	11		
Liabilities under off-balance sheet leases	12		
Ownership	13		
Related parties	14		

Statement of changes in Equity

	Contributed capital DKK	Retained earnings DKK	Proposed dividend recognised in equity DKK	Total DKK
Equity 1 January 2018	1.300.000	9.475.175	3.700.000	14.475.175
Dividend	0	0	-3.700.000	-3.700.000
Profit (loss)	0	120.157.008	0	120.157.008
Equity 31 December 2018	1.300.000	129.632.183	0	130.932.183

The share capital has remained unchanged for the last 5 years.

Notes

	2018	2017
1. Staff costs		
Wages and salaries	5.004.020	4.803.434
Pension costs	162.588	231.331
	5.166.608	5.034.765
Average number of full-time employees	18	25
2. Staff costs		
Total staff costs comprise:		
Wages and salaries	12.138.308	16.286.633
Pension costs	162.588	231.331
Other social security costs	161.142	225.754
	12.462.038	16.743.718
Total staff costs are allocated as follows:		
Project costs	7.295.430	11.708.953
Staff costs	5.166.608	5.034.765
	12.462.038	16.743.718
3. Income from investments in group enterprises		
Dividend	155.000.000	0
Revaluation	-31.918.000	0
	123.082.000	0
4. Other financial income		
Other financial income	24.216	28.300
	24.216	28.300
5. Other financial expenses		
Finance expenses arising from group enterprises	1.756.484	2.348.228
Other financial expenses	59.138	142.735
	1.815.622	2.490.963
6. Tax expense		
Change in deferred tax	-821.968	-153.559
	-821.968	-153.559

Notes

	2018	2017
7. Land and buildings		
Cost at the beginning of the year	8.697.486	8.697.486
Cost at the end of the year	8.697.486	8.697.486
Depreciation and amortisation at the beginning of the year	-6.748.958	-6.515.663
Amortisation for the year	-233.295	-233.295
Impairment losses and amortisation at the end of the year	-6.982.253	-6.748.958
Carrying amount at the end of the year	1.715.233	1.948.528

8. Long-term investments in group enterprises

Cost at the beginning of the year	462.491.200	0
Addition in connection with merger and purchase of enterprise	0	462.491.200
Cost at the end of the year	462.491.200	462.491.200
Revaluations at the beginning of the year	0	0
Revaluations for the year	-31.918.000	0
Revaluations at the end of the year	-31.918.000	0
Carrying amount at the end of the year	430.573.200	462.491.200

9. Disclosure in long-term investments in group enterprises and associates

Group enterprises

Name	Registered office	Share held in %	Equity	Profit
Imerys Industrial Minerals Denmark A/S (DKK thousands)	Skive	100,00	98.747	15.537
			98.747	15.537

10. Contract work in progress

Sales value of the production for the period	3.193.445	2.570.413
Payments on account received	-1.830.627	-2.090.082
Net value of contract work	1.362.818	480.331

Progress billings are divided as follows in the balance sheet:

Net receivables	1.362.818	480.331
Net liabilities	0	0
	1.362.818	480.331

Notes

	2018	2017
11. Contingent liabilities		
Recourse and non-recourse guarantee commitments	2.968.212	3.433.845
	2.968.212	3.433.845
12. Unrecognised rental and lease commitments		
Commitments under rental agreements or leases until expiry	754.732	1.027.432
	754.732	1.027.432

13. Ownership

The Company has registered the following shareholder to hold more than 5% of the voting share capital or of the nominal value of the share capital:

Calderys Nordic AB, Sweden.

14. Related parties

Imerys, 154 Rue de l'Université, F-75007 Paris, France is the Ultimate Parent and has controlling interest via other group companies.

The Company is included in the Group Annual Report of Imerys, France. The Group Annual Report may be obtained at www.imerys.com