

KJAER & KJAER A/S Groennemosevej 6 DK-5700 Svendborg CVR-no. 25 47 31 08

**Annual Report 2018** 

Presented and adopted at the general meeting

Svendborg 16 Max 2019

Chairman

Mads Kjaer

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### Main activity

Kjaer & Kjaer A/S provides automotive mobility solutions tailor made to organizations operating in the International Aid and Development sector, delivering high quality vehicles, motorcycles, parts, accessories as well as a number of supporting services such as worldwide logistical support, insurance and financing. Through an extensive network of local dealers and service partners, customers are provided quality aftersales services.

Kjaer & Kjaer A/S is a subsidiary of Kjaer Group A/S. Kjaer & Kjaer adheres to the Kjaer Group Way Of Management and Corporate Social Responsibility policy, whereby Kjaer & Kjaer is committed to the principles articulated in the United Nations Global Compact (UNGC). Kjaer & Kjaer further confirms support for a cleaner environment by joining the UN's environmental initiative "Caring for the Climate".

### Development in activities and finances

The international aid and development sector is characterized by organizations which operate both on an international and a local level, managing projects of different character and size. The business is also influenced by single larger deliveries which vary year by year and as such are difficult to forecast.

In 2018 Kjaer & Kjaer realised a turnover of DKK 121 million, down DKK 9 million comared to 2017 whilst gross margin was incresed by 13% to DKK 22 million compared to a gross margin of DKK 20 million in 2017. Other external expenses remained at same level as in 2017 at DKK 12 million resulting in EBIT at DKK 6 million, up DKK 2 million compared to 2017.

With a 13% increase in gross margin and earnings after tax at DKK 3 million management consider the result satisfactory.

#### Events after the balance sheet date

No events have occurred after the balance sheet date and up to today's date that influence the evaluation of this annual report.

### Special risks and their covering

The company is working systematically with risk management with the aim of minimizing, spreading and insuring risks.

Given the company's market focus on developing countries we consider country risks and exchange rate risks to be of special importance to the company in addition to ordinary accepted risks within automotive trade and distribution.

Insurance has been taken out against political risks to inventories in countries outside OECD.

Significant transaction-based exchange rate risks are being hedged in order to maintain low exposure to commercial exchange rate risks.

Financi	al h	ighl	ights
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M.DKK						
	m.DKK	2014	2015	2016	2017	2018
Net turnover		155,2	122,5	106,4	129,8	120,9
Gross profit		24,9	18,0	19,7	19,9	22,4
Gross contribution		11,8	8,3	11,7	8,5	10,1
Earnings before interest, tax and depreciations	EBITDA	3,5	4,2	6,9	3,8	6,0
Earnings before interest and tax	EBIT	3,2	4,0	6,9	3,8	6,0
Financial items, net		-0,8	-0,8	-0,8	-1,4	-2,2
Earnings before Tax	EBT	2,5	3,2	6,1	2,4	3,8
Tax		-0,7	-0,9	-1,3	-0,5	-0,8
Earnings after tax	EAT	1,8	2,3	4,8	1,8	3,0
Fixed assets		2,2	2,0	1,0	0,6	0,6
Inventories		32,7	39,0	29,0	31,6	31,4
Trade receivables		28,4	19,0	18,1	23,4	11,4
Other current assets		0,4	0,0	0,9	1,6	2,6
Total assets		63,6	60,0	48,9	57,3	46,1
Current liabilities		-11,9	-12,0	-37,6	-32,3	-36,9
Capital employed	10	51,8	47,9	11,4	24,9	9,2
Equity		32,4	35,4	39,8	43,6	45,4
Interest bearing debt, net		19.3	12,5	-28,5	-18,4	-36,1
Total balance		106,6	107,5	117,1	110,7	115,5
Ratios:						
Gross margin		16,0%	14,7%	18,5%	15,3%	18,5%
EBITDA-margin		2,3%	3,4%	6.5%	2,9%	4,9%
Earnings to equity ratio	ROE	5,4%	6,8%	12,8%	4,4%	6,7%
Return on invested capital after tax	ROIC	5,7%	6,4%	19,1%	13,3%	30,3%
Solidity ratio		30,4%	32,9%	34,0%	39,4%	39,3%
Investments in tangible assets		0,3	0,0	0,0	0,0	0,0

In the description of accounting policies all key ratios have been defined.

The Board of Directors and the Executive Management have today considered and approved the annual report of Kjaer & Kjaer A/S for the financial year 1 January to 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 Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018.

We believe that the management review contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Svendborg, 09 May 2019

Management

Richard Valentin Nijhout

Board of

Mads Kjær (Chairman)

Richard Valentin Nijhout

Flemming Eltang

# Independent auditor's report

## To the shareholders of Kjaer & Kjaer A/S

#### Opinion

We have audited the financial statements of Kjaer & Kjaer A/S for the financial year 01.01.2018 - 31.12.2018, which comprise the income statement, balance sheet, statement of changes in equity, cash flow statement and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31-12-2018 and of the results of its operations and cash flows for the financial year 01.01.2018 - 31.12,2018 in accordance with the Danish Financial Statements Act.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the *Auditor's responsibilities for the audit of the financial statements* section of this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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 responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

# Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate,

they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or
  error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is
  sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement
  resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery,
  intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures
  in the notes, and whether the financial statements represent the underlying transactions and events in a
  manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

## Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Odense, 09-05-2019

### Deloitte

Statsautoriseret Revisionspartnerselskab Business Registration No 33 96 35 56

Lars Knage Nielsen State-Authorised Public Accountant MNE no 10074

Note		Year 2018	Year 2017
1	Net turnover	120.885	129.847
2	Other operating income	104	709
	Cost of goods sold	-98.469	-109.942
	Other external expenses	-12.433	-12.068
	Gross contribution	10.087	8.546
3	Staff expenses	-4.112	-4.740
	Earnings before interest, tax and		
	depreciations EBITDA	5.975	3.806
4	Depreciations	13	0
	Earnings before interest and tax EBIT	5.988	3.806
5	Financial income	2.798	2.820
6	Financial expenses	-4.988	-4.253
	Earnings before tax EBT	3.798	2.373
7	Tax on current years profit	835	-525
8	EARNINGS AFTER TAX EAT	2.963	1.848

Not	e	74	
	Assets	Year 2018	Year 2017
9	Other tools and equipment  Tangible fixed assets	0	0
10	Deferred tax assets Financial fixed assets	622 622	804 <b>804</b>
	Total fixed assets	622	804
11	Inventories	31.391	31.640
	Trade receivables Receivables on group companies Other receivables Accounts receivable	11.447 69.400 2.638 <b>83.485</b>	23.380 53.174 1.608 <b>78.162</b>
	Liquid funds		0
	Total current assets	114.876	109.802
	TOTAL ASSETS	115.498	110.606

## Note

	Liabilities	Year 2018	Year 2017
	Share capital	20.000	20.000
	Result carried forward	25.377	23.602
	Total equity	45.377	43.602
	Bank debts	28.936	32.642
	Prepayments from customers	4.463	5.653
	Payable to suppliers	29.671	23.511
	Payable to group companies	4.333	2.119
12	Corporation tax payable	319	829
	Other accounts payable	2.399	2.250
	Total current liabilities	70.121	67.004
	Liabilities other than provisions	70.121	67.004
	TOTAL LIABILITIES	115.498	110.606

<sup>13</sup> Recourse guarantee commitments and contigent liabilities

<sup>14</sup> Related parties15 Consolidation

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		Year 2018	Year 2017
Earnings before interest, tax and depreciations	EBITDA	5.975	3.806
Financial transactions Taxes paid Adjustment for other non-cash operating		-2,190 -829	-1.434 -832
items Change in current assets Inventory Trade receivable Prepaid expenses Other outstandings amounts		-1.523 11.153 249 11.934 0 -1.030	2.499 -8.739 -2.674 -5.304 0 -758
Change in short-term debt Prepayments from customers Payable to suppliers Other accounts payable		5.119 -1.190 6.160 149	-5.340 -2.843 -2.009 -488
Cash flow from operations		17.705	-10.040
Investments in leasing assets Sale of tangible assets		0 13	0
Cash flow from investments		13	0
Paid dividend to shareholders Loan to group companies		0 -14.012	0 15.227
Cash flow from financial transactions		-14.012	15.227
Cash flow of the year, net		3.706	5.187
Liquid funds, beginning of the year		-32.642	-37.829
Liquid funds, end of the year		-28.936	-32.642
Specified as follows: Liquid funds Bank debts		0 -28.936	0 32.642_
Liquid funds net, end of the year		-28.936	-32.642

	Share capital	Unrealised exch.adj. on hedging of future transactions	Carried forward	Proposed dividend for the year	Total equity
Balance 1 January 2017	20.000	0	19.805	0	39.805
Proposed distribution of profit	0	0	1.848	0	1.848
Change in unrealised hedging	0	1.949	0	0	1.949
Reclassification to distributable reserves	0	-1.949	1,949	0	0
Balance 31 December 2017	20.000	0	23.602	0	43.602
Proposed distribution of profit	0	0	2.963	0	2.963
Change in unrealised hedging	0	-1.188	0	0	-1.188
Reclassification to distributable reserves	0	1.188	1.188	0	0
Balance 31 December 2018	20.000	0	25.377	0	45.377

The share capital is split in 20,000 shares at nominal value of 1 t.DKK each.

No changes in the share capital has been made for the last 5 years.

		Year 2018	Year 2017
1	Net turnover		
	Net turnover by activities		
	International Aid & Development	120.885	129.847
		120.885	129.847
	Net turnover by regions Africa	440.000	
	Europe	118.360 737	118.360 737
	North America	178	178
	Asia & Middle East	10.572	10.572
		120.885	129.847
2	Other operating income		
	Commission income, refunds and compensation etc.	104	709
		104	709
3	Staff expenses		
	Salaries and wages employees	-3.554	-4.334
	Pensions Other staff consequences	-475	-302
	Other staff expenses	-83	-104
		4.112	-4.740
	Average number of full-time employees	9	10
4	Depreciations		
	Other tools and equipment	0	0
	Loss/profit, sale of tangible assets	13	0
		13	0
5	Financial income		
	Financial income etc. from group companies	2.798	2 820
	Other financial income	2.798	2.820
		2.798	2.820
6	Financial expenses		
	Other financial expenses	-4.988	-4.253
		-4.988	-4.253
7	Tax on current years profit		4.200
•	.a. a. aaran jaara pront		
	Danish tax payable on the year's		
	estimated tax assessment	-654	-339
	Adjustments for previous years	0	-2
	The year's change in deferred tax		-184
	Tax on current years profit	-835	-525

Proposed distribution of profit:			Year 2018	Year 2017
	8	Proposed distribution of profit:		
9 Tangible fixed assets           Other tools and equiment           Purchase value:         At the beginning of the year         873         873         A6ditions         0         0         0         Disposals         2.626         0         0         Disposals         2.626         0         0         Disposals         2.626         0         0         0         0         2.626         0         0         0         0         2.626         0		Carried forward	2.963	1.848
Other tools and equiment           Purchase value:         873         873         4873         A873         A873         A873         A873         A873         A873         A873         A873         A873         A973         A973         A973         A973         A973         A973         A973         A973         A973         Depreciation of the year         0         0         0         D9         0         D9         0         0         D9         0			2.963	1.848
Purchase value:   At the beginning of the year   873   873   Additions   90   90   90   90   90   90   90   9	9	Tangible fixed assets		
At the beginning of the year       673       873         Additions       -262       0         End of the year       -813       -873         Accumulated depreciations:       -873       -973         At the beginning of the year       0       0         Depreciation of the year       0       0         Depreciation of the year       611       -873         Book value end of the year       0       0         Book value end of the year       -804       -1.047         Transferred to infrom corporation tax       0       0         Accounted for in Profit and Loss       182       244         Closing balance       -804       -1.047         Transferred to infrom corporation tax       0       0         Accounted for in Profit and Loss       182       244         Closing balance       -822       -804         Property, plant and equipment inventories       -84       -84         Net value is recognised in the balance sheet as follows:       -622       -804         Deferred tax assets:       -622       -804         1 inventories       -84       -84       -84         Manifactured goods and goods for resale       -80       0       0 <td< td=""><td></td><td>Other tools and equiment</td><td></td><td></td></td<>		Other tools and equiment		
Additions         0         0           Disposals         -262         0           End of the year         611         873           Accumulated depreciations:         -873         -873           At the beginning of the year         0         0           Depreciated on sold assets         262         0           End of the year         0         0           Book value end of the year         0         0           Book value end of the year         0         0           Book value end of the year         0         0           Property acceptable         -804         -1.047           Transferred to/from corporation tax         0         0           Accounted for in Profit and Loss         182         244           Closing balance         -822         -804           Property, plant and equipment inventories         -538         -720           Receivables         0         0         0           Net value is recognised in the balance sheet as follows:         -622         -804           Deferred tax assets:         -622         -804           Leasing vehicles         0         0           Leasing vehicles         0         0 <tr< td=""><td></td><td></td><td></td><td></td></tr<>				
Disposals   2-262   0   End of the year   611   873				
End of the year			_	
At the beginning of the year       8.73       9.73         Depreciation of the year       0       0         End of the year       6.11       -8.73         Book value end of the year       0       0         Deferred tax assets       0       0         Opening balance       8.04       -1.047         Transferred to/from corporation tax       0       0         Accounted for in Profit and Loss       182       244         Closing balance       622       -804         Property, plant and equipment inventories       -538       -720         Inventories       8.4       -84         Receivables       0       0         Net value is recognised in the balance sheet as follows:       -622       -804         Deferred tax assets:       -622       -804         Manufactured goods and goods for resale       31.391       31.640         Leasing vehicles       0       0         Prepayments for goods       0       0         12 Corporation tax payable       83       83         Balance beginning of the year       829       832         Adjustments for previous years       0       0         Paid during the year, net       829 <t< td=""><td></td><td></td><td></td><td></td></t<>				
Depreciation of the year   262   0   0   0   0   0   0   0   0   0				
Depreciated on sold assets   262   0     End of the year   6.11   -873     Book value end of the year   0   0     Deferred tax assets				
End of the year   611   673   800k value end of the year   0   0   0   0   0   0   0   0   0			<del>-</del>	
Book value end of the year         0         0           10 Deferred tax assets         Use of the year Adjustments for previous years Para I ransferred to find the year Adjustments for previous years Para I ransferred to find the year Adjustments for previous years Para I ransferred to find the year Adjustments for previous years Para I ransferred to find the year Adjustments for previous years Para I ransferred from deferred tax and the year Adjustments for previous years Para I ransferred from deferred tax and the year profit         0				
10   Deferred tax assets				
Opening balance         .804         -1.047           Transferred to/from corporation tax         0         0           Accounted for in Profit and Loss         182         244           Closing balance         -622         -804           Property, plant and equipment Inventories         -538         -720           Inventories         -84         -84           Receivables         0         0           Net value is recognised in the balance sheet as follows:         -622         -804           Deferred tax assets:         -622         -804           Manufactured goods and goods for resale         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         31.391         31.640           Leasing vehicles         0         0           Project of tax payable         31.391         31.640           Leasing vehicles         0         0           Paid during the year         0         0		Book value end of the year		
Transferred toffrom corporation tax         0         0           Accounted for in Profit and Loss         182         244           Closing balance         622         804           Property, plant and equipment Inventories         -538         -720 no.           Inventories         -84         -84 no.           Receivables         0         0           Net value is recognised in the balance sheet as follows:         622         -804           Deferred tax assets:         -622         -804           11 Inventories         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         0         0           12 Corporation tax payable         31.391         31.640           Balance beginning of the year         82         82           Adjustments for previous years         0         0           Paid during the year, net         829         832           Transfered from deferred tax         0         0           Tax on equity movements         -335         550           Tax on this years profit         654         279	10	Deferred tax assets		
Accounted for in Profit and Loss         182         244           Closing balance         -622         -804           Property, plant and equipment Inventories         -538         -720           Inventories         -84         -84           Receivables         0         0           Net value is recognised in the balance sheet as follows:         -622         -804           Net value is recognised in the balance sheet as follows:         -622         -804           11 Inventories         -622         -804           11 Inventories         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         31.391         31.640           12 Corporation tax payable         829         832           Balance beginning of the year         829         832           Adjustments for previous years         0         0           Paid during the year, net         829         832           Transfered from deferred tax         0         0           Tax on equity movements         -335         550           Tax on this years profit         654         279			-804	-1.047
Closing balance         -622         -804           Property, plant and equipment Inventories         -538         -720 no.           Inventories         -84         -84           Receivables         0         0				_
Property, plant and equipment Inventories         -538 -720 -720 -720 -720 -720 -720 -720 -720		Accounted for in Profit and Loss	182	244
Inventories   -84   -84   -84   Receivables   -80   0   0   0   0   0   0   0   0   0		Closing balance		-804
Receivables         0         0           Net value is recognised in the balance sheet as follows:         -622         -804           Deferred tax assets:         -622         -804           11 Inventories         31.391         31.640           Leasing vehicles         0         0         0           Prepayments for goods         0         0         0           12 Corporation tax payable         829         832           Adjustments for previous years         0         0           Paid during the year, net         -829         -832           Transfered from deferred tax         0         0           Tax on equity movements         -335         550           Tax on this years profit         654         279				
Net value is recognised in the balance sheet as follows:         -804           Deferred tax assets:         -622         -804           11 Inventories         -622         -804           Manufactured goods and goods for resale         31.391         31.640           Leasing vehicles         0         0         0           Prepayments for goods         0         0         0         0           12 Corporation tax payable         829         832 <td></td> <td></td> <td></td> <td></td>				
Net value is recognised in the balance sheet as follows:         -622         -804           Deferred tax assets:         -622         -804           11 Inventories           Manufactured goods and goods for resale         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         0         0           12 Corporation tax payable         31.391         31.640           Balance beginning of the year         829         832           Adjustments for previous years         0         0           Paid during the year, net         829         832           Transfered from deferred tax         0         0           Tax on equity movements         -335         550           Tax on this years profit         654         279		Receivables		0
Deferred tax assets:         -622         -804           11 Inventories           Manufactured goods and goods for resale         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         0         0           Prepayments for goods         31.391         31.640           12 Corporation tax payable         31.391         31.640           Balance beginning of the year         829         832           Adjustments for previous years         0         0           Paid during the year, net         -829         -832           Transfered from deferred tax         0         0           Tax on equity movements         -335         550           Tax on this years profit         654         279				-804
Manufactured goods and goods for resale         31.391         31.640           Leasing vehicles         0         0           Prepayments for goods         0         0           12 Corporation tax payable         31.391         31.640           Balance beginning of the year         829         832           Adjustments for previous years         0         0           Paid during the year, net         -829         -832           Transfered from deferred tax         0         0           Tax on equity movements         -335         550           Tax on this years profit         654         279			200	
11 Inventories         Manufactured goods and goods for resale       31.391       31.640         Leasing vehicles       0       0         Prepayments for goods       0       0         12 Corporation tax payable         Balance beginning of the year       829       832         Adjustments for previous years       0       0         Paid during the year, net       -829       -832         Transfered from deferred tax       0       0         Tax on equity movements       -335       550         Tax on this years profit       654       279		Deferred tax assets:	-622 -	-804
Manufactured goods and goods for resale       31.391       31.640         Leasing vehicles       0       0         Prepayments for goods       0       0         31.391       31.640     12 Corporation tax payable  Balance beginning of the year  Adjustments for previous years  Paid during the year, net  10  Transfered from deferred tax  Tax on equity movements  10  Tax on equity movements  10  Tax on this years profit       0			-622	-804
Leasing vehicles       0       0         Prepayments for goods       31.391       31.640         12 Corporation tax payable       829       832         Balance beginning of the year       829       832         Adjustments for previous years       0         Paid during the year, net       -829       -832         Transfered from deferred tax       0       0         Tax on equity movements       -335       550         Tax on this years profit       654       279	11	Inventories		
Prepayments for goods  31.391 31.640  12 Corporation tax payable  Balance beginning of the year Adjustments for previous years Paid during the year, net Paid during the year, net Transfered from deferred tax Tax on equity movements Tax on this years profit  0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0				
31.39131.64012 Corporation tax payableBalance beginning of the year829832Adjustments for previous years0Paid during the year, net-829-832Transfered from deferred tax0Tax on equity movements-335550Tax on this years profit654279				
Balance beginning of the year Adjustments for previous years Paid during the year, net Transfered from deferred tax Tax on equity movements Tax on this years profit  829 832 832 832 832 832 832 832 832 833 833		Trepayments for goods		
Balance beginning of the year Adjustments for previous years Paid during the year, net Transfered from deferred tax Tax on equity movements Tax on this years profit  829 832 -832 7832 -832 79 654 279			31.391	31.640
Adjustments for previous years       0         Paid during the year, net       -829       -832         Transfered from deferred tax       0         Tax on equity movements       -335       550         Tax on this years profit       654       279	12	Corporation tax payable		
Paid during the year, net       -829       -832         Transfered from deferred tax       0         Tax on equity movements       -335       550         Tax on this years profit       654       279			829	
Transfered from deferred tax  Tax on equity movements  Tax on this years profit  0  -335 550  550  7ax on this years profit  654 279			000	
Tax on equity movements  Tax on this years profit  -335 550  550  279			-829	
Tax on this years profit654279			-335	
Taxes payable end of year319829				
		Taxes payable end of year	319	829

DKK 1,000

13 Recourse guarantee commitments and contigent liabilities	Actual debt	Maximum liability
The company has guaranteed for bank debt and guarantees in the parent company Kjaer Group A/S and Auto Kjaer A/S	32.909	35.000
The company has guaranteed for other financial Letter of Guarantees issued in security for liabilities in Kjaer Group A/S.	23.223	50.000
On the basis of joint VAT registration the company is liable for Kjaer Group A/S total VAT liabilities.	0	Unlimited
Total commitments for liabilities in associated companies	56.132	
Operational lease contracts on company care have been concluded for the years 2016-18		255

Inventories are under retention of title from supplier.

16.408

The Company participates in a Danish joint taxation arrangement in which The Way Forward ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable from the financial year 2013 for income taxes etc for the jointly taxed companies and also for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed companies. The liability, however, does not exceed an amount equalling the share of capital held by the Company, which is owned directly or indirectly by the ultimate parent.

## 14 Related parties

The following related parties have a controlling interest in Kjaer & Kjaer A/S

Kjaer Group A/S Grønnemosevej 6 5700 Svendborg, Denmark Vat no.: DK 81 31 72 16

Kjaer Group A/S owns 100% of the shares in Kjaer & Kjaer A/S

All transactions are made on market terms

### 15 Consolidation

Kjaer & Kjaer A/S is consolidated with Kjaer Group A/S, Svendborg (smallest consolidation) and is consolidated with The Way Forward ApS, Copenhagen (largest consolidation).

Accounting policies 15

The annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class C medium enterprises and generally accepted accounting principles.

The accounting policies applied for the financial statements are consistent with those applied last year.

#### Recognition and measurement

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the group and the value of the assets can be measured reliably.

Liabilities are recognised in the balance sheet when the group has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the group, and the value of the liabilities can be measured reliably.

On initial recognition assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the Profit and loss account when earned, whereas costs are recognised by the amounts attributable to this financial year. Value adjustments of financial assets and liabilities are recorded in the income statement as financial income or financial expenses.

#### Foreign currency translation

On initial recognition foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies, that have not been settled at the balance sheet date, are translated using the exchange rate at the balance sheet date. Exchange rate differences arising between the rate at the transaction date and the rate at the payment date or the balance sheet date, are recognised in the income statement. Fixed assets purchased in foreign currencies are translated using historical rates. Accordingly inventories are measured at the ruling rate of exchange at date of purchase.

#### **Derivative financial instruments**

On initial recognition in the balance sheet derivative financial instruments are measured at cost and subsequently at fair value. Derivative financial instruments are recognised under other receivables or other payables.

Changes in the fair value of derivative financial instruments classified as and complying with the requirements for hedging of a recognised asset or liability are recorded in the Profit and loss account together with changes in the value of the assets or the liabilities hedged.

For derivative financial instruments not complying with the requirements for treatment as hedging instruments, changes in fair value are recognised instantly in the Profit and loss account as financial income or financial expenses.

Changes in the fair value of derivative financial instruments classified as and complying with the requirements for hedging future transactions are entered in the balance sheet and recognised directly on the equity.

### **PROFIT AND LOSS**

### Net turnover

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

### Other operating income

Other operating income comprise income of secondary nature as viewed in relation to the Company's primary activities, including material exeptional gains from the sale of intangible assets and property, plant and equipment, subsidies, rental income, etc.

### Cost of goods sold

Cost of goods sold comprises direct and indirect costs incurred to earn revenue, including depreciation and maintenance of lease cars as well as realised and unrealised capital gains and losses on payables and transactions in foreign currencies.

## Other external expenses

Other external expenses comprise expenses for distribution, sale, marketing, administration, premises, bad debts, etc.

#### Staff costs

Staff costs comprise salaries and wages as well as social security costs, pension contributions, etc for the Company's staff,

#### Depreciation and amortisation

Depreciation of premises, plant and equipment with a limited useful life is carried out straight-line on the basis of the expected economic and technical lives of these assets which are generally determined as follows:

Years

Other tools and equipment

3-5

#### Financial income and expenses

These items comprise interest income and expenses as well as tax surcharge and repayment under the Danish Tax Prepayment Scheme.

#### Income taxes

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the Profit and loss account by the portion attributable to the profit/loss for the year. In the event that items recognised directly on equity result in changes to the tax liabilities of the company, the impact of such changes is set off when the entry is made on the equity.

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

Deferred tax is recognised and measured applying the liability method on all temporary differences between the carrying amount and tax-based value of assets and liabilities. The tax value of the assets is calculated based on the planned use of each asset.

Deferred tax is measured based on the tax regulations and tax rates of the relevant countries that will be in effect, using the laws at the balance sheet date, when the deferred tax is estimated to be triggered as current tax. Changes in deferred tax resulting from changed tax rates are recognised in the income statement.

Deferred tax assets, including the tax value of carrying forward tax losses, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

The Company is jointly taxed with Parent and its Danish Group enterprises. The current Danish income tax is allocated among the jointly taxed Danish companies proportionally to their taxable income (full allocation with a refund concerning tax losses)...

### THE BALANCE SHEET

### Tangible fixed assets

Fixed assets with limited service time are entered at cost price less depreciations. Financing cost are recognised in the income statement.

In the event that the recoverable amount is lower than the carrying amount, the asset in question is written down.

### Inventories

Inventories consist of vehicles, motorcycles and spare parts.

Inventories are measured at the lower of cost using the FIFO method and net realisable value. Financing costs are not included in cost.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

### Receivables

Receivables are measured at amortised cost, usually equalling nominal value less provisions for bad debts.

#### Equity

Dividends are recognised as a liability at the time of adoption at the general meeting. The proposed dividends for the financial year are disclosed as a separate item under equity.

### Financial liabilities

Financial liabilities are recognised at amortised cost, which usually corresponds to nominal value.

## THE CASHFLOW STATEMENT

The cash flow statement is presented using the indirect method and shows cash flows from operating, investing and financing activities as well as the company's cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are calculated as the gross profit less other external and staff expenses adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investment transactions comprises the purchase and sale of property, plant and equipment.

Cash flows from financing activities comprise raising and instalment on long-term debt, receivables and payable to group companies and payment of dividend.

Cash and cash equivalents comprise cash less short-term bank debt.

#### **KEY FIGURES**

Financial highlights are defined and calculated as per below:

### **EBITDA**

Earningsbefore depreciations, interests, tax and minority interests

#### FRIT

Earningsbefore interest, tax and minority interests

#### NOPLAT

EBIT less tax

### Gross margin

Gross profit \* 100 / Net Turnover

## EBITDA margin

EBITDA \* 100 / Net Turnover

### Earnings to Equity ratio (ROE)

Earnings after tax \* 100 / Average equity

# Return on Capital Employed (ROIC)

NOPLAT \* 100 / Average capital employed

# Solidity ratio

Total equity \* 100 / Total assets

## Company

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info@kjaer.com

## **Board of directors**

Mads Kjær (Chairman) Richard Valentin Nijhout Flemming Eltang

## Management

Richard Valentin Nijhout

## **Auditors**

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