

ALPI Air & Sea A/S Fastrupdalen 2, 7400 Herning

Company reg. no. 25 86 96 56

Annual report 2019

The annual report was submitted and approved by the general meeting on the 26 May 2020.

Kjeld B. Skov Chairman of the meeting



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Notes

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146.940, and that 23.5 % means 23.5 %.



Management's report

The board of directors and the managing director have today presented the annual report of ALPI Air & Sea A/S for the financial year 1 January to 31 December 2019.

The annual report has been presented in accordance with the Danish Financial Statements Act.

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2019 and of the company's results of its activities and cash flows in the financial year 1 January to 31 December 2019.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

We recommend that the annual report be approved by the general meeting.

Herning, 17 April 2020

Managing Director

Morten Høgsberg Nielsen

Board of directors

John Blæsbjerg Kjeld B. Skov Sandro Pitigliani

Alessio Albini



Independent auditor's report

To the shareholders of ALPI Air & Sea A/S

Opinion

We have audited the annual accounts of ALPI Air & Sea A/S for the financial year 1 January to 31 December 2019, which comprise accounting policies used, profit and loss account, balance sheet, cash flow statement and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2019 and of the results of the company's operations and cash flows for the financial year 1 January to 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

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

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.



Independent auditor's report

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts 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 the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.



Independent auditor's report

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Herning, 17 April 2020

Partner Revision

State Authorised Public Accountants Company reg. no. 15 80 77 76

Tommy H. Andersen State Authorised Public Accountant mne31399



Company information

The company ALPI Air & Sea A/S

Fastrupdalen 2 7400 Herning

Company reg. no. 25 86 96 56 Established: 9 January 2001

Domicile: Herning

Financial year: 1 January - 31 December

Board of directors John Blæsbjerg

Kjeld B. Skov Sandro Pitigliani Alessio Albini

Managing Director Morten Høgsberg Nielsen

Auditors Partner Revision statsautoriseret revisionsaktieselskab

Industrivej Nord 15

7400 Herning

Bankers Spar Nord Bank A/S

Dalgasgade 30 7400 Herning

Sydbank A/S Dalgasgade 22 7400 Herning

Lawyer Dahl Advokatfirma, Kaj Munks Vej 4, 7400 Herning

Parent company Alpi Danmark A/S



Financial highlights

DKK in thousands.	2019	2018	2017	2016	2015
Income statement:					
Gross profit	35.151	30.579	25.493	23.251	21.454
Profit from ordinary operating activities	8.019	7.921	5.947	4.612	4.544
Net financials	-185	-4	-191	80	79
Net profit or loss for the year	6.071	6.155	4.445	3.631	3.481
Statement of financial position:					
Balance sheet total	60.522	43.753	38.082	25.574	25.978
Investments in property, plant and equip-					
ment	1.449	708	269	0	968
Equity	28.891	22.820	16.665	12.220	8.588
Employees:					
Average number of full-time employees	46	39	35	35	31
Key figures in %:					
Solvency ratio	47,7	52,2	43,8	47,8	33,1
Return on equity	23,5	31,2	30,8	34,9	68,0

The calculation of key figures and ratios follow the Danish Association of Finance Analysts' recommendations.



Management commentary

The principal activities of the company

The company is a forwarding company specialised within sea- and air transport.

Development in activities and financial matters

The gross profit for the year is DKK 35.151.000 against DKK 30.579.000 last year. The results from ordinary activities after tax are DKK 6.071.000 against DKK 6.155.000 last year. The management consider the results satisfactory.

Special risks

Operating risks

The outbreak of Coronavirus (COVID-19) presents new challenges and risks for the company. A number of measures have been taken to ensure the health and health of employees. In connection with the health risks, the outbreak of viruses has meant uncertainty and instability both politically / socially and for the company. Current and any future political and economic measures that may be implemented could pose financial risks related to the company's operations and possibly limit the company's trading opportunities.

However, the company's current and planned activities do not give rise to particular financial risks, and the company's liquidity preparedness is deemed to be adequately hedged.

The expected development

The result for 2020 is expected to be less than 2019 due lower acticity in general and the outbreak of Coronavirus. A positive result is still expected.

Events subsequent to the financial year

No circumstances have occurred after the balance sheet date that have a material impact on the assessment of the annual report. However, reference is made to the management report's section on special risks related to the mention of COVID19.



The annual report for ALPI Air & Sea A/S has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

Changes in the accounting policies

The item "Staff costs" has been reclassified so that certain types of expenses previously recognised under "Staff costs" will, in the future, be recognised under the item "Other external charges".

The change in classification has no effect on the net profit or loss for the year, nor on the statement of financial position, neither for the current financial year, nor the previous financial year. The comparative figures have been adjusted in accordance with the reclassification.

Except for the above, the accounting policies for the financial statements remain unchanged from last year.

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.



Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

Income statement

Gross profit

The gross profit comprises the net turnover, forwarding costs, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Forwarding costs

Forwarding costs comprise cost for purchase of service and external cost that can be directly allocated to a specific transport.

Other operating income comprise accounting items of secondary nature in proportion to the principal activities of the enterprise, including gains on disposal of intangible and tangible fixed assets.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.



Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

The balance sheet

Tangible fixed assets

Other tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

If the amortisation period or the residual value is changed, the effect on amortisation will in the future be recognised as a change in the accounting estimates.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

Useful life 3-5 years

Other plants, operating assets, fixtures and furniture

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or losses are recognised in the profit and loss account as other operating income or other operating expenses.

Leases

Leases are regarded as operating leases. Payments in connection with operating leases and other lease agreements are recognised in the income statement for the term of the contract. The company's total liabilities concerning operating leases and lease agreements are recognised under contingencies, etc.



Writedown of fixed assets

The book values of both intangible and tangible fixed assets as well as equity investments in subsidiaries and associated enterprises are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets respectively. Writedown takes place to the recoverable amount, if this value is lower than the book value.

The recoverable value is equal to the value of the net selling price or the value in use, whichever is higher. The value in use is determined as the present value of the expected net cash flow deriving from the use of the asset or the group of assets.

Previously recognised writedown is reversed when the condition for the writedown no longer exist. Writedown relating to goodwill is not reversed.

Receivables

Receivables are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, they are written down for impairment to the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, ALPI Air & Sea A/S is proportionally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax assets, including the tax value of tax losses eligible for carry over, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set off in deferred tax liabilities within the same legal tax unit.



Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

The cash flow statement

The cash flow statement shows the cash flow of the company for the year, divided in cash flows deriving from operating activities, investment activities, and financing activities, respectively, the changes in the liabilities, and the available funds at the beginning and the end of the year respectively.

Cash flow from operating activities

Cash flow from operating activities are calculated as the results for the year adjusted for non-cash operating items, the change in the working capital, and corporate tax paid.

Cash flow from investment activities

Cash flow from investment activities comprises payments in connection with the acquisition and sale of intangible and tangible fixed assets and fixed asset investments respectively.

Cash flow from financing activities

Cash flow from financing activities comprises changes in the size or the composition of the share capital and the costs in this connection. Furthermore, these activities comprise borrowings, intercompany transactions, instalments on interestbearing debt, and payment of dividend to the shareholders.

Available funds

Available funds comprise cash funds with deduction of short-term bank debt.



Income statement 1 January - 31 December

All amounts in DKK.

Not	<u>e</u>	2019	2018
	Gross profit	35.151.377	30.578.887
1	Staff costs	-26.837.732	-22.410.651
	Depreciation and writedown relating to tangible fixed assets	-295.080	-246.805
	Operating profit	8.018.565	7.921.431
	Other financial income from group enterprises	179.429	120.052
	Other financial income	605	30.223
	Other financial costs	-364.620	-154.364
	Pre-tax net profit or loss	7.833.979	7.917.342
2	Tax on ordinary results	-1.763.026	-1.761.898
	Net profit or loss for the year	6.070.953	6.155.444
	Proposed appropriation of net profit:		
	Transferred to retained earnings	6.070.953	6.155.444
	Total allocations and transfers	6.070.953	6.155.444



Statement of financial position 31 December

All amounts in DKK.

	Assets		
Note	<u>e</u>	2019	2018
	Non-current assets		
3	Other plants, operating assets, and fixtures and furniture	1.939.937	868.970
	Total property, plant, and equipment	1.939.937	868.970
	Total non-current assets	1.939.937	868.970
	Current assets		
	Trade debtors	30.738.044	27.943.381
	Amounts owed by group enterprises	14.962.307	12.791.708
	Deferred tax assets	0	17.800
	Other debtors	1.311.554	391.173
	Accrued income and deferred expenses	935.067	419.826
	Total receivables	47.946.972	41.563.888
	Available funds	10.634.620	1.319.688
	Total current assets	58.581.592	42.883.576
	Total assets	60.521.529	43.752.546



Statement of financial position 31 December

All amounts in DKK.

	Equity and liabilities		
Note	<u>2</u>	2019	2018
	Equity		
4	Contributed capital	500.000	500.000
5	Retained earnings	28.391.115	22.320.162
	Total equity	28.891.115	22.820.162
	Provisions		
	Provisions for deferred tax	60.730	0
	Total provisions	60.730	0
	Liabilities other than provisions		
6	Other payables	910.578	0
	Total long term liabilities other than provisions	910.578	0
	Bank debts	53.318	19.613
	Trade payables	18.142.322	15.326.982
	Payables to group enterprises	6.545.441	0
	Corporate tax	1.684.496	1.743.698
	Other payables	4.233.529	3.842.091
	Total short term liabilities other than provisions	30.659.106	20.932.384
	Total liabilities other than provisions	31.569.684	20.932.384
	Total equity and liabilities	60.521.529	43.752.546

⁷ Contingencies

⁸ Related parties



Statement of cash flows 1 January - 31 December

4 11			D 7777
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Δ III	announts	111	DINN.

Note	<u> </u>	2019	2018
	Results for the year	6.070.953	6.155.444
9	Adjustments	2.155.194	1.993.709
10	Change in working capital	-1.023.476	-431.633
	Cash flow from operating activities before net financials	7.202.671	7.717.520
	Interest received and similar amounts	180.033	150.283
	Interest paid and similar amounts	-13.844	-9.676
	Cash flow from ordinary activities	7.368.860	7.858.127
	Corporate tax paid	-1.743.698	-1.203.686
	Cash flow from operating activities	5.625.162	6.654.441
	Purchase of tangible fixed assets	-1.448.549	-707.548
	Sale of tangible fixed assets	170.000	197.000
	Cash flow from investment activities	-1.278.549	-510.548
	Raising of long-term debts	910.578	0
	Cash flow from changes in intercompany accounts	4.374.812	-13.789.472
	Cash flow from financing activities	5.285.390	-13.789.472
	Changes in available funds	9.632.003	-7.645.579
	Available funds 1 January	1.300.075	9.090.349
	Exchange rate adjustments (available funds)	-350.776	-144.695
	Available funds 31 December	10.581.302	1.300.075
	Available funds		
	Available funds	10.634.620	1.319.688
	Short-term bank debts	-53.318	-19.613
	Available funds 31 December	10.581.302	1.300.075



Book value 31 December

All amounts in DKK. 2019 2018 1. **Staff costs** Salaries and wages 24.943.287 19.940.815 Pension costs 1.616.545 2.213.602 Other costs for social security 277.900 256.234 26.837.732 22.410.651 Average number of employees 46 39 2. Tax on ordinary results Tax of the results for the year 1.684.496 1.743.698 Adjustment for the year of deferred tax 78.530 18.200 1.763.026 1.761.898 3. Other plants, operating assets, and fixtures and furniture Cost 1 January 2.679.683 2.366.535 Additions during the year 707.548 1.448.549 Disposals during the year -499.604 -394.400 Cost 31 December 3.628.628 2.679.683 Depreciation and writedown 1 January -1.810.713 -1.780.392 Depreciation for the year -295.082 -261.102 Reversal of depreciation, amortisation and writedown, assets disposed of 417.104 230.781 Depreciation and writedown 31 December -1.688.691 -1.810.713

868.970

1.939.937



All a	mounts in DKK.		
		31/12 2019	31/12 2018
4.	Contributed capital		
	Contributed capital 1 January	500.000	500.000
		500.000	500.000
5.	Retained earnings Retained earnings 1 January	22.320.162	16.164.718
	Profit or loss for the year brought forward	6.070.953 28.391.115	6.155.444 22.320.162
6.	Other payables		
	Long term holiday obligation	910.578	0
		910.578	0

7. **Contingencies**

Contingent liabilities

None of the assets in company is mortaged.

The Company's obligations regarding rent of equipment:

In total TDKK 3.697 for the remaining period of the agreements.

Obligation regarding rent of office:

In total TDKK 2.688 for the notice period of the rent agreements.

There are no contingent liabilities except from the normal garanties which is incidental to the operation of the company.

Joint taxation

With ALPI DANMARK A/S, company reg. no 15129506 as administration company, the company is subject to the Danish scheme of joint taxation and is proportionally liable for tax claims within the joint taxation scheme.



All amounts in DKK.

7. Contingencies (continued)

Joint taxation (continued)

The company is proportionally liable for any obligations to withhold tax on interest, royalties, and dividends of the jointly taxed companies.

The liabilities amount to a maximum amount corresponding to the share of the company capital, which is owned directly or indirectly by the ultimate parent company.

The jointly taxed enterprises' total known net liability to the Danish tax authorities emerges from the financial statements of the administration company.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.

8. Related parties

Controlling interest

Alpi Danmark A/S

Majority shareholder

Fastrupdalen 2

7400 Herning

Denmark

Transactions

In the year 2019 there has been transactions with the parent company ALPI DANMARK A/S. These transaktions are not a material part of the companies' turnover and have been carried out according to normal business conditions.



All amounts in DKK.

Consolidated annual accounts

The company is included in the consolidated annual accounts of:

Alpi Danmark A/S

Fastrupdalen 2

7400 Herning

The company is also included in the consolidated annual accounts of:

Albini & Pitigliani SPA

Viale G. Marconi 46

59100 Prato, Italy

The consolidated financial statements can be requested here:

www.virk.dk

www.registroimprese.it/en

		2019	2018
9.	Adjustments		
	Depreciation and amortisation	295.082	261.102
	Profit from sale of fixed assets	-87.500	-33.380
	Other financial income	-180.034	-150.275
	Other financial costs	364.620	154.364
	Tax on ordinary results	1.763.026	1.761.898
		2.155.194	1.993.709
10.	Change in working capital		
	Change in debtors	-4.230.252	-384.823
	Change in trade creditors and other liabilities	3.206.776	-46.810
	Change in trade creditors and other habilities	3.200.770	-40.810
		-1.023.476	-431.633