

KINGSPAN A/S

Mercurvej 12 A, 9530 Støvring

**Annual report for the period
1 January to 31 December 2023**

CVR no. 26 06 52 67

Adopted at the annual general meeting on 21 June 2024

Chairman of the meeting: David Kasik


David Kasik (Jun 21, 2024 11:04 GMT+2)

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Statement by management on the annual report

The Board of directors and executive board have today discussed and approved the annual report of KINGSPAN A/S for the financial year 1 January - 31 December 2023.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2023 and of the results of the company's operations for the financial year 1 January - 31 December 2023.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's operations and financial matters, the results for the year and the Company's financial position.

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

Støvring, 21 June 2024

Executive board

Allan Folmer Christensen
Director


Allan Christensen (Jun 21, 2024 11:20 GMT+2)

Board of directors


David McMahon (Jun 21, 2024 10:12 GMT+1)

David McMahon
chairman


Jitka Nemcova (Jun 21, 2024 11:05 GMT+2)

Jitka Nemcova


David Kasik (Jun 21, 2024 11:04 GMT+2)

David Kasik

Independent auditor's report

Opinion

We have audited the financial statements of KINGSPAN A/S for the financial year 1 January – 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including 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 financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023 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 our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 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 the financial statements.

Independent auditor's report

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

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

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

Statement on the 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 assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility 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 our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, 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 conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the Management's review.

Aalborg, 21 June 2024

EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Hans B. Vistisen
State Authorised
Public Accountant
mne23254



Henrik K. Andersen
State Authorised
Public Accountant
mne36193

Company details

The company

KINGSPAN A/S
Mercurvej 12 A
9530 Støvring

CVR no.: 26 06 52 67

Reporting period: 1 January - 31 December 2023

Domicile: Rebild

Board of directors

David McMahon, chairman
Jitka Nemcova
David Kasik

Executive board

Allan Folmer Christensen, director

Auditors

EY Godkendt Revisionspartnerselskab
Østre Havnegade 65
9000 Aalborg

Management's review

Business review

The company's main activity is insulation designs and insulated panels for industrial buildings.

Financial review

The company's income statement for the year ended 31 December 2023 shows a profit of DKK 1.463.038, and the balance sheet at 31 December 2023 shows equity of DKK 23.553.759.

Significant events occurring after the end of the financial year

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

Income statement 1 January - 31 December

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Revenue		67.545.152	142.415.935
Change in inventories of finished goods, work in progress and goods for resale		-94.523	-14.243
Other operating income		152.637	0
Raw materials and consumables		-54.121.045	-123.215.011
Other external expenses		<u>-4.191.178</u>	<u>-7.360.294</u>
Gross profit		9.291.043	11.826.387
Staff costs	1	<u>-7.252.405</u>	<u>-8.361.418</u>
Profit/loss before amortisation/depreciation and impairment losses		2.038.638	3.464.969
Depreciation and amortisation of property, plant and equipment		<u>-500.402</u>	<u>-483.333</u>
Profit/loss before net financials		1.538.236	2.981.636
Financial income		395.310	19.782
Financial costs	2	<u>-104.180</u>	<u>-129.793</u>
Profit/loss before tax		1.829.366	2.871.625
Tax on profit for the year	3	<u>-366.328</u>	<u>-687.254</u>
Profit/loss for the year		<u>1.463.038</u>	<u>2.184.371</u>

Distribution of profit

Proposed distribution of profit/loss

Retained earnings		<u>1.463.038</u>	<u>2.184.371</u>
		<u>1.463.038</u>	<u>2.184.371</u>

Balance sheet 31 December

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Assets			
Rights of use assets	4	0	260.345
Other fixtures and fittings, tools and equipment	4	<u>656.510</u>	<u>562.599</u>
Fixed assets		<u>656.510</u>	<u>822.944</u>
Total non-current assets		<u>656.510</u>	<u>822.944</u>
Finished goods and goods for resale		<u>87.753</u>	<u>182.276</u>
Stocks		<u>87.753</u>	<u>182.276</u>
Trade receivables	5	9.801.081	17.997.348
Receivables from group entities		7.005.505	1.661.500
Other receivables		37.500	37.500
Deferred tax asset		166.274	48.734
Joint taxation contributions receivable		0	469.311
Prepayments		<u>113.065</u>	<u>175.159</u>
Receivables		<u>17.123.425</u>	<u>20.389.552</u>
Cash at bank and in hand		<u>10.754.486</u>	<u>8.940.046</u>
Total current assets		<u>27.965.664</u>	<u>29.511.874</u>
Total assets		<u>28.622.174</u>	<u>30.334.818</u>

Balance sheet 31 December

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Equity and liabilities			
Share capital		2.000.000	2.000.000
Retained earnings		<u>21.553.759</u>	<u>20.040.866</u>
Equity		<u>23.553.759</u>	<u>22.040.866</u>
Other credit institutions		394.171	3.245.382
Lease obligation		0	265.787
Prepayments received from customers		1.139.170	49.346
Trade payables		212.359	358.826
Corporation tax		369.094	226.366
Other payables		<u>2.953.621</u>	<u>4.148.245</u>
Total current liabilities		<u>5.068.415</u>	<u>8.293.952</u>
Total liabilities		<u>5.068.415</u>	<u>8.293.952</u>
Total equity and liabilities		<u>28.622.174</u>	<u>30.334.818</u>
Contingent liabilities	6		
Related parties and ownership structure	7		

Statement of changes in equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity	2.000.000	20.040.866	22.040.866
Net profit/loss for the year	0	1.463.038	1.463.038
Share options	0	49.855	49.855
Equity	<u>2.000.000</u>	<u>21.553.759</u>	<u>23.553.759</u>

Notes

	<u>2023</u> DKK	<u>2022</u> DKK
1 Staff costs		
Wages and salaries	6.611.185	7.643.338
Pensions	578.495	625.343
Other social security costs	<u>62.725</u>	<u>92.737</u>
	<u>7.252.405</u>	<u>8.361.418</u>
Number of fulltime employees on average	<u>11</u>	<u>11</u>

Employees of KINGSPAN A/S receive remuneration in the form of share-based payments, whereby employees render services as consideration for warrants granted by KINGSPAN Group. As KINGSPAN A/S does not have responsibility for settling the transaction, the arrangement is accounted for as an equity-settled share-based payment transaction.

A management recharge, based upon the grant date fair value of the warrants, is accrued over the vesting period of the share-based payment. As the recharge amount is directly based on the value of the underlying share-based payment, the recharge to KINGSPAN Group is charged directly to equity, provided it represents a return of the capital contribution received up to the amount of the contribution and a distribution thereafter.

	<u>2023</u> DKK	<u>2022</u> DKK
2 Financial costs		
Interest expenses, group entities	45.133	88.012
Other financial costs	<u>59.047</u>	<u>41.781</u>
	<u>104.180</u>	<u>129.793</u>
3 Tax on profit for the year		
Current tax for the year	369.094	650.386
Deferred tax for the year	49.859	-9.985
Adjustment of tax concerning previous years	114.774	101.247
Adjustment of deferred tax concerning previous years	<u>-167.399</u>	<u>-54.394</u>
	<u>366.328</u>	<u>687.254</u>

Notes

4 Fixed assets

	<u>Rights of use assets</u>	<u>Other fixtures and fittings, tools and equipment</u>
Cost	1.299.959	1.873.243
Additions for the year	0	391.331
Disposals for the year	<u>0</u>	<u>-344.176</u>
Cost	<u>1.299.959</u>	<u>1.920.398</u>
Impairment losses and depreciation	1.039.599	1.310.644
Depreciation for the year	260.360	240.057
Reversal of impairment and depreciation of disposed assets	<u>0</u>	<u>-286.813</u>
Impairment losses and depreciation	<u>1.299.959</u>	<u>1.263.888</u>
Carrying amount	<u>0</u>	<u>656.510</u>

5 Receivables from group entities

Kingspan A/S has concluded an agreement regarding a cash pool scheme with Danske Bank A/S, according to which Kingspan A/S is the sub-account holder together with the Group's other group entities. Under the terms agreed for the cash pool scheme, Danske Bank A/S is entitled to settle withdrawals and balances with each other whereby only the net balance of the total cash pool accounts makes up the Groups balance with Danske Bank A/S.

Kingspan A/S' account in the cash pool scheme, which is recognised as a receivable from group entities, made up an account balance of DKK 5.223 thousand at 31 December 2023 (at 31 December 2022: a balance of DKK 985 thousand).

6 Contingent liabilities

The company is jointly taxed with other Danish group companies. As a group company, the company is unlimited and solid with other group companies for Danish corporate taxes and withholding taxes on dividends, interest and royalties within the joint taxation group. The jointly taxed companies' total known net obligation to the tax authorities is stated in the management company's financial statements, Logstor Denmark Holding ApS, CVR 35375627. Any subsequent corrections of joint taxation income and withholding tax, etc. will cause the company's liability to constitute a smaller or larger amount.

Kingspan A/S is party to a few pending legal actions. In Management's opinion, the outcome of these legal actions will not further affect the Company's financial position apart from the receivables and liabilities recognised in the balance sheet at 31 December 2023.

7 Related parties and ownership structure

Consolidated financial statements

The company is included in the consolidated financial statements of Kingspan, Ireland, Dublin.

The Annual report can be required here:

<https://www.kingspangroup.com/en/investors/reports-and-presentations/Kingspan>

Accounting policies

The annual report of KINGSPAN A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2023 is presented in DKK

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the sale of goods for resale is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

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

Raw materials and consumables

Production costs comprise costs incurred in generating revenue for the year. Commercial entities recognise their cost of sales incurred in generating the revenue for the year. Such costs include direct and indirect costs of raw materials and consumables.

Other operating income

Other operating income includes items of a secondary nature relative to the company's activities, including gains on the sale of items of property, plant and equipment.

Other external expenses

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

Accounting policies

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Employees of KINGSPAN A/S receive remuneration in the form of share-based payments, whereby employees render services as consideration for warrants granted by KINGSPAN Group. As KINGSPAN A/S does not have responsibility for settling the transaction, the arrangement is accounted for as an equity-settled share-based payment transaction.

A management recharge, based upon the grant date fair value of the warrants, is accrued over the vesting period of the share-based payment. As the recharge amount is directly based on the value of the underlying share-based payment, the recharge to KINGSPAN Group is charged directly to equity, provided it represents a return of the capital contribution received up to the amount of the contribution and a distribution thereafter.

Amortisation and depreciation

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

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Tax on profit for the year

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Accounting policies

Balance sheet

Fixed assets

Items of rights of use assets and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

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

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

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

	Useful life	Residual value
Rights of use assets	5 years	0 %
Other fixtures and fittings, tools and equipment	3-7 years	0 %

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

Gains and losses on the sale of items of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses, respectively.

Accounting policies

Leases

The company has chosen to use IFRS 16 to interpret the provisions of the Danish Financial Statements Act for the recognition of leases.

When entering into a contract, the Company assesses whether the contract is a lease or contains a lease component. A lease is defined as a contract or part of a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration. When assessing whether a contract contains a lease component, it must be considered whether, during the period of use, the lessee has the right to substantially all economic benefits from the use of the identified asset and the right to direct the use of the identified asset.

The Company recognises a right-of-use asset and a lease liability at the commencement date.

The Company leases cars including a service component in the payments to the lessor. This service is separated from the lease payment when measuring the lease liability. If the Company is unable to reliably separate lease components and non-lease components, it is considered a single lease component.

Lease liabilities are initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses its incremental borrowing rate.

The lease payments consist of fixed and variable lease payments that depend on an index or a rate, guaranteed residual values, purchase options and extension options if the Company is reasonably certain to exercise the option and termination penalties if the lease term reflects the Company exercising an option to terminate the lease. The lease liability is subsequently adjusted as follows if:

- The value of the index or rate on which the lease payments are based is changed.
- The exercise of options is changed in order to extend or terminate the lease due to significant events or a significant change in circumstances within the Company's control.
- The lease term is changed if the option is exercised in order to extend or terminate the lease.
- Estimated residual value guarantee is changed.
- The contract is renegotiated or modified.

Accounting policies

Any subsequent adjustment of the future lease liability is recognised as an adjustment to the right-of-use asset. If the carrying amount of the right-of-use asset is DKK 0, a negative adjustment to the right-of-use asset is, however, recognised in the income statement.

The right-of-use asset is initially measured at cost comprising amount of initial measurement of the lease liability plus any initial direct costs and any estimated costs of dismantling and removal of the asset at the end of the lease term which the Company is under an obligation to incur and any prepaid lease payments and less any lease incentives received.

The right-of-use asset is depreciated over the shorter of the lease term and the useful life of the right-of-use asset.

Short-term leases with a maximum lease term of 12 months and leases for low-value assets are not recognised in the balance sheet.

Stocks

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

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

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct cost of labour and production/production overheads.

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

Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Receivables are measured at amortised cost.

Write-down for bad and doubtful debts is made when there is objective evidence that a receivable has been impaired.

Prepayments

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

Accounting policies

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Considering the nature of the scheme, account balances relating to the Group's cash pool scheme are not considered cash and cash equivalents, but are included in the financial statement item receivables from group entities.

Income tax and deferred tax

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purpose and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax assets is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities

The Company has chosen IAS 39 as interpretation for recognition and measurement of liabilities.

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

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

Prepayments from customers

Prepayments from customers recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

Accounting policies

Foreign currency translation

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

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

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

Denmark - Annual report 2023

Final Audit Report

2024-06-21

Created:	2024-06-21
By:	Jakub Vecera (jakub.vecera@kingspan.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAaeZ2dfBGDXH-ju8CMOuj0PyM5BJgb87M

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 Signer allan.christensen@kingspan.com entered name at signing as Allan Christensen

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Signature Date: 2024-06-21 - 9:20:51 AM GMT - Time Source: server- IP address: 62.107.107.15

 Agreement completed.

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