



DBI Plastics Group A/S

Stenmaglevej 20 D
4295 Stenlille
CVR No. 27171737

Annual report 2022

The Annual General Meeting adopted the annual report on 17.04.2023

Ole Lund Madsen

Chairman of the General Meeting

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Entity details

Entity

DBI Plastics Group A/S

Stenmaglevej 20 D

4295 Stenlille

Business Registration No.: 27171737

Registered office: Sorø

Financial year: 01.01.2022 - 31.12.2022

Board of Directors

Christian Egemose Agger

Per Toft Valstorp

Claus Henningsen

Hans Christian Petersen

Executive Board

Hans Hellstrøm Henningsen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of DBI Plastics Group A/S for the financial year 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

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

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

Stenlille, 17.04.2023

Executive Board

Hans Hellstrøm Henningsen

Board of Directors

Christian Egemose Agger

Per Toft Valstorp

Claus Henningsen

Hans Christian Petersen

Independent auditor's report

To the shareholder of DBI Plastics Group A/S

Opinion

We have audited the financial statements of DBI Plastics Group A/S for the financial year 01.01.2022 - 31.12.2022, which comprise the income statement, balance sheet, statement of changes in equity 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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 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 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. 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.

København, 17.04.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

René Carøe Andersen

State Authorised Public Accountant
Identification No (MNE) mne34499

Christoffer Anholm Salmon

State Authorised Public Accountant
Identification No (MNE) mne47918

Management commentary

Primary activities

The primary activities of the Company comprise the development, manufacturing and sale of protective solutions, which are sold mainly on the European market. The production is carried out primarily in Denmark, and sales are carried out through enterprises in Denmark, six other European countries, North America and Asia; see the group chart on page 8.

Development in activities and finances

The business activity in the automotive segment was impacted by another decline in the total production of vehicles in Europe, caused by among other by shortage of micro-chips early in the year, uncertainty following the war in Ukraine and general recessionary fears. Decline in our activity was lower than the general market decline. The industry segment was strong in the first half of the year, but then declined reflecting the general macro-economic developments.

The very high raw material prices continued in the first half and started to decline in the second half of the year, yet still ended about 50% higher than historic levels. The very high energy prices seen during the year also negatively impacted the production costs. The increased costs have only partially been recovered through increases in sales prices.

The Group's income from investment in subsidiaries was DKK 6,843 thousand (DKK 11,699 thousand in 2021).

The consolidated profit for the year ended at DKK 7,766 thousand (DKK 12,653 thousand in 2021).

Uncertainty relating to recognition and measurement

The valuation of assets and liabilities is made in accordance with current accounting policies and Management of DBI Plastics Group A/S is of the opinion that no uncertainty is related to recognition and measurement.

Unusual circumstances affecting recognition and measurement

There have been no unusual circumstances affecting recognition and measurement in the financial year 2022.

The Company's activities do not involve any particular risks; neither operating nor financial risks. As the main part of transactions is carried out in euro, the Company's activities are not considered to involve any special foreign exchange risks.

Outlook

Despite the uncertainty in the macro-economic outlook analysts predicts the European automotive market to grow by more 5.3% in 2023, also reflecting years of pent-up demand. The industry segment is not expected to recover during the year. Inflationary pressures is likely to impact total operating costs. We expect the automotive growth and full year impact from 2022 price adjustments to outweigh the 2023 cost increases and low demand in the industry segment.

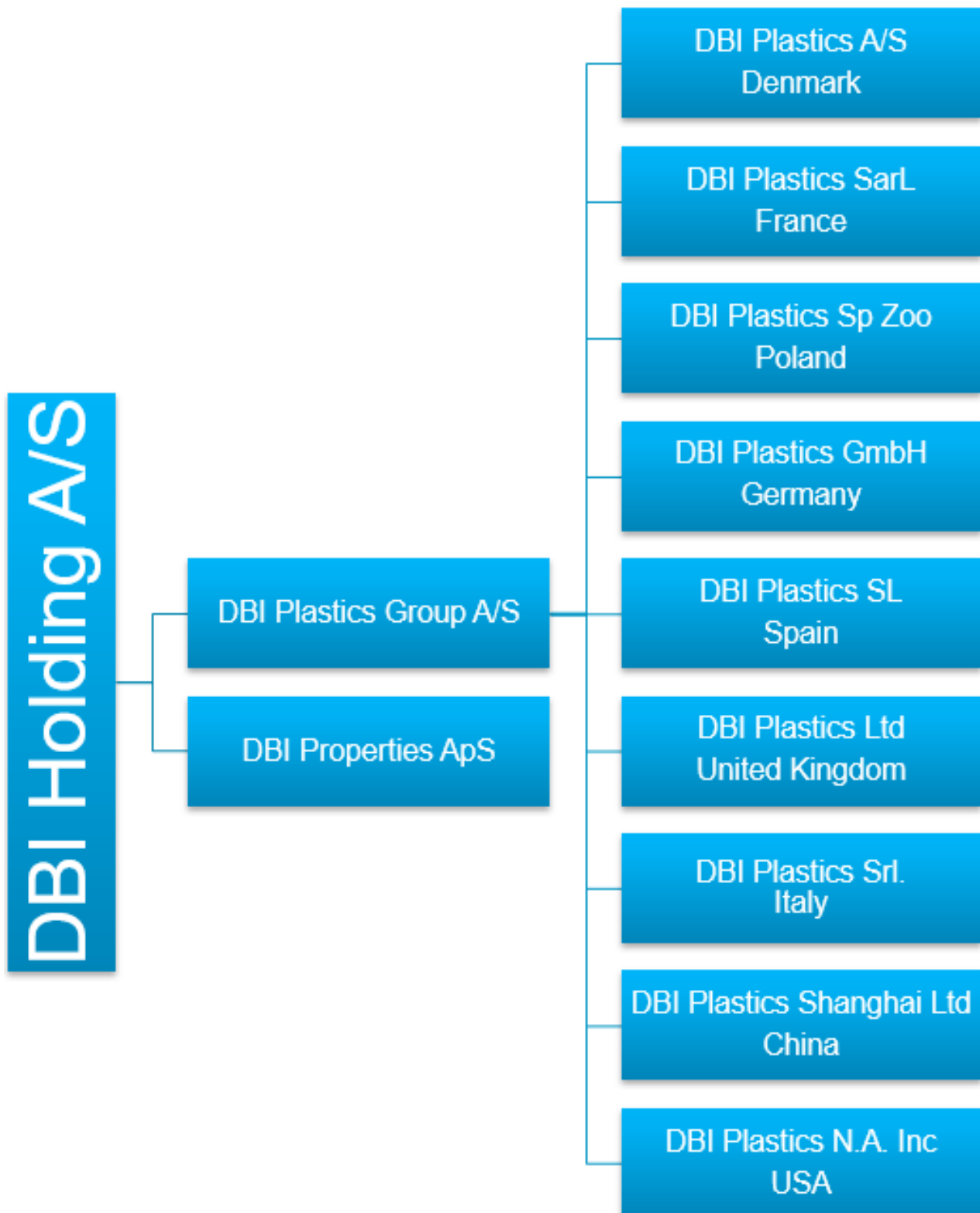
Environmental performance

The manufacturing company is environmentally certified under ISO 14001 and, moreover, also under ISO 9001, ISO 50001 and IATF 16949. The Company's activities do not have any material environmental impact.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Supplementary reports



Income statement for 2022

	Notes	2022 DKK	2021 DKK
Other external expenses		(125,500)	(51,000)
Gross profit/loss		(125,500)	(51,000)
Income from investments in group enterprises		6,843,271	11,698,733
Other financial income	1	1,308,793	1,274,909
Profit/loss before tax		8,026,564	12,922,642
Tax on profit/loss for the year	2	(260,324)	(269,260)
Profit/loss for the year		7,766,240	12,653,382
Proposed distribution of profit and loss:			
Ordinary dividend for the financial year		2,500,000	5,000,000
Retained earnings		5,266,240	7,653,382
Proposed distribution of profit and loss		7,766,240	12,653,382

Balance sheet at 31.12.2022

Assets

	Notes	2022 DKK	2021 DKK
Investments in group enterprises		84,469,820	81,375,138
Financial assets	3	84,469,820	81,375,138
Fixed assets		84,469,820	81,375,138
Receivables from group enterprises		25,062,628	45,741,608
Receivables		25,062,628	45,741,608
Cash		488	488
Current assets		25,063,116	45,742,096
Assets		109,532,936	127,117,234

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Contributed capital		500,000	500,000
Reserve for net revaluation according to the equity method		44,239,021	41,144,179
Retained earnings		59,164,028	56,881,169
Proposed dividend		2,500,000	5,000,000
Equity		106,403,049	103,525,348
Payables to group enterprises		2,842,574	23,295,637
Joint taxation contribution payable		260,324	269,260
Other payables		26,989	26,989
Current liabilities other than provisions		3,129,887	23,591,886
Liabilities other than provisions		3,129,887	23,591,886
Equity and liabilities		109,532,936	127,117,234
Contingent liabilities	4		
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Statement of changes in equity for 2022

	Contributed capital DKK	Reserve for net revaluation according to the equity method DKK	Retained earnings DKK	Proposed dividend DKK	Total DKK
Equity beginning of year	500,000	41,144,179	56,881,169	5,000,000	103,525,348
Ordinary dividend paid	0	0	0	(5,000,000)	(5,000,000)
Exchange rate adjustments	0	111,461	0	0	111,461
Dividends from group enterprises	0	(3,859,890)	3,859,890	0	0
Profit/loss for the year	0	6,843,271	(1,577,031)	2,500,000	7,766,240
Equity end of year	500,000	44,239,021	59,164,028	2,500,000	106,403,049

Notes

1 Other financial income

	2022	2021
	DKK	DKK
Financial income from group enterprises	1,308,793	1,234,151
Exchange rate adjustments	0	40,758
	1,308,793	1,274,909

2 Tax on profit/loss for the year

	2022	2021
	DKK	DKK
Current tax	260,324	269,260
	260,324	269,260

3 Financial assets

	Investments in group enterprises DKK
Cost beginning of year	40,230,959
Cost end of year	40,230,959
Revaluations beginning of year	41,144,179
Exchange rate adjustments	111,301
Share of profit/loss for the year	5,506,330
Adjustment of intra-group profits	1,336,941
Dividend	(3,859,890)
Revaluations end of year	44,238,861
Carrying amount end of year	84,469,820

Investments in subsidiaries	Registered in	Corporate form	Equity interest %
DBI Plastics A/S	Denmark	A/S	100
DBI Plastics GmbH	Germany	GmbH	100
DBI Plastics SARL	France	SARL	100
DBI Plastics Ltd.	UK	Ltd.	100
DBI Plastics Sp. Z.o.o.	Poland	Sp. Z.o.o.	100
DBI Plastics SL	Spain	SL	100
DBI Plastics N.A. Inc.	USA	N.A. Inc.	100
DBI Plastics (Shanghai) Co. Ltd.	China	Ltd.	100
DBI Plastics Srl.	Italy	Srl.	100

4 Contingent liabilities

The Company has issued a cross guarantee for the bank debt of the Danish group enterprises. The total bank debt for the Danish group enterprises amounts to DKK 14,342 thousand at 31.12.2022 (DKK 10.036 thousand at 31.12.2021).

The Entity participates in a Danish joint taxation arrangement where Hans Hellstømm Henningsen Holding A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

5 Related parties with controlling interest

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

DBI Holding A/S, Stenmaglevej 20D, 4295 Stenlille, Central Business Registration No. 29821739

All transactions with related parties which have not been according with market conditions will be disclosed. There have been no such transactions in the financial year.

6 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

DBI Holding A/S, Stenmaglevej 20D, 4295 Stenlille, Central Business Registration No. 29821739.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to 112(2) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity 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 Entity, and the value of the liability 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 financial statement 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 income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

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 differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are classified directly as equity.

Income statement

Other external expenses

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

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus unamortised goodwill and plus or minus unrealised intra-group profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to reserve for net revaluation according to the equity method in equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

Receivables

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

Cash

Cash comprises cash in hand and bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Other financial liabilities

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

Joint taxation contributions payable or receivable

Current joint taxation contributions receivable or joint taxation contributions payable are recognised in the balance sheet, calculated as tax computed on the taxable income of the year, which has been adjusted for prepaid tax.