

**SUPERDRY NORDIC AND BALTICS A/S**  
**EMDRUPVEJ 26 1., 2100 KØBENHAVN Ø**  
**ANNUAL REPORT**  
**1 MAY 2020 - 30 APRIL 2021**

**The Annual Report has been presented and  
adopted at the Company's Annual General  
Meeting on 12 January 2022**

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**Ruth Patricia Daniels**

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**COMPANY DETAILS**

<b>Company</b>	SUPERDRY NORDIC AND BALTICS A/S Emdrupvej 26 1. 2100 Copenhagen Ø
	CVR No.: 27 35 49 39
	Established: 18 September 2003
	Municipality: Copenhagen
	Financial Year: 1 May 2020 - 30 April 2021
<b>Board of Directors</b>	Ruth Patricia Daniels, chairman Shaun Simon Wills Carolyn Jane Pollard
<b>Executive Board</b>	Carolyn Jane Pollard
<b>Auditor</b>	Deloitte Statsautoriseret Revisionspartnerselskab Dokken 8 6700 Esbjerg

## MANAGEMENT'S STATEMENT

*Today the Board of Directors and Executive Board have discussed and approved the Annual Report of SUPERDRY NORDIC AND BALTICS A/S for the financial year 1 May 2020 - 30 April 2021.*

*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 Company's assets, liabilities and financial position at 30 April 2021 and of the results of the Company's operations for the financial year 1 May 2020 - 30 April 2021.*

*The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.*

*We recommend the Annual Report be approved at the Annual General Meeting.*

Gloucestershire, 12 January 2022

Executive Board

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Carolyn Jane Pollard

Board of Directors

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Ruth Patricia Daniels  
Chairman

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Shaun Simon Wills

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Carolyn Jane Pollard

## INDEPENDENT AUDITOR'S EXTENDED REVIEW REPORT

*To the Shareholder of SUPERDRY NORDIC AND BALTICS A/S*

### REPORT ON EXTENDED REVIEW OF THE FINANCIAL STATEMENTS

#### **Conclusion**

*We have performed an extended review of the financial statements of SUPERDRY NORDIC AND BALTICS A/S for the financial year 1 May 2020 - 30 April 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.*

*Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 30 April 2021 and of the results of the its operations for the financial year 1 May 2020 - 30 April 2021 in accordance with the Danish Financial Statements Act.*

#### **Basis for conclusion**

*We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.*

#### **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, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 extended review of the financial statements**

*Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.*

*An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.*

*The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.*

## INDEPENDENT AUDITOR'S EXTENDED REVIEW REPORT

### **Statement on the management commentary**

*Management is responsible for the management commentary.*

*Our conclusion 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 extended review 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 during the extended review, 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 in the management commentary.*

### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

#### **Violation of Danish Financial Statements Act legislation on the submission of annual report**

*The company has carried out the annual report for the period 1 May 2020 - 30 April 2021 late in relation to the provisions of the Danish Financial Statements Act § 138, whereby management may incur liability.*

Esbjerg, 12 January 2022

Deloitte  
Statsautoriseret Revisionspartnerselskab  
CVR no. 33 96 35 56

Bo Klitten Kjærgaard  
State Authorised Public Accountant  
MNE no. mne34507

## MANAGEMENT COMMENTARY

### **Principal activities**

*The Entity's activity is to engage in wholesaling of fashion clothes, shoes and other consumer goods in Scandinavia.*

### **Development in activities and financial and economic position**

*The company continues to be a wholesale agent for the Superdry brand. Operations in 2020/21 is as pure wholesale agent. A commission is now received from DKH Retail Ltd (a group company) on net sales made. This is invoiced in DKK which considerably reduces the FX risk.*

### **Profit/loss for the year compared to the expected development**

*The company's earnings and economic development were as expected.*

*The company's achieved profit for the year 2020/21 is DKK 2 million. DKK 4 million in 2019/20. The result for 2020/21 is considered satisfactory.*

*The result is as expected since a progress in operations was expected.*

### **Significant events after the end of the financial year**

*No events have occurred after the end of the financial year of material importance for the company's financial position.*

*In March 2020 the World Health Organization declared the global novel coronavirus disease 2019 (COVID-19) outbreak a pandemic, and the effect of this pandemic have had a huge impact on the results and financial condition of the Group and the Company. In addition, as of the date the financial statements were available to be issued, there is still uncertainty with respect long term impact.*

## INCOME STATEMENT 1 MAY - 30 APRIL

	Note	2020/21 DKK	2019/20 DKK
<b>GROSS PROFIT</b> .....	1	11,956,473	16,578,835
Staff costs.....	2	-7,604,049	-8,760,589
Depreciation, amortisation and impairment.....		-658,487	-834,431
<b>OPERATING PROFIT</b> .....		<b>3,693,937</b>	<b>6,983,815</b>
Other financial income.....	3	8,398	0
Other financial expenses.....	4	-1,265,641	-1,539,199
<b>PROFIT BEFORE TAX</b> .....		<b>2,436,694</b>	<b>5,444,616</b>
Tax on profit/loss for the year.....	5	-548,524	-1,200,493
<b>PROFIT FOR THE YEAR</b> .....		<b>1,888,170</b>	<b>4,244,123</b>
<b>PROPOSED DISTRIBUTION OF PROFIT</b>			
Retained earnings.....		1,888,170	4,244,123
<b>TOTAL</b> .....		<b>1,888,170</b>	<b>4,244,123</b>

## BALANCE SHEET AT 30 APRIL

ASSETS	Note	2021 DKK	2020 DKK
Intangible fixed assets acquired.....		4,485	46,790
<b>Intangible assets.....</b>	<b>6</b>	<b>4,485</b>	<b>46,790</b>
Other plant, machinery, tools and equipment.....		1,331,517	1,937,301
Leasehold improvements.....		1,970	5,914
<b>Property, plant and equipment.....</b>	<b>7</b>	<b>1,333,487</b>	<b>1,943,215</b>
Rent deposit and other receivables.....		572,592	593,250
<b>Financial non-current assets.....</b>	<b>8</b>	<b>572,592</b>	<b>593,250</b>
<b>NON-CURRENT ASSETS.....</b>		<b>1,910,564</b>	<b>2,583,255</b>
Receivables from group enterprises.....		79,670,320	69,382,602
Deferred tax assets.....		37,223	3,324
Other receivables.....		867,902	353,932
Income tax receivable.....		522,000	929,680
Joint tax contribution receivable.....		640,134	0
Prepayments and accrued income.....		15,727	21,584
<b>Receivables.....</b>		<b>81,753,306</b>	<b>70,691,122</b>
<b>Cash and cash equivalents.....</b>		<b>730,466</b>	<b>1,376,592</b>
<b>CURRENT ASSETS.....</b>		<b>82,483,772</b>	<b>72,067,714</b>
<b>ASSETS.....</b>		<b>84,394,336</b>	<b>74,650,969</b>

## BALANCE SHEET AT 30 APRIL

EQUITY AND LIABILITIES	Note	2021 DKK	2020 DKK
Share capital.....		500,000	500,000
Retained profit.....		49,068,626	47,180,455
<b>EQUITY.....</b>		<b>49,568,626</b>	<b>47,680,455</b>
Corporation tax.....		1,194,073	0
Joint tax contribution payable (long-term).....		28,480	1,288,201
Other liabilities.....		0	594,057
<b>Non-current liabilities.....</b>	<b>9</b>	<b>1,222,553</b>	<b>1,882,258</b>
Bank debt.....		0	152,804
Trade payables.....		2,940,086	809,431
Payables to group enterprises.....		28,260,226	20,499,860
Joint tax contribution payable.....		1,288,204	2,870,423
Other liabilities.....		1,114,641	755,738
<b>Current liabilities.....</b>		<b>33,603,157</b>	<b>25,088,256</b>
<b>LIABILITIES.....</b>		<b>34,825,710</b>	<b>26,970,514</b>
<b>EQUITY AND LIABILITIES.....</b>		<b>84,394,336</b>	<b>74,650,969</b>
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## EQUITY

	Share capital	Retained profit	Total
Equity at 1 May 2020.....	500,000	47,180,456	47,680,456
Proposed profit allocation.....		1,888,170	1,888,170
Equity at 30 April 2021.....	500,000	49,068,626	49,568,626

## NOTES

			Note
<b>Gross profit</b>			<b>1</b>
Gross profit comprise compensation received from COVID-19 aid packages for the Temporary compensation for salaries for employees and fixed costs established as a result of the outbreak and spread and COVID-19 in 2020 and 2021, with DKK 426k for salaries for employees aid packages.			
<b>Staff costs</b>			<b>2</b>
Average number of employees	9	10	
Wages and salaries.....	7,156,568	8,338,028	
Pensions.....	407,700	391,129	
Social security costs.....	39,781	31,432	
	<b>7,604,049</b>	<b>8,760,589</b>	
<b>Other financial income</b>			<b>3</b>
Group enterprises.....	8,398	0	
	<b>8,398</b>	<b>0</b>	
<b>Other financial expenses</b>			<b>4</b>
Group enterprises.....	1,256,088	457,951	
Other interest expenses.....	9,553	1,081,248	
	<b>1,265,641</b>	<b>1,539,199</b>	
<b>Tax on profit/loss for the year</b>			<b>5</b>
Calculated tax on taxable income of the year.....	582,422	1,288,201	
Adjustment of deferred tax.....	-33,898	-87,708	
	<b>548,524</b>	<b>1,200,493</b>	
<b>Intangible assets</b>			<b>6</b>
		Intangible fixed assets acquired	
Cost at 1 May 2020.....		1,122,965	
Cost at 30 April 2021.....		<b>1,122,965</b>	
Amortisation at 1 May 2020.....		1,076,175	
Amortisation for the year.....		42,305	
Amortisation at 30 April 2021.....		<b>1,118,480</b>	
Carrying amount at 30 April 2021.....		<b>4,485</b>	

## NOTES

				Note
<b>Property, plant and equipment</b>				<b>7</b>
		Other plant, machinery, tools and equipment	Leasehold improvements	
Cost at 1 May 2020.....		5,622,179	1,268,921	
Additions.....		6,454	0	
<b>Cost at 30 April 2021.....</b>		<b>5,628,633</b>	<b>1,268,921</b>	
Depreciation and impairment losses at 1 May 2020.....		3,684,878	1,263,007	
Depreciation for the year.....		612,238	3,944	
<b>Depreciation and impairment losses at 30 April 2021.....</b>		<b>4,297,116</b>	<b>1,266,951</b>	
<b>Carrying amount at 30 April 2021.....</b>		<b>1,331,517</b>	<b>1,970</b>	
 <b>Financial non-current assets</b>				 <b>8</b>
			Rent deposit and other receivables	
Cost at 1 May 2020.....			593,250	
Disposals.....			-20,658	
<b>Cost at 30 April 2021.....</b>			<b>572,592</b>	
<b>Carrying amount at 30 April 2021.....</b>			<b>572,592</b>	
 <b>Long-term liabilities</b>				 <b>9</b>
	30/4 2021 total liabilities	Repayment next year	Debt outstanding after 5 years	30/4 2020 total liabilities
Corporation tax.....	1,194,073	0	0	0
Joint tax contribution payable (long-term)...	28,480	0	0	1,288,201
Other liabilities.....	0	0	0	594,057
	<b>1,222,553</b>	<b>0</b>	<b>0</b>	<b>1,882,258</b>

## NOTES

### Note

#### Contingencies etc.

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The Entity has entered into lease of a property. The lease is interminable by the lessor until 31.10.2024, after which the period of notice is six months. The annual rent is DKK 1,233k and the rent is indexed annually.

The Entity has entered into an operating lease agreement.

The lease contract has a residual maturity of 10 months with a residual lease payment of 87k.

#### Joint liabilities

The Danish companies of the group is jointly and severally liable for tax on the group's jointly taxed income and for certain possible withholding taxes such as dividend tax and royalty tax, and for the joint registration of VAT.

Tax payable of the group's jointly taxed income amounts to DKK ('000) 1,014 at the balance sheet date.

#### Charges and securities

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Bank loans are secured by way of a deposited letter of indemnity for DKK 6,000k nominal, see § 37 of the Danish Registration of Property Act, in trade receivables, inventories, operating equipment and tools, etc. The carrying amount of the assets charged is DKK 1,336k at 30.04.2021.

The Entity has guaranteed a group enterprise's bank loans. The group enterprise's bank loans total DKK 0 at 30.04.2021.

#### Consolidated Financial Statements

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

Superdry Plc, Gloucestershire, United Kingdom

The group report for the foreign parent company can be ordered from the following address:

[https://corporate.superdry.com/media/3204/1jp\\_sd\\_ar2021\\_web.pdf](https://corporate.superdry.com/media/3204/1jp_sd_ar2021_web.pdf)

## ACCOUNTING POLICIES

*The Annual Report of SUPERDRY NORDIC AND BALTICS A/S for 2020/21 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.*

*The Annual Report is prepared consistently with the accounting principles used last year.*

### **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.*

## INCOME STATEMENT

### **Gross profit**

*Gross profit or loss comprises revenue, changes in inventories of finished goods, cost of sales, other operating income and external expenses.*

### **Net revenue**

*Net revenue from sale of merchandise and finished goods is recognised in the Income Statement if supply and risk transfer to purchaser has taken place before the end of the year and if the income can be measured reliably and is expected to be received. Net revenue is recognised exclusive of VAT, duties and less discounts related to the sale.*

*Net revenue from sale of merchandise and finished goods is recognised in the Income Statement when the counterparty use the service.*

### **Other operating income**

*Public grants are recognised when a final commitment has been received from the grantor and it is probable that the conditions of the grant will be fulfilled. Grants are recognised as income in the income statement as earned.*

### **Cost of sales**

*Cost of sales comprise costs incurred to achieve the net revenue for the year, including direct and indirect costs of raw materials and consumables and commission for agents to achieve sales commission.*

### **Other external expenses**

*Other external expenses include cost of sales, advertising, administration, buildings, bad debts, operational lease expenses, etc.*

### **Staff costs**

*Staff costs comprise wages and salaries, including holiday pay and pensions and other costs for social security etc. for the company's employees. Repayments from public authorities are deducted from staff costs.*

## ACCOUNTING POLICIES

### **Financial income and expenses**

Financial income and expenses include interest income and expenses including group enterprises, financial expenses of finance leases, realised and unrealised gains and losses arising from debt and transactions in foreign currencies, amortisation of financial assets and liabilities as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

### **Tax**

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

## BALANCE SHEET

### **Intangible fixed assets consists of development projects**

Development projects are measured at the lower of cost less accumulated amortisation and writedowns or the recoverable amount. Development projects are amortised over 10 years.

Patents and licences are measured at the lower of cost less accumulated amortisation and the recoverable amount. Patents are amortised over the remaining patent period and licences are amortised over the period of the agreement, however, no more than 8 years.

Profit or loss from sale of intangible fixed assets is calculated at the difference between the sales price and the carrying amount at the time of the sale. Profit and loss are recognised in the Income Statement under other operating income or other operating expenses.

### **Tangible fixed assets**

Other plants, fixtures and equipment and leasehold improvements are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	<i>Useful life</i>
Other plant, fixtures and equipment.....	3-6 years
Leasehold improvements.....	5 years

Profit or loss on disposal of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as as depreciation and write-downs.

## ACCOUNTING POLICIES

### ***Lease contracts***

*Lease contracts relating to tangible fixed assets where the company bears all material risks and benefits attached to the ownership (finance lease) are recognised as assets in the balance sheet. The assets are at the initial recognition measured at calculated cost equal to the lower of fair value and present value of the future lease payments. The internal interest rate of the lease contract is used as discounting factor or an approximate value when calculating the present value. Finance lease assets are depreciated similarly to the company's other tangible fixed assets.*

*for which the Company bears all material risks and benefits attached to the ownership (finance lease, see IAS 17) are recognised as assets in the Balance Sheet. The assets are at the initial recognition measured at the lower of cost stated at fair value and the and present value of the future lease payments. The internal interest rate of the lease contract, or alternatively the Company's loan interest, is used as discounting factor when calculating the present value. Finance lease assets are hereafter treated as the Group's and the Company's other similar tangible fixed assets.*

*The capitalised residual lease liability is recognised in the balance sheet as a liability and the interest portion of the lease payment is recognised in the income statement over the term of the contract.*

*All other lease contracts are considered to be operating leases. Payments related to operating leases and other rental agreements are recognised in the income statement over the term of the contract. The company's total liability relating to operating leases and rental agreements is disclosed as contingencies etc.*

## ACCOUNTING POLICIES

### **Fixed asset consist of rent deposit**

Rent deposit are measured at amortised cost which usually corresponds to nominal value. The value is reduced by impairment losses to meet expected losses.

### **Impairment of fixed assets**

The carrying amount of intangible fixed and tangible assets together with fixed assets, which are not measured at fair value, are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, the assets are written down to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

### **Receivables**

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by impairment losses to meet expected losses.

### **Accruals, assets consists of prepayments amt accrued income**

Accruals recognised as assets include costs incurred relating to the subsequent financial year.

### **Tax payable and deferred tax**

Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The Company is subject to joint taxation with Danish group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the on account tax scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date would be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

### **Liabilities**

Amortised cost of current liabilities usually corresponds to nominal value.

The capitalised residual lease liability on finance lease contracts is also recognised as financial liabilities.

## ACCOUNTING POLICIES

### ***Foreign currency translation***

*Transactions in foreign currencies are translated at yearly standard rate. Exchange differences arising between yearly standard rate and the rate on the payment date are recognised in the income statement as a financial income or expense.*

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