Interflora Danmark A/S

Park Alle 380 2625 Vallensbæk Denmark

CVR no. 27 51 07 60

Annual report 2022

The annual report was presented and approved at the Company's annual general meeting on

26 April 2023

Kirsten Ægidius

Chairman of the annual general meeting

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Chairman

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Interflora Danmark A/S for the financial year 1 January – 31 December 2022.

The annual report has been 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 assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022.

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

position.	ar matters, or the results for the	year and or the company's infancial
We recommend that the annual re Vallensbæk, 26 April 2023 Executive Board:	eport be approved at the annual go	eneral meeting.
Kirsten Ægidius		
Board of Directors:		
Eric Ledroux	Kirsten Ægidius	Caroline Nicole Gest



Independent auditor's report

To the shareholder of Interflora Danmark A/S

Opinion

We have audited the financial statements of Interflora Danmark A/S for the financial year 1 January - 31 December 2022 comprising 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 Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 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 the 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 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility 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 that 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 the additional requirements in Denmark will always detect a material misstatement when it exists. Misstatements may 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 financial statement users made 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



Independent auditor's report

- identify and assess the risks of material misstatement of the company 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 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.

Copenhagen, 26 April 2023

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Henrik Y. Jensen State Authorised Public Accountant mre 35442

Management's review

Company details

Interflora Danmark A/S Park Alle 380 2625 Vallensbæk Denmark

CVR no.: 27 51 07 60 Established: 13 April 2004 Registered office: Vallensbæk

Financial year: 1 January – 31 December

Board of Directors

Eric Ledroux, Chairman Kirsten Ægidius Caroline Nicole Gest

Executive Board

Kirsten Ægidius

Auditor

KPMG Statsautoriseret Revisionspartnerselskab Dampfærgevej 28 DK-2100 København Ø CVR no. 25 57 81 98

Management's review

Financial highlights

DKK'000	2022	2021	2020	2019	2018
Key figures					
Gross profit/loss	45,046	73,777	74,358	43,995	28,699
Profit/loss before financial					
income and expenses	18,927	44,703	53,556	24,291	14,781
Profit/loss from financial					
income and expenses	-1,701	-2,043	-1,844	491	-2,332
Profit/loss for the year	13,488	33,248	40,319	19,293	9,443
Total assets	63,137	93,867	138,343	70,140	73,347
Equity	20,823	38,335	67,737	34,918	39,625
Investment in property,					
plant and equipment	4,912	650	1,229	398	7,853
Ratios					
Return on equity	46%	63%	79%	52%	27%
Solvency ratio	33%	41%	49%	50%	54%

The financial ratios have been calculated as follows:

Return on equity

Profit/loss from ordinary activities after tax x 100 Average equity

Solvency ratio

Equity ex. non-controlling interests at year-end x 100
Total equity and liabilities at year-end

Management's review

Operating review

Principal activities

The company's activities comprise dissemination of flower orders and similar orders, as well as activities which, in the opinion of the Board of Directors, are related to this.

Development in activities and financial position

The Company's income statement for 2022 shows a profit of DKK 13,487,723 as against DKK 33,248,377 in 2021. Equity in the Company's balance sheet at 31 December 2022 stood at DKK 20,823,012 as against DKK 38,335,289 at 31 December 2021.

The management considers the net profit for the year to be satisfactory.

Outlook

The company expects a profit before tax in 2023.

Events after the balance sheet date

No events have occurred after the balance sheet date of material importance to the annual report for 2022.

Financial statements 1 January – 31 December

Income statement

DKK	Note	2022	2021
Gross profit		45,045,524	73,776,713
Staff costs	2	-19,157,885	-22,245,945
Depreciation, amortisation and impairment losses		-6,960,768	-6,827,453
Profit before financial income and expenses		18,926,871	44,703,315
Income from participating interests	3	0	-110,447
Income from other equity investments and securities		91,024	0
Other financial income	4	86,073	163,107
Other financial expenses		-1,786,692	-2,089,265
Profit before tax		17,317,276	42,666,710
Tax on profit for the year	5	-3,829,553	-9,418,333
Profit for the year	6	13,487,723	33,248,377

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	31/12 2022	31/12 2021
ASSETS			
Fixed assets			
Intangible assets	7		
Acquired rights		1,150,000	1,225,000
Software		8,197,266	10,983,147
		9,347,266	12,208,147
Property, plant and equipment	8		
Fixtures and fittings, tools and equipment		1,735,883	923,933
Investments	9		
Other securities and equity investments		85,200	85,200
Other receivables		0	2,552,083
Deposits		589,656	567,253
		674,856	3,204,536
Total fixed assets		11,758,005	16,336,616
Current assets			
Receivables			
Trade receivables		3,880,821	3,992,157
Receivables from group entities		16,535,282	23,168,063
Other receivables		252,571	884,025
Prepayments	10	666,357	1,982,227
		21,335,031	30,026,472
Cash at bank and in hand		30,043,939	47,503,521
Total current assets		51,378,970	77,529,993
TOTAL ASSETS		63,136,975	93,866,609

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	31/12 2022	31/12 2021
EQUITY AND LIABILITIES			
Equity			
Contributed capital		5,000,000	5,000,000
Retained earnings		2,423,012	2,335,289
Proposed dividends for the financial year		13,400,000	31,000,000
Total equity		20,823,012	38,335,289
Provisions	11		
Provisions for deferred tax		1,036,071	2,071,378
Total provisions		1,036,071	2,071,378
Liabilities other than provisions			
Current liabilities other than provisions			
Other credit institutions, current liabilities		200,517	52
Trade payables		28,933,915	32,717,337
Corporation tax		4,864,860	9,669,902
Other payables		5,853,941	8,447,647
Deferred income		1,424,659	2,625,004
		41,277,892	53,459,942
Total liabilities other than provisions		41,277,892	53,459,942
TOTAL EQUITY AND LIABILITIES		63,136,975	93,866,609
Contractual obligations, contingencies, etc.	12		
Related party disclosures	13		

Financial statements 1 January – 31 December

Statement of changes in equity

DKK	Contributed capital	Retained earnings	Proposed dividends for the financial year	Total
Equity at 1 January 2022	5,000,000	2,335,289	31,000,000	38,335,289
Ordinary dividends paid	0	0	-31,000,000	-31,000,000
Transferred over the profit appropriation	0	87,723	13,400,000	13,487,723
Equity at 31 December 2022	5,000,000	2,423,012	13,400,000	20,823,012

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Interflora Danmark A/S for 2022 has been prepared in accordance with the provisions applying to reporting class C medium-sized entities under the Danish Financial Statements Act.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Omission of cash flow statement

Pursuant to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are included in the cash flow statement in the consolidated financial statements of Financiere Lys SAS.

Change in comparative figures due to misstatements in prior period

Several corrections regarding classifications have been made in comparison figures. The changes have zero-impact on result and equity in prior years numbers.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, 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.

Income statement

Gross profit

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

Revenue

Income from the sale of services is recognised in the income statement as delivery takes place (delivery method). Revenue is measured at the selling value of the agreed consideration exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Other operating income

Other operating income comprises items secondary to the activities of the entity, including gains on the disposal of intangible assets and property, plant and equipment.

Other external costs

Other external costs comprise distribution costs and costs related to sales, sales campaigns, administration, office premises, operating leases, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs.

Income from equity investments in participating interests

The proportionate share of the individual associate's profit/loss after tax is recognised in the Group's income statement after elimination of a proportionate share of intra-group gains/losses and amortisation of goodwill.

Financial income and expenses

Financial income and expenses comprise interest income and expense, payables and transactions denominated in foreign currencies.

Tax on profit/loss for the year

The Parent Company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. The subsidiaries are included in the joint taxation from the date when they are included in the consolidated financial statements and up to the date when they are excluded from the consolidation.

The Parent Company is the administrative company for the joint taxation and accordingly settles all payments of corporation tax to the tax authorities.

On payment of joint taxation contributions, current Danish corporation tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have used the losses to reduce their own taxable profit.

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Balance sheet

Intangible assets

Acquired rights

Acquired rights are measured at cost less accumulated amortisation and impairment losses. Acquired rights are amortised on a straight-line basis over the remaining life of the right, however, not exceeding 20 years.

Software

Software is measured at cost less accumulated amortisation and impairment. Amortisation is provided on a straight-line basis over the expected useful lives of the assets, which is 3-12 years.

Gains or losses on the disposal of intangible assets are determined as the difference between the selling price less selling costs and the carrying amount at the disposal date, and are recognized in the income statement as other operating income or other operating costs, respectively.

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Fixtures and fittings, tools and equipment

3-5 years

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Investments

Equity investments in participating interests are recognised and measured according to the equity method. For equity investments in participating interests, the equity method is considered a measurement method.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

On initial recognition, equity investments measured according to the equity method are measured at cost. Transaction costs directly attributable to the acquisition are recognised in the cost of equity investments.

Under subsequent recognition and measurement of equity investments according to the equity method, equity investments are measured at the proportionate share of the enterprises' equity value, determined according to the accounting policies of the parent, adjusted for the remaining value of goodwill and gains and losses on transactions with the enterprises in question. Equity investments, where information for recognition according to the equity method is not known, are measured at cost.

For equity investments measured according to the equity method, the proportionate share of the equity investments' equity value is determined according to the accounting policies of the parent, stated in the other sections.

Gains or losses on disposal of equity investments are determined as the difference between the disposal consideration and the carrying amount of net assets at the time of sale, including non-amortised goodwill, as well as the expected costs of divestment or discontinuation. Gains and losses are recognised in the income statement under income from equity investments.

Other securities and equity investments included in investments are measured at cost.

Other receivables are recognised at amortised cost.

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment as well as equity investments in participating interests is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable or a portfolio of receivables has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Equity

Dividends

The expected dividends payment for the year is disclosed as a separate item under equity.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; 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. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with 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. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities other than provisions

Other liabilities are measured at amortised cost.

Financial statements 1 January – 31 December

Notes

	DKK	2022	2021
2	Staff costs		
	Wages and salaries	16,941,376	20,459,104
	Pensions	1,872,746	1,575,390
	Other social security costs	343,763	211,451
		19,157,885	22,245,945
	Average number of full-time employees	36	29
	In accordance with section 98b(3) of the Danish Financial Statement Executive Board and the Board of Directors is not presented.	s Act, remune	eration of the
3	Income from participating interests		
	Share of profit and loss of participating interests	0	-110,447
		0	-110,447
4	Other financial income		
	Other financial income	83,498	6,500
	Exchange gains	2,575	156,607
		86,073	163,107
			-
5	Tax on profit/loss for the year		
	Current tax for the year	4,864,860	9,669,902
	Deferred tax for the year	-1,035,307	-251,569
		3,829,553	9,418,333
6	Proposed profit appropriation		
	Proposed dividends for the year	13,400,000	31,000,000
	Retained earnings	87,723	2,248,377
	- -	13,487,723	33,248,377

Financial statements 1 January – 31 December

Notes

7 Intangible assets

DKK	Acquired rights	Software	Total
Cost at 1 January 2022	1,650,000	21,447,112	23,097,112
Additions for the year	0	3,363,897	3,363,897
Disposals for the year	0	-13,113,612	-13,113,612
Cost at 31 December 2022	1,650,000	11,697,397	13,347,397
Amortisation and impairment losses at 1 January 2022	-425,000	-10,463,965	-10,888,965
Amortisation for the year	-75,000	-6,149,778	-6,224,778
Amortisation and impairment losses for the year on assets			
sold	0	13,113,612	13,113,612
Amortisation and impairment losses at 31 December 2022	-500,000	-3,500,131	-4,000,131
Carrying amount at 31 December 2022	1,150,000	8,197,266	9,347,266

8 Property, plant and equipment

DKK	Fixtures and fittings, tools and equipment
Cost at 1 January 2022	4,435,750
Additions for the year	1,547,940
Disposals for the year	-483,500
Cost at 31 December 2022	5,500,190
Depreciation and impairment losses at 1 January 2022	-3,511,818
Depreciation for the year	-735,990
Depreciation and impairment losses for the year on assets sold	483,500
Depreciation and impairment losses at 31 December 2022	-3,764,308
Carrying amount at 31 December 2022	1,735,882

9 Investments

DKK	Participating interests	Other securities and equity investments	Other receivables	Total
Cost at 1 January 2022	232,335	85,200	2,552,083	3,459,274
Disposals for the year	-232,335	0	-2,552,083	-2,784,418
Cost at 31 December 2022	0	85,200	0	674,856
Revaluations at 1 January 2022	-232,335	0	0	-232,335
Reversal of impairment of sold assets	232,335	0	0	232,335
Carrying amount at 31 December 2022	0	85,200	0	674,856

Financial statements 1 January – 31 December

Notes

	DKK	31/12 2022	31/12 2021
10	Prepayments		
	Prepayments	666,357	1,107,227
	Deferred commercial movie costs	0	875,000
		666,357	1,982,227
11	Deferred tax assets		
	Deferred tax at 1 January	2,071,378	2,322,947
	Deferred tax adjustment for the year in the income statement	-1,035,307	-251,569
		1,036,071	2,071,378

12 Contractual obligations, contingencies, etc.

Contingent liabilities

The Company has concluded rent and lease agreements with a future payment of DKK 911 thousand (2021: DKK 1,773 thousand) with a term of 6-47 months.

The Company is jointly taxed with other Danish companies in the Group. Together with the other companies in the joint taxation, the Company has joint and several liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties within the joint taxation. Any later corrections of the taxable income subject to joint taxation may entail that the Company's liability will increase.

13 Related party disclosures

Interflora Danmark A/S' related parties comprise the following:

Control

ITDK Holding ApS, Park Alle 380, 2625 Vallensbæk.

ITDK Holding ApS holds the majority of the contributed capital in the Company.

Interflora Danmark A/S is part of the consolidated financial statements of Financiere Lys SAS, Société par Actions Simplifée au Capital de 1 1151 Siège social 103, avenue Maréchal de Saxe, Lyon, which is the smallest and largest group, in which the Company is included as a subsidiary.

The consolidated financial statements of Financiere Lys SAS can be obtained by contacting the company at the address above.

Related party transactions

In accordance with section 98 c(7) of the Danish Financial Statements Act, the Company has not disclosed any related party transactions as they were conducted on an arm's length basis.

The signatures in this document are legally binding. The document is signed with Addo Sign secure digital signature.

The signer's identity is physically registered in the electronic PDF document and shown below.

Signers



Documents in the transaction

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