# Thomsen Food Line A/S

P.O. Pedersens Vej 14, 8200 Aarhus N, Denmark CVR no. 28 11 40 01



# Annual report 2015

Approved at the annual general meeting of shareholders on 31 May 2016

Som dirigent:

Lars Brinkmann





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# 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 Thomsen Food Line A/S for the financial year 1 January - 31 December 2015.

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 2015 and of the results of the Company's operations for the financial year 1 January - 31 December 2015.

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

We recommend the adoption of the annual report at the annual general meeting.

Aarhus, den 31. maj 2016 Direktion:

Steffen U. Petersen

Bestyrelse:

Lars Brinkmann

Steffen U. Petersen

formand

Niels Thomsen

Jens Ole Thomsen

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### Independent auditors' report

## To the shareholders of Thomsen Food Line A/S

# Independent auditors' report on the financial statements

We have audited the financial statements of Thomsen Food Line A/S for the financial year 1 January - 31 December 2015, which comprise an 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.

### 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. Further, Management is responsible for such internal control as it determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditors' responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements according to Danish audit regulations. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including an assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of financial statements that give a true and fair view. The purpose is to design audit procedures that are appropriate in the circumstances, but not to express an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used, the reasonableness of accounting estimates made by Management as well as the overall presentation of the financial statements.

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

Our audit has not resulted in any qualification.

### Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2015 and of the results of its operations for the financial year 1 January - 31 December 2015 in accordance with the Danish Financial Statements Act.

### Statement on the Management's review

Pursuant to the Danish Financial Statements Act, we have read the Management's review. We have not performed any other procedures in addition to the audit of the financial statements. On this basis, it is our opinion that the information provided in the Management's review is consistent with the financial statements.

Aabenraa, 31 May 2016 ERNST & YOUNG Godkendt Revisionspartnerselskab CVR No. 30 70 02 28

Jon Midtgaard state authorised public accountant



# Management's review

# Company details

Name Thomsen Food Line A/S

Address, Postal code, City P.O. Pedersens Vej 14, 8200 Aarhus N, Denmark

CVR No. 28 11 40 01 Established 23 September 2004

Registered office Aarhus

Financial year 1 January - 31 December

Telephone +45 86 18 61 00

Board of Directors Lars Brinkmann, Chairman

Niels Thomsen Jens Ole Thomsen Steffen U. Petersen

Executive Board Steffen U. Petersen

Auditors Ernst & Young Godkendt Revisionspartnerselskab

Skibbroen 16, 6200 Aabenraa, Denmark

Bankers Danske Bank

Havneparken 3, 7100 Vejle



# Management's review

# Financial highlights

DKKt	2015	2014	2013	2012	2011
Key figures					
Revenue	541,117	570,708	373.573	298,160	231,087
Gross margin	12,545	13.975	9.376	9.105	8.237
Operating profit	4,982	7.349	3,314	3,409	2.732
Net financials	-1,397	-1.034	-808	-747	-560
Profit/loss for the year	2,659	4,655	1,859	1,810	1,601
Total assets	82,176	74.691	46,475	33,281	28.063
Equity	12,440	12,332	8,938	7,832	6,354
Financial ratios in %					
Gross margin	2.3 %	2.4 %	2.5 %	3.1 %	3.6 %
EBITDA margin	1.0 %	1.3 %	0.9 %	1.1 %	1.2 %
Current ratio	116.2 %	118.6 %	122.4 %	129.7 %	126.4 %
Solvency ratio	15.1 %	16.5 %	19.2 %	23.5 %	22.6 %
Return on equity	21.5 %	43.8 %	22.2 %	25.5 %	27.5 %
Average number of employees	10	10	10	9	8

Financial ratios are calculated in accordance with the Danish Finance Society's recommendations on the calculation of financial ratios "Recommendations and Financial Ratios 2015". For terms and definitions, please see the accounting policies.



### Management's review

### Operating review

### The Company's business review

In line with last year, the Company's principal activities comprise trading in foodstuffs, primarily pork, beef and poultry products. Its principal activities generally comprise the following areas:

- World Wide Trading: International bulk trading of products on the world market to Asia, Europe and Russia.
- Industrial Sales: Sale of bulk products for industrial processing on the Scandinavian market.
- Food Service Sales: Sale of manufactured products for the Scandinavian Food Service and catering market.

#### Financial review

Revenue for the year amounted to DKK 541,1 million against DKK 570,7 million last year. Profit for the year before tax amounted to DKK 3,454 thousand against DKK 6,217 thousand last year. In the light of the market situation, Management considers the profit for the year satisfactory.

The Company has foreign branch office in Brazil.

The Company has established a subsidiary in Singapore during financial year 2015.

#### Special risks

Due to its activities, the Company is exposed to a number of risks. The Company actively strives at reducing it's risks to acceptable levels, see below.

#### Price risks:

The Company's utilisation of foodstuffs, such as goods for resale, means that the Company is affected by price fluctuations on inventories and proprietary trading. The Company is only to a limited extent stock-keeping and primarily in relation to activities with regular cooperators. With regard to trading, it is company policy not to speculate in open purchase and sales transactions.

#### Credit risks:

Based on a specific credit rating, the Company grants credit to selected customers. It is company policy to credit insure customers to whom credit is granted.

### Foreign currency risks:

Prompted by activities abroad, profit, cash flows and equity are affected by the foreign exchange development for a number of currencies. It is company policy to hedge commercial currency risks. Hedging is primarily made via currency forward contracts to hedge sales and purchases as from the date of order. Speculative currency forward contracts are not made.

### Interest rate risks:

Moderate changes in the interest rate level will not have any significant, direct effect on earnings. Thus, interest rate positions to hedge interest rate risks are not taken.

### Post balance sheet events

No significant events have occurred after the balance sheet date which materially affect the Company's financial position.

#### Outlook

The Company expects activities and profits for 2016 at same or increased level than 2015.



# Income statement

Notes	DKK'000	2015	2014
	Revenue Cost of sales Other external expenses	541,117 -523,994 -4,578	570,708 -552,425 -4,308
2	Gross profit Staff costs Amortisation/depreciation and impairment of intangible	12,545 -7,310	13,975 -6,340
3	assets and property, plant and equipment Other operating expenses	-251 -2	-272 -14
4 5	Operating profit Income from investments in group entities Income from investments in associates Financial income Financial expenses	4,982 -199 68 164 -1,561	7,349 0 -98 141 -1,175
6	Profit before tax Tax for the year	3,454 -795	6,217 -1,562
	Profit for the year	2,659	4,655
	Proposed profit appropriation Proposed dividend recognised under equity Retained earnings	1,000 1,659 2,659	1,500 3,155 4,655
		2,659	4



# Balance sheet

Notes	DKK'000	2015	2014
	ASSETS		
_	Non-current assets		
7			
	Acquired intangible assets	45	37
		45	37
8	Property, plant and equipment		
	Other fixtures and fittings, tools and equipment	514	601
		514	601
9	investments		
•	Investments in group entities, net asset value	75	80
	Other investments	531	26
		606	106
	Total non-current assets		
	Total Holl Cullent assets	1,165	744
	Current assets		
	Inventories		
	Finished goods and goods for resale	7,325	12,966
		7,325	12,966
	Receivables		
	Trade receivables	61,195	56,936
	Receivables from group entities	4,599	214
	Receivables from associates	0	567
	Deferred tax assets	26	27
	Other receivables	3,362	2,261
10	Deferred income	116	213
		69,298	60,218
	Cash	4,388	763
	Total current assets	81,011	73,947
	TOTAL ASSETS	82,176	74,691



# Balance sheet

Notes	DKK'000	2015	2014
	EQUITY AND LIABILITIES Equity		
11	Share capital	1,000	1,000
	Retained earnings	10,440	9,832
	Dividend proposed for the year	1,000	1,500
	Total equity	12,440	12,332
	Liabilities other than provisions Current liabilities other than provisions		
	Bank debt	4,919	10,302
	Trade payables	56,247	39,736
	Other payables	8,552	12,321
	Deferred income	18	0
		69,736	62,359
	Total liabilities other than provisions	69,736	62,359
	TOTAL EQUITY AND LIABILITIES	82,176	74,691

 <sup>1</sup> Accounting policies
 12 Collateral
 13 Contractual obligations and contingencies, etc.
 14 Related parties



# Statement of changes in equity

DKK'000	Share capital	Retained earnings	Dividend proposed for the year	Total
Equity at 1 January 2014 Profit/loss for the year Other value adjustments of	1,000 0	7,188 3,155	750 1,500	8,938 4,655
equity	0 0	-511	0	-511
Dividend distributed		0	-750	-750
Equity at 1 January 2015 Profit/loss for the year Other value adjustments of	1,000	9,832	1,500	12,332
	0	1,659	1,000	2,659
equity	0	-1,051	0	-1,051
Dividend distributed		0	-1,500	-1,500
Equity at 31 December 2015	1,000	10,440	1,000	12,440

Other value adjustments of equity comprise fair value adjustments of currency forward contracts, related to future sales and purchase transactions.



### Notes

### 1 Accounting policies

The annual report of Thomsen Food Line A/S for 2015 has been presented in accordance with the provisions of the Danish Financial Statements Act as regards medium-sized reporting class C enterprises.

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

### Omission to present a cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The entity's cash flows are part of the consolidated cash flow statement for the parent company, Baltic Food A/S.

### Reporting currency

The financial statements are presented in Danish kroner.

### 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 at the date of payment are recognised in the income statement as financial income or financial expenses.

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 at 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.

### Derivative financial instruments

On initial recognition, derivative financial instruments are recognised at cost in the balance sheet and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in other receivables and payables, respectively.

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of the fair value of a recognised asset or liability are recognised in the income statement together with changes in the fair value of the hedged asset or liability.

Changes in the fair value of derivative financial instruments designated as and qualifying for hedging of future assets or liabilities are recognised in other receivables or other payables and in equity. If the hedged forecast transaction results in the recognition of assets or liabilities, amounts previously recognised in equity are transferred to the cost of the asset or liability, respectively. If the hedged forecast transaction results in income or expenses, amounts previously deferred in equity are transferred to the income statement in the period in which the hedged item affects the profit/loss for the year.

For derivative financial instruments that do not qualify for hedge accounting, changes in fair value are recognised in the income statement on a regular basis.

### Income statement

### Revenue

Income from the sale of goods is recognised in revenue at the time of delivery and when the risk passes to the buyer, provided that the income can be made up reliably and is expected to be received.



#### **Notes**

## 1 Accounting policies - continued

Revenue is measured at fair value of the agreed consideration exclusive of VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

### Other operating expenses

Other operating expenses comprise items of a secondary nature relative to the entity's core activities, including gains or losses on the sale of fixed assets.

### Other external expenses

Other external expenses include the year's expenses relating to the entity's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

#### 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.

# Amortisation/depreciation and impairment of intangible assets and property, plant and equipment

The item comprises amortisation/depreciation and impairment of intangible assets and property, plant and equipment.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight-line basis over the expected useful life. The expected useful lives are as follows:

Acquired IP rights

5 vears

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight-line basis over the expected useful life. The expected useful lives are as follows:

Other fixtures and fittings, tools and equipment

5 years

# Income from investments in group entities and associates

The item includes the entity's proportionate share of the profit/loss for the year in subsidiaries and associates after elimination of intra-group income or losses and net of amortisation and impairment of goodwill and other excess values at the time of acquisition.

# Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

### Tax

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.



#### Notes

# 1 Accounting policies - continued

The entity and its Danish group entities are taxed on a joint basis. The Danish income tax charge is allocated between profit-making and loss-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to the current rates applicable to interest allowances, and jointly taxed companies having paid too little tax pay, as a maximum, a surcharge according to the current rates applicable to interest surcharges to the management company.

### Balance sheet

### Intangible assets

Acquired intangible assets include software.

Acquired intangible assets are measured at cost less accumulated amortisation and impairment losses.

### Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

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

### Investments in group entities

On initial recognition, investments in subsidiaries and associates are measured at cost and subsequently at the proportionate share of the enterprises' net asset values calculated in accordance with the parent company's accounting policies less or plus any residual value of positive or negative goodwill determined in accordance with the acquisition method. Subsidiaries and associates with a negative net asset value are measured at DKK O (nil), and any amounts owed by such enterprises are written down by the parent company's share of the net asset value if the amount owed is deemed irrecoverable. If the negative net asset value exceeds the amounts owed, the remaining amount is recognised under provisions if the parent company has a legal or a constructive obligation to cover the enterprise's deficit. Net revaluations of investments in subsidiaries and associates are transferred to the net revaluation reserve according to the equity method in so far as the carrying amount exceeds the acquisition cost.

Newly acquired and sold investments are recognised in the financial statements from the time of acquistion or until the time of sale, respectively.

The purchase method of accounting is applied to corporate takeovers.

### Impairment of fixed assets

Intangible assets, property, plant and equipment and investments in subsidiaries and associates are subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation. Impairment tests are conducted in respect of individual assets or groups of assets generating separate cash flows when there is indications of impairment. The assets are written down to the higher of the value in use and net realisable value (recoverable amount) of the asset or group of assets if this is lower than the carrying amount. As for group of assets, impairment losses are first recognised in respect of goodwill and thereafter proportionately in respect of the other assets.



### **Notes**

## 1 Accounting policies - continued

#### **Inventories**

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

Goods for resale are measured at cost, which comprises the cost of acquisition plus delivery costs as well as other costs directly attributable to the acquisition.

### Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective indication that a receivable or a group of receivables is impaired. If there is objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Receivables with no objective indication of individual impairment are tested for objective indication of impairment on a portfolio basis.

Write-downs are calculated as the difference between the carrying amount of the receivables and the present value of the expected 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 recognised under 'Assets' comprise prepaid expenses regarding subsequent financial reporting years.

### Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term marketable securities which are subject to an insignificant risk of changes in value.

### **Equity**

### Proposed dividends

Dividends proposed for the financial year are presented as a separate item under 'Equity'.

#### Corporation 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. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative 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.



### **Notes**

### 1 Accounting policies - continued

Deferred tax 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. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

### Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

### Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

### Financial ratios

Financial ratios are calculated in accordance with the Danish Finance Society's guidelines on the calculation of financial ratios "Recommendations and Financial Ratios 2015".

The financial ratios stated in the survey of financial highlights have been calculated as follows:

Gross margin

EBITDA margin

EBITDA
Revenue x 100

Current ratio

Current liabilities

Solvency ratio

Equity at year end x 100

Total equity and liabilities at year end

Return on equity

Profit/loss for the year after tax x 100

Average equity



## **Notes**

	DKK'000	2015	2014
2	Staff costs	<del></del>	
	Wages/salaries	6,463	5,416
	Pensions	660	616
	Other social security costs	71	72
	Other staff costs	116	236
		7,310	6,340

By reference to section 98b(3), (ii), of the Danish Financial Statements Act, remuneration to management is not disclosed.

# 3 Other operating expenses

Other operating expenses include losses on the sale of property, plant and equipment, including other operating equipment, totalling DKKt -2.

	DKK'000	2015	2014
4	Financial income		
	Interest receivable, group entities	41	38
	Other interest income	123	103
		164	141
5	Financial expenses		
	Other interest expenses	421	375
	Other financial expenses	1,140	800
		1,561	1,175
6	Tax for the year		
	Estimated tax charge for the year	794	1,418
	Deferred tax adjustments in the year	_ 1	144
		795	1,562

## 7 Intangible assets

DKK'000	Acquired intangible assets
Cost at 1 January 2015 Additions in the year	501 38
Cost at 31 December 2015	539
Impairment losses and amortisation at 1 January 2015 Amortisation/depreciation in the year	464 30
Impairment losses and amortisation at	494
Carrying amount at 31 December 2015	45



## **Notes**

# 8 Property, plant and equipment

DKK'000	Other fixtures and fittings, tools and equipment
Cost at 1 January 2015 Additions in the year Disposals in the year	1,488 267 -162
Cost at 31 December 2015	1,593
Impairment losses and depreciation at 1 January 2015 Depreciation in the year Reversal of depreciation and impairment of disposals	887 220 -28
Impairment losses and depreciation at 31 December 2015	1,079
Carrying amount at 31 December 2015	514

## 9 Investments

DKK'000	Investments in group entities, net asset value	Other investments	alt
Cost at 1 January 2015 Additions in the year	80 0	26 531	106 531
Disposals in the year  Cost at 31 December 2015	0	-26	-26
Share of the profit/loss for the year	-199 -199	531	-199
Investment with a negative net asset value  Value adjustments at 31 December 2015	194 -5	0	194
Carrying amount at 31 December 2015	75	531	606

DKK'000	Domicile	Interest	Equity	Profit/loss
Subsidiaries			<del></del>	
Thomsen Food Line International ApS Thomsen Food Line Singapore	Aarhus Singapore	100.00 % 95.00 %	75 -204	-4 -204

# 10 Prepayments

Prepayments include accrual of expenses relating to subsequent financial years.



### **Notes**

	DKK'000	2015	2014
11	Share capital		
	The share capital consists of the following:		
	1,000 shares of DKK 1,000.00 each	1,000	1,000
		1,000	1,000

The Company's share capital has remained DKK 1,000 thousand over the past 5 years.

### 12 Collateral

The Company has provided a company charge of DKK 5,500 thousand secured on receivables, as security for banks loans.

# 13 Contractual obligations and contingencies, etc.

# Other contingent liabilities

The company is jointly taxed with its parent, Baltic Food A/S, which acts as management company, and has limited and alternative liability together with other jointly taxed group entities for payment of income taxes for the income year 2013 onwards as well as withholding taxes on interest, royalties and dividends falling due for payment on or after 1 July 2012.

## Other financial obligations

The Company has an office rent agreement with an annual rent of DKK 275 thousand. The rent is interminable until 31 December 2017.

Lease obligations (operating leases) falling due within 3 years total DKK 408 thousand (2014: DKK 518 thousand).

### 14 Related parties

Thomsen Food Line A/S' related parties comprise the following:

# Parties exercising control

Related party	Domicile	Basis for control	
<b></b>	P.O. Pedersens Vej 14, 8200 Aarhus N	Ultimate parent of the Group	
	P.O. Pedersens Vej 14, 8200 Aarhus N	Parent company	

# Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent's consolidated financial statements	
Baltic Food A/S	Aarhus	P.O. Pedersens Vej 14, 8200 Aarhus N	



## **Notes**

## Ownership

The following shareholders are registered in the Company's register of shareholders as holding minimum 5% of the votes or minimum 5% of the share capital:

Name	Domicile	
Baltic Food Holding ApS	P.O. Pedersens Vej 14, 8200 Aarhus N	
Steffen Petersen Holding ApS	Saralystvej 35, 8270 Højberg	
Jens Ole Thomsen	Lillerupvej 64, 8410 Rønde	