

Thomas Harttung A/S

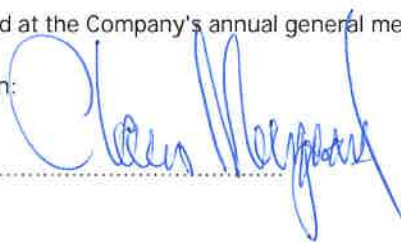
Barritskovvej 36, 7150 Barrit

CVR no. 28 89 86 22

Annual report 2018

Approved at the Company's annual general meeting on 30 May 2019

Chairman:


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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Thomas Harttung A/S for the financial year 1 January - 31 December 2018.

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

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Company at 31 December 2018 and of the results of the Group's and the Company's operations for the financial year 1 January - 31 December 2018.

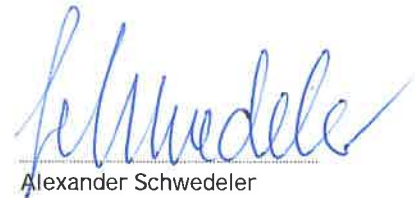
Further, in our opinion, the Management's review gives a fair review of the development in the Group's and the Company's operations and financial matters and the results of the Group's and the Company's operations and financial position.

We recommend that the annual report be approved at the annual general meeting.

Barrit, 30 May 2019
Executive Board:


Thomas Harttung

Board of Directors:


Claus Neergaard
Chairman
Patrick Holden
Alexander Schwedeler
Thomas Harttung

Independent auditor's report

To the shareholders of Thomas Harttung A/S

Opinion

We have audited the consolidated financial statements and the parent company financial statements of Thomas Harttung A/S for the financial year 1 January - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group and the Parent Company. The consolidated financial statements and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2018, and of the results of the Group's and Parent Company's operations for the financial year 1 January - 31 December 2018 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 consolidated financial statements and the parent Company financial statements" (hereinafter collectively referred to as "the financial statements") section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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

Management's responsibilities for the financial statements

Management is responsible for the preparation of consolidated financial statements and parent company 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 Group's and the Parent 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 Group or the Parent 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 applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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 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 Group's and the Parent 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 Group's and the Parent 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 Group and the Parent Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- ▶ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.



Independent auditor's report

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.

Aarhus, 30 May 2019

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28

A handwritten signature in blue ink, appearing to read 'Tom B. Lassen'.

Tom B. Lassen

State Authorised Public Accountant

mne24820



Management's review

Company details

Name Thomas Harttung A/S
Address, Postal code, City Barritskovvej 36, 7150 Barrit

CVR no. 28 89 86 22
Established 6 July 2005
Registered office Hedensted
Financial year 1 January - 31 December

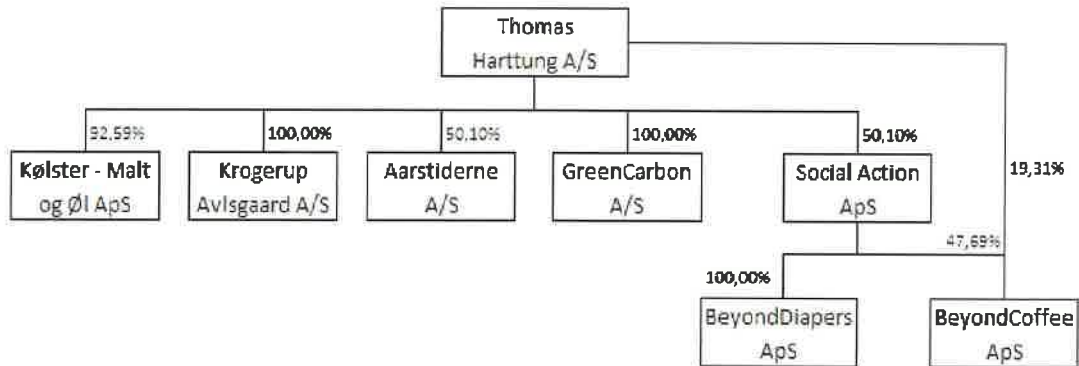
Board of Directors Claus Neergaard, Chairman
Patrick Holden
Alexander Schwedeler
Thomas Harttung

Executive Board Thomas Harttung

Auditors Ernst & Young Godkendt Revisionspartnerselskab
Værkmestergade 25, P.O. Box 330, 8100 Aarhus C,
Denmark

Management's review

Group chart



Management's review

Business review

The principal activity of the parent company is to own shares in the Group's other companies.

The principal activity of the Group is to deliver organic products and meal solutions directly to private households, offices, catering companies and other businesses and institutions.

Objective

The Group recreates the close links between the work of the organic farmer and the work in all the kitchens - transforming the bounties of the land into feasts of good, nutritious, seasonal and inspired food.

Unusual matters having affected the financial statements

With effect from 1 January 2018, Thomas Harttung A/S merged with its two subsidiaries SlowMoney A/S and BlackCarbon A/S, with the former as the continuing Company. The activities in the two merged companies were to manage minority shareholdings and warrants in Aarstiderne A/S and to commercialise biochar technology. Both activities have been terminated.

The merger has resulted in a reduction of investments in group entities of DKK 30,870 thousand and a reduction of payables to group entities of DKK 30,987 thousand, as well as other minor adjustments of DKK 117 thousand. Neither profit for the year nor equity has been affected by the merger. Comparative figures have been restated.

Financial review

The Company's income statement for 2018 showed a profit of DKK 3.8 million against a profit of DKK 41.3 million last year, mainly due to the weather across Europe. The balance sheet at 31 December 2018 showed equity of DKK 67.6 million compared to the balance sheet at 31 December 2017, which showed equity of DKK 69.0 million. The equity ratio was 99% at the end of 2018 compared to 99% in 2017.

At Group level, revenue increased to DKK 690 million from DKK 677 million, and net profit decreased from DKK 60 million to DKK 11 million.

The results of operation are considered acceptable under the circumstances.

Non-financial matters

Special risks

Price risks

The Group maintains comprehensive cooperation with growers inside and outside of Denmark. As a consequence, the forward price situation is well known within a 12-month perspective. This unique collaboration was further deepened in 2018 through continued concerted efforts.

Currency risks

More than 80% of revenue is received in DKK.

The Group pays its foreign suppliers predominantly in EUR, DKK and SEK.

While impacting immediate profitability of the Swedish branch, fluctuations in the value of SEK are not seen to pose any material risk to the Group. Notwithstanding, the Group has decided to hedge its exposure to SEK on a rolling 12-month basis from late 2018 and onwards.

Knowledge resources

The Group continuously accumulates internal knowledge with regard to its business model, customers and suppliers on a continual basis. Throughout 2018, emphasis was put on developing the cooperation with suppliers, expanding the diversity and the level of cooperation with farmers and producers of organic food. In 2018, emphasis has also been put on the continuing development and further deepening of the relationship with the customers among others through a line of initiatives such as invitations to country kitchens.

Management's review

Co-workers' commitment and ability to take charge of their situation is encouraged through cross-cutting work groups and development projects. The Aarstiderne Academy was established in 2018 as a way to structure and improve the education and development of co-workers in the form of short courses. The Academy is run solely with an internal teaching staff, i.e. managers and specialists, and real and relevant day-to-day issues are used as starting points for the courses.

Impact on the external environment

As an organically certified entity and due to its Articles of Association, Aarstiderne is committed to minimising its energy consumption, avoiding any unnecessary negative impact on the environment and using local resources as much as possible. This is reflected in a comprehensive Environmental Assessment Report, which governs company policy in this area and establishes frameworks for engagement and action plans.

The Group engages in carbon accounting, emissions are monitored, and reduction projects are assessed.

The Group maintained its organic certification throughout the financial year.

In 2018, the ongoing impact initiatives have been strengthened by hiring a skilled specialist, to further develop the Group's performance and reporting.

Research and development activities

On the two host farms Barritskov and Krogerup Avlsgaard, test fields are used to gain knowledge and test new varieties of vegetables, herbs, flowers, etc. to be incorporated in the composition of the Group's boxes.

The Group has grown a number of heirloom varieties of peas and beans and tested their use for the purpose of reinventing the supply of plant-based protein from Danish sources. The project is run in cooperation with other organic farmers and the Danish Technological Institute. In cooperation with University of Aarhus, a local hospital and the organic farmer's organisation bitter tasting vegetables are tested aiming at finding the right varieties to supply diabetes 2 patients with the right metabolites to better control the medical disorder.

Foreign branches

The Group maintains a branch in Sweden.

Statutory CSR report

The statutory CSR report is published on the Company's website:
<https://www.barritskov.com/CSR>

Account of the gender composition of Management

The Board of Directors has 4 male members and has decided to adopt a target of equal gender representation at the board level by electing 2 female members before the end of the 2020 Calendar Year. The selection process has been initiated.

This policy will influence the Board of Directors of Krogerup Avlsgaard A/S and GreenCarbon A/S similarly, as they have the same Board of Directors as Thomas Harttung A/S.

The Executive board has only one member and is therefore not covered by the requirements on target figures and giving an explanation.

The Board of Directors and Executive boards of Aarstiderne A/S have 3 members each, presently 4 male and 2 female members, constituting a 33 % female representation on both boards.

It is the stated policy of Thomas Harttung A/S as majority shareholder to adopt a target figure of 3 female and 4 male members of the Aarstiderne A/S Board of Directors after the AGM in the Spring of 2023. Thomas Harttung A/S has adopted a target figure of 2 female and 3 male members of the Executive Board of Aarstiderne A/S by the end of 2022.

Outlook

The Group is expected to generate a normalised profit of DKK 35-40 million in 2019.



Consolidated financial statements and parent company financial statements 1 January - 31 December

Income statement

| Note | DKK'000 | Group | | Parent company | |
|---|---|----------|----------|----------------|--------|
| | | 2018 | 2017 | 2018 | 2017 |
| 2 | Revenue | 690,081 | 676,575 | 350 | 654 |
| | Other operating income | 3,672 | 3,109 | 10 | 0 |
| | Raw materials and consumables | -339,289 | -340,445 | 0 | 0 |
| | Other external expenses | -182,764 | -161,429 | -857 | -1,145 |
| | Gross margin | 171,700 | 177,810 | -497 | -491 |
| 3 | Staff costs | -141,360 | -119,734 | -3,223 | -5,427 |
| | Amortisation/depreciation and impairment of intangible assets and property, plant and equipment | -18,060 | -13,976 | -30 | -60 |
| | Profit/loss before net financials | 12,280 | 44,100 | -3,750 | -5,978 |
| | Income from investments in group enterprises | 1,197 | 26,077 | 6,446 | 45,617 |
| | Income from investments in associates | 190 | 0 | 0 | 0 |
| 4 | Financial income | 1,130 | 1,040 | 396 | 485 |
| | Financial expenses | -1,077 | -853 | -12 | -15 |
| | Profit before tax | 13,720 | 70,364 | 3,080 | 40,109 |
| 5 | Tax for the year | -3,013 | -10,206 | 740 | 1,230 |
| | Profit for the year | 10,707 | 60,158 | 3,820 | 41,339 |
| Specification of the Group's results of operations: | | | | | |
| | Shareholders in Thomas Harttung A/S | 3,820 | 41,339 | | |
| | Non-controlling interests | 6,887 | 18,819 | | |
| | | 10,707 | 60,158 | | |

Consolidated financial statements and parent company financial statements 1 January - 31 December

Balance sheet

| Note | DKK'000 | Group | | Parent company | |
|------|--|-----------------------|-----------------------|----------------------|----------------------|
| | | 2018 | 2017 | 2018 | 2017 |
| | | ASSETS | | | |
| | | Fixed assets | | | |
| 6 | Intangible assets | | | | |
| | Group goodwill | 8,892 | 11,376 | 0 | 0 |
| | IT platform | 9,876 | 9,409 | 0 | 0 |
| | Intellectual property rights and trademarks | 5,371 | 6,174 | 0 | 0 |
| | Acquired other similar rights | 150 | 250 | 0 | 0 |
| | Goodwill | 1,463 | 1,665 | 0 | 0 |
| | | <u>25,752</u> | <u>28,874</u> | <u>0</u> | <u>0</u> |
| 7 | Property, plant and equipment | | | | |
| | Fixtures and fittings, other plant and equipment | 38,738 | 33,855 | 0 | 50 |
| | Leasehold improvements | 4,252 | 4,024 | 0 | 0 |
| | Property, plant and equipment in progress | 1,549 | 2,125 | 0 | 0 |
| | | <u>44,539</u> | <u>40,004</u> | <u>0</u> | <u>50</u> |
| 8 | Investments | | | | |
| | Investments in group entities, net asset value | 0 | 0 | 39,561 | 46,043 |
| | | <u>0</u> | <u>0</u> | <u>39,561</u> | <u>46,043</u> |
| | Total fixed assets | <u>70,291</u> | <u>68,878</u> | <u>39,561</u> | <u>46,093</u> |
| | Non-fixed assets | | | | |
| | Inventories | | | | |
| | Raw materials and consumables | 2,723 | 1,686 | 0 | 0 |
| | Finished goods and goods for resale | 15,742 | 17,911 | 0 | 0 |
| | | <u>18,465</u> | <u>19,597</u> | <u>0</u> | <u>0</u> |
| | Receivables | | | | |
| | Trade receivables | 21,604 | 19,948 | 0 | 0 |
| | Receivables from group enterprises | 18,880 | 12,674 | 23,776 | 16,024 |
| 11 | Deferred tax assets | 0 | 0 | 0 | 6 |
| | Joint taxation contribution receivable | 578 | 2,798 | 746 | 1,222 |
| | Other receivables | 8,816 | 8,164 | 81 | 98 |
| 9 | Prepayments | 4,655 | 6,739 | 176 | 122 |
| | | <u>54,533</u> | <u>50,323</u> | <u>24,779</u> | <u>17,472</u> |
| | Securities and investments | 105 | 71 | 105 | 71 |
| | Cash | 33,395 | 52,675 | 3,642 | 6,014 |
| | Total non-fixed assets | <u>106,498</u> | <u>122,666</u> | <u>28,526</u> | <u>23,557</u> |
| | TOTAL ASSETS | <u><u>176,789</u></u> | <u><u>191,544</u></u> | <u><u>68,087</u></u> | <u><u>69,650</u></u> |



Consolidated financial statements and parent company financial statements 1 January - 31 December

Balance sheet

| Note | DKK'000 | Group | | Parent company | |
|------|--|-------------------------------|----------------|----------------|---------------|
| | | 2018 | 2017 | 2018 | 2017 |
| | | EQUITY AND LIABILITIES | | | |
| | | Equity | | | |
| 10 | Share capital | 500 | 500 | 500 | 500 |
| | Net revaluation reserve according to the equity method | 0 | 0 | 0 | 0 |
| | Retained earnings | 67,084 | 68,452 | 67,084 | 68,452 |
| | Shareholder in Thomas Harttung A/S' share of equity | 67,584 | 68,952 | 67,584 | 68,952 |
| | Non-controlling interests | 28,687 | 29,896 | 0 | 0 |
| | Total equity | 96,271 | 98,848 | 67,584 | 68,952 |
| | Provisions | | | | |
| 11 | Deferred tax | 3,157 | 3,194 | 0 | 0 |
| | Total provisions | 3,157 | 3,194 | 0 | 0 |
| | Liabilities other than provisions | | | | |
| 12 | Non-current liabilities other than provisions | | | | |
| | Lease liabilities | 4,973 | 7,167 | 0 | 0 |
| | | 4,973 | 7,167 | 0 | 0 |
| | Current liabilities other than provisions | | | | |
| 12 | Short-term part of long-term liabilities other than provisions | 2,194 | 2,146 | 0 | 0 |
| | Bank debt | 0 | 10 | 0 | 0 |
| | Prepayments received from customers | 843 | 994 | 0 | 0 |
| | Trade payables | 40,518 | 49,919 | 42 | 23 |
| | Deposits | 972 | 1,217 | 0 | 0 |
| | Other payables | 27,698 | 27,649 | 461 | 675 |
| | Deferred income | 163 | 400 | 0 | 0 |
| | | 72,388 | 82,335 | 503 | 698 |
| | Total liabilities other than provisions | 77,361 | 89,502 | 503 | 698 |
| | TOTAL EQUITY AND LIABILITIES | 176,789 | 191,544 | 68,087 | 69,650 |

- 1 Accounting policies
- 13 Contractual obligations and contingencies, etc.
- 14 Collateral
- 15 Currency risks
- 16 Related parties
- 17 Fee to the auditors appointed by the Company in general meeting

Consolidated financial statements and parent company financial statements 1 January - 31 December

Statement of changes in equity

| Note | DKK'000 | Group | | | | |
|------|---------|---------------|-------------------|---------|---------------------------|--------------|
| | | Share capital | Retained earnings | Total | Non-controlling interests | Total equity |
| | | 500 | 73,585 | 74,085 | 19,225 | 93,310 |
| | | 0 | 41,339 | 41,339 | 18,819 | 60,158 |
| | | 0 | 0 | 0 | 305 | 305 |
| | | 0 | -46,472 | -46,472 | -8,453 | -54,925 |
| | | 500 | 68,452 | 68,952 | 29,896 | 98,848 |
| | | 0 | 3,820 | 3,820 | 6,887 | 10,707 |
| | | 0 | -5,188 | -5,188 | -3,996 | -9,184 |
| | | 0 | 0 | 0 | -4,100 | -4,100 |
| | | 500 | 67,084 | 67,584 | 28,687 | 96,271 |

| Note | DKK'000 | Parent company | | |
|------|---------|----------------|-------------------|---------|
| | | Share capital | Retained earnings | Total |
| | | 500 | 73,585 | 74,085 |
| | | 0 | -4,278 | 41,339 |
| | | 0 | 36,575 | 0 |
| | | 0 | 9,042 | 0 |
| | | 0 | -46,472 | -46,472 |
| | | 500 | 68,452 | 68,952 |
| | | 0 | -2,626 | 3,820 |
| | | 0 | -5,188 | -5,188 |
| | | 0 | 1,781 | 0 |
| | | 0 | 4,665 | 0 |
| | | 500 | 67,084 | 67,584 |



Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Thomas Harttung A/S for 2018 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to large reporting class C entities.

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

Omission of a cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are reflected in the consolidated cash flow statement for the higher-ranking parent company Barritskov Holding ApS.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Consolidated financial statements

Control

The consolidated financial statements comprise the Parent Company and subsidiaries controlled by the Parent Company.

Control means a parent company's power to direct a subsidiary's financial and operating policy decisions. Besides the above power, the parent company should also be able to yield a return from its investment.

In assessing if the parent company controls an entity, de facto control is taken into consideration as well.

The existence of potential voting rights which may currently be exercised or converted into additional voting rights is considered when assessing if an entity can become empowered to direct another entity's financial and operating decisions.

Preparation of consolidated financial statements

The consolidated financial statements are prepared as a consolidation of the parent company's and the individual subsidiaries' financial statements, which are prepared according to the group's accounting policies. On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends, and realised and unrealised gains on intra-group transactions are eliminated. Unrealised gains on transactions with associates are eliminated in proportion to the group's interest in the entity. Unrealised losses are eliminated in the same way as unrealised gains if they do not reflect impairment.

In the consolidated financial statements, the accounting items of subsidiaries are recognised in full. Non-controlling interests' share of the profit/loss for the year and of the equity of subsidiaries which are not wholly-owned are included in the group's profit/loss and equity, respectively, but are disclosed separately.

Acquisitions and disposals of non-controlling interests which are still controlled are recognised directly in equity as a transaction between shareholders.

Investments in associates and joint ventures are recognised in the consolidated financial statements using the equity method.

The group's activities in joint operations are recognised on a line-by-line basis.



Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Non-controlling interests

On initial recognition, non-controlling interests are measured at the fair value of the non-controlling interests' equity interest.

Goodwill relating to the non-controlling interests' share of the acquiree is thus recognised.

Intra-group business combinations

Intra-group mergers are treated according to the pooling-of-interests method, where the acquirer recognises the acquiree's assets and liabilities at the former carrying amounts. Comparative figures are restated as if the three entities have always been combined.

The merger has resulted in a reduction of investments in group entities of DKK 30,870 thousand and a reduction of payables to group entities of DKK 30,987 thousand, as well as other minor adjustments of DKK 117 thousand. Neither profit for the year nor equity has been affected by the merger. Comparative figures have been restated.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate 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 and payables and other monetary items denominated in foreign currencies are translated at the exchange rate 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 most recent 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 "Other payables", respectively.

Fair value adjustments of derivative financial instruments designated as and qualifying for hedging of future assets or liabilities are recognised in other receivables or other payables, respectively, 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.

Leases

On initial recognition, leases for assets that transfer substantially all the risks and rewards incident to the ownership to the Company (finance leases) are measured in the balance sheet at the lower of fair value and the present value of the future lease payments. In calculating the net present value, the interest rate implicit in the lease or the incremental borrowing rate is used as the discount factor. Assets held under finance leases are subsequently accounted for in the same way as the Company's other assets.

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

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Leases that do not transfer substantially all the risks and rewards incident to the ownership to the Company are classified as operating leases. Payments relating to operating leases and any other rent agreements are recognised in the income statement over the term of the lease. The Company's aggregate liabilities relating to operating leases and other rent agreements are disclosed under "Contingent liabilities".

Public grants

Public grants to cover expenses are recognised in the income statement when it is deemed likely that all grant criteria have been met. Grants which must be repaid under certain circumstances are recognised only where they are not expected to be repaid.

Income statement

Revenue

Revenue from the sale of goods for resale is recognised in the income statement provided that delivery and transfer of risk to the buyer have taken place before year end and that the income can be reliably measured and is expected to be received.

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

Other operating income

Other operating income comprise items of a secondary nature relative to the Company's core activities, including gains on the sale of fixed assets.

Raw materials and consumables, etc.

Raw materials and consumables include expenses relating to raw materials and consumables used in generating the year's revenue.

Other external expenses

Other external expenses include the year's expenses relating to the Company'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 pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Amortisation/depreciation

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

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

| | |
|---|------------|
| IT platform | 3-5 years |
| Intellectual property rights and trademarks | 5-20 years |
| Acquired other similar rights | 20 years |
| Goodwill | 20 years |

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Group goodwill 10-20 years

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, 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 of the assets are as follows:

| | |
|--|------------|
| Fixtures and fittings, other plant and equipment | 2-10 years |
| Leasehold improvements | 5-20 years |

The residual value is determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised. In case of changes in the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Profit from investments in subsidiaries and associates

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries and associates are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries. Only proportionate elimination of intra-group gains/losses is made for equity investments in associates.

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.

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

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

Balance sheet

Intangible assets

Goodwill is amortised over the estimated useful life determined on the basis of Management's experience of the specific business areas. Goodwill is amortised over a period of 20 years or less, as this amortisation period is considered the best way to reflect the utility of the resources in question.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Other intangible assets comprise the IT platform, ongoing development projects, intellectual property rights and trademarks.

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

Development projects regarding products and processes that are clearly defined and identifiable, where the technical utilisation degree, sufficient resources and a potential future market or development opportunities in the Company are evidenced, and where the Company intends to produce, market or use the project or the process in question, are recognised as intangible assets. Other development costs are recognised in the income statement when incurred.

Development costs comprise costs, including salaries and travelling expenses that are directly and indirectly attributable to the development projects.

Following the completion of the development work, development costs are amortised on a straight line basis over the estimated useful life. The amortisation period is usually five years.

The IT platform is measured at cost less accumulated amortisation and impairment. Cost comprises the acquisition price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Intellectual property rights and trademarks are measured at cost less accumulated amortisation and impairment. Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Gains and losses on the sale of intangible assets are recognised in the income statement under "Other operating income" or "Other operating expenses", respectively. Gains and losses are calculated as the difference between the selling price less selling expenses and the carrying amount at the time of sale.

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 calculated 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 expenses.

Investments in subsidiaries

Equity investments in subsidiaries and associates are measured according to the equity method. Equity investments in joint ventures are also measured according to the equity method in the consolidated financial statements.

On initial recognition, equity investments in subsidiaries are measured at cost, i.e. plus transaction costs. The cost is allocated in accordance with the acquisition method; see the accounting policies regarding business combinations.

The cost is adjusted by shares of profit/loss after tax calculated in accordance with the Group's accounting policies less or plus unrealised intra-group gains/losses.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies for the assets and liabilities to which they can be attributed. Negative goodwill is recognised in the income statement.

Dividend received is deduced from the carrying amount.

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Notes to the financial statements

1 Accounting policies (continued)

Equity investments in subsidiaries measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

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 expenses required to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

The cost of raw materials and consumables comprises the cost of acquisition plus delivery costs.

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

Receivables

Receivables are measured at amortised cost.

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

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

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Notes to the financial statements

1 Accounting policies (continued)

Equity

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries and associates relative to cost. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Income taxes

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

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax 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.

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. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, 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. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

Lease liabilities

Lease liabilities are measured at the net present value of the remaining lease payments including any guaranteed residual value based on the interest rate implicit in the lease.



Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Deferred income

Prepayments from customers comprise payments received concerning income invoiced in the following year.

Advance invoicing of revenue comprises revenue excluding VAT on goods invoiced, but not yet delivered.

Deposits from customers comprise deposits invoiced to the subscribers.

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Notes to the financial statements

6 Intangible assets

| DKK'000 | Group | | | | | Total |
|--|----------------|-------------|---|-------------------------------|----------|--------|
| | Group goodwill | IT platform | Intellectual property rights and trademarks | Acquired other similar rights | Goodwill | |
| Cost at 1 January 2018 | 27,325 | 23,055 | 12,780 | 2,000 | 3,818 | 68,978 |
| Additions | 0 | 5,547 | 0 | 0 | 0 | 5,547 |
| Disposals | -1,153 | -3,299 | -55 | 0 | 0 | -4,507 |
| Cost at 31 December 2018 | 26,172 | 25,303 | 12,725 | 2,000 | 3,818 | 70,018 |
| Impairment losses and amortisation at 1 January 2018 | 15,949 | 13,646 | 6,606 | 1,750 | 2,153 | 40,104 |
| Amortisation for the year | 1,331 | 5,038 | 803 | 100 | 202 | 7,474 |
| Reversal of accumulated amortisation and impairment of assets disposed | 0 | -3,257 | -55 | 0 | 0 | -3,312 |
| Impairment losses and amortisation at 31 December 2018 | 17,280 | 15,427 | 7,354 | 1,850 | 2,355 | 44,266 |
| Carrying amount at 31 December 2018 | 8,892 | 9,876 | 5,371 | 150 | 1,463 | 25,752 |
| Amortised over | 10-20 years | 3-5 years | 5-20 years | 20 years | 20 years | |

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

7 Property, plant and equipment

| | Group | | | Total |
|---|--|------------------------|---|--|
| | Fixtures and fittings, other plant and equipment | Leasehold improvements | Property, plant and equipment in progress | |
| DKK'000 | | | | |
| Cost at 1 January 2018 | 68,848 | 11,445 | 2,125 | 82,418 |
| Additions | 12,708 | 961 | 1,549 | 15,218 |
| Disposals | -1,291 | 0 | 0 | -1,291 |
| Transferred | 2,125 | 0 | -2,125 | 0 |
| Cost at 31 December 2018 | 82,390 | 12,406 | 1,549 | 96,345 |
| Revaluations at 1 January 2018 | 0 | 0 | 0 | 0 |
| Revaluations at 31 December 2018 | 0 | 0 | 0 | 0 |
| Impairment losses and depreciation at 1 January 2018 | 34,993 | 7,421 | 0 | 42,414 |
| Depreciation | 9,854 | 733 | 0 | 10,587 |
| Reversal of accumulated depreciation and impairment of assets disposed | -1,195 | 0 | 0 | -1,195 |
| Impairment losses and depreciation at 31 December 2018 | 43,652 | 8,154 | 0 | 51,806 |
| Carrying amount at 31 December 2018 | 38,738 | 4,252 | 1,549 | 44,539 |
| Property, plant and equipment include finance leases with a carrying amount totalling | 7,274 | 0 | 0 | 7,274 |
| Depreciated over | 2-10 years | 5-20 years | | |
| | | | | Parent company |
| DKK'000 | | | | Fixtures and fittings, other plant and equipment |
| Cost at 1 January 2018 | | | | 180 |
| Disposals | | | | -20 |
| Cost at 31 December 2018 | | | | 160 |
| Revaluations at 1 January 2018 | | | | 0 |
| Revaluations at 31 December 2018 | | | | 0 |
| Impairment losses and depreciation at 1 January 2018 | | | | 130 |
| Depreciation | | | | 30 |
| Impairment losses and depreciation at 31 December 2018 | | | | 160 |
| Carrying amount at 31 December 2018 | | | | 0 |
| Depreciated over | | | | 3 years |

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

8 Investments

| DKK'000 | <u>Parent company</u> Investments in group entities, net asset value |
|--|---|
| Cost at 1 January 2018 | 56,812 |
| Additions | 335 |
| Disposals | -3,420 |
| Cost at 31 December 2018 | <u>53,727</u> |
| Value adjustments at 1 January 2018 | -10,769 |
| Dividend received | -4,655 |
| Profit/loss for the year | 6,579 |
| Changes in equity | -5,188 |
| Impairment losses | -1,330 |
| Reversal of impairment losses on assets disposed | 1,197 |
| Value adjustments at 31 December 2018 | <u>-14,166</u> |
| Carrying amount at 31 December 2018 | <u>39,561</u> |

The carrying amount of associates comprises a share of the entities' net asset value, DKK 30,669 thousand and goodwill at a carrying amount of DKK 8,892 thousand.

Of the total carrying amount, negative net assets in associates, DKK 0 thousand, have been set off against receivables and DKK 0 thousand have been recognised under provisions.

Parent company

| <u>Name</u> | <u>Domicile</u> | <u>Interest</u> |
|-------------------------|-----------------|-----------------|
| Subsidiaries | | |
| Aarstiderne A/S | Hedensted | 50.10% |
| GreenCarbon A/S | Hedensted | 100.00% |
| Krogerup Avlsgaard A/S | Fredensborg | 100.00% |
| Kølster- Malt og Øl ApS | Fredensborg | 92.59% |
| Social Action ApS | Copenhagen | 50.10% |
| BeyondCoffee ApS | Copenhagen | 19.31% |

9 Prepayments

Group

Prepayments comprise prepaid costs regarding rent, insurance premium, subscriptions and returnable packages and boxes.

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Notes to the financial statements

| DKK'000 | Parent company | |
|---|----------------|------------|
| | 2018 | 2017 |
| 10 Share capital | | |
| Analysis of the share capital: | | |
| 251 A shares of DKK 1,000.00 nominal value each | 251 | 251 |
| 249 B shares of DKK 1,000.00 nominal value each | 249 | 249 |
| | <u>500</u> | <u>500</u> |

The parent's share capital has remained DKK 500 thousand over the past 5 years.

| DKK'000 | Group | | Parent company | |
|---|--------------|--------------|----------------|-----------|
| | 2018 | 2017 | 2018 | 2017 |
| 11 Deferred tax | | | | |
| Deferred tax at 1 January | 3,194 | 1,831 | -6 | 2 |
| Deferred tax adjustment in the year, income statement | 26 | 1,402 | 6 | -8 |
| Deferred tax on corporate acquisition | 0 | -39 | 0 | 0 |
| Deferred tax adjustment in the year, equity | -63 | 0 | 0 | 0 |
| Deferred tax at 31 December | <u>3,157</u> | <u>3,194</u> | <u>0</u> | <u>-6</u> |
| Deferred tax relates to: | | | | |
| Intangible assets | 3,342 | 3,546 | 0 | 0 |
| Property, plant and equipment | -867 | -673 | 0 | -6 |
| Inventories | 676 | 541 | 0 | 0 |
| Receivables | 138 | 69 | 0 | 0 |
| Liabilities | 88 | -53 | 0 | 0 |
| Tax loss | -220 | -236 | 0 | 0 |
| | <u>3,157</u> | <u>3,194</u> | <u>0</u> | <u>-6</u> |

12 Non-current liabilities other than provisions

| DKK'000 | Group | | | |
|-------------------|--------------------------|----------------------|-------------------|--------------------------------|
| | Total debt at 31/12 2018 | Repayment, next year | Long-term portion | Outstanding debt after 5 years |
| Lease liabilities | 7,167 | 2,194 | 4,973 | 0 |
| | <u>7,167</u> | <u>2,194</u> | <u>4,973</u> | <u>0</u> |

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

13 Contractual obligations and contingencies, etc.

Other contingent liabilities

| | Group | | Parent company | |
|------------------------------|-------|-------|----------------|------|
| | 2018 | 2017 | 2018 | 2017 |
| DKK'000 | | | | |
| Guarantee commitments | 300 | 300 | 0 | 0 |
| Other contingent liabilities | 1,592 | 5,266 | 0 | 0 |
| | 1,892 | 5,566 | 0 | 0 |

Group

The Group has entered into a lease, which is interminable until termination at 31 August 2048 with a yearly leasehold fee of DKK 995 thousand. During the contract period, the Company may terminate the contract with 12 months' notice with termination on 31 August of the following calendar year. The total obligation amounts to DKK 1,592 thousand.

For the fulfillment of Krogerup Avlsgaard A/S' obligations to the lessor, a bank guarantee of DKK 300 thousand has been provided as collateral.

Other financial obligations

Other rent and lease liabilities:

| | Group | | Parent company | |
|----------------------------|--------|--------|----------------|------|
| | 2018 | 2017 | 2018 | 2017 |
| DKK'000 | | | | |
| Rent and lease liabilities | 39,062 | 41,150 | 0 | 0 |

Group

The Group has entered into leases for office space, warehouses, terminals and warehousing with a rent commitment for 2019-2025 of DKK 33,273 thousand (2017: DKK 38,931 thousand).

Operating lease commitment totals of DKK 5,789 thousand (2017: DKK 4,368 thousand).

Parent company

The Company is jointly taxed with its parent, Barritskov Holding ApS, which acts as management company, and other Danish group entities. The Company has limited and alternative liability together with other jointly taxed group entities for payment of income taxes and withholding taxes.

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Notes to the financial statements

14 Collateral

Group

As collateral for the Group's debt to mortgage credit institutions and other credit institutions, the Group has placed assets or other items as collateral worth a total of DKK 25,000 thousand. The total carrying amount of the assets having been provided as security is DKK 87,340 thousand. Breakdown of the collateral and the carrying amount:

Amounts owed to Sydbank are secured by a letter of indemnity, DKK 17,000 thousand (2017: DKK 17,000 thousand), secured trade receivables, stocks, operating equipment, goodwill and intellectual property rights.

The Group has issued letters of indemnity totalling DKK 8,000 thousand secured on fixtures and fittings, tools and equipment.

Parent company

The parent company has not placed any assets or other items as security for loans at 31 December 2018.

15 Currency risks

Group

Currency risks

The Group uses forward exchange contracts to hedge currency risks relating to revenue in the coming year. Contractual value at 31 December 2018 totalled a negative DKK 288 thousand. The revaluation is recognised in equity.

16 Related parties

Group

Thomas Harttung A/S' related parties comprise the following:

Parties exercising control

| <u>Related party</u> | <u>Domicile</u> | <u>Basis for control</u> |
|------------------------|-----------------|--------------------------|
| Barritskov Holding ApS | Hedensted | Participating interest |

Significant influence

| <u>Related party</u> | <u>Domicile</u> | <u>Basis for significant influence</u> |
|----------------------|-----------------|--|
| GIB Harttung ApS | Hedensted | Participating interest |

Consolidated financial statements and parent company financial statements 1 January -
31 December

Notes to the financial statements

Related party transactions

There are no intra-group transactions that have not been carried through on normal market terms.

All transactions have been carried out on an arm's length basis.

Parent company

Parties exercising control

| <u>Related party</u> | <u>Domicile</u> | <u>Basis for control</u> |
|------------------------|-----------------|--------------------------|
| Barritskov Holding ApS | Hedensted | Participating interest |

Significant influence

| <u>Related party</u> | <u>Domicile</u> | <u>Basis for significant influence</u> |
|----------------------|-----------------|--|
| GIB Harttung ApS | Hedensted | Participating interest |

Transactions with related parties

There are no intra-group transactions that have not been carried through on normal market terms.

All transactions have been carried out on an arm's length basis.



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Notes to the financial statements

17 Fee to the auditors appointed by the Company in general meeting

Audit fees are not disclosed with reference to section 96(3) of the Danish Financial Statements Act, as audit fees are disclosed for the Group as such in the consolidated financial statements of Barritskov Holding ApS.

| DKK'000 | Parent company | |
|--|----------------|---------------|
| | 2018 | 2017 |
| 18 Appropriation of profit | | |
| Recommended appropriation of profit | | |
| Extraordinary dividend distributed in the year | 0 | 46,472 |
| Net revaluation reserve according to the equity method | 6,446 | 45,617 |
| Retained earnings/accumulated loss | -2,626 | -50,750 |
| | <u>3,820</u> | <u>41,339</u> |