

CPF Denmark A/S

Svinget 5
DK-6800 Varde

CVR no. 28 99 62 68

Annual report 2022

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

27 April 2023



Pisit Awnpoon
Chairman of the annual general meeting

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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 CPF Denmark 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.


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

Varde, 27 April 2023

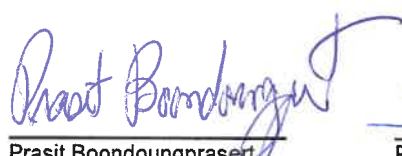
Executive Board:


Christian Oxholm Winther
Juhl

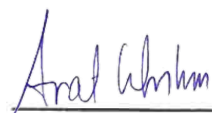

Jan Wolgast

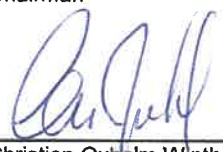

Pisit Awnpoon

Board of Directors:


Prasit Boondoungprasert
Chairman

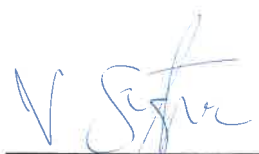

Paisan Chirakitchareon


Anat Julintron


Christian Oxholm Winther
Juhl


Jan Wolgast


Morten Hesselholt


Vathana Singhpuck

Independent auditor's report

To the shareholders of CPF Denmark A/S

Opinion

We have audited the financial statements of CPF Denmark 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 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.

Fredericia, 27 April 2023

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98



Nikolaj Møller Hansen
State Authorised
Public Accountant
mne33220

CPF Denmark A/S
Annual report 2022
CVR no. 28 99 62 68

Management's review

Company details

CPF Denmark A/S
Svinget 5
6800 Varde
Denmark

Telephone: +45 75 26 13 30

CVR no.: 28 99 62 68
Established: 16 August 2005
Registered office: Varde
Financial year: 1 January – 31 December

Board of Directors

Prasit Boondoungprasert, Chairman
Paisan Chirakitchareern
Anat Julintron
Christian Oxholm Winther Juhl
Jan Wolgast
Morten Hesselholt
Vathana Singhpuck

Executive Board

Christian Oxholm Winther Juhl
Jan Wolgast
Pisit Awnpoon

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Vesterballevej 27, 2.
7000 Fredericia
Denmark
CVR no. 25 57 81 98

Management's review

Financial highlights

DKK'000	2022	2021	2020	2019	2018
Key figures					
Gross profit	31,184	38,151	24,662	13,224	11,465
Profit from financial income and expenses	1,285	549	1,325	892	173
Profit for the year	14,877	19,942	11,847	4,450	2,380
Fixed assets					
Fixed assets	6,613	6,722	6,831	6,918	7,041
Total assets	187,625	90,090	100,365	103,131	119,060
Equity	47,957	43,051	29,033	19,411	16,151
Current liabilities	139,668	47,039	71,332	83,720	102,909
Ratios					
Solvency ratio	25.6%	47.8%	28.9%	18.8%	13.5%
Current ratio	129.6%	177.2%	131.1%	114.9%	108.8%
Average number of full-time employees					
Average number of full-time employees	13	13	13	11	11

The financial ratios have been calculated as follows:

Solvency ratio
$$\frac{\text{Equity ex. non-controlling interests at year-end} \times 100}{\text{Total equity and liabilities at year-end}}$$

Current ratio
$$\frac{\text{Current assets total} \times 100}{\text{Current liabilities}}$$

Management's review

Operating review

Principal activity

CPF Denmark A/S' principal activities are trading in food, primarily chicken products from CP Foods Thailand and related products from within the CP Group of companies.

Events after the balance sheet date

No significant events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Development in the year

The supply chain instability has continued into the early part of the year but has improved during the latter part giving more stability on both availability and cost.

We have seen a continuous growth in both retail and food service businesses across all markets benefiting from the increased need of easy and convenient food solutions.

The uncertainties brought by the Russian invasion of Ukraine have not had any significant effect on our supply chain during the year. We have seen increasing instability on raw material pricing though.

The profit of the year is satisfactory and exceeding our expectations on both gross profit and profit for the year compared to outlook presented in the annual report 2021. This is mainly due to a significant delay in expected impact of increased expenses on the supply chain costings.

Outlook

The current instability in Europe caused by the war in Ukraine will continue to have effect on our supply chain.

It is the company's overall expectation that 2023 will be 10-15% lower compared with 2022 on both gross profit and result.

Further focus on new and improved sales in all markets and categories will continue to bring more varied growth across Scandinavia. The concept of value adding and bringing convenience closer to the consumers will continue to develop the business in a positive way in the future.

Financial statements 1 January – 31 December

Income statement

DKK'000	Note	2022	2021
Gross profit		31,184	38,151
Staff costs	2	-13,161	-13,157
Depreciation, amortisation and impairment losses		-109	-109
Profit before financial income and expenses		17,914	24,885
Income from participating interests		1,666	855
Other financial income		19	0
Other financial expenses		-400	-306
Profit before tax		19,199	25,434
Tax on profit for the year	3	-4,322	-5,492
Profit for the year	4	14,877	19,942

Financial statements 1 January – 31 December

Balance sheet

DKK'000	Note	31/12 2022	31/12 2021
ASSETS			
Fixed assets			
Property, plant and equipment			
Land and buildings	5	2,542	2,646
Fixtures and fittings, tools and equipment		14	19
		<u>2,556</u>	<u>2,665</u>
Investments			
Participating interests	6	4,057	4,057
Total fixed assets		<u>6,613</u>	<u>6,722</u>
Current assets			
Inventories			
Finished goods and goods for resale		104,903	30,550
Receivables			
Trade receivables		28,728	20,754
Receivables from participating interests		32,880	19,653
Other receivables		2,116	404
Deferred tax asset	7	14	19
Corporation tax		880	0
Prepayments	8	255	296
		<u>64,873</u>	<u>41,126</u>
Cash at bank and in hand		<u>11,236</u>	<u>11,692</u>
Total current assets		<u>181,012</u>	<u>83,368</u>
TOTAL ASSETS		<u><u>187,625</u></u>	<u><u>90,090</u></u>

Financial statements 1 January – 31 December

Balance sheet

DKK'000	Note	31/12 2022	31/12 2021
EQUITY AND LIABILITIES			
Equity			
Share capital	9	3,729	3,729
Retained earnings		44,228	39,322
Total equity		<u>47,957</u>	<u>43,051</u>
Liabilities			
Current liabilities			
Banks, current liabilities		14,465	605
Trade payables		2,817	3,224
Payables to group entities		110,372	29,649
Corporation tax		0	5,211
Other payables		12,014	8,350
		<u>139,668</u>	<u>47,039</u>
Total liabilities		<u>139,668</u>	<u>47,039</u>
TOTAL EQUITY AND LIABILITIES		<u><u>187,625</u></u>	<u><u>90,090</u></u>

Financial statements 1 January – 31 December

Statement of changes in equity

DKK'000	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2022	3,729	39,322	43,051
Transferred over the profit appropriation	0	14,877	14,877
Extraordinary dividends paid	0	-9,971	-9,971
Equity at 31 December 2022	3,729	44,228	47,957

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of CPF Denmark 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 the parent company, Charoen Pokphand Foods Public Co., Ltd.

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 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 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 goods is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received.

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

Cost of goods sold

Cost of goods sold includes consumables used in generating the year's revenue.

Other external costs

Other external costs comprise costs relating to the Company's ordinary activities, including costs for sales, distribution and administration.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs. Refunds from public authorities are deducted from staff costs.

Income from equity investments in subsidiaries and participating interests (including associates)

Dividends from investment in participating interests are recognised in the period when the dividends are declared.

Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding finance leases, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Tax on profit for the year

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 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

Property, plant and equipment

Land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation.

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 depreciable amount, which is calculated as cost less any projected residual values after the end of the useful life, is depreciated on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Buildings	25 years
Fixtures and fittings, tools and equipment	3-5 years

Land is not depreciated.

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.

Leases

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 leases are recognised in the income statement over the term of the lease. The Company's aggregate obligations relating to operating leases and other leases are disclosed under contingencies, etc.

Investments

Equity interests is measured at cost. In case of indication of impairment, an impairment test is conducted. When the cost exceeds the recoverable amount, write-down is made to this lower value.

Impairment of fixed assets

The carrying amount of property, plant and equipment is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

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 cash flows from the disposal of the asset or the group of assets after the end of the useful life.

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.

Cost comprising purchase price plus delivery costs.

The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

Write-down is made for bad debt losses where there is an objective indication that a receivable 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 payments paid regarding expenses in subsequent years.

Cash at bank and in hand

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

Equity

Dividends

The expected dividend 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.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Liabilities

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

The liability in relation to frozen holiday funds is measured at net realisable value, including indexation. Indexation adjustments are recognised as interest expense in the income statement.

DKK'000	<u>2022</u>	<u>2021</u>
2 Staff costs		
Wages and salaries	11,911	12,176
Pensions	804	672
Other staff costs	<u>446</u>	<u>309</u>
	<u>13,161</u>	<u>13,157</u>
Average number of full-time employees	<u>13</u>	<u>13</u>

Staff costs of the Company include remuneration of the Executive Board and Board of Directors of DKK 7,840 thousand (2021: DKK 6,886 thousand).

In accordance with section 98b(3) of the Danish Financial Statements Act, remuneration of the Executive Board and the Board of Directors is presented as an aggregate single amount.

3 Tax on profit for the year

DKK'000	<u>2022</u>	<u>2021</u>
Current tax for the year	4,317	5,485
Deferred tax for the year	<u>5</u>	<u>7</u>
	<u>4,322</u>	<u>5,492</u>

Financial statements 1 January – 31 December

Notes

4 Proposed profit appropriation

DKK'000	2022	2021
Extraordinary dividends for the year	9,971	5,924
Retained earnings	4,906	14,018
	<u>14,877</u>	<u>19,942</u>

5 Property, plant and equipment

DKK'000	Land and buildings	Fixtures and fittings, tools and equipment	Total
Cost at 1 January 2022	3,520	874	4,394
Cost at 31 December 2022	3,520	874	4,394
Depreciation at 1 January 2022	-874	-855	-1,729
Depreciation for the year	-104	-5	-109
Depreciation at 31 December 2022	-978	-860	-1,838
Carrying amount at 31 December 2022	<u>2,542</u>	<u>14</u>	<u>2,556</u>

6 Investments

DKK'000	Participating interests
Cost at 1 January 2022	4,057
Cost at 31 December 2022	4,057
Carrying amount at 31 December 2022	<u>4,057</u>

Name/legal form	Registered office	Participating interests	Equity	Profit for the year
		DKK'000		DKK'000
Participating interests:				
	Södergatan 16 , 211 34 Malmö , Sweden	29%	11,012	9,308
Kalino Food AB			<u>11,012</u>	<u>9,308</u>

7 Deferred tax asset

DKK'000	31/12 2022	31/12 2021
Deferred tax asset at 1 January	19	26
Adjustment, deferred tax asset	-5	-7
	<u>14</u>	<u>19</u>

Financial statements 1 January – 31 December

Notes

8 Prepayments

Prepayments comprise prepaid expenses regarding office rent and insurance premiums.

9 Share capital

The share capital consists of 500,000 shares of a nominal value of EUR 500,000 each. No shares carry any special rights.

10 Contractual obligations, contingencies, etc.

Rent liabilities amount to DKK 22 thousand.

Contingent liabilities

As collateral for bank overdraft, the Company has issued a company charge secured upon ordinary claims attributable to trade receivables, receivables from participating interests and finished goods coming in at a total of DKK 30,000 thousand. The carrying amount of the assets comprised by the company charge reached DKK 166,511 thousand at 31 December 2022.

A bank guarantee of DKK 75 thousand has been provided.

The Company has entered into multiple financial futures agreements. At 31 December 2022, the agreements represent a negative market value of DKK 6 thousand.

Operating lease obligations

The Company has entered into operating leases with a remaining term of 67 months and an average monthly lease payment of DKK 30 thousand, totalling DKK 1,982 thousand.

11 Related party disclosures

CPF Denmark A/S' related parties comprise the following:

Control

CPF Trading Co. Ltd., C.P. Tower 2, 28th fl, 1 Ratchadapisek Road, Bangkok 10400, Thailand holds more than 50% of the share capital. The ultimate parent company is Charoen Pokphand Foods Public Co., Ltd., Bangkok, Thailand.

CPF Denmark A/S is part of the consolidated financial statements of CPF Trading Co. Ltd., C.P. Tower 2, 28th fl, 1 Ratchadapisek Road, Bangkok 10400, Thailand, which is the smallest and largest group, in which the Company is included as a subsidiary.

The consolidated financial statements can be requisitioned from the office in Denmark.

Related party transactions

DKK'000	<u>2022</u>
Sales to group entities	198,052
Purchase from group entities	395,376