

Nordtronic A/S

Flade Engvej 4, 9900 Frederikshavn

CVR no. 29 80 87 08

Annual report 2022

Approved at the Company's annual general meeting on 16 June 2023

Chair of the meeting:

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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 Nordtronic A/S for the financial year 1 January - 31 December 2022.

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 financial position of the Company 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 matters discussed in the Management's review.

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

Frederikshavn, 16 June 2023
Executive Board:

.....
Morten Lemvig

Board of Directors:

.....
Mark Henrik Körner
Chair

.....
Morten Lemvig

.....
Erhardt Sven Schirmer

Independent auditor's report

To the shareholders of Nordtronic A/S

Opinion

We have audited the financial statements of Nordtronic A/S for the financial year 1 January - 31 December 2022, which comprise 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 financial position of the Company 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 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 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.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the 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 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:

- ▶ 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 Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

Independent auditor's report

- ▶ 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 note 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 Statement Act. We did not identify any material misstatement of the Management's review.

Aalborg, 16 June 2023
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Hans B. Vistisen
State Authorised Public Accountant
mne23254

Management's review

Company details

Name	Nordtronic A/S
Address, Postal code, City	Flade Engvej 4, 9900 Frederikshavn
CVR no.	29 80 87 08
Established	1 December 2006
Registered office	Frederikshavn Kommune
Financial year	1 January - 31 December
E-mail	info@nordtronic.dk
Telephone	+45 70 20 95 31
Telefax	+45 70 20 95 32
Board of Directors	Mark Henrik Körner, Chair Morten Lemvig Erhardt Sven Schirmer
Executive Board	Morten Lemvig
Auditors	EY Godkendt Revisionspartnerselskab Vestre Havnepromenade 1A, 9000 Aalborg, Denmark

Management commentary

Business review

The company's principal activities are to develop and distribute electrical products, primarily LED spots.

Financial review

The income statement for 2022 shows a profit of DKK 4,465 thousand against a profit of DKK 9,203 last year, and the balance sheet at 31 December 2022 shows equity of DKK 26,565 thousand.

Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

Financial statements 1 January - 31 December

Income statement

Note	DKK	2022	2021
	Gross profit	17,055,900	20,916,893
2	Staff costs	-11,128,992	-8,803,854
	Amortisation/depreciation and impairment of fixtures and fittings, other plant and equipment	-225,701	-351,615
	Profit before net financials	5,701,207	11,761,424
	Financial income	170,312	301,270
	Financial expenses	-80,059	-266,166
	Profit before tax	5,791,460	11,796,528
3	Tax for the year	-1,326,898	-2,593,738
	Profit for the year	4,464,562	9,202,790
	Recommended appropriation of profit		
	Proposed dividend recognised under equity	0	8,000,000
	Extraordinary dividend distributed in the year	0	8,000,000
	Retained earnings/accumulated loss	4,464,562	-6,797,210
		4,464,562	9,202,790

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	<u>2022</u>	<u>2021</u>
	ASSETS		
	Fixed assets		
4	Property, plant and equipment		
	Fixtures and fittings, other plant and equipment	651,809	1,171,630
		<u>651,809</u>	<u>1,171,630</u>
	Total fixed assets	<u>651,809</u>	<u>1,171,630</u>
	Non-fixed assets		
	Inventories		
	Goods for resale	26,448,861	27,882,987
	Prepayments for goods	4,183,268	4,541,056
		<u>30,632,129</u>	<u>32,424,043</u>
	Receivables		
	Trade receivables	15,681,707	15,998,422
	Receivables from group entities	209,941	58,759
5	Deferred tax assets	115,723	150,143
	Other receivables	138,781	273,135
		<u>16,146,152</u>	<u>16,480,459</u>
	Cash	<u>67,702</u>	<u>508,740</u>
	Total non-fixed assets	<u>46,845,983</u>	<u>49,413,242</u>
	TOTAL ASSETS	<u><u>47,497,792</u></u>	<u><u>50,584,872</u></u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	<u>2022</u>	<u>2021</u>
	EQUITY AND LIABILITIES		
	Equity		
	Share capital	500,000	500,000
	Retained earnings	26,064,665	21,600,103
	Dividend proposed	0	8,000,000
	Total equity	<u>26,564,665</u>	<u>30,100,103</u>
	Provisions		
	Other provisions	250,000	250,000
	Total provisions	<u>250,000</u>	<u>250,000</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Bank debt	1,035,255	0
	Trade payables	5,163,364	5,642,094
	Payables to group entities	12,892,440	4,923,330
	Corporation tax payable	216,478	857,654
	Other payables	1,375,590	8,811,691
		<u>20,683,127</u>	<u>20,234,769</u>
	Total liabilities other than provisions	<u>20,683,127</u>	<u>20,234,769</u>
	TOTAL EQUITY AND LIABILITIES	<u><u>47,497,792</u></u>	<u><u>50,584,872</u></u>

- 1 Accounting policies
- 6 Contractual obligations and contingencies, etc.
- 7 Related parties

Financial statements 1 January - 31 December

Statement of changes in equity

DKK	<u>Share capital</u>	<u>Retained earnings</u>	<u>Dividend proposed</u>	<u>Total</u>
Equity at 1 January 2022	500,000	21,600,103	8,000,000	30,100,103
Transfer through appropriation of profit	0	4,464,562	0	4,464,562
Dividend distributed	0	0	-8,000,000	-8,000,000
Equity at 31 December 2022	<u>500,000</u>	<u>26,064,665</u>	<u>0</u>	<u>26,564,665</u>

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Nordtronic A/S for 2022 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

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

Basis of recognition and measurement

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

Receivables, payables and other monetary items denominated in foreign currencies and 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 receivables or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Reporting currency

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

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the sale of goods for resale, is recognised in revenue when the most significant rewards and risks have been transferred to the buyer and provided the income can be measured reliably and payment 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.

Gross profit

The items revenue, change of goods for resale, other operating income and external expenses have been aggregated into one item in the income statement called gross profit in accordance with section 32 of the Danish Financial Statements Act.

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.

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.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Depreciation

The item comprises amortisation/depreciation of fixtures and fittings, other 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 of the assets are as follows:

Fixtures and fittings, other plant and equipment 3-8 years

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.

Balance sheet

Property, plant and equipment

Items of fixtures and fittings, other 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 fixtures and fittings, other plant and equipment are recognised in the income statement as other operating income or other operating expenses.

Leases

The Company has chosen IAS 17 as interpretation for classification and recognition of 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 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".

Impairment of fixed assets

The carrying amount of fixtures and fittings, other plant and equipment 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).

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

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.

Receivables

The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable is impaired.

Prepayments

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

Equity

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. 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

Other liabilities are measured at net realisable value.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

DKK	2022	2021
2 Staff costs		
Wages/salaries	9,571,692	7,717,834
Pensions	1,227,963	858,986
Other social security costs	329,337	227,034
	<u>11,128,992</u>	<u>8,803,854</u>
Average number of full-time employees	<u>19</u>	<u>15</u>
3 Tax for the year		
Estimated tax charge for the year	1,292,478	2,612,654
Deferred tax adjustments in the year	34,420	-6,269
Tax adjustments, prior years	0	-12,647
	<u>1,326,898</u>	<u>2,593,738</u>

4 Property, plant and equipment

DKK	Fixtures and fittings, other plant and equipment
Cost at 1 January 2022	3,142,518
Additions	125,000
Disposals	-726,488
Cost at 31 December 2022	<u>2,541,030</u>
Impairment losses and depreciation at 1 January 2022	1,970,888
Depreciation	225,701
Reversal of accumulated depreciation and impairment of assets disposed	-307,368
Impairment losses and depreciation at 31 December 2022	<u>1,889,221</u>
Carrying amount at 31 December 2022	<u>651,809</u>

5 Deferred tax assets

Deferred tax consists primarily of temporary differences regarding other provisions and liabilities.

6 Contractual obligations and contingencies, etc.

Other financial obligations

The Company has entered into rent agreements and operating leases at the following amounts:
Remaining term for 1-36 months with an average monthly payment of DKK 159 thousand, totalling DKK 4,621 thousand.

Financial statements 1 January - 31 December

Notes to the financial statements

7 Related parties

Information about consolidated financial statements

<u>Parent</u>	<u>Domicile</u>	<u>Requisitioning of the parent company's consolidated financial statements</u>
SLV Holding GmbH	Daimlerstrasse 21, 52531 Übach-Palenberg, Germany	The consolidated financial statements of SLV Holding GmbH can be obtained by contacting the company.

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The signatures in this document are legally binding. The document is signed using Penneo™ secure digital signature. The identity of the signers has been recorded, and are listed below.

"By my signature I confirm all dates and content in this document."

Erhardt Sven Schirmer

Board of Directors

Serial number: sven.schirmer@group.slv.com

IP: 176.198.xxx.xxx

2023-06-16 06:20:56 UTC

Morten Lemvig

Executive Board

On behalf of: Nordtronic A/S

Serial number: d73fdf37-38c3-4300-a0de-157c8846ff56

IP: 212.10.xxx.xxx

2023-06-16 07:13:45 UTC



Morten Lemvig

Board of Directors

On behalf of: Nordtronic A/S

Serial number: d73fdf37-38c3-4300-a0de-157c8846ff56

IP: 212.10.xxx.xxx

2023-06-16 07:13:45 UTC



Mark Henrik Körner

Chairman

On behalf of: Nordtronic A/S

Serial number: mark.koerner@group.slv.com

IP: 185.24.xxx.xxx

2023-06-19 07:21:33 UTC

Mark Henrik Körner

Board of Directors

On behalf of: Nordtronic A/S

Serial number: mark.koerner@group.slv.com

IP: 185.24.xxx.xxx

2023-06-19 07:21:33 UTC

Hans B. Vistisen

State Authorised Public Accountant

On behalf of: EY Godkendt Revisionspartnerselskab

Serial number: CVR:30700228-RID:1265980830427

IP: 78.153.xxx.xxx

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