

# Nordtronic A/S

Flade Engvej 4, 9900 Frederikshavn

CVR no. 29 80 87 08

## Annual report 2019

Approved at the Company's annual general meeting on 4 May 2020

Chairman:



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Jens Marcel M. Aertgeerts

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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 2019.

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 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019.

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, 4 May 2020  
Executive Board:



Morten Lemvig

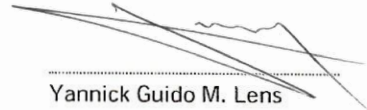
Board of Directors:



Jens Marcel M. Aertgeerts  
Chairman



Morten Lemvig



Yannick Guido M. Lens



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 2019, 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 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019 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' 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 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.

## Independent auditor's report

- 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 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, 4 May 2020  
ERNST & YOUNG  
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	Jens Marcel M. Aertgeerts, Chairman Morten Lemvig Yannick Guido M. Lens Erhardt Sven Schirmer
Executive Board	Morten Lemvig
Auditors	Ernst & Young 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 2019 shows a profit of DKK 4,470 thousand against a profit of DKK 9,127 thousand last year, and the balance sheet at 31 December 2019 shows equity of DKK 20,803 thousand.

In 2019, the Company has found an misstatement in the recognition of inventories, as prepaid goods in transit were recognised twice in the balance sheet as of 1 January 2018 and 31 December 2018.

The misstatement has a significant impact on the 2018 comparative figures in the annual report for 2019, and therefore the misstatement is treated as a material misstatement in the annual report 2019.

The equity has thus been reduced by DKK 281 thousand as of 1 January 2018, and the comparative figures for 2018 have been adjusted. As a result changes in goods for resale has increased by DKK 1,202 thousand, gross profit is reduced by DKK 1,202 thousand, profit before tax is reduced by DKK 1,202 thousand, tax on profit for the year is reduced by DKK 264 thousand, and profit after tax is reduced by DKK 938 thousand DKK in the income statement for 2018. Inventories have been reduced by DKK 1,563 thousand, and corporation tax payable has decreased by DKK 344 thousand as at 31 December 2018. Equity has thus been reduced by DKK 1,219 thousand as at 31 December 2018 following the correction made.

#### Events after the balance sheet date

The company expects a positive result for 2020, which will, among other things, be dependent on the spread of coronavirus and its impact on customers and suppliers, resulting in a possible lower market activity. No events, except from the possible effect of the corona situation, 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	2019	2018
	Gross profit	11,668,274	18,755,831
3	Staff costs	-5,267,854	-4,869,096
	Amortisation/depreciation and impairment of intangible assets and property, plant and equipment	-499,877	-2,091,135
	Profit before net financials	5,900,543	11,795,600
	Financial income	103,752	54,461
	Financial expenses	-219,661	-115,625
	Profit before tax	5,784,634	11,734,436
4	Tax for the year	-1,314,182	-2,607,270
	Profit for the year	<u>4,470,452</u>	<u>9,127,166</u>
	Recommended appropriation of profit		
	Proposed dividend recognised under equity	0	10,000,000
	Retained earnings/accumulated loss	<u>4,470,452</u>	<u>-872,834</u>
		<u>4,470,452</u>	<u>9,127,166</u>

## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK	<u>2019</u>	<u>2018</u>
	ASSETS		
	Fixed assets		
5	Property, plant and equipment		
	Fixtures and fittings, other plant and equipment	1,620,757	1,039,125
		<u>1,620,757</u>	<u>1,039,125</u>
	Total fixed assets	<u>1,620,757</u>	<u>1,039,125</u>
	Non-fixed assets		
	Inventories		
	Finished goods and goods for resale	15,270,207	11,696,999
	Prepayments for goods	541,157	371,727
		<u>15,811,364</u>	<u>12,068,726</u>
	Receivables		
	Trade receivables	10,856,197	12,795,791
	Receivables from group entities	0	172,923
	Deferred tax assets	141,615	157,366
	Corporation tax receivable	436,884	0
	Other receivables	3,874	3,874
	Prepayments	87,429	80,408
		<u>11,525,999</u>	<u>13,210,362</u>
	Cash	<u>2,973,190</u>	<u>10,444,624</u>
	Total non-fixed assets	<u>30,310,553</u>	<u>35,723,712</u>
	TOTAL ASSETS	<u><u>31,931,310</u></u>	<u><u>36,762,837</u></u>



## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK	2019	2018
	<b>EQUITY AND LIABILITIES</b>		
	Equity		
	Share capital	500,000	500,000
	Retained earnings	20,302,901	15,832,449
	Dividend proposed	0	10,000,000
	Total equity	<u>20,802,901</u>	<u>26,332,449</u>
	Provisions		
	Other provisions	250,000	250,000
	Total provisions	<u>250,000</u>	<u>250,000</u>
	Liabilities other than provisions		
	Non-current liabilities other than provisions		
	Other payables	157,444	0
		<u>157,444</u>	<u>0</u>
	Current liabilities other than provisions		
	Trade payables	5,979,591	6,157,555
	Payables to group entities	3,450,996	0
	Corporation tax payable	0	2,366,733
	Other payables	1,290,378	1,656,100
		<u>10,720,965</u>	<u>10,180,388</u>
	Total liabilities other than provisions	<u>10,878,409</u>	<u>10,180,388</u>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<u><u>31,931,310</u></u>	<u><u>36,762,837</u></u>

- 1 Accounting policies
- 2 Events after the balance sheet date
- 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 2018	500,000	16,986,657	0	17,486,657
Adjustment of equity through correction of material error	0	-281,374	0	-281,374
Transfer through appropriation of profit	0	-872,834	10,000,000	9,127,166
Equity at 1 January 2019	500,000	15,832,449	10,000,000	26,332,449
Transfer through appropriation of profit	0	4,470,452	0	4,470,452
Dividend distributed	0	0	-10,000,000	-10,000,000
Equity at 31 December 2019	<u>500,000</u>	<u>20,302,901</u>	<u>0</u>	<u>20,802,901</u>

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Nordtronic A/S for 2019 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.

#### Material misstatements

In 2019, the Company has found an misstatement in the recognition of inventories, as prepaid goods in transit were recognised twice in the balance sheet as of 1 January 2018 and 31 December 2018.

The misstatement has a significant impact on the 2018 comparative figures in the annual report for 2019, and therefore the misstatement is treated as a material misstatement in the annual report 2019.

The equity has thus been adjusted as of 1 January 2018, and the comparative figures for 2018 have been adjusted. As a result changes in goods for resale has increased by 1,202 thousand DKK, profit before tax is reduced by DKK 1,202 thousand DKK, tax on profit for the year is reduced by DKK 344 thousand DKK, and profit after tax is reduced by DKK 938 thousand DKK in the income statement for 2018. Inventories have been reduced by 1.563 thousand DKK, and corporation tax payable has decreased by 344 thousand DKK as at 31 December 2018. Equity has thus been reduced by 1,219 thousand DKK as at 31 December 2019 following the correction made.

#### 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.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### 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 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
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##### 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.

##### 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.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Receivables

Receivables are measured at amortised cost.

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

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

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

##### Prepayments

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

##### 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.

#### 2 Events after the balance sheet date

The company expects a positive result for 2020, which will, among other things, be dependent on the spread of coronavirus and its impact on customers and suppliers, resulting in a possible lower market activity. No events, except from the possible effect of the corona situation, materially affecting the Company's financial position have occurred subsequent to the financial year-end.

## Financial statements 1 January - 31 December

### Notes to the financial statements

DKK		<u>2019</u>	<u>2018</u>
3	Staff costs		
	Wages/salaries	4,729,916	4,504,598
	Pensions	316,118	156,484
	Other social security costs	148,877	132,204
	Other staff costs	<u>72,943</u>	<u>75,810</u>
		<u>5,267,854</u>	<u>4,869,096</u>
	Average number of full-time employees	<u>12</u>	<u>12</u>
4	Tax for the year		
	Estimated tax charge for the year	1,274,372	2,879,965
	Deferred tax adjustments in the year	15,751	-272,695
	Tax adjustments, prior years	<u>24,059</u>	<u>0</u>
		<u>1,314,182</u>	<u>2,607,270</u>
5	Property, plant and equipment		
	DKK		Fixtures and fittings, other plant and equipment
	Cost at 1 January 2019		<u>2,709,319</u>
	Additions		1,154,509
	Disposals		-536,880
	Cost at 31 December 2019		<u>3,326,948</u>
	Impairment losses and depreciation at 1 January 2019		1,670,194
	Depreciation		499,877
	Reversal of accumulated depreciation and impairment of assets disposed		<u>-463,880</u>
	Impairment losses and depreciation at 31 December 2019		<u>1,706,191</u>
	Carrying amount at 31 December 2019		<u>1,620,757</u>

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 6 Contractual obligations and contingencies, etc.

##### Other financial obligations

Rent and lease liabilities include a rent obligation totalling DKK 6,809 in interminable rent agreements with remaining contract terms of 6 years.

#### 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.