

Firmenich Denmark ApS

Agro Food Park 13
8200 Aarhus N

CVR no. 30 58 63 79

Annual report 2018/19

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

16 September 2019

Elodie Josiane Bouchard
chairman

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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 Firmenich Denmark ApS for the financial year 1 July 2018 – 30 June 2019.

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 30 June 2019 and of the results of the Company's operations for the financial year 1 July 2018 – 30 June 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.

Aarhus, 16 September 2019
Executive Board:

Jacob Ravn Nielsen

Board of Directors:

Elodie Josiane Bouchard
Chairman

Paulo Sergio Menoita
Nogueira

Jacob Ravn Nielsen

Independent auditor's report

To the shareholder of Firmenich Denmark ApS

Opinion

We have audited the financial statements of Firmenich Denmark ApS for the financial year 1 July 2018 – 30 June 2019 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 30 June 2019 and of the results of the Company's operations for the financial year 1 July 2018 – 30 June 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 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. 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

- 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.

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 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.

Aarhus, 16 September 2019

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Michael E. K. Rasmussen
State Authorised
Public Accountant
mne41364

Firmenich Denmark ApS
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Management's review

Company details

Firmenich Denmark ApS
Agro Food Park 13
8200 Aarhus N

Telephone: +45 89 41 37 00

CVR no.: 30 58 63 79
Established: 14 May 2007
Registered office: Aarhus
Financial year: 1 July – 30 June

Board of Directors

Elodie Josiane Bouchard, Chairman
Paulo Sergio Menoita Nogueira
Jacob Ravn Nielsen

Executive Board

Jacob Ravn Nielsen

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Bredskifte Allé 13
DK-8210 Aarhus V

Annual general meeting

The annual general meeting will be held on 16 September 2019.

Management's review

Operating review

Principal activities

The Company's objective is to operate within trading and industry.

Firmenich Denmark ApS covers the Scandinavian market and the Baltics with regard to beverages as well as savoury and sweet goods.

Development in activities and financial position

The income statement of the Company for 2018/19 shows a profit of DKK 3,048 thousand, and at 30 June 2019, equity amounted to DKK 6,479 thousand. This is overall satisfactory results for the Company. The results were, however, down on forecast and last year, which primarily was caused by an increase in raw material prices which was not passed on to sales prices.

Events after the balance sheet date

No events materially affecting the assessment of the annual report have occurred after the balance sheet date.

Financial statements 1 July – 30 June

Income statement

DKK	Note	2018/19	2017/18
Gross profit		13,327,724	14,083,413
Staff costs	2	-9,291,460	-8,575,310
Depreciation, amortisation and impairment losses		-104,984	-106,904
Operating profit		3,931,280	5,401,199
Financial income		477	1,789
Financial expenses		-27,231	-26,922
Profit before tax		3,904,526	5,376,066
Tax on profit for the year	3	-856,217	-1,187,404
Profit for the year		<u>3,048,309</u>	<u>4,188,662</u>
Proposed profit appropriation			
Proposed dividends for the year		3,048,309	4,188,662
Retained earnings		<u>0</u>	<u>0</u>
		<u>3,048,309</u>	<u>4,188,662</u>

Financial statements 1 July – 30 June

Balance sheet

DKK	Note	30/6 2019	30/6 2018
ASSETS			
Fixed assets			
Property, plant and equipment	4		
Fixtures and fittings, tools and equipment		<u>562,137</u>	<u>667,121</u>
Total fixed assets		<u>562,137</u>	<u>667,121</u>
Current assets			
Receivables			
Receivables from group entities		8,949,733	10,278,819
Other receivables		457,881	797,927
Deferred tax asset		183,666	251,539
Prepayments		<u>36,316</u>	<u>47,108</u>
		<u>9,627,596</u>	<u>11,375,393</u>
Total current assets		<u>9,627,596</u>	<u>11,375,393</u>
TOTAL ASSETS		<u><u>10,189,733</u></u>	<u><u>12,042,514</u></u>

Financial statements 1 July – 30 June

Balance sheet

DKK	Note	30/6 2019	30/6 2018
EQUITY AND LIABILITIES			
Equity			
Contributed capital		125,200	125,200
Retained earnings		3,305,859	3,305,859
Proposed dividends for the financial year		<u>3,048,309</u>	<u>4,188,662</u>
Total equity		<u>6,479,368</u>	<u>7,619,721</u>
Liabilities			
Non-current liabilities			
Corporation tax		<u>479,042</u>	<u>968,549</u>
Current liabilities			
Trade payables		93,783	211,329
Payables to group entities		42,080	21,565
Corporation tax		0	359,036
Other payables		<u>3,095,460</u>	<u>2,862,314</u>
		<u>3,231,323</u>	<u>3,454,244</u>
Total liabilities		<u>3,710,365</u>	<u>4,422,793</u>
TOTAL EQUITY AND LIABILITIES		<u>10,189,733</u>	<u>12,042,514</u>
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Financial statements 1 July – 30 June

Statement of changes in equity

DKK	Contributed capital	Retained earnings	Proposed dividends for the financial year	Total
Equity at 1 July 2018	125,200	3,305,859	4,188,662	7,619,721
Ordinary dividends paid	0	0	-4,188,662	-4,188,662
Transferred over the profit appropriation	<u>0</u>	<u>0</u>	<u>3,048,309</u>	<u>3,048,309</u>
Equity at 30 June 2019	<u>125,200</u>	<u>3,305,859</u>	<u>3,048,309</u>	<u>6,479,368</u>

Financial statements 1 July – 30 June

Notes

1 Accounting policies

The annual report of Firmenich Denmark ApS for 2018/19 has been prepared in accordance with the provisions applying to reporting class B under the Danish Financial Statements Act with opt-in from higher reporting classes.

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

A few minor adjustments have been made to the comparative figures.

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.

Income statement

Gross Profit

Pursuant to Section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit. Revenue, other operating income and external costs are therefore aggregated into one item referred to as gross profit/loss.

Revenue

Revenue arising from commission is recognised as earned.

Other operating income

Other operating income comprises items secondary to the activities of the entity, including gains on the disposal of intangible assets and property, plant and equipment.

Other external costs

Other external costs comprise costs of premises, sale and distribution as well as office costs, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs, etc., to the Company's employees, excluding reimbursements from public authorities.

Depreciation and impairment loss regarding property, plant and equipment

Depreciation and impairment loss comprise depreciation and impairment loss regarding property, plant and equipment.

Financial statements 1 July – 30 June

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1 Accounting policies (continued)

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 tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss 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.

Balance sheet

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use.

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 is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows.

Fixtures and fittings, tools and equipment	3-10 years
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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.

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.

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.

Financial statements 1 July – 30 June

Notes

1 Accounting policies (continued)

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 net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Receivables

Receivables are measured at amortised cost, which substantially corresponds to nominal value. The value is reduced by write-down for bad debts.

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Equity

Dividends

The expected dividends 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.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; 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. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement and in equity.

Liabilities

Financial liabilities are recognised at cost at the date of borrowing, equivalent to the proceeds received less transaction costs paid.

Trade payables and amounts owed to group enterprises are recognised at cost.

Subsequently, these financial liabilities are measured at amortised cost.

Other liabilities are measured at net realisable value.

Financial statements 1 July – 30 June

Notes

DKK	<u>2018/19</u>	<u>2017/18</u>
2 Staff costs		
Wages and salaries	6,877,115	7,018,431
Pensions	800,248	917,223
Other social security costs	262,282	108,174
Other staff costs	<u>1,351,815</u>	<u>531,482</u>
	<u>9,291,460</u>	<u>8,575,310</u>
Average number of full-time employees	<u>10</u>	<u>11</u>
3 Tax on profit for the year		
Current tax for the year	794,604	1,081,549
Deferred tax for the year	67,873	105,855
Adjustment of tax concerning previous years	<u>-6,260</u>	<u>0</u>
	<u>856,217</u>	<u>1,187,404</u>
4 Property, plant and equipment		
DKK		Fixtures and fittings, tools and equipment
Cost at 1 July 2018		<u>1,400,005</u>
Cost at 30 June 2019		<u>1,400,005</u>
Depreciation and impairment losses at 1 July 2018		-732,884
Depreciation for the year		<u>-104,984</u>
Depreciation and impairment losses at 30 June 2019		<u>-837,868</u>
Carrying amount at 30 June 2019		<u>562,137</u>

Financial statements 1 July – 30 June

Notes

5 Contractual obligations, contingencies, etc.

DKK	<u>2018/19</u>	<u>2017/18</u>
Lease liabilities arising from operating leases. Total future lease payments:		
Within 1 year	351,401	324,640
Between 1 and 5 years	<u>76,383</u>	<u>262,483</u>
	<u>427,784</u>	<u>587,123</u>
Rent commitment during the period of interminability (2018-2020)	<u>863,185</u>	<u>1,427,460</u>

6 Related party disclosures

Ownership

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

Fraga (Europe) SA, Switzerland

The Company is included in a group structure with Firmenich SA, Switzerland, which is the ultimate parent company. The consolidated financial statements can be obtained by contacting the Company.