



Siedle Nordic A/S

Avedøreholmen 96-98
2650 Hvidovre
CVR No. 31601207

Annual report 2022

The Annual General Meeting adopted the
annual report on 14.06.2023

Gabriele Siedle
Chairman

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Entity details

Entity

Siedle Nordic A/S
Avedøreholmen 96-98
2650 Hvidovre

Business Registration No.: 31601207
Registered office: Hvidovre
Financial year: 01.01.2022 - 31.12.2022

Board of Directors

Gabriele Siedle
Jochen Peter Cura
Fred Penzin

Executive Board

Per Henrik Ingemann Thomsen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Siedle Nordic A/S for the financial year 01.01.2022 - 31.12.2022.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Hvidovre, 14.06.2023

Executive Board

Per Henrik Ingemann Thomsen

Board of Directors

Gabriele Siedle

Jochen Peter Cura

Fred Penzin

Independent auditor's report

To the shareholder of Siedle Nordic A/S

Opinion

We have audited the financial statements of Siedle Nordic A/S for the financial year 01.01.2022 - 31.12.2022, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity 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 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 about 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 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary 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 commentary.

København, 14.06.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Lars Andersen

State Authorised Public Accountant
Identification No (MNE) mne27762

Management commentary

Primary activities

The company's purpose is the sale and marketing of components and equipment in systems engineering for building communications and public telephony - especially in the field of door communication, video systems, telephone equipment and mailbox systems with accessories as well as products for building system engineering.

Development in activities and finances

The result for 2022 shows a loss of DKK 3,070 thousand after tax, which management considers unsatisfactory based on the current market conditions.

Unfortunately some good employees wanted new experiences and left Siedle Nordic in 2022. In total 3 administrative employees and one sales representative left. Obviously, this created challenges for such a small organisation and influenced the result.

Currently we are loosing market share due to a period with low innovation and lack of market oriented products in Siedle product lines.

Events after the balance sheet date

After the year-end the Finnish Branch has been closed. No other events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2022

	Notes	2022 DKK	2021 DKK
Gross profit/loss		7,958,672	11,212,799
Staff costs	1	(10,206,536)	(10,185,259)
Depreciation, amortisation and impairment losses		(271,507)	(281,497)
Operating profit/loss		(2,519,371)	746,043
Other financial income	2	13,732	86,962
Other financial expenses	3	(212,952)	(157,757)
Profit/loss before tax		(2,718,591)	675,248
Tax on profit/loss for the year	4	(350,942)	(135,872)
Profit/loss for the year		(3,069,533)	539,376
Proposed distribution of profit and loss			
Retained earnings		(3,069,533)	539,376
Proposed distribution of profit and loss		(3,069,533)	539,376

Balance sheet at 31.12.2022

Assets

	2022 DKK	2021 DKK
Acquired intangible assets	128,851	172,947
Intangible assets	128,851	172,947
Other fixtures and fittings, tools and equipment	420,622	654,413
Leasehold improvements	70,543	90,463
Property, plant and equipment	491,165	744,876
Deposits	263,318	254,710
Deferred tax	13,432	316,820
Financial assets	276,750	571,530
Fixed assets	896,766	1,489,353
Manufactured goods and goods for resale	5,065,431	4,170,434
Inventories	5,065,431	4,170,434
Trade receivables	4,162,994	3,931,379
Other receivables	178,888	497,837
Income tax receivable	89,539	155,839
Prepayments	452,060	443,532
Receivables	4,883,481	5,028,587
Cash	4,044,078	3,856,744
Current assets	13,992,990	13,055,765
Assets	14,889,756	14,545,118

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Contributed capital		2,000,001	2,000,001
Share premium		2,499,999	2,499,999
Translation reserve		(138,507)	(15,565)
Retained earnings		(3,255,025)	(185,492)
Equity		1,106,468	4,298,943
Payables to group enterprises		11,434,997	7,419,234
Non-current liabilities other than provisions	5	11,434,997	7,419,234
Trade payables		134,045	308,931
Other payables		2,214,246	2,518,010
Current liabilities other than provisions		2,348,291	2,826,941
Liabilities other than provisions		13,783,288	10,246,175
Equity and liabilities		14,889,756	14,545,118
Unrecognised rental and lease commitments	6		
Group relations	7		

Statement of changes in equity for 2022

	Contributed capital DKK	Share premium DKK	Translation reserve DKK	Retained earnings DKK	Total DKK
Equity beginning of year	2,000,001	2,499,999	(15,565)	(185,492)	4,298,943
Exchange rate adjustments	0	0	(122,942)	0	(122,942)
Profit/loss for the year	0	0	0	(3,069,533)	(3,069,533)
Equity end of year	2,000,001	2,499,999	(138,507)	(3,255,025)	1,106,468

Notes

1 Staff costs

	2022 DKK	2021 DKK
Wages and salaries	8,847,224	8,815,149
Other social security costs	1,359,312	1,370,110
	10,206,536	10,185,259
Average number of full-time employees	18	19

2 Other financial income

	2022 DKK	2021 DKK
Other financial income	13,732	86,962
	13,732	86,962

3 Other financial expenses

	2022 DKK	2021 DKK
Exchange rate adjustments	157,637	157,757
Other financial expenses	55,315	0
	212,952	157,757

4 Tax on profit/loss for the year

	2022 DKK	2021 DKK
Current tax	48,190	63,326
Change in deferred tax	302,752	72,546
	350,942	135,872

5 Non-current liabilities other than provisions

	Due after more than 12 months 2022 DKK	Outstanding after 5 years 2022 DKK
Payables to group enterprises	11,434,997	11,434,997
	11,434,997	11,434,997

All payables to group enterprises is due after 5 years.

6 Unrecognised rental and lease commitments

	2022	2021
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	5,276,653	4,553,384

7 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:
S. Siedle & Söhne Telefon- und Telegraferwerke OHG, Germany

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, cost of sales and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and property, plant and equipment.

Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet**Intellectual property rights etc.**

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Land and buildings, plant and machinery, and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

	Useful life
Other fixtures and fittings, tools and equipment	5 years
Leasehold improvements	10 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs. The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.