

Smilla Food A/S

Hasserisvej 139, 9000 Aalborg
CVR no. 32 26 87 06

Annual report for the financial year 01.07.22 - 30.06.23

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The company

Smilla Food A/S
Secondary firm name: Tomex Retail A/S
Hasserisvej 139
9000 Aalborg
Tel.: 96 31 31 31
Registered office: Aalborg
CVR no.: 32 26 87 06
Financial year: 01.07 - 30.06

Executive Board

Michael Bak-Pedersen

Board of Directors

Tom Andersen
Bo Andersen
Michael Bak-Pedersen
Flemming Tøttrup

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Bank

Spar Nord Bank A/S

Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.07.22 - 30.06.23 for Smilla Food A/S.

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

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 30.06.23 and of the results of the company's activities for the financial year 01.07.22 - 30.06.23.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Aalborg, September 26, 2023

Executive Board

Michael Bak-Pedersen

Board of Directors

Tom Andersen
Chairman

Bo Andersen

Michael Bak-Pedersen

Flemming Tøttrup

To the Shareholder of Smilla Food A/S**Opinion**

We have audited the financial statements of Smilla Food A/S for the financial year 01.07.22 - 30.06.23, which comprise the income statement, balance sheet, statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act (Årsregnskabsloven).

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 30.06.23 and of the results of the company's operations for the financial year 01.07.22 - 30.06.23 in accordance with the the Danish Financial Statements Act (Årsregnskabsloven).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing 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.

Statement regarding the management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover 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 management's review and, in doing so, consider whether 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 management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Acts. We did not identify any material misstatement of management's review.

Management's responsibility for the financial statements

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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 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 International Standards on Auditing 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 International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.
- 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.

Aalborg, September 26, 2023

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Jesper Mosskov Møller

State Authorized Public Accountant
MNE-no. mne35460

FINANCIAL HIGHLIGHTS**Key figures**

Figures in DKK '000	2022/23	2021/22	2020/21	2019/20	2018/19
<i>Profit/loss</i>					
Revenue	190,565	166,845	120,865	70,723	85,730
Index	222	195	141	82	100
Operating profit	6,693	2,411	2,224	-1,162	2,214
Index	302	109	100	-52	100
Total net financials	-456	-169	384	-70	92
Index	-496	-184	417	-76	100
Profit for the year	4,859	1,744	2,031	-973	1,786
Index	272	98	114	-54	100
<i>Balance</i>					
Total assets	33,455	30,946	14,664	18,432	22,164
Index	151	140	66	83	100
Equity	13,061	8,202	7,958	5,926	8,399
Index	156	98	95	71	100

Ratios

2022/23 2021/22 2020/21 2019/20 2018/19

Profitability

Return on equity	46%	22%	29%	-14%	21%
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Profit margin	4%	1%	2%	-2%	3%
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Equity ratio

Solvency ratio	39%	27%	54%	32%	38%
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Others

Number of employees (average)	3	4	3	3	3
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Ratios definitions

Return on equity:	$\frac{\text{Profit/loss for the year} \times 100}{\text{Average equity}}$
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Profit margin:	$\frac{\text{Operating profit/loss} \times 100}{\text{Revenue}}$
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Solvency ratio:	$\frac{\text{Equity, end of year} \times 100}{\text{Total assets}}$
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Primary activities

The company's activities comprise of trading in food within the retail segment.

Development in activities and financial affairs

The income statement for the period 01.07.22 - 30.06.23 shows a profit/loss of DKK 4,858,976 against DKK 1,744,428 for the period 01.07.21 - 30.06.22. The balance sheet shows equity of DKK 13,060,932.

The activities and the result of the year exceeds the expectations in the latest annual report.

The company's financial position and the results of the company's operations in the past year can also be seen from the subsequent income statement for 2022/23 and the balance sheet as at 30 June 2023.

Outlook

For 2023/24 the company expects an activity level slightly higher than the current year and a result in the level of 4 - 6 mDKK. The expectations have been based on current market conditions, etc.

Subsequent events

No important events have occurred after the end of the financial year.

Income statement

Note	2022/23 DKK	2021/22 DKK
Revenue	190,565,376	166,845,179
Cost of sales	-178,245,176	-158,658,831
Other external expenses	-2,425,015	-2,518,699
Gross profit	9,895,185	5,667,649
¹ Staff costs	-3,202,121	-3,250,967
Profit before depreciation, amortisation, write-downs and impairment losses	6,693,064	2,416,682
Depreciation and impairments losses of property, plant and equipment	0	-5,560
Operating profit	6,693,064	2,411,122
Financial income	193,512	133,609
Financial expenses	-649,814	-302,592
Profit before tax	6,236,762	2,242,139
Tax on profit for the year	-1,377,786	-497,711
Profit for the year	4,858,976	1,744,428
Proposed appropriation account		
Proposed dividend for the financial year	2,500,000	0
Retained earnings	2,358,976	1,744,428
Total	4,858,976	1,744,428

ASSETS

	30.06.23	30.06.22
	DKK	DKK
Manufactured goods and goods for resale	4,301,962	3,514,140
Prepayments for goods	80,594	827,180
Total inventories	4,382,556	4,341,320
Trade receivables	15,444,016	23,168,107
Receivables from group enterprises	138,373	473,362
Deferred tax asset	28,300	0
Other receivables	731,016	826,285
Prepayments	0	285
Total receivables	16,341,705	24,468,039
Cash	12,731,162	2,136,437
Total current assets	33,455,423	30,945,796
Total assets	33,455,423	30,945,796

EQUITY AND LIABILITIES		30.06.23	30.06.22
		DKK	DKK
Note			
	Share capital	2,000,000	2,000,000
	Retained earnings	8,560,932	6,201,956
	Proposed dividend for the financial year	2,500,000	0
	Total equity	13,060,932	8,201,956
	Provisions for deferred tax	0	75,900
	Total provisions	0	75,900
	Payables to other credit institutions	2,388,896	7,373,530
	Prepayments received from customers	509,170	1,376,552
	Trade payables	14,127,288	12,306,632
	Payables to group enterprises	405,157	0
	Income taxes	1,481,986	451,311
	Other payables	1,481,994	1,159,915
	Total short-term payables	20,394,491	22,667,940
	Total payables	20,394,491	22,667,940
	Total equity and liabilities	33,455,423	30,945,796

- 2 Fair value information
- 3 Derivative financial instruments
- 4 Contingent liabilities
- 5 Related parties

Statement of changes in equity

Figures in DKK	Share capital	Retained earnings	Proposed dividend for the financial year
Statement of changes in equity for 01.07.21 - 30.06.22			
Balance as at 01.07.21	2,000,000	4,457,528	1,500,000
Dividend paid	0	0	-1,500,000
Net profit/loss for the year	0	1,744,428	0
Balance as at 30.06.22	2,000,000	6,201,956	0
Statement of changes in equity for 01.07.22 - 30.06.23			
Balance as at 01.07.22	2,000,000	6,201,956	0
Net profit/loss for the year	0	2,358,976	2,500,000
Balance as at 30.06.23	2,000,000	8,560,932	2,500,000

	2022/23	2021/22
	DKK	DKK
1. Staff costs		
Wages and salaries	2,986,394	3,003,019
Pensions	192,000	236,482
Other social security costs	27,508	29,013
Other staff costs	-3,781	-17,547
Total	3,202,121	3,250,967
Average number of employees during the year	3	4

2. Fair value information

Figures in DKK	Derivative financial instruments
Fair value as at 30.06.23	-87,655
Unrealised changes of fair value recognised in the income statement for the year	65,876

The company's valuation of derivative financial instruments at fair value is based upon agreement on trade as well as the exchange rate as of 30 June 2023. Credit rating of the company is taken into consideration in relation to valuation of derivative financial instruments.

3. Derivative financial instruments

The Board of Directors lays down the framework for the conclusion of contracts for derivative financial instruments. The company concludes contracts for the sole purpose of hedging the currency risk on manufacturers goods and goods for resale and trade receivables and the future sale of goods in foreign currency. The fair value of the forward exchange contracts amounts to DKK 41k as at 30.06.23, and the unrealised net gain before tax recognised in the income statement. Forward exchange contracts has waived the accounting rules regarding future hedging. Forward exchange contracts are only concluded with counterparties (Danish banks) with a good credit score from a reputable credit rating agency.

4. Contingent liabilities

Lease commitments

The company has concluded lease agreements with terms to maturity of 1 - 18 months and average lease payments of DKK 30k, a total of DKK 228k.

Other contingent liabilities

The company is taxed jointly with the other Danish companies in the group and is liable for income taxes on a pro rata basis and must comply with any obligations to withhold tax at source on interest, royalties and dividends for the jointly taxed companies. The total tax liability for the jointly taxed companies at the balance sheet date has not yet been calculated. For further information, please see the financial statements of the management company Tomex Ejendomme ApS. The liability also includes any subsequent corrections to the calculated tax liability as a consequence of changes made to the jointly taxable income etc.

5. Related parties

The company is included in the consolidated financial statements of the parents Tomex Danmark A/S, Aalborg and Tomex Ejendomme ApS, Aalborg.

6. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Inventories and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

6. Accounting policies - continued -**DERIVATIVE FINANCIAL INSTRUMENTS**

On initial recognition, derivative financial instruments are measured at cost. Subsequently, they are measured at fair value and recognised under other receivables and other payables, respectively.

The company does not apply the hedge accounting rules under which changes in the fair value of derivative financial instruments are recognised under other net financials in the income statement.

LEASES

Lease payments relating to operating leases are recognised in the income statement on a straight-line basis over the lease term.

INCOME STATEMENT**Revenue**

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Cost of sales

Cost of sales comprises cost of sales for the year measured at cost plus any changes in inventories, including write-downs to the extent that these do not exceed normal write-downs.

Other external expenses

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

6. Accounting policies - continued -**Depreciation and impairment losses**

The depreciation of property, plant and equipment aim at systematic depreciation over the expected useful lives of the assets. Assets are depreciated according to the straight-line method based on the following expected useful lives and residual values:

	Useful life, year	Residual value DKK
Other plant, fixtures and fittings, tools and equipment	5	0

The basis of depreciation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

The company is jointly taxed with Danish consolidated enterprises.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

6. Accounting policies - continued -

BALANCE SHEET

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

Impairment losses are reversed when the reasons for the impairment no longer exist.

Inventories

Inventories are measured at cost calculated according to the FIFO-method. Inventories are written down to the lower of cost and net realisable value.

The cost of raw materials and consumables as well as goods for resale is determined as purchase prices plus expenses resulting directly from the purchase.

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

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Prepayments

Prepayments recognised under assets comprise costs incurred in respect of subsequent financial years.

Cash

Cash includes deposits in bank account.

6. Accounting policies - continued -**Equity**

The proposed dividend for the financial year is recognised as a separate item in equity.

Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to the time and date of delivery of the agreed product or completion of the agreed service.