

Producteers A/S
Lars Liensvej 25, 9492 Blokhus

Company reg. no. 32 28 04 39

Annual report

2019

The annual report was submitted and approved by the general meeting on the 8 June 2020.

Anne Mette Solvang
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Management's report

The board of directors and the managing director have today presented the annual report of Producteers A/S for the financial year 1 January to 31 December 2019.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2019 and of the company's results of its activities in the financial year 1 January to 31 December 2019.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Blokhus, 8 June 2020

Managing Director

Anne Mette Solvang

Board of directors

Holger Krogsgård

Anne Mette Solvang

Nicolaj Solvang Christensen

Independent auditor's report on extended review

To the shareholder of Producteers A/S

Opinion

We have performed extended review of the annual accounts of Producteers A/S for the financial year 1 January to 31 December 2019, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

Based on the work we have performed, we believe that the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January to 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for opinion

We performed the extended review in accordance with the standard from the Danish Business Authority applicable on auditor's reports to small enterprises and in accordance with the standard from the Danish Institute of State Authorised Public Accountants applicable on extended review of annual accounts prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the extended review of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

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

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor's responsibilities for the extended review of the annual accounts

Our responsibility is to express an opinion on the annual accounts. This requires that we plan and perform our procedures with the purpose of achieving moderate assurance as to our opinion on the annual accounts. Furthermore, it requires that we perform particularly required additional procedures with a view to achieving further assurance as to our opinion.

Independent auditor's report on extended review

An extended review comprises procedures primarily comprising inquiries to the management and to other persons within the enterprise when appropriate, analytical procedures, and the particularly required additional procedures along with an evaluation of the achieved audit evidence.

The scope of the procedures performed during an extended review is less than in case of an audit, and consequently, we do not express any audit opinion on the annual accounts.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our extended review of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the extended review, or whether it otherwise appears to contain material misstatement.

Furthermore, 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 believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Ringkøbing, 8 June 2020

Partner Revision

State Authorised Public Accountants
Company reg. no. 15 80 77 76

Søren H. Andersen

State Authorised Public Accountant
mne23420

Company data

The company

Producteers A/S
Lars Liensvej 25
9492 Blokhus

Phone 86 20 22 12

Company reg. no. 32 28 04 39

Established: 1 July 2009

Domicile: Jammerbugt

Financial year: 1 January - 31 December
10th financial year

Board of directors

Holger Krogsgård
Anne Mette Solvang
Nicolaj Solvang Christensen

Managing Director

Anne Mette Solvang

Auditors

Partner Revision statsautoriseret revisionsaktieselskab
Birkmosevej 20 A, 1.
6950 Ringkøbing

Bankers

Sydbank

Parent company

Producteers Holding ApS

Management's review

The principal activities of the company

As in previous years, the main activity consisted of sales, development, procurement and production for one less on the part of partners and otherwise at their own factory in the sister company in China and sales of consultancy assistance for product development.

Uncertainties as to recognition or measurement

Production plant and machinery located in China are capitalized with DKK 3.614 thousand and comprise external held costs for manufacturing molds, tools, etc. for use in the production of the company's products.

Development in activities and financial matters

The result for 2019 is a profit of 1.690 thousand DKK against 1.674 thousand DKK in 2018.

The result for 2019 is satisfying.

The company's equity amounts at the end of the financial year 7.148 thousand DKK.

Events subsequent to the financial year

After the end of the financial year, no events have occurred that could displace the company financial position substantially.

Accounting policies used

The annual report for Producteers A/S is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

Accounting policies used

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

The profit and loss account

Gross profit

The gross profit comprises the net turnover, changes in inventories of finished goods and work in progress, work performed for own purposes and capitalised, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Costs of sales includes costs for the purchase of raw materials and consumables less discounts and changes in inventories.

Other operating income comprise accounting items of secondary nature in proportion to the principal activities of the enterprise, including gains on disposal of intangible and tangible fixed assets.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Results from equity investment in group enterprise

After full elimination of intercompany profit or loss and deduction of amortisation of goodwill and addition of negative goodwill, the equity investment in the group enterprise is recognised in the profit and loss account at a proportional share of the group enterprise's results after tax.

Accounting policies used

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

The balance sheet

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

If the amortisation period or the residual value is changed, the effect on amortisation will in the future be recognised as a change in the accounting estimates.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life :

Technical plants and machinery	5-10 years
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Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or losses are recognised in the profit and loss account as other operating income or other operating expenses.

Accounting policies used

Writedown of fixed assets

The book values of both intangible and tangible fixed assets as well as equity investments in subsidiaries and associated enterprises are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets respectively. Writedown takes place to the recoverable amount, if this value is lower than the book value.

The recoverable value is equal to the value of the net selling price or the value in use, whichever is higher. The value in use is determined as the present value of the expected net cash flow deriving from the use of the asset or the group of assets.

Previously recognised writedown is reversed when the condition for the writedown no longer exist. Writedown relating to goodwill is not reversed.

Financial fixed assets

Equity investment in group enterprise

Equity investment in group enterprise is recognised in the balance sheet at a proportional share under the equity method, the value being calculated on the basis of the accounting policies of the parent company by the deduction or addition of unrealised intercompany profits and losses, and with the addition or deduction of residual value of positive or negative goodwill measured by applying the acquisition method.

Group enterprises and associated enterprises with negative equity are recognised without any value, and to the extent they are considered irrevocable, amounts owed by these companies are written down by the parent's share of the equity. If the negative equity exceeds the debtors, the residual amount is recognised under liability provisions to the extent the parent has a legal or actual liability to cover the negative equity of the subsidiary.

To the extent the equity exceeds the cost, the net revaluation of equity investment in group enterprise is transferred to the reserves under the equity for net revaluation as per the equity method. Dividend from group enterprise expected to be decided before the approval of this annual report are not subject to a limitation of the revaluation reserves. The reserves are adjusted by other equity movements in group enterprise.

Newly taken over or newly established companies are recognised in the annual accounts as of the time of acquisition. Sold or liquidated companies are recognised at the time of cession.

Profit or loss in connection with the sale of group enterprise is measured as the difference between the sales amount and the book value of net assets at the time of the sale, inclusive of remaining consolidated goodwill and expected costs for sale and cession. Profit and loss are recognised in the profit and loss account under net financials.

Accounting policies used

In connection with the acquisition of new group enterprises and associated enterprises, the acquisition method is applied, by which the acquirees' assets and liabilities are measured at fair value at the time of acquisition. Provisions for payment of costs for decided restructuring activities in the acquirees in relation to the acquisition are recognised. The tax effect of the revaluations carried out is taken into consideration.

Positive differences (goodwill) between cost and fair value of identifiable, acquired assets and liabilities, inclusive of liability provisions for restructuring, are recognised under equity investment in group enterprise, and they are amortised over their estimated useful life. The useful life is determined on the basis of the management's experience with the individual business areas. The amortisation period is maximum 20 years, being the longer for strategic acquirees with a strong market position and a long-range earnings potential. The book value of goodwill is evaluated currently and written down in the profit and loss account in those cases where the book value exceeds the expected future net income from the enterprise or the activity, to which the goodwill is attached. Negative balances (negative goodwill) are recognised as income in the profit and loss account at the date of acquisition when the general requirements for recognition of income are met.

Inventories

Inventories are measured at cost on basis of the FIFO method. In case the net realisable value of the inventories is lower than the cost, writedown takes place to this lower value.

The cost for trade goods, raw materials, and consumables comprises the acquisition cost with the addition of the delivery costs.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Equity

Dividend

Dividend expected to be distributed for the year is recognised as a separate item under the equity. Proposed dividend is recognised as a liability at the time of approval by the general meeting (the time of declaration).

Accounting policies used

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, Producteers A/S is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax assets, including the tax value of tax losses eligible for carry-over, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

Financial liabilities related to borrowings are recognised at the received proceeds with the deduction of transaction costs incurred. In following periods, the financial liabilities are recognised at amortised cost, corresponding to the capitalised value by use of the effective interest. The difference between the proceeds and the nominal value is recognised in the profit and loss account during the term of the loan.

Mortgage debt and bank debt are for instance measured at amortised cost. As to cash loans, this corresponds to the outstanding debt of the loan. For bond loans, the amortised cost corresponds to an outstanding debt calculated as the underlying cash value at the date of borrowing adjusted by amortisation of the market value adjustment on the date of the borrowing carried out over the repayment period.

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

Profit and loss account 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2019</u>	<u>2018</u>
Gross profit	3.729.106	3.827.341
2 Staff costs	-850.394	-674.852
3 Depreciation and writedown relating to tangible fixed assets	-603.720	-659.377
Results before net financials	2.274.992	2.493.112
Income from equity investment in group enterprise	0	-14.410
4 Other financial costs	-104.538	-326.725
Results before tax	2.170.454	2.151.977
5 Tax on ordinary results	-480.200	-478.284
Results for the year	1.690.254	1.673.693
 Proposed distribution of the results:		
Dividend for the financial year	0	150.000
Allocated to results brought forward	1.690.254	1.523.693
Distribution in total	1.690.254	1.673.693
Extraordinary dividend approved subsequent to the financial year	150.000	0

Balance sheet 31 December

All amounts in DKK.

Assets		
<u>Note</u>	<u>2019</u>	<u>2018</u>
Fixed assets		
7 Production plant and machinery	3.613.916	2.755.174
Tangible fixed assets in total	<u>3.613.916</u>	<u>2.755.174</u>
8 Equity investment in group enterprise	0	14.257
Financial fixed assets in total	<u>0</u>	<u>14.257</u>
Fixed assets in total	<u>3.613.916</u>	<u>2.769.431</u>
Current assets		
Prepayments for goods	1.725.460	1.681.442
Inventories in total	<u>1.725.460</u>	<u>1.681.442</u>
Trade debtors	5.524.324	7.265.856
Amounts owed by group enterprises	1.743.970	748.697
Accrued income and deferred expenses	32.033	0
Debtors in total	<u>7.300.327</u>	<u>8.014.553</u>
Available funds	752.147	1.541.478
Current assets in total	<u>9.777.934</u>	<u>11.237.473</u>
Assets in total	<u>13.391.850</u>	<u>14.006.904</u>

Balance sheet 31 December

All amounts in DKK.

Equity and liabilities		<u>2019</u>	<u>2018</u>
<u>Note</u>			
Equity			
9	Contributed capital	2.140.000	2.140.000
10	Results brought forward	5.007.886	3.317.632
11	Proposed dividend for the financial year	0	150.000
	Equity in total	<u>7.147.886</u>	<u>5.607.632</u>
Provisions			
	Provisions for deferred tax	<u>327.000</u>	<u>289.000</u>
	Provisions in total	<u>327.000</u>	<u>289.000</u>
Liabilities			
	Bank debts	1.470.400	1.538.855
	Trade creditors	4.203.184	6.411.773
	Debt to group enterprises	0	19.257
	Other debts	<u>243.380</u>	<u>140.387</u>
	Short-term liabilities in total	<u>5.916.964</u>	<u>8.110.272</u>
	Liabilities in total	<u>5.916.964</u>	<u>8.110.272</u>
	Equity and liabilities in total	<u>13.391.850</u>	<u>14.006.904</u>

1 Uncertainties concerning recognition and measurement

12 Mortgage and securities

13 Contingencies

Notes

All amounts in DKK.

1. Uncertainties concerning recognition and measurement

Production plant and machinery located in China are capitalized with DKK 3.614 thousand and comprise external held costs for manufacturing molds, tools, etc. for use in the production of the company's products.

	<u>2019</u>	<u>2018</u>
2. Staff costs		
Salaries and wages	682.728	517.296
Pension costs	154.050	151.146
Other costs for social security	13.616	6.410
	<u>850.394</u>	<u>674.852</u>
 Average number of employees	 <u>2</u>	 <u>2</u>
 3. Depreciation and writedown relating to tangible fixed assets		
Amortisation of development projects	0	35.635
Depreciation on production plants and machinery	577.590	591.890
Minor acquisitions	26.130	31.852
	<u>603.720</u>	<u>659.377</u>
 4. Other financial costs		
Other financial costs	104.538	326.725
	<u>104.538</u>	<u>326.725</u>

Notes

All amounts in DKK.

	<u>2019</u>	<u>2018</u>
5. Tax on ordinary results		
Tax of the results for the year	442.200	471.284
Adjustment for the year of deferred tax	38.000	7.000
	<u>480.200</u>	<u>478.284</u>
	<u>31/12 2019</u>	<u>31/12 2018</u>
6. Development projects in progress and prepayments for intangible fixed assets		
Cost 1 January	249.427	249.427
Cost 31 December	<u>249.427</u>	<u>249.427</u>
Amortisation and writedown 1 January	-249.427	-213.792
Amortisation for the year	0	-35.635
Amortisation and writedown 31 December	<u>-249.427</u>	<u>-249.427</u>
Book value 31 December	<u>0</u>	<u>0</u>
7. Production plant and machinery		
Cost 1 January	5.264.401	5.611.688
Additions during the year	1.444.999	631.896
Disposals during the year	-8.667	-979.183
Cost 31 December	<u>6.700.733</u>	<u>5.264.401</u>
Depreciation and writedown 1 January	-2.509.227	-1.917.337
Depreciation for the year	-577.590	-591.890
Depreciation and writedown 31 December	<u>-3.086.817</u>	<u>-2.509.227</u>
Book value 31 December	<u>3.613.916</u>	<u>2.755.174</u>

Notes

All amounts in DKK.

	<u>31/12 2019</u>	<u>31/12 2018</u>
8. Equity investment in group enterprise		
Acquisition sum, opening balance 1 January	1.143.857	1.143.857
Disposals during the year	<u>-1.143.857</u>	<u>0</u>
Cost 31 December	<u>0</u>	<u>1.143.857</u>
Revaluations, opening balance 1 January	0	-1.132.952
Adjustment of previous revaluations	1.129.600	0
Results for the year before goodwill amortisation	0	-14.410
Reversals for the year concerning disposals	-1.129.600	0
Exchange rate adjustment	<u>0</u>	<u>17.762</u>
Writedown 31 December	<u>0</u>	<u>-1.129.600</u>
Book value 31 December	<u>0</u>	<u>14.257</u>
9. Contributed capital		
Contributed capital 1 January	<u>2.140.000</u>	<u>2.140.000</u>
	<u>2.140.000</u>	<u>2.140.000</u>
There have been the following changes in corporate capital		
Founding of company 2009	125.000	
Capital increase in cash 2014	975.000	
Capital increase in cash 2016	500.000	
Capital increase in cash 2017	640.000	
10. Results brought forward		
Results brought forward 1 January	3.317.632	1.776.177
Profit or loss for the year brought forward	1.690.254	1.523.693
Exchange rate adjustment, subsidiary	<u>0</u>	<u>17.762</u>
	<u>5.007.886</u>	<u>3.317.632</u>

Notes

All amounts in DKK.

	<u>31/12 2019</u>	<u>31/12 2018</u>
11. Proposed dividend for the financial year		
Dividend 1 January	150.000	100.000
Distributed dividend	-150.000	-100.000
Dividend for the financial year	<u>0</u>	<u>150.000</u>
	<u>0</u>	<u>150.000</u>

12. Mortgage and securities

For bank debts, DKK 718.253, the company has provided security in company assets representing a nominal value of DKK 8.000.000. This security comprises the below assets, stating the book values:

Receivable from sales and services	DKK 5.524.324
Production plant and machinery	DKK 3.613.916

13. Contingencies

Contingent liabilities

Joint taxation

Producteers Holding ApS, company reg. no 32 28 03 58 being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.