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# ***Færch Plast Group A/S***

Rasmus Færchs Vej 1, DK-7500 Holstebro

## **Annual Report for 2019**

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CVR No 32 30 84 49

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
5/3 2020

Nils Smedegaard Andersen  
Chairman

## Content

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	Page
<b>Management's Statement and Auditor's Report</b>	
Management's Statement	1
Independent Auditor's Report	2
<b>Management's Review</b>	
Company Information	4
Group Structure	5
Financial Highlights	6
Management's Review	7
<b>Financial Statements</b>	
Income Statement	8
Balance Sheet 31 December	9
Statement of Changes in Equity	10
Notes to the Annual Report	11

## **Management's Statement**

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The Board of Directors have today considered and adopted the Annual Report of Færch Plast Group A/S for the financial year 1 January - 31 December 2019.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2019 of the Company and of the results of the Company operations for 2019.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Holstebro, 5 March 2020

### **Board of Directors**

Lars Gade Hansen  
Group CEO

Tom Sand-Kristensen  
Group CFO

Arne Holme  
Group CTO

Jesper Emil Jensen  
Regional CEO

Nils Smedegaard Andersen  
Chairman

Sönke Renk

Ronald John Edwards Marsh

Laurent Bendavid

Markus Brettschneider

Sven Seidel

## Independent Auditor's Report

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To the Shareholders of Færch Plast Group A/S

### Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2019, and of the results of the Company's operations for the financial year 2019 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Færch Plast Group A/S for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

### 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 requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Statement on 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, in our view, 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 in Management's Review.

### Management's Responsibilities for the Financial Statements

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

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

## Independent Auditor's Report (continued)

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### 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 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.

Aarhus, 5 March 2020

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Claus Lindholm Jacobsen

State Authorised Public Accountant

mne23328

Lars Østergaard

State Authorised Public Accountant

mne26806

## Company Information

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<b>The Company</b>	<p>Færch Plast Group A/S Rasmus Færchs Vej 1 DK-7500 Holstebro</p> <p>Telephone: + 45 99 10 10 10 Website: <a href="http://www.færch.com">www.færch.com</a></p> <p>CVR No: 32 30 84 49 Financial period: 1 January - 31 December Municipality of reg. office: Holstebro</p>
<b>Executive Board</b>	<p>Lars Gade Hansen Tom Sand-Kristensen Arne Holme Jesper Emil Jensen</p>
<b>Supervisory Board</b>	<p>Nils Smedegaard Andersen Sönke Renk Ronald John Edwards Marsh Laurent Bendavid Markus Brettschneider Sven Seidel</p>
<b>Auditors</b>	<p>PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Nobelparken Jens Chr. Skous Vej 1 DK-8000 Aarhus C</p>
<b>Consolidated Financial Statements</b>	<p>The Company is included in the Group Annual Report of the Parent Company Faerch Group A/S</p>

## Group Structure

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Investment in group companies comprise the following at 31 December 2019

All companies are owned 100% by Færch Plast Group A/S except for 3 Pet Holding B.V. where the ownership share is 50.00002%.

Name of entity	Country
Færch A/S	Denmark
Færch Liberec s.r.o.	Czech Republic
Færch France SAS	France
CGL Pack Service SAS	France
CGL Pack Annecy SAS	France
CGL Pack Lorient SAS	France
Færch London Ltd.	United Kingdom
FP1988UK Ltd.	United Kingdom
Færch Durham Ltd	United Kingdom
Avro Holdings Ltd. (dormant)	United Kingdom
Færch UK Ltd.	United Kingdom
BDE Plastics Ltd. (dormant)	United Kingdom
Avro Industries Ltd. (dormant)	United Kingdom
Anson Food Services Ltd. (dormant)	United Kingdom
Færch Poole Ltd.	United Kingdom
FPH 2017 Ltd.	United Kingdom
Færch Bunol S.L.U.	Spain
Færch Netherlands B.V.	Netherlands
3 Pet Holding B.V.	Netherlands
4 Pet Holding B.V.	Netherlands
Kattenburg Druten B.V.	Netherlands
Drupet B.V.	Netherlands
Snelcore B.V.	Netherlands
Sneltray B.V.	Netherlands
4PET Recycling B.V.	Netherlands
Folietechniek International B.V.	Netherlands

## Financial Highlights

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tDKK	2019	2018	2017	2016	2015
<b>Key figures</b>					
<b>Profit/loss</b>					
Revenue	-	-	-	-	-
Operating profit	-	-	-	-	-
Profit /loss before financial income and expenses	-69	-1.055	-3.789	-1.600	-700
Net profit/loss for the year	-62.021	-51.699	-78.689	83.200	19.400
<b>Balance sheet</b>					
Balance sheet total	2.502.851	2.490.331	2.547.490	2.772.700	2.772.000
Equity	748.654	792.149	843.848	1.150.400	1.103.000
Number of employees end of year	0	0	0	0	0
<b>Ratios</b>					
Solvency ratio	29,9%	31,8%	33,1%	41,5%	39,8%
Return on equity	-8,1%	-6,3%	-7,9%	7,4%	1,9%



## **Management's Review**

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The company was established in 2014 and the main activity of the company is to invest in packaging companies.

During 2019 there has been no changes to the activity of the company.

It is the intention to liquidate the company during 2020.

## Income statement

1 January - 31 December

Note	tDKK	2019	2018
	Revenue	-	-
	<b>Gross profit</b>	-	-
	Distribution expenses		-
	Administrative expenses	-69	-309
	Other operating income	-	-
	Other operating cost	-	746
		-69	-1.055
	Special items	-	-
	<b>Earnings before interest and tax</b>	-69	-1.055
	Income from investment in subsidiaries	-	-
1.1	Financial income	40.545	62.466
1.2	Financial expenses	113.634	117.014
	<b>Profit/loss before income tax</b>	-73.159	-55.603
1.3	Tax on loss for the year	11.138	3.904
	<b>Net profit/loss for the year</b>	-62.021	-51.699
	<b>Proposed distribution of profit/loss</b>		
	Reserve from the use of the equity method	-	-
	Retained earnings	-62.021	-51.699
		-62.021	-51.699

**Balance Sheet**

31 December

Note	tDKK	2019	2018
2.1	Investments in subsidiaries	1.991.890	1.991.890
	<b>Financial assets</b>	<b>1.991.890</b>	<b>1.991.890</b>
	<b>Total non-current assets</b>	<b>1.991.890</b>	<b>1.991.890</b>
	Receivables from group enterprises	484.899	494.537
	Corporation tax	5.912	3.904
	<b>Receivables</b>	<b>490.811</b>	<b>498.441</b>
	<b>Cash at banks</b>	<b>20.150</b>	<b>-</b>
	<b>Total current assets</b>	<b>510.961</b>	<b>498.441</b>
	<b>Assets</b>	<b>2.502.851</b>	<b>2.490.331</b>
2.2	Share capital	10.871	10.871
	Retained earnings	737.783	781.278
	<b>Equity</b>	<b>748.654</b>	<b>792.149</b>
2.3	Credit institutions	-	-
	Debt to parent company	-	-
	<b>Long-term debt</b>	<b>-</b>	<b>-</b>
	Credit institutions	147.293	182.147
	Payables to group enterprises	1.606.905	1.516.036
	Other payables	-	-
	<b>Short-term debt</b>	<b>1.754.197</b>	<b>1.698.182</b>
	<b>Debt</b>	<b>1.754.197</b>	<b>1.698.182</b>
	<b>Liabilities</b>	<b>2.502.851</b>	<b>2.490.331</b>

## Statement of changes in equity

tDKK	Share capital	Retained earnings	Total
<b>Equity at 1 January</b>	10.871	781.278	792.149
Exchange rate adjustments		23.751	23.751
Tax on exchange rate adjustments		-5.225	-5.225
Net profit for the year		-62.021	-62.021
<b>Equity at 31 December 2019</b>	10.871	737.783	748.654
<b>Equity at 1 January</b>	10.871	832.977	843.848
Net profit for the year		-51.699	-51.699
<b>Equity at 31 December 2018</b>	10.871	781.278	792.149

**Note 1.1 Financial income**

tDKK	2019	2018
Interest received from group enterprises	39.851	24.547
Other financial income	694	37.919
<b>Total</b>	<b>40.545</b>	<b>62.466</b>

**Note 1.2 Financial expenses**

tDKK	2019	2018
Interest paid to group enterprises	81.614	80.255
Other financial expenses	32.021	36.759
<b>Total</b>	<b>113.634</b>	<b>117.014</b>

**Note 1.3 Tax on profit/loss for the year**

tDKK	2019	2018
Current tax for the year	5.912	3.904
Deferred tax for the year	-	-
Adjustment of tax concerning previous years	-	-
	<b>5.912</b>	<b>3.904</b>
which breaks down as follows:		
Tax on profit/loss for the year (income statement)	11.138	3.904
Tax on changes in equity	-5.225	-
	<b>5.912</b>	<b>3.904</b>

## Note 2.1 Investment in subsidiaries

tDKK	2019	2018
Opening	1.991.890	1.991.890
Additions for the year	-	-
<b>Cost at 31 December</b>	<b>1.991.890</b>	<b>1.991.890</b>
Opening Value adjustments	-	-
Exchange adjustment	-	-
Net profit for the year	-	-
Other equity movements, net	-	-
Amortisation of goodwill	-	-
<b>Value adjustments at 31 December</b>	<b>-</b>	<b>-</b>
<b>Carrying amount at 31 December</b>	<b>1.991.890</b>	<b>1.991.890</b>

## Note 2.2 Share capital

The share capital is broken down as follow:

	Number	Nominal value tDKK
Shares	10.870.820	10.870.820

The share capital has developed as follows:

	2019 tDKK	2018 tDKK
Share capital, opening	10.870.820	10.870.820
Capital increase/decrease	-	-
Share capital at 31 December	10.870.820	10.870.820

### Shareholders that own more than 5% of the share capital:

Færch BidCo ApS, Rasmus Færchs Vej 1, 7500 Holstebro, Denmark

## Note 2.3 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt. The debt falls due for payment as specified below:

tDKK	2019	2018
After 5 years	-	-
Between 1 and 5 years	-	-
long-term parts	-	-
Within 1 year	147.293	182.147
Short-term part	147.293	182.147

## Note 2.4 Contractual commitments and contingent liabilities

### Contingent liabilities

The Company has placed 100% of the shares in the subsidiary Faerch A/S as security with the Company's credit institutions.

The Company and its subsidiaries have issued irrevocably and unconditionally jointly and severally guarantees towards the Group's credit institutions.

The Company is not involved in any lawsuits which are expected to have a material effect on the financial position of the Company.

The Danish group companies are jointly and severally liable for tax on the Groups' jointly taxed income. Furthermore, the Danish group companies are jointly and severally liable for Danish taxes at sources such as dividend tax, royalty tax and interest tax. Possible later corrections on the corporation taxes or taxes at sources may result in the Company being liable for a higher amount.

## **Note 2.5 Related parties and ownership**

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### **Controlling interest**

Færch Plast Group A/S is subject to controlling influence by Faerch Bidco ApS, Denmark, which holds 100% of the share capital.

### **Transactions**

Related parties with significant influence comprise group enterprises as well as the Board of Directors and the Executive Board of the Company and the group enterprises.

Pursuant to section 98c(1) of the Danish Financial Statements Act, the Company does not disclose any information on transactions with related parties.

### **Ownership**

Faerch Bidco ApS is recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital.

The Company's Annual Report is included in the Consolidated Financial Statements of Faerch Group A/S, Holstebro, Denmark, CVR No 38 81 24 24.

The Group Annual Reports may be obtained at the following address:  
Faerch Group A/S, Rasmus Færchs Vej 1, 7500 Holstebro, Denmark



## **Note 2.6 General accounting policies**

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### **Basis of Preparation**

The Financial Statement of the Company have been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The Financial Statements for 2019 are presented in thousand DKK.

The accounting principles applied are unchanged compared to the previous year.

With reference to section 112 (1) of the Danish Financial Statements Act and to the consolidated financials statements of Faerch Group A/S, the company has not prepared consolidated financial statements.

### **Recognition and measurement**

Revenue is recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

### **Other operating income and expenses**

Other operating income and other operating expenses comprise items of a secondary nature to the core activities of the enterprises, including gains and losses on the sale of intangible assets and property, plant and equipment.

### **Financial income and expenses**

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the onaccount taxation scheme.

## **Note 2.6 General accounting policies (continued)**

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### **Taxes**

Current income tax, based on taxable income for the year, is expensed together with changes in deferred tax for the year.

Deferred income tax on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts is provided in full using the liability method.

The provision of deferred tax reflects the effect of any tax losses carried forward etc. to the extent it is considered likely that such items can be utilised against future taxable income. To the extent calculated deferred tax is positive, this is recognised in the balance sheet as a deferred tax asset at the expected realisable value.

Any changes in deferred tax due to changes in tax rates are recognised in the income statement.

### **Investment in subsidiaries**

Investments in subsidiaries are recognised and measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

### **Equity**

#### **Dividend distribution**

Dividend distribution proposed by Management for the financial year is disclosed as a separate item under equity.

#### **Exchange rate adjustments**

Exchange rate adjustments on receivables from group enterprises that is a part of the entity's net investment in that foreign operation, is disclosed as a separate item under equity.