Deloitte.



Andritz Dan-Web A/S

Røddikvej 82 8464 Galten CVR No. 32474977

Annual report 01.07.2022 -31.12.2023

The Annual General Meeting adopted the annual report on 26.06.2024

Andreas Lukas Chairman of the General Meeting

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Entity details

Entity

Andritz Dan-Web A/S Røddikvej 82 8464 Galten

Business Registration No.: 32474977 Registered office: Skanderborg Financial year: 01.07.2022 - 31.12.2023

Board of Directors

Andreas Lukas, Chairman Kurt Dam Sørensen Tobias Schäfer Bruno Sylvain Roche

Executive Board

Kurt Dam Sørensen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab City Tower, Værkmestergade 2 8000 Aarhus C

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Andritz Dan-Web A/S for the financial year 01.07.2022 - 31.12.2023.

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 31.12.2023 and of the results of its operations for the financial year 01.07.2022 - 31.12.2023.

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.

Galten, 26.06.2024

Executive Board

Kurt Dam Sørensen

Board of Directors

Andreas Lukas Chairman Kurt Dam Sørensen

Tobias Schäfer

Bruno Sylvain Roche

Independent auditor's report

To the shareholders of Andritz Dan-Web A/S

Opinion

We have audited the financial statements of Andritz Dan-Web A/S for the financial year 01.07.2022 - 31.12.2023, 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 31.12.2023 and of the results of its operations for the financial year 01.07.2022 - 31.12.2023 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.

Aarhus, 26.06.2024

Deloitte Statsautoriseret Revisionspartnerselskab CVR No. 33963556

Michael Bach

State Authorised Public Accountant Identification No (MNE) mne19691

Rasmus Volert Madsen State Authorised Public Accountant Identification No (MNE) mne45822

Management commentary

Primary activities

The Company's primary activity consists in delivering machinery and turnkey plants for air-laid paper production.

Development in activities and finances

In June 2023, Andritz AG, a major and financially very robust Austrian listed company, took full ownership of the Company.

With Andritz AG's takeover, the Company has gained access to a sales organisation with a global reach as well as important commercial and technical competencies.

With these changes and reinforced financial strength, the Company harbours great expectations of positive future development of the excellent technology

The financial performance for the year shows a loss of t.DKK 19.329 and covers an 18 month period from 01.07.2022 - 31.12.2023. The result is considered unsatisfactory.

The annual report covers an 18-month period as the company in 2023 was acquired by Andritz Group, and therefore entered a group with a different financial year.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2022/23

		2022/23	2021/22
	Notes	DKK	DKK
Gross profit/loss		17,513,641	9,553,442
Staff costs	1	(31,774,919)	(20,542,187)
Depreciation, amortisation and impairment losses	2	(9,012,879)	(1,689,510)
Operating profit/loss		(23,274,157)	(12,678,255)
Other financial income		454,900	22,090
Financial expenses from group enterprises		(1,067,264)	(166,747)
Other financial expenses	3	(755,748)	(400,923)
Profit/loss before tax		(24,642,269)	(13,223,835)
Tax on profit/loss for the year	4	5,313,182	3,311,751
Profit/loss for the year		(19,329,087)	(9,912,084)
Proposed distribution of profit and loss			
Retained earnings		(19,329,087)	(9,912,084)
Proposed distribution of profit and loss		(19,329,087)	(9,912,084)

Balance sheet at 31.12.2023

Assets

		2022/23	2021/22
	Notes	DKK	DKK
Completed development projects	6	0	5,700,000
Intangible assets	5	0	5,700,000
Other fixtures and fittings, tools and equipment		4,660,607	5,127,408
Leasehold improvements		616,554	768,796
Property, plant and equipment	7	5,277,161	5,896,204
Deposits		636,544	615,000
Financial assets	8	636,544	615,000
Fixed assets		5,913,705	12,211,204
Raw materials and consumables		2,717,764	1,667,421
Inventories		2,717,764	1,667,421
Trade receivables		8,405,734	789,371
Contract work in progress	9	10,948,113	1,569,491
Receivables from group enterprises		0	25,216
Other receivables		605,330	2,032,953
Joint taxation contribution receivable		861,162	2,251,751
Prepayments		774,563	243,463
Receivables		21,594,902	6,912,245
Cash		7,320,674	17,982,747
Current assets		31,633,340	26,562,413
Assets		37,547,045	38,773,617

Equity and liabilities

		2022/23	2021/22
	Notes	DKK	DKK
Contributed capital		3,000,000	3,000,000
Reserve for development expenditure		0	4,446,000
Retained earnings		11,617,852	3,526,724
Equity		14,617,852	10,972,724
Deferred tax		1 780 000	6 241 000
		1,789,000 1,000,000	6,241,000
Other provisions Provisions		2,789,000	1,000,000 7,241,000
		_,,,	.,,
Prepayments received from customers		0	9,368,882
Trade payables		2,263,558	4,890,139
Payables to group enterprises		15,363,846	5,172,372
Joint taxation contribution payable		0	12
Other payables		2,512,789	1,128,488
Current liabilities other than provisions		20,140,193	20,559,893
Liabilities other than provisions		20,140,193	20,559,893
Equity and liabilities		37,547,045	38,773,617
Unrecognised rental and lease commitments	10		
Contingent liabilities	11		
Assets charged and collateral	12		

Statement of changes in equity for 2022/23

	Contributed capital DKK	Reserve for development expenditure DKK	Retained earnings DKK	Total DKK
Equity beginning of year	3,000,000	4,446,000	3,526,724	10,972,724
Group contributions etc.	0	0	22,974,215	22,974,215
Dissolution of reserves	0	(4,446,000)	4,446,000	0
Profit/loss for the year	0	0	(19,329,087)	(19,329,087)
Equity end of year	3,000,000	0	11,617,852	14,617,852

Notes

1 Staff costs

	2022/23	2021/22
	DKK	DKK
Wages and salaries	29,277,606	18,871,914
Pension costs	2,100,334	1,382,635
Other social security costs	396,979	287,638
	31,774,919	20,542,187
Average number of full-time employees	35	36
2 Depreciation, amortisation and impairment losses		
	2022/23	2021/22
	DKK	DKK
Amortisation of intangible assets	2,190,000	400,000
Impairment losses on intangible assets	4,710,000	0
Depreciation of property, plant and equipment	2,112,879	1,289,510
	9,012,879	1,689,510
3 Other financial expenses		
	2022/23	2021/22
	DKK	DKK
Other interest expenses	135,683	59,826
Exchange rate adjustments	560,880	322,511
Other financial expenses	59,185	18,586
	755,748	400,923
4 Tax on profit/loss for the year		
	2022/23 DKK	2021/22 DKK
Current tax	0	(1,342,000)
Change in deferred tax	(4,452,000)	(1,060,000)
Refund in joint taxation arrangement	(861,182)	(909,751)
	(5,313,182)	(3,311,751)

5 Intangible assets

	Completed development projects DKK
Cost beginning of year	6,100,000
Additions	1,200,000
Cost end of year	7,300,000
Amortisation and impairment losses beginning of year	(400,000)
Impairment losses for the year	(4,710,000)
Amortisation for the year	(2,190,000)
Amortisation and impairment losses end of year	(7,300,000)
Carrying amount end of year	0

6 Development projects

The company has chosen to write-off the booked values of development projects, due to uncertainty relating to the future cash-flows of these projects.

7 Property, plant and equipment

	Other fixtures and fittings, tools and Leaseho equipment improvemen	
	DKK	DKK
Cost beginning of year	9,837,914	1,634,275
Additions	1,517,288	107,191
Disposals	(544,180)	0
Cost end of year	10,811,022	1,741,466
Depreciation and impairment losses beginning of year	(4,710,506)	(865,479)
Depreciation for the year	(1,853,446)	(259,433)
Reversal regarding disposals	413,537	0
Depreciation and impairment losses end of year	(6,150,415)	(1,124,912)
Carrying amount end of year	4,660,607	616,554

8 Financial assets

	Deposits
Conthering of your	DKK
Cost beginning of year	615,000
Additions	36,544
Disposals	(15,000)
Cost end of year	636,544
Carrying amount end of year	636,544

9 Contract work in progress

	2022/23	2021/22
	DKK	DKK
Contract work in progress	66,533,422	139,039,482
Progress billings regarding contract work in progress	(55,585,309)	(146,838,873)
Transferred to liabilities other than provisions	0	9,368,882
	10,948,113	1,569,491

	2022/23	2021/22
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	726,926	5,342,902
Of this, liabilities under rental or lease agreements with group enterprises	0	5,088,878

11 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Andritz Feed & Biofuel A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

12 Assets charged and collateral

Intercompany loans are secured by a letter of indemnity with a floating charge. The letter of indemnity, amounting to t.DKK 23,000, is secured by unsecured claims, inventories, operating equipment, and intellectual property rights. As of 31 December 2023, the debt amounts to t.DKK 14,909.

The carrying amount of mortgaged unsecured claims amounts to t.DKK 8,506.

The carrying amount of mortgaged inventories amounts to t.DKK 2,718.

The carrying amount of mortgaged operating equipment (exclusive leasehold improvements) amounts to t.DKK 5,104.

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.

The accounting policies applied to these financial statements are consistent with those applied last year, with minor reclassifications.

Non-comparability

The annual report for 2022/23 covers an 18-month period, while the comparative figures cover a 12-month period.

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.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own work capitalised, cost of raw materials and consumables 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 from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Contract work in progress is included in revenue based on the stage of completion so that revenue corresponds to the selling price of the work performed in the financial year (the percentage-of-completion method).

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities, including profit from the sale of intangible assets and property, plant and equipment, and salary refunds.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for normal 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, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Financial expenses from group enterprises

Financial expenses from group enterprises comprise interest expenses etc. from payables to group enterprises.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, 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.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

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.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity in the reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Indirect production costs in the form of indirectly attributable staff costs and amortisation of intangible assets and depreciation of property, plant and equipment used in the development process are recognised in cost based on time spent on each project.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 5 years.

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	3-5 years
Leasehold improvements	10 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

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.

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.

Contract work in progress

Contract work in progress is measured at the selling price of the work carried out at the balance sheet date.

The selling price is measured based on the stage of completion and the total estimated income from the individual contracts in progress. Usually, the stage of completion is determined as the ratio of actual to total budgeted consumption of resources.

If the selling price of a project in progress cannot be made up reliably, it is measured at the lower of costs incurred and net realisable value.

Each contract in progress is recognised in the balance sheet under receivables or liabilities other than provisions, depending on whether the net value, calculated as the selling price less prepayments received, is positive or negative.

Costs of sales work and of securing contracts, and finance costs are recognised in the income statement as incurred.

Joint taxation contributions receivable or payable

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

Prepayments

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

Cash

Cash comprises cash in hand and bank deposits.

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.

Other provisions

Other provisions comprise anticipated costs of non-recourse guarantee commitments, returns, loss on contract work in progress, decided and published restructuring, etc.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

Non-recourse guarantee commitments comprise commitments to remedy defects and deficiencies within the guarantee period.

Once it is probable that total costs will exceed total income from a contract in progress, provision is made for the total loss estimated to result from the relevant contract.

Operating leases

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

Other financial liabilities

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

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.