

# PLM Group ApS

Langebjergvænget 4  
4000 Roskilde  
Denmark

CVR no. 32 65 00 74

## Annual report 2019

The annual report was presented and approved at  
the Company's annual general meeting on

22 June 2020

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Jörgen Pehr Niklas Fredsson, Chairman

## Contents

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review	5
Company details	5
Operating review	6
Financial statements 1 January – 31 December	8
Income statement	8
Balance sheet	9
Statement of changes in equity	11
Notes	12

**PLM Group ApS**  
Annual report 2019  
CVR no. 32 65 00 74

## Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of PLM Group ApS for the financial year 1 January – 31 December 2019.

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

In our opinion, the financial statements 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 – 31 December 2019.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Roskilde, 22 June 2020  
Executive Board:

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Jan Olov Lundström  
Chief Executive Officer

Board of Directors:

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Jörgen Pehr Niklas  
Fredsson  
Chairman

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Torbjörn Gösta Persson

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Bengt Fredrik Liljedahl

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Allan Thorvaldsen

## Independent auditor's report

### To the shareholder of PLM Group ApS

#### Opinion

We have audited the financial statements of PLM Group ApS for the financial year 1 January – 31 December 2019 comprising income statement, balance sheet, statement of changes in equity and notes, including 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 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 – 31 December 2019 in accordance with the Danish Financial Statements Act.

#### 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 rules and requirements.

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

#### Management's responsibility 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 that 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 as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made 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 company 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

## Independent auditor's report

- 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.

### Statement on the Management's review

Management is responsible for the Management's review.

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

Based on the work we have performed, we conclude that the 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 of the Management's review.

Copenhagen, 22 June 2020

**KPMG**

Statsautoriseret Revisionspartnerselskab  
CVR no. 25 57 81 98

David Olafsson  
State Authorised  
Public Accountant  
mne19737

**PLM Group ApS**  
Annual report 2019  
CVR no. 32 65 00 74

## Management's review

### Company details

PLM Group ApS  
Langebjergvænget 4  
4000 Roskilde  
Denmark

CVR no.: 32 65 00 74  
Financial year: 1 January – 31 December

### Board of Directors

Jörgen Pehr Niklas Fredsson, Chairman  
Torbjörn Gösta Persson  
Bengt Fredrik Liljedahl  
Allan Thorvaldsen

### Executive Board

Jan Olov Lundström, Chief Executive Officer

### Auditor

KPMG  
Statsautoriseret Revisionspartnerselskab  
Denmark

## Management's review

### Operating review

#### Principal activities

PLM Group is the largest Dassault Systemes/SolidWorks value added reseller in Northern Europe serving approx. 5.000 customers from a wide range of industries. PLM Group makes customers more competitive by implementing solutions based on PLM application software into their entire value chain. The intuitive and high torques solutions generate 3D capabilities to sell, design, manufacture, deliver and service better products, faster and more cost-effectively.

#### Development in activities and finances

PLM Group ApS is the parent company of several subsidiaries in the Nordic and Baltic countries. The result for 2019 is in accordance with the budget. The result for the year is a loss of DKK 478 thousand which meets the management's expectations.

#### Uncertainty regarding measurement of investments in subsidiaries

2019 was in many ways a challenging year with varying markets, currencies and purchasing behavior. However, we are confident that the long term plan will ensure a satisfying development in both sales and profitability for the different subsidiaries and subsequently the PLM Group in total.

In connection with LMT Group AB's acquisition of the sharecapital of the company by end of November 2019 a number of re-organisation initiatives were kick started. The re-organisation plan has been put in place, to secure a more streamlined sales and service process for for the entire subgroup consisting of PLM Group ApS and its subsidiaries, to ensure a more profitable development throughout the Group.

At the time of acquisition Management considered that the underlying performance especially in PLM Group Danmark ApS and PLM Group Norge AS had significant potential for topline growth and improved profitability. The base assumptions upon acquisition was to lift the revenue by 25% and 33% respectively for each of the entities over the period 2019-2022.

Based on this assumption Management has assessed the valuation of the PLM Group Danmark ApS and PLM Group Norge AS shares. The assesment is based on a standardized DFC calculation. In the calculation a WACC of 11.4% has been applied which is considered conservative in the respective markets. Growth rate in the terminal period has been set to 2%. Based on this the valuation of the investments is considered to be aligned with the initial plans in and the carrying value of the investments is not considered impaired.

For the other subsidiaries no detailed impairment test has been carried out considering that the underlying performance of those entities support the view that the carrying value is lower than Net realisable value.

#### Events after the balance sheet date

After the balance sheet date, the virus COVID-19 was declared a worldwide pandemic by the WHO, which

affects large parts of the world and our society. The management expects the pandemic to have a negative affect on the result for the financial year of 2020. At the moment, it is not possible to quantify the affect, as no one knows how the pandemic will affect the society on the long run. Except for COVID-19, no significant events have occurred subsequent to the financial year-end.

## **Management's review**

### **Operating review**

#### ***Capital resources***

LMT Group AB has issued a letter of support stating that financial support will be provided to PLM Group ApS at least until 31 December 2020. Management assesses that this is sufficient to cover the expected financing requirements for the coming year.



## Financial statements 1 January – 31 December

### Income statement

DKK'000	Note	2019	2018
<b>Gross profit/loss</b>		-135	4,785
Income from equity investments in group entities		0	11,373
Financial income	2	85	4,189
Financial expenses	3	-543	-3,133
<b>Profit/loss before tax</b>		-593	17,214
Tax on profit/loss for the year	4	115	-1,285
<b>Loss for the year</b>		-478	15,929
<b>Proposed profit appropriation/distribution of loss</b>			
Retained earnings		-478	15,929

## Financial statements 1 January – 31 December

### Balance sheet

DKK'000	Note	31/12 2019	31/12 2018
<b>ASSETS</b>			
<b>Fixed assets</b>			
<b>Investments</b>	5		
Investments in group entities		<u>75,927</u>	<u>75,927</u>
<b>Total fixed assets</b>		<u>75,927</u>	<u>75,927</u>
<b>Current assets</b>			
<b>Receivables</b>			
Receivables from group entities		3,801	10,547
Deferred tax asset		<u>49</u>	<u>0</u>
		<u>3,850</u>	<u>10,547</u>
<b>Cash at bank and in hand</b>		<u>0</u>	<u>107</u>
<b>Total current assets</b>		<u>3,850</u>	<u>10,654</u>
<b>TOTAL ASSETS</b>		<u><u>79,777</u></u>	<u><u>86,581</u></u>

## Financial statements 1 January – 31 December

### Balance sheet

DKK'000	Note	31/12 2019	31/12 2018
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Contributed capital		250	250
Retained earnings		9,330	9,808
<b>Total equity</b>		<u>9,580</u>	<u>10,058</u>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Payables to group entities		10,773	70,421
Other payables		<u>0</u>	<u>4,406</u>
		<u>10,773</u>	<u>74,827</u>
<b>Current liabilities</b>			
Banks, current liabilities		59,424	0
Corporation tax		0	1,285
Other payables		<u>0</u>	<u>411</u>
		<u>59,424</u>	<u>1,696</u>
<b>Total liabilities</b>		<u>70,197</u>	<u>76,523</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><u>79,777</u></u>	<u><u>86,581</u></u>
<b>Contingent liabilities</b>	6		
<b>Related party disclosures</b>	8		

## Financial statements 1 January – 31 December

### Statement of changes in equity

DKK'000	Contributed capital	Retained earnings	Total
Equity at 1 January 2019	250	9,808	10,058
Transferred over the profit appropriation	0	-478	-478
<b>Equity at 31 December 2019</b>	<b>250</b>	<b>9,330</b>	<b>9,580</b>

## Financial statements 1 January – 31 December

### Notes

#### 1 Accounting policies

The annual report of PLM Group ApS for 2019 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in of specific provisions for reporting class C.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

#### Omission of consolidated financial statements

Pursuant to section 110(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

#### 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 Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Company 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 Company, 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 one 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.

## Financial statements 1 January – 31 December

### Notes

#### 1 Accounting policies (continued)

##### Gross profit

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

##### Revenue

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

##### Other external costs

Other external costs include costs relating to the Company's ordinary activities, including costs for administration and audit fees, etc.

##### Income from investments in group entities

Income from investments in group entities comprises gains in the form of dividends on investments in group entities.

##### Financial income and expenses

Other financial income comprises dividends etc. received on other investments, interest income, including interest income on receivables from group entities.

Other financial expenses comprise interest expenses, including interest expenses on payables to group entities, payables and transactions in foreign currencies.

##### 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.

The Entity is jointly taxed with all Danish subsidiaries. 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).

##### Equity investments in group entities

Investments in group entities are recognised and measured at the lower of cost and net realisable value.

Net realisable value is calculated as the estimated selling price less related costs.

##### Receivables

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

## Financial statements 1 January – 31 December

### Notes

#### 1 Accounting policies (continued)

##### Cash at bank and in hand

Cash comprises cash in hand and bank deposits.

##### Equity

##### Other financial liabilities

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

##### Income tax receivable or payable

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

DKK'000	<u>2019</u>	<u>2018</u>
<b>2 Financial income</b>		
Interest income from group entities	85	1,414
Exchange gains	<u>0</u>	<u>2,775</u>
	<u>85</u>	<u>4,189</u>
<b>3 Financial expenses</b>		
Interest expense to group entities	927	970
Other financial costs	121	743
Exchange losses	<u>-505</u>	<u>1,420</u>
	<u>543</u>	<u>3,133</u>
<b>4 Tax on profit/loss for the year</b>		
Current tax for the year	-81	1,285
Deferred tax for the year	-49	0
Adjustment of tax concerning previous years	<u>15</u>	<u>0</u>
	<u>-115</u>	<u>1,285</u>

## Financial statements 1 January – 31 December

### Notes

#### 5 Fixed assets investments

DKK'000	Investment in group entities
Cost at 1 January 2019	<u>75,927</u>
Cost at 31 December 2019	<u>75,927</u>
<b>Carrying amount at 31 December 2019</b>	<b><u><u>75,927</u></u></b>

The Company has given suretyship to the companies listed below, for which reason PLM Group ApS and these debtors will be equally liable to their bankers.

The suretyship covers the following assets:

Goodwill, trademarks, designs and name rights, vehicles, inventory and operating equipment and trade receivables in the below entities:

Name/legal form	Registered office	Voting rights and ownership interest	Equity	Profit/loss for the year
			DKK'000	DKK'000
Subsidiaries:				
PLM Group 3D Printing	Denmark	100%	687	-7,698
PLM Group 3DX	Denmark	100%	-20	34
PLM Group Danmark	Denmark	100%	-917	2,017
PLM Group Estonia	Estonia	100%	6,126	1,047
PLM Group Latvia	Latvia	100%	7,753	1,531
PLM Group Norge	Norway	Norway	4,773	2,642
PLM Group Suomi	Finland	Finland	13,764	6,727
PLM Group Sverige	Sweden	Sweden	15,556	6,949
Pronor Ehf	Iceland	Iceland	<u>786</u>	<u>-125</u>
			<u><u>48,508</u></u>	<u><u>13,124</u></u>

2019 was in many ways a challenging year with varying markets, currencies and purchasing behavior. However, we are confident that the long term plan will ensure a satisfying development in both sales and profitability for the different subsidiaries and subsequently the PLM Group in total.

During the second half of 2019 several re-organisations were initiated for a more efficient and business-oriented organisation. The re-organisation plan has been put in place, to secure a more streamlined sales and service process for the entire subgroup consisting of PLM Group ApS and its subsidiaries, to ensure a more profitable development throughout the Group.

At the time of acquisition Management considered that the underlying performance especially in PLM Group Danmark ApS and PLM Group Norge AS had significant potential for topline growth and improved profitability. The base assumptions upon acquisition was to lift the revenue by 25% and 33% respectively for each of the entities over the period 2020-2022.

Based on this assumption Management has assessed the valuation of the PLM Group Danmark ApS and



## Financial statements 1 January – 31 December

### Notes

PLM Group Norge AS shares. The assesment is based on a standardized DFC calculation. In the calculation a WACC of 11.4% has been applied which is considered conservative in the respective markets. Growth rate in the terminal period has been set to 2%. Based on this the valuation of the investments is considered to be aligned with the initial plans in and the carrying value of the investments is not considered impaired.

For the other subsidiaries no detailed impairment test has been carried out considering that the underlying performance of those entities support the view that the carrying value is lower than Net realisable value.

### 6 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where PLM Group ApS 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 Company has given suretyship to the companies listed below, for which reason PLM Group ApS and these debtors will be equally liable to their bankers.

- 3D Printing ApS
- PLM Group Danmark A/S
- PLM Holding ApS
- SDH Development ApS

### 7 Staff costs and incentive schemes

The Company has no employees.

## Financial statements 1 January – 31 December

### Notes

#### 8 Related party disclosures

PLM Group ApS related parties comprise the following:

##### **Consolidated financial statements**

The company is part of the consolidated financial statements of LMT Group AB, BOX 423, SE-331 24 Värnamo, Sweden.

The consolidated financial statements can be obtained by contact to LMT Group AB on the address mentioned above.

# PENNEO

The signatures in this document are legally binding. The document is signed using Penneo™ secure digital signature. The identity of the signers has been recorded, and are listed below.

"By my signature I confirm all dates and content in this document."

## Allan Thorvaldsen

### Bestyrelsesmedlem

On behalf of: PLM Group ApS

Serial number: PID:9208-2002-2-282554180486

IP: 194.62.xxx.xxx

2020-06-22 10:06:55Z

NEM ID 

## TORBJÖRN PERSSON

### Bestyrelsesmedlem

On behalf of: PLM Group ApS

Serial number: 19631119xxxx

IP: 212.37.xxx.xxx

2020-06-22 11:10:20Z



## Jan Olov Lundström

### Chief Executive Officer

On behalf of: PLM Group ApS

Serial number: 19630212xxxx

IP: 94.234.xxx.xxx

2020-06-22 11:20:10Z



## JÖRGEN FREDSSON

### Bestyrelsesformand

On behalf of: PLM Group ApS

Serial number: 19730603xxxx

IP: 212.37.xxx.xxx

2020-06-22 11:22:48Z



## FREDRIK LIJEDAHL

### Bestyrelsesmedlem

On behalf of: PLM Group ApS

Serial number: 19721202xxxx

IP: 94.255.xxx.xxx

2020-06-22 13:32:24Z



## David Olafsson

### Statsautoriseret revisor

On behalf of: KPMG

Serial number: PID:9208-2002-2-279797654008

IP: 83.151.xxx.xxx

2020-07-03 11:10:33Z

NEM ID 

## JÖRGEN FREDSSON

### Dirigent

On behalf of: PLM Group ApS

Serial number: 19730603xxxx

IP: 90.232.xxx.xxx

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