

Foodies A/S
Kolding Åpark 2, 3, 6000 Kolding

Annual report
2022

Company reg. no. 32 66 70 23

The annual report was submitted and approved by the general meeting on the 3 April 2023.

Morten Koed Refshauge
Chairman of the meeting

Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS 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 %.

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Management's statement

Today, the Board of Directors and the Managing Director have approved the annual report of Foodies A/S for the financial year 2022.

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

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022.

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

We recommend that the annual report be approved at the Annual General Meeting.

Kolding, 3 April 2023

Managing Director

Morten Koed Refshauge

Board of Directors

Jørgen Meyer
Chairman

Morten Koed Refshauge

Ole Koed-Madsen

Independent auditor's report on extended review

To the Shareholders of Foodies A/S

Opinion

We have performed an extended review of the financial statements of Foodies A/S for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

Based on the work performed, in our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR - Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the 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 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 extended review of the Financial Statements

Our responsibility is to express an opinion on the financial statements. This requires that we plan and perform procedures in order to obtain limited assurance for our opinion on the financial statements and in addition perform specifically required supplementary procedures to obtain further assurance for our opinion.

Independent auditor's report on extended review

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the financial statements.

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 opinion thereon.

In connection with our extended review 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 extended review, 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 in the Management's Review.

Kolding, 3 April 2023

Martinsen

State Authorised Public Accountants
Company reg. no. 32 28 52 01

Jørn Dam Jensen

State Authorised Public Accountant
mne33686

Company information

The company

Foodies A/S
Kolding Åpark 2, 3
6000 Kolding

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Web site WWW.EQF.DK
E mail DK@EQF.DK

Company reg. no. 32 66 70 23
Established: 4 January 2010
Domicile: Kolding
Financial year: 1 January - 31 December

Board of Directors

Jørgen Meyer, Chairman
Morten Koed Refshauge
Ole Koed-Madsen

Managing Director

Morten Koed Refshauge

Auditors

Martinsen
Statsautoriseret Revisionspartnerselskab
Jupitervej 4
6000 Kolding

Parent company

M Plus M Holding ApS

Management´s review

The principal activities of the company

FOODIES A/S has a long experience and know how in the market in promoting, selling and delivering meat raw materials to the processing industry and HoReCa segment.

In order to offer our customers the best price, quality and specifications at any time, we are continuously developing our network of selected slaughter houses and cutting plants working across most of the continents:

EU > EU

EU > South America

EU > Asia

Oceania > Asia

South America > Asia

North America > South America

We aim to be the preferred supplier of meat by being market oriented, dynamic and innovative. With the highest credit rating "AAA"(Triple A) for 10 consecutive years, we are a reliable partner, but we also believe that good chemistry, flexibility, being service minded, loyal and acting responsible with a high level of business ethic brings the strongest foundation for a long term partnership.

Beside above activities, in order to capitalize on the company's excessive cash, the company has placed a part of its capital in rental properties.

Development in activities and financial matters

2022 in general has been a challenging year in the agricultural industry: The uncertainty due to the war in Ukraine, high inflation, weak economy among breeders, record high energy costs and a recovery in Chinese pig production. Consequently the overall demand in both EU and overseas has weakened significantly resulting in a drop in export volumes.

Partly to compensate for the market situation, the company has been working actively to establish customers in new markets with complementing product categories. This work will continue in 2023 and the years ahead.

FOODIES AS remains self-financing with a strong cash flow throughout the year.

In 2022, the company has achieved a profit before tax of TDKK 1,053 which is satisfactory considering the market situation..

Management's review

Particular risks

Debtors constitute the greatest asset, which means that giving credit is a very vital element. The risk is reduced through effective management, when credit is authorized as well as during the continued trade. The company's debtors are insured against loss based on an individual evaluation of each debtor.

The significant financial risk that the company is faced with is related to changes in exchange rates, as purchasing as well as sale takes place in foreign currency. In order to counteract this risk, according to the company policy, the company is using derivative financial instruments on all significant commercial transactions. No direct speculation is made.

Expected developments

The budget for the current year shows a satisfactory result.

Events occurring after the end of the financial year

No conditions that disturb the assessment of the annual report have occurred.

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2022</u>	<u>2021</u>
Gross profit	3.351.024	4.682.106
Distribution costs	-354.402	-501.060
Administration expenses	-1.835.819	-2.686.693
Other operating expenses	-113.190	-147.157
Operating profit	1.047.613	1.347.196
Other financial income	-3.408	17.269
2 Other financial expenses	9.032	-8.371
Financing, net	5.624	8.898
Pre-tax net profit or loss	1.053.237	1.356.094
Tax on net profit or loss for the year	-241.170	-307.239
Net profit or loss for the year	812.067	1.048.855
Proposed distribution of net profit:		
Dividend for the financial year	1.000.000	1.000.000
Transferred to retained earnings	0	48.855
Allocated from retained earnings	-187.933	0
Total allocations and transfers	812.067	1.048.855

Balance sheet at 31 December

All amounts in DKK.

Assets			
<u>Note</u>		<u>2022</u>	<u>2021</u>
Non-current assets			
3	Property	4.351.624	4.381.849
4	Other fixtures and fittings, tools and equipment	222.838	327.880
	Total property, plant, and equipment	<u>4.574.462</u>	<u>4.709.729</u>
5	Deposits	26.016	24.372
	Total investments	<u>26.016</u>	<u>24.372</u>
	Total non-current assets	<u>4.600.478</u>	<u>4.734.101</u>
Current assets			
	Trade receivables	2.426.457	3.468.727
	Receivables from subsidiaries	251.683	0
	Other receivables	35.766	62.445
	Prepayments	0	44.225
	Total receivables	<u>2.713.906</u>	<u>3.575.397</u>
	Cash and cash equivalents	<u>4.728.969</u>	<u>3.303.027</u>
	Total current assets	<u>7.442.875</u>	<u>6.878.424</u>
	Total assets	<u>12.043.353</u>	<u>11.612.525</u>

Balance sheet at 31 December

All amounts in DKK.

Equity and liabilities			
<u>Note</u>		<u>2022</u>	<u>2021</u>
Equity			
	Contributed capital	1.000.000	1.000.000
	Retained earnings	6.376.726	6.564.659
	Proposed dividend for the financial year	1.000.000	1.000.000
	Total equity	8.376.726	8.564.659
Provisions			
	Provisions for deferred tax	1.100	8.200
	Total provisions	1.100	8.200
Long term liabilities other than provisions			
	Deposits	66.900	66.900
6	Total long term liabilities other than provisions	66.900	66.900
	Bank loans	23.540	7.947
	Prepayments received from customers	397.155	7.500
	Trade payables	2.636.191	2.282.498
	Payables to subsidiaries	0	74.560
	Income tax payable to subsidiaries	248.270	309.078
	Other payables	293.471	291.183
	Total short term liabilities other than provisions	3.598.627	2.972.766
	Total liabilities other than provisions	3.665.527	3.039.666
	Total equity and liabilities	12.043.353	11.612.525

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Statement of changes in equity

All amounts in DKK.

	Contributed capital	Retained earnings	Proposed dividend for the financial year	Total
Equity 1 January 2021	1.000.000	6.515.804	2.000.000	9.515.804
Distributed dividend	0	0	-2.000.000	-2.000.000
Profit or loss for the year brought forward	0	48.855	1.000.000	1.048.855
Equity 1 January 2022	1.000.000	6.564.659	1.000.000	8.564.659
Distributed dividend	0	0	-1.000.000	-1.000.000
Profit or loss for the year brought forward	0	-187.933	1.000.000	812.067
	1.000.000	6.376.726	1.000.000	8.376.726

Notes

All amounts in DKK.

1. Employee issues

Average number of full-time employees 1 (2022) and 1 (2021).

	2022	2021
2. Other financial expenses		
Other financial costs	-9.032	8.371
	-9.032	8.371
	31/12 2022	31/12 2021
3. Property		
Cost opening balance	4.511.220	4.511.220
Cost end of period	4.511.220	4.511.220
Depreciation and writedown opening balance	-129.371	-99.146
Depreciation for the year	-30.225	-30.225
Depreciation and writedown end of period	-159.596	-129.371
Carrying amount, end of period	4.351.624	4.381.849
4. Other fixtures and fittings, tools and equipment		
Cost opening balance	713.248	713.248
Cost end of period	713.248	713.248
Depreciation and writedown opening balance	-385.368	-280.326
Depreciation for the year	-105.042	-105.042
Depreciation and writedown end of period	-490.410	-385.368
Carrying amount, end of period	222.838	327.880

Notes

All amounts in DKK.

	31/12 2022	31/12 2021
5. Deposits		
Cost opening balance	26.016	24.372
Cost end of period	26.016	24.372
Carrying amount, end of period	26.016	24.372

6. Long term liabilities other than provisions

	Total payables 31 Dec 2022	Current portion of long term payables	Long term payables 31 Dec 2022	Outstanding payables after 5 years
Deposits	66.900	0	66.900	0
	66.900	0	66.900	0

7. Contingencies

Joint taxation

With M PLUS M HOLDING ApS, company reg. no 32666191 as administration company, the company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for the total corporation tax.

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

The total tax payable under the joint taxation scheme totals T.DKK 14.

The liability relating to obligations in connection with withholding tax on dividends, interest, and royalties represents an estimated maximum of DKK 0.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.

Notes

All amounts in DKK.

8. Financial risks

Exchange rate risks

For the purpose of hedging future purchased supplies in JPY, the company has entered into forward exchange contracts of totalling 6.912.000 Yen with payment in dollars.

Compared to the forward price at the reporting date, the contracts have a negative value of approximately D.kr. 21.333. The exchange loss is recognised in the resultat.

Accounting policies

The annual report for Foodies A/S has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Foreign currency translation

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. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

Accounting policies

Derivatives

At their initial recognition, derivatives are recognised at cost in the statement of financial position. Hereafter, they are measured at fair value. Positive and negative fair values of derivatives are recognised under other receivables and payables, respectively.

Changes in the fair value of derived financial instruments classified as and meeting the criteria for hedging the fair value of a recognised asset or a recognised liability are recognised in the income statement together with changes in the fair value of the hedged asset or the hedged liability.

Income statement

Gross profit

Gross profit comprises revenue, production costs, and other operating income.

The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

Production costs include the manufacturing and procurement costs incurred to achieve the revenue for the year. Direct and indirect manufacturing costs are recognized, including costs for raw materials and consumables, wages and salaries, energy consumption, maintenance, leasing and depreciation on production facilities, with adjustments for changes in finished goods inventories and work in progress.

Furthermore, production costs comprise research costs, development costs which do not meet the criteria for capitalisation, and amortisation of capitalised development costs.

Furthermore, provisions for losses on construction contracts are recognised in case of onerous contracts.

Investment property costs comprise operating costs, repair and maintenance costs, taxes, charges, and other costs. Costs concerning the heating account are recognised in the statement of financial position as a balance with lessees.

Distribution costs

Distribution costs comprise costs incurred for the distribution of goods sold during the year and for sales campaigns carried out during the year. Also, costs concerning sales staff, advertising and exhibitions costs, and amortisations.

Accounting policies

Administration expenses

Administration expenses comprise expenses incurred during the year concerning management and administration, including expenses concerning administrative staff, the executive board, office premises, stationery and office supplies, and depreciations.

Cost of sales comprises costs concerning purchase of raw materials and consumables less discounts and changes in inventories.

Other operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets.

Other operating expenses

Other operating expenses comprise items of secondary nature as regards the principal activities of the enterprise, including losses on the disposal of intangible and tangible assets.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The company is subject to Danish rules on compulsory joint taxation of Danish group enterprises.

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

Statement of financial position

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and writedown for impairment. Land is not subject to depreciation.

The depreciable amount is cost less 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 carrying amount, the depreciation is discontinued.

Accounting policies

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

The cost comprises acquisition cost and costs directly associated with 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, and the individual component representing a material part of the total cost.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life:

	Useful life
Property	50 years
Other fixtures and fittings, tools and equipment	5-7 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets 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 for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Investments

Deposits

Deposits are measured at amortised cost and represent lease deposits, etc.

Accounting policies

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Prepayments

Prepayments recognised under assets comprise incurred costs concerning the following financial year.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand.

Equity

Dividend

Dividend expected to be distributed for the year is recognised as a separate item under equity.

Income tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

The company is jointly taxed with consolidated Danish companies. The current corporate income tax is distributed between the jointly taxed companies in proportion to their taxable income and with full distribution with reimbursement as to tax losses. The jointly taxed companies are comprised by the Danish tax prepayment scheme.

Joint taxation contributions payable and receivable are recognised in the statement of financial position as "Income tax receivable" or "Income tax payable".

According to the rules of joint taxation, Foodies A/S is unlimitedly, jointly, and severally liable to pay the Danish tax authorities the total income tax, including withholding tax on interest, royalties, and dividends, arising from the jointly taxed group of companies.

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Liabilities other than provisions

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Morten Koed Refshauge

Navnet returneret af dansk MitID var:

Morten Koed Refshauge

Direktør

ID: e7b146b7-03ad-4d96-99bd-a8e45c9f6bf4

Tidspunkt for underskrift: 03-04-2023 kl.: 14:45:14

Underskrevet med MitID



Morten Koed Refshauge

Navnet returneret af dansk MitID var:

Morten Koed Refshauge

Bestyrelsesmedlem

ID: e7b146b7-03ad-4d96-99bd-a8e45c9f6bf4

Tidspunkt for underskrift: 03-04-2023 kl.: 14:45:14

Underskrevet med MitID



Morten Koed Refshauge

Navnet returneret af dansk MitID var:

Morten Koed Refshauge

Dirigent

ID: e7b146b7-03ad-4d96-99bd-a8e45c9f6bf4

Tidspunkt for underskrift: 03-04-2023 kl.: 14:45:14

Underskrevet med MitID



Jørgen Meyer

Navnet returneret af dansk MitID var:

Jørgen Meyer

Bestyrelsesformand

ID: 2906f79e-2519-4618-9ec7-33fcae099ae7

Tidspunkt for underskrift: 03-04-2023 kl.: 16:49:20

Underskrevet med MitID



Ole Koed-Madsen

Navnet returneret af dansk MitID var:

Ole Koed-Madsen

Bestyrelsesmedlem

ID: a877f0fc-687b-4f05-909d-e2b419bca757

Tidspunkt for underskrift: 03-04-2023 kl.: 21:38:29

Underskrevet med MitID



Jørn Dam Jensen

Navnet returneret af dansk NemID var:

Jørn Dam Jensen

Revisor

ID: 1255008299560

CVR-match med dansk NemID

Tidspunkt for underskrift: 03-04-2023 kl.: 21:55:11

Underskrevet med NemID

NEM ID