

Mapei Denmark A/S

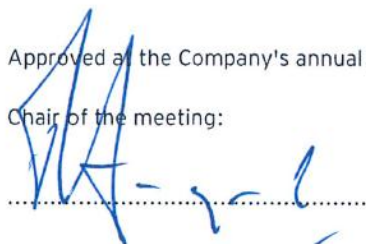
Park Alle 14, 6600 Vejen

CVR no. 33 35 85 04

Annual report 2022

Approved at the Company's annual general meeting on 28 April 2023

Chair of the meeting:



A handwritten signature in blue ink, appearing to be 'M. A. - 2023', is written over a horizontal dotted line.

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Mapei Denmark A/S for the financial year 1 January - 31 December 2022.

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 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 fair review of the matters discussed in the Management's review.

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

Vejen, 28 April 2023
Executive Board:



Trond Hagerud

Board of Directors:



Veronica Squinzi
Chair



Trond Hagerud



Marco Squinzi

Independent auditor's report

To the shareholders of Mapei Denmark A/S

Opinion

We have audited the financial statements of Mapei Denmark A/S for the financial year 1 January - 31 December 2022, which comprise 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 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 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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 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 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 the 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 Company's internal control.

Independent auditor's report

- ▶ 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 note 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 Statement Act. We did not identify any material misstatement of the Management's review.

Kolding, 28 April 2023
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28


Claus E. Andreasen
State Authorised Public Accountant
mne16652

Management's review

Company details

Name	Mapei Denmark A/S
Address, Postal code, City	Park Alle 14, 6600 Vejen
CVR no.	33 35 85 04
Established	29 November 2010
Registered office	Vejen
Financial year	1 January - 31 December
Website	www.mapei.dk
Telefax	+45 69 60 74 89
Board of Directors	Veronica Squinzi, Chair Trond Hagerud Marco Squinzi
Executive Board	Trond Hagerud
Auditors	EY Godkendt Revisionspartnerselskab Trindholmsgade 4, 2. sal, 6000 Kolding, Denmark
Bankers	Nordea Bank

Management's review

Business review

The Company is a sales company engaging in wholesaling of building materials.

Financial review

The income statement for 2022 shows a loss of DKK 6,336,222 against a loss of DKK 3,607,915 last year, and the balance sheet at 31 December 2022 shows equity of DKK 1,165,512. The result for the year is unsatisfactory.

The Parent Company has 2022 carried through capital increases of nominal DKK 400 at a premium of DKK 6,663,600, for a total of DKK 6,664,000.

The parent company has issued a comfort letter, guaranting to provide the Company with sufficient liquidity to continue operations until the next annual general meeting.

The price increases on raw materials seen last year continued in 2022. This has negatively impacted the gross margin of numerous products due to continuing low product-market prices.

The company has decreased the bottom line compared to prior, and the result is disappointing and needs to be improved.

As a consequence, early January 2023 it was decided to lay off main part of the management. Their tasks will in the future be performed by regional management located in Norway.

Events after the balance sheet date

No significant events have occurred subsequent to the financial year-end.

Financial statements 1 January - 31 December

Income statement

Note	DKK	2022	2021
	Gross profit	3,531,257	5,260,519
3	Staff costs	-9,518,059	-8,586,998
4	Amortisation/depreciation of intangible assets and property, plant and equipment	-158,406	-215,215
	Other operating expenses	-132,933	0
	Profit/loss before net financials	-6,278,141	-3,541,694
	Financial income	1,103	14,517
	Financial expenses	-59,184	-80,738
	Profit/loss for the year	<u>-6,336,222</u>	<u>-3,607,915</u>
	Recommended appropriation of profit/loss		
	Retained earnings/accumulated loss	<u>-6,336,222</u>	<u>-3,607,915</u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2022	2021
	ASSETS		
	Fixed assets		
5	Intangible assets		
	Acquired intangible assets	0	0
		0	0
6	Property, plant and equipment		
	Other fixtures and fittings, tools and equipment	160,050	392,539
		160,050	392,539
	Investments		
	Deposits, investments	133,371	132,620
		133,371	132,620
	Total fixed assets	293,421	525,159
	Non-fixed assets		
	Inventories		
	Finished goods and goods for resale	4,035,773	3,985,819
		4,035,773	3,985,819
	Receivables		
	Trade receivables	6,926,827	5,175,906
	Receivables from group entities	12,017	113,467
	Other receivables	111,965	104,993
	Prepayments	944,034	967,178
		7,994,843	6,361,544
	Cash	4,144,868	5,843,560
	Total non-fixed assets	16,175,484	16,190,923
	TOTAL ASSETS	16,468,905	16,716,082

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	<u>2022</u>	<u>2021</u>
	EQUITY AND LIABILITIES		
	Equity		
7	Share capital	502,200	501,800
	Retained earnings	<u>663,312</u>	<u>335,934</u>
	Total equity	<u>1,165,512</u>	<u>837,734</u>
	Liabilities other than provisions		
8	Non-current liabilities other than provisions		
	Other payables	<u>0</u>	<u>714,172</u>
		<u>0</u>	<u>714,172</u>
	Current liabilities other than provisions		
	Trade payables	604,491	923,541
	Payables to group entities	10,129,651	9,100,386
	Other payables	<u>4,569,251</u>	<u>5,140,249</u>
		<u>15,303,393</u>	<u>15,164,176</u>
	Total liabilities other than provisions	<u>15,303,393</u>	<u>15,878,348</u>
	TOTAL EQUITY AND LIABILITIES	<u>16,468,905</u>	<u>16,716,082</u>

- 1 Accounting policies
- 2 Capital structure
- 9 Contractual obligations and contingencies, etc.
- 10 Contingent assets
- 11 Collateral
- 12 Related parties

Financial statements 1 January - 31 December

Statement of changes in equity

DKK	Share capital	Retained earnings	Total
Equity at 1 January 2021	501,600	224,049	725,649
Capital increase	200	3,719,800	3,720,000
Transfer through appropriation of loss	0	-3,607,915	-3,607,915
Equity at 1 January 2022	501,800	335,934	837,734
Capital increase	400	6,663,600	6,664,000
Transfer through appropriation of loss	0	-6,336,222	-6,336,222
Equity at 31 December 2022	502,200	663,312	1,165,512

The Parent Company has issued a comfort letter, guaranteeing to provide the Company with sufficient liquidity to continue operations until the next annual general meeting.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Mapei Denmark A/S for 2022 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

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

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the sale of goods held for sale and finished goods is recognised in revenue at the time of delivery and when the risk passes to the buyer, provided that the income can be made up reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Gross profit

With reference to section 32 of the Danish Financial Statements Act, the items 'Revenue', 'Cost of sales', 'Other external expenses' and 'Other operating income' are consolidated into one item designated 'Gross profit/loss'.

Other operating income and operating expenses

Other operating income and operating expenses comprise items of a secondary nature relative to the Company's core activities, including gains and losses on the sale of fixed assets.

Cost of sales

Cost of sales includes the cost of goods used in generating the year's revenue.

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation/depreciation

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment.

The basis of amortisation/depreciation, which is calculated as cost less any residual value, is amortised/depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Software and IT-equipment	3 years
Other fixtures and fittings, tools and equipment	5 years

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial reporting period. The items comprise interest income and expenses, e.g. from realised and unrealised capital gains and losses relating to currency.

Balance sheet

Intangible assets

Other intangible assets include other acquired intangible rights, including software licences.

Other intangible assets are measured at cost less accumulated amortisation and impairment losses.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Leases

Leases that do not transfer substantially all the risks and rewards incident to the ownership to the Company are classified as operating leases. Payments relating to operating leases and any other rent agreements are recognised in the income statement over the term of the lease. The Company's aggregate liabilities relating to operating leases and other rent agreements are disclosed under "Contingent liabilities".

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists.

Inventories

Inventories are measured at cost in accordance with the average cost method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and expenses required to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Receivables are measured at amortised cost, which usually corresponds to the nominal value. An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired, in which case the carrying amount is reduced to the net realisable value.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Write-downs are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable is used as discount rate.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Other payables

The Company has chosen IAS 39 as interpretation for recognition and measurement of liabilities.

Other payables are measured at net realisable value.

2 Capital structure

The Parent Company has issued a comfort letter, guaranteeing to provide the Company with sufficient liquidity to continue operations until the next annual general meeting.

Financial statements 1 January - 31 December

Notes to the financial statements

DKK	2022	2021
3 Staff costs		
Wages/salaries	8,016,643	7,267,257
Pensions	1,271,286	1,140,184
Other staff costs	230,130	179,557
	<u>9,518,059</u>	<u>8,586,998</u>
 Average number of full-time employees	 <u>12</u>	 <u>11</u>
 4 Amortisation/depreciation of intangible assets and property, plant and equipment		
Amortisation of intangible assets	0	16,710
Depreciation of property, plant and equipment	158,406	198,505
	<u>158,406</u>	<u>215,215</u>
 5 Intangible assets		
DKK		Acquired intangible assets
Cost at 1 January 2022		493,098
Cost at 31 December 2022		493,098
Impairment losses and amortisation at 1 January 2022		493,098
Impairment losses and amortisation at 31 December 2022		493,098
Carrying amount at 31 December 2022		<u>0</u>
 Amortised over		<u>3 years</u>
 6 Property, plant and equipment		
DKK		Other fixtures and fittings, tools and equipment
Cost at 1 January 2022		3,685,069
Additions in the year		58,850
Disposals in the year		-154,623
Cost at 31 December 2022		<u>3,589,296</u>
Impairment losses and depreciation at 1 January 2022		3,292,530
Depreciation in the year		158,406
Reversal of amortisation/depreciation and impairment of disposals		-21,690
Impairment losses and depreciation at 31 December 2022		<u>3,429,246</u>
Carrying amount at 31 December 2022		<u>160,050</u>
 Depreciated over		<u>5 years</u>

Financial statements 1 January - 31 December

Notes to the financial statements

7 Share capital

Analysis of changes in the share capital over the past 5 years:

DKK	2022	2021	2020	2019	2018
Opening balance	501,800	501,600	501,400	501,200	501,000
Capital increase	400	200	200	200	200
	<u>502,200</u>	<u>501,800</u>	<u>501,600</u>	<u>501,400</u>	<u>501,200</u>

8 Non-current liabilities other than provisions

Of the long-term liabilities, DKK 0 falls due for payment after more than 5 years after the balance sheet date.

9 Contractual obligations and contingencies, etc.

Other financial obligations

Other rent and lease liabilities:

DKK	2022	2021
Rent and lease liabilities	<u>1,535,283</u>	<u>751,447</u>

10 Contingent assets

The Company had a non-recognised tax asset of app. DKK 4.466 thousand at the balance sheet date.

The tax asset has not been recognised in the balance sheet due to uncertainty as to when the tax loss carryforwards can be utilised.

11 Collateral

No assets had been placed as collateral or otherwise charged at 31 December 2022.

12 Related parties

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
Mapei S.p.A.	Sede: Via Cafiero, 22 - 20158 Milano, Italy	http://www.mapei.com/IT-EN/financial-report.asp