

Produal A/S

Generatorvej 8H, 2860 Søborg

Annual report

2023

Company reg. no. 33 37 82 03

The annual report was submitted and approved by the general meeting on the 27 June 2024.

Anselmi Immonen
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 Produal A/S for the financial year 2023.

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 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023.

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.

Søborg, 27 June 2024

Managing Director

Henrik Zederkof

Board of directors

Pekka Anselmi Immonen

Risto Laaksonen

Henrik Zederkof

Independent auditor's report

To the Shareholders of Produal A/S

Opinion

We have audited the financial statements of Produal A/S for the financial year 1 January - 31 December 2023, 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 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 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 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.

Independent auditor's report

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 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 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.
- 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.

Independent auditor's report

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 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.

Aarhus, 27 June 2024

EY

Godkendt Revisionspartnerselskab
Company reg. no. 30 70 02 28

Michael Laursen

State Authorised Public Accountant
mne26804

Company information

The company	Produal A/S Generatorvej 8H 2860 Søborg
	Company reg. no. 33 37 82 03 Established: 20 December 2010 Financial year: 1 January - 31 December 14th financial year
Board of directors	Pekka Anselmi Immonen Risto Laaksonen Henrik Zederkof
Managing Director	Henrik Zederkof
Auditors	EY Godkendt Revisionspartnerselskab Værkmestergade 25 8000 Aarhus C
Parent company	Produal Holding Oy, Finland

Management´s review

The principal activities of the company

The company sells a wide range of products for among other management and measurement within building automation, which should enable optimum energy efficiency and indoor comfort.

Development in activities and financial matters

The gross profit for the year totals DKK 5.489.392 against DKK 6.173.382 last year. Net profit for the year totals DKK 1.008.514 against DKK 2.383.259 last year. Management considers the net profit or loss for the year satisfactory.

Events occurring after the end of the financial year

There has been no subsequent events that have an impact on the financial statements.

Accounting policies

The annual report for Pro dual 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.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, and work in progress, own work capitalised, other operating income, and external costs. The items have been aggregated into one item in the income statement called gross profit in accordance with section 32 of the Danish Financial Statements Act.

The enterprise will be applying 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. Revenue is measured at the fair value of the consideration promised exclusive of VAT and taxes and less any discounts relating directly to sales.

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

Other external costs comprise costs incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members.

Depreciation, amortisation, and writedown for impairment

Depreciation, amortisation, and writedown for impairment comprise depreciation on, amortisation of, and writedown for impairment of intangible and tangible assets, respectively.

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, realised and unrealised capital gains and losses relating to debt and transactions in foreign currency, amortisation of financial assets and liabilities.

Accounting policies

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year 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).

Balance Sheet

Leases

The enterprise will be applying IAS 17 as its base of interpretation for recognition of classification and recognition of leases.

At their initial recognition in the statement of financial position, leases concerning property, plant, and equipment where the company holds all essential risks and advantages associated with the proprietary right (finance lease) are measured either at fair value of the asset being leased or at the present value of the future lease payments, whichever value is lower. When calculating the present value, the discount rate used is the internal rate of return of the lease or, alternatively, the borrowing rate of the enterprise. Hereafter, assets held under a finance lease are treated in the same way as other similar property, plant, and equipment.

The capitalised residual lease commitment is recognised in the statement of financial position as a liability other than provisions, and the interest part of the lease is recognised in the income statement for the term of the contract.

All other leases are regarded as operating leases. Payments in connection with operating leases and other lease agreements are recognised in the income statement for the term of the contract. The company's total liabilities concerning operating leases and lease agreements are recognised under contingencies, etc.

Inventories

Inventories are measured at cost according to the FIFO method. In cases when the net realisable value of the inventories is lower than the cost, the latter is written down for impairment to this lower value.

Costs of goods for resale, raw materials, and consumables comprise acquisition costs plus delivery costs.

The net realisable value for inventories is recognised as the estimated selling price less costs of completion and selling costs. The net realisable value is determined with due consideration of negotiability, obsolescence, and the development of expected market prices.

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 IAS 39 as interpretation for impairment write-down of financial receivables.

Prepayments and accrued income

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

Cash on hand and demand deposits

Cash on hand and demand deposits 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 "Tax receivables from group enterprises" or "Income tax payable to group enterprises"

According to the rules of joint taxation, Produal 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.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Accounting policies

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are 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.

Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
Gross profit	5.489.392	6.173.382
1 Staff costs	-4.048.478	-3.883.431
Operating profit	1.440.914	2.289.951
Other financial costs	-15.400	-30.757
Pre-tax net profit	1.425.514	2.259.194
2 Tax on net profit or loss for the year	-417.000	124.065
Net profit for the year	1.008.514	2.383.259
Proposed distribution of net profit:		
Dividend for the financial year	4.400.000	0
Transferred to retained earnings	0	2.383.259
Allocated from retained earnings	-3.391.486	0
Total allocations and transfers	1.008.514	2.383.259

Balance Sheet at 31 December

All amounts in DKK.

Assets		
<u>Note</u>	<u>2023</u>	<u>2022</u>
Current assets		
Inventory	<u>1.308.186</u>	<u>1.532.151</u>
Total inventories	<u>1.308.186</u>	<u>1.532.151</u>
Trade receivables	3.219.621	2.990.719
Receivables from group enterprises	16.219	12.881
Deferred tax assets	760.000	1.177.000
Other receivables	85.464	95.752
Prepayments	<u>0</u>	<u>50.103</u>
Total receivables	<u>4.081.304</u>	<u>4.326.455</u>
Cash on hand and demand deposits	<u>8.544.914</u>	<u>6.886.794</u>
Total current assets	<u>13.934.404</u>	<u>12.745.400</u>
Total assets	<u>13.934.404</u>	<u>12.745.400</u>

Balance Sheet at 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
Equity and liabilities		
Equity		
Contributed capital	800.000	800.000
Retained earnings	2.595.486	5.986.971
Proposed dividend for the financial year	4.400.000	0
Total equity	<u>7.795.486</u>	<u>6.786.971</u>
Liabilities other than provisions		
Trade payables	403.182	428.827
Payables to group enterprises	3.190.116	3.287.786
Other payables	2.545.620	2.241.816
Total short term liabilities other than provisions	<u>6.138.918</u>	<u>5.958.429</u>
Total liabilities other than provisions	<u>6.138.918</u>	<u>5.958.429</u>
Total equity and liabilities	<u>13.934.404</u>	<u>12.745.400</u>

3 Contingencies

Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Proposed dividend for the financial year</u>	<u>Total</u>
Equity 1 January 2022	800.000	3.603.713	0	4.403.713
Profit or loss for the year brought forward	<u>0</u>	<u>2.383.258</u>	<u>0</u>	<u>2.383.258</u>
Equity 1 January 2023	800.000	5.986.971	0	6.786.971
Profit or loss for the year brought forward	<u>0</u>	<u>-3.391.485</u>	<u>4.400.000</u>	<u>1.008.515</u>
	<u>800.000</u>	<u>2.595.486</u>	<u>4.400.000</u>	<u>7.795.486</u>

Notes

All amounts in DKK.

	<u>2023</u>	<u>2022</u>
1. Staff costs		
Salaries and wages	3.640.917	3.563.975
Pension costs	362.105	279.028
Other costs for social security	12.876	10.992
Other staff costs	<u>32.580</u>	<u>29.436</u>
	<u>4.048.478</u>	<u>3.883.431</u>
Average number of employees	<u>6</u>	<u>5</u>
2. Tax on net profit or loss for the year		
Adjustment for the year of deferred tax	417.000	-202.000
Adjustment of tax for previous years	<u>0</u>	<u>77.935</u>
	<u>417.000</u>	<u>-124.065</u>

As at 31 December 2023 the company's deferred tax assets are T.DKK 1.092 of witch 760 are recognized in the balance sheet.

This year's assessment has resulted in an adjustment of the deferred tax asset by T.DKK 417.

3. Contingencies

Contingent liabilities

The company has entered into lease agreements. The lease contract may be terminated with a notice period of 6 months. The total lease commitment amounts to 85 T.DKK.

Operating leasing

The company has entered into operational leasing contracts with an average annual leasing payment of T.DKK 210. The leasing contracts have 1-58 months left and the total outstanding leasing payments are T.DKK 787.

Joint taxation

With Caljan A/S, company reg. no 30205618 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.

Notes

All amounts in DKK.

3. Contingencies (continued)

Joint taxation (continued)

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