



JIFFY A/S

Industrivej 4
DK-8550 Ryomgård

CVR no. 33 54 05 15

Annual report 2022

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

15 March 2023

Hans Iversen Gammelgaard
Chairman of the annual general meeting

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JIFFY A/S
Annual report 2022
CVR no. 33 54 05 15

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 JIFFY A/S for the financial year 1 January – 31 December 2022.

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 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.

Ryomgård 15 March 2023
Executive Board:

Hans Iversen
Gammelgaard
CEO

Board of Directors:

Thorleif Hals
Chairman

Hans Iversen
Gammelgaard

Ruwan Krishantha
Rajakakse

Independent auditor's report

To the shareholder of JIFFY A/S

Opinion

We have audited the financial statements of JIFFY A/S for the financial year 1 January – 31 December 2022 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 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 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 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

Independent auditor's report

- 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 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.

Aarhus, 15 March 2023

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Niklas R. Filipesen
State Authorised
Public Accountant
mne47781

JIFFY A/S
Annual report 2022
CVR no. 33 54 05 15

Management's review

Company details

JIFFY A/S
Industrivej 4
DK-8550 Ryomgård

| | |
|--------------------|-------------------------|
| CVR no.: | 33 54 05 15 |
| Established: | 15 June 1971 |
| Registered office: | Syddjurs |
| Financial year: | 1 January – 31 December |

Board of Directors

Thorleif Hals, Chairman
Hans Iversen Gammelgaard
Ruwan Krishantha Rajapakse

Executive Board

Hans Iversen Gammelgaard, CEO

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Frederiks Plads 42
DK-8000 Aarhus C
CVR no. 25 57 81 98

Management's review

Operating review

Principal activities

JIFFY A/S is a company in an international group. The Company's activity consists of producing products for the horticulture industry. The Company is responsible for sales in Denmark. All exports from the Company are invoiced to group companies in Norway and the Netherlands. The Company also performs market and distribution tasks for other companies in the group, which pay for these services.

Development in activities and financial position

The Company's income statement for 2022 shows a profit of DKK 1,189,328 as against a profit of DKK 845,373 in 2021. Equity in the Company's balance sheet at 31 December 2022 stood at DKK 18,861,451 as against DKK 17,672,123 at 31 December 2021.

Financial statements 1 January – 31 December

Income statement

| DKK | Note | 2022 | 2021 |
|--|------|-------------|-------------|
| Gross profit | 2 | 15,737,106 | 14,484,263 |
| Distribution costs | 2 | -11,081,956 | -10,293,846 |
| Administrative expenses | 2 | -2,910,301 | -2,957,415 |
| Profit before financial income and expenses | | 1,744,849 | 1,233,002 |
| Financial income | | 148 | 50 |
| Financial expenses | 3 | -260,386 | -161,476 |
| Profit before tax | | 1,484,611 | 1,071,576 |
| Tax on profit for the year | | -295,283 | -226,203 |
| Profit for the year | | 1,189,328 | 845,373 |
| Proposed profit appropriation | | | |
| Retained earnings | | 1,189,328 | 845,373 |

Financial statements 1 January – 31 December

Balance sheet

| DKK | Note | 31/12 2022 | 31/12 2021 |
|--|------|--------------------------|--------------------------|
| ASSETS | | | |
| Fixed assets | | | |
| Property, plant and equipment | | | |
| Land and buildings | | 2,462,794 | 1,744,685 |
| Plant and machinery | | 5,367,013 | 3,149,097 |
| Fixtures and fittings, tools and equipment | | 584,644 | 700,993 |
| | | <u>8,414,451</u> | <u>5,594,775</u> |
| Total fixed assets | | <u>8,414,451</u> | <u>5,594,775</u> |
| Current assets | | | |
| Inventories | | | |
| Raw materials and consumables | | 2,060,464 | 1,843,407 |
| Finished goods and goods for resale | | 18,538,978 | 15,285,736 |
| | | <u>20,599,442</u> | <u>17,129,143</u> |
| Receivables | | | |
| Trade receivables | | 768,089 | 958,916 |
| Receivables from group entities | | 5,148,903 | 16,621,550 |
| Other receivables | | 637,558 | 409,515 |
| Corporation tax | | 56,000 | 74,000 |
| Prepayments | | 9,131 | 11,958 |
| | | <u>6,619,681</u> | <u>18,075,939</u> |
| Cash at bank and in hand | | <u>8,638</u> | <u>6,091</u> |
| Total current assets | | <u>27,227,761</u> | <u>35,211,173</u> |
| TOTAL ASSETS | | <u><u>35,642,212</u></u> | <u><u>40,805,948</u></u> |

Financial statements 1 January – 31 December

Balance sheet

| DKK | Note | 31/12 2022 | 31/12 2021 |
|--|------|-------------------|-------------------|
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Contributed capital | | 4,800,000 | 4,800,000 |
| Retained earnings | | 14,061,451 | 12,872,123 |
| Total equity | | 18,861,451 | 17,672,123 |
| Provisions | | | |
| Provisions for deferred tax | | 837,738 | 542,455 |
| Other provisions | | 371,500 | 371,500 |
| Total provisions | | 1,209,238 | 913,955 |
| Liabilities other than provisions | | | |
| Non-current liabilities other than provisions | | | |
| | 4 | | |
| Payables to group entities | | 2,600,000 | 0 |
| Other payables | | 1,215,344 | 1,219,103 |
| | | 3,815,344 | 1,219,103 |
| Current liabilities other than provisions | | | |
| Current portion of non-current liabilities | | 400,000 | 0 |
| Debt to credit institutions | | 5,820,763 | 5,318,754 |
| Trade payables | | 2,225,038 | 2,189,252 |
| Payables to group entities | | 1,335,437 | 10,896,229 |
| Other payables | | 1,974,941 | 2,596,532 |
| | | 11,756,179 | 21,000,767 |
| Total liabilities other than provisions | | 15,571,523 | 22,219,870 |
| TOTAL EQUITY AND LIABILITIES | | 35,642,212 | 40,805,948 |

Financial statements 1 January – 31 December

Statement of changes in equity

| DKK | Contributed capital | Retained earnings | Total |
|---|-------------------------|--------------------------|--------------------------|
| Equity at 1 January 2022 | 4,800,000 | 12,872,123 | 17,672,123 |
| Transferred over the profit appropriation | <u>0</u> | <u>1,189,328</u> | <u>1,189,328</u> |
| Equity at 31 December 2022 | <u><u>4,800,000</u></u> | <u><u>14,061,451</u></u> | <u><u>18,861,451</u></u> |

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of JIFFY A/S for 2022 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

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

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates 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, payables and other monetary items denominated in foreign currencies are translated at the exchange rates 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 latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Gross profit

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

Revenue

Income from the sale of goods, is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured 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 granted are deducted from revenue.

Production costs

Production costs comprise costs, including depreciation, amortisation, wages and salaries, incurred to generate revenue for the year. Commercial entities recognise their cost of sales, whereas production entities recognise production costs incurred to generate revenue for the year. Such costs include direct and indirect costs for raw materials and consumables, wages and salaries, rent and leases and depreciation of production plant.

Distribution costs

Distribution costs comprise costs incurred to distribute goods sold during the year and to conduct sales campaigns, etc., including costs relating to sales staff, advertising and exhibitions as well as depreciation.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Administrative expenses

Administrative expenses comprise expenses incurred during the year for management and administration of the Group, including expenses for administrative staff, Management, office premises, office expenses and depreciation.

Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding payables, receivables and transactions denominated in foreign currencies as well as surcharges and refunds under the on-account tax scheme, etc.

Tax on profit for the year

Tax for the year comprises current tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement at the amount attributable to the profit/loss for the year and directly in equity at the amount attributable to entries directly in equity.

Balance sheet

Property, plant and equipment

Land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

| | |
|--|-------------|
| Buildings | 10-30 years |
| Plant and machinery | 10 years |
| Fixtures and fittings, tools and equipment | 3-10 years |

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Depreciation is recognised in the income statement as production costs, distribution costs and administrative expenses, respectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Impairment of fixed assets

The carrying amount of property, plant and equipment is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value.

Raw materials and consumables are measured at cost, comprising purchase price plus delivery costs.

Finished goods are measured at cost, comprising the cost of raw materials, consumables, direct wages and salaries and indirect production overheads. Indirect production overheads comprise indirect materials and wages and salaries as well as the maintenance of depreciation of production machinery, buildings and equipment as well as factory administration and management. Borrowing costs are not included in cost.

The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years. This typically constitutes prepaid costs relating to rent, insurance premiums and subscriptions.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability, respectively.

Deferred tax is measured in accordance with 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. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Provisions

Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation. Provisions are measured at value in use.

Liabilities other than provisions

Financial liabilities are recognised at cost at the date of borrowing, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost using the effective interest method. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

Other liabilities are measured at amortised cost.

Financial statements 1 January – 31 December

Notes

| DKK | <u>2022</u> | <u>2021</u> |
|--|-------------------|-------------------|
| 2 Staff costs | | |
| Wages and salaries | 15,057,950 | 14,960,534 |
| Pensions | 1,282,896 | 1,183,065 |
| Other social security costs | 1,288,129 | 1,116,987 |
| Other staff costs | <u>439,967</u> | <u>417,868</u> |
| | <u>18,068,942</u> | <u>17,678,454</u> |
| Average number of full-time employees | <u>35</u> | <u>35</u> |
| Staff costs are recognised in the financial statements as: | | |
| Production | 13,515,395 | 11,921,463 |
| Distribution | 3,182,767 | 3,724,411 |
| Administration | <u>1,370,780</u> | <u>2,032,580</u> |
| | <u>18,068,942</u> | <u>17,678,454</u> |
| 3 Financial expenses | | |
| Interest paid to group entities | 33,942 | 8,822 |
| Other financial costs | <u>226,444</u> | <u>152,654</u> |
| | <u>260,386</u> | <u>161,476</u> |
| 4 Non-current liabilities other than provisions | | |
| Liabilities other than provisions can be specified as follows: | | |
| DKK | <u>31/12 2022</u> | <u>31/12 2021</u> |
| Payables to group entities: | | |
| 0-1 years | 400,000 | 0 |
| 1-5 years | 1,600,000 | 0 |
| >5 years | <u>1,000,000</u> | <u>0</u> |
| | <u>3,000,000</u> | <u>0</u> |
| Other payables: | | |
| >5 years | <u>1,215,344</u> | <u>1,219,103</u> |
| | <u>1,215,344</u> | <u>1,219,103</u> |

Financial statements 1 January – 31 December

Notes

5 Contractual obligations, contingencies, etc.

| DKK | 31/12 2022 | 31/12 2021 |
|------------------------------------|----------------|----------------|
| Operating lease obligations | | |
| Within 1 year | 251,827 | 247,747 |
| Between 1 and 5 years | 680,398 | 448,556 |
| After 5 years | <u>0</u> | <u>13,978</u> |
| | <u>932,225</u> | <u>710,281</u> |

The Company has entered into leases with an interminable term of six months. The total lease obligation amounts to DKK 175 thousand per 31 December 2022 (31 December 2021: DKK 178 thousand).

6 Mortgages and collateral

Land and buildings with carrying value of DKK 2,463 thousand as of 31 December 2022 has been provided as collateral for debt to credit institutions with a total liability as of 31 December 2022 of DKK 5,821 thousand

A Company pledge up to DKK 3,500 thousand with collateral in trade receivables, inventories, plant and machinery and fixtures, fitting, tools and equipment has been provided as collateral for debt to credit institutions with a total liability as of 31 December 2022 of DKK 5,821 thousand. The carrying amount of the pledged assets totals DKK 27,319 thousand as of 31 December 2022.

7 Related parties

JIFFY A/S' related parties comprise the following:

Control

Jiffy International AS, Markens gate 2 A, 4610 Kristiansand, Norway, holds the majority of the contributed capital in the company.

JIFFY A/S is part of the consolidated financial statements of Jiffy International AS, Markens gate 2 A, 4610 Kristiansand, Norway, which is the smallest and largest group, in which the Company is included as a subsidiary.

The consolidated financial statements of Jiffy International AS can be obtained by contacting the company at the above address.

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

Thorleif Hals

Bestyrelsesformand

Serial number: 9578-5999-4-1259973

IP: 80.203.xxx.xxx

2023-03-16 06:53:29 UTC



Hans Iversen Gammelgaard

Adm. direktør

On behalf of: Jiffy A/S

Serial number: 88127abf-c550-4015-b3fb-b725ca101cb8

IP: 5.103.xxx.xxx

2023-03-16 06:57:20 UTC



Hans Iversen Gammelgaard

Bestyrelsesmedlem

On behalf of: Jiffy A/S

Serial number: 88127abf-c550-4015-b3fb-b725ca101cb8

IP: 5.103.xxx.xxx

2023-03-16 06:57:20 UTC



Ruwan Krishantha Rajapakse

Bestyrelsesmedlem

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Niklas Filipsen

Statsautoriseret revisor

Serial number: CVR:25578198-RID:92775600

IP: 83.151.xxx.xxx

2023-03-20 05:34:54 UTC



Hans Iversen Gammelgaard

Dirigent

On behalf of: Jiffy A/S

Serial number: 88127abf-c550-4015-b3fb-b725ca101cb8

IP: 5.103.xxx.xxx

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