

Roquette ApS

**Gydevang 39-41
3450 Allerød**

CVR no. 33 78 37 44

Annual report for 2018

Adopted at the annual general
meeting on 27 May 2019



Delphine Desrumaux
chairman

Table of contents

	Page
Statements	
Statement by management on the annual report	1
Independent auditor's report	2
Management's review	
Company details	5
Management commentary	6
Financial statements	
Accounting policies	7
Income statement 1 January 2018 - 31 December 2018	11
Balance sheet at 31 December 2018	12
Notes to the annual report	14

Statement by management on the annual report

The executive board has today discussed and approved the annual report of Roquette ApS for the financial year 1 January - 31 December 2018.

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 company's financial position at 31 December 2018 and of the results of the company's operations for the financial year 1 January - 31 December 2018.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Allerød, 23 May 2019

Executive board



Kim Jensen



Christophe Vanpouille

Independent auditor's report

To the shareholders of Roquette ApS

Opinion

We have audited the financial statements of Roquette ApS for the financial year 1 January - 31 December 2018, which comprise a summary of significant accounting policies, income statement, balance sheet and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2018 and of the results of the company's operations for the financial year 1 January - 31 December 2018 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit 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 the 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 about 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 these financial statements.

Independent auditor's report

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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 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 management's review

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

Independent auditor's report

In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary 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 commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary 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 commentary.

Copenhagen, 23 May 2019

Deloitte
Statsautoriseret Revisionspartnerselskab
CVR no. 33 96 35 56



Thomas Hermann
statsautoriseret revisor
MNE no. mne26740

Company details

The company

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3450 Allerød

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Website: www.roquette.com

CVR no.: 33 78 37 44

Reporting period: 1 January - 31 December 2018

Domicile: Allerød

Executive board

Kim Jensen
Christophe Vanpouille

Auditors

Deloitte
Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 København S

Management commentary

Business activities

The object of the company is to serve as a sales agent for the parent company Roquette Frères SA on the Danish market.

The commercial activity in Roquette ApS has ended December 2018 as part of changes in the Roquette sales organization.

Roquette Group produces and sells starch products worldwide.

Business review

The company's income statement for the year ended 31 December shows a profit of DKK 22.131.308, and the balance sheet at 31 December 2018 shows equity of DKK 28.253.221.

Significant events occurring after end of reporting period

There are no actual plans for new activity in the company.

Accounting policies

The annual report of Roquette ApS for 2018 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied are consistent with those applied last year.

The annual report for 2018 is presented in DKK.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any instalments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit composes revenue deducted by other external expences.

Revenue

Revenue from agency commision for arrangement of sale of manufactured and goods for resale is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Accounting policies

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

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 and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Tangible assets

Other Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Where individual parts of an item of property, plant and equipment have different useful lives, the cost is divided into separate parts, which are depreciated separately.

Accounting policies

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life
Other fixtures and fittings, tools and equipment	5 years

Assets costing less than DKK 13.500 are expensed in the year of acquisition.

Gains or losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses, respectively.

Receivables

Receivables are measured at amortised cost.

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 is impaired, an impairment loss for that individual asset is recognised.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

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.

Liabilities

Other debts are net realisable value.

Foreign currency translation

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

Accounting policies

Receivables and 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 1 January 2018 - 31 December 2018

	<u>Note</u>	<u>2018</u> DKK	<u>2017</u> DKK
Gross profit		29.537.881	17.334.380
Staff costs	1	<u>-1.196.954</u>	<u>-1.583.149</u>
Profit/loss before amortisation/depreciation and impairment losses		28.340.927	15.751.231
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		<u>-18</u>	<u>-99.996</u>
Profit/loss before net financials		28.340.909	15.651.235
Financial income	2	118.252	55.063
Financial costs	3	<u>-70.137</u>	<u>-53.504</u>
Profit/loss before tax		28.389.024	15.652.794
Tax on profit/loss for the year	4	<u>-6.257.716</u>	<u>-3.463.749</u>
Profit/loss for the year		<u>22.131.308</u>	<u>12.189.045</u>
Proposed dividend for the year		27.000.000	10.000.000
Retained earnings		<u>-4.868.692</u>	<u>2.189.045</u>
		<u>22.131.308</u>	<u>12.189.045</u>

Balance sheet at 31 December 2018

	<u>Note</u>	<u>2018</u> DKK	<u>2017</u> DKK
Assets			
Other fixtures and fittings, tools and equipment		0	18
Tangible assets		<u>0</u>	<u>18</u>
Other receivables		42.938	42.938
Fixed asset investments		<u>42.938</u>	<u>42.938</u>
Total non-current assets		<u>42.938</u>	<u>42.956</u>
Receivables from other Group companies		17.262.069	3.275.409
Other receivables		46.643	0
Deferred tax asset		0	22.000
Corporation tax		0	2.046
Receivables		<u>17.308.712</u>	<u>3.299.455</u>
Cash at bank and in hand		<u>15.400.462</u>	<u>13.150.785</u>
Total current assets		<u>32.709.174</u>	<u>16.450.240</u>
Total assets		<u>32.752.112</u>	<u>16.493.196</u>

Balance sheet at 31 December 2018

	<u>Note</u>	<u>2018</u> DKK	<u>2017</u> DKK
Equity and liabilities			
Share capital		375.000	375.000
Retained earnings		878.221	5.746.913
Proposed dividend for the year		<u>27.000.000</u>	<u>10.000.000</u>
Equity	6	<u>28.253.221</u>	<u>16.121.913</u>
Banks		0	14.745
Trade payables		346.169	39.301
Payables to other Group companies		431.534	194.595
Corporation tax		3.695.789	0
Other payables		<u>25.399</u>	<u>122.642</u>
Total current liabilities		<u>4.498.891</u>	<u>371.283</u>
Total liabilities		<u>4.498.891</u>	<u>371.283</u>
Total equity and liabilities		<u>32.752.112</u>	<u>16.493.196</u>
Contingencies, etc.	7		

Notes

	<u>2018</u> DKK	<u>2017</u> DKK
1 Staff costs		
Wages and salaries	1.044.934	1.394.947
Pensions	56.101	108.548
Other social security costs	6.816	9.751
Other staff costs	89.103	69.903
	<u>1.196.954</u>	<u>1.583.149</u>
Average number of employees	<u>3</u>	<u>4</u>
	<u>2018</u> DKK	<u>2017</u> DKK
2 Financial income		
Exchange gains	118.252	55.063
	<u>118.252</u>	<u>55.063</u>
	<u>2018</u> DKK	<u>2017</u> DKK
3 Financial costs		
Other financial costs	64.176	49.531
Exchange loss	5.961	3.973
	<u>70.137</u>	<u>53.504</u>
4 Tax on profit/loss for the year		
Current tax for the year	6.235.716	3.480.749
Deferred tax for the year	22.000	-17.000
	<u>6.257.716</u>	<u>3.463.749</u>

Notes

5 Tangible assets

	<u>Other fixtures and fittings, tools and equipment</u>
Cost at 1 January 2018	<u>499.998</u>
Cost at 31 December 2018	<u>499.998</u>
Impairment losses and depreciation at 1 January 2018	499.980
Depreciation for the year	<u>18</u>
Impairment losses and depreciation at 31 December 2018	<u>499.998</u>
Carrying amount at 31 December 2018	<u><u>0</u></u>

Notes

6 Equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Proposed dividend for the year</u>	<u>Total</u>
Equity at 1 January 2018	375.000	5.746.913	10.000.000	16.121.913
Ordinary dividend paid	0	0	-10.000.000	-10.000.000
Net profit/loss for the year	0	-4.868.692	27.000.000	22.131.308
Equity at 31 December 2018	<u>375.000</u>	<u>878.221</u>	<u>27.000.000</u>	<u>28.253.221</u>

7 Contingencies, etc.

Rent and leasing obligations amount to DKK 51.032.