DMG Mori Denmark ApS

Vesterballevej 24, Snoghøj, 7000 Fredericia

Company reg. no. 34 07 61 54

Annual report

1 January - 31 December 2023

The annual report was submitted and approved by the general meeting on the 4 July 2024.

Karl Martin Svärdh

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 %.

Contents

	Page
Reports	
Management's statement	1
Independent auditor's report	2
Management's review	
Company information	5
Financial highlights	6
Management's review	7
Financial statements 1 January - 31 December 2023	
Accounting policies	9
Income statement	15
Balance sheet	16
Statement of changes in equity	18
Notes	19

Management's statement

Today, the Board of Directors and the Managing Director have approved the annual report of DMG Mori Denmark ApS for the financial year 1 January - 31 December 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.

Fredericia, 4 July 2024

Managing Director

Karl Martin Svärdh

Board of directors

Steffen Rolf Burghoff Rajeev Anand James Nudo

To the Shareholders of DMG Mori Denmark ApS

Opinion

We have audited the financial statements of DMG Mori Denmark ApS for the financial year 1 January – 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement 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 and cash flows 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.

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.

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.

Independent auditor's report

Statement on 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.

Vejle, 4 July 2024

EY Godkendt Revisionspartnerselskab Company reg. no. 30 70 02 28

Lene Kamper Jørgensen State Authorised Public Accountant mne34456

Company information

The company DMG Mori Denmark ApS

Vesterballevej 24

Snoghøj

7000 Fredericia

Company reg. no. 34 07 61 54

Established: 23 November 2011

Domicile: Fredericia

Financial year: 1 January - 31 December

12th financial year

Board of directors Steffen Rolf Burghoff

Rajeev Anand James Nudo

Managing Director Karl Martin Svärdh

Auditors EY Godkendt Revisionspartnerselskab

Lysholt Allé 10 7100 Vejle

Financial highlights

DKK in thousands.	2023	2022	2021	2020	2019
Income statement:					
Gross profit	17.388	19.693	16.458	15.148	18.435
Profit from operating activities	1.501	4.661	2.292	1.495	2.764
Net financials	136	-194	-515	-409	-305
Net profit or loss for the year	1.215	3.436	1.358	821	1.871
Statement of financial position:					
Balance sheet total	61.762	76.016	49.167	61.562	69.846
Investments in property, plant and equipment	0	0	0	0	23
Equity	30.821	29.606	26.170	24.812	23.992
Employees:					
Average number of full-time employees	18	17	16	17	19
Key figures in %:					
Solvency ratio	49,9	38,9	53,2	40,3	34,3
Return on equity	4,0	12,3	5,3	3,4	8,1

Calculations of key figures and ratios do, in all material respects, follow the recommendations of the Danish Association of Finance Analysts.

The key figures and ratios shown in the statement of financial highlights have been calculated as follows:

Solvency ratio $\frac{\text{Equity, closing balance x 100}}{\text{Total assets, closing balance}}$

Return on equity $\frac{\text{Net profit or loss for the year x 100}}{\text{Average equity}}$

Management's review

The principal activities of the company

Like previous years, the principal activities are sale of electronically-operated turning lathes as well as spare parts and related servides.

The products are sold primarily in Denmark and the Nordic countries.

Development in activities and financial matters

The gross profit for the year totals TDKK 17.388 against TDKK 19.693 last year. Income or loss from ordinary activities after tax totals TDKK 1.215 against TDKK 3.436 last year. Management considers the net profit for the year satisfactory. Deviation from last years result is because of less turnover, primarily in machine sales. Gross profit was higher than expected due to type of machines sold and to what customers.

New products

The Company did not intriduce any new products in 2023.

Investments

The Company did not make any significant investments in 2023.

Financial resources

The financial ressources are mainly presentede by equity of TDKK 30.821 and debt capital TDKK 28.732

Expected developments

The EBIT is expected to be around TDKK 5.215 for then financial year 2024 and gross profit is expected to be around 20.743 TDKK.

Adjustment of material misstatement in the annual report 2022

DMG Mori Denmark ApS has determined that the entered factoring agreement was presented incorrectly. Trade receivables were thus overestimated by 15,569 thousand DKK, and debt to credit institutions was overestimated by 15,569 thousand DKK. The result for the year 2022 and the equity as of December 31, 2022, remain unchanged by the above correction. Total assets and total equity and liabilities as of December 31, 2022, has been reduced by 15,569 thousand DKK because of the correction.

Comparative figures for 2022 have been adjusted in accordance with the above.

Financial risks and the use of financial instruments

The Company bears currency and credit risks.

Foreign currency risks

The Company's transactions primarily take place ind DKK and EUR where the foreign exchange risks are assessed as low.

Management's review

Credit risks

The Company, in general, bear risk of bad debt, which may result in value adjustment or in individual cases may even result in default.

Events occurring after the end of the financial year

No events have occured after the balance sheet date which could significantly affect the company's financial position.

The annual report for DMG Mori Denmark ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class C enterprises (medium sized enterprises).

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

Pursuant to section 86 (4) of the Danish Financial Statements Act, no statement of cash flows for the enterprise has been prepared, as the relevant information is included in the consolidated financial statements of DMG Mori AG.

Adjustment of material misstatement in the annual report 2022

DMG Mori Denmark ApS has determined that the entered factoring agreement was presented incorrectly. Trade receivables were thus overestimated by 15,569 thousand DKK, and debt to credit institutions was overestimated by 15,569 thousand DKK. The result for the year 2022 and the equity as of December 31, 2022, remain unchanged by the above correction. Total assets and total equity and liabilities as of December 31, 2022, has been reduced by 15,569 thousand DKK because of the correction.

Comparative figures for 2022 have been adjusted in accordance with the above.

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.

Fixed assets acquired and paid for in foreign currency are measured at the exchange rate prevailing at the date of the transaction.

Group enterprises abroad, associates, and equity investments are considered to be independent entities. The income statements are translated at an average exchange rate for the month, and the balance sheet items are translated at the closing rates. Currency translation differences, arising from the translation of the equity of group enterprises abroad at the beginning of the year to the closing rate and from the translation of income statements from average prices to the closing rate, are recognised directly in equity in the fair value reserve in the Consolidated Financial Statement. This also applies to differences arising from translation of income statements from average exchange rate to closing rate.

Translation adjustment of balances with group enterprises abroad that are considered part of the total investment in group enterprises are recognised directly in equity in the fair value reserve. Likewise, foreign exchange gains and losses on loans and derived financial instruments for currency hedging independent group enterprises abroad are recognised directly in equity.

When recognising foreign group enterprises which are integral units, the monetary items are translated using the closing rate. Non-monetary items are translated using the exchange rate prevailing at the time of acquisition or at the time of the subsequent revaluation or write-down for impairment of the asset. Income statement items are translated using the exchange rate prevailing at the date of the transaction. However, items in the income statement derived from non-monetary items are translated using historical prices.

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.

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 expenses comprise expenses 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 comprise interest income and expense, financial costs regarding payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account 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.

Balance Sheet

Intangible assets

Goodwill

Acquired goodwill is measured at cost with deduction of accumulated amortisation. Goodwill is amortised over the estimated useful life, which is determined on the basis of management's experience in the individual business areas. Goodwill is amortised on a straightline basis over the amortisation period, which is set at 20 years. The amortisation period is determined on the basis of an expected pay-back period, being the longer for strategical acquirees with a strong market position and an expected longterm earnings profile.

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and write-down 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.

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.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life and the residual value of the individual assets:

Useful life Residual value
Other fixtures and fittings, tools and equipment 3-5 years 0 %

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.

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 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.

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.

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.

Costs of manufactured goods and work in progress comprise the cost of raw materials, consumables, direct wages, and indirect production costs. Indirect production costs comprise indirect materials and wages, maintenance and depreciation of machinery, factory buildings, and equipment used in the production process, and costs for factory administration and factory management. Borrowing expenses are not recognised in cost.

The net realisable value for inventories is recognised as the market 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.

Receivables

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

Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

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.

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.

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

DKK thousand.

Not	<u>e</u>	2023	2022
	Gross profit	17.388	19.693
1	Staff costs	-14.642	-13.779
2	Depreciation, amortisation, and impairment	-1.245	-1.253
	Operating profit	1.501	4.661
	Other financial income from group enterprises	348	0
3	Other financial expenses	-212	-194
	Pre-tax net profit or loss	1.637	4.467
4	Tax on net profit or loss for the year	-422	-1.031
5	Net profit or loss for the year	1.215	3.436

Balance sheet at 31 December

DKK thousand.

	Assets		
Note	<u> </u>	2023	2022
	Non-current assets		
6	Goodwill	10.183	11.420
	Total intangible assets	10.183	11.420
7	Other fixtures and fittings, tools and equipment	1	8
	Total property, plant, and equipment	1	8
	Total non-current assets	10.184	11.428
	Current assets		
	Manufactured goods and goods for resale	14.915	3.416
	Total inventories	14.915	3.416
	Trade receivables	13.099	17.657
	Receivables from group entites	20.524	22.578
	Other receivables	1.159	2.155
	Total receivables	34.782	42.390
	Cash on hand and demand deposits	1.881	18.782
	Total current assets	51.578	64.588
	Total assets	61.762	76.016

Balance sheet at 31 December

DKK thousand.

	Equity and liabilities		
Not	<u>e</u>	2023	2022
	Equity		
	Contributed capital	818	818
	Retained earnings	30.003	28.788
	Total equity	30.821	29.606
	Provisions		
8	Provisions for deferred tax	2.209	2.473
	Total provisions	2.209	2.473
	Liabilities other than provisions		
	Bank loans	1.036	5
	Prepayments received from customers	17.297	24.902
	Trade payables	1.319	3.867
	Payables to group entities	3.389	11.412
	Income tax payable	674	280
	Other payables	5.017	3.471
	Total short term liabilities other than provisions	28.732	43.937
	Total liabilities other than provisions	28.732	43.937
	Total equity and liabilities	61.762	76.016

9 Contingencies

10 Related parties

Statement of changes in equity

DKK thousand.

	Contributed capital	Retained earnings	Total
Equity 1 January 2023	818	28.788	29.606
Retained earnings for the year	0	1.215	1.215
	818	30.003	30.821

DKK	thousand.
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DIXI	x mousund.		
		2023	2022
1.	Staff costs		
	Salaries and wages	13.027	12.604
	Pension costs	1.186	899
	Other costs for social security	160	136
	Other staff costs	269	140
		14.642	13.779
	Average number of employees	18	17
2.	Depreciation, amortisation, and impairment		
	Depreciation of other fixtures and fittings, tools and equipment	7	15
	Amortisation of goodwill	1.238	1.238
		1.245	1.253
3.	Other financial expenses		
	Financial costs, group enterprises	0	100
	Other financial costs	212	94
		212	194
4.	Tax on net profit or loss for the year		
	Adjustment of deferred tax for the year	-264	751
	Tax on net profit or loss for the year	674	280
	Adjustment of tax for previous years	12	0
		422	1.031
5.	Proposed distribution of net profit		
	Transferred to retained earnings	1.215	3.436
	Total allocations and transfers	1.215	3.436

DKK thousand.

		31/12 2023	31/12 2022
6.	Goodwill		
	Cost 1 January 2023	24.755	24.755
	Cost 31 December 2023	24.755	24.755
	Amortisation and writedown 1 January 2023	-13.335	-12.097
	Amortisation and depreciation for the year	-1.237	-1.238
	Amortisation and writedown 31 December 2023	-14.572	-13.335
	Carrying amount, 31 December 2023	10.183	11.420
7.	Other fixtures and fittings, tools and equipment		
	Cost 1 January 2023	2.366	2.366
	Cost 31 December 2023	2.366	2.366
	Amortisation and writedown 1 January 2023	-2.358	-2.343
	Amortisation and depreciation for the year		-15
	Amortisation and writedown 31 December 2023	-2.365	-2.358
	Carrying amount, 31 December 2023	1	8
8.	Provisions for deferred tax		
	Provisions for deferred tax 1 January 2023	2.473	1.722
	Deferred tax relating to the net profit or loss for the year	-264	751
		2.209	2.473

9. Contingencies

Contingent liabilities

Rent obligations falling due within five years amount to TDKK 2.249. The rent obligations falling due within one year amount to TDKK 450.

Lease obligations (operating leases) falling due within five years amount to TDKK 3.464. The lease obligations falling due within one year amount to TDKK 899.

DKK thousand.

10. Related parties

Controlling interest

DMG Mori Denmark ApS is part of the consolidated financial statement of DMG Mori Seiki Europe AG, registered office, and the consolidated financial statements of DMG Mori Aktiengesellschaft, registered office, which are the smallest and largest groups, respectively, in which the Company is included as a subsidary.

The consolidated financial statements of DMG Mori Aktiengesellschaft can be obtained by contacting the company on the following adress:

DMG Mori Aktiengesellschaft

Gildemeisterstrasse 60 D-33689 Bielefeld

Transactions

The company has the following related party transactions:

	2023
Sale of goods to group companies	2.784
Purchase of goods from group companies	88.915
Sale of services to group companies	2.687
Purchase of services from group companies	1.371
Financial income, group enterprises	348
Receivables from group entites	20.524
Payables to group entities	3.390

The company's balances with group enterprises at December 31, 2023 are recognized in the balance sheet. Interest income and expenses with respect to group enterprises are disclosed in note 3. Further balances with group enterprises comprise trade balances related to the purchase and sale of goods and services.