

## Stila A/S

Islevdalvej 98  
2610 Rødovre  
Company reg. no. 34 56 59 10

### Annual report for 1 January - 31 December 2023

The annual report was submitted and approved by the general meeting on the 9 April 2024

DocuSigned by:

*Wilco van Dijken*

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Wilco Berend Van Dijken  
Chairman of the meeting



## Management's statement

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Today, the Board of Directors and the Managing Director have approved the annual report of Stila 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.

Rødovre, 25 March 2024

### Managing Director

DocuSigned by:  
  
EE84E8E049A142B  
Wilco Berend Van Dijken

### Board of directors

DocuSigned by:  
  
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Ronald James Lafferty  
Chairman of the board

DocuSigned by:  
  
EE84E8E049A142B  
Wilco Berend Van Dijken

DocuSigned by:  
  
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Theodorus Cornelis van der Werff

## Independent auditor's report

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### To the Shareholders of Stila A/S

#### Opinion

We have audited the financial statements of Stila A/S for the financial year 1 January - 31 December 2023, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes, for the Company. 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 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 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 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 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.

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:

## Independent auditor's report

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- 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 Management's Review.

Our opinion on the financial statements does not cover 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 Management's Review and, in doing so, consider whether 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 Management's Review provides the information required under the Danish Financial Statements Act.

## Independent auditor's report

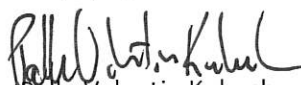
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Based on the work we have performed, we conclude that Management's Review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of Management's Review.

Brøndby, 25 March 2024

### **ALBJERG**

Statsautoriseret Revisionspartnerselskab  
Company reg. no. 35 38 28 79



Palle Valentin Kubach  
State Authorised Public Accountant  
mne16567

## Company information

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<b>The company</b>	Stila A/S Islevdalvej 98 2610 Rødovre  Company reg. no. 34 56 59 10 Financial year: 1 January - 31 December
<b>Board of directors</b>	Ronald James Lafferty, Chairman of the board Wilco Berend Van Dijken Theodorus Cornelis van der Werff
<b>Managing Director</b>	Wilco Berend Van Dijken
<b>Auditors</b>	ALBJERG Statsautoriseret Revisionspartnerselskab Ringager 4C, 2. th. 2605 Brøndby
<b>Parent company</b>	B&C International B.V.

## **Management's review**

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### **Description of key activities of the company**

The main activity consists of sales and marketing of inside and outside solar shading and related activities. The products are made according to the customer's measurement and specification in general.

Sales and administration takes place from the company's address in Rødovre.

### **Development in activities and financial matters**

The gross profit for the year totals DKK 9.285.080 against DKK 12.630.630 last year. Income or loss from ordinary activities after tax totals DKK -408.994 against DKK 682.889 last year. Management considers the net profit for the year unsatisfactory.

### **Events subsequent to the financial year**

After the end of the financial year, no events have occurred that could materially affect the company's financial position.



## Income statement 1 January - 31 December

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All amounts in DKK.

<u>Note</u>	<u>2023</u>	<u>2022</u>
<b>Gross profit</b>	<b>9.285.080</b>	<b>12.630.630</b>
1 Staff costs	-8.320.565	-10.409.562
Depreciation, amortisation and writedown relating to tangible and intangible fixed assets	-1.289.800	-1.280.654
<b>Operating profit</b>	<b>-325.285</b>	<b>940.414</b>
2 Other financial income	6.553	4.393
3 Other financial expenses	-183.854	-90.172
<b>Pre-tax net profit or loss</b>	<b>-502.586</b>	<b>854.635</b>
4 Tax on ordinary results	93.592	-171.746
<b>Net profit or loss for the year</b>	<b>-408.994</b>	<b>682.889</b>
<b>Proposed distribution of net profit:</b>		
Dividend for the financial year	0	474.086
Transferred to retained earnings	0	208.803
Allocated from retained earnings	-408.994	0
<b>Total allocations and transfers</b>	<b>-408.994</b>	<b>682.889</b>

## Balance sheet at 31 December

All amounts in DKK.

<b>Assets</b>	2023	2022
<u>Note</u>	<u></u>	<u></u>
<b>Non-current assets</b>		
5 Completed development projects, including patents and similar rights arising from development projects	0	38.240
Total intangible assets	<u>0</u>	<u>38.240</u>
6 Other fixtures, fittings, tools and equipment	<u>1.017.241</u>	<u>2.282.944</u>
Total property, plant, and equipment	<u>1.017.241</u>	<u>2.282.944</u>
7 Deposits	<u>326.535</u>	<u>296.365</u>
Total investments	<u>326.535</u>	<u>296.365</u>
<b>Total non-current assets</b>	<b><u>1.343.776</u></b>	<b><u>2.617.549</u></b>
<b>Current assets</b>		
Raw materials and consumables	<u>329.439</u>	<u>373.188</u>
Total inventories	<u>329.439</u>	<u>373.188</u>
Trade receivables	3.724.061	4.230.983
Deferred tax assets	497.012	403.420
Income tax receivables	0	62.000
Other debtors	0	1.500
Prepayments	<u>128.417</u>	<u>139.583</u>
Total receivables	<u>4.349.490</u>	<u>4.837.486</u>
Cash and cash equivalents	<u>2.239.624</u>	<u>486.157</u>
<b>Total current assets</b>	<b><u>6.918.553</u></b>	<b><u>5.696.831</u></b>
<b>Total assets</b>	<b><u>8.262.329</u></b>	<b><u>8.314.380</u></b>

## Balance sheet at 31 December

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All amounts in DKK.

<b>Equity and liabilities</b>		
<u>Note</u>	<u>2023</u>	<u>2022</u>
<b>Equity</b>		
Contributed capital	500.000	500.000
Retained earnings	967.204	1.376.198
Proposed dividend for the financial year	0	474.086
<b>Total equity</b>	<b><u>1.467.204</u></b>	<b><u>2.350.284</u></b>
 <b>Provisions</b>		
Other provisions	372.644	371.825
<b>Total provisions</b>	<b><u>372.644</u></b>	<b><u>371.825</u></b>
 <b>Liabilities other than provisions</b>		
Bank debts	0	12.955
Trade creditors	1.022.726	1.203.754
Payables to group enterprises	3.803.213	2.445.451
Income tax payable to group enterprises	440.128	440.128
Other debts	1.156.414	1.489.983
Total short term liabilities other than provisions	<u>6.422.481</u>	<u>5.592.271</u>
 <b>Total liabilities other than provisions</b>	<b><u>6.422.481</u></b>	<b><u>5.592.271</u></b>
 <b>Total equity and liabilities</b>	<b><u>8.262.329</u></b>	<b><u>8.314.380</u></b>

8 Charges and security

9 Contingencies

## Statement of changes in equity

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All amounts in DKK.

	Contributed capital	Retained earnings	Proposed dividend for the financial year	Total
Equity 1 January 2022	500.000	1.167.395	3.117.809	4.785.204
Distributed dividend	0	0	-3.117.809	-3.117.809
Profit or loss for the year brought forward	0	208.803	474.086	682.889
Equity 1 January 2023	500.000	1.376.198	474.086	2.350.284
Distributed dividend	0	0	-474.086	-474.086
Profit or loss for the year brought forward	0	-408.994	0	-408.994
	<b>500.000</b>	<b>967.204</b>	<b>0</b>	<b>1.467.204</b>

## Notes

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All amounts in DKK.

	<u>2023</u>	<u>2022</u>
<b>1. Staff costs</b>		
Salaries and wages	7.634.757	9.479.244
Pension costs	544.177	695.989
Other costs for social security	141.631	234.329
	<u><b>8.320.565</b></u>	<u><b>10.409.562</b></u>
Average number of employees	<u>16</u>	<u>20</u>
<b>2. Other financial income</b>		
Interest, banks	4.235	0
Exchange differences	2.070	4.121
Reimbursement, corporate tax	248	272
	<u><b>6.553</b></u>	<u><b>4.393</b></u>
<b>3. Other financial expenses</b>		
Financial costs, group enterprises	58.107	0
Other financial costs	125.747	90.172
	<u><b>183.854</b></u>	<u><b>90.172</b></u>
<b>4. Tax on ordinary results</b>		
Tax of the results for the year	0	245.930
Adjustment for the year of deferred tax	-93.592	-74.184
	<u><b>-93.592</b></u>	<u><b>171.746</b></u>

## Notes

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All amounts in DKK.

### 5. Completed development projects, including patents and similar rights arising from development projects

Cost 1 January 2023	457.250	457.250
<b>Cost 31 December 2023</b>	<b>457.250</b>	<b>457.250</b>
Amortisation and write-down 1 January 2023	-419.010	-337.671
Amortisation for the year	-38.240	-81.339
<b>Amortisation and write-down 31 December 2023</b>	<b>-457.250</b>	<b>-419.010</b>
<b>Carrying amount, 31 December 2023</b>	<b>0</b>	<b>38.240</b>

### 6. Other fixtures, fittings, tools and equipment

Cost 1 January 2023	7.031.126	5.800.877
Additions during the year	0	1.361.997
Disposals during the year	-70.715	-131.748
<b>Cost 31 December 2023</b>	<b>6.960.411</b>	<b>7.031.126</b>
Depreciation and write-down 1 January 2023	-4.748.182	-3.645.407
Depreciation for the year	-1.251.560	-1.199.315
Reversal of depreciation, amortisation and writedown, assets disposed of	56.572	96.540
<b>Depreciation and write-down 31 December 2023</b>	<b>-5.943.170</b>	<b>-4.748.182</b>
<b>Carrying amount, 31 December 2023</b>	<b>1.017.241</b>	<b>2.282.944</b>

## Notes

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All amounts in DKK.

	<u>31/12 2023</u>	<u>31/12 2022</u>
<b>7. Deposits</b>		
Cost 1 January 2023	296.365	296.365
Additions during the year	<u>30.170</u>	<u>0</u>
<b>Cost 31 December 2023</b>	<u><b>326.535</b></u>	<u><b>296.365</b></u>
<b>Carrying amount, 31 December 2023</b>	<u><b>326.535</b></u>	<u><b>296.365</b></u>

## 8. Charges and security

There is no pledge or other collateral per 31 December 2023.

## 9. Contingencies

### Contingent liabilities

	DKK in thousands
Within a year	<u>636</u>
Between 1 and 5 years	<u>601</u>
<b>Total contingent liabilities</b>	<u><b>1.237</b></u>

Comprising:

Lease commitments within a year	<u>296</u>
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### Joint taxation

The company acts as administration company for the group of companies subject to the Danish scheme of joint taxation and is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, to pay the total corporation tax.

## Accounting policies

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The annual report for Stila 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.

### 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.

## 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 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 operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets, operating loss and conflict compensation as well as salary reimbursements received. Compensation is recognized when it is overwhelmingly probable that the company will receive the compensation.

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



## Accounting policies

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### Staff costs

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

### Depreciation, amortisation, and write-down for impairment

Depreciation, amortisation, and write-down for impairment comprise depreciation on, amortisation of, and write-down 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, financial expenses from financial leasing, debt and transactions in foreign currency, as well as surcharges and reimbursements under the advance tax scheme, etc.

### Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises. The company acts as an administration company in relation to the joint taxation. This means that the total Danish tax payable of the income of the Danish consolidated companies is paid to the tax authorities by the company.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

## The balance sheet

### Intangible assets

#### Development projects, patents, and licences

Development costs and internally generated rights are recognised in the income statement as costs in the acquisition year.

### 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.

## Accounting policies

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The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing, and the individual component representing a material part of the total cost.

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	0-20 %

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

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

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. write-down 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.

### Financial fixed assets

#### Deposits

Deposits are measured at amortised cost and represent lease deposits, etc.

## **Accounting policies**

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### **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 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.

### **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 to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

### **Prepayments**

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

### **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**

As administration company, Stila A/S is liable to the tax authorities for the subsidiaries' corporate income taxes.

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.

## Accounting policies

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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"

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.

Adjustments take place in relation to deferred tax concerning elimination of unrealised intercompany gains and losses.

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.

### Provisions

Provisions comprise expected costs of warranty commitments. Provisions are recognised when the company has a legal or actual commitment resulting from a previously occurred event and when it is probable that the settlement of the liability will result in consumption of the financial resources of the company.

### Liabilities other than provisions

Liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.