

ISS Global Management A/S

Buddingevej 197

2860 Søborg

Annual Report 2019

The Annual Report was presented and adopted at
the Annual General Meeting of the Company

on _____ 2020

Chairman

CVR no. 35 02 55 88

This report contains 14 pages

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Statement by the Board of Directors and the Executive Board

The Board of Directors and Executive Board have today discussed and adopted the annual report of Global Management A/S for the financial year 1 January – 31 December 2019.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

It is our opinion that the financial statements give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 1 January – 31 December 2019.

Further, in our opinion, the Management's review gives a fair review of the development and performance of the Company's activities and of the Company's results for the year and the financial position.

We recommend that the annual report be approved at the annual general meeting.

Søborg, 20 May 2020

Executive Board:

Troels Bjerg

Henrik Langebæk

Board of Directors:

Pierre-François Riolacci
Chairman

Bjørn Raasteen

Kasper Fangel

Independent auditor's report

To the shareholders of ISS Global Management A/S

Opinion

We have audited the financial statements of ISS Global Management A/S for the financial year 1 January – 31 December 2019, which comprise income statement, balance sheet 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 2019 and of the results of the Company's operations for the financial year 1 January – 31 December 2019 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' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

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.

Independent auditor's report

- ▶ 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.

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.

Copenhagen, 20 May 2020

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28

Claus Kronbak
State Authorised
Public Accountant
mne28675

Company Information

Company details

ISS Global Management A/S
Buddingevej 197
DK - 2860 Søborg

CVR No: 35 02 55 88
Established: 17 January 2013
Registered office: Søborg
Financial year: 1 January – 31 December

Board of Directors

Pierre-François Riolacci (Chairman)
Bjørn Raasteen
Kasper Fangel

Executive Board

Troels Bjerg
Henrik Langebæk

Auditors

ERNST & YOUNG
Godkendt Revisionspartnerselskab
Dirch Passers Allé 36
DK - 2000 Frederiksberg

Annual General Meeting

The Annual General Meeting is expected to be held on 28 May 2020 at the Company's address.

Management's Review

Operating review

The company is founded with the purpose of doing business within Facility Management Services and hold investments in companies within the ISS Group as well as other directly associated activities in countries where the ISS Group has no separate legal entities.

Development in activities and financial position

The company had in 2019 revenue of 85,140 T.DKK (2018: 43,159 T.DKK) and other operating costs and staff cost of 82,091 T.DKK (2018: 40,365 T.DKK).

Result for the year was a loss of 5,431 T.DKK (2018: loss 6,809 T.DKK). The result is not satisfactory.

Events after the balance sheet date

Besides below mentioned event no events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

On 17 February, the ISS Group discovered a malware attack and the access to shared IT services across sites and countries was immediately disabled. There is no indication that any customer data or systems have been breached. A phased recovery plan has been implemented. The malware attack has limited effect on ISS Global Management A/S due to its limited operations and the malware effect is expected to affect the financial performance of ISS Global Management A/S in 2020 insignificantly or slightly negative.

The Covid- 19 attack has limited effect on ISS Global Management A/S due to its limited operations and the effect of the virus attack is expected to affect the financial performance of ISS Global Management A/S in 2020 insignificantly or slightly negative.

Financial statements for period 1 January - 31 December 2019

Income statement

	Note	2019 T.DKK	2018 T.DKK
Revenue		85,140	43,159
Other operating expenses		-82,091	-40,090
Gross profit		3,049	3,069
Staff costs	2	-	-275
Operating profit		3,049	2,794
Financial income	3	0	11
Financial expenses	4	-8,301	-9,851
Write-down of investment in subsidiaries	6	-247	-
Loss before tax		-5,499	-7,046
Income taxes	5	68	237
Loss for the year		-5,431	-6,809

Proposed distribution of loss

Retained earnings	-5,431	-6,809
	<u>-5,431</u>	<u>-6,809</u>

Financial statements for period 1 January - 31 December 2019

Balance sheet

	Note	2019 T.DKK	2018 T.DKK
ASSETS			
Investments			
Investments in subsidiaries	6	1,063,926	1,064,113
Investments		<u>1,063,926</u>	<u>1,064,113</u>
Receivables from sales and services		836	2,122
Receivables from affiliates		6,065	3,713
Other receivables		291	278
Receivables		<u>7,192</u>	<u>6,113</u>
Cash in bank		<u>-</u>	<u>0</u>
TOTAL ASSETS		<u><u>1,071,118</u></u>	<u><u>1,070,226</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital		500	500
Retained earnings		408,184	413,615
Total equity	7	<u>408,684</u>	<u>414,115</u>
Debt to affiliates		659,335	652,629
Non-current liabilities		<u>659,335</u>	<u>652,629</u>
Debt to affiliates		163	63
Trade payables		-	1,571
Other payables		2,936	1,848
Current liabilities		<u>3,099</u>	<u>3,482</u>
TOTAL EQUITY AND LIABILITIES		<u><u>1,071,118</u></u>	<u><u>1,070,226</u></u>
Contingent liabilities	8		
Related parties	9		

Financial statements for period 1 January - 31 December 2019

Notes to the financial statements

1 Accounting policies

Basis of Preparation

The Financial Statements of ISS Global Management A/S for the financial year ended 31 December 2019 have been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B with some additional choices of certain provisions applying to reporting class C.

The accounting policies are consistent with those of last year.

In accordance with § 112 of the Danish Financial Statements Act, consolidated financial statements have not been prepared as the company and its subsidiaries are included in the consolidated financial statement of the parent company ISS Global A/S (CVR no. 21 40 83 95) and ISS A/S (CVR no. 28 50 47 99).

Recognition and measurement

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each below. Recognition and measurement consider gains, losses and risks that arise before the annual report is presented and which prove or disprove matters existing at the balance sheet date.

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciations, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts previously recognised in the income statement.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the date of the transaction. Assets and liabilities in foreign currencies are translated at the exchange rates at the balance sheet date. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income.

Income Statement

Revenue

Revenue from services, which includes cleaning and similar services are recognised in the income statement when the service is delivered and if the income can be measured reliably and payment is expected to be received. Revenue is measured at the fair value of the consideration paid less VAT and duties collected on behalf of third parties. All discounts granted are recognised in revenue.

Financial statements for period 1 January - 31 December 2019

Notes to the financial statements

1 Accounting policies

Financial income and expenses

Financial income and expenses comprise interests, realised and unrealised gains and losses on foreign currency. Financial expenses also include additional charges or refunds included in the Danish tax on account scheme. Financial income and expenses are recognised in the income statement irrespective of payment.

Income from subsidiaries

Income from subsidiaries include dividends declared during the year and gains and losses from sale of subsidiaries. If the dividends declared exceed the accumulated earnings the dividends are not recognised in the income statement but is instead recognised as a reduction of cost price.

Other operating expenses

Other operating expenses include expenses for external assistance as well as other administrative expenses.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Balance Sheet

Investments

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value. Cost is reduced with received dividends which exceeds the accumulated earnings after acquisition.

Receivables

Receivables are measured at amortised cost less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

Corporation tax and deferred tax

The company is covered by the Danish rules of joint taxation with the ultimate Danish holding company ISS A/S and other Danish subsidiaries. ISS A/S is the management company for the joint taxation and settles all tax payments with the tax authorities. The Danish income tax payable is allocated between the jointly taxed Danish companies based on their proportion of taxable income (full absorption including reimbursement of tax deficits). Payable and receivable joint tax contributions are recognised in the balance sheet as receivables or debt to affiliates.

Deferred tax is measured in accordance with the liability method and comprises all temporary differences between accounting and tax values of assets and liabilities. When alternative taxation rules can be applied to determine the tax base, deferred tax is measured according to management's intended use of the assets or settlement of the liability, respectively.

Financial statements for period 1 January - 31 December 2019

Notes to the financial statements

1 Accounting policies

Deferred tax is measured according to the taxation rules and tax rates applicable at the reporting date when the deferred tax is expected to be realised as current tax. Deferred tax assets, including the tax base of tax losses carried forward, are recognised at the expected value of their utilisation, either as a set-off against tax on future income or as a set-off against deferred tax liabilities.

Debt

Debt is measured at net realisable value.

2 Staff costs

Staff costs includes remuneration of employees in foreign branches. No employees have been remunerated in Denmark for work carried out for ISS Global Management A/S. On average 0 (2018: 1) employees have been employed. Executive Board and Board of Directors have received no remuneration from this company. Executive Board and Board of Directors are employed in and receive remuneration from ISS A/S or ISS World Services A/S.

	2019	2018
	T.DKK	T.DKK
3 Financial income		
Interest income	0	0
Foreign exchange gains	-	11
	<u>0</u>	<u>11</u>
4 Financial expenses		
Interest expenses to affiliates	-7,975	-9,850
Foreign exchange loss	-325	-
Other financial expenses	-1	-1
	<u>-8,301</u>	<u>-9,851</u>
5 Income taxes		
Current tax for the year	-7	160
Tax relating to previous years	75	77
	<u>68</u>	<u>237</u>

The company has no deferred tax.

Financial statements for period 1 January - 31 December 2019

Notes to the financial statements

	2019	2018
	T.DKK	T.DKK
6 Investments in subsidiaries		
Cost at 1 January	1,067,424	1,066,774
Disposal (correction to Cost at 1 January)	-57	-
Disposal	-63	-
Additions	117	650
Cost at 31 December	1,067,421	1,067,424
Revaluation at 1 January	-3,311	-3,311
Disposal	63	-
Write-down of investment in subsidiaries	-247	-
Revaluation at 31 December	-3,495	-3,311
Carrying amount at 31 December	1,063,926	1,064,113

7 Equity

T.DKK	Share capital	Retained earnings	Total
Balance at 1 January 2019	500	413,615	414,115
Distribution of loss	-	-5,431	-5,431
Balance at 31 December 2019	500	408,184	408,684

The Share capital consist of 500,000 shares of a nominal value of DKK 1.

The Share capital is unchanged since the foundation in 2013.

8 Contingent liabilities

The company is jointly taxed with the Danish companies in the ISS Group. Together with the other Danish companies, the company have a joint and unlimited liability of Danish corporation taxes and Danish withholding taxes on dividends, interests and royalties in the joint taxation. At 31 December 2019, the jointly taxed companies' net liabilities to SKAT amounted to 0 T.DKK. Any subsequent corrections of the taxable income subject to joint taxation may entail that the Company's liability will increase.

In addition, there are no company liabilities not recognised in the financial statement.

Financial statements for period 1 January - 31 December 2019

Notes to the financial statements

9 Related party disclosures

ISS Global Management A/S's related parties comprise the following:

Parties exercising control

ISS Global A/S owns 100% of the shares of the company. The company is included in the consolidated financial statements for ISS Global A/S (CVR no. 21 40 83 95) and Danish holding company ISS A/S (CVR no. 28 50 47 99), both Buddingevej 197, DK - 2860 Søborg.

Transactions with related parties

In addition to deposits, loans and interest on the outstanding balances there have been no transactions with related parties.