



REALLY ApS

Skudehavnsvej 1, 2.
2150 Nordhavn
CVR No. 35252142

Annual report 2020

The Annual General Meeting adopted the
annual report on 29.04.2021

Wickie Meier Engström

Chairman of the General Meeting

Contents

Entity details	2
Statement by Management	3
Independent auditor's report	4
Management commentary	7
Income statement for 2020	8
Balance sheet at 31.12.2020	9
Statement of changes in equity for 2020	11
Notes	12
Accounting policies	15

Entity details

Entity

REALLY ApS

Skudehavnsvej 1, 2.

2150 Nordhavn

CVR No.: 35252142

Registered office: Copenhagen

Financial year: 01.01.2020 - 31.12.2020

Board of Directors

Anders Byriel, chairman

Mads Bo Nygård

Ole Smedegaard

Helle Vingolf

Martin Barfoed

Executive Board

Wickie Meier Engström

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

City Tower, Værkmestergade 2

8000 Aarhus C

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of REALLY ApS for the financial year 01.01.2020 - 31.12.2020.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 29.04.2021

Executive Board

Wickie Meier Engström

Board of Directors

Anders Byriel
chairman

Mads Bo Nygård

Ole Smedegaard

Helle Vingolf

Martin Barfoed

Independent auditor's report

To the shareholders of REALLY ApS

Opinion

We have audited the financial statements of REALLY ApS for the financial year 01.01.2020 - 31.12.2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

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.

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 in 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.

Aarhus, 29.04.2021

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Michael Bach

State Authorised Public Accountant
Identification No (MNE) mne19691

Jens Lauridsen

State Authorised Public Accountant
Identification No (MNE) mne34323

Management commentary

Primary activities

The company's main activity is the development of new functional and innovative materials to the interior design industry, in which upcycled End-of-Life fabrics from industrial laundries, fashion and production are used.

Description of material changes in activities and finances

Loss for the year amounts to DKK 2,453k, which the Executive Board and Board of Directors considers to be to be the inevitable consequence of a year with Corona.

Management is aware that more than 50% of the contributed capital has been lost. Equity is expected to be re-established through earnings in the coming financial years and, if necessary, by capital increase.

An improved result is expected for 2021.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2020

	Notes	2020 DKK	2019 DKK
Gross profit/loss		(528,327)	(752,185)
Staff costs	1	(1,609,041)	(1,486,095)
Depreciation, amortisation and impairment losses		(1,017,551)	(859,701)
Operating profit/loss		(3,154,919)	(3,097,981)
Other financial income		7,937	0
Other financial expenses		(139,351)	(88,938)
Profit/loss before tax		(3,286,333)	(3,186,919)
Tax on profit/loss for the year	2	833,305	706,827
Profit/loss for the year		(2,453,028)	(2,480,092)
Proposed distribution of profit and loss			
Retained earnings		(2,453,028)	(2,480,092)
Proposed distribution of profit and loss		(2,453,028)	(2,480,092)

Balance sheet at 31.12.2020

Assets

	Notes	2020 DKK	2019 DKK
Completed development projects	4	1,635,711	2,944,643
Acquired intangible assets		1,283,908	1,081,225
Development projects in progress	4	5,185,364	3,880,760
Intangible assets	3	8,104,983	7,906,628
Deposits		65,602	65,602
Financial assets	5	65,602	65,602
Fixed assets		8,170,585	7,972,230
Raw materials and consumables		371,030	40,116
Work in progress		2,238,642	1,171,123
Manufactured goods and goods for resale		154,613	4,487,269
Inventories		2,764,285	5,698,508
Trade receivables		226,383	41,818
Receivables from group enterprises		519,584	699,579
Other receivables		161,364	492,426
Income tax receivable		22,305	0
Joint taxation contribution receivable		0	863,827
Prepayments		1,568	1,826
Receivables		931,204	2,099,476
Current assets		3,695,489	7,797,984
Assets		11,866,074	15,770,214

Equity and liabilities

	Notes	2020 DKK	2019 DKK
Contributed capital		277,776	277,776
Reserve for development expenditure		4,815,717	3,529,091
Retained earnings		(9,120,853)	(5,381,199)
Equity		(4,027,360)	(1,574,332)
Deferred tax		86,000	897,000
Provisions		86,000	897,000
Other payables		106,502	24,517
Non-current liabilities other than provisions	6	106,502	24,517
Bank loans		10,687,975	9,565,818
Trade payables		310,950	1,451,914
Payables to group enterprises		2,377,533	2,515,914
Other payables		424,574	313,536
Deferred income	7	1,899,900	2,575,847
Current liabilities other than provisions		15,700,932	16,423,029
Liabilities other than provisions		15,807,434	16,447,546
Equity and liabilities		11,866,074	15,770,214
Unrecognised rental and lease commitments	8		
Contingent liabilities	9		
Group relations	10		

Statement of changes in equity for 2020

	Contributed capital DKK	Reserve for development expenditure DKK	Retained earnings DKK	Total DKK
Equity beginning of year	277,776	3,529,091	(5,381,199)	(1,574,332)
Transfer to reserves	0	1,286,626	(1,286,626)	0
Profit/loss for the year	0	0	(2,453,028)	(2,453,028)
Equity end of year	277,776	4,815,717	(9,120,853)	(4,027,360)

Notes

1 Staff costs

	2020 DKK	2019 DKK
Wages and salaries	2,162,076	2,123,179
Pension costs	175,384	181,003
Other social security costs	116,145	18,842
Other staff costs	68,417	80,694
	2,522,022	2,403,718
Staff costs classified as assets	(912,981)	(917,623)
	1,609,041	1,486,095
Average number of full-time employees	3	3

2 Tax on profit/loss for the year

	2020 DKK	2019 DKK
Current tax	(22,305)	0
Change in deferred tax	(811,000)	157,000
Refund in joint taxation arrangement	0	(863,827)
	(833,305)	(706,827)

3 Intangible assets

	Completed development projects DKK	Acquired intangible assets DKK	Development projects in progress DKK
Cost beginning of year	6,543,653	1,663,255	3,880,760
Additions	0	587,243	1,304,604
Cost end of year	6,543,653	2,250,498	5,185,364
Amortisation and impairment losses beginning of year	(3,599,010)	(582,030)	0
Amortisation for the year	(1,308,932)	(384,560)	0
Amortisation and impairment losses end of year	(4,907,942)	(966,590)	0
Carrying amount end of year	1,635,711	1,283,908	5,185,364

4 Development projects

Development projects consist of capitalized costs for developing new products that are expected to generate revenue going forward.

The activated development projects consist of internal costs for employees, purchased materials and purchased assistance from subcontractors.

Based on an assessment of the individual development projects, management has concluded that the recoverable or useful value exceeds the carrying amount.

5 Financial assets

	Deposits DKK
Cost beginning of year	65,602
Cost end of year	65,602
Carrying amount end of year	65,602

6 Non-current liabilities other than provisions

	Due after more than 12 months 2020 DKK
Other payables	106,502
	106,502

7 Deferred income

Deferred income includes grants for DKK 4,435k related to development project in progress, of which DKK 2,535k has been recognized in line with the depreciation of the associated development project.

8 Unrecognised rental and lease commitments

	2020 DKK	2019 DKK
Liabilities under rental or lease agreements until maturity in total	79,644	116,318

9 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Kvadrat Holding A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

10 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

Kvadrat A/S, Lundbergsvej 10, 8400 Ebeltøft, CVR-nr. 45 99 85 17

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to intangible assets comprise depreciation, amortisation and impairment losses as well as revenue recognition of grants received related to the intangible fixed assets and gains and losses from the sale of intangible assets.

Other financial income

Other financial income comprises interest income including exchange gains on securities, payables and transactions in foreign currencies etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet**Intellectual property rights etc**

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Indirect production costs in the form of indirectly attributable staff costs and amortisation of intangible assets and depreciation of property, plant and equipment used in the development process are recognised in cost based on time spent on each project.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot

be estimated reliably, it is fixed at 5 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 3-5 years.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised on a straight-line basis over their remaining duration, and licences are amortised over the term of the agreement.

Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Joint taxation contributions receivable or payable

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Income include grants received for development projects according to the Danish Financial Statements Act's requirement for gross presentation cannot be offset in the development costs in the balance sheet, but must presented separately under liabilities. Prepayments are measured at cost less a straight line income recognition in line with the linear depreciation of the associated activated project.