

BERING Group ApS

Skrænten 34, 6200 Aabenraa

CVR no. 35 38 82 65

Annual report 2021

Approved at the Company's annual general meeting on 13 June 2022

Chair of the meetings

Frank Waller

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of BERING Group ApS for the financial year 1 January - 31 December 2021.

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

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Company at 31 December 2021 and of the results of the Group's and the Company's operations and of the consolidated cash flows for the financial year 1 January - 31 December 2021.

Further, in our opinion, the Management's review gives a fair review of the development in the Group's and the Company's operations and financial matters and the results of the Group's and the Company's operations and financial position.

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

Aabenraa, 13 June 2022 **Executive Board:**

Frank V

Board of Directors:

Michael Witt Johansen Chair

René Gross Kærskov

Frank Waller

Independent auditor's report

To the shareholders of BERING Group ApS

Opinion

We have audited the consolidated financial statements and the parent company financial statements of BERING Group ApS for the financial year 1 January - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group and the Parent Company, and a consolidated cash flow statement. The consolidated financial statements and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2021, and of the results of the Group's and Parent Company's operations as well as the consolidated cash flows for the financial year 1 January - 31 December 2021 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 consolidated financial statements and the parent Company financial statements" (herinafter collectively referred to as "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 Group 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 consolidated financial statements and parent company 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 Group's and the Parent 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 Group or the Parent 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 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 the 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:

Independent auditor's report

- ▶ 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 Group's and the Parent 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 Group's and the Parent 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 Group and the Parent 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Aabenraa, 13 June 2022 EY Godkendt Revisionspartnerselskab CVR no. 30 70 02 28

Jon Midtgaard State Authorised Public Accountant

mne28657

Company details

Name

Address, Postal code, City

BERING Group ApS Skrænten 34, 6200 Aabenraa

CVR no. Established Registered office 35 38 82 65 1 June 2013 Aabenraa

1 January - 31 December Financial year

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Board of Directors

Michael Witt Johansen, Chair

René Gross Kærskov

Frank Waller

Executive Board

Frank Waller

Auditors

EY Godkendt Revisionspartnerselskab Skibbroen 16, 6200 Aabenraa, Denmark

Bankers

Sydbank A/S

Financial highlights for the Group

DKK'000	2021	2020	2019	2018	2017
Key figures					
Revenue	230,708	230,926	300,535	287,601	349,206
Gross profit	57,985	63,517	68,579	55,907	77,757
Operating profit/loss	1,916	11,326	23,564	20,577	47,141
Net financials	1,337	-4,172	530	-4,926	-9,804
Profit for the year	3,250	6,638	17,834	13,039	28,025
Total assets	217,536	191,720	216,660	230,473	224,606
Equity	115,723	105,242	98,927	92,944	80,253
Cash flows from operating activities	-4,311	33,150	2,558	47,859	13,091
Net cash flows from investing					
activities	-11,228	-5,739	-47,623	-3,880	16
Amount relating to investments in					
property, plant and equipment	-11,228	-5,739	0	-4,400	0
Financial ratios					
Operating margin	1.4%	5.8%	7.9%	7.6 %	13.5 %
Gross margin	25.1%	27.5%	22.8%	19.4%	22.3%
Equity ratio	42.5%	43.0%	35.4%	40.4%	35.7%
Return on equity	3.2%	7.6%	18.0%	15.2%	41.6%
Average number of full-time	455	161	124	00	0.2
employees	155	164	134	98	82

Business review

The BERING Group is a design enterprise whose activities comprise the sale of wrist watches and jewelry.

The Group is engaged in sale almost all over the world, both directly and via agents and distributors. Today, the Group has companies in Denmark, Germany, the UK, the Netherlands, USA and Hong Kong.

The BERING Group presents a series of watches and jewellery that blend minimalistic Danish design and optimal material strength. HighTech ceramic and sapphire glass make the watches extremely tough and uniquely resistant. Time leaves no trace on the streamlined forms and pure elegance of the watches.

A brand that redefines time with its love for detail.

The parent company, BERING Group ApS' objective is to hold shares in subsidiaries, own intellectual property rights, exercise management and support functions for subsidiaries, make investments and related activities.

Financial review

The income statement for 2021 shows a profit of DKK 3,250 thousand against a profit of DKK 6,638 thousand last year, and the group's balance sheet at 31 December 2021 shows equity of DKK 115,723 thousand.

The activity was also in 2021 affected by the COVID-19 outbreak, especially in the first half of the financial year 2021. In addition to that we also faced supply chain issues in second half of the financial year that had negative influence on revenues as well.

The traditional watch and jewelry market (retailer/shops) was affected by a close down during first half of 2021 in Germany and some other markets. Despite this, Bering has managed to grow significantly online. Online sales make up 21 % of sales in 2021. Online sales have increased by 28 % compared to 2020.

The results in 2021 are considered acceptable and in line with expectations, when taking into account the effect of COVID-19 and supply chain issues in 2021.

Financial risks and use of financial instruments

Due to its activities, the Group is exposed to a number of risks. The Group actively strives to reduce these risks to acceptable levels.

The Group's main operational risk is linked to the ability to be highly positioned in the main markets for wrist watches and jewelry, including developing and supplying products demanded by the market. Due to its financial position and solidity, the Group is only limited exposed to changes in interest rates. However, the Group is exposed to currency risks and credit risks in terms of current operations.

Currency risks:

The Group's foreign currency risks primarily relate to purchases from the Far East. Profit and equity are thus affected by the exchange rate movements for a number of currencies, primarily USD. The Group relies to some extend on forward contracts to reduce commercial currency risks, primarily in relation to the hedging of purchases. No agreements on speculative financial instruments are made.

Credit risks:

Based on a specific credit rating, the Group grants credit to selected customers. It is Group policy to have tight control of the credit risk, by applying e.g. a credit max. at customer level.

Outlook

The first quarter of 2022 is significantly better than same period in 2021 although lockdowns continue to occur in large parts of Asia. Despite continued short visibility due to war in Ukraine, inflation etc. and especially Covid-19 in Asia, a better result is expected in 2022 than 2021. Overall, for 2022 we expect revenues in range of DKK 250-270 million and profit before tax in range of DKK 10-15 million.

The focus in 2022 is on stability of supply of goods and continued automations in connection with ecommerce in particular.

Other matters

The Group's employees have a thorough knowledge of the market and have shown a particular ability to develop a unique product programme. Upgrading of employees is made on an ongoing basis. The Group does not perform research and development activities, and the influence of the external environment is not regarded as material.

Income statement

		Grou	Group		Group Parent company		
Note	DKK'000	2021	2020	2021	2020		
	Revenue Cost of sales Other operating income Other external expenses	230,708 -98,549 2,319 -76,493	230,926 -109,371 2,121 -60,159	0 0 595 -544	6,501 0 202 -839		
3 4	Gross profit Staff costs Amortisation/depreciation of intangible assets and property, plant and equipment Other operating expenses	57,985 -50,578 -3,172 -950	63,517 -45,344 -4,726 -7	51 -4,204 -202 -720	5,864 -2,304 -156 0		
5 6	Profit/loss before net financials Income from investments in group entities Financial income Financial expenses	3,285 0 1,569 -232	13,440 0 1,196 -5,368	-5,075 7,027 2,489 -2,819	3,404 2,566 3,804 -2,727		
7	Profit before tax Tax for the year	4,622 -1,372	9,268 -2,630	1,622 1,175	7,047 -986		
	Profit for the year	3,250	6,638	2,797	6,061		
	Specification of the Group's results of operations: Shareholders in BERING Group ApS Non-controlling interests	2,797 453 3,250	6,061 577 6,638				
		3,250	0,030				

Balance sheet

		Gro	Group		Parent company		
Note	DKK'000	2021	2020	2021	2020		
8	ASSETS Fixed assets Intangible assets						
O	Completed development projects	6,849	0	1.884	0		
	Patents and licences	1,697	1,698	992	1,194		
	Goodwill	135	258	0	0		
		8,681	1,956	2,876	1,194		
9	Property, plant and equipment Other fixtures and fittings, tools and						
	equipment	9,676	8,822	0	0		
		9,676	8,822	0	0		
10	Investments						
	Investments in group entities	0	0	109,741	101,948		
	Other receivables	800	800	0	0		
		800	800	109,741	101,948		
	Total fixed assets	19,157	11,578	112,617	103,142		
	Non-fixed assets Inventories						
	Finished goods and goods for resale	105,581	96,902	0	0		
	Prepayments for goods	2,367	2,771	0	0		
		107,948	99,673	0	0		
	Receivables						
	Trade receivables	65,828	66,456	0	0		
	Receivables from group entities	0	0	112,614	127,690		
13	Deferred tax assets	785	803	0	0 1,198		
	Income taxes receivable Other receivables	2,909 7,509	1,251 3,555	2,855 4,587	1,098		
11	Prepayments	4,444	510	3,884	0,000		
		81,475	72,575	123,940	129,986		
	Cash	8,956	7,894	2	4		
	Total non-fixed assets	198,379	180,142	123,942	129,990		
	TOTAL ASSETS	217,536	191,720	236,559	233,132		
				F			

Balance sheet

		Group		Parent c	Parent company		
Note	DKK'000	2021	2020	2021	2020		
	EQUITY AND LIABILITIES						
	Equity			F04	501		
12	Share capital	501	501	501	501		
	Net revaluation reserve according to the	0	0	56,740	48,946		
	equity method	0	0	1,469	40,940		
	Reserve for development costs	-187	-181	1,409	0		
	Translation reserve	2,507	270	2,507	270		
	Hedging reserve Retained earnings	89,653	81,856	31,257	32,729		
	and the second s	07,033					
	Shareholders in BERING Group ApS' share	02.474	02 446	92,474	82,446		
	of equity	92,474 23,249	82,446 22,796	92,474	02,440		
	Non-controlling interests	23,249					
	Total equity	115,723	105,242	92,474	82,446		
	Provisions			403	0.4		
13		784	556	492	94 0		
	Warranty commitments	495	566	0 3,905	5,143		
10	Provision, investments in group entities	0	0				
15	Total provisions	1,279	1,122	4,397	5,237		
	Liabilities other than provisions						
14	Non-current liabilities other than provisions	0	0	2,230	2,285		
	Payables to group entities Payables to shareholders	20,250	20,250	20,250	20,250		
	Payables to shareholders			22,480	22,535		
		20,250	20,250	22,400	22,333		
	Current liabilities other than provisions	24.652	11 206	6,498	5,221		
	Bank debt	31,652 166	11,386 2,741	0,490	0,221		
	Prepayments received from customers	14,921	10,675	37	30		
	Trade payables Payables to group entities	14,921	10,073	96,386	93,657		
	Payables to shareholders	13,251	21,916	13,251	21,915		
	Income taxes payable	38	123	0	0		
	Other payables	20,182	18,220	1,036	2,091		
	Deferred income	74	45	0	0		
		80,284	65,106	117,208	122,914		
	Total liabilities other than provisions	100,534	85,356	139,688	145,449		
	TOTAL EQUITY AND LIABILITIES	217,536	191,720	236,559	233,132		
				B			

Accounting policies
 Special items
 Contractual obligations and contingencies, etc.

¹⁸ Collateral
19 Related parties
20 Appropriation of profit

Statement of changes in equity

		Group						
Note	DKK'000	Share capital	Translation reserve	Hedging reserve	Retained earnings	N Total	Non-controlling interests	Total equity
	Equity at 1 January 2021	501	-181	270	81,856	82,446	22,796	105,242
	Transfer through appropriation of profit	0	0	0	2,797	2,797	453	3,250
	Exchange adjustment, foreign subsidiaries	0	-6	0	0	-6	0	-6
	Other value adjustments of equity	0	0	2,237	0	2,237	0	2,237
	Sale of treasury shares	0	0	0	5,000	5,000	0	5,000
	Equity at 31 December 2021	501	-187	2,507	89,653	92,474	23,249	115,723

		Parent company					
Note	DKK'000	Share capital	Net revaluation reserve according to the equity method	Reserve for development costs	Hedging reserve	Retained earnings	Total
	Equity at 1 January 2021	501	48,946	0	270	32,729	82,446
20	Transfer, see "Appropriation of profit"	0	7,794	1,469	0	-6,466	2,797
	Exchange adjustment, foreign subsidiaries	0	0	0	0	-6	-6
	Other value adjustments of equity	0	0	0	2,237	0	2,237
	Sale of treasury shares	0	0	0	0	5,000	5,000
	Equity at 31 December 2021	501	56,740	1,469	2,507	31,257	92,474

Exchange adjustments recognised under equity relate to foreign currency adjustment of financial statements of foreign subsidiaries into Danish kroner.

Other value adjustments of equity relate to adjustment in fair value of derivative financial instruments to hedge future assets and liabilities.

The company sold own shares of nominel 50 thousand during financial year 2021.

Cash flow statement

		Gro	oup
Note	DKK'000	2021	2020
21	Profit for the year Adjustments	3,250 7,021	6,638 7,030
22	Cash generated from operations (operating activities) Changes in working capital	10,271 -11,467	13,668 27,620
	Cash generated from operations (operating activities) Income taxes paid	-1,196 -3,115	41,288 -8,138
	Cash flows from operating activities	-4,311	33,150
	Additions of property, plant and equipment	-11,228	-5,739
	Cash flows to investing activities	-11,228	-5,739
	Increase/decrease in bank debt Repayments, borrowings from share holders Sale of treasury shares	20,266 -8,665 5,000	-23,488 -3,607 0
	Cash flows from financing activities	16,601	-27,095
	Net cash flow Cash and cash equivalents at 1 January	1,062 7,894	316 7,578
23	Cash and cash equivalents at 31 December	8,956	7,894

Notes to the financial statements

1 Accounting policies

The annual report of BERING Group ApS for 2021 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to medium-sized reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Changes in accounting estimates

Depreciation period for some equipment has been prolonged from 3 to 6 years to better meet the economic life of the underlying asset. Depreciations have been reduced by approx. DKK 2.6 million in this regards.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Consolidated financial statements

The consolidated financial statements comprise the Parent Company and subsidiaries controlled by the Parent Company.

Control means a parent company's power to direct a subsidiary's financial and operating policy decisions. Besides the above power, the parent company should also be able to yield a return from its investment

In assessing if the parent company controls an entity, de facto control is taken into consideration as well.

The existence of potential voting rights which may currently be exercised or converted into additional voting rights is considered when assessing if an entity can become empowered to direct another entity's financial and operating decisions.

Entities over whose financial and operating policy decisions the group exercises significant influence are classified as associates. Significant influence is assumed to exist if the Parent Company directly or indirectly holds or controls 20% or more of the voting power of the investee, but does not control the investee.

The existence of potential voting rights which may presently be exercised or be converted into additional voting rights in considered when assessing if significant influence exists.

The consolidated financial statements are prepared as a consolidation of the parent company's and the individual subsidiaries' financial statements, which are prepared according to the group's accounting policies. On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends, and realised and unrealised gains on intra-group transactions are eliminated. Unrealised gains on transactions with associates are eliminated in proportion to the group's interest in the entity. Unrealised losses are eliminated in the same way as unrealised gains if they do not reflect impairment.

In the consolidated financial statements, the accounting items of subsidiaries are recognised in full. Non-controlling interests' share of the profit/loss for the year and of the equity of subsidiaries which are not wholly-owned are included in the group's profit/loss and equity, respectively, but are disclosed separately.

Acquisitions and disposals of non-controlling interests which are still controlled are recognised directly in equity as a transaction between shareholders.

Investments in associates are recognised in the consolidated financial statements using the equity method.

Notes to the financial statements

1 Accounting policies (continued)

Non-controlling interests

On initial recognition, non-controlling interests are measured at the fair value of the non-controlling interests' equity interest.

Goodwill relating to the non-controlling interests' share of the acquiree is recognised.

External business combinations

Recently acquired entities are recognised in the consolidated financial statements from the date of acquisition. Entities sold or otherwise disposed of are recognised up to the date of disposal. Comparative figures are not restated to reflect newly acquired entities. Discontinued operations are presented separately, see below.

The date of acquisition is the date when the group actually obtains control of the acquiree.

The acquisition method is applied to the acquisition of new entities of which the group obtains control. The acquirees' identifiable assets, liabilities and contingent liabilities are measured at fair value at the date of acquisition. Identifiable intangible assets are recognised if they are separable or arise from a contractual right. Deferred tax related to the revaluations is recognised.

Positive differences (goodwill) between, on the one hand, the consideration for the acquiree, the value of non-controlling interests in the acquired entity and the fair value of any previously acquired equity investments and, on the other hand, the fair value of the assets, liabilities and contingent liabilities acquired are recognised as goodwill under "Intangible assets". Goodwill is amortised on a straight-line basis in the income statement based on an individual assessment of the economic life of the asset.

Negative differences (negative goodwill) are recognised in the income statement at the date of acquisition.

Upon acquisition, goodwill is allocated to the cash-generating units, which subsequently form the basis for impairment testing. Goodwill and fair value adjustments in connection with the acquisition of a foreign entity with a functional currency different from the presentation currency used in the consolidated financial statements are accounted for as assets and liabilities belonging to the foreign entity and are, on initial recognition, translated into the foreign entity's functional currency using the exchange rate at the transaction date.

The consideration paid for an entity consists of the fair value of the agreed consideration in the form of assets transferred, liabilities assumed and equity instruments issued. If part of the consideration is contingent on future events or compliance with agreed terms, such part of the consideration is recognised at fair value at the date of acquisition. Subsequent adjustments of contingent considerations are recognised in the income statement.

Expenses incurred to acquire entities are recognised in the income statement in the year in which they are incurred.

Where, at the date of acquisition, the identification or measurement of acquired assets, liabilities or contingent liabilities or the determination of the consideration is associated with uncertainty, initial recognition will take place on the basis of provisional amounts. If it turns out subsequently that the identification or measurement of the consideration transferred, acquired assets, liabilities or contingent liabilities was incorrect on initial recognition, the statement will be adjusted retrospectively, including goodwill, until 12 months after the acquisition, and comparative figures will be restated. Hereafter, any adjustments are recognised as misstatements.

Gains or losses from disposal of subsidiaries which result in loss of control are calculated as the difference between, on the one hand, the fair value of the selling price less selling expenses and, on the other hand, the carrying amount of net assets.

Notes to the financial statements

1 Accounting policies (continued)

Foreign currency translation

Transactions denominated in foreign currencies are translated to Danish Kroner at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated to Danish Kroner at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Foreign group entities

Foreign subsidiaries are considered separate enterprises. Items in such enterprises' income statements are translated at the average exchange rates, and their balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of the opening equity of such enterprises at the exchange rates at the balance sheet date and on translation of the income statements from the average exchange rates at the transaction date to closing are recognised in the equity.

Derivative financial instruments

On initial recognition, derivative financial instruments are recognised at cost in the balance sheet and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are presented as separate items in the balance sheet.

Fair value adjustments of derivative financial instruments designated as and qualifying for recognition as a hedge of the fair value of a recognised asset or liability are recognised in the income statement along with changes in the fair value of the hedged asset or liability.

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a hedge of future assets or liabilities are recognised in other receivables or other payables and in equity. If the hedged forecast transaction results in the recognition of assets or liabilities, amounts previously recognised in equity are transferred to the cost of the asset or liability, respectively. If the hedged forecast transaction results in income or expenses, amounts previously deferred in equity are transferred to the income statement in the period in which the hedged item affects the profit/loss for the year.

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the sale of goods, which includes the sale of wrist watches and jewellery, is recognised in revenue at the time of delivery and when the risk passes to the buyer, provided that the income can be made up reliably and is expected to be received.

The date of transition of the principal advantages and risks is based on standardised delivery terms on the basis of Incoterms® 2020.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Notes to the financial statements

Accounting policies (continued)

Other operating income and operating expenses

Other operating income and operating expenses comprise items of a secondary nature relative to the entity's core activities, including gains or losses on the sale of fixed assets.

Cost of sales

Cost of sales includes the cost of goods used in generating the year's revenue.

Other external expenses

Other external expenses include the year's expenses relating to the Group and the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Group and the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Amortisation/depreciation

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment.

The basis of amortisation, which is calculated as cost less any residual value, is amortised on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

10 years Patents and licences 10 years Goodwill

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

3-6 years Other fixtures and fittings, tools and equipment 3-5 years Acquired intangible assets

Profit/loss from investments in subsidiaries

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries.

The proportionate share of the individual subsidiaries' profit/loss after tax after full elimination of internal gains/losses are recognised in the parent company's income statement.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Notes to the financial statements

1 Accounting policies (continued)

Tax

The parent company is covered by the Danish rules on mandatory joint taxation of the Group's Danish subsidiaries. Subsidiaries are included in the joint taxation arrangement from the date at which they are included in the consolidated financial statements and up to the date when they are no longer consolidated.

The parent company acts as management company for the joint taxation arrangement and consequently settles all corporate income tax payments with the tax authorities.

On payment of joint taxation contributions, the Danish corporate income tax charge is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use the tax losses to reduce their own taxable income.

Tax for the year, which comprises the current income tax charge, joint taxation contributions and deferred tax adjustments, including adjustments arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets

Goodwill is measured at cost less accumulated amortisation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Patents and licences are measured at cost less accumulated amortisation and impairment losses.

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

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Investments in subsidiaries

Equity investments in subsidiaries are measured according to the equity method.

On initial recognition, equity investments in subsidiaries are measured at cost, i.e. plus transaction costs. The cost is allocated in accordance with the acquisition method; see the accounting policies regarding business combinations.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies for the assets and liabilities to which they can be attributed. Negative goodwill is recognised in the income statement.

Dividend received is deduced from the carrying amount.

Equity investments in subsidiaries measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

Notes to the financial statements

1 Accounting policies (continued)

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs necessary to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

Goods for resale are measured at cost, which comprises the cost of acquisition plus delivery costs as well as other expenses directly attributable to the acquisition.

Receivables

Receivables are measured at amortised cost.

The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Receivables with no objective indication of individual impairment are tested for objective indication of impairment on a portfolio basis. The objective indicators used for portfolios are determined based on historical loss experience.

Investments - Other receivables includes subordinated loan, where the group has indicated willingness to step back in favor of other creditors.

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

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Notes to the financial statements

1 Accounting policies (continued)

Equity

Treasury shares

Own shares are not recognised as assets, but the acquisition price or sales price for own shares is recognized under equity as a transaction with shareholders.

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries relative to cost. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Reserve for development costs

The reserve for development costs comprises recognised development costs. The reserve cannot be used to distribute dividend or cover losses. The reserve will be reduced or dissolved if the recognised development costs are amortised or are no longer part of the Company's operations by a transfer directly to the distributable reserves under equity.

Translation reserve

The translation reserve comprises the share of foreign exchange differences arising on translation of financial statements of entities that have a functional currency other than DKK, foreign exchange adjustments of assets and liabilities considered part of the Company's net investments in such entities and foreign exchange adjustments regarding hedging transactions that hedge the Company's net investments in such entities. The reserve is dissolved on the sale of foreign entities or if the conditions for effective hedging no longer exist. When equity investments in subsidiaries and associates in the parent company financial statements are subject to the limitation requirement in the net revaluation reserve according to the equity method, foreign exchange adjustments will be included in this equity reserve instead.

Hedging reserve

The hedging reserve comprises the cumulative net change in the fair value of hedging transactions that qualify for recognition as a cash flow hedge and where the hedged transaction has not yet been realised. The reserve is dissolved when the hedged transaction is realised, if the hedged cash flows are no longer expected to be realised or if the hedging relationship is no longer effective. The reserve does not represent a limitation under company law and may therefore be negative.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Provisions

Provisions comprise expected expenses relating to litigations/disputes raised against the Group and the Company. Provisions are recognised when the Company has a legal or constructive obligation as a result of a past event at the balance sheet date and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Provisions are measured at net realisable value or at fair value if the obligation is expected to be settled far into the future.

Notes to the financial statements

1 Accounting policies (continued)

Warranty commitments include expenses for remedial action in respect of the sales of watches and jewelry within the warranty period of up to 3 years. Provisions for warranty commitments are measured at net realisable value and recognised based on past experience. Provisions that are expected to mature more than one year after the balance sheet date are discounted at average bond yields.

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets 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 in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

Cash flow statement

The cash flow statement shows the Group's net cash flows, broken down by operating, investing and financing activities, the year's changes in cash and cash equivalents and the entity's cash and cash equivalents at the beginning and the end of the year.

Cash flows from operating activities are calculated as the profit/loss for the year adjusted for non cash operating items, changes in working capital and paid corporate income tax.

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of entities and activities and of intangible assets, property, plant and equipment and investments.

Cash flows from financing activities comprise changes in the size or composition of the Company's share capital and related expenses as well as raising of loans, repayment of interest bearing debt and payment of dividends to shareholders.

Cash and cash equivalents comprise cash, short term bank loans and short term securities which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Notes to the financial statements

1 Accounting policies (continued)

Financial ratios

The financial ratios stated under "Financial highlights" have been calculated as follows:

Operating profit/loss

Profit/loss before financial items adjusted for other operating

income and other operating expenses

Operating margin

Operating profit (EBIT) x 100

Revenue

Gross margin

Gross profit/loss x 100

Revenue

Equity ratio

Equity excl. non-controlling interests, year-end x 100

Total equity and liabilities, year-end

Profit/loss for the year after tax ex. non-controlling interests x $100\,$

Return on equity

Average equity excl. non-controlling interests

Notes to the financial statements

2 Special items

Special items comprise significant income and expenses of a special nature relative to the Group's revenue-generating operating activities, and special items also comprise significant one-off items that, in Management's opinion, do not form part of the Group's operating activities.

The profit/loss for the year is affected by received compensation payments from the state of Denmark in relation to the COVID-19 outbreak. Due to that this is not part of the normal operating activities, the effect has been disclosed below as special items.

Special items are specified below, including the line items in which they are recognised in the income statement.

	Gro	up	Parent c	ompany
DKK'000	2021	2020	2021	2020
Income				
Received compensation payments from the state of Denmark in relation to the COVID-				
19 outbreak	184	1,495	0	202
	184	1,495	0	202
Expenses				
Payed compensation payments from the state of Denmark in relation to the COVID-19				
outbreak	-21	0	-21	0
	-21	0	-21	0
Special items are recognised in the below items of the financial statements				
Other external expenses	-21	0	-21	0
Other operating income	184	1,495	0	202
Net profit/loss on special items	163	1,495	-21	202

Notes to the financial statements

	Gro	oup	Parent company		
DKK'000	2021	2020	2021	2020	
3 Staff costs					
Wages/salaries	44,300	37,948	3,811	1,931	
Pensions	658	678	336	334	
Other social security costs	5,480	6,646	43	38	
Other staff costs	140	72	14	1	
	50,578	45,344	4,204	2,304	
Average number of full-time					
employees	155	164	6	6	

Group

 $Total\ remuneration\ to\ group\ Management: DKK\ 4,380\ thousand\ (2020\ DKK\ 3,927\ thousand).$

Management include boot Executive Board and Board of Directors.

Parent company

By reference to section 98b(3), (ii), of the Danish Financial Statements Act, remuneration to the group Management for is not disclosed.

		Group		Parent o	company
	DKK'000	2021	2020	2021	2020
4	Amortisation/depreciation of intangible assets and property, plant and equipment				
	Amortisation of intangible assets Depreciation of property, plant	638	280	202	156
	and equipment	2,534	4,446	0	0
		3,172	4,726	202	156
5	Financial income Interest receivable, group				
	entities	0	0	2,489	2,629
	Other interest income Exchange adjustments	0 1,569	21 1,175	0	0 1,175
		1,569	1,196	2,489	3,804
6	Financial expenses Interest expenses, group				
	entities	0	0	1,937	1,801
	Interest expenses, shareholders	0	780	639	780
	Other interest expenses	232	277	243	146
	Exchange adjustments	0	4,311	0	0
		232	5,368	2,819	2,727

Notes to the financial statements

0		Gro	up	Parent o	company
	DKK'000	2021	2020	2021	2020
7	Tax for the year Estimated tax charge for the				
	year Deferred tax adjustments in the	774	2,633	-1,573	957
	year	598	-28	398	29
	Tax adjustments, prior years	0	25	0	0
		1,372	2,630	-1,175	986

8 Intangible assets

	Group				
DKK'000	Completed development projects	Patents and licences	Goodwill	Total	
Cost at 1 January 2021 Additions in the year	0 7,075	2,514 288	1,233 0	3,747 7,363	
Cost at 31 December 2021	7,075	2,802	1,233	11,110	
Impairment losses and amortisation at 1 January 2021 Depreciation in the year	0 226	816 289	975 123	1,791 638	
Impairment losses and amortisation at 31 December 2021	226	1,105	1,098	2,429	
Carrying amount at 31 December 2021	6,849	1,697	135	8,681	

	Parent company		
DKK'000	Completed development projects	Patents and licences	Total
Cost at 1 January 2021 Additions in the year	0 1,884	2,010 0	2,010 1,884
Cost at 31 December 2021	1,884	2,010	3,894
Impairment losses and amortisation at 1 January 2021 Depreciation in the year	0 0	816 202	816 202
Impairment losses and amortisation at 31 December 2021	0	1,018	1,018
Carrying amount at 31 December 2021	1,884	992	2,876

Notes to the financial statements

9 Property, plant and equipment

	Group
DKK'000	Other fixtures and fittings, tools and equipment
Cost at 1 January 2021 Exchange adjustment Additions in the year Disposals in the year	23,569 269 3,865 -631
Cost at 31 December 2021	27,072
Impairment losses and depreciation at 1 January 2021 Exchange adjustment Depreciation in the year Reversal of amortisation/depreciation and impairment of disposals	14,747 214 2,534 -99
Impairment losses and depreciation at 31 December 2021	17,396
Carrying amount at 31 December 2021	9,676

10 Investments

	Group
DKK'000	Other receivables
Cost at 1 January 2021	800
Cost at 31 December 2021	800
Carrying amount at 31 December 2021	800

Group

Name	Legal form	Domicile	Interest
Subsidiaries			
BERING Time	ApS	Aabenraa	100.00%
BERING Time	Ltd	Hong Kong	100.00%
BERING Time	Inc	USA	100.00%
		United	
BERING Time	Limited	Kingdom	100.00%
ARENA Copenhagen	ApS	Aabenraa	100.00%
Polarboutique	GmbH	Germany	100.00%
Luis & Freya	GmbH	Germany	100.00%
BERING Time Maastrich	BV	Netherlands	51.00%
Polarzeit	GmbH	Germany	100.00%
BERING Time Utrecht	BV	Netherlands	51.00%
Bering Time	GmbH	Germany	100.00%
Time In Style	GmbH	Germany	67.00%

The consolidated financiel statements comprise the Parent Company and above mentioned subsidiaries.

Notes to the financial statements

10 Investments (continued)

	Parent company
DKK'000	Investments in group entities
Cost at 1 January 2021	53,002
Cost at 31 December 2021	53,002
Value adjustments at 1 January 2021 Exchange adjustment Share of the profit/loss for the year Depreciation, goodwill Investments with negative equity value transferred to provisions	48,946 -6 7,150 -123 772
Value adjustments at 31 December 2021	56,739
Carrying amount at 31 December 2021	109,741

The carrying amount of group entities comprises share of the entities' net asset value, DKK 103,277 thousand, goodwill at carrying amount of DKK 135 thousand and less elimination of intra-group gains of DKK 309 thousand.

Of the total carrying amount, negative net assets in group entities amount to DKK 6,638 thousand. Of these DKK 3,905 thousand have been recognised under provisions and DKK 2,733 thousand are reduced in receivables.

Parent company

Subsidiaries			
Bering Time	ApS	Aabenraa	100.00%
Bering Time	Ltd	Hong Kong	100.00%
Bering Time	Inc	USA	100.00%
		United	
Bering Time	Limited	Kingdom	100.00%
ARENA Copenhagen	ApS	Aabenraa	100.00%
Polarboutique	GmbH	Germany	100.00%
Luis & Freya	GmbH	Germany	100.00%
BERING Time Maastrich	BV	Netherlands	51.00%
Polarzeit	GmbH	Germany	100.00%
BERING Time Utrecht	BV	Netherlands	51.00%
Time In Style	GmbH	Germany	67.00%

Notes to the financial statements

11 Prepayments

Group

Prepayments include prepayment for take over of distributor and accrual of expenses relating to subsequent financial years including insurance.

	Parent co	ompany
DKK'000	2021	2020
Share capital		
Analysis of the share capital:		
501,000 shares of DKK 1.00 nominal value each	501	501
	501	501
	Share capital Analysis of the share capital:	DKK'000 2021 Share capital Analysis of the share capital: 501,000 shares of DKK 1.00 nominal value each 501

The share capital is divived into A and B shares, where A shares hold voting rights.

The Parent's share capital has remained DKK 501 thousand since the foundation. Hereoff, the parent company holds own shares DKK 117 thousand.

13 Deferred tax

Analysis of the deferred tax

Grou	р	Parent o	company
2021	2020	2021	2020
-785	-803	0	0
784	556	492	94
-1.	-247	492	94
	2021 -785 784	-785 -803 784 556	2021 2020 2021 -785 -803 0 784 556 492

Group

Deferred tax includes deferred tax regarding intangible assets, property, plant and equipment, tax loss for carry-forwards as well as current liabilities. It is expected that DKK 330 thousand of the deferred tax recognised at 31 December 2021 is realised as current tax in 2022.

Parent company

Provision relating to deferred tax includes deferred tax regarding intangible assets. It is expected that DKK 0 thousand of the deferred tax recognised at 31 December 2021 is realised as current tax in 2022.

14 Non-current liabilities other than provisions

	Group			
DKK'000	Total debt at 31/12 2021	Repayment, next year	Long-term portion	Outstanding debt after 5 years
Payables to shareholders	20,250	0	20,250	0
	20,250	0	20,250	0

Notes to the financial statements

14 Non-current liabilities other than provisions (continued)

	Parent company			
DKK'000	Total debt at 31/12 2021	Repayment, next year	Long-term portion	Outstanding debt after 5 years
Payables to group entities	2,230	0	2,230	0
Payables to shareholders	20,250	0	20,250	0
	22,480	0	22,480	0

15 Provisions

Group

Other provisions comprise provisions for warranty commitments, totalling DKK 495. Warranty provisions relate to expected warranty expenses in accordance with usual guarantee commitments applicable to the sale of goods. The obligation is expected to be settled over the warranty period, which is up to three years.

16 Derivative financial instruments

Group

Forecast transactions

The Group and the parent company uses forward exchange contracts to hedge expected currency risks relating to purchase of goods in the coming year.

		Contract	ual value		ses recognised in quity	
DKK'000	Period	2021	2020	2021	2020	
Forward exchange contracts (Put)	0-12 months	-59,641	-44,631	3,213	346	

17 Contractual obligations and contingencies, etc.

Other financial obligations

Group

The Group has entered into rent agreements with terms of notice up to 6 years and 3 months. The total residual rent liability amounts to DKK 2,878 thousand.

The Group has entered into lease agreements with a residual liability of DKK 811 thousand.

Parent company

As management company, the Company is jointly taxed with other Danish group entities. The Company is jointly and severally with other jointly taxed group entities for payment of income taxes and withholding taxes in the group of jointly taxed entities.

Contingent liabilities

The Group and the parent company is party to a few pending legal actions. In Management's opinion, the outcome of these legal actions will not affect the Group's financial position apart from the receivables and payables recognised in the balance sheet at 31 December 2021.

Notes to the financial statements

18 Collateral

Group

As security for the group's debt to credit institutions, DKK 31.7 million, the group has placed security in inventories, property, plant and equipment, trade receivables and intangible assets, for an amount of DKK 62.5 million.

Parent company

As security for the company's debt to credit institutions, DKK 6.5 million, the company has placed security in inventories, property, plant and equipment, receivables and intangible assets, for an amount of DKK 26.0 million.

BERING Group ApS has placed security toward subsidiaries bank amounting to DKK 0,3 million.

19 Related parties

Transactions with related parties

The Group and the parent company solely discloses related party transactions that have not been carried out on an arm's length basis, cf. section 98c(7) of the Danish Financial Statements Act.

All transactions have been carried out on an arm's length basis.

		Parent com	t company	
	DKK'000	2021	2020	
20	Appropriation of profit Recommended appropriation of profit			
	Net revaluation reserve according to the equity method	7,794	2,948	
	Other reserves	1,469	0	
	Retained earnings/accumulated loss	-6,466	3,113	
		2,797	6,061	

Notes to the financial statements

		Group		
	DKK'000	2021	2020	
21	Adjustments Amortisation/depreciation and impairment losses Tax for the year Other adjustments	3,172 1,618 2,231 7,021	4,724 2,630 -324 7,030	
		Group		
	DKK'000	2021	2020	
22	Changes in working capital Change in inventories Change in receivables Change in trade and other payables Other changes in working capital	-8,275 -7,260 3,591 477	15,330 7,925 4,226 139	
		-11,467	27,620	
		Grou	Group	
	DKK'000	2021	2020	
23	Cash and cash equivalents at year-end Cash according to the balance sheet	8,956 8,956	7,894 7,894	