

Annual report 2016/17

Company reg. no. 35 65 00 91

Seidensticker Scandinavia ApS

Strandlodsvej 38

2300 København S

The annual report have been submitted and approved by the general meeting on 14 June 2017.

Christian Bregovac
Chairman of the meeting

Notes:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

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Management's report

The board of directors and the executive board have today presented the annual report of Seidensticker Scandinavia ApS for the financial year 1 May 2016 to 30 April 2017.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 30 April 2017 and of the company's results of its activities in the financial year 1 May 2016 to 30 April 2017.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

København S, 14 June 2017

Executive board

Christian Bregovac

Silvia Bentzinger

Board of directors

Gerd Markus Oliver Seidensticker

Martin Friedrich

Frank-Walter Seidensticker

Independent auditor's report

To the shareholders of Seidensticker Scandinavia ApS

Opinion

We have audited the annual accounts of Seidensticker Scandinavia ApS for the financial year 1 May 2016 to 30 April 2017, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 30 April 2017 and of the results of the company's operations for the financial year 1 May 2016 to 30 April 2017 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts

Independent auditor's report

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts reflect 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 the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

Independent auditor's report

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, 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 believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Glostrup, 14 June 2017

PKF Munkebo Vindelev
State Authorised Public Accountants
Company reg. no. 14 11 92 99

Peter Krogsrud Eriksen
State Authorised Public Accountant

Company data

The company	Seidensticker Scandinavia ApS Strandlodsvej 38 2300 København S
	Company reg. no. 35 65 00 91 Established: 13 January 2014 Domicile: City of Copenhagen Financial year: 1 May - 30 April 3rd financial year
Board of directors	Gerd Markus Oliver Seidensticker Martin Friedrich Frank-Walter Seidensticker
Executive board	Christian Bregovac Silvia Bentzinger
Auditors	PKF Munkebo Vindelev, Statsautoriseret Revisionsaktieselskab Hovedvejen 56 2600 Glostrup
Bankers	Deutsche Bank AG, Herforder 23, DE-33602 Biefeld

Financial highlights

DKK in thousands.

	<u>2016/17</u>	<u>2015/16</u>	<u>2014/15</u>
Profit and loss account:			
Gross profit	1.405	1.474	-1.388
Earnings before interest	76	-78	-2.785
Net financials	-165	-111	-9
Results for the year	-79	-159	-2.194
Balance sheet:			
Investments in tangible fixed assets represent	125	30	0
Equity	-2.382	-2.303	-2.144
Employees:			
Average number of full time employees	2	2	2

The financial highlights for 2014/15 comprise the period 13 January 2014 - 30 April 2015.

Management's review

The principal activities of the company

The significant activities of the enterprise is to sell shirts.

Development in activities and financial matters

The results from ordinary activities after tax are DKK -79.000 against DKK -159.000 last year. The management consider the results less satisfactory.

The company has lost more than half of the equity. The management anticipates that the equity can be restored through future earnings.

Events subsequent to the financial year

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

Accounting policies used

The annual report for Seidensticker Scandinavia ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

Accounting policies used

In case the foreign group enterprises and associated enterprises meet the criteria for being independent units, the profit and loss accounts are translated by using an average exchange rate for the period in question, and the balance sheet items are translated by using the closing rate. Differences arising in connection with the translation of the equity of foreign group enterprises at the beginning of the year to the closing rate are recognised directly in the equity. The same goes for differences arising in connection with translation of the profit and loss accounts from average exchange rate to the closing rate.

At recognition of foreign group enterprises which are integrated units, the monetary items are translated by using the closing rate. Non monetary items are translated by using the exchange rate prevailing at the time of acquisition or at the time of the following depreciation or writedown of the asset. The items of the profit and loss account are translated by using the exchange rate prevailing at the date of the transaction. However, items in the profit and loss account deriving from non monetary items are translated by using historical prices.

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

THE PROFIT AND LOSS ACCOUNT

Gross profit

The gross profit comprises the net turnover, cost of sales and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Costs of sales includes costs for the purchase of goods for resale less discounts.

Other external costs comprise costs for sales, administration and premises.

Staff costs

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

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation, amortisation and writedown for the year and gains and losses on disposal of intangible and tangible fixed assets.

Accounting policies used

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

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

THE BALANCE SHEET

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of expected residual value after the end of the useful life of the asset.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

Other plants, operating assets, fixtures and furniture	3-5 years
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Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Accounting policies used

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

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

Profit and loss account 1 May - 30 April

All amounts in DKK.

<u>Note</u>	<u>2016/17</u>	<u>2015/16</u>
Gross profit	1.405.170	1.474.135
1 Staff costs	-1.228.579	-1.469.301
Depreciation and writedown relating to tangible fixed assets	-100.790	-82.864
Earnings before interest	75.801	-78.030
Other financial income	70.597	12.164
Other financial costs	-236.062	-123.425
Results before tax	-89.664	-189.291
2 Tax on ordinary results	10.293	30.481
Results for the year	-79.371	-158.810
Proposed distribution of the results:		
Allocated from results brought forward	-79.371	-158.810
Distribution in total	-79.371	-158.810

Balance sheet 30 April

All amounts in DKK.

Assets			
Note		2017	2016
Fixed assets			
3	Other plants, operating assets, fixtures and furniture	262.609	262.022
	Tangible fixed assets in total	<u>262.609</u>	<u>262.022</u>
4	Deposits	49.089	137.500
	Financial fixed assets in total	<u>49.089</u>	<u>137.500</u>
	Fixed assets in total	<u>311.698</u>	<u>399.522</u>
Current assets			
	Amounts owed by group enterprises	848.896	1.916.413
5	Deferred tax assets	640.811	630.518
	Other debtors	37.841	68.597
	Accrued income and deferred expenses	4.503	2.636
	Debtors in total	<u>1.532.051</u>	<u>2.618.164</u>
	Cash funds	<u>155.038</u>	<u>43.274</u>
	Current assets in total	<u>1.687.089</u>	<u>2.661.438</u>
	Assets in total	<u>1.998.787</u>	<u>3.060.960</u>

Balance sheet 30 April

All amounts in DKK.

Equity and liabilities			
Note		2017	2016
	Equity		
6	Contributed capital	50.000	50.000
7	Results brought forward	-2.432.225	-2.352.854
	Equity in total	-2.382.225	-2.302.854
	 Liabilities		
	Debt to group enterprises	4.116.110	5.146.345
	Other debts	264.902	217.469
	Short-term liabilities in total	4.381.012	5.363.814
	Liabilities in total	4.381.012	5.363.814
	 Equity and liabilities in total	1.998.787	3.060.960

8 Contingencies

Notes

All amounts in DKK.

	<u>30/4 2017</u>	<u>30/4 2016</u>
4. Deposits		
Cost 1 May 2016	137.500	137.500
Disposals during the year	<u>-88.411</u>	<u>0</u>
Cost 30 April 2017	<u>49.089</u>	<u>137.500</u>
 Book value 30 April 2017	 <u>49.089</u>	 <u>137.500</u>
 5. Deferred tax assets		
Deferred tax assets 1 May 2016	630.518	600.037
Deferred tax of the results for the year	<u>10.293</u>	<u>30.481</u>
	<u>640.811</u>	<u>630.518</u>
 The following items are subject to deferred tax:		
Tangible fixed assets	-26.143	-37.773
Losses brought forward from previous years	<u>666.954</u>	<u>668.291</u>
	<u>640.811</u>	<u>630.518</u>
 6. Contributed capital		
Contributed capital 1 May 2016	<u>50.000</u>	<u>50.000</u>
	<u>50.000</u>	<u>50.000</u>
 7. Results brought forward		
Results brought forward 1 May 2016	-2.352.854	-2.194.044
Profit or loss for the year brought forward	<u>-79.371</u>	<u>-158.810</u>
	<u>-2.432.225</u>	<u>-2.352.854</u>
 8. Contingencies		
Contingent assets		
The company has entered into a lease for premises. The annual rent amounts TDKK 353. The agreement may be terminated no sooner than 1 December 2016 and with termination on 6 months notice.		