

# **EURO POOL SYSTEM DENMARK ApS**

H.C. Andersens Boulevard 38, 3, th,

1553 København V

CVR No. 36423404

## **Annual Report 2022**

The Annual Report was presented and  
adopted at the Annual General Meeting of  
the Company on 13 July 2023

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Dorthe Christine Hvidkjaer  
Chairman

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## Management's Statement

Today, Management has considered and adopted the Annual Report of EURO POOL SYSTEM DENMARK ApS for the financial year 1 January 2022 - 31 December 2022.

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 assets, liabilities and financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January 2022 - 31 December 2022.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 13 July 2023

### Executive Board

Gert Johan Scheringa  
Manager

Christoph Esch  
Manager

## Independent Auditors' Report

### To the shareholders of EURO POOL SYSTEM DENMARK ApS

#### Qualified opinion

We have audited the financial statements of EURO POOL SYSTEM DENMARK ApS for the financial year 1 January 2022 - 31 December 2022, 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, except for the possible effect of the matter described in the "Basis for qualified opinion" section, the financial statements give a true and fair view of the Entity's financial position at 31 December 2022 and of the results of its operations for the financial year 1 January 2022 - 31 December 2022 in accordance with the Danish Financial Statements Act.

#### Basis for qualified opinion

Management had not anticipated that there would be a material inventory balance at period end and as such we were not invited to attend Management's physical inventory counting. Consequently, we have not been able to audit the existence of the Company's inventories, which have been recognised at DKK 3.5 million in the financial statements at 31 December 2022.

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified 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,

## Independent Auditors' Report

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.

Copenhagen, 13 July 2023

**DELOITTE STATS-AUTORISERET  
REVISIONSPARTNERSELSKAB**

CVR-no. 33963556

Jan Larsen  
State Authorised Public Accountant  
mne16541

## Company details

<b>Company</b>	EURO POOL SYSTEM DENMARK ApS H.C. Andersens Boulevard 38, 3, th, 1553 København V
Telephone	45 58 59 59 18
E-mail	<a href="http://www.europoolsystem.com">www.europoolsystem.com</a>
CVR No.	36423404
Date of formation	27 October 2014
Financial year	01-01-2022 - 31-12-2022
<b>Executive Board</b>	Gert Johan Scheringa Christoph Esch
<b>Auditors</b>	DELOITTE STATS AUTORISERET REVISIONSPARTNERSELSKAB Weidekampsgade 6 2300 København S CVR-no.: 33963556

## **Management's Review**

### **The Company's principal activities**

The Company's activities are to provide reusable packaging in the European fresh supply chain.

### **Development in the activities and the financial situation of the Company**

The Company's Income Statement of the financial year 1 January 2022 - 31 December 2022 shows a result of DKK 3.456.485 and the Balance Sheet at 31 December 2022 a balance sheet total of DKK 246.365.942 and an equity of DKK 15.697.611.

The corona pandemic did not harm the business in any further manner. The organization, customers and suppliers were not over proportional impacted in 2022, however Euro Pool System

has maintained his high standards of hygiene, disinfection, quality and safety measures to avoid any risk.

The employees of Euro Pool System DK are working still partially from home. The operational team and the SHEQ department of Euro Pool System regularly monitor the operational maintenance plan in times of crisis to ensure the permanent inbound of used reusable trays and the outbound of washed reusable trays to our customers.

The beginning of the Ukrainian war has impacted the business in Denmark, since energy costs and transportation costs have been arisen. We took several measures to reduce our costs and did a price increase to our renters in Q2 2022. The resulting inflation for the consumers has impacted our rotation from August until the end of the year but not with a significant drop on our rotations since we were able to gain new categories for our business model like meat and others, so we ended the year 2022 3% above 2021.

### **Events after the balance sheet date**

#### **Current situation in Ukraine**

We expect that war in Ukraine has limited impact on the companies' profitability in 2023. The reduction of energy costs and decrease of inflation rates can be mentioned as indicators of stabilization of the economy.

## Accounting Policies

### Reporting Class

The annual report of EURO POOL SYSTEM DENMARK ApS for 2022 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied to these financial statements are consistent with those applied last year. Certain reclassifications with the balance sheet were made in the current year, which have no impact on the results of the year.

### Reporting currency

The annual report is presented in Danish kroner.

## General information

### 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.

### Foreign Currency Translations

During the year, transactions in foreign currencies have been translated applying the exchange rate at the transaction date. If currency positions are considered hedge of future cash flows, the value adjustments are recognised directly in equity.

Receivables and debt denominated in foreign currencies have been recognised at the exchange rate of the balance sheet date.

Realised and unrealised exchange gains and losses have been recognised in the income statement under other financial income and expenses.

## Income statement

### Gross profit/loss

Gross profit or loss comprises revenue, other operating income, cost of goods and external expenses. EPS Europe B.V. is the owner of the tray asset pool in the group. Transfer pricing within Euro Pool Group is based on the Entrepreneurial versus Limited Risk model. EPS Europe B.V. is the entrepreneur with respect to the tray business, whereas their subsidiaries are limited risk distributors. Euro Pool System Denmark ApS is remunerated based on the functions performed and risks borne, in particular concerning the sales, marketing and logistic activities. The remuneration consists of a commission for revenue and costs. The commission for revenues is 3.00% (2021: 3.00%), the mark-up for costs is 7.00% (2021: 7.00%), expenses related to services outsourced to and provided by



## Accounting Policies

third party service providers are considered as disbursement. As such these costs are recharged to EPS Europe B.V. without a mark-up. This results in operating margins that are within the benchmark study for comparable types of companies in the sector and consistent with the OECD Transfer Pricing Guidelines.

### Revenue

Sales is the gross inflow of economic benefits during the period arising in the course of the ordinary activities.

Sales are derived from rendering of services.

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognized. The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

- a) the amount of revenue can be measured reliably;
- b) it is probable that the economic benefits associated with the transaction will flow to the enterprise;
- c) the stage of completion of the transaction, costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

Revenue is measured excl. VAT and less customer discounts.

### Other operating income

Other operating income includes financial statement items of a secondary nature in relation to the primary activity of the enterprise, including profit on sale of fixed assets.

### Staff costs

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

### Depreciation

Depreciation relating to fixed assets comprise depreciation for the financial year.

### Other financial income and other financial expenses

Financial income and expenses comprise interest, realised and unrealised exchange gains and losses as well as interest surcharge and interest reimbursements under the Danish Tax Prepayment Scheme.

### Tax on net profit for the year

Tax on profit or loss for the year represents 22% of the book profit or loss adjusted for non-taxable and non-deductible items.

Tax on profit or loss for the year consists of the anticipated tax portion of the taxable income for the year adjusted for the changes for the year in deferred tax.

The Company is subject to the Danish Tax Prepayment Scheme. Interest reimbursement and interest surcharge have been recognised in financial income and expenses.

## Balance sheet

### Fixed Assets

Fixed assets are measured at cost less accumulated depreciation. The basis of depreciation is cost less estimated residual value after the end of useful life.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation.

Depreciation is initiated when the assets are ready to be taken into operation. Assets are depreciated on a straight-line basis over their estimated useful lives.

## Accounting Policies

Profit/loss on sale or retirement has been included in the income statement under other operating income and other operating expenses.

### Depreciation horizon:

- Properties and buildings -20-22 years
- Fixture and fittings, tools and equipment -1-7 years
- Leasehold improvements-1-3 years

### Impairment on Fixed Assets

The carrying amount of fixed assets is reviewed annually for indication of impairment for loss, apart from what is expressed by usual depreciation. If this applies, impairment for loss is made of each asset or group of assets, respectively, to lower recoverable amount.

As recoverable amount, the higher of expected net selling price and net present value is applied. The net present value is calculated as the present value of the anticipated cash flows from the use of the asset or the group of assets.

Impairment for loss for the year is recognised in the income statement as depreciation.

### Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down for bad debt according to an individual assessment.

### Deferred taxes

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.

### Cash and cash equivalents

Cash and cash equivalents comprise cash in bank deposits.

### Other provisions

Other provisions comprise restructuring provisions which are recognised when the Company has a legal or constructive obligation.

### Other liabilities other than provisions

Other liabilities other than provisions have been measured at amortised cost which corresponds to nominal value.

### Current tax payable

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

## Income Statement

	Note	2022 DKK	2021 DKK
<b>Gross profit</b>		<b>21.796.327</b>	<b>18.098.108</b>
Staff costs	1	-3.637.725	-3.992.438
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss		-11.533.224	-10.061.030
<b>Profit from ordinary operating activities</b>		<b>6.625.378</b>	<b>4.044.640</b>
Other finance income		48.433	0
Finance expenses	2	-1.685.804	-1.132.744
<b>Profit from ordinary activities before tax</b>		<b>4.988.007</b>	<b>2.911.896</b>
Tax expense on ordinary activities	3	-1.531.522	-638.462
<b>Profit</b>		<b>3.456.485</b>	<b>2.273.434</b>
<b>Proposed distribution of results</b>			
Retained earnings		3.456.485	2.273.434
<b>Distribution of profit</b>		<b>3.456.485</b>	<b>2.273.434</b>

## Balance Sheet as of 31 December

	Note	2022 DKK	2021 DKK
<b>Assets</b>			
Land and buildings		768.809	865.781
Fixtures, fittings, tools and equipment		55.938.194	66.990.793
Leasehold improvements		1.425.842	1.796.269
<b>Property, plant and equipment</b>	4	<b>58.132.845</b>	<b>69.652.843</b>
Non-current deferred tax assets	5	3.356.672	1.853.195
<b>Investments</b>		<b>3.356.672</b>	<b>1.853.195</b>
<b>Fixed assets</b>		<b>61.489.517</b>	<b>71.506.038</b>
Raw materials and consumables		3.519.621	1.488.969
<b>Inventories</b>		<b>3.519.621</b>	<b>1.488.969</b>
Short-term trade receivables		47.906.191	57.966.864
Other short-term receivables	6	60.719.556	21.422.900
<b>Receivables</b>		<b>108.625.747</b>	<b>79.389.764</b>
<b>Cash and cash equivalents</b>		<b>72.731.057</b>	<b>51.288.091</b>
<b>Current assets</b>		<b>184.876.425</b>	<b>132.166.824</b>
<b>Assets</b>		<b>246.365.942</b>	<b>203.672.861</b>

## Balance Sheet as of 31 December

	Note	2022 DKK	2021 DKK
<b>Liabilities and equity</b>			
Contributed capital		50.000	50.000
Retained earnings		15.647.611	12.191.126
<b>Equity</b>		<b>15.697.611</b>	<b>12.241.126</b>
Other payables		1.570.971	893.046
<b>Long-term liabilities other than provisions</b>		<b>1.570.971</b>	<b>893.046</b>
Trade payables		135.555.220	123.033.242
Payables to group enterprises		7.597.310	23.101.554
Tax payables		2.682.999	1.694.317
Other payables	7	83.261.831	42.709.576
<b>Short-term liabilities other than provisions</b>		<b>229.097.360</b>	<b>190.538.689</b>
<b>Liabilities other than provisions within the business</b>		<b>230.668.331</b>	<b>191.431.735</b>
<b>Liabilities and equity</b>		<b>246.365.942</b>	<b>203.672.861</b>
Unrecognised rental and lease commitments	8		
Contingent liabilities	9		
Ownership	10		

**Statement of changes in Equity**

	<b>Contributed capital DKK</b>	<b>Retained earnings DKK</b>	<b>Total DKK</b>
Equity 1 January 2022	50.000	12.191.126	12.241.126
Profit (loss)		3.456.485	3.456.485
<b>Equity 31 December 2022</b>	<b>50.000</b>	<b>15.647.611</b>	<b>15.697.611</b>

The share capital consist of 50 shares of DKK 1.000,00. The shares have not been divided into classes.

## Notes

	2022	2021	
<b>1. Staff Costs</b>			
Gross salaries	3.207.577	3.689.013	
Company pension contributions	430.148	303.425	
	<b>3.637.725</b>	<b>3.992.438</b>	
Average number of employees	5	5	
<b>2. Finance expenses</b>			
Exchange Rate Losses	249.779	17.346	
Interest Paid	1.436.025	1.115.397	
	<b>1.685.804</b>	<b>1.132.743</b>	
<b>3. Tax expense</b>			
Current tax expense	3.034.999	2.328.245	
Adjustments for deferred tax	-1.503.477	-1.689.783	
	<b>1.531.522</b>	<b>638.462</b>	
<b>4. Property, plant and equipment</b>			
	<b>Land and buildings</b>	<b>Leasehold improvements</b>	<b>Fixtures, fit tings, tools and equipment</b>
Cost at the beginning of the year	1.319.559	2.549.856	77.461.684
Addition during the year, incl. improvements			13.226
<b>Cost at the end of the year</b>	<b>1.319.559</b>	<b>2.549.856</b>	<b>77.474.910</b>
Depreciation and amortisation at the beginning of the year	-453.778	-753.587	-10.470.891
Depreciation for the year	-96.972	-370.427	-11.065.825
<b>Impairment losses and amortisation at the end of the year</b>	<b>-550.750</b>	<b>-1.124.014</b>	<b>-21.536.716</b>
<b>Carrying amount at the end of the year</b>	<b>768.809</b>	<b>1.425.842</b>	<b>55.938.194</b>
<b>5. Non-current deferred tax assets</b>			
Balance at the beginning of the year	1.853.195	2.155	
Change for the year	1.503.477	1.851.040	
<b>Balance at the end of the year</b>	<b>3.356.672</b>	<b>1.853.195</b>	
Property, plant and equipment	3.356.672	1.853.195	
	<b>3.356.672</b>	<b>1.853.195</b>	

The deferred tax asset is the result of differences between the fiscal and commercial depreciation method of fixed assets.

## Notes

	2022	2021
<b>6. Other short-term receivables</b>		
Other receivables	58.280.598	19.407.942
Deposits	31.705	142.141
Receivable from tax office	2.407.253	1.872.818
	<b>60.719.556</b>	<b>21.422.901</b>

**7. Other payables**

Transport invoice to be received	3.356.049	3.058.196
Payroll related depts	373.482	281.301
Other Liabilities	5.890.956	1.549.286
Holiday accrual	501.598	838.265
Deposit obligation	2.613.650	3.302.159
Retailer refunds	70.526.096	33.680.369
	<b>83.261.831</b>	<b>42.709.576</b>

**8. Unrecognised rental and lease commitments**

	Due within 1 year	Due after 1 year	Due after 5 years
Lease commitments	7.054.871	27.787.484	33.114.355
	<b>7.054.871</b>	<b>27.787.484</b>	<b>33.114.355</b>

**9. Contingent liabilities**

Collateral blocked account (Mortgage) - DKK 100.000

**10. Ownership**

The immediate parent is EPS Europe B.V., a company incorporated in the Netherlands at Laan van Vredenoord 8-12, Rijswijk.

EPS Europe B.V. owns all shares in the entity, thus exercising control. This company is the parent undertaking of the smallest group which includes the entity and for which group accounts are prepared.

Euro Pool System International B.V. is the shareholder of EPS Europe B.V.