

Devon&Devon ApS

Store Kongensgade 118 st., 1264 København K

Annual report for 2022

CVR no. 36 45 56 83

Adopted at the annual general meeting on 3 March 2023

chairman: Graziano Verdi

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of Devon&Devon ApS for the financial year 1 January - 31 December 2022.

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

In my opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022.

In my opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 3 March 2023

Executive board

Graziano Verdi
Director



Independent auditor's report

To the shareholder of Devon&Devon ApS

Opinion

We have audited the financial statements of Devon&Devon ApS for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022 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 financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

Disagreement with management - measurement of turnover, consumption of goods and inventories. The company had included revenue in 2021, which was delivered in 2022. The method is not in accordance with the Danish Financial Statements Act. It is our opinion that the revenue in 2022 should have been DKK 268,895 higher, and as a result of this, consumption of goods should have been DKK 156,265 higher, while profit would have been DKK 114,231 higher, but equity and Inventory, will be the same, as the revenue ect. was already taken in 2021.

Our conclusion has not been modified regarding this matter.

Disagreement with management - measurement of turnover, consumption of goods and inventories. The company has included revenue in 2022, where delivery has only taken place in 2023. The method is not in accordance with the Danish Financial Statements Act. It is our opinion that it is necessary to reduce revenue by DKK 287.896, revalue inventories by DKK 160.138. As a result, consumption of goods would have been reduced by 160.138 while profit and equity would have been reduced by DKK 127.758, to be in accordance with the provisions of the Danish Financial Statements Act.

Our conclusion has not been modified regarding this matter

Independent auditor's report

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 the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Independent auditor's report

- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover 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 management's review and, in doing so, consider whether 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 management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that 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 management's review.

Copenhagen, 3 March 2023

Ecovis Danmark
statsautoriseret revisionsinteressentskab
CVR no. 28 93 95 23

Kurt Bülow
State Authorized Public Accountant
MNE no. mne3112

Company details

The company

Devon&Devon ApS
Store Kongensgade 118 st.
1264 København K

CVR no.: 36 45 56 83

Reporting period: 1 January - 31 December 2022

Domicile: Copenhagen

Executive board

Graziano Verdi, director

Auditors

Ecovis Danmark
statsautoriseret revisionsinteressentskab
Vendersgade 28 st. th
1363 København K

Bankers

Danske Bank
Holmens Kanal 2-12
1092 København K

Consolidated financial statements

The company is reflected in the group report as the parent company Devon & Devon S.p.a.

The group report of Devon & Devon S.p.a. can be obtained at the following address:

Devon&Devon S.p.A.
Scandicci (FI)
Via di Casellina 61 / D
Italien

Management's review

Business review

The main activity of the company is engros and retail sale of ceramic and sanitary goods and related products, distribution in Denmark, Scandinavia and surrounding countries.

Income statement 1 January - 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Gross profit		-67.271	208.290
Staff costs	2	<u>-429.819</u>	<u>-418.432</u>
Financial costs		<u>-23.761</u>	<u>-12.217</u>
Profit/loss for the year		<u>-520.851</u>	<u>-222.359</u>

Distribution of profit

	<u>2022</u> DKK	<u>2021</u> DKK
Retained earnings	<u>-520.851</u>	<u>-222.359</u>
	<u>-520.851</u>	<u>-222.359</u>

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Assets			
Deposits		208.243	191.971
Fixed asset investments		208.243	191.971
Total non-current assets		208.243	191.971
Finished goods and goods for resale		897.868	954.234
Stocks		897.868	954.234
Trade receivables		467.155	147.350
Receivables		467.155	147.350
Cash at bank and in hand		206.422	598.727
Total current assets		1.571.445	1.700.311
Total assets		1.779.688	1.892.282

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Equity and liabilities			
Share capital		185.000	185.000
Retained earnings		-1.825.919	-1.305.068
Equity		-1.640.919	-1.120.068
Prepayments received from customers		551.052	233.375
Trade payables		25.000	0
Payables to group companies		2.782.272	2.239.335
Other payables		62.283	539.640
Total current liabilities		3.420.607	3.012.350
Total liabilities		3.420.607	3.012.350
Total equity and liabilities		1.779.688	1.892.282

Statement of changes in equity

	Share capital	Retained earnings	Total
Equity at 1 January 2022	185.000	-1.305.068	-1.120.068
Net profit/loss for the year	0	-520.851	-520.851
Equity at 31 December 2022	185.000	-1.825.919	-1.640.919

Notes

1 Uncertainty about the continued operation (going concern)

The Parent Company Italcir S.p.A., has given an declaration of support Devon&Devon DK ApS economic and financial, to ensure the activities in the subsidiary in the next 12 months from General Assembly for the financial year 2022.

	<u>2022</u> DKK	<u>2021</u> DKK
2 Staff costs		
Wages and salaries	422.534	412.089
Other social security costs	4.636	4.574
Other staff costs	2.649	1.769
	<u>429.819</u>	<u>418.432</u>
Average number of employees	<u>1</u>	<u>1</u>
3 Tax on profit/loss for the year		
Tax on profit/loss for the year is calculated as follows:		
Calculated 22% tax on profit/loss for the year before tax	-114.587	-48.919
Tax effect of:		
Non-capitalised deferred tax	<u>114.587</u>	<u>48.919</u>
	<u>0</u>	<u>0</u>

Notes

	<u>2022</u> DKK	<u>2021</u> DKK
4 Rent and lease liabilities		
Lease liabilities, 28 month period of interminability	1.120.000	1.629.640

5 Related parties and ownership structure

Ownership structure

According to the company's register of shareholders, the following shareholder holds at least 5% of the votes or at least 5% of the share capital:

Devon&Devon S.p.A., Via Arno 26/A, 42048 Rubiera - RE, Italien

Accounting policies

The annual report of Devon&Devon ApS for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2022 is presented in DKK

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and work in progress and other operating income less costs of raw materials and consumables and other external expenses.

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Accounting policies

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Expenses for raw materials and consumables

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other external costs

Other external costs include expenses related 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 pensions, as well as other social security contributions, etc. made to the entity's employees.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Balance sheet

Stocks

Stocks are measured at cost using the FIFO method. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

The net realisable value of stocks is calculated as the expected selling price less direct costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Receivables

Receivables are measured at amortised cost.

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 is impaired, an impairment loss for that individual asset is recognised.

Accounting policies

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

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Kurt Bülow

Statsautoriseret revisor

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