Reform Holding ApS

Otto Busses Vej 5
2450 Copenhagen
CVR No. 36908351

Annual report 2021

The Annual General Meeting adopted the annual report on 23.06.2022

Michael Andersen
Chairman of the General Meeting

Contents

Entity details

Entity

Reform Holding ApS
Otto Busses Vej 5
2450 Copenhagen

Business Registration No.: 36908351
Registered office: Copenhagen
Financial year: 01.01.2021 - 31.12.2021

Executive Board

Michael Andersen, director
Jeppe Christensen, director

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Statement by Management on the annual report

The Executive Board has today considered and approved the annual report of Reform Holding ApS for the financial year 01.01.2021 - 31.12.2021.

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

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2021 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2021 - 31.12.2021.

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

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

Copenhagen, 23.06.2022

Executive Board

Michael Andersen
director

Jeppe Christensen
director

Independent auditor's report

To the shareholders of Reform Holding ApS

Opinion

We have audited the consolidated financial statements and the parent financial statements of Reform Holding ApS for the financial year 01.01.2021 - 31.12.2021, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for the Group as well as the Parent, and the consolidated cash flow statement. The consolidated financial statements and the parent financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2021 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2021 - 31.12.2021 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 financial statements" section of this auditor’s report. 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other matter

Having effect from this financial year, the Group now falls within the requirement to have its consolidated financial statements audited. We point out that the components financial statements for 2020 have not been audited and, accordingly, the comparative figures in the financial statements for these component remain unaudited as well. We did not modify our opinion in this respect.

Management's responsibilities for the consolidated financial statements and the parent financial statements

Management is responsible for the preparation of consolidated financial statements and parent 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 consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and the parent financial statements, Management is responsible for assessing the Group's and 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 consolidated financial statements and the parent 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 consolidated financial statements and the parent financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent 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 consolidated financial statements and parent 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 consolidated financial statements and the parent 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 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 consolidated financial statements and the parent 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 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 consolidated financial statements and the parent 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 Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent 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 commentary

Management is responsible for the management commentary.

Our opinion on the consolidated financial statements and the parent 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 consolidated financial statements and the parent financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the consolidated financial statements and the parent 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 consolidated financial statements and the parent 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, 23.06.2022

Deloitte
Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Claus Jorch Andersen
State Authorised Public Accountant
Identification No (MNE) mne33712

Anders Theilgaard Iversen
State Authorised Public Accountant
Identification No (MNE) mne47797

Management commentary

Financial highlights

	2021 DKK'000	2020 DKK'000
Key figures		
Gross profit/loss	21,264	21,296
Operating profit/loss	(50,981)	(13,529)
Net financials	(2,641)	(1,275)
Profit/loss for the year	(54,181)	(13,501)
Profit for the year excl. minority interests	(38,455)	(9,499)
Balance sheet total	110,100	58,208
Investments in property, plant and equipment	9,816	1,374
Equity	(47,288)	7,489
Equity excl. minority interests	(33,173)	5,706
Cash flows from operating activities	(32,546)	5,594
Cash flows from investing activities	(17,822)	(5,303)
Cash flows from financing activities	44,151	23,264
Ratios		
Equity ratio (%)	(30.13)	9.80

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

Equity ratio (%):
$$\frac{\text{Equity excl. minority interests} * 100}{\text{Balance sheet total}}$$

Primary activities

Reform's primary activities consist of import and sale of kitchens as well as developing new designs and support activities to ensure commercial and operational scaling of the Reform brand.

Reform has sales entities and showrooms in Denmark, Germany and the US. Besides physical presence, the Group has remote sales teams. Reform delivers modern kitchen designs to customers around the whole world and has sold kitchens to customers in more than 30 countries worldwide.

Development in activities and finances

The current financial year has been impacted by a significant focus on investments, growth and scalability.

During 2021 Reform opened 3 new showrooms. As planned, Group and Sourcing & supply activities have continued to expand to support sales activities.

Profit/loss for the year in relation to expected developments

The net result for the year for the Group amounts to -53,299,819DKK, which is in line with management's expectations.

Outlook

In 2022 Reform expects to continue its investments, growth and scalability opportunities. Management expects a negative net result for 2022, less negative than 2021. 5 new showrooms are expected to open during 2022.

Research and development activities

Reform invests in technology to ensure scalability and effective internal processes. The investments comprise both already established IT tools with modifications, and own developed IT infrastructure to improve automation.

Events after the balance sheet date

In April 2022 the Group closed a Series B investment round totalling 186,0mDKK (25mEUR) with the French Capital fund, Experienced Capital alongside existing investor Vækstfonden. Out of the total investment, 161,6mDKK was received as a cash injection in the Group. The equity for the Group is considered re-established.

With the investment, Reform Group Holding ApS will step out of consolidation.

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

Consolidated income statement for 2021

	Notes	2021 DKK	2020 DKK
Gross profit/loss		**21,264,435**	**21,295,596**
Staff costs	2	(68,075,637)	(32,753,687)
Depreciation, amortisation and impairment losses		(4,169,514)	(2,071,110)
Operating profit/loss		**(50,980,716)**	**(13,529,201)**
Other financial income	3	535,158	265,499
Impairment losses on financial assets		(151,525)	0
Other financial expenses	4	(3,024,321)	(1,540,127)
Profit/loss before tax		**(53,621,404)**	**(14,803,829)**
Tax on profit/loss for the year	5	(559,949)	1,303,023
Profit/loss for the year	6	**(54,181,353)**	**(13,500,806)**

Consolidated balance sheet at 31.12.2021

Assets

	Notes	2021 DKK	2020 DKK
Completed development projects	8	9,176,127	4,611,939
Development projects in progress	8	1,590,686	757,438
Intangible assets	7	**10,766,813**	**5,369,377**
Other fixtures and fittings, tools and equipment		833,521	682,997
Leasehold improvements		11,084,287	4,470,218
Property, plant and equipment	9	**11,917,808**	**5,153,215**
Deposits		3,545,191	1,488,804
Other receivables		939,569	1,063,589
Financial assets	10	**4,484,760**	**2,552,393**
Fixed assets		**27,169,381**	**13,074,985**
Raw materials and consumables		33,477,090	5,888,495
Work in progress		6,627,634	2,286
Manufactured goods and goods for resale		1,327,203	557,331
Prepayments for goods		262,561	0
Inventories		**41,694,488**	**6,448,112**
Trade receivables		8,431,288	3,808,111
Contract work in progress		1,410,603	334,092
Deferred tax	11	0	101,252
Other receivables		3,945,017	1,199,581
Tax receivable		563,734	1,053,770
Receivables from owners and management	12	10,317	0
Prepayments	13	1,516,188	482,596
Receivables		**15,877,147**	**6,979,402**
Cash		**25,359,237**	**31,705,552**
Current assets		**82,930,872**	**45,133,066**

Assets	**110,100,253**	**58,208,051**

Equity and liabilities

	Notes	2021 DKK	2020 DKK
Contributed capital	14	50,000	50,000
Retained earnings		(33,222,865)	5,655,579
Equity belonging to Parent's shareholders		**(33,172,865)**	**5,705,579**
Equity belonging to minority interests		**(14,115,503)**	**1,783,698**
Equity		**(47,288,368)**	**7,489,277**
Deferred tax	11	8,000	3,000
Provisions		**8,000**	**3,000**
Debt to other credit institutions		22,186,388	0
Other payables		1,137,585	3,954,088
Non-current liabilities other than provisions	15	**23,323,973**	**3,954,088**
Current portion of non-current liabilities other than provisions	15	944,961	1,187,914
Bank loans		309,186	284,808
Convertible and profit-sharing debt instruments	16	25,000,000	0
Deposits		60,000	90,352
Prepayments received from customers		67,397,661	24,773,390
Trade payables		15,129,086	9,975,637
Tax payable		94,879	633,607
Other payables	17	25,120,875	9,815,978
Current liabilities other than provisions		**134,056,648**	**46,761,686**
Liabilities other than provisions		**157,380,621**	**50,715,774**
Equity and liabilities		**110,100,253**	**58,208,051**

Events after the balance sheet date	1
Contingent assets	19
Contingent liabilities	20
Assets charged and collateral	21
Transactions with related parties	22
Subsidiaries	23

Consolidated statement of changes in equity for 2021

	Contributed capital DKK	Retained earnings DKK	Equity belonging to Parent's shareholders DKK	Equity belonging to minority interests DKK	Total DKK
Equity beginning of year	50,000	5,655,579	5,705,579	1,783,698	7,489,277
Equity costs	0	(24,850)	(24,850)	(10,150)	(35,000)
Exchange rate adjustments	0	(398,517)	(398,517)	(162,775)	(561,292)
Profit/loss for the year	0	(38,455,077)	(38,455,077)	(15,726,276)	(54,181,353)
Equity end of year	**50,000**	**(33,222,865)**	**(33,172,865)**	**(14,115,503)**	**(47,288,368)**

Consolidated cash flow statement for 2021

	Notes	2021 DKK	2020 DKK
Operating profit/loss		(50,980,716)	(13,529,201)
Amortisation, depreciation and impairment losses		4,169,514	2,071,110
Working capital changes	18	17,271,086	18,044,583
Cash flow from ordinary operating activities		**(29,540,116)**	**6,586,492**
Financial income received		535,158	265,499
Financial expenses paid		(3,024,321)	(1,540,127)
Taxes refunded/(paid)		(516,234)	281,711
Cash flows from operating activities		**(32,545,513)**	**5,593,575**
Acquisition etc. of intangible assets		(6,072,989)	(2,792,390)
Acquisition etc. of property, plant and equipment		(9,816,242)	(1,374,205)
Acquisition of fixed asset investments		(2,084,719)	(1,136,708)
Sale of fixed asset investments		152,352	0
Cash flows from investing activities		**(17,821,598)**	**(5,303,303)**
Free cash flows generated from operations and investments before financing		**(50,367,111)**	**290,272**
Loans raised		45,000,000	0
Repayments of loans etc.		(848,690)	538,421
Cash capital increase		0	22,725,166
Cash flows from financing activities		**44,151,310**	**23,263,587**
Increase/decrease in cash and cash equivalents		**(6,215,801)**	**23,553,859**
Cash and cash equivalents beginning of year		31,705,552	8,001,854
Currency translation adjustments of cash and cash equivalents		(130,514)	149,839
Cash and cash equivalents end of year		**25,359,237**	**31,705,552**

Cash and cash equivalents at year-end are composed of:			
Cash		25,359,237	31,705,552

Cash and cash equivalents end of year	**25,359,237**	**31,705,552**

Notes to consolidated financial statements

1 Events after the balance sheet date

In April 2022 the Group closed a Series B investment round totalling 186,0mDKK (25mEUR) with the French Capital fund, Experienced Capital alongside existing investor Vækstfonden. Out of the total investment, 161,6mDKK was received as a cash injection in the Group. The equity for the Group is considered re-established.

With the investment, Reform Group Holding ApS will step out of consolidation.

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

2 Staff costs

	2021 DKK	2020 DKK
Wages and salaries	61,275,215	29,924,346
Pension costs	451,580	188,984
Other social security costs	345,077	1,388,448
Other staff costs	7,841,101	1,251,909
	69,912,973	**32,753,687**
Staff costs classified as assets	(1,837,336)	0
	68,075,637	**32,753,687**

Average number of full-time employees	**186**	**66**

	Remuneration of manage-ment 2021 DKK	Remuneration of manage-ment 2020 DKK
Total amount for management categories	2,073,000	1,790,376
	2,073,000	**1,790,376**

3 Other financial income

	2021 DKK	2020 DKK
Financial income from associates	942	0
Other interest income	31,154	29,367
Exchange rate adjustments	503,062	236,132
	535,158	**265,499**

4 Other financial expenses

	2021 DKK	2020 DKK
Other interest expenses	1,840,908	790,866
Exchange rate adjustments	954,599	707,282
Other financial expenses	228,814	41,979
	3,024,321	**1,540,127**

5 Tax on profit/loss for the year

	2021 DKK	2020 DKK
Current tax	432,930	(1,149,681)
Change in deferred tax	106,252	(101,252)
Adjustment concerning previous years	20,767	(52,090)
	559,949	**(1,303,023)**

6 Proposed distribution of profit/loss

	2021 DKK	2020 DKK
Retained earnings	(38,455,077)	(9,498,972)
Minority interests' share of profit/loss	(15,726,276)	(4,001,834)
	(54,181,353)	**(13,500,806)**

7 Intangible assets

	Completed development projects DKK	Development projects in progress DKK
Cost beginning of year	4,812,091	757,438
Transfers	5,239,741	(5,239,741)
Additions	0	6,072,989
Cost end of year	**10,051,832**	**1,590,686**
Amortisation and impairment losses beginning of year	(200,152)	0
Amortisation for the year	(675,553)	0
Amortisation and impairment losses end of year	**(875,705)**	**0**
Carrying amount end of year	**9,176,127**	**1,590,686**

8 Development projects

The completed development projects comprise product developments and a branded 3D room visualizationsoftware. The product developments are used by the Group to sell kitchens to customers. The branded 3D room visualization software are used by the Group's customers and employees to visually control the validity of the individual orders.

The development projects in progress comprise product developments. The product developments will be used by the Company to sell kitchens to customers.

9 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	1,062,371	7,852,212
Exchange rate adjustments	(100)	74,670
Additions	416,672	9,399,570
Disposals	0	(70,650)
Cost end of year	**1,478,943**	**17,255,802**
Depreciation and impairment losses beginning of year	(379,374)	(3,381,994)
Exchange rate adjustments	33	(20,343)
Depreciation for the year	(266,081)	(2,812,745)
Reversal regarding disposals	0	43,567
Depreciation and impairment losses end of year	**(645,422)**	**(6,171,515)**
Carrying amount end of year	**833,521**	**11,084,287**

10 Financial assets

	Deposits DKK	Other receivables DKK
Cost beginning of year	1,488,804	1,063,589
Additions	2,056,387	28,332
Disposals	0	(152,352)
Cost end of year	**3,545,191**	**939,569**
Carrying amount end of year	**3,545,191**	**939,569**

11 Deferred tax

Changes during the year	2021 DKK	2020 DKK
Beginning of year	98,252	(3,000)
Recognised in the income statement	(106,252)	101,252
End of year	**(8,000)**	**98,252**

Deferred tax has been recognised in the balance sheet as follows	2021 DKK	2020 DKK
Deferred tax assets	0	101,252
Deferred tax liabilities	(8,000)	(3,000)
	(8,000)	**98,252**

Deferred tax assets
Deferred tax liabilities refers to temporary differences between accounting values and tax values for plant, equipment and leasehold improvements.

12 Receivables from owners and management

The company has granted loan to a shareholder. The loan is remunerated at 10,05% in accordance with current legislation. The loan has been repaid before the signature date of the annual report.

13 Prepayments

Prepayments under assets comprise costs related to subsequent financial years such as subscriptions, service agreements and insurances.

14 Contributed capital

	Number	Nominal value DKK
A-shares	25,000	25,000
B-shares	12,500	12,500
C-shares	12,500	12,500
	50,000	**50,000**

15 Non-current liabilities other than provisions

	Due within 12 months 2021 DKK	Due within 12 months 2020 DKK	Due after more than 12 months 2021 DKK	Outstanding after 5 years 2021 DKK
Debt to other credit institutions	944,961	0	22,186,388	1,756,944
Other payables	0	1,187,914	1,137,585	0
	944,961	**1,187,914**	**23,323,973**	**1,756,944**

16 Convertible and profit-sharing debt instruments

	Amounts outstanding DKK	Conversion price
Convertible loan agreement	25,000,000	4,080
	25,000,000	

Debt to be paid within 12 months relating to convertible debt instruments contains DKK 25 million, which is converted into equity investment in subsequent period.

17 Other payables

	2021 DKK	2020 DKK
VAT and duties	10,830,760	4,307,700
Wages and salaries, personal income taxes, social security costs, etc. payable	5,355,602	2,607,562
Other costs payable	8,934,513	2,900,716
	25,120,875	**9,815,978**

18 Changes in working capital

	2021 DKK	2020 DKK
Increase/decrease in inventories	(35,246,376)	(5,258,740)
Increase/decrease in receivables	(10,534,803)	(1,685,158)
Increase/decrease in trade payables etc.	63,052,265	24,988,481
	17,271,086	**18,044,583**

19 Contingent assets

The Group has a deferred tax asset that amounts to DKK 18,5 million which has not been capitalized due to the uncertainty of when the group is able to use the asset.

20 Contingent liabilities

	2021 DKK	2020 DKK
Other contingent liabilities	41,999,476	23,607,938
Contingent liabilities	**41,999,476**	**23,607,938**

21 Assets charged and collateral

As security for debt obtained from Danske Bank, Vækstfonden and QB Invest, there are registered several corporate mortgages amounting to 13,500,000 DKK. These securities includes intangible assets, property and equipment, inventories and trade receivables. The carrying amount is DKK 28,984,382 (2020: 20,846 thousand).

22 Non-arm's length related party transactions

Only non-arm's length related party transactions are disclosed in the annual report. No such transactions were conducted during the financial year.

23 Subsidiaries

	Registered in	Ownership %
Reform Furniture ApS	Denmark	71.00
Reform Projects ApS	Denmark	71.00
Reform Furniture US inc.	United States	71.00
Reform Furniture Santa Monica, Inc.	United States	71.00
Reform Furniture DUMBO, LLC	United States	71.00
Reform Furniture Germany GmbH	Germany	71.00
Reform Supply & Logistics UAB	Lithuania	71.00
Reform Group Holding ApS	Denmark	71.00
JMPC Ejendomme ApS	Denmark	100.00

Parent income statement for 2021

	Notes	2021 DKK	2020 DKK
Gross profit/loss		**(53,382)**	**(12,931)**
Income from investments in group enterprises		0	100,000
Other financial income from group enterprises		7,057	7,138
Profit/loss before tax		**(46,325)**	**94,207**
Tax on profit/loss for the year	1	(10,252)	10,252
Profit/loss for the year	2	**(56,577)**	**104,459**

Parent balance sheet at 31.12.2021

Assets

	Notes	2021 DKK	2020 DKK
Investments in group enterprises		200	200
Financial assets	3	**200**	**200**
Fixed assets		**200**	**200**
Receivables from group enterprises		539,107	354,656
Deferred tax	4	0	10,252
Other receivables		1,045,770	0
Joint taxation contribution receivable		641,586	189,895
Receivables		**2,226,463**	**554,803**
Cash		**7,973**	**9,479**
Current assets		**2,234,436**	**564,282**
Assets		**2,234,636**	**564,482**

Equity and liabilities

	Notes	2021 DKK	2020 DKK
Contributed capital		50,000	50,000
Retained earnings		76,225	132,802
Equity		**126,225**	**182,802**
Payables to group enterprises		1,419,950	184,285
Joint taxation contribution payable		641,586	189,895
Other payables	5	46,875	7,500
Current liabilities other than provisions		**2,108,411**	**381,680**
Liabilities other than provisions		**2,108,411**	**381,680**
Equity and liabilities		**2,234,636**	**564,482**
Employees	6		
Contingent liabilities	7		
Transactions with related parties	8		

Parent statement of changes in equity for 2021

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	50,000	132,802	182,802
Profit/loss for the year	0	(56,577)	(56,577)
Equity end of year	**50,000**	**76,225**	**126,225**

Notes to parent financial statements

1 Tax on profit/loss for the year

	2021 DKK	2020 DKK
Change in deferred tax	10,252	(10,252)
	10,252	**(10,252)**

2 Proposed distribution of profit and loss

	2021 DKK	2020 DKK
Retained earnings	(56,577)	104,459
	(56,577)	**104,459**

3 Financial assets

	Investments in group enterprises DKK
Cost beginning of year	200
Cost end of year	**200**
Carrying amount end of year	**200**

A specification of investments in subsidiaries is evident from the notes to the consolidated financial statements.

4 Deferred tax

Changes during the year	2021 DKK	2020 DKK
Beginning of year	10,252	0
Recognised in the income statement	(10,252)	10,252
End of year	**0**	**10,252**

Deferred tax assets

Deferred tax assets for the parent company relates to accumulated tax losses, which has not been capitalized at the end of the balance sheet date 31.12.2021 due to the uncertainty of when the group is able to use the asset.

5 Other payables

	2021 DKK	2020 DKK
Other costs payable	46,875	7,500
	46,875	**7,500**

6 Employees

The Entity has no employees other than the Executive Board. The Executive Officer has not received any remuneration

7 Contingent liabilities

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

8 Non-arm's length related party transactions

Only non-arm's length related party transactions are disclosed in the annual report. No such transactions were conducted during the financial year.

Accounting policies

Reporting class

This annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

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

Material errors in previous years

The company has identified material errors concerning previous years in the parent company financial statements. The error relates to incorrect processing of TP regulation in previous years. With the application of the rules on the correction of significant errors from previous years, the adjustment of the error has been made in the opening balance sheet and comparative figures have been adjusted. The error has an effect on the parent income statement and parent equity with DKK 5.9 million. Parent assets have been reduced by DKK 3.1 million and parent liabilities have increased by DKK 2.8 million. The error has no tax effect in the parent financial statements.

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.

Consolidated financial statements

The consolidated financial statements comprise the Parent and the group enterprises (subsidiaries) that are controlled by the Parent. Control is achieved by the Parent, either directly or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence.

Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of the Parent and its subsidiaries. The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements.

Investments in subsidiaries are offset at the pro rata share of such subsidiaries' net assets at the acquisition date, with net assets having been calculated at fair value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates and out of the translation of income statements from average rates to the exchange rates at the balance sheet date are recognised directly in the translation reserve in equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are recognised directly in the translation reserve in equity.

When recognising foreign subsidiaries that are integral entities, monetary assets and liabilities are translated using the exchange rates at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rate at the time of acquisition or the time of any subsequent revaluation or writedown. The items of the income statement are translated at the average rates of the months; however, items deriving from non-monetary assets and liabilities are translated using the historical rates applicable to the relevant non-monetary items.

Income statement

Gross profit or loss

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

Revenue
Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Contract work in progress is included in revenue based on the stage of completion so that revenue corresponds to the selling price of the work performed in the financial year (the percentage-of-completion method).

Other operating income
Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

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

Costs of raw materials and consumables
Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant inventories.

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

Property costs
Property costs include costs incurred to operate the Entity's properties in the financial year, including repair and maintenance costs, property tax and electricity, water and heating, which are not charged directly from the lessee.

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

Depreciation, amortisation and impairment losses
Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation and amortisation for the financial year, and gains and losses from the sale of property, plant and equipment.

Income from investments in group enterprises
Income from investments in group enterprises comprises dividends etc. received from the individual group enterprises in the financial year.

Other financial income from group enterprises
Other financial income from group enterprises comprises interest income etc. on receivables from group enterprises.

Other financial income
Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital or exchange gains on payables and transactions in foreign currencies, and tax relief under the Danish Tax Prepayment Scheme etc.

Impairment losses on financial assets
Impairment losses on financial assets comprises impairment losses on financial assets which are not measured at fair value on a current basis.

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

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

Balance sheet

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

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

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

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

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 10 years.

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

Property, plant and equipment
Plant and machinery, and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	3-10 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Investments in group enterprises
Investments in group enterprises are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

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

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

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

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

Contract work in progress
Contract work in progress is measured at the selling price of the work carried out at the balance sheet date.

The selling price is measured based on the stage of completion and the total estimated income from the individual contracts in progress.

If the selling price of a contract in progress cannot be made up reliably, it is measured at the lower of costs incurred and net realisable value.

Each contract in progress is recognised in the balance sheet in receivables or liabilities other than provisions, depending on whether the net value, calculated as the selling price less prepayments received, is positive or negative.

Costs of sales work and of securing contracts, and finance costs are recognised in the income statement as incurred.

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

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

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

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

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

Cash
Cash comprises cash in hand and bank deposits.

Minority interests
On initial recognition, minority interests are measured at the minority interests' share of the acquiree's net assets measured at fair value. No goodwill related to the minority interests' equity interests in the acquiree is recognised.

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

Prepayments received from customers
Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

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

Cash flow statement
The cash flow statement shows cash flows from operating, investing and financing activities, and cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are presented using the indirect method and calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes, and financial income, financial expenses and income tax paid.

Cash flows from investing activities comprise payments in connection with fixed asset investments, development and property, plant and equipment.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs, and the raising of loans and repayments of interest-bearing debt.

Cash and cash equivalents comprise cash and short-term securities with an insignificant price risk less short-term bank loans.