

Emmbi Scandinavia ApS in voluntary liquidation

c/o Andersen Partners, Jernbanegade 31, 6000 Kolding

Company reg. no. 36 94 04 68

Annual report

1 April 2016 - 31 March 2017

The annual report have been submitted and approved by the general meeting on the 26 September 2017.

Mads Thejl Hansen
Chairman of the meeting

Notes to users of the English version of this document:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points remain unchanged from the Danish version of the document. This means that for instance EUR 146.940 is the same as the English amount of EUR 146,940, and that 23,5 % is the same as the English 23.5 %.

THISTED | HURUP THY | HANSTHOLM | NYKØBING MORS | FJERRITSLEV | SKIVE | KOLDING | FREDERICIA | ESBJERG | AARHUS | KØBENHAVN

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Management's report

The liquidator has today presented the annual report of Emmbi Scandinavia ApS in voluntary liquidation for the financial year 1 April 2016 to 31 March 2017.

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

I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 March 2017 and of the company's results of its activities in the financial year 1 April 2016 to 31 March 2017.

I am 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.

Kolding, 23 September 2017

Liquidator

Mads Thejl Hansen

Independent auditor's report

To the shareholder of Emmbi Scandinavia ApS in voluntary liquidation

Auditor's report on the annual accounts

Opinion

We have audited the annual accounts of Emmbi Scandinavia ApS in voluntary liquidation for the financial year 1 April 2016 to 31 March 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 31 March 2017 and of the results of the company's operations for the financial year 1 April 2016 to 31 March 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.

Material uncertainties concerning the enterprise's ability to continue as a going concern

Please refer to Note 1, in which management accounts for the financing of the company's continued operations and the expected plans for the company's liquidation. It is a significant factor for the company's continued operations that the parent company continues to support the company with the necessary liquidity during the coming financial year, until liquidation.

Emphasis of matter

The annual report has been prepared in accordance with the principle of realisation and we refer to the description under "accounting policy".

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.

Independent auditor's report

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

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.

Independent auditor's report

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.

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.

Other reporting obligations

Against the regulations of the Danish Withholding Tax Act, the company has not reported payment of salaries and wages and withheld tax, and consequently the management may incur liability.

In breach of section 210(1) of the Danish Companies Act, the company has provided a loan to one of the company's directors, and consequently the management may incur liability.

The company has lost more than 50 % of the share capital. In breach of section 119 of the Danish Companies Act, the company has not called the general meeting within the time limit stipulated by the act, i.e. 6 months from the date when it was verified that the company's equity represents less than 50 % of the subscribed share capital, and consequently the management may incur liability. In note 1, the company's management describes it plans for re-establishment of the equity.

In contravention of the Danish Financial Statements Act, the company has not prepared the annual report in a timely manner, and consequently the management may incur liability.

Fredericia, 23 September 2017

BRANDT

Company reg. no. 25 49 21 45

Søren Fricke
State Authorised Public Accountant

Company data

The company Emmbi Scandinavia ApS in voluntary liquidation
c/o Andersen Partners
Jernbanegade 31
6000 Kolding

Company reg. no. 36 94 04 68
Domicile: Kolding
Financial year: 1 April - 31 March

Liquidator Mads Thejl Hansen

Auditors BRANDT, Statsautoriseret Revisionspartnerselskab
Ryes Plads
Prinsessegade 60
7000 Fredericia

Parent company Emmbi Industries Ltd.

Management's review

The principal activities of the company

The company's main activity consists of wholesale og packaging, however the activity has stopped.

Unusual matters

There has been no unusual matters, which have affected recognition and measurement.

Uncertainties as to recognition or measurement

The company's management expects that the company will be closed in the coming financial year as a solvent liquidation. The parent company has indicated that they will support the company by financing operations and the repayment of remaining liabilities over the coming financial year, until the company is liquidated. Based on this, this annual report is presented on the basis of realisation values.

Beyond the above, no material uncertainties have affected the recognition or measuring.

Development in activities and financial matters

Financial result and position has turned out as expected.

During this financial year, the company's management has wound down the company's operations and terminated its workforce. The parent company has secured financing to settle all liabilities, in connection with the winding down of operations.

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 Emmbi Scandinavia ApS in voluntary liquidation is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises.

The accounting policies used are unchanged compared to last year, and the annual report is presented in euro (EUR).

Recognition and measurement in general

The company's annual report has been prepared in accordance with the realisation principle. All assets and liabilities are calculated at realisation values (selling price less estimated transaction costs). This did not require adjustment of assets or liabilities, the accounting value of which (according to the principle of continuing operation) corresponds to the realisable value.

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.

The profit and loss account

Gross loss

The gross loss 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 materials and consumables less discounts and changes in inventories.

External costs comprise costs for distribution, sales, advertisement and administration.

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.

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

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.

Liabilities

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

Profit and loss account

All amounts in EUR.

<u>Note</u>	1/4 2016 - 31/3 2017	29/6 2015 - 31/3 2016
Gross loss	-22.635	-10.717
2 Staff costs	-12.746	-45.482
Operating profit	-35.381	-56.199
Other financial income	5.675	623
Other financial costs	-625	-17
Results before tax	-30.331	-55.593
Tax on ordinary results	0	0
Results for the year	-30.331	-55.593
 Proposed distribution of the results:		
Allocated from results brought forward	-30.331	-55.593
Distribution in total	-30.331	-55.593

Balance sheet 31 March

All amounts in EUR.

Assets	<u>2017</u>	<u>2016</u>
<u>Note</u>		
Current assets		
Other debtors	1.080	0
3 Amounts owed by owners and management	0	11.027
Accrued income and deferred expenses	0	1.679
Debtors in total	<u>1.080</u>	<u>12.706</u>
Available funds	<u>306</u>	<u>157</u>
Current assets in total	<u>1.386</u>	<u>12.863</u>
Assets in total	<u>1.386</u>	<u>12.863</u>

Balance sheet 31 March

All amounts in EUR.

Equity and liabilities		<u>2017</u>	<u>2016</u>
<u>Note</u>			
Equity			
4	Contributed capital	6.711	6.711
5	Results brought forward	-85.924	-55.593
	Equity in total	<u>-79.213</u>	<u>-48.882</u>
Liabilities			
	Trade creditors	1.420	4.252
	Debt to group enterprises	78.500	45.021
	Other debts	679	12.472
	Short-term liabilities in total	<u>80.599</u>	<u>61.745</u>
	Liabilities in total	<u>80.599</u>	<u>61.745</u>
	Equity and liabilities in total	<u>1.386</u>	<u>12.863</u>

1 Uncertainties concerning the enterprise's ability to continue as a going concern

6 Mortgage and securities

7 Contingencies

Notes

All amounts in EUR.

1. Uncertainties concerning the enterprise's ability to continue as a going concern

During this financial year, the company's management has wound down the company's operations and terminated its workforce. The parent company has secured financing to settle all liabilities, in connection with the winding down of operations.

The company's management expects that the company will be closed in the coming financial year as a solvent liquidation. The parent company has indicated that they will support the company by financing operations and the repayment of remaining liabilities over the coming financial year, until the company is liquidated. Based on this, this annual report is presented on the basis of realisation values.

	1/4 2016 - 31/3 2017	29/6 2015 - 31/3 2016	
2. Staff costs			
Salaries and wages	12.746	45.482	
	12.746	45.482	
Average number of employees	1	1	
3. Amounts owed by owners and management			
	Interest rate	Amounts repaid during the financial year	Debtors in total 31 March 2017
Board of directors	0%	11.027	0
4. Contributed capital			
Contributed capital 1 April	6.711	6.711	
	6.711	6.711	
5. Results brought forward			
Results brought forward 1 April	-55.593	0	
Profit or loss for the year brought forward	-30.331	-55.593	
	-85.924	-55.593	

Notes

All amounts in EUR.

6. Mortgage and securities

None.

7. Contingencies

Contingent liabilities

None.

Operational leasing

None.