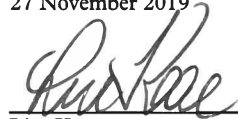


Brightfolk A/S  
Inge Lehmanns Gade 2  
8000 Aarhus C  
CVR no. 36 96 34 33

# Annual report for 2018/19

Adopted at the annual general meeting on  
27 November 2019



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Lise Kaae  
chairman

HEARTLAND

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## Statement by management on the annual report

The supervisory and executive boards have today discussed and approved the annual report of Brightfolk A/S for the financial year 1 August 2018 - 31 July 2019.

The annual report is prepared in accordance with 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 July 2019 and of the results of the company's operations for the financial year 1 August 2018 - 31 July 2019.

In our 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.

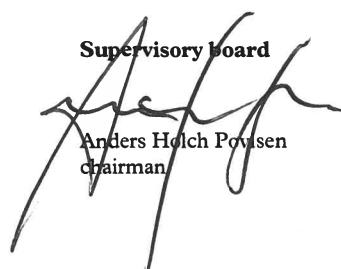
Aarhus, 27 November 2019

### Executive board

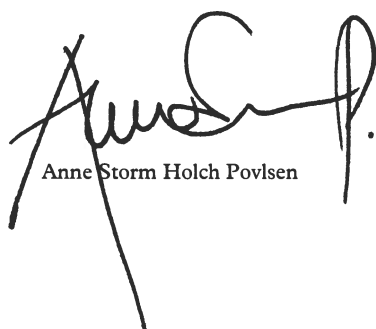


Lise Kaae  
director

### Supervisory board



Anders Holch Povlsen  
chairman



Anne Storm Holch Povlsen



Lise Kaae

## **Independent auditor's report**

### ***To the shareholder of Brightfolk AIS***

#### **Opinion**

We have audited the financial statements of Brightfolk A/S for the financial year 1 August 2018 - 31 July 2019, 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 July 2019 and of the results of the company's operations for the financial year 1 August 2018 - 31 July 2019 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 " (hereinafter collectively referred to as "the financial statements") section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

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.

#### **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 judgment and maintain professional skepticism throughout the audit. We also:

## **Independent auditor's report**

- 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.
- 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.

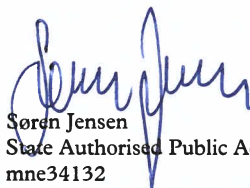
## **Independent auditor's report**

Aarhus, 27 November 2019

ERNST & YOUNG  
Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28



Morten Friis  
State Authorised Public Accountant  
mne32732



Søren Jensen  
State Authorised Public Accountant  
mne34132

## Company details

### The company

Brightfolk A/S  
Inge Lehmanns Gade 2  
8000 Aarhus C

CVR no.: 36 96 34 33

Reporting period: 1 August 2018 - 31 July 2019

Domicile: Aarhus

### Supervisory board

Anders Holch Povlsen, chairman  
Anne Storm Holch Povlsen  
Lise Kaae

### Executive board

Lise Kaae, director

### Auditors

ERNST & YOUNG  
Godkendt Revisionspartnerselskab  
Værkmestergade 25  
8000 Aarhus C

## **Management's review**

### **Business activities**

The Company's principal activities consist in investment and financing.

### **Business review**

The company's income statement for the year ended 31 July shows a loss of TDKK 1.880.143, and the balance sheet at 31 July 2019 shows equity of TDKK 3.175.008.

### **Significant events occurring after end of reporting period**

No events have occurred after the balance sheet date which could significantly affect the company's financial position.



## Accounting policies

The annual report of Brightfolk A/S for 2018/19 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

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

The annual report for 2018/19 is presented in TDKK

Pursuant to sections §112, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

### 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 instalments 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.

### Recognition and measurement of business combinations

Newly acquired or newly established subsidiaries are recognised in the consolidated financial statement from the date of acquisition or the date of establishment respectively. When subsidiaries are sold or liquidated, they cease to be recognised in the consolidated financial statement at the time of transfer or time of liquidation and earnings or losses at the time of sale or liquidation are recognised in the profit and loss account. The comparative figures are not adjusted for acquisitions or disposals.

Gains and losses on the disposal of subsidiaries are calculated as the difference between the sales amount and the carrying amount of net assets at the date of disposal including any non-amortised goodwill and anticipated disposal costs.

## **Accounting policies**

Acquisitions of enterprises are accounted for using the purchase method, according to which the identifiable assets and liabilities acquired are measured at their fair value at the date of acquisition. Costs for restructuring recognised in the acquired entity before the date of acquisition and not an agreed part of the acquisition are part of the acquisition balance sheet and hence the calculation of goodwill. Costs relating to restructuring decided by the acquiring entity must be recognised in the income statement. The tax effect of the restatement of assets and liabilities is considered.

Any excess of the cost over the fair value of the identifiable assets and liabilities acquired (goodwill) is recognised as intangible assets and amortised on a systematic basis in the income statement based on an individual assessment of the useful life of the asset. Any excess of the fair values of the identifiable assets and liabilities acquired over the cost of the acquisition (badwill), representing an anticipated adverse development in the acquired enterprises is recognised in the income statement at the date of acquisition when the general revenue recognition criteria are met.

If, at the date of acquisition, the identification or measurement of acquired assets, liabilities and/or contingent liabilities or the size of the purchase consideration are associated with uncertainty, initial recognition will be based on preliminarily calculated amounts. If it subsequently turns out that the identification or measurement of the purchase consideration, acquired assets, liabilities and/or contingent liabilities was not correct on initial recognition, the calculation will be adjusted with retrospective effect, including goodwill, until 12 months after the acquisition, and comparative figures will be restated. Subsequently, any adjustments made will be recognised as error.

The purchase consideration for an entity consists of the fair value of the agreed consideration in the form of assets transferred, liabilities assumed and equity instruments issued. If part of the purchase consideration is contingent on future events or compliance with agreed terms, such part of the purchase consideration is recognised at fair value at the acquisition date. Subsequent adjustments of contingent purchase considerations are recognised in the income statement.

Expenses incurred to acquire entities are recognised in the income statement in the year in which they are incurred.

### **Recognition and measurement of intra-group business combinations**

The consolidation method is applied to business combinations such as acquisition and disposal of investments, mergers, demergers, additions of assets and share conversions, etc. in which entities controlled by the parent company are involved, provided the combination is considered final at the time of acquisition with restatement of comparative figures. Differences between the agreed consideration and the carrying amount of the acquired entity are recognised in equity.

## **Income statement**

### **Gross profit**

In pursuance of section 32 of the Danish Financial Statements Act, the company summarizes certain items in the income statement. Gross profit includes other external costs.

### **Other external costs**

Other external costs comprise costs for administration etc.

## **Accounting policies**

### **Financial income and costs**

Financial income and costs comprises interest income and costs, realized and unrealized gains and losses on securities, payables and transactions denominated in foreign currencies, dividends received on other investments, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme.

### **Profit/loss from investments in subsidiaries and associates**

The proportionate share of the profit/loss for the year of subsidiaries is recognised in the company's income statement after full elimination of intra-group profits/losses and amortisation of goodwill. In situations of sales of subsidiaries gains/losses are recognised in the income statement.

The proportionate share of the profit/loss for the year of associates is recognised in the company's income statement after elimination of the proportionate share of intra-group profits/gains and amortisation of goodwill. In situations of sales of associates gains/losses are recognised in the income statement.

### **Tax on profit/loss for the year**

The company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

## **Balance sheet**

### **Fixed asset investments**

#### **Investments in subsidiaries and associates**

Investments in subsidiaries and associates are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, plus or less unrealised intra-group gains or losses and plus any remaining value goodwill stated according to the purchase method.

Investments in subsidiaries and associates with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

## Accounting policies

Goodwill is amortised over the expected economic life of the asset, measured by reference to Management's experience in the individual business segments. Goodwill is amortised on a straight-line basis over the amortisation period, which is between 5 and 20 years. The amortisation period is fixed on the basis of the expected repayment horizon and is longest for strategically acquired entities with strong market positions and long-term earnings profiles.

Net revaluations of investments in subsidiaries and associates are taken to the net revaluation reserve according to the equity method in so far as that the carrying amount exceeds the cost.

### Other fixed asset investments

Other fixed asset investments comprises equity investments which the Company plans to hold to maturity. The investments are measured at cost.

### Impairment of fixed assets

The carrying amount of investments in subsidiaries, associates and other fixed assets investments is tested for impairment, other than what is reflected through normal amortisation and depreciation, on an annual basis.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets, respectively. If it is not possible to determine the recoverable amount for individual assets, the assets are reviewed jointly in the smallest identifiable group of assets to determine a reliable recoverable amount.

The recoverable amount is the higher of the net selling price and the value in use. The value in use is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Assets, for which it is not possible to calculate an individual capital value as the asset, in itself, does not generate future cash flows, are subject to a test for indication of impairment together with the group of assets, to which they may be attributed.

Previously recognised impairment losses are reversed when the reason for recognition no longer exist. Impairment losses on goodwill are not reversed.

### 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.

### Other short-term investments recognised in current assets

Other equity investments that are listed are measured at market value at the balance sheet date.

### Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

## **Accounting policies**

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

### **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.

### **Foreign currency translation**

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are measured at the exchange rate at the transaction date.

Foreign subsidiaries and associates are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of such entities opening equity at closing rate and on translation of the income statements from the exchange rates at the transaction date to closing rate are taken directly to equity.

**Income statement 1 August - 31 July**

	<b>Note</b>	<b>2018/19</b> TDKK	<b>2017/18</b> TDKK
<b>Gross profit</b>		<b>-1.172</b>	<b>-1.008</b>
Result from investments in subsidiaries		-1.747.335	-218.298
Result from investments in associates		-109.251	-67.646
Impairment losses on financial assets		-28.149	0
Financial income	1	37.984	50.600
Financial costs	2	-31.147	-13.941
<b>Profit/loss before tax</b>		<b>-1.879.070</b>	<b>-250.293</b>
Tax on profit/loss for the year	3	-1.073	-7.750
<b>Profit/loss for the year</b>		<b>-1.880.143</b>	<b>-258.043</b>
Retained earnings		-1.880.143	-258.043
		<b>-1.880.143</b>	<b>-258.043</b>

**Balance sheet 31 July**

	<b>Note</b>	<b>2019</b> TDKK	<b>2018</b> TDKK
<b>Assets</b>			
Investments in subsidiaries	4	4.076.211	2.247.998
Investments in associates	5	1.961.633	1.883.569
Other fixed asset investments		386.941	227.207
<b>Fixed asset investments</b>		<b>6.424.785</b>	<b>4.358.774</b>
<b>Total non-current assets</b>		<b>6.424.785</b>	<b>4.358.774</b>
Receivables from group enterprises		111.517	129.543
Receivables from associates		1.250	0
Other receivables		2.292	0
<b>Receivables</b>		<b>115.059</b>	<b>129.543</b>
Current asset investments		252.401	240.478
<b>Securities</b>		<b>252.401</b>	<b>240.478</b>
<b>Cash at bank</b>		<b>212</b>	<b>2.452</b>
<b>Total current assets</b>		<b>367.672</b>	<b>372.473</b>
<b>Total assets</b>		<b>6.792.457</b>	<b>4.731.247</b>

**Balance sheet 31 July**

	<b>Note</b>	<b>2019</b> TDKK	<b>2018</b> TDKK
<b>Equity and liabilities</b>			
Share capital		500	500
Retained earnings		3.174.508	2.817.857
<b>Equity</b>		<b>3.175.008</b>	<b>2.818.357</b>
Payables to group enterprises		3.616.078	1.905.011
Payables to associates		774	0
Corporation tax		459	7.214
Other payables		138	665
<b>Total current liabilities</b>		<b>3.617.449</b>	<b>1.912.890</b>
<b>Total liabilities</b>		<b>3.617.449</b>	<b>1.912.890</b>
<b>Total equity and liabilities</b>		<b>6.792.457</b>	<b>4.731.247</b>
Contingencies, etc.	6		
Mortgages and collateral	7		
Related parties and ownership structure	8		



**Statement of changes in equity**

	Share capital	Retained earnings	Total
Equity at 1 August 2018	500	2.817.857	2.818.357
Exchange adjustment, foreign	0	-64.106	-64.106
Other equity movements	0	27.209	27.209
Net profit/loss for the year	0	-1.880.143	-1.880.143
Contribution from group	0	2.273.691	2.273.691
<b>Equity at 31 July 2019</b>	<b>500</b>	<b>3.174.508</b>	<b>3.175.008</b>

## Notes

	2018/19 TDKK	2017/18 TDKK
<b>1 Financial income</b>		
Interest received from group enterprises	5.810	5.581
Other financial income	32.174	45.019
	<u>37.984</u>	<u>50.600</u>
<b>2 Financial costs</b>		
Financial costs, group enterprises	12.361	6.077
Other financial costs	18.786	7.864
	<u>31.147</u>	<u>13.941</u>
<b>3 Tax on profit/loss for the year</b>		
Current tax for the year	1.073	7.750
	<u>1.073</u>	<u>7.750</u>

## 4 Investments in subsidiaries

The Company acquired shares in subsidiaries during the year, in relations to the transaction total goodwill of 0,1 mDKK was recognized.

## 5 Investments in associates

The Company acquired shares in associates during the year, in relations to the transaction total goodwill of 37.159 TDKK was recognized.

## 6 Contingencies, etc.

The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation. The total amount appears from the annual report of HEARTLAND A/S, which is the administration company in the joint taxation.

The company has comitted to invest an additional 86.287 TDKK in shares.

## Notes

### 7 Mortgages and collateral

As a gurantee for subsidiaries' obligations, the company has issued a resignation decleration concerning receivables of 100 mio. DKK.

No other collaterals or mortagages exists at the balance sheet date.

### 8 Related parties and ownership structure

#### Consolidated financial statements

The company is reflected in the group report as the parent company

HEARTLAND A/S  
Inge Lehmanns Gade 2  
8000 Aarhus C