



## Ramen Copenhagen ApS

Humletorvet 27, 3.  
1799 København V  
CVR No. 37002992

## Annual report 2019

The Annual General Meeting adopted the  
annual report on 10.07.2020

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**Mikkel Borg Bjergsø**

Chairman of the General Meeting

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# Entity details

## Entity

Ramen Copenhagen ApS

Humletorvet 27, 3.

1799 København V

CVR No.: 37002992

Registered office: København

Financial year: 01.01.2019 - 31.12.2019

## Executive Board

Mikkel Borg Bjergsø

## Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

P. O. Box 1600

0900 Copenhagen C

Lead Client Service Partner : Bjørn Winkler Jakobsen

# Statement by Management

The Executive Board have today considered and approved the annual report of Ramen Copenhagen ApS for the financial year 01.01.2019 - 31.12.2019.

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

In my opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019.

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

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

Copenhagen, 10.07.2020

**Executive Board**

**Mikkel Borg Bjergsø**

# Independent auditor's extended review report

## To the shareholders of Ramen Copenhagen ApS

### Conclusion

We have performed an extended review of the financial statements of Ramen Copenhagen ApS for the financial year 01.01.2019 - 31.12.2019, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019 in accordance with the Danish Financial Statements Act.

### Basis for conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. We are independent of the Entity 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. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

### Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

#### **Statement on the management commentary**

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the extended review 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 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, 10.07.2020

#### **Deloitte**

Statsautoriseret Revisionspartnerselskab  
CVR No. 33963556

#### **Hans Tauby**

State Authorised Public Accountant  
Identification No (MNE) mne44339

# Management commentary

## Primary activities

The company's activities comprise in running restaurants as well as related products and other related business of the management's opinion.

## Development in activities and finances

The income statement shows a profit of DKK 932,841 against DKK 808,595 last year, which management considers satisfactory. The balance sheet shows an equity of DKK 5,243,462.

The company is part of the Bjergsø Group, which is a strong and well consolidated group.

## Events after the balance sheet date

The outbreak of COVID-19 escalated in early 2020, which changed the market conditions dramatically and have had a negative impact on the Company.

Most of the Company's activities was locked down for a period between March-May, which will affect the 2020 revenue and result negatively. The Company has to a reasonable extent managed to reduce the effects of this decline in revenue by cost savings. To this, the Company has qualified for assistance from government refund programs during the COVID-19 outbreak period. In late May, the Company started all of its activities again under certain precautions from the government.

At the time of reporting, it is uncertain to determine the total size of the negative COVID-19 impact, but Management considers the Company's financial position to be sufficient to get through the COVID-19 crisis.

The Management has found that the current liabilities exceeds the current assets in the balance sheet as per 31 December 2019. However, at the time of reporting, the Company has improved cash flow and the current liabilities does not exceed the current assets anymore.

Other than the above, no events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

# Income statement for 2019

	Notes	2019 DKK	2018 DKK
<b>Gross profit/loss</b>		<b>11,341,094</b>	<b>7,795,664</b>
Staff costs	2	(8,939,678)	(6,035,223)
Depreciation, amortisation and impairment losses	3	(1,170,580)	(658,897)
<b>Operating profit/loss</b>		<b>1,230,836</b>	<b>1,101,544</b>
Other financial income		0	6,003
Other financial expenses	4	(34,881)	(70,868)
<b>Profit/loss before tax</b>		<b>1,195,955</b>	<b>1,036,679</b>
Tax on profit/loss for the year	5	(263,114)	(228,084)
<b>Profit/loss for the year</b>		<b>932,841</b>	<b>808,595</b>
<b>Proposed distribution of profit and loss</b>			
Retained earnings		932,841	808,595
<b>Proposed distribution of profit and loss</b>		<b>932,841</b>	<b>808,595</b>



# Balance sheet at 31.12.2019

## Assets

	Notes	2019 DKK	2018 DKK
Acquired intangible assets		2,825,374	2,166,541
<b>Intangible assets</b>	6	<b>2,825,374</b>	<b>2,166,541</b>
Other fixtures and fittings, tools and equipment		949,740	606,525
Leasehold improvements		3,152,436	1,339,205
<b>Property, plant and equipment</b>	7	<b>4,102,176</b>	<b>1,945,730</b>
Deposits		337,304	289,143
<b>Other financial assets</b>	8	<b>337,304</b>	<b>289,143</b>
<b>Fixed assets</b>		<b>7,264,854</b>	<b>4,401,414</b>
Manufactured goods and goods for resale		539,612	221,936
<b>Inventories</b>		<b>539,612</b>	<b>221,936</b>
Trade receivables		339,194	344,700
Other receivables		14,362	5,255
Prepayments		166,594	2,065
<b>Receivables</b>		<b>520,150</b>	<b>352,020</b>
<b>Cash</b>		<b>250,429</b>	<b>156,183</b>
<b>Current assets</b>		<b>1,310,191</b>	<b>730,139</b>
<b>Assets</b>		<b>8,575,045</b>	<b>5,131,553</b>

**Equity and liabilities**

	<b>Notes</b>	<b>2019 DKK</b>	<b>2018 DKK</b>
Contributed capital		78,931	50,000
Retained earnings		5,164,531	1,260,621
<b>Equity</b>		<b>5,243,462</b>	<b>1,310,621</b>
Deferred tax		274,936	151,797
<b>Provisions</b>		<b>274,936</b>	<b>151,797</b>
Payables to group enterprises		802,022	0
Other payables		101,348	0
<b>Non-current liabilities other than provisions</b>	9	<b>903,370</b>	<b>0</b>
Trade payables		884,246	327,943
Payables to group enterprises		48,124	1,964,866
Joint taxation contribution payable		139,971	153,164
Other payables		1,080,936	1,223,162
<b>Current liabilities other than provisions</b>		<b>2,153,277</b>	<b>3,669,135</b>
<b>Liabilities other than provisions</b>		<b>3,056,647</b>	<b>3,669,135</b>
<b>Equity and liabilities</b>		<b>8,575,045</b>	<b>5,131,553</b>
Events after the balance sheet date	1		
Unrecognised rental and lease commitments	10		
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# Statement of changes in equity for 2019

	<b>Contributed capital DKK</b>	<b>Share premium DKK</b>	<b>Retained earnings DKK</b>	<b>Total DKK</b>
Equity beginning of year	50,000	0	1,260,621	1,310,621
Increase of capital	28,931	2,971,069	0	3,000,000
Transfer to reserves	0	(2,971,069)	2,971,069	0
Profit/loss for the year	0	0	932,841	932,841
<b>Equity end of year</b>	<b>78,931</b>	<b>0</b>	<b>5,164,531</b>	<b>5,243,462</b>

# Notes

## 1 Events after the balance sheet date

The outbreak of COVID-19 escalated in early 2020, which changed the market conditions dramatically and have had a negative impact on the Company.

Most of the Company's activities was locked down for a period between March-May, which will affect the 2020 revenue and result negatively. The Company has to a reasonable extent managed to reduce the effects of this decline in revenue by cost savings. To this, the Company has qualified for assistance from government refund programs during the COVID-19 outbreak period. In late May, the Company started all of its activities again under certain precautions from the government.

At the time of reporting, it is uncertain to determine the total size of the negative COVID-19 impact, but Management considers the Company's financial position to be sufficient to get through the COVID-19 crisis.

The Management has found that the current liabilities exceeds the current assets in the balance sheet as per 31 December 2019. However, at the time of reporting, the Company has improved cash flow and the current liabilities does not exceed the current assets anymore.

Other than the above, no events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

## 2 Staff costs

	<b>2019</b>	<b>2018</b>
	<b>DKK</b>	<b>DKK</b>
Wages and salaries	8,624,638	5,868,634
Other social security costs	207,632	144,739
Other staff costs	107,408	21,850
	<b>8,939,678</b>	<b>6,035,223</b>
Average number of full-time employees	<b>26</b>	<b>18</b>

## 3 Depreciation, amortisation and impairment losses

	<b>2019</b>	<b>2018</b>
	<b>DKK</b>	<b>DKK</b>
Amortisation of intangible assets	241,167	79,500
Depreciation of property, plant and equipment	929,413	579,397
	<b>1,170,580</b>	<b>658,897</b>

#### 4 Other financial expenses

	2019 DKK	2018 DKK
Financial expenses from group enterprises	2,022	70,299
Other interest expenses	31,145	569
Exchange rate adjustments	1,714	0
	<b>34,881</b>	<b>70,868</b>

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

	2019 DKK	2018 DKK
Current tax	139,971	153,164
Change in deferred tax	123,139	74,901
Adjustment concerning previous years	4	19
	<b>263,114</b>	<b>228,084</b>

#### 6 Intangible assets

	Acquired intangible assets DKK
Cost beginning of year	2,395,000
Additions	900,000
<b>Cost end of year</b>	<b>3,295,000</b>
Amortisation and impairment losses beginning of year	(228,459)
Amortisation for the year	(241,167)
<b>Amortisation and impairment losses end of year</b>	<b>(469,626)</b>
<b>Carrying amount end of year</b>	<b>2,825,374</b>

#### 7 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	1,146,670	2,339,271
Additions	650,868	2,434,991
<b>Cost end of year</b>	<b>1,797,538</b>	<b>4,774,262</b>
Depreciation and impairment losses beginning of year	(540,145)	(1,000,066)
Depreciation for the year	(307,653)	(621,760)
<b>Depreciation and impairment losses end of year</b>	<b>(847,798)</b>	<b>(1,621,826)</b>
<b>Carrying amount end of year</b>	<b>949,740</b>	<b>3,152,436</b>

## 8 Financial assets

	<b>Deposits DKK</b>
Cost beginning of year	289,143
Additions	48,161
<b>Cost end of year</b>	<b>337,304</b>
<b>Carrying amount end of year</b>	<b>337,304</b>

## 9 Non-current liabilities other than provisions

	<b>Due after more than 12 months 2019 DKK</b>
Payables to group enterprises	802,022
Other payables	101,348
	<b>903,370</b>

Non-current liabilities other than provisions falls due within 5 years.

## 10 Unrecognised rental and lease commitments

	<b>2019 DKK</b>	<b>2018 DKK</b>
Liabilities under rental or lease agreements until maturity in total	<b>328,945</b>	<b>366,219</b>

## 11 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Bjergsø Holding ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore secondarily liable for income taxes etc for the jointly taxed entities, which is limited to the equity interest by which the entity participates in the Group, as well as secondarily liable for obligations, if any, relating to the withholding of tax on interest, royalties and dividend 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.

## 12 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:  
Bjergsø Holding ApS, København

# Accounting policies

## Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

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

## 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.

## Income statement

### Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods, other operating income, cost of sales and external expenses.

### Revenue

Revenue from the sale of services 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.

### 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.

**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.

**Staff costs**

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

**Depreciation, amortisation and impairment losses**

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

**Other financial income**

Other financial income comprises interest income.

**Other financial expenses**

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, 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.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

**Balance sheet****Intellectual property rights etc**

Intellectual property rights etc comprise acquired intellectual property rights and prepayments for intangible assets.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Licences are amortised over the term of the agreement.

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:

Acquired rights	10 years
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Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.



**Property, plant and equipment**

Other fixtures and fittings, tools and equipment and leasehold improvements are measured at cost less accumulated depreciation and impairment losses.

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	5 years
Leasehold improvements	5 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually.

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

**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.

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

**Receivables**

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

**Prepayments**

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

**Cash**

Cash comprises cash in hand and bank deposits.

**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. However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

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.

**Other financial liabilities**

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

**Joint taxation contributions payable or receivable**

Current joint taxation contributions receivable or joint taxation contributions payable are recognised in the balance sheet, calculated as tax computed on the taxable income of the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.