



Ramen Copenhagen ApS

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

Annual report 2022

The Annual General Meeting adopted the
annual report on 28.06.2023

Ditte Kristine Lassen-Kahlke
Chairman of the General Meeting

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Entity details

Entity

Ramen Copenhagen ApS
Humletorvet 27, 3.
1799 København V

Business Registration No.: 37002992
Registered office: København
Financial year: 01.01.2022 - 31.12.2022

Executive Board

Mikkel Bjergsø

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Lead Client Service Partner : Bjørn Winkler Jakobsen

Statement by Management

The Executive Board has today considered and approved the annual report of Ramen Copenhagen ApS for the financial year 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

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, 28.06.2023

Executive Board

Mikkel 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 01.01.2022 - 31.12.2022, 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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 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' 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 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 conclusion 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, 28.06.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Hans Tauby

State Authorised Public Accountant
Identification No (MNE) mne44339

Manal Naffah

State Authorised Public Accountant
Identification No (MNE) mne49116

Management commentary

Primary activities

The company's activities comprise in running restaurants.

Development in activities and finances

The income statement shows a profit of DKK 2,807,165 against a loss of DKK 3,624,149 last year, which management considers expected. The balance sheet shows an equity of DKK 3,208,874.

The global effect of the COVID-19 outbreak has significantly affected the company and Management has taken reasonable measures to secure the performance of the company through this global crisis.

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

Events after the balance sheet date

Management noted that the worldwide Covid-19 outbreak may still affect the Company's performance. Another Covid-19 related closure of bars was implemented in December 2021 and ended in January 2022, which will have a small negative effect into 2022. However, it is not possible for Management at the time of financial reporting to further quantify the potential continued impact of Covid-19.

The war in Ukraine which started at the end of February 2022 has not had and is not expected to have a significant impact on the Company's financial position and development, as the Company has no significant sales or significant suppliers in the countries concerned. No other events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2022

	Notes	2022 DKK	2021 DKK
Gross profit/loss		24,390,688	13,400,316
Staff costs	1	(20,198,945)	(15,325,990)
Depreciation, amortisation and impairment losses	2	(1,519,863)	(1,630,652)
Operating profit/loss		2,671,880	(3,556,326)
Other financial expenses	3	(134,364)	(67,823)
Profit/loss before tax		2,537,516	(3,624,149)
Tax on profit/loss for the year	4	269,649	0
Profit/loss for the year		2,807,165	(3,624,149)
Proposed distribution of profit and loss			
Retained earnings		2,807,165	(3,624,149)
Proposed distribution of profit and loss		2,807,165	(3,624,149)

Balance sheet at 31.12.2022

Assets

	Notes	2022 DKK	2021 DKK
Acquired intangible assets		2,061,458	2,418,458
Intangible assets	5	2,061,458	2,418,458
Other fixtures and fittings, tools and equipment		1,088,920	1,192,270
Leasehold improvements		2,326,045	3,009,084
Property, plant and equipment	6	3,414,965	4,201,354
Deposits		696,612	679,648
Deferred tax		269,649	0
Financial assets	7	966,261	679,648
Fixed assets		6,442,684	7,299,460
Manufactured goods and goods for resale		834,287	771,161
Inventories		834,287	771,161
Trade receivables		935,587	357,523
Receivables from group enterprises		12,426	0
Other receivables		203,075	4,000
Prepayments		977,892	567,063
Receivables		2,128,980	928,586
Cash		2,772,372	1,486,268
Current assets		5,735,639	3,186,015
Assets		12,178,323	10,485,475

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Contributed capital		78,931	78,931
Retained earnings		3,129,943	322,778
Equity		3,208,874	401,709
Payables to group enterprises		0	923,074
Other payables		1,091,918	1,012,009
Non-current liabilities other than provisions	8	1,091,918	1,935,083
Trade payables		2,140,187	2,060,201
Payables to group enterprises		546,534	307,670
Other payables		5,190,810	5,780,812
Current liabilities other than provisions		7,877,531	8,148,683
Liabilities other than provisions		8,969,449	10,083,766
Equity and liabilities		12,178,323	10,485,475
Unrecognised rental and lease commitments	9		
Contingent liabilities	10		
Group relations	11		

Statement of changes in equity for 2022

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	78,931	322,778	401,709
Profit/loss for the year	0	2,807,165	2,807,165
Equity end of year	78,931	3,129,943	3,208,874

Notes

1 Staff costs

	2022	2021
	DKK	DKK
Wages and salaries	18,770,945	14,497,388
Pension costs	901,227	451,601
Other social security costs	526,773	377,001
	20,198,945	15,325,990
Average number of full-time employees	57	43

2 Depreciation, amortisation and impairment losses

	2022	2021
	DKK	DKK
Amortisation of intangible assets	357,000	352,416
Depreciation of property, plant and equipment	1,347,725	1,278,236
Profit/loss from sale of intangible assets and property, plant and equipment	(184,862)	0
	1,519,863	1,630,652

3 Other financial expenses

	2022	2021
	DKK	DKK
Financial expenses from group enterprises	24,376	56,063
Other interest expenses	109,240	10,856
Exchange rate adjustments	748	904
	134,364	67,823

4 Tax on profit/loss for the year

	2022	2021
	DKK	DKK
Change in deferred tax	(269,649)	0
	(269,649)	0

5 Intangible assets

	Acquired intangible assets DKK
Cost beginning of year	3,570,000
Cost end of year	3,570,000
Amortisation and impairment losses beginning of year	(1,151,542)
Amortisation for the year	(357,000)
Amortisation and impairment losses end of year	(1,508,542)
Carrying amount end of year	2,061,458

6 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	2,840,759	6,426,135
Additions	302,611	284,927
Disposals	(262,021)	0
Cost end of year	2,881,349	6,711,062
Depreciation and impairment losses beginning of year	(1,648,489)	(3,417,051)
Depreciation for the year	(379,759)	(967,966)
Reversal regarding disposals	235,819	0
Depreciation and impairment losses end of year	(1,792,429)	(4,385,017)
Carrying amount end of year	1,088,920	2,326,045

7 Financial assets

	Deposits DKK	Deferred tax DKK
Cost beginning of year	679,648	0
Additions	16,964	269,649
Cost end of year	696,612	269,649
Carrying amount end of year	696,612	269,649

8 Non-current liabilities other than provisions

	Due after more than 12 months 2022 DKK
Other payables	1,091,918
	1,091,918

Other payables relates to the frozen holiday pay due to the new holiday law, and therefore it is uncertain when these will be paid.

9 Unrecognised rental and lease commitments

	2022 DKK	2021 DKK
Liabilities under rental or lease agreements until maturity in total	3,526,868	2,271,265

10 Contingent liabilities

	2021 DKK
Other contingent liabilities	312,500
Contingent liabilities	312,500

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.

11 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 a few 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 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.

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:

	Useful life
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.

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.

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.

Other financial liabilities

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