
Souls ApS

Marstalsgade 8, st., DK-2100 København Ø

Annual Report for 1 July 2018 - 30 June 2019

CVR-nr. 37 39 77 25

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
Company
on 13/12 2019

Jason Matthew
Renwick
Chairman of the
general meeting



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Management's statement

The Executive Board has today considered and adopted the Annual Report of Souls ApS for the financial year 1 July 2018 - 30 June 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 financial position at 30 June 2019 of the Company and of the results of the Company's operations for 2018/19.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen Ø, 13 December 2019

Executive Board

Matthew Alexander Niall

Jason Matthew Renwick

Independent Auditor's Report on the Financial Statements

To the shareholder of Souls ApS

Opinion

We have performed an extended review of the Financial Statements of Souls ApS for the financial year 1 July 2018 - 30 June 2019, which comprise income statement, balance sheet, cash flow statement and notes, including a summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

Based on the work performed, in our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 June 2019 and of the results of the Company operations for the financial year 1 July 2018 - 30 June 2019 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR – Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Practitioner's responsibilities for the extended review of the financial statements" section of our report. 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 rules and requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's responsibility 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 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 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 in respect of our conclusion on the Financial Statements and, moreover, that we perform supplementary procedures specifically required to obtain additional assurance in respect of our conclusion.

An extended review consists of making inquiries, primarily of Management and others within the enterprise, as appropriate, and applying analytical procedures and the supplementary procedures specifically required as well as assessing the evidence obtained.

An extended review is less in scope than an audit and, consequently, we do not express an audit opinion on the Financial Statements.

Independent Auditor's Report on the Financial Statements

Hilleroed, 13 December 2019

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Carsten Blicher
State Authorised Public Accountant
mne16560

Company information

The Company	Souls ApS Marstalsgade 8, st. DK-2100 København Ø Telephone: 34100101 Email: healthy@soulscph.dk CVR No: 37 39 77 25 Financial period: 1 July - 30 June Municipality of reg. office: Copenhagen
Executive board	Matthew Alexander Niall Jason Matthew Renwick
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Milnersvej 43 3400 Hillerød
Bankers	Danske Bank A/S

Income statement 1 July - 30 June

	Note	2018/19 DKK	2017/18 DKK
Gross profit/loss		4,487,579	5,716,885
Staff expenses	2	-3,165,031	-3,569,603
Amortisation, depreciation and impairment losses of intangible assets and property, plant and equipment	3	-182,172	-176,276
Profit/loss before financial income and expenses		1,140,376	1,971,006
Financial income		655	99
Financial expenses		-9,647	-4,314
Profit/loss before tax		1,131,384	1,966,791
Tax on profit/loss for the year	4	-250,300	-433,276
Net profit/loss for the year		881,084	1,533,515

Distribution of profit

	2018/19 DKK	2017/18 DKK
Proposed distribution of profit		
Retained earnings	881,084	1,533,515
	881,084	1,533,515

Balance sheet 30 June

Assets

	Note	2018/19 DKK	2017/18 DKK
Goodwill		76,780	98,209
Intangible assets	5	76,780	98,209
Other fixtures and fittings, tools and equipment		152,353	216,424
Leasehold improvements		173,575	255,422
Property, plant and equipment	6	325,928	471,846
Deposits		181,050	182,550
Fixed asset investments		181,050	182,550
Fixed assets		583,758	752,605
Raw materials and consumables		27,000	27,000
Inventories		27,000	27,000
Trade receivables		175,578	296,414
Receivables from associates		2,192,932	2,235,578
Other receivables		27,872	4,713
Deferred tax asset		16,224	11,940
Prepayments		132,303	43,311
Receivables		2,544,909	2,591,956
Cash at bank and in hand		1,780,997	1,361,208
Current assets		4,352,906	3,980,164
Assets		4,936,664	4,732,769

Balance sheet 30 June

Liabilities and equity

	Note	2018/19 DKK	2017/18 DKK
Share capital		50,000	50,000
Retained earnings		3,497,971	2,616,887
Equity	7	<u>3,547,971</u>	<u>2,666,887</u>
Corporation tax		218,584	437,707
Long-term debt	8	<u>218,584</u>	<u>437,707</u>
Trade payables		242,619	362,371
Payables to owners and Management		14,104	41,688
Corporation tax		437,717	145,650
Other payables		475,669	1,078,466
Short-term debt		<u>1,170,109</u>	<u>1,628,175</u>
Debt		<u>1,388,693</u>	<u>2,065,882</u>
Liabilities and equity		<u>4,936,664</u>	<u>4,732,769</u>
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Notes to the financial statement

1. Key activities

The company's main activity is operation of restaurants.

	<u>2018/19</u>	<u>2017/18</u>
	DKK	DKK
2. Staff Expenses		
Wages and salaries	3,029,531	3,457,494
Other social security expenses	83,924	63,934
Other staff expenses	51,576	48,175
	<u>3,165,031</u>	<u>3,569,603</u>
Average number of employees	<u>10</u>	<u>12</u>

	<u>2018/19</u>	<u>2017/18</u>
	DKK	DKK
3. Amortisation, depreciation and impairment losses of intangible assets and property, plant and equipment		
Amortisation of intangible assets	21,429	21,432
Depreciation of property, plant and equipment	160,743	154,844
	<u>182,172</u>	<u>176,276</u>

	<u>2018/19</u>	<u>2017/18</u>
	DKK	DKK
4. Income tax expense		
Current tax for the year	254,584	437,707
Deferred tax for the year	-4,284	-4,431
	<u>250,300</u>	<u>433,276</u>

Notes to the financial statement

5. Intangible fixed assets

	Goodwill
	DKK
Cost at 1 July	150,000
Cost at 30 June	150,000
Revaluations at 30 June	0
Impairment losses and amortisation at 1 July	51,791
Amortisation for the year	21,429
Impairment losses and amortisation at 30 June	73,220
Carrying amount at 30 June	76,780

6. Property, plant and equipment

	Other fixtures and fittings, tools and equipment	Leasehold improvements
	DKK	DKK
Cost at 1 July	379,654	409,236
Additions for the year	14,825	0
Cost at 30 June	394,479	409,236
Impairment losses and depreciation at 1 July	163,230	153,814
Depreciation for the year	78,896	81,847
Impairment losses and depreciation at 30 June	242,126	235,661
Carrying amount at 30 June	152,353	173,575

Notes to the financial statement

7. Equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 July	50,000	2,616,887	2,666,887
Net profit/loss for the year	0	881,084	881,084
Equity at 30 June	50,000	3,497,971	3,547,971

8. Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	2018/19	2017/18
	DKK	DKK
Corporation tax		
After 5 years	0	0
Between 1 and 5 years	218,584	437,707
Long-term part	218,584	437,707
Within 1 year	437,717	145,650
	656,301	583,357

9. Contingent assets, liabilities and other financial obligations

Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of The Down Under Guys ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Notes to the financial statement

10. Accounting policies

The Annual Report for Souls ApS for 2018/19 has been prepared in accordance with the Danish Financial Statements Act for companies in Class B.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2018/19 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Income statement

Net sales

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Notes to the financial statement

Other external expenses

Other external expenses comprise expenses for premises, sales and as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for raw materials and consumables and other external expenses.

Staff expenses

Staff costs include wages and salaries including compensated absence and pensions as well as other social security contributions etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with the parent company and sister. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance sheet

Intangible fixed assets

Goodwill acquired is measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over its useful life, which is assessed at 7 year.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tool and equipment 5 years

Leasehold improvements 5 years

Depreciation period and residual value are reassessed annually.

Assets costing less than DKK 13,800 are expensed in the year of acquisition.

Notes to the financial statement

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Other fixed asset investments

Other fixed asset investments consist of deposits.

Inventories

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

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.