HARIBO Lakrids A/S

Delta Park 44 2665 Vallensbæk Strand Denmark

CVR no. 37 65 76 54

Annual report 2020

The annual report was presented and approved at the Company's annual general meeting on

10 May 2021

Chairman

HARIBO Lakrids A/S Annual report 2020 CVR no. 37 65 76 54

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HARIBO Lakrids A/S Annual report 2020 CVR no. 37 65 76 54

Vallensbæk, 10 May 2021

Chairman

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of HARIBO Lakrids A/S for the financial year 1 January – 31 December 2020.

The annual report has been 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 assets, liabilities and financial position at 31 December 2020 and of the results of the Company's operations for the financial year 1 January – 31 December 2020.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's operations and financial matters, of the results for the year and of the Company's financial position.

We recommend that the annual report be approved at the annual general meeting.

Stefano Paul Franzoia

André Smit

Board of Directors:

Hans-Guido Riegel

Herwig Jean L. Vennekens

Michael Phiesel



Independent auditor's report

To the shareholder of HARIBO Lakrids A/S

Opinion

We have audited the financial statements of HARIBO Lakrids A/S for the financial year 1 January – 31 December 2020 comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are 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 assets, liabilities and financial position at 31 December 2020 and of the results of the Company's operations for the financial year 1 January – 31 December 2020 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 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 audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 that 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 audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made 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 judgement and maintain professional scepticism throughout the audit. We also

— identify and assess the risks of material misstatement of the company 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.



Independent auditor's report

- 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 the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the 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 the Management's review.

Copenhagen, 10 May 2021 **KPMG**Statsautoriseret Revisionspartnerselskab CVR no. 25 57 81 98

David Olafsson State Authorised Public Accountant mne19737

HARIBO Lakrids A/S

Annual report 2020 CVR no. 37 65 76 54

Management's review

Company details

HARIBO Lakrids A/S Delta Park 44 2665 Vallensbæk Strand Denmark

Website: www.haribo.com

CVR no.: 37 65 76 54 Established: 20 April 2016 Registered office: Vallensbæk

Financial year: 1 January – 31 December

Board of Directors

Hans-Guido Riegel, Chairman Herwig Jean L. Vennekens Michael Phiesel

Executive Board

Stefano Paul Franzoia André Smit

Auditor

KPMG Statsautoriseret Revisionspartnerselskab Dampfaergevej 28 DK-2100 Copenhagen Denmark

Management's review

Financial highlights

DKK'000	2020	2019	2018	2017	2016
Key figures					
Revenue	362,167	299,061	280,906	357,121	350,237
Gross profit/loss	134,882	103,518	91,105	89,161	88,881
Operating profit/loss	74,664	42,541	28,505	25,634	38,806
Profit/loss from financial					·
income and expenses	-496	-291	-337	-149	-35
Profit/loss for the year	57,745	32,804	22,451	19,825	30,402
Total assets	225,959	203,855	245,059	223,384	174,779
Equity	119,304	106,359	188,555	166,105	8,205
Investment in property,					·
plant and equipment	240	571	1,017	3,856	8,205
Ratios					
Gross margin	37.2%	34.6%	32.4%	25.0%	25.4%
Operating margin	20.6%	14.2%	10.1%	7.2%	11.1%
Return on invested capital	66.2%	28.8%	8.5%	20.1%	26.8%
Current ratio	207.6%	202.2%	418.3%	279.4%	571.9%
Return on equity	51.2%	22.2%	15.6%	19.1%	20.8%
Solvency ratio	52.8%	52.2%	76.9%	74.4%	4.7%

The financial ratios have been calculated as follows:

Gross margin Gross profit x 100
Revenue

Operating margin

Operating profit/loss x 100
Revenue

Return on invested capital

Operating profit/loss x 100

Average invested capital

Current ratio Current assets x 100
Current liabilities

Return on equity Profit/loss from ordinary activities after tax x 100
Average equity

Solvency ratio

<u>Equity ex. non-controlling interests at year end x 100</u>

Total equity and liabilities at year end

HARIBO Lakrids A/S

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Management's review

Operating review

Principal activities

HARIBO Lakrids A/S sells high quality confectionary, mainly to the Danish market and with export to Greenland. The Faroe Islands and Iceland.

HARIBO Lakrids A/S (established in 2016 as a 100% owned subsidiary of HARIBO Produktion A/S) is part of the international HARIBO Group (Germany).

Profit/loss for the year (including comparison with forecasts previously announced)

The Company's income statement for 2020 shows a profit of DKK'000 57,745 as against DKK'000 32,804 in 2019. Equity in the Company's balance sheet at 31 December 2020 stood at DKK'000 119,304 as against DKK'000 106,359 at 31 December 2019.

In 2020 HARIBO Lakrids A/S reached above the expected forecast for net sales and EBIT, which is mainly caused by a positive side effect of increased demand related to the COVID-19 pandemic. The Management Board sees this as a good result, considering the challenging market situation. The COVID-19 pandemic have as expected changed the market landscape as we know it. Sales have moved from pick and mix to branded goods. We have seen that the branded bags can capture most of the lost sales and balance the negative effect.

2021 Outlook

HARIBO Lakrids A/S expects to continue delivering high quality confectionary products to the Danish market. In 2021, focus will continue to be at securing a long-term customer relationship. We do expects to see an overall decrease in sales in 2021, as it is expected that the COVID-19 pandemic will be under control and the sales will normalize. This is expected to lead to a corresponding decrease in EBIT.

Knowledge resources

HARIBO Lakrids A/S will continue its strategy of increasing the qualifications of the employees, both by investing in upgrading the qualifications of existing employees and by adding new employees which can contribute with new and relevant qualifications for the Company.

Risk assessment

HARIBO Lakrids A/S has identified its potential risks and has taken the necessary steps in order to secure the Company's assets and minimize the risks.

The Company has a strong cooperation with the HARIBO Group and uses the resources in the global HARIBO Group to secure its assets. Furthermore, the Company is continuously in contact with the authorities and with the Company's insurance partner in order to make sure that the Company is updated both regarding legislation and new technology, in order to secure both the employees and other assets.

Research and development activities

Research and development are carried out by HARIBO Lakrids A/S in cooperation with the HARIBO Group, in order to keep the leading position on the Danish market within sugar confectionary.

Management's review

Operating review

Events after the balance sheet date

No events have occurred after the end of the financial year, which significally effects the annual report.

Corporate social responsibility

HARIBO Lakrids refers to the corporate social responsibility of its owner HARIBO Produktion A/S. HARIBO Produktion's Corporate social responsibility statement cf. 99a is available in the Annual report of HARIBO Produktion A/S at:

https://datacvr.virk.dk/data/visenhed?enhedstype=virksomhed&id=43423010&soeg=HARIBO%20Produktion&type=undefined&language=da

Gender composition

HARIBO A/S fully respects the current legislation, with the aim of a more balanced gender composition in both the Supervisory Board and in other management positions. We strive to reach a balanced gender composition on all levels including management levels.

The Supervisory Board consists of 3 members, which are all male. There has been no change to the Supervisory Board during 2020. Due to that it has not been possible to reach the goal of an even gender composition. The aim is to have at least one female member of the Supervisory Board in 2023.

On other managerial levels there are 1 male directors, and 7 managers with a gender balance of 50% female and 50% men. The goal of having a balanced gender composition is obtained.

Income statement

DKK'000	Note	2020	2019
Revenue	2	362,167	299,061
Cost of sales		-196,344	-167,481
Other operating income		31,412	34,662
Other external costs		-62,353	-62,724
Gross profit		134,882	103,518
Staff costs	3	-59,310	-58,752
Depreciation, amortisation and impairment losses		-908	-2,225
Other operating costs		-95	-179
Profit before financial income and expenses		74,569	42,362
Other financial income		91	67
Other financial expenses		-587	-358
Profit before tax		74,073	42,071
Tax on profit for the year	4	-16,328	-9,267
Profit for the year	5	57,745	32,804

Balance sheet

DKK'000	Note	2020	2019
ASSETS			
Fixed assets			
Property, plant and equipment	6		
Fixtures and fittings, tools and equipment		2,830	5,052
Investments	7		
Deposits		1,722	1,661
Total fixed assets		4,552	6,713
Current assets			
Inventories			
Finished goods and goods for resale		182	107
Receivables			
Trade receivables		123,814	101,110
Receivables from group entities		62,106	29
Deferred tax asset	8	5	95
Prepayments	9	1,930	1,877
		187,855	103,111
Cash at bank and in hand		33,370	93,924
Total current assets		221,407	197,142
TOTAL ASSETS		225,959	203,855

Balance sheet

DKK'000	Note	2020	2019
EQUITY AND LIABILITIES			
Equity			
Contributed capital		1,000	1,000
Retained earnings		38,304	60,559
Proposed dividends for the financial year		80,000	44,800
Total equity		119,304	106,359
Liabilities			
Current liabilities			
Trade payables		6,260	6,492
Payables to group entities		2,827	12,618
Corporation tax		16,238	9,388
Other payables		81,330	68,998
		106,655	97,496
Total liabilities		106,655	97,496
TOTAL EQUITY AND LIABILITIES		225,959	203,855
Contractual obligations, contingencies, etc.	10		
Related party disclosures	11		

Statement of changes in equity

DKK'000	Contributed capital	Retained earnings	dividends for the financial year	<u>Total</u>
Equity at 1 January 2020	1,000	60,559	44,800	106,359
Ordinary dividends paid	0	0	-44,800	-44,800
Transferred over the profit appropriation	0	-22,255	80,000	57,745
Equity at 31 December 2020	1,000	38,304	80,000	119,304

Notes

1 Accounting policies

The annual report of HARIBO Lakrids A/S for 2020 has been prepared in accordance with the provisions applying to reporting class C medium-sized entities under the Danish Financial Statements Act.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Omission of cash flow statement

Pursuant to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are included in the cash flow statement in the consolidated financial statements of HARIBO Produktion A/S.

Omission of fee paid to the Company's auditor

Pursuant to section 96(3) of the Danish Financial Statements Act, fee paid to the Company's auditor appointed at the general meeting has not been disclosed.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, 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.

Income statement

Revenue

Income from the sale of goods is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and taxes charged on behalf of third parties. All discounts granted are recognised in revenue.

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year. This item also comprises direct costs for goods for resale and changes to inventory of goods for resale.

Other operating income

Other operating income comprises items secondary to the activities of the entity, including revenue from supply of administrations services for other firms from the HARIBO Group.

Notes

1 Accounting policies (continued)

Other external costs

Other external costs comprise distribution costs and costs related to sales, sales campaigns, administration, office premises, operating leases, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs, etc., to the Company's employees, excluding reimbursements from public authorities.

Other operating costs

Other operating costs comprise items secondary to the activities of the Company, including losses on the disposal of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses comprise interest income and expense, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Tax on profit for the year

The Company is included in mandatory joint taxation with the Parent company HARIBO Produktion A/S.

On payment of joint taxation contributions, current Danish corporation 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 used the losses to reduce their own taxable profit.

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

The depreciable amount, which is calculated as cost less any projected residual values after the end of the useful life, is depreciated on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Notes

1 Accounting policies (continued)

Fixtures and fittings, tools and equipment

5-15 years

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Impairment of fixed assets

The carrying amount of fixtures and fittings, tools and equipment is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Investments

Deposits are recognised at nominal value.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value.

Goods for resale are measured at cost, comprising purchase price plus delivery costs.

The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Notes

1 Accounting policies (continued)

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Equity

Dividends

The expected dividend payment for the year is disclosed as a separate item under equity.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities

Other liabilities are measured at net realisable value.

Segment information

Segment information is provided on business segments and geographical markets. The segment information is in line with the Group's accounting policies, risks and internal financial management.

Notes

	DKK'000	2020	2019
2	Revenue		
	Revenue, Denmark	332,409	262,548
	Revenue, Europe	29,758	36,513
		362,167	299,061
3	Staff costs		
	Wages and salaries	54,297	53,640
	Pensions	4,362	4,475
	Other social security costs	651	637
	·	59,310	58,752
	Average number of full-time employees	82	90
	Staff costs include remuneration of the Executive Board of DKK 4,475 thousand). The board of directors does not receive remuneration.	thousand (201	9: DKK 5,966
4	Tax on profit for the year		
	Current tax for the year	16,238	9,388
	Deferred tax for the year	61	-121
	Adjustment of deferred tax concerning previous years	29	0
		16,328	9,267
5	Proposed profit appropriation		
	Proposed dividends for the year	80,000	44,800
	Retained earnings	-22,255	-11,996
	Ŭ	57,745	32,804

Notes

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Property, plant and equipment		
		Fixtures and fittings, tools and
DKK'000		equipment
Cost at 1 January 2020		24,624
Additions for the year		241 -8,165
Disposals for the year Transfers for the year		1,071
Cost at 31 December 2020		17,771
Depreciation and impairment losses at 1 January 2020		-19,572
Depreciation for the year		-1,167
Reversed depreciation and impairment losses on assets sold		6,610
Reversed impairment losses		259
Transfer for the year		-1,071
Depreciation and impairment losses at 31 December 2020		-14,941
Carrying amount at 31 December 2020		2,830
Investments		
DKK'000		Deposits
Cost at 1 January 2020		1,661
Additions for the year		61
Cost at 31 December 2020		1,722
Carrying amount at 31 December 2020		1,722
DKK'000	2020	2019
		_ =====
Deferred tax assets		
Deferred tax at 1 January	_	5 -26
Deferred tax adjustment for the year in the income statement		
		5 95 = ========
Deferred tax relate to:		
Property, plant and equipment		5 95

Notes

	DKK'000	2020	2019
9	Prepayments		
	IT-Cost	389	241
	Rent	960	942
	Other prepayments	581	694
		1,930	1,877

10 Contractual obligations, contingencies, etc.

Contingent liabilities

The Company is jointly taxed with other Danish companies in the Group. Together with the other companies in the joint taxation, the Company has joint and several liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties within the joint taxation.

Any later corrections of the taxable income subject to joint taxation may entail that the Company's liability will increase.

Operating lease obligations

Remaining operating lease obligations at the balance sheet date fall due at DKK 12,985 thousand within 46 months (2019: DKK 23,867 thousand).

Notes

11 Related party disclosures

HARIBO Lakrids A/S' related parties comprise the following:

Control

HARIBO Produktion A/S holds the majority of shares in the Company.

HARIBO Lakrids A/S is part of the consolidated financial statements of HARIBO Produktion A/S, Faxe, Denmark, which is the smallest group in which the Company is included as a subsidiary.

The consolidated financial statements of HARIBO Produktion A/S can be obtained by contacting the Company.

HARIBO Lakrids A/S is part of the consolidated financial statements of HARIBO International GmbH, Dr.-Hans-und-Paul-Riegel-Straße 1,53501 Grafschaft, Germany, which is the largest group, in which the Company is included as a subsidiary.

HARIBO Lakrids A/S' ultimate beneficial owner is HARIBO International GmbH, Dr.-Hans-und-Paul-Riegel- Straße 1,53501 Grafschaft, Germany.

Related party transactions

DKK'000	2020	2019
Sale of goods and services to associated companies	26,769	26,002
Purchase of goods and services from associated companies	214,298	182,949

Receivables and debt against group companies are disclosed in the balance sheet.