

# Sofaco International ApS

Selandia Park 1, 4100 Ringsted

CVR no. 38 52 71 26

## Annual report 2020

Approved at the Company's annual general meeting on 19 May 2021

Chair of the meeting:

.....  
René Buchardt Hansen



**Building a better  
working world**

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## Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Sofaco International ApS for the financial year 1 January - 31 December 2020.

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 of the Company 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 and the results of the Company's operations and financial position.

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

Ringsted, 19 May 2021

Executive Board:

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Henrik Andersen

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René Buchardt Hansen

Board of Directors:

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Torben Ballegaard  
Sørensen  
Chair

---

Bo Magnus Dimert

---

Hans Stefan Rönn

---

Christian Rudolph-  
Christiansen

---

Cecilia Linnea Waldehorn

---

Mattias Feiff

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Jörgen Andersson

## Independent auditor's report

### To the shareholder of Sofaco International ApS

#### Opinion

We have audited the financial statements of Sofaco International ApS for the financial year 1 January - 31 December 2020, which comprise 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 financial position of the Company 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 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 rules and 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 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 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 the 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 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 note 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 Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 19 May 2021  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28

Robert Christensen  
State Authorised Public Accountant  
mne16653

Simon Blendstrup  
State Authorised Public Accountant  
mne44060

## Management's review

### Company details

Name	Sofaco International ApS
Address, Postal code, City	Selandia Park 1, 4100 Ringsted
CVR no.	38 52 71 26
Established	27 March 2017
Registered office	Ringsted
Financial year	1 January - 31 December
Board of Directors	Torben Ballegaard Sørensen, Chair Bo Magnus Dimert Hans Stefan Rönn Christian Rudolph-Christiansen Cecilia Linnea Waldehorn Mattias Feiff Jörgen Andersson
Executive Board	Henrik Andersen René Buchardt Hansen
Auditors	EY Godkendt Revisionspartnerselskab Dirch Passers Allé 36, P.O. Box 250, 2000 Frederiksberg, Denmark

## Management's review

### Financial highlights

DKK'000	2020	2019	2018	2017
<b>Key figures</b>				
Gross profit	4,892	3,930	983	-122
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	387	-359	-423	-230
Net financials	-9,093	-9,762	-8,149	-5,263
<b>Profit/loss for the year</b>	<b>7,489</b>	<b>-13,009</b>	<b>-11,676</b>	<b>-5,178</b>
Total assets	287,987	317,103	323,629	325,594
<b>Equity</b>	<b>202,064</b>	<b>195,057</b>	<b>207,863</b>	<b>219,325</b>
<b>Financial ratios</b>				
Return on assets	-1.6%	-1.5%	-0.5%	-0.1%
Current ratio	6.3%	472.4%	535.6%	887.3%
Equity ratio	70.2%	61.5%	64.2%	67.4%
Return on equity	3.8%	-6.5%	-5.5%	-2.4%
<b>Average number of employees</b>	<b>7</b>	<b>6</b>	<b>2</b>	<b>0</b>

For terms and definitions, please see the accounting policies.

## Management's review

### Business review

The Company's main activity is to act as management company in the Sofaco Group and to invest in group entities and related activities. The group entities are engaged in the design and international wholesaling of furniture, etc.

### Financial review

The income statement for 2020 shows a profit of DKK 7,489 thousand against a loss of DKK 13,009 thousand last year, and the balance sheet at 31 December 2020 shows equity of DKK 202,064 thousand. The Company has continued its expansion and strengthening of the organization in general. The Company's group entities have invested in the continued development of its IT systems in 2020, especially its B2C web shop, where the D2C (Direct to Consumers) online sale has been the primary focus.

Management considers the Company's financial performance in the year satisfactory.

### Capital resources

The Company's debt to other credit institutions is shown as short term liabilities in the annual report. The debt was repaid in the beginning of 2021, and the Company has entered into a new loan agreement in 2021 that is partially a long-term loan. Thus, the Company has secured the financing of future activities.

### Events after the balance sheet date

COVID-19 had a negative effect on sales activities in Q2-2020. But the Company used the situation to focus very strongly on its marketing activities directed at private consumers emphasizing the convenience of shopping from home. This gave a significant increase in revenue in the following quarters which continued into 2021. The COVID-19 pandemic has changed consumer behavior towards online channels, and the Company believes that the shift is expected to last post-pandemic.

No events materially affecting the Group's and the Company's financial position have occurred subsequent to the financial year end.

### Outlook

The Company's profit for 2021 is expected to improve compared to 2020.

## Financial statements 1 January - 31 December

### Income statement

Note	DKK'000	2020	2019
	<b>Gross profit</b>	4,892	3,930
2	Staff costs	-4,505	-4,289
	<b>Profit/loss before net financials</b>	387	-359
	Income from investments in group enterprises	14,280	-5,115
	Financial income	457	5
	Financial expenses	-9,550	-9,767
	<b>Profit/loss before tax</b>	5,574	-15,236
3	Tax for the year	1,915	2,227
	<b>Profit/loss for the year</b>	7,489	-13,009

## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK'000	2020	2019
<b>ASSETS</b>			
<b>Fixed assets</b>			
4 Investments			
Investments in group entities		282,632	268,835
		282,632	268,835
<b>Total fixed assets</b>		282,632	268,835
<b>Non-fixed assets</b>			
<b>Receivables</b>			
Receivables from group enterprises		0	44,738
6 Deferred tax assets		119	3,269
Joint taxation contribution receivable		5,066	0
Other receivables		21	0
5 Prepayments		14	0
		5,220	48,007
<b>Cash</b>		135	261
<b>Total non-fixed assets</b>		5,355	48,268
<b>TOTAL ASSETS</b>		287,987	317,103
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital		20,000	20,000
Net revaluation reserve according to the equity method		2,911	0
Retained earnings		179,153	175,057
		202,064	195,057
<b>Total equity</b>			
<b>Liabilities other than provisions</b>			
7 Non-current liabilities other than provisions			
Other credit institutions		0	111,762
Other payables		303	66
		303	111,828
<b>Current liabilities other than provisions</b>			
Other credit institutions		65,893	0
Trade payables		75	88
Payables to group enterprises		16,691	8,361
Other payables		2,961	1,769
		85,620	10,218
		85,923	122,046
<b>TOTAL EQUITY AND LIABILITIES</b>		287,987	317,103

- 1 Accounting policies
- 9 Contractual obligations and contingencies, etc.
- 10 Collateral
- 11 Related parties
- 12 Appropriation of profit/loss

## Financial statements 1 January - 31 December

### Statement of changes in equity

Note	DKK'000	Share capital	Net revaluation reserve according to the equity method	Retained earnings	Total
	Equity at 1 January 2019	20,000	0	187,863	207,863
12	Transfer, see "Appropriation of profit/loss"	0	0	-13,009	-13,009
	Adjustment of investments through foreign exchange adjustments	0	0	203	203
	<b>Equity at 1 January 2020</b>	<b>20,000</b>	<b>0</b>	<b>175,057</b>	<b>195,057</b>
12	Transfer, see "Appropriation of profit/loss"	0	2,911	4,578	7,489
	Adjustment of investments through foreign exchange adjustments	0	0	-482	-482
	<b>Equity at 31 December 2020</b>	<b>20,000</b>	<b>2,911</b>	<b>179,153</b>	<b>202,064</b>

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Sofaco International ApS for 2020 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to medium-sized reporting class C entities.

In accordance with section 112(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

Effective from the financial year 2020, the Company has implemented amending act no. 1716 of 27 December 2018 to the Danish Financial Statements Act. The implementation of the amending act has not affected the Company's accounting policies on recognition and measurement of assets and liabilities. The accounting policies used in the preparation of the financial statements are consistent with those of last year.

#### Omission of a cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are reflected in the consolidated cash flow statement for the higher-ranking parent company Sofaco Holding ApS.

#### Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

### Income statement

#### Gross profit

The items revenue, other operating income and external expenses have been aggregated into one item in the income statement called gross profit in accordance with section 32 of the Danish Financial Statements Act.

#### Other operating income

Other operating income comprise items of a secondary nature relative to the Company's core activities, including gains on the sale of fixed assets.

#### Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

#### Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

#### Profit/loss from investments in subsidiaries

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

##### Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

##### Balance sheet

###### Investments in subsidiaries

Equity investments in subsidiaries and associates are measured according to the equity method.

On initial recognition, equity investments in subsidiaries are measured at cost, i.e. plus transaction costs. The cost is allocated in accordance with the acquisition method; see the accounting policies regarding business combinations.

The cost is adjusted by shares of profit/loss after tax calculated in accordance with the Group's accounting policies less or plus unrealised intra-group gains/losses.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies for the assets and liabilities to which they can be attributed. Negative goodwill is recognised in the income statement.

Dividend received is deducted from the carrying amount.

Equity investments in subsidiaries measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

###### 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 has been impaired, an impairment loss is recognised on an individual basis.

###### Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

**Financial statements 1 January - 31 December****Notes to the financial statements****1 Accounting policies (continued)****Equity*****Reserve for net revaluation according to the equity method***

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries and associates relative to cost. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

***Grants without consideration within a group***

Cash contribution received from the Parent Company has been recognised directly in the equity.

**Liabilities**

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

**Financial ratios**

The financial ratios stated under "Financial highlights" have been calculated as follows:

Operating profit/loss	Profit/loss before financial items adjusted for other operating income and other operating expenses
Return on assets	$\frac{\text{Profit/loss from operating activites} \times 100}{\text{Average assets}}$
Current ratio	$\frac{\text{Current assets} \times 100}{\text{Current liabilities}}$
Equity ratio	$\frac{\text{Equity, year-end} \times 100}{\text{Total equity and liabilities, year-end}}$
Return on equity	$\frac{\text{Profit/loss after tax} \times 100}{\text{Average equity}}$

## Financial statements 1 January - 31 December

### Notes to the financial statements

	DKK'000	2020	2019
<b>2 Staff costs</b>			
Wages/ salaries		3,972	3,811
Pensions		478	473
Other social security costs		55	5
		<b>4,505</b>	<b>4,289</b>
Average number of full-time employees		7	6
Total remuneration to Management: DKK 637 thousand (2019: DKK 523 thousand)			
<b>3 Tax for the year</b>			
Deferred tax adjustments in the year		-1,915	-2,227
		<b>-1,915</b>	<b>-2,227</b>
<b>4 Investments</b>			
	DKK'000	Investments in group entities	
Cost at 1 January 2020		279,721	
Cost at 31 December 2020		<b>279,721</b>	
Value adjustments at 1 January 2020		-10,886	
Foreign exchange adjustments		-481	
Profit for the period		26,686	
Amortization, goodwill		-12,408	
Value adjustments at 31 December 2020		2,911	
<b>Carrying amount at 31 December 2020</b>		<b>282,632</b>	

Name	Domicile	Interest
<b>Subsidiaries</b>		
Sofaco Design ApS, parent to:		100.00%
- Scandinavian Design Vietnam Co. Ltd.	Denmark	100.00%
- Sofa Company Vietnam Company Limited	Vietnam	100.00%
- Sofakompagnie BV NL	Vietnam	100.00%
- Sofacompany BV BA	The Netherlands	100.00%
- Sofa Company GmbH	Belgium	100.00%
- Sofakompaniet Norge AS	Germany	100.00%
- The Soffkompaniet AB	Norway	100.00%
- Sofacompany GmbH	Sweden	100.00%
- Sofa Company Spolka	Switzerland	100.00%
	Poland	100.00%

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 5 Prepayments

Prepayments include accrual of expenses relating to subsequent financial years, including subscriptions of DKK 14 thousand.

DKK'000	2020	2019
<b>6 Deferred tax</b>		
Deferred tax at 1 January	-3,269	-1,043
Change in the year	-1,916	-2,226
Joint taxation contribution	5,066	0
<b>Deferred tax at 31 December</b>	<b>-119</b>	<b>-3,269</b>

#### 7 Non-current liabilities other than provisions

DKK'000	Total debt at 31/12 2020	Repayment, next year	Long-term portion	Outstanding debt after 5 years
Other payables	303	0	303	0
	<b>303</b>	<b>0</b>	<b>303</b>	<b>0</b>

#### 8 Mortgage debt and debt to other credit institutions

The Company's debt to other credit institutions has been paid in the beginning of 2021. A new loan has been raised in this connection. The new loan is partially a long-term loan.

#### 9 Contractual obligations and contingencies, etc.

##### Other contingent liabilities

The Company is jointly taxed with its parent, Sofaco Holding ApS, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes for the income year 2017 onwards as well as withholding taxes on interest, royalties and dividends falling due for payment on or after 27 March 2017.

#### 10 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2020.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 11 Related parties

Sofaco International ApS' related parties comprise the following:

##### Parties exercising control

Related party	Domicile	Basis for control
Procuritas Capital Investors V LP	United Kingdom	Participating interest
Sofaco Holding ApS	Ringsted	Participating interest

##### Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
Sofaco Holding ApS	Denmark	www.cvr.dk

##### Related party transactions

Sofaco International ApS was engaged in the below related party transactions:

DKK'000	2020	2019
The Parent Company has provided a guarantee assuming primary liability for the external loan	65,893	111,762

According to section 98c(3) of the Danish Financial Statements Act transactions with wholly-owned group entities are not disclosed.

DKK'000	2020	2019
<b>12 Appropriation of profit/loss</b>		
<b>Recommended appropriation of profit/loss</b>		
Net revaluation reserve according to the equity method	2,911	0
Retained earnings/accumulated loss	4,578	-13,009
	<b>7,489</b>	<b>-13,009</b>

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## René Buchardt Hansen

CFO

På vegne af: Sofaco International ApS

Serienummer: PID:9208-2002-2-943993639265

IP: 5.103.xxx.xxx

2021-05-19 14:18:01Z

NEM ID 

## René Buchardt Hansen

Chair of the meeting

På vegne af: Sofaco International ApS

Serienummer: PID:9208-2002-2-943993639265

IP: 5.103.xxx.xxx

2021-05-19 14:18:01Z

NEM ID 

## Henrik Andersen

CEO

På vegne af: Sofaco International ApS

Serienummer: PID:9208-2002-2-396261755207

IP: 5.103.xxx.xxx

2021-05-19 14:22:22Z

NEM ID 

## HANS STEFAN RÖNN

Board of Directors

På vegne af: Sofaco International ApS

Serienummer: 19720313xxxx

IP: 85.241.xxx.xxx

2021-05-19 14:27:17Z



## CECILIA WALDEHORN

Board of Directors

På vegne af: Sofaco International ApS

Serienummer: 19840424xxxx

IP: 178.31.xxx.xxx

2021-05-19 14:31:23Z



## Christian Rudolph-Christiansen

Board of Directors

På vegne af: Sofaco International ApS

Serienummer: PID:9208-2002-2-547550017351

IP: 193.88.xxx.xxx

2021-05-19 14:32:39Z

NEM ID 

## MAGNUS DIMERT

Board of Directors

På vegne af: Sofaco International ApS

Serienummer: 19701005xxxx

IP: 2.64.xxx.xxx

2021-05-19 14:40:05Z



## MATTIAS FEIFF

Board of Directors

På vegne af: Sofaco International ApS

Serienummer: 19721123xxxx

IP: 217.27.xxx.xxx

2021-05-19 14:40:24Z



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## Torben Ballegaard Sørensen

Chair

På vegne af: Sofaco International ApS

Serienummer: PID:9208-2002-2-040548433170

IP: 85.202.xxx.xxx

2021-05-19 14:49:50Z

NEM ID 

## JÖRGEN ANDERSSON

Board of Directors

På vegne af: Sofaco International ApS

Serienummer: 19651008xxxx

IP: 94.234.xxx.xxx

2021-05-20 06:31:19Z



## Robert Christensen

State Authorised Public Accountant

På vegne af: EY Godkendt Revisionspartnerselskab

Serienummer: CVR:30700228-RID:92401186

IP: 212.237.xxx.xxx

2021-05-20 06:39:25Z

NEM ID 

## Simon Blendstrup

State Authorised Public Accountant

På vegne af: EY Godkendt Revisionspartnerselskab

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