Holmris Holding A/S Avderødvej 27C, 2980 Kokkedal Business Registration No. 38 74 63 83

Annual report 01.05.2019 – 30.04.2020

The Annual General Meeting adopted the annual report on 18.12.2020

**Chairman of the General Meeting** 

Name: Peter Thostrup



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# **Company Details**

# **Company**

Holmris Holding A/S Avderødvej 27C DK-2980 Kokkedal

Business Registration No.: 38 74 63 83

Registered office: Fredensborg

Date of incorporation: 27.06.2017

Financial year: 01.05.2019 – 30.04.2020

# **Board of Directors:**

Peter Thostrup, Chairman
Jacob Østergaard Bergenholtz, Vice Chairman
Jørgen Melgaard Pedersen
Peter Liu Johansen
Henrik Holmris Hansen
Niels Henrik Lauritzen

# **Executive Board**

Peter Liu Johansen

### **Auditors**

Deloitte Statsautoriseret Revisionspartnerselskab City Tower, Værkmestergade 2 8000 Aarhus C

# **Statement by Management**

The Board of Directors and Executive Board have today discussed and approved the Annual Report for Holmris Holding A/S for the financial year 2019/20.

The consolidated financial statements and the parent's financial statements have been prepared in accordance with International Financial Reporting Standards, which have been adopted by the EU.

Further, the consolidated financial statements have been prepared in accordance with additional requirements under the Danish Financial Statements Act.

In our opinion the consolidated financial statements and the financial statements for the parent company give a true and fair view of Holmris Holding Group's and the parent company's assets, liabilities and financial position at April 30, 2020 and of the results of the Holmris Holding Group's and the parent company's operations and cash flow for the financial year 2019/20.

The management review contains in our opinion a true and fair review of the development in the Holmris Holding Group's and the parent company's operations, financial circumstances and results for the year, and the parent company's financial position, and describes the material risks and uncertainties affecting the Holmris Holding Group and the parent company.

We recommend that the Annual Report will be approved at the Annual General Meeting.

Fredensborg, 18 December 2020

# **Executive board**

Peter Liu Johansen

### **Board of Directors**

Peter Thostrup Jacob Østergaard Bergenholtz Niels Henrik Lauritzen

Chairman Vice Chairman

Peter Liu Johansen Henrik Holmris Hansen Jørgen Melgaard Pedersen

# **Independent Auditor's Report**

# To the shareholders of Holmris Holding A/S Opinion

We have audited the consolidated financial statements and the parent financial statements of Holmris Holding A/S for the financial year 01.05.2019 - 30.04.2020, which comprise the income statement, statement of comprehensive income, balance sheet, statement of changes in equity, cash flow statement and notes, including a summary of significant accounting policies, for the Group as well as the Parent. The consolidated financial statements and the parent financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 30.04.2020, and of the results of their operations and cash flows for the financial year 01.05.2019 - 30.04.2020 in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of 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 consolidated financial statements and the parent financial statements* section of this auditor's report. We are independent of the Group in accordance with the International Ethics Standards Board of Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Statement on the management commentary

Management is responsible for the management commentary.

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

In connection with our audit of the consolidated financial statements and the parent financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the consolidated financial statements and the parent financial statements or our knowledge obtained in the audit 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 the consolidated financial statements and the parent 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.

Management's responsibilities for the consolidated financial statements and the parent financial statements Management is responsible for the preparation of consolidated financial statements and parent financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and the parent financial statements, Management is responsible for assessing the Group's and the Parent's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the consolidated financial statements and the parent financial statements unless Management either intends to liquidate the Group or the Entity or to cease operations, or has no realistic alternative but to do so.

# Auditor's responsibilities for the audit of the consolidated financial statements and the parent financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent 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 these consolidated financial statements and these parent 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 consolidated financial statements and the parent 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.
- 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 Group's and the Parent'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 consolidated financial statements and the parent 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 Group's and the Parent'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 consolidated financial statements and the parent 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 Group and the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Aarhus, 18.12.2020

#### **Deloitte**

Statsautoriseret Revisionspartnerselskab Business Registration No 33 96 35 56

Jacob Nørmark State-Authorised Public Accountant Identification No (MNE) mne30176 Kasper Vestergaard Jensen State-Authorised Public Accountant Identification No (MNE) mne42784

# Management commentary

#### **Primary activities**

The Group is a leading Scandinavian design house developing, selling and servicing innovative interior design solutions for spaces within offices, learning environments and the hospitality segment as well as related consultancy services. The solutions are based on own products and third-party products from more than 1,000 brand partners supported by a flexible supply chain. The Group's sales activities take place from both the parent company and subsidiaries. The solutions are sold partly in Denmark where the Group is a clear market leader and partly in the rest of the world in selected markets.

#### **Development in activities and finances**

In the 2019/20 accounting year, the Group maintained its high activity level seen in 2018/19. In 2019/20, the Group achieved a revenue of DKK 1.1bn, close to 2018/19 revenue. In 2019/20, the Group achieved a normalised EBITDA of DKK 52m (DKK 37m before non-recurring items as defined under IFRS).

In a large part of the accounting year, the company experienced a higher activity level compared to the previous year across all segments, but, during the last months of the year, the Global Covid-19 situation resulted in a temporary drop in order intake and revenue. However, the Covid-19 situation has also resulted in new business opportunities such as upgrades and improvements of existing solutions with a focus on securing social distancing in companies' workspaces as well as increased sale of work-from-home office places. Throughout the accounting year, the integration of B8 A/S has continued. The integration which also involved simplification of IT systems has resulted in higher costs and higher temporary complexity in the Group than originally expected. Towards the end of the accounting year, the integration was completed and the increased complexity was eliminated.

Towards the end of the accounting year, additional actions were carried out to mitigate a scenario where the activity level would remain low following the Covid-19 situation for an extended period, even though signs of a relatively rapid order intake rebound were seen. These actions included increased outsourcing of production to existing and new partners in Denmark and abroad as well as adjustments to the geographical footprint and organizational setup to increase flexibility and agility to secure operational KPIs related to quality and delivery performance. When fully implemented, the actions secure that the Group will continue to be able to deliver innovative solutions to the customers based on a more flexible supply chain. In addition, the actions will result in a reduction of the Group's fixed cost of more than 40% which means that the Group will be profitable at significantly lower revenue levels going forward. The above elements resulted in a number of extraordinary costs which are classified as non-recurring items in this report to make the figures more comparable with figures for other accounting years. In addition to these non-recurring items which are listed in note 8, the Group has experienced other costs that are non-recurring in nature but do not meet the IFRS definition. Management estimates these costs to total DKK 15m of which DKK 5m relates to strategy work and DKK 10m relates to loss on one specific project driven by poor quality from a supplier which is no longer supplying products to the Group.

The Group has maintained its market position and its ability to deliver innovative solutions to its customers, both in Denmark and abroad. The focus on sustainability has increased throughout the year across all business segments and the relatively new tech and data driven concepts are expanding.

#### Profit/loss for the year in relation to expected developments

The revenue level has been realized as expected, however, with a relatively high activity level in the beginning of the year and a relatively low activity level in the end of the year. The result for the year is below original expectations, mainly due to higher costs and complexity in general related to the integration of B8 as well as the actions carried out towards the end of the year as described above and certain provisions regarding these.

#### Outlook

Group management is confident about the future and note that the company will become significantly stronger and much less complex than in previous years following the finalized integration of B8, the decreased complexity as well as the simplified business model and supply chain. Even though the actions carried out at the end of 2019/20 will enable the Group to be profitable at significantly lower revenue levels going forward, the Group will be negatively affected in the beginning of 2020/21 until the Group experiences full financial impact from the adjustments.

For 2020/21, the Group expects a lower revenue driven by the lower activity level due to negative effects from the Covid-19 situation continuing into the coming accounting year. Group management expects the profitability at an EBITDA level to exceed the 19/20 level.

#### Particular risks

The Group is not exposed to any particular risks beyond usual risks within the Group's industry. In general, the Covid-19 situation is currently seen to represent the most significant external risk.

#### Price risks

We do not assess that some areas are subject to particular risks as to a relatively great extent price increases can be recognised in the price of the finished products.

#### Foreign exchange risks

As a consequence of activities abroad, results, cash flows and equity are affected by the exchange rate and interest rate movements of a number of currencies, especially in Norway and the US. It is the Group's policy to hedge the commercial foreign exchange risks for up to 12 months. Such hedging is primarily obtained through foreign exchange contracts on anticipated sales and purchases over the next 12 months in the relevant currencies. Exchange adjustments of investments in subsidiaries and associates which are independent entities are recognised directly in equity. As a principal rule, related currency risks are not hedged, as the Group believes that current hedging of such long-term investments will not be optimal from an overall risk and cost point of view.

#### Interest rate risks

Significant changes in the interest rate level will have a minor impact on earnings, which, however, is not considered material.

# Intellectual capital resources

In addition to the Group's primary activity of developing, selling and servicing innovative interior solutions, the Group's business foundation includes advisory services to customers on the design of the workplace. The Group has own product designs and brand and cooperation with more than 1,000 third-party brand partners. This places particularly high demands on the knowledge resources regarding employees and business processes. Moreover, there are special requirements for the knowledge resources in the development and production of the Group's main products. In order to continuously deliver these solutions, it is crucial for the Group to be able to recruit and retain employees, both employees with a high educational level and employees with technical experience. The critical business processes relating to the Group's main products are design, construction, service, quality and, to a less extent, individual solutions. In order to ensure that the customer receives the agreed service, the individual methods and procedures are required to be documented. As a measure of whether the Group meets this requirement, observance of delivery time and the number of customer complaints are important indicators of how the business processes are working. In the coming year, emphasis will be on a further reduction of delivery and development times without compromising on quality and the technological level.

#### **Environmental performance**

On behalf of the Group, Holmris B8 A/S has prepared an overall strategy for its environmental efforts. An environmental policy and related objectives have been developed in this respect to manage the environmental efforts. The environmental policy is based on environmentally sound operations and is integrated as a natural element of the Group's objectives for product quality and supply chain.

# Research and development activities

The development activities are managed in the parent company where they are primarily carried out. There were no major development activities during the accounting year.

#### Statutory report on corporate social responsibility

The Group has prepared a CSR report. The CSR report includes Holmris B8's report on the gender composition of management, see S. 99b of the Danish Financial Statements Act, and Holmris B8's report on corporate social responsibility, see S. 99a of the Danish Financial Statements Act. The CSR report can be found on Holmris B8's website at the following link:

http://media.holmris.com/csr/csr-rapport-2020/

#### Statutory report on the underrepresented gender

The report on the underrepresented gender is incorporated in the above CSR report.

#### Events after the balance sheet date

Between the balance sheet date and the publication date of this annual report, the Group initially saw a continued low activity level in the first months of the accounting year 2020/21, but has seen a significant rebound in the order intake since June 2020. The mitigating actions carried out towards the end of 2019/20 have translated into increasing positive financial impact from June 2020 and onwards. The operational KPIs are at attractive levels based on the new, more flexible supply chain with lower complexity.

Despite these positive developments, the Group experienced a period between April and July 2020 with relatively low profitability and liquidity as well as significant extraordinary costs related to the executed mitigating actions, i.e. the Group experienced a transition period with a mismatch between activity level and cost structure. Consequently, a financing solution was carried out in August 2020 to address the negative impact from these temporary weak months and secure a sufficient financial buffer going forward. The solution which was supported by the Group's bank, long-term lenders and its shareholders secured additional liquidity to the Group of DKK 50m and extended financing agreements.

The liquidity situation and profitability has since then been good and with a positive trend. As a consequence of the mitigating actions carried out in the end of 2019/20, the company's production facilities along with ERP and associated IT systems were written down in 2019/20. Further, there will be no significant write-downs of receivables.

Management continues to be confident about the future and note that the company today is significantly stronger and much less complex than in previous years following the simplified business model and more flexible supply chain. The Group has maintained its market position and its ability to deliver innovative solutions to its customers, both in Denmark and abroad. Financial expectations for the accounting 2020/21 are currently

#### **Information regarding Treasury shares:**

	Number	Nominal value DKK'000	Share of contributed capital %	Purchase/ selling price DKK'000
Treasury shares			•	
Purchase of treasury shares: D shares	5,537	5,537	0.43	1,590
Sale of treasury shares: C shares	12,500	12,500	0.96	1,126
Holding of treasury shares D shares	5,537	5,537	0.43	1,590

# **Board of Directors:**

Name	Peter Thostrup (Chairman)	Jacob Østergaard Bergenholtz (Deputy chairman)	Henrik Holmris Hansen	Niels Henrik Lauritzen	Jørgen Melgaard Pedersen	Peter Liu Johansen
Position	Professional Board member	Managing Partner - BWB Partners	CEO - HOLMRIS B8 A/S	CCO - HOLMRIS B8	Finance Director - Grundfos A/S	Partner - BWB Partners
	HOLMRIS B8 A/S, Holmris Holding A/S, HXH International AB, Linstol LLC, RTX A/S	14. oktober 2013 A/S, 28. JUNI 2012 II A/S, JACK- UP HOLDING A/S, SH GROUP A/S	_	LABOFA A/S		
Deputy chairman of the Board of Directors in		HOLMRIS B8 A/S, Holmris Holding A/S, HYDRATECH INDUSTRIES HOLDING A/S				QUBIQA A/S
Member of the board of Directors in	AKTIESELSK ABET TH. WESSEL & VETT. MAGASIN DU NORD	HTHH ApS, HYDRATECH INDUSTRIES A/S,	HOLMRIS EJENDO M ApS, Holmris Holding A/S, LABOFA A/S	Designbroke rs Hospitality DK ApS, Holmris Customized A/S, Holmris Holding A/S	BJERRINGB RO SAVVÆRK HOLDING A/S, BJERRINGB RO- SILKEBORG HÅNDBOLD A/S, Holmris Holding A/S	14. oktober 2013 A/S, 28. JUNI 2012 II A/S, BWB Partners P/S, HOLMRIS B8 A/S, Holmris Holding A/S, HTHH ApS, JACK- UP HOLDING A/S, JB Partners ApS, Jupiter Bach A/S, SH GROUP A/S
Member of the Executive Board in		AF 14. OKTOBER 2013, ANPARTSSELSKABET AF 28. JUNI 2012,	HI Ejendomss elskab ApS, HOLMRIS B8 A/S, Holmris.La uritzen Holding ApS, LABOFA A/S	Udvikling ApS, HOLMRIS B8 A/S, Holmris.Lau ritzen	I	ANPARTSSELSKAB ET AF 31. OKTOBER 2007, ANPARTSSELSKAB ET AF 4. JULI 2008, ANPARTSSELSKAB ET AF 1. DECEMBER 2011, ANPARTSSELSKAB ET AF 28. JUNI 2012, ANPARTSSELSKAB ET AF 14. OKTOBER 2013, ANPARTSSELSKAB ET AF 7. JUNI 2007, CAVIAN ApS, BWB Partners GP ApS, BWBP CIV GP ApS, Holmris Holding A/S, JB Partners ApS

# Key figures and financial ratios

DKK'000	2019/20	2018/19	2017/18*
Income statement			
Revenue	1,140,881	1,139,912	671,699
Gross profit/loss	357,197	385,858	162,840
Normalised EBITDA (non-IFRS)	52,030	56,578	26,609
EBITDA (IFRS)	36,715	56,578	26,609
Operating profit before non-recurring items	-21,004	18,503	-6,571
Non-recurring items	-27,295	-14,185	=
Net financials	-23,949	-16,239	-12,505
Profit/loss before tax	-72,248	-11,921	-19,076
Profit/loss for the year	-71,890	-12,051	-22,145
Statement of financial position			
Investments in property, plant and equipment	3,205	10,537	35,100
Total assets	572,722	658,647	551,331
Equity	89,309	91,731	104,767
	24.20/	•• •• •	
Gross margin	31.3%	33.8%	24.2%
Net margin	-6.3%	-1.1%	-3.3%
Return on equity	-79.4%	-12.3%	-21.1%
Equity ratio	29.7%	26.3%	28.5%
Equity ratio with netting of cash position	31.4%	26.3%	28.5%

<sup>\*</sup> In accordance with section 101 of the Danish Financial Statements Act, key figures for the years 2015 - 2017/18 have not been adjusted to reflect the effects of the transition to IFRS. Refer to note 2 for details on the transition to IFRS.

Ratios	Calculation formula	Calculation formula reflects	
Gross margin (%)	Gross profit/loss x 100	The entity's operating gearing.	
	Revenue	_	
	Profit/loss for the year x		
Net margin (%)	100	The entity's operating profitability.	
	Revenue	_	
	Profit/loss for the year x	The entity's return on capital invested in	
Return on equity (%)	100	the entity by the owners.	
	Average equity	_	
	Equity including	The financial strength of the entity.	
Equity ratio (%)	shareholder loans x 100	,	
1 3 ( )	Total assets	_	
	Equity including	The financial strength of the entity.	
Equity ratio with netting of cash position (%)	shareholder loans x 100	<b>gu</b> o <b>r uno entre</b> y.	
	Total assets, cash net	_	

# **Consolidated income statement**

DKK'000	Notes	2019/20	2018/19
Revenue	4	1,140,881	1,139,912
Cost of sales		-783,684	-754,054
Gross profit/(loss)		357,197	385,858
Other external expenses		-93,078	-101,370
Staff costs	5	-227,404	-227,910
Operating profit/(loss) before amortisation and depreciation		36,715	56,578
	_	55 510	20.055
Amortisation and depreciation	7	-57,719	-38,075
Operating profit/(loss) before non-recurring items		-21,004	18,503
Non-recurring items	8	-27,295	-14,185
Financial income	9	28	1,542
Financial expenses	10	-23,977	-17,781
Profit/(loss) before tax		-72,248	-11,921
Tax on profit/(loss)	11	358	-130
Profit/(loss) for the financial year		-71,890	-12,051
Other comprehensive income/loss			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign enterprises		-318	-255
Other comprehensive income/(loss) after tax		-318	-255
Total comprehensive income/(loss)		-72,208	-12,306

# Consolidated statement of financial position

DKK'000	Notes	30 April 2020	30 April 2019	1 May 2018
ASSETS				
Goodwill		284,625	284,625	284,625
Acquired intangible assets		6,514	18,077	16,441
Completed development projects		7,446	4,299	2,795
Development projects in progress		2,466	8,683	2,667
Total intangible assets	12	301,051	315,684	306,528
Plant and machinery	13	867	2,475	3,591
Other fixtures, fittings and operating equipment	13	3,133	7,066	4,875
Leasehold improvements	13	969	1,817	1,896
Property, plant and equipment in progress	13	-	770	892
Right-of-use assets	14	55,012	74,769	91,044
Total property, plant and equipment		59,981	86,897	102,298
Deposits		3,319	3,937	3,248
Deferred tax	11	8,369	8,124	7,094
Total financial assets		11,688	12,061	10,342
Total non-current assets		372,720	414,642	419,168
Inventories	15	93,239	148,901	124,646
Trade receivables	16	60,445	73,180	59,249
Other receivables		2,318	4,357	4,043
Tax receivables	11	457	-	169
Prepaid expenses		2,926	7,393	8,872
Other investments		-	-	7
Cash and cash equivalents		40,617	10,174	7,790
Current assets		200,002	244,005	204,776
Total current assets		200,002	244,005	204,776
Assets		572,722	658,647	623,944

DKK'000	Notes	30 April 2020	30 April 2019	1 May 2018
EQUITY AND LIABILITIES				
Share capital		1,298	1,072	1,057
Retained earnings		88,011	90,659	103,329
Total equity		89,309	91,731	104,386
Deferred tax liabilities	11	-	_	1,962
Other provisions	18	7,262	250	1,926
Subordinate loan capital	19	80,925	81,230	52,226
Bank loans	19	-	34,655	69,475
Other non-current liabilities	19	15,919	1,333	3,067
Lease liabilities	19	33,412	51,390	65,048
Total non-current liabilities		137,518	168,858	193,704
Current portion of long-term liabilities other than	19	36,485	61,636	72,862
provisions	10			·
Revolving Credit Facility	19	138,688	102,296	62,432
Contract liabilities	4	12,971	18,478	13,478
Trade payables		96,517	146,586	102,435
Payables to shareholders and management	1.1	-	296	14,007
Income tax payable	11	(1.224	1,897	2,516
Other payables		61,234	66,869	58,124
Total current liabilities		345,895	398,058	325,854
Total liabilities		483,413	566,916	519,558
Equity and liabilities		572,722	658,647	623,944

# Consolidated statement of changes in equity

DKK'000	Contributed	Retained	
	capital	earnings	Total
Equity at 1 May 2019	1,072	90,659	91,731
Profit/loss for the year	-	-71,890	-71,890
Capital increase	226	70,183	70,409
Purchase of trasury shares		-1,590	-1,590
Sale of trasury shares		1,126	1,126
Other entries		-159	-159
Comprehensive income for the year			
Exchange rate adjustments	-	-318	-318
Other comprehensive income			
Equity at 30 April 2020	1,298	88,011	89,309
DKK'000			
Equity at 1 May 2018	1,057	103,329	104,386
Profit/loss for the year	- -	-12,051	-12,051
Capital increase	15	1,575	1,590
Purchase of trasury shares		-2,522	-2,522
Other entries		583	583
Comprehensive income for the year			
Exchange rate adjustments	-	-255	-255
Other comprehensive income			

# Share capital

For a description of share classes see note 17.

# Consolidated statement of cash flows

DKK'000	Notes	2019/20	2018/19
O C I		21.004	10.502
Operating profit /loss		-21,004	18,503 40,765
Amortisation, depreciation and impairment losses Non-recurring items		61,408 -27,295	-14,185
Other provisions		4,261	-14,163
Working capital changes	20	13,691	19,908
Cash flow from ordinary operating activities	20	31,061	63,315
Interest received / income		28	1,542
Interest paid / expenses		-23,977	-17,781
Income taxes refunded / paid		-2,355	-3,573
Cash flow from operating activities		4,757	43,503
		, , , , , , , , , , , , , , , , , , ,	,
Investments in intangible assets		-10,069	-17,723
Investments in property, plant and equipment		-826	-7,795
Sale of property, plant and equipment		1,417	1,039
Deposits		618	0
Other investments		0	7
Cash flows from investing activities		-8,860	-24,472
Change in Revolving Credit Facility, net		36,392	39,864
Changes in other borrowings		-45,230	-17,988
Payment of principal portion of lease liabilities		-26,103	-24,463
Acquisition of treasury shares		-1,749	-2,522
Sale of treasury shares		1,126	-
Capital injections		70,406	1,590
Repayments of payables to shareholders and management		-296	-13,711
Other equity adjustments		-	583
Cash flows from financing activities		34,546	-16,647
Cook flows for the year		20 442	2 294
Cash flows for the year		30,443	2,384
Cash at 1 May		10,174	7,790
Cash and cash equivalents at 30 April		40,617	10,174

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#### 1. Summary of significant accounting policies

#### Compliance with International Financial Reporting Standards

The Group's consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the EU and additional Danish disclosure requirements for the financial statements of reporting class C (Large) enterprises, cf. the Danish Executive Order on Adoption of IFRSs ("*IFRS-bekendtgørelsen*") issued in accordance with the Danish Financial Statements Act ("DFSA"). For periods up to and including the year ended 30 April 2019, the Group prepared its consolidated financial statements in accordance with the DFSA.

The financial statements for all periods presented, including the opening IFRS statement of financial position, have been prepared in accordance with all IFRSs as adopted by the EU effective for accounting periods beginning 1 May 2019 except when IFRS 1 requires or allows prospective implementation as explained below.

The Group has applied IFRS 1, First Time Adoption of IFRS, with 1 May 2018 as the date of transition to IFRS, and for further explanation of the adjustments made by the Group in restating the consolidated financial statements, including the financial position at 1 May 2018 and the consolidated financial statements for the year ended 30 April 2019, see note 2 - First Time Adoption of IFRS.

#### **Basis** of preparation

These financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the

consideration given in exchange for the assets.

The consolidated financial statements are presented in DKK thousands and all values are rounded to the nearest thousand (DKK'000), except when otherwise indicated.

The accounting policies set out below have been used consistently in respect of the financial year and the comparative figures.

#### **Basis of consolidation**

The financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an investee entity so as to obtain benefits from its activities.

The profits or losses of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by the Group. All intra-group transactions, balances, income and expenses are eliminated on consolidation.

# 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 Group, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Group 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 Group, 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.

#### Functional currency and presentation currency

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

When recognising foreign subsidiaries and associates that are independent entities with different functional currencies, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date.

#### Going concern

The Board of Directors has a reasonable expectation that the Group has adequate resources to continue as a going concern for the foreseeable future, having considered the Group's forecasts and projections, taking account of reasonably possible changes in operating performance and the current economic uncertainty. Accordingly, they have adopted the going concern basis of accounting in preparing the financial statements.

#### Cash flow statement

The cash flow statement shows cash flows from operating, investing and financing activities as well as cash at the beginning and the end of the financial year.

Cash flows from operating activities are presented using the indirect method and calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises and fixed asset investments as well as purchase, development, improvement and sale, etc. of intangible assets and property, plant and equipment, including acquisition of assets held under finance leases.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs as well as the raising of loans, utilisation of revolving credit facility, inception of finance leases, instalments on interest-bearing debt, purchase of treasury shares and payment of dividend.

Cash and cash equivalents comprise cash and cash equivalents.

#### **Income statement**

## Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements. The normal credit term is 14 to 60 days upon delivery.

#### Office interior solutions

Revenue from the sale of furniture is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the equipment or at the customer's acceptance, if the contract contains acceptance requirements.

#### Hospitality services

The Group provides installation and services that are either sold separately or in a bundle together with the sale of furniture to a customer. Installation and services comprise one performance obligation because the Group determined that the hospitality services are a series of distinct services that are substantially the same and have the same pattern of transfer to the customer. Contracts for bundled sales of furniture and installation/services are therefore comprised of two performance obligations because the promises to transfer furniture and provide installation/services are capable of being distinct and separately identifiable. Accordingly, the Group allocates the transaction price based on the relative stand-alone selling prices of the equipment and installation services.

The Group concluded that revenue from installation/services is to be recognised over time because the Group's performance enhances the assets and that the customer simultaneously receives and consumes the benefits provided by the Group. The Group determined that the output method is the best method in measuring progress of the services, hence the Group recognises revenue on the basis of milestones reached (e.g. rooms finished).

#### 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 Group's ordinary activities, 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 as well as social security contributions, pension contributions, etc. for group staff.

#### Non-recurring items

Non-recurring items include significant income and expenses of a special nature in terms of the Group's revenue-generating activities that cannot be attributed directly to the Group's ordinary operating activities.

Non-recurring items include costs related to outsourcing and restructuring activities, premises costs related to consolidation on fewer physical locations, other normalizations one-off issues and strategy, consolidation and process optimization.

Non-recurring items are shown separately from the Group's ordinary operations to facilitate a better understanding of the Group's financial performance.

#### Depreciation and amortisation

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

### **Financial expenses**

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.

#### **Taxation**

#### 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 in other comprehensive income (OCI) for items in OCI and directly in equity by the portion attributable to entries directly in equity.

Holmris Holding A/S serves as the administration company in a Danish joint taxation arrangement. Current danish income tax is distributed among the jointly taxed companies in proportion to their taxcable income (full distribution with reimbursement regarding tax losses).

#### 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 or the planned settlement of each liability. 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 carry forwards, 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

#### Income tax receivable or payable

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

#### Joint taxation contributions receivable or payable

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

#### **Balance sheet**

#### Goodwill

Goodwill comprises the amount by which the cost of the acquired operation exceeds the established fair value of identifiable net assets, as recognised in the acquisition analysis. In connection with the acquisition of operating activities, goodwill is allocated to cash-generating units. Since goodwill has an indefinite useful life, it is not amortised. Thus, it is not possible to determine a useful life. Instead, goodwill is subject to impairment testing either annually or when an indication of impairment arises. The carrying amount comprises the cost less any accumulated impairment losses.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is lower than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit on a pro rata basis on the carrying amount of each asset in the unit. Any impairment of goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit/(loss) on disposal.

#### Other intangible assets

Other intangible assets comprise development projects completed and in progress with related intangible assets acquired.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. The cost of development projects comprises costs that are directly and indirectly attributable to the development projects.

Development projects in progress are subject to impairment testing either annually or when an indication of impairment arises. The carrying amount comprises the cost less any accumulated impairment losses.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum amortisation period is the remaining duration of the relevant rights. The amortisation periods used are 3-5 years.

Other intangible assets acquired are measured at cost less accumulated amortisation, and are written down to the lower of recoverable amount and carrying amount. The amortisation period is 10 years.

#### Property, plant and equipment

Plant and machinery as well as other fixtures and fittings, tools and equipment 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:

Plant and machinery 3 - 10 years

Other fixtures and fittings, tools and equipment 3 - 8 years

Estimated useful lives and residual values are reassessed annually.

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

#### Leases

When entering into an agreement, the Company assesses whether an agreement is a lease agreement or contains a lease element.

The right-of-use asset is measured at cost, which is calculated as the present value of the lease obligation plus any direct costs related to the entering into of the lease and prepaid lease payments.

The right-of-use asset is depreciated on a straight-line basis over the shorter of the lease term and the useful life of the asset.

The Company leases vehicles and properties which include a service element in the payments to the lessor. This service is deducted from the lease payment when measuring the lease obligation. Where the Company cannot reliably separate lease and non-lease items, it is considered a single lease payment.

Short leases with a maximum lease term of 12 months and leases where the underlying asset has a low value are not recognised in the statement of financial position.

The lease term is defined as the non-cancellable period of a lease together with periods covered by options to extend the lease if it is reasonably certain that the options will be exercised and periods covered by options to terminate the lease if it is reasonably certain that the options will not be exercised. A number of leases contain extension and termination options in order to guarantee operational flexibility in managing the leases.

The lease obligation, which is recognised under "Lease liabilities", is measured at the present value of the remaining lease payments, discounted by the Company's incremental loan interest rate, if the implicit interest rate is not stated in the lease agreement or cannot reasonably be determined. The lease obligation is subsequently adjusted if:

- The value of the index or interest rate on which the lease payments are based changes.
- There is a change in the exercise of options to extend or shorten the lease period due to a material event or material change in circumstances which are within the control of the lessee.
- The lease term is changed as a result of exercising an option to extend or shorten the lease term.

Subsequent adjustments of the lease obligation are recognised as a correction to the right-of-use asset. However, if the right-of-use asset has a value of DKK 0, a negative reassessment of the right-of-use asset is recognised in the income statement.

#### **Deposits**

On initial recognition, deposits are measured at fair value and subsequently at amortised cost less impairment losses, if any.

#### **Inventories**

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

Cost consists of the purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs and indirect production costs.

Indirect production costs comprise indirect materials and labour costs, costs of maintenance of, depreciation of and impairment losses relating to machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management. Finance costs are not included in cost.

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

### **Contract assets and liabilities**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays the consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration from the customer. If a customer pays the consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group performs under the contract.

#### Trade receivables

Trade receivables consist of trade receivables not subject to factoring and are measured at amortised cost less provisions for expected credit losses. The Group applies the simplified approach in order to measure lifetime expected credit losses. Trade receivables have been grouped based on shared credit risk characteristics. Trade receivables are subject to impairment, where the actual provision made is based on a predefined percentage dependent on the number of reminders sent to the customer.

#### Other receiveables

Other receivables consist of unpaid consideration from the factoring agreement measured at amortised cost, usually equalling nominal value.

# **Prepayments**

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

#### Other investments

Other current asset investments comprise listed securities measured at fair value (market price) at the end of reporting period.

#### Cash

Cash comprises cash in hand and bank deposits.

#### Other provisions

Other provisions comprise anticipated costs of non-recourse guarantee commitments etc.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

#### Bank loans

Bank loans are initially recognised at fair value net of transaction expenses and subsequently measured at amortised cost using the effective interest method.

#### Other financial liabilities

Other financial liabilities comprise holiday allowances, other payables, VAT and other accrued costs. Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

#### 2. First-time adoption of IFRS

IFRS 1, First-time Adoption of International Financial Reporting Standards, sets out the transitional rules for when IFRSs are applied for the first time. The Group is required to select accounting policies in accordance with IFRS valid at its first IFRS reporting date and apply those policies retrospectively. The Standard sets out certain mandatory exceptions to retrospective application and certain optional exemptions. The Group has applied the mandatory exemptions and certain optional exemptions as set out below:

Use of optional exemption regarding IFRS 1:D13 to deem cumulative translation differences related to foreign operations to be zero has been used.

Use of optional exemption regarding IFRS 3 *Business Combinations*. Use of this exemption means that the DK GAAP carrying amounts of assets and liabilities for business combinations prior to date of transistion that are required to be recognised under IFRS, are their deemed cost at the date of the acquisition.

The effects of IFRS adoption for the consolidated income statement and statement of financial position, and a reconciliation between net profit for the year according to previous DK GAAP and IFRS, are presented below:

DKK'000		30 April 2019	1 May 2018
Total equity under DK GAAP		63,226	104,767
Adjustmens to equity to conform	with		
Goodwill	(a)	35,510	-
Leases (IFRS 16)	(b)	-1,580	-
Leases (Finance lease reversal)	(c)	-1,525	-381
Other adjustment		-3,900	<u>-</u>
Total equity under IFRS		91,731	104,386
DKK'000			2018/19
Profit for the year under DK			-40,937
Adjustmens to profit for the year	to conform with IFRS:		
Goodwill	(a)		35,510
Leases (IFRS 16)	(b)		-1,580
Leases (Finance lease reversal)	(c)		-1,144
Other adjustment			-3,900
<b>Comprehensive income for the</b>			-12,051

- (a) As part of the transition to IFRS, goodwill amortisation of DKK 35,510 thousand has been reversed. Goodwill amortisation has been reversed as goodwill with an indefinite useful life is not amortised according to IFRS, but is subject to an annual impairment test. For further information, see note 12.
- (b) Implementation of IFRS 16 has resulted in an increase in assets at 1 May 2018 by DKK 91,044 thousand and an equivalent increase in lease liabilities. At 30 April 2019, the increase amounts to DKK 74,769 thousand for right-of-use assets and DKK 76,349 thousand for lease liabilities. The profit for 2018/19 has declined by DKK 1,580 thousand following the implementation of IFRS 16, and operating profit before amortisation and depreciation has increased by DKK 27,196 thousand in the same period.
- (c) As part of the transition, the leases previously recognised as finance leases according to IAS 17 have been derecognised and have instead been measured according to IFRS 16. This derecognition has resulted in a decrease in assets at 1 May 2018 by DKK 18,430 thousand and a decrease in lease liabilities by DKK 18,049 thousand. At 30 April 2019, the decrease amounts to DKK 17,506 thousand for finance leases and DKK 15,981 thousand for lease liabilities. The profit for 2018/19 has decreased by DKK 1,144 thousand as a result of the derecognition.

#### Reclassifications

In addition to the changes in accounting policies, reclassifications and adjustments to the presentation have been carried out, including assets being presented as current and non-current assets, compared to the previous presentation as fixed and current assets, and provisions are no longer being presented as a separate group in the statement of financial position, but are included in current and non-current liabilities.

#### **Estimates**

The significant accounting estimates and judgments at 1 May 2018 and 30 April 2019 are consistent, in all material respects, with those made at the same dates in accordance with previous DK GAAP. See note 3 for an overview of significant accounting estimates and judgments.

#### 3. Significant accounting estimates and judgements

#### Significant accounting estimates

As part of the preparation of the consolidated financial statements, Management makes a number of accounting estimates and judgements as well as assumptions as a basis for recognising and measuring the Group's assets, liabilities, income and expenses. The estimates, judgements and assumptions made are based on experience gained and other factors that are considered prudent by Management in the circumstances, but which are inherently subject to uncertainty and volatility. The assumptions may be incomplete or inaccurate, and unforeseen events or circumstances may occur for which reason the actual results may differ from the estimates and judgements made. The Group's accounting policies are described in detail in note 1 to the consolidated financial statements to which we refer.

Management considers the following accounting estimates and judgements to be significant in the preparation of the annual report.

#### Impairment test of goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value-in-use calculation requires Management to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value of the cash flows. Where the present value of the expected cash flows will not exceed the carrying amount of goodwill, a material impairment loss may arise. The key assumptions used in the impairment tests of goodwill are disclosed in note 12. The carrying amount of goodwill is DKK 285 million (2018/19: DKK 285 million.)

The Group has determined that the group as a whole comprises the only CGU where it is possible to determine relevant cash flows and used as a part of reporting hereof to management and it is not possible to distinguish cash flow from entities on a stand alone basis. Key factors which have been considered in this determination is that even though the group comprises several entities they all contribute with different parts of the fully combined solution towards the clients (acquisition of furniture, development of new solutions etc.)

#### **Determining the lease term of contracts**

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset). The periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised. Refer to note 14 for information on potential future rental payments relating to periods following the exercise date of termination options that are not included in the lease term.

## Non-recurring items

The use of special items entails management judgement in the separation from ordinary items. Management carefully considers individual items and projects (including restructurings) in order to ensure the correct distinction and split between operating activities and significant income and expenses of a special nature.

Management initially assesses the entire restructuring project and recognises all present costs of the project. The projects are assessed on an ongoing basis, with additional costs possibly being incurred during the lifetime of the project.

The estimate includes expenses related to costs related to outsourcing and restructuring activities, premises costs related to consolidation on fewer physical locations, other normalizations one-off issues and strategy, consolidation and process optimization. Management reassesses the useful life and residual value of non-current assets used in an entity undergoing restructuring.

#### Valuation of deferred tax assets

Management has evaluated the measurement of deferred tax assets on the basis of budgets and forecasts and expected future income for the period 2020/21 - 2024/25. Deferred tax assets are expected to be utilised against future positive income over the next 3-5 years. Since the calculation of expected future taxable income for the coming years is subject to significant estimation and judgment, the valuation of the recognised deferred tax asset is inherently subject to uncertainty.

4. Revenue and contract assets and natimities		
DKK'000	2019/20	2018/19
Revenue by business activity		
Office interior solutions	995,897	978,884
Hospitality	144,984	161,027
	1,140,881	1,139,911
Revenue by country		
Denmark	883,036	867,444
Other countries	257,845	272,467
	1,140,881	1,139,911
Contract assets and liabilities		
Contract balances	30 April 2020	30 April 2019
Contract assets	-	
Current contract aggets		

 Current contract assets

 Contract liabilities
 12,971
 18,478

 Current contract liabilities
 12,971
 18,478

The Group has decided to use the practical expedient provided under IFRS and has therefore not disclosed the amount of the remaining performance obligation for contracts that qualify for invoicing.

# 5. Staff costs

DKK'000	2019/20	2018/19
Salaries and wages	196,987	190,534
Pension contributions	17,159	23,010
Other social security costs	3,269	2,204
Other staff costs	9,989	12,162
	227,404	227,910
Average number of employees	431	437

2019/20	Salary and pension	Total
Remuneration to Board of Directors	394	394
	<u> </u>	394

For 2018/19 only one person in the board of Directors received remuneration and which will not be disclosed according to Danish financial statements act §98 b.

#### 6. Share-based payments

Common stock warrants

In 2018, Holmris Holding A/S issued 55,000 D-share warrants to directors of the Company. The holders of the warrants have paid fair market value and therefore no compensation expense is recognised. The warrants give the holders the right (without a pre-emption right for the Company's existing shareholders) to subscribe for 1 D-share in the Company with a par value of one Danish Krone, by cash contribution at exercise.

The D-share warrants expire at the earlier of (i) a change of control of the Group or an IPO or (ii) the period from 1 April 2023 to 15 April 2023.

The development in outstanding warrants can be specified as follows:

	Number of	warrants
30	April 2020	30 April 2019
Outstanding at 1 May	45,000	0
Granted during the period	0	55,000
Forfeited during the period	0	-10,000
Exercised during the period	0	0
Outstanding at 30 April	45,000	45,000
Weighted average remaining contractual life (months)	35	47
7. Amortisation and depreciation		
DKK'000	2019/20	2018/19
Amortisation, intangible assets	-24,188	-8,702
Depreciation of property, plant and equipment	-6,752	-3,518
Profit/loss from sale of intangible assets and property, plant and	-27	188
Leasing of property, plant and equipment	-26,752	-26,043
	-57,719	-38,075
8. Non-recurring items		
DKK'000	2019/20	2018/19
Non-recurring items:		
Costs related to restructuring activities	-	14,185
Optimization of synergies and restructuring costs	11,464	-
Premises costs related to consolidation on fewer physical locations	15,831	
Total non-recurring items	27,295	14,185
Impact of non-recurring items on operating profit		
If non-recurring items had been recognised in operating profit before non-recurring items,		
they would have been included in the following line items:		
Other external expenses	12,049	8,397
Staff costs	15,246	5,788
Total non-recurring items	27,295	14,185

In 2019/20, the Group continued the integration of B8 A/S which was acquired in 2018 including harvesting of synergies related to combining two large production facilities on one location and streamlining systems and processes (including termination of employees). Towards the end of 2019/20, following the outbreak of Covid-19, additional actions were carried out to mitigate a scenario where the activity level would remain low following the Covid-19 situation for an extended period, even though signs of a relatively rapid order intake rebound were seen. These actions included increased outsourcing of production to existing and new partners in Denmark and abroad as well as adjustments to the geographical footprint and organizational setup (including termination of employees) to increase flexibility and agility as well as to improve operational KPIs related to quality and delivery performance.

9. Financial income		
DKK'000	2019/20	2018/19
Interest income	28	47
Financial income	0	47 1,495
Total financial income	28	1,542
10. Financial expenses		
DKK'000	2019/20	2018/19
Interest expenses	-21,035	-15,193
Financial expenses	-2,942	-2,588
Total financial expenses	-23,977	-17,781
11. Taxation including current and deferred tax		
DKK'000	2019/20	2018/19
Current tax	-22	974
Changes in deferred tax	245	-827
Adjustment previous year	135	-18
Total	358	129
Reconciliation of tax expense and the profit multiplied by domestic		
tax rate for 2018/19 and 2019/20: Profit before tax	-72,248	11.021
Tax computed as statutory 22% tax rate (2018/19: 22%)	-15,895	-11,921 -2,623
Other adjustment	-858	858
Utilisation of previously unrecognised tax losses	16,563	1,290
Utilisation of tax losses (gains) from companies within the joint	-3,449	
taxation contribution	•	
Non-deductible expenses	3,933	980
Adjustment previous year	7	-968
Income tax at the effective income tax rate of 22 % (2018/19: 22%)	301	-463
Income tax expense reported in the income statement	358	129
Deferred tax assets, net		
DKK'000	2019/20	2018/19
Deferred tax at 1 May	8,124	7,094
Deferred tax for the year recognised in the income statement	245	827
Other adjustments	0	203
Deferred tax at 30 April	8,369	8,124
Deferred tax is recognised in the statement of financial position as follows:		
Deferred tax (asset)	8,369	8,124
Deferred tax (liability)		
	8,369	8,124

#### **Deferred tax concerns:**

Intangible assets	-3,819	2,296
Property, plant and equipment	2,111	-186
Fixed asset investments	0	0
Inventories	666	-814
Receivables	0	-97
Provisions	-1,333	0
Liabilities other than provisions	-3,269	0
Tax loss carry forwards	-2,692	6,925
Other deductible temporary differences	-33	0
	-8,369	8,124

#### Deferred tax:

Management has evaluated the measurement of deferred tax assets on the basis of budgets and forecasts and expected future income for the period 2019/20-2023/24. Deferred tax asset is expected to be utilised against future positive income over the next 3-5 years. Since the calculation of expected future taxable income for the coming years is subject to significant estimation and judgment, the valuation of the recognised deferred tax asset is inherently subject to uncertainty.

#### 12. Total intangible assets

		Acquired	Completed	Development
DIVIZIONO	C 1 11	intangible	development	projects in
DKK'000 30 April 2020	Goodwill	assets	projects	progress
Cost at 1 May	284,625	33,618	7,536	8,683
Transfers		-429	· ·	•
	0		11,496	-7,695
Additions	-	561	4,658	1,478
Cost at 30 April	284,625	33,750	23,690	2,466
Amortisation at 1 May	<del>-</del>	-15,541	-3,237	-
Transfers	0	2,566	-3,081	0
Amortisation	0	-6,357	-4,615	0
Impairment		-7,904	-5,311	
Amortisation at 30 April 2020	-	-27,236	-16,244	-
Carrying amount at 30 April 2020	284,625	6,514	7,446	2,466
30 April 2019				
Cost at 1 May	284,625	23,572	5,128	2,667
Reclassification	-	840	515	-515
Additions	-	9,206	2,073	8,820
Disposals	-	-	-180	-2,289
Cost at 30 April 2019	284,625	33,618	7,536	8,683
Amortisation at 1 May	-	-7,131	-2,332	-
Reclassification	-	-927	-	-
Amortisation	-	-7,483	-1,085	-
Disposals	-	-	180	-
Amortisation at 30 April 2019	-	-15,541	-3,237	-
Carrying amount at 1 May 2018	284,625	16,441	2,796	2,667
Carrying amount at 30 April 2019	284,625	18,077	4,299	8,683

#### Goodwill

At 30 April 2020, goodwill amounted to DKK 285 million (2018/19: DKK 285 million) for the Group. The Group has on 30 April in 2020 and 2019 performed impairment testing of the carrying amount of goodwill at the end of the financial year based on value in use. Impairment testing is performed each year based on the budgets or business plans approved by the Board of Directors.

The Group has determined that the Group itself represents the only identifyable CGU. As this is the case, then the carrying amount of goodwill and development projects in progress is allocated thereto. The impairment test for cash-generating units compares the recoverable amount, equivalent to the present value of the expected future free cash flow, with the carrying amount of the individual cash-generating units.

Budgets and projections for the 2020-2029 period are based on business plans and external market surveys, assessing risks associated with key parameters and incorporating these in expected future free cash flows. A ten-year period as opposed to a shorter period is used to make sure that assumptions are modelled as detailed as possible. The value for the period after 2029 takes into account the real growth and inflation expectations, which is described below.

When calculating the recoverable amount of goodwill, a discount rate of 10.5% after tax is assumed. The discount rate is based on a risk-free interest rate of 0.0% (2019: 0.0%). The discount rate has been determined based on the Cost of Capital model. The risk-free interest rate, the market risk premium and the beta factor are determined using external sources. The impairment tests performed at April 2020 indicate significantly higher value in use of the assets compared to the carrying amounts, and the impairment tests are therefore not sensitive to changes in the significant conditions and factors.

Key assumptions from the impairment testing of goodwill are as follows:

	Value drivers based on average for the period 2020-2029	Value drivers based on average for the terminal period
Net sales growth	4.0%	2.0%
EBITDA margin	8.6%	10.0%
EBITA margin	7.8%	9.8%
Intangible assets/Sales	9.0%	0.0%
Property, plant and equipment/Sales	1.3%	1.5%
NWC/Sales	5.8%	6.6%

#### Acquired intangible assets, completed development projects and development projects in progress

The intangible assets comprising Acquired intangible assets, completed development projects and development projects in progress have a total recoverable amount at 30 April 2020 of DKK 16,426 thousand and a carrying amount of DKK 29,641 thousand, resulting in an impairment loss of DKK 13,215 thousand at 30 April 2020.

As a consequence, and part of the plan initiated in April 2020 to outsource production, the ERP system and associated systems linked to this production site, have become obsolete and therefore the total carrying amount related to these assets were written down to a carrying amount of DKK 0 and thereby realizing the impairment loss of DKK 13,215 thousand.

The remaining recoverable amount at 30 April 2020 of DKK 16,426 thousand relate to development of new office furniture and business areas as well as optimisation of internal processes, supply chain and sales. The development is proceeding as planned and is expected to be completed within 1-3 years. Both completed development projects and development projects in progress contribute or are expected to contribute significantly to the Group's earnings going forward.

#### 13. Total property, plant and equipment

		Other fix-		
		tures and		Property, plant
	Plant and	fittings, tools	Leasehold	and equipment
DKK'000	machinery	and equipment	improvements	in progress
30 April 2020				
Cost at 1 May	6,588	8,112	5,072	770
Reclassification	-587	-3,517	206	_
Additions	2,043	920	242	-
Disposals	-	-1,745	-1,622	-770
Cost at 30 April	8,044	3,770	3,898	0
Depreciation at 1 May	-4,113	-1,046	-3,255	0
Reclassification	292	1,370	(34)	-
Depreciation	-3,356	-2,134	-1,160	-
Disposals	-	1,173	1,520	-
Depreciation at 30 April	-7,177	-637	-2,929	0
Carrying amount at 30 April	867	3,133	969	0

		Other fix-		
	71	tures and		Property, plant
DIZIZIOOO	Plant and	fittings, tools		and equipment
DKK'000	machinery	and equipment	improvements	in progress
30 April 2019				
Cost at 1 May	14,556	16,085	4,554	892
Exchange rate adjustments	-	23	-	-
Reclassification	-	-895	-	-
Additions	3,282	3,320	1,283	2,652
Disposals	-11,250	-10,421	-765	-2,774
Cost at 30 April	6,588	8,112	5,072	770
Depreciation at 1 May	-10,965	-11,210	-2,658	-
Reclassification		927		
Depreciation	-1,357	-723	-1,325	-
Reversals regarding disposals	8,209	9,960	728	_
Depreciation at 30 April	-4,113	-1,046	-3,255	_
Carrying amount at 1 May	3,591	4,875	1,896	892
Carrying amount at 30 April	2,475	7,066	1,817	770
14. Right-of-use assets				
			Other fixtures	
			and fittings,	
DIZIZIOOO		т 1 11	tools and	37.1.1
DKK'000		Leaseholds	equipment	Vehicles
30 April 2020				
Cost at 1 May		66,447	19,342	15,023
Exchange rate adjustments		-	-	-
Additions		-	3,628	4,330
Adjustments and revaluation		_	2	_
Cost at 30 April		66,447	22,972	19,353
Depreciation at 1 May		-17,016	-4,295	-4,731
Depreciation		-16,068	-5,189	-5,495
Impairment		-966		
Depreciation at 30 April		-34,050	-9,484	-10,226
Carrying amount at 30 April		32,397	13,488	9,127
30 April 2019				
Cost at 1 May		66,106	13,401	11,538
Exchange rate adjustments		-	_	-
Additions		341	5,941	3,485
Disposals		-	-	-
Cost at 30 April		66,447	19,342	15,023
Depreciation		-17,016	-4,295	-4,731
Depreciation at 30 April		-17,016	-4,295	-4,731
Carrying amount at 30 April 2019		49,431	15,047	10,292
, <u>G</u>		,	- ) - · ·	-,

Carrying amounts of lease liabilities and movements during the period:

DKK'000	30 April 2020	30 April 2019
At 1 May	76,349	91,044
Additions	7,958	9,767
Accrual of interest	2,101	2,692
Payments	-28,204	-27,196
Exchange rate adjustments	-132	42
Adjustments and revaluation	2	0
At 30 April	58,074	76,349
Current	24,662	24,959
Non-current	33,412	51,389

The maturity analysis of lease liabilities is disclosed in note 18.

The following amounts have	been recognised in	profit or loss:
DIZIZIOOO		

Total amount recognised in profit or loss	28,855	28,748
Expense relating to short-term leases (included in cost of s	2	13
Interest expense on lease liabilities	2,101	2,692
Depreciation expense of right-of-use assets	26,752	26,043
DKK'000	2019/20	2018/19

The Group had total cash outflow for leases of DKK 28,204 thousand (2018/19: DKK 27,196 thousand).

The Group leases various properties, production equipment, equipment and cars. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

As part of COVID-19 no rent concession has been received.

# 15. Inventories

DKK'000	30 April 2020	30 April 2019	1 May 2018
Raw materials and consumables	45,780	45,412	26,364
Work in progress	7,558	4,619	11,829
Manufactured goods and goods for resale	38,900	97,934	80,732
Prepayments for goods	1,001	936	5,721
Inventories	93,239	148,901	124,646

*Included in the income statement:* 

During 2019/20, DKK 783,684 thousand (2018/19: 754,054 thousand ) was recognised as an expense for inventories carried at net realisable value. This is recognised in cost of sales.

During 2019/20, DKK 10,784 thousand (2018/19: 9,215 thousand) were recognised as write down of inventories carried at net realisable value. This is recognised in other external expenses.

#### 16. Trade and other receiveables

DKK'000	30 April 2020	30 April 2019	1 May 2018
Trade receivables	55,525	71,564	56,319
Loss allowance	-1,657	-2,741	-1,113
Other receivables	6,577	4,357	4,043
	60,445	73,180	59,249

The average credit period for the sale of goods is 30 days.

The Group holds a portfolio of trade receivables which meets the SPPI test. The trade receivables are either held to collect their cash flows whereas some receivables are subject to factoring arrangements. The factoring arrangement results in derecognition of the trade receivables and recognition of a separate asset representing the unpaid consideration from the factor.

#### Trade receivables

Trade receivables consist of trade receivables less considerations from the factoring agreements and are measured at amortised cost less provisions for expected credit losses. The Group applies the simplified approach in order to measure lifetime expected credit losses. Trade receivables have been grouped based on shared credit risk characteristics. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors. Set out below is the movement in the allowance for expected credit losses:

	30 April 2020	30 April 2019
At 1 May	2,741	1,113
Provision for expected credit loss	1,657	2,741
Write-off	-2,741	-1,113
At 30 April	1,657	2,741

The expected credit losses generally relate to customers outside of Denmark. Customers based in Denmark amount to DKK 42,447 thousand (2018/19: 59,398) where 38% (2018/19: 34%) is overdue and is subject to impairment. Customers based outside of Denmark amount to DKK 12,679 thousand (2018/19: 12,166), where 20% (2018/19: 24%) is overdue and the expected credit loss amounts to 1,657 (2018/19: 2,741).

#### Other receivables

Other receivables consist of unpaid consideration from the factoring agreement. Under this arrangement, the Group transfers the title to the individual receivable to the factor in exchange for cash consideration equalling 90% of the face value. The remaining 10% of the face value is paid once the underlying receivable is settled. The Group collects the consideration on behalf of the factor until full payment has been received from the debtor.

As the full control and 90% of the credit risk are transferred, the Group has concluded that all risks and rewards are neither transferred nor retained. Therefore, the Group derecognises the trade receivables in their entirety and recognises separately the right of the remaining 10% from the factor. The maximum exposure to loss of the transferred assets equals the carrying amount. All of the factored trade receivables are subject to credit insurance and hence the majority of the counterparties are creditworthy. In addition, the short length of credit has led to the conclusion that the face value is a reasonable estimation of fair value.

# 17. Contributed capital

DKK'000	30 April 2020	30 April 2019	1 May 2018
A shares	591,700	591,700	591,700
B shares	18,300	18,300	18,300
C shares	395,000	395,000	390,000
D shares	67,237	67,237	57,237
E shares	86,100	0	0
EA shares	134,951	0	0
EB shares	4,174	0	0
F shares	1,000	0	0
	1,298,462	1,072,237	1,057,237

All share classes have a face value of 1 DKK.

During the year the contributed capital was increased by the following capital injections:

For share classes E, EA and EB share capital was increased by the issue of total shares of 225,225 with a premium of 10,600 DKK per share.

For share class F share capital was increased by the issue of total shares of 1,000 with a premium of 4,653,513 DKK per share.

# 18. Other provisions

DKK'000	30 April 2020	30 April 2019
Balance at 1 May	250	1,926
Reduction arising from payment	0	-1,926
Additions	7,012	250
Other provisions at 30 April	7,262	250
Other provisions are expected to fall due as follows:		
0-1 year	7,262	250
1-5 years	0	0
	7,262	250

Main share of provisions are related to one specific contract entered into by the Hospitality segment with one specific customer for which a provision has been made to cover the obligation for Holmris B8 Group to fulfill this contract. The underperformance of the project is mainly driven by poor performance of one specific sub-supplier to the project. Holmris B8 Group expects to receive partial reimbursement from this sub-supplier.

#### 19. Financial risk

#### Capital management

The Group's Management assesses whether the Group's capital structure is in line with the interests of the Group and its shareholders. The overall objective is to ensure a capital structure that supports long-term profitable growth. At 30 April 2020, the Group's interest-bearing debt net, including leases, amounts to DKK 195 million (30 April 2019: DKK 182 million). A financing solution was carried out in August 2020 to address the negative impact from temporary weak months following the outbreak of Covid-19 and secure a sufficiently financial buffer going forward. The solution which was supported by the company's bank, long-term lenders and its shareholders secured additional liquidity to the company of DKK 50m and extended financing agreements. Following this, the financial facilities in the Group is considered sufficient to run the business for the coming years.

#### Financial risk management

The overall framework to manage financial risks is reflected in the Group's financial risk management policies. The policies include identification, limits, measurement and how to address risks regarding credit, foreign currency, liquidity and interest rates.

The policies are updated annually and approved by the Board of Directors.

It is the Group's policy not to speculate in financial risks. Hence, the financial risk management strategy aims at managing and reducing risks due to the Group's operations, investments and finance activities.

Only significant risks are described below. Each section gives a short description of the financial risk, the related business activity, risk management and impact during the year.

#### Credit risk

Credit risk is the risk that a counterparty will not meet its obligations towards the Group, leading to a financial loss. The Group is exposed to credit risk primarily related to its trade and other receivables, receivables from group enterprises, contract assets and cash held at financial institutions.

# Trade and other receivables

In general, trade and other receivables consist of counterparties within the public sector or large corporations.

To reduce credit risk and to secure flexibility in terms of liquidity related to the activity level in the business, the Group sells the majority of its trade receivables under a factoring agreement. In order for a trade receivable to qualify for factoring, an insurance company must approve the debtor's creditworthiness. Hence, the credit risk on factored receivables is reduced to a minimum. For the remaining trade receivables (i.e. not factored), Management assesses credit risk based on available information regarding the particular counterparty. Historic information typically relates to registered payment profiles, potential previous losses, annual reports etc. However, information used to estimate expected losses is derived from rating agencies, budgets, general development in macro-economic variables (e.g. unemployment rates) etc. Management assesses the need for credit insurance or collateral on an ongoing basis.

The maximum exposure to credit risk of trade and other receivables at the end of the reporting period equals the carrying amounts, see note 16.

# Receivables from group enterprises

The Group has receivables from group enterprises which mainly relates to day-to-day operations. The carrying amount is DKK 1,068 thousand, (30 April 2019: DKK 18,139 thousand, 1 May 2018: DKK 0 thousand). Credit risk from group enterprises is managed like counterparties from core operations as described above.

#### Cash

The carrying amount of cash is DKK 40,617 thousand, (30 April 2019: DKK 10,174 thousand, 1 May 2018: DKK 7,747 thousand). According to the Group's policy, cash is deposited at financial institutions with a high credit rating.

# Liquidity risk

Liquidity risk is the risk of a loss or higher than expected costs to ensure the ability to fulfil the Group's short-term and long-term payment obligations. The Group aims to ensure that it is able to timely obtain the financing from both related and external counterparties.

30 April 2020	Carrying amount	Total	< 1 year	1-5 years	> 5 years	When change in control of Holmris Holding
Revolving Credit Facility	138,688	138,688	138,688	-	-	-
Subordinate loan capital*	80,925	99,203	11,869	59,063	-	28,271
Bank loan	9,835	10,228	10,228		-	-
Trade payables	97,072	97,072	96,517	555	-	-
Other payables	61,234	61,234	61,234	-	=	-
Holiday allowances	15,364	15,364	-	15,364	-	-
Lease liabilities	58,074	60,910	26,061	34,809	40	-
Total	461,192	482,699	344,597	109,791	40	28,271

30 April 2019	Carrying amount	Total	< 1 year	1-5 years	> 5 years	When change in control of Holmris Holding
Revolving Credit Facility	102,296	102,296	102,296	-	=	-
Subordinate loan capital	81,230	106,972	17,247	45,427	=	44,298
Bank loan	69,655	72,441	36,400	36,041	=	-
Trade payables	146,586	146,586	146,586	-	=	-
Payables to shareholders and management	296	296	296	-	-	-
Other payables	68,201	68,201	66,868	1,333	-	-
Lease liabilities	76,350	80,883	26,855	49,781	4,247	=
Total	544,614	577,676	396,548	132,582	4,247	44,298

1 May 2018	Carrying amount	Total	< 1 year	1-5 years	> 5 years	When change in control of Holmris Holding
Revolving Credit Facility	62,432	62,432	62,432	-	-	-
Subordinate loan capital	52,226	62,976	3,755	37,888	-	21,333
Bank loans	114,475	119,054	46,800	72,254	-	-
Trade payables	102,435	102,435	102,435	-	-	-
Payables to shareholders and management	14,007	14,007	14,007	-	-	-
Other payables	61,191	61,191	58,124	3,067	-	-
Lease liabilities	91,044	97,800	28,667	61,105	8,028	_
Total	497,809	519,894	316,219	174,314	8,028	21,333

# Methods and assumptions of the maturity analysis

The maturity analysis is based on undiscounted cash flows which include estimated interest payments. The Revolving Credit Facility can be called by the bank on demand, hence the interest is deemed immaterial. Subordinate loan capital that only matures when the current shareholders sell their shares or when there is a change of control is included in the column "When change in control of Holmris Holding" with the current face value, i.e. interest is not included.

#### Interest rate risk

Interest rate risk is the risk that future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's liabilities towards banks carrying floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and floating rate loans and borrowings. Therefore, the Group's net interest rate risk exposure is limited at 30 April 2020, 30 April 2019 and 1 May 2018.

#### Interest rate sensitivity

The Group is primarily exposed to CIBOR 3M which is floored at zero percent. CIBOR 3M has been negative throughout the financial year and it is Management's assessment that it is uncertain whether a reasonable possible change in CIBOR 3M would lead to a positive interest rate fixing. Therefore, a reasonable possible change is assessed to have an immaterial impact on the Group's profit or loss and equity for the years ended 30 April 2020 and 30 April 2019. This assessment is based on recognised financial assets and liabilities at year-end.

#### Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency other than the Group entity's functional currency) and the Group's net investments in foreign subsidiaries.

The Group's net foreign currency risk exposure is limited as goods are sourced locally in each subsidiary's own currency at 30 April 2020, 30 April 2019 and 1 May 2018. However, Management assesses on an ongoing basis whether risk exposures exceed the risk limits.

#### Financial assets and liabilities

I manetal assets and naplities	30 April 2020	30 April 2020	1 May 2019
	Carrying	Carrying	Carrying
	amount	amount	amount
Trade receivables	60,445	73,180	59,249
Receivables from group enterprises			-
Other receivables	2,318	4,357	4,043
Prepaid expenses	2,926	7,393	8,872
Cash	40,617	10,174	7,790
Financial assets measured at amortised cost	106,306	95,104	79,954
Revolving Credit Facility	138,688	102,296	62,432
Trade payables	96,517	146,586	102,435
Payables to group enterprises	-	-	
Payables to shareholders and management	-	296	14,007
Other payables	77,153	68,202	61,191
Lease liabilities	58,075	76,349	91,044
Financial liabilities measured at amortised cost	370,433	393,729	331,108

Since the Group's financial instruments measured at amortised cost are either short-term and/or exposed to floating interest rates, Management has assessed that the carrying amount is a reasonable approximation of fair value.

# 20. Working capital changes

DKK'000	30 April 2020	30 April 2019
Increase (-)/decrease (+) in inventories	55,662	-24,255
Increase (-)/decrease (+) in receivables etc.	19,241	-13,455
Increase (+)/decrease (-) in current liabilities	-61,212	57,618
	13,691	19,908

#### 21. Reconciliation of liabilities arising from financing activities

				Total
				liabilities
		Revolving		from
	Other	Credit	Lease	financing
DKK'000	borrowings	Facility	liabilities	activities
30 April 2020				
Liabilities at 1 May	153,895	102,296	76,350	332,541
Loan raised	14,586		7,958	22,544
Repayments	-59,815	-	-26,103	-85,918
Change in Revolving Credit Facility, net	-	36,392	-	36,392
Foreign exchange rate movements	-	-	- 132	- 132
Liabilities at 30 April	108,666	138,688	58,073	305,427
20 4 2 2010				
30 April 2019				
Liabilities at 1 May	171,634	62,432	91,044	325,110
Loan raised	29,004	-	9,769	38,773
Repayments	-46,743	-	-24,504	-71,247
Change in Revolving Credit Facility, net	-	39,864	-	39,864
Foreign exchange rate movements			41	41
Liabilities at 30 April	153,895	102,296	76,350	332,541

# 22. Guarantees, contingent liabilities and collateral

DKK'000	30 April 2020	30 April 2019	1 May 2018
The following assets are provided as collateral in favour of credit institutions in the Group:			
Property, plant and equipment	59,981	86,897	102,298
Inventories	93,239	148,901	124,646
Trade receiveables	60,445	73,180	59,249
Carrying amount of assets held as collateral	213,665	308,978	286,193

Debt to the factoring company is secured on a receivables charge on unsecured claims relating to the sale of goods and services. Debt to the factoring company has been set off against the value of trade receivables

As security for commitments with clients and lessors, performance and payments guarantees of DKK 8,237 thousand (2018/19: DKK 8,256 thousand) have been provided through the bank.

# Contingent liabilities

The Parent Company serves as the administration company in a Danish joint taxation arrangement

According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc. for the jointly taxed entities, and 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.

#### 23. Fees to auditor appointed by the general meeting

DKK'000	30 April 2020 30	) April 2019
Statutory audit	620	490
Other assurance engagements	50	105
Tax and VAT advisory services	157	131
Other services	1,090	464
Total fees	1,917	1,190

#### 24. Related parties

The ultimate owner is BWB Partners I K/S with a registered office in Kokkedal.

Related parties also comprise the members of the Board of Directors and the Executive Board as well as close family members of the members of the Board of Directors and the Executive Board as well as other senior executives.

Transactions with related parties:

Transactions with the Board of Directors and the Executive Board which comprise salaries, pension and other benefits are described in note 5.

Other transactions with group enterprises:

DKK'000	2019/20	2018/19
Financial expenses from owners	-457	

# 25. Events after the balance sheet date

A financing solution was carried out in August 2020 to address the negative impact from temporary weak months following the outbreak of Covid-19 and secure a sufficiently financial buffer going forward. The solution which was supported by the company's bank, long-term lenders and its shareholders secured additional liquidity to the company of DKK 50m and extended financing agreements.

#### 26. Adoption of new and amended Standards

The new and amended Standards and Interpretations that have been issued, but are not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended Standards and Interpretations, if applicable, when they become effective.

- Amendments to IFRS 3: Definition of a Business
- Amendments to IFRS 9, IAS 39 and IFRS 7: Interest Rate Benchmark Reform
- Amendments to IAS 1 and IAS 8: Definition of Material
- Amendments to References to the Conceptual Framework in IFRS Standards
- Amendments to IAS 16 Property, Plant and Equipment: Proceeds before Intended Use
- Amendments to IAS 37: Onerous Contracts Cost of Fulfilling a Contract
- Annual Improvements to IFRS Standards 2018-2020
- Interest Benchmark Reform Phase 2 Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16
- Classification of Liabilities as Current or Non-current

The Group does not expect any material impact from the issued but not yet effective IFRS standards that have not been implemented.

# Parent Company's income statement

DKK'000	Notes	2019/20	2018/19
Other external expenses		-698	-400
Operating profit/(loss)		-698	-400
Income from investments in group enterprises		0	0
Financial income	5	0	239
Financial expenses	6	-11,571	-7,857
Profit/(loss) before tax		-12,269	-8,018
Tax on profit/(loss)	7	-869	1,751
Profit/(loss) for the financial year		-13,138	-6,267
Other comprehensive income/loss			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign enterprises		-	
Other comprehensive income/(loss)		-	0
Total comprehensive income/(loss)		-13,138	-6,267

# Parent Company's statement of financial position

DKK'000	Notes	30 April 2020	30 April 2019	1 May 2018
ASSETS				
Investments in group enterprises	8	264,798	264,798	264,798
Deferred tax			861	0
Total financial assets		264,798	265,659	264,798
Total non-current assets		264,798	265,659	264,798
Receivables from group enterprises		1,125	_	1,689
Income tax receiveables		447	1,897	1,007
Joint taxation contribution receivable	7	2,980	2,874	2,874
Prepayments	/	2,980	535	2,674
Cash and cash equivalents		_	0	43
Current assets		4,552	5,306	4,606
Current assets		4,332	3,300	4,000
Total current assets		4,552	5,306	4,606
Assets		269,350	270,965	269,404
DKK'000	Notes	30 April 2020	30 April 2019	1 May 2018
EQUITY AND LIABILITIES				
Share capital		1,298	1,072	1,057
Retained earnings		153,501	97,079	103,710
Total equity		154,799	98,151	104,767
Subordinate loan capital		80,925	81,229	46,933
Bank loans	10	-	34,655	69,475
Total non-current liabilities		80,925	115,884	116,408
Current portion of long-term liabilities other than provisions	10	9,835	35,000	45,000
Revolving Credit Facility	10	19,376	_	_
Trade payables				
Trade Davables	10	•	995	327
± •	10	137	995 18,139	327
Payables to group enterprises Income tax payable	7	•		-
Payables to group enterprises		137	18,139	-
Payables to group enterprises Income tax payable Joint taxation contribution payable Other payables	7	137 2,193	18,139 1,789	- 1,789 -
Payables to group enterprises Income tax payable Joint taxation contribution payable	7	137 2,193	18,139 1,789 1,007	327 - 1,789 - 1,113 48,229
Payables to group enterprises Income tax payable Joint taxation contribution payable Other payables	7	137 2,193 - 2,085	18,139 1,789 1,007 0	1,789 - 1,113

# Parent Company's statement of changes in equity

		Retained	
DKK'000	Share capital	earnings	Total
Equity at 1 May 2019	1,072	97,079	98,151
Profit/loss for the year	-	-13,138	-13,138
Comprehensive income for the year			0
Capital injections	226	70,183	70,409
Acquisition of treasury shares		(1,590)	-1,590
Sale of treasury shares		1,126	1,126
Other equity adjustments	-	(159)	-159
Equity at 30 April 2020	1,298	153,501	154,799
DKK'000			
Equity at 1 May 2018	1,057	103,710	104,767
Profit/loss for the year	-	-6,267	-6,267
Comprehensive income for the year			_
Capital injections	15	1,575	1,590
Acquisition of treasury shares	-	-2,522	-2,522
Other equity adjustments	-	583	583
Equity at 30 April 2019	1,072	97,079	98,151

# Share capital

For a description of share classes see note 9.

# Parent Company's statement of cash flows

DKK'000	Notes	2019/20	2018/19
Operating profit /loss		-698	-400
Working capital changes	11	-1,446	709
Cash flow from ordinary operating activities		-2,144	309
Interest received (income)		0	239
Interest paid (expenses)		-11,571	-7,857
Income taxes refunded (paid)		625	_
Cash flow from operating activities		-13,090	-7,309
Cash flows from investing activities		-	-
Changes in other borrowings long-term borrowings		-13,590	-10,524
Change in Revolving Credit Facility, net		19,376	
Acquisition of treasury shares		-1,749	-2,522
Sale of treasure shares		1,126	583
Changes in loans to group enterprises		-15,947	18,139
Capital injections		23,874	1,590
Cash flows from financing activities		13,090	7,266
Cash flows for the year		-	-43
Cash at 1 May		-	43
Cash and cash equivalents at 30 April		-	-

# **Table of contents to the notes to the Parent Company's financial statements**

#### Note

- 1 Summary of significant accounting policies
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#### 1. Summary of significant accounting policies

#### **Accounting policies**

The accounting policies of the Holmris Holding Group and the Parent Company are identical except for the situations mentioned below. Accounting policies not applicable in Parent Company is not mentioned below.

#### Situations, where the accounting policies of the Parent Company deviate from those of the Group

#### **Investments in subsidiaries**

Investments in subsidiaries are measured at cost in the parent company financial statements. If an indication of impairment exists, then an impairment test is performed as described in the accounting policies for the consolidated financial statements. If the carrying amount exceeds the recoverable amount, investments are written down to such lower amount.

If distributions are made from reserves other than retained earnings of subsidiaries, such distribution will reduce the cost of the investments if the distribution is in the nature of a repayment of the Parent Company's investment.

Distribution of profits accumulated by subsidiaries is recognised as income in the Parent Company's income statement in the financial year in which the dividend is declared. If an amount is distributed exceeding the subsidiary's comprehensive income for the period, then an impairment test is performed.

#### 2. First-time adoption of IFRS

IFRS 1, First-time Adoption of International Financial Reporting Standards, sets out the transitional rules for when IFRSs are applied for the first time. The Parent Company is required to select accounting policies in accordance with IFRS valid at its first IFRS reporting date and apply those policies retrospectively. The Standard sets out certain mandatory exceptions to retrospective application and certain optional exemptions. The Parent Company has applied the mandatory exemptions and certain optional exemptions as set out below:

Use of carrying amount under previous GAAP at the transition date as deemed cost. The Entity has elected to use carrying value under the previous GAAP as deemed cost for investments in subsidiaries on transition to IFRS. This has not resulted in any adjustments in the opening IFRS statement of financial position. This has also resulted in a change of accounting policy: Effective from 1 May 2018 investments in subsidiaries will be recognised at cost instead of at equity value.

The effects of IFRS adoption for the consolidated income statement and statement of financial position, and a reconciliation between net profit for the year according to previous DK GAAP and IFRS, are presented below:

DKK'000	30 April 2019	1 May 2018
Total equity under DK GAAP	63,226	104,767
Adjustmens to equity to conform with IFRS:		
Investments in subsidiaries (IFRS adjustments) (a)	34,924	
Total equity under IFRS	98,150	104,767
		_
DIVIDAG		2010/10
DKK'000		2018/19
Profit for the year under DK GAAP		-40,937
Adjustmens to profit for the year to conform with IFRS:		
Investments in subsidiaries (a)		34,670
Comprehensive income for the year under IFRS		(6,267)

(a) As part of the transition to IFRS, the fixed asset investments in subsidiaries have been recognised and measured according to the deemed cost method. A reversal of revaluations has been performed resulting in a decrease in assets at 30 April 2019 by DKK 34,924 thousand, a similar decrease in equity, and the profit for 2018/19 has declined by DKK 34,670 thousand.

#### Reclassifications

In addition to the changes in accounting policies, reclassifications and adjustments to the presentation have been carried out, including assets being presented as current and non-current assets, compared to the previous presentation as fixed and current assets, and provisions are no longer being presented as a separate group in the statement of financial position, but are included in current and non-current liabilities.

# **Estimates**

The significant accounting estimates and judgments at 1 May 2018 and 30 April 2019 are consistent, in all material respects, with those made at the same dates in accordance with previous DK GAAP. See note 3 for an overview of significant accounting estimates and judgments.

#### Change of accounting policies

With the transition to IFRS, the Entity has elected to change its accounting policies relating to the investments in subidiaries from the equity method to the cost metod. This has not resulted in any adjustment as the value recognised in the opening IFRS statement of financial position corresponds to deemed cost as described above.

#### 3. Significant accounting estimates and judgements

#### Significant accounting estimates

As part of the preparation of the parent company financial statements, Management makes a number of accounting estimates and judgements as well as assumptions as a basis for recognising and measuring the Parent Company's assets, liabilities, income and expenses. The estimates, judgements and assumptions made are in all respects, except for the situations described below, similar to the ones for the Holmris B8 Group described in note 2 to the consolidated financial statements.

# Situations where the significant accounting estimates of the Parent Company deviate from those of the Group: Impairment test of investments in subsidiaries

Determining whether investments in subsidiaries are impaired requires an estimation of the value in use of the cashgenerating units representing the investments in subsidiaries. The value-in-use calculation requires Management to estimate

the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value of the cash flows. Where the present value of the expected cash flows will not exceed the carrying amount of investments in subsidiaries, a material impairment loss may arise. The key assumptions used in the impairment tests are disclosed in note 8.

# 4. Share-based payments

# Common stock warrants

In 2018, Holmris Holding A/S issued 55,000 D-share warrants to directors of the Company. The holders of the warrants have paid fair market value and therefore no compensation expense is recognised. The warrants give the holders the right (without a pre-emption right for the Company's existing shareholders) to subscribe for 1 D-shares in the Company with a par value of one Danish Krone, by cash contribution at exercise.

The D-share warrants expire at the earlier of (i) a change of control of the Group or an IPO or (ii) the period from 1 April 2023 to 15 April 2023.

The development in outstanding warrants can be specified as follows:

	Number of warrants		
	30 April 2020	30 April 2019	
Outstanding at 1 May	45,000	-	
Granted during the period	-	55,000	
Forfeited during the period	-	-10,000	
Exercised during the period	-	-	
Outstanding 30 April	45,000	45,000	
Weighted average remaining contractual life (months)	35	47	
5. Financial income			
DKK'000	2019/20	2018/19	
Financial income arising from subsidiaries	_	239	
Total financial income	-	239	
6. Financial expenses DKK'000	2019/20	2018/19	
DKK 000	2017/20	2010/19	
Interest expenses	-11,366	-7,675	
Financial expenses	-204	-182	
Total financial expenses	-11,570	-7,857	
7. Taxation including current and deferred tax			
DKK'000	2019/20	2018/19	
Current tax	(367)	-890	
Changes in deferred tax	861	-861	
Adjustment previous year	375		
Total	869	-1751	

861

Reconciliation of tax expense and the profit multiplied by		
domestic tax rate for 2018/19 and 2019/20:		
Profit before tax	-12,269	-8,018
Tax computed as statutory 22% tax rate (2018/19: 22%)	-2,699	-1,764
Non-deductible expenses	3,568	13
Income tax at the effective income tax rate of 22 % (2018/19: 22%)	869	-1,751
Income tax expense reported in the income statement	869	-1,751
Reconciliation of deferred tax assets, net		
DKK'000	30 April 2020	30 April 2019
Deferred tax at 1 May	-861	0
Deferred tax for the year recognised in the income statement	861	-861
Adjustments related to changes in the taxable income in previous years	-	-
Other adjustments	<u>-</u>	
Deferred tax at 30 April	0	-861
Deferred tax is recognised in the balance sheet as follows:		
Deferred tax (asset)	-	-861
Deferred tax (liability)	-	-
Defended to a concerned		-861
Deferred tax concerns: Fixed asset investments	_	861

# Deferred tax:

Management has evaluated the measurement of deferred tax assets on the basis of budgets and forecasts and expected future income for the period 2019/20-2023/24. Deferred tax assets are expected to be utilised against future positive income over the next 3-5 years. Since the calculation of expected future taxable income for the coming years is subject to significant estimation and judgment, the valuation of the recognised deferred tax asset is inherently subject to uncertainty.

# 8. Fixed assets investments

	Investments in
DKK'000	subsidiaries
30 April 2020	
Cost at 1 May	264,798
Cost at 30 April	264,798
30 April 2019	
Cost at 1 May	264,798
Cost at 30 April	264,798

Investments in subsidiaries are being assessed on a recurring basis for any indication of the recoverable amount exceeding the carrying amount. There has not been any indication thereof during the years 2019/20 and 2018/19.

List of subsidiaries owned be the Parent Company:	Registered in:	Equity interest %
Holmris B8 A/S	Viborg	100.0

# 9. Contributed capital

DKK'000	30 April 2020	30 April 2019	1 May 2018
A shares	591,700	591,700	591,700
B shares	18,300	18,300	18,300
C shares	395,000	395,000	390,000
D shares	67,237	67,237	57,237
E shares	86,100	0	0
EA shares	134,951	0	0
EB shares	4,174	0	0
F shares	1,000	0	0
	1,298,462	1,072,237	1,057,237

All share classes have a face value of 1 DKK.

During the year the contributed capital was increased by the following capital injections:

For share classes E, EA and EB share capital was increased by the issue of total shares of 225,225 with a premium of 10,600 DKK per share.

For share class F share capital was increased by the issue of total shares of 1,000 with a premium of 4,653,513 DKK per share.

#### 10. Financial risk

For a description of the Parent Company's financial risks, including a description of the risk management policy, credit risk, liquidity risks, interest rate risks and foreign currency risks, see note 19 to the consolidated financial statements.

The tables below summarise the maturity profile of the Entity's financial liabilities based on contractual undiscounted payments:

					V	Vhen change in control of
	Carrying					Holmris
	amount	Total	<1 year	1-5 years	> 5 years	Holding
Revolving Credit Facility	19,376	19,376	19,376	-	-	_
Subordinate loan capital	80,925	99,203	11,869	59,063	-	28,271
Bank loans	9,835	10,228	10,228			
Trade payables	137	137	137	-	-	
Payables to group enterprises	2,193	2,193	2,193	-	-	
Total	112,466	131,137	43,803	59,063	-	28,271

	Carrying					When change in control of Holmris
30 April 2019	amount	Total	< 1 year	1-5 years	> 5 years	Holding
Subordinate loan capital	81,230	106,963	17,247	45,427	-	44,298
Bank loans	69,655	72,441	36,400	36,041	-	
Trade payables	995	995	995		-	
Payables to group enterprises	18,139	18,139	18,139			
Total	170,019	198,538	72,781	81,468	-	44,298

	Carrying					When change in control of Holmris
1 May 2018	amount	Total	< 1 year	1-5 years	> 5 years	Holding
Subordinate loan capital	52,226	62,976	3,755	37,888	-	21,333
Bank loans	114,475	119,054	46,800	72,254	-	
Trade payables	327	327	327	-	_	
Other payables	1,113	1,113	1,113		-	
Total	168,141	183,470	51,995	110,142		- 21,333

#### Methods and assumptions of the maturity analysis

The maturity analysis is based on undiscounted cash flows which include estimated interest payments. Subordinate loan capital that only matures when the current shareholders sell their shares or when there is a change of control is included in the column "When change in control of Holmris Holding" with the current face value, i.e. interest is not included.

### Financial assets and liabilities

	30 April 2020 3	30 April 2020 30 April 2019		
	Carrying	Carrying		
	amount	amount	Carrying amount	
Receivables from group enterprises	1,125	-	1,689	
Cash	-	-	43	
Financial assets measured at amortised cost	1,125	-	1,732	
Revolving Credit Facility	19,376	-	-	
Trade payables	137	995	327	
Payables to subsidiaries	2,193	18,139	-	
Other payables	-	-	1,113	
Financial liabilities measured at amortised cost	21,706	19,134	1,440	

Since the Group's financial instruments measured at amortised cost are either short-term and/or exposed to floating interest rates, Management has assessed that the carrying amount is a reasonable approximation of fair value.

# 11. Working capital changes

DKK'000	3	0 April 2020	30 April 2019
Increase (-)/decrease (+) in receivables etc.		- 590	1,155
Increase (+)/decrease (-) in current liabilities		-856	-446
		-1,446	709
12. Reconciliation of liabilities arising from financing activities			
	0.1	Revolving	Total liabilities
DKK'000	Other borrowings	Credit Facility	from financing activities
DIK 000	eone wings	1 definey	
30 April 2020			
Liabilities at 1 May	150,884	-	150,884
Loan raised	60.104	-	-
Repayments Change in Revolving Credit Facility, net	- 60,124	10.276	- 60,124
Foreign exchange rate movements	-	19,376	19,376
Other	-	-	-
Liabilities at 30 April	90,760	19,376	110,136
Liabilities at 50 April	70,700	17,570	110,130
30 April 2019			
Liabilities at 1 May	161,408	-	161,408
Loan raised	34,296	-	34,296
Repayments	-44,820	-	-44,820
Change in Revolving Credit Facility, net	-	-	-
Foreign exchange rate movements	_	_	_
Other	-	_	_
Liabilities at 30 April	150,884	0	150,884
13. Guarantees, contingent liabilities and collateral	· · · · ·		
DKK'000	30 April 2020 30 April 2019		1 May 2018
The following assets are provided as collateral in favour of credit institutions in the Parent Company:			-
Fixed asset investments	264,798	264,798	264,798
Carrying amount of assets held as collateral	264,798	264,798	264,798

The Parent Company has guaranteed group enterprises' debt to Sydbank. The Parent Company has also guaranteed the above bank debt to banks in the subsidiaries.

# Contingent liabilities

The Parent Company serves as the administration company in a Danish joint taxation arrangement.

According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc. for the jointly taxed entities, and 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.

# 14. Related parties

The Entity's related parties exercising control is BWB Partners I K/S, 2980 Kokkedal.

Related parties also comprise the members of the Board of Directors and the Executive Board as well as close family members of the members of the Board of Directors and the Executive Board as well as other senior executives.

Transactions with the Board of Directors and the Executive Board which comprise salaries, pension and other benefits are described in note 5 in the consolidated annual report for the group.

Other transactions with group enterprises:

DKK'000	2019/20	2018/19
Financial income	0	239
Financial expenses from owners	-457	
Financial expenses from subsidiaries	-348	

#### 15. Events after the balance sheet date

A financing solution was carried out in August 2020 to address the negative impact from temporary weak months following the outbreak of Covid-19 and secure a sufficiently financial buffer going forward. The solution which was supported by the company's bank, long-term lenders and its shareholders secured additional liquidity to the company of DKK 50m and extended financing agreements.

#### 16. Adoption of new and amended Standards

For a description of Standards issued but not yet effective see note 26 to the consolidated financial statements.