



Monza Holdco ApS

Vesterballevej 1
7000 Fredericia
CVR No. 39207044

Annual report 2021

The Annual General Meeting adopted the
annual report on 26.04.2022

Dennis Odgaard

Chairman of the General Meeting

Contents

Entity details	2
Statement by Management on the annual report	3
Independent auditor's report	4
Management commentary	7
Consolidated income statement for 2021	12
Consolidated balance sheet at 31.12.2021	13
Consolidated statement of changes in equity for 2021	16
Consolidated cash flow statement for 2021	17
Notes to consolidated financial statements	19
Parent income statement for 2021	24
Parent balance sheet at 31.12.2021	25
Parent statement of changes in equity for 2021	27
Notes to parent financial statements	28
Accounting policies	30

Entity details

Entity

Monza Holdco ApS

Vesterballevej 1

7000 Fredericia

Business Registration No.: 39207044

Registered office: Fredericia

Financial year: 01.01.2021 - 31.12.2021

Board of Directors

Mattias Feiff, Chairman

Morten Kollerup Nielsen

Jussi Joonas Tapio Holopainen

Björn Arne Lindberg

Executive Board

Dennis Odgaard, Executive board

Morten Kollerup Nielsen, Executive board

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Egtved Allé 4

6000 Kolding

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Monza Holdco ApS for the financial year 01.01.2021 - 31.12.2021.

The annual report is presented in accordance with 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 31.12.2021 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2021 - 31.12.2021.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Fredericia, 26.04.2022

Executive Board

Dennis Odgaard
Executive board

Morten Kollerup Nielsen
Executive board

Board of Directors

Mattias Feiff
Chairman

Morten Kollerup Nielsen

Jussi Joonas Tapio Holopainen

Björn Arne Lindberg

Independent auditor's report

To the shareholders of Monza Holdco ApS

Opinion

We have audited the consolidated financial statements and the parent financial statements of Monza Holdco ApS for the financial year 01.01.2021 - 31.12.2021, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for the Group as well as the Parent, and the consolidated cash flow statement. The consolidated financial statements and the parent financial statements are prepared in accordance with 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 31.12.2021 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2021 - 31.12.2021 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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.

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 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 Entity'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 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 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 Entity'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 Entity'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 and 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.

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.

Kolding, 26.04.2022

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Lars Bjerregaard Nielsen

State Authorised Public Accountant
Identification No (MNE) mne29393

Allan Trolle Pedersen

State Authorised Public Accountant
Identification No (MNE) mne34339

Management commentary

Financial highlights

	2021 DKK'000	2020 DKK'000	2019 DKK'000	2018 DKK'000
Key figures				
Revenue	269,007	291,084	302,463	205,877
Gross profit/loss	178,897	195,209	196,956	140,209
Operating profit/loss	(7,794)	6,586	8,897	8,598
Net financials	(7,828)	(5,862)	(6,631)	(4544)
Profit/loss for the year	(15,140)	(1,693)	(730)	1,462
Profit for the year excl. minority interests	(15,510)	(4,159)	(3,680)	2,897
Balance sheet total	331,999	330,938	305,939	290,494
Investments in property, plant and equipment	11,194	13,712	39,598	55,704
Equity	70,467	113,215	117,599	107,707
Equity excl. minority interests	70,467	104,075	110,525	100,137
Cash flows from operating activities	39,090	57,905	28,758	28,315
Cash flows from investing activities	(43,027)	(16,626)	(32,033)	(249,089)
Cash flows from financing activities	13,795	(6,057)	3,538	230
Average number of employees	378	401	437	370
Ratios				
Gross margin (%)	66.50	67.06	65.12	68.10
Net margin (%)	(5.63)	(0.58)	(0.24)	0.71
Equity ratio (%)	21.23	31.45	36.13	34.47

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

Gross margin (%):

Gross profit/loss * 100

Revenue

Net margin (%):

Profit/loss for the year * 100

Revenue

Equity ratio (%):

Equity excl. minority interests * 100

Balance sheet total

Primary activities

The activity of the Company is to hold shares in public and private limited companies as well as related activities. The activity of the Group is general car care operations, including body finish, under-body coating, preparation, etc in Denmark and Sweden.

Development in activities and finances

The income statement of the Group for 2021 shows a loss of DKK 15,140k and at 31 December 2021 the balance sheet of the Group shows equity of DKK 70,467k.

Profit/loss for the year in relation to expected developments

Management expected an increase in activity and earnings for 2021. Primarily due to COVID-19 and the effects on car sales in general both activity and earnings did not increase during 2021.

The Group has purchased all shares from former partners in the operating companies during 2021. As the uniting-of-interests method has been applied equity is affected directly by the purchases.

Outlook

Management expects activity and earnings at approximately the same level for 2022.

Environmental performance

The Group is engaged in car care and preparation products, painting as well as under-body coating products. The products are used at the Company's repair shops throughout Denmark. The Group focuses on reducing its impact on the external environment, and considerable resources are spent on compliance with environmental requirements and rules at all of the Company's locations.

Statutory report on corporate social responsibility

Business model

Byens Bilpleje.com A/S was founded in 1997 with the object of offering cosmetic preparation of cars. Since then, the business has grown steadily; today, the Company employs more than 400 people who annually service more than 160,000 cars. It is the Company's vision to meet all cosmetic car maintenance needs in one location. This means that customers only need to contact a single place, which is often a great advantage in a busy life. At Byens Bilpleje, we are specialists in cosmetic preparation, car painting, dent repair, auto glass replacement and underbody corrosion protection. Through our long-standing expertise, we have become one of Denmark's largest automotive painting businesses, as well as the largest single preparation business in Denmark. Our minimum goal is to defend these positions in order to remain the preferred partner of the automotive industry.

Material risks relating to corporate social responsibility

By virtue of our business model, we are making an extra effort in the key areas of employee relations, the environment and climate to reduce energy consumption, ensure orderly working conditions and correct handling of chemicals, including flammable and hazardous materials etc. Our efforts to reduce these risks, including our efforts to ensure respect for human rights and our anti-corruption and anti-bribery measures, will be described in the respective sections below. The Company assesses the risk of a negative impact on human rights and the existence of corruption and bribery as very limited. Nevertheless, Management has chosen to provide guidelines to ensure that everyone – employees as well as business partners – is updated and fully aware how to act to ensure that the Company does not engage in unethical business conduct.

Environmental and climate policy

At the beginning of 2019, Byens Bilpleje prepared an environmental policy with the objective of reducing any

negative environmental impacts of the Company's activities on the surrounding environment while reducing the costs of energy, water and cleaning materials as well as wastage without compromising on the quality of our services. Another objective of the environmental policy is to involve employees in the quality and environmental efforts so that each individual employee knows how to contribute eco-friendly choices in the day-to-day work.

Efforts and results in 2021

Our environmental policy efforts have specifically resulted in a reduction of the number of products purchased by the Company in 2021 with the objective of using fewer and more environmentally sound products. In 2021, all repair shops more over continued to maintain the required environmental approvals relating to the safe handling of waste oil etc. Finally, the Company has maintained its KS2000 certification relating to quality assurance, which is in demand by the Company's largest business partners, as well as its ATEX certification relating to correct waste handling of paint and other chemical residues.

Policy on employee relations and human rights

In 2020 Byens Billeje prepared a employee code of conduct. Byens Billeje does not have a complex supply chain and does not use suppliers outside Europe that could involve a risk of the use of forced labour and child labour. The Company recruits 20-30 % of its employees from Eastern Europe where the approach to working environment and safety may differ from that of Denmark. For that reason, the Company has incorporated respect for human rights – including in particular employee rights – into its guidelines, and all employees receive an employment contract before their first day of work. It is moreover ensured that all employees hold valid work permits.

It is the Company's policy to work for a healthy and safe working environment by preventing injuries and work-related illness. The Company has an employee manual that is distributed to new employees and provides guidelines as to how employees of Byens Billeje are expected to perform their work, both in relation to customers but also as colleagues. The manual finally sets out the rights of employees of Byens Billeje.

Efforts and results in 2021

It is still a focus of Byens Billeje to be an attractive workplace, which has been reflected in very few work-related accidents, none of them serious, and low absenteeism due to illness. Inspections by the Danish Working Environment Authority did not give rise to any orders or significant remarks.

Anti-corruption and anti-bribery

Byens Billeje complies with existing legislation at all times and accepts no form of corruption or bribery. Even if the risk of attempts at corruption and bribery is assessed as negligible, the Company has chosen to introduce a non-cash policy implying that employees are not allowed to receive cash. This has been backed up by the introduction of MobilePay in all departments.

Efforts and results in 2021

The Company continued the non-cash system in 2021. Moreover, Management was in an ongoing dialogue with selected business partners to ensure compliance with all existing legislation in the area in 2021. Finally, inquiry lines are kept open to the main office in Fredericia allowing all employees of the Company to ask questions should doubt arise as to the code of ethics. As a result of the efforts to ensure understanding of the Company's zero tolerance against corruption and bribery, Management did not identify any attempts at corruption, bribery or any other violation of legislation in 2021. A mandatory whistle blower setup has been implemented during 2021 to further support the anti-corruption and anti-bribery efforts of the Group.

Statutory report on the underrepresented gender

The supreme governing body of Byens Bilpleje.com A/S is the Board of Directors consisting of four members elected by the general meeting who are all men. The Board of Directors has defined a target of having one woman on the Board of Directors by 2024. The target was not achieved in 2021 as the general meeting did not consider it relevant to replace any members of the existing Board of Directors.

Gender representation at other management levels

Byens Bilpleje belongs to a traditionally male-dominated industry, which is indeed reflected in the gender composition of its employees. The Company does, however, intend to continue working at increasing the share of women, including female managers, where and when possible. At the end of 2021, the Executive Board still consists of four male members. There is one female middle manager at the second management level and there are also a number of female departmental managers. The efforts to increase the share of female managers specifically consist in generating interest in the industry by attempting to recruit more female apprentices. This has contributed towards the current level of four female apprentices within car painting. The Company makes an effort to retain and further train skilled and dedicated employees, female as well as male. Among other things, in-service training is offered; the Company also offers its own management training program, which was in 2021 completed by four female management trainees.

Statutory report on data ethics policy

Management has found that a policy for data ethics is not relevant as the Group only collects and process a limited amount of data. Further the Group does not apply new data driven technologies as part of the The Group main activities. The Group does not conduct specific dataanalytics, assesments or segmentations.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Consolidated income statement for 2021

	Notes	2021 DKK'000	2020 DKK'000
Revenue	2	269,007	291,084
Other operating income		3,505	60
Costs of raw materials and consumables		(41,470)	(43,093)
Other external expenses	3	(52,145)	(52,842)
Gross profit/loss		178,897	195,209
Staff costs	4	(165,049)	(167,665)
Depreciation, amortisation and impairment losses	5	(20,864)	(20,181)
Other operating expenses		(778)	(777)
Operating profit/loss		(7,794)	6,586
Income from investments in group enterprises		(2)	0
Other financial income		372	123
Other financial expenses		(8,200)	(5,985)
Profit/loss before tax		(15,624)	724
Tax on profit/loss for the year	6	484	(2,417)
Profit/loss for the year	7	(15,140)	(1,693)

Consolidated balance sheet at 31.12.2021

Assets

	Notes	2021 DKK'000	2020 DKK'000
Goodwill		178,872	184,313
Intangible assets	8	178,872	184,313
Land and buildings		13,570	13,877
Other fixtures and fittings, tools and equipment		34,569	34,553
Leasehold improvements		7,543	8,458
Property, plant and equipment	9	55,682	56,888
Fixed assets		234,554	241,201
Raw materials and consumables		3,773	4,471
Inventories		3,773	4,471
Trade receivables		31,697	31,455
Other receivables		4,706	6,356
Prepayments	10	1,341	1,385
Receivables		37,744	39,196
Cash		55,928	46,070
Current assets		97,445	89,737
Assets		331,999	330,938

Equity and liabilities

	Notes	2021 DKK'000	2020 DKK'000
Contributed capital	11	26,864	26,864
Retained earnings		43,603	77,211
Equity belonging to Parent's shareholders		70,467	104,075
Equity belonging to minority interests		0	9,140
Equity		70,467	113,215
Deferred tax	12	1,545	1,653
Other provisions	13	20,000	20,000
Provisions		21,545	21,653
Subordinate loan capital		26,874	24,883
Mortgage debt		5,100	5,444
Bank loans		80,986	64,997
Lease liabilities		5,086	5,777
Other payables	15	12,676	3,762
Deferred income	18	1,943	1,818
Non-current liabilities other than provisions	17	132,665	106,681

Current portion of non-current liabilities other than provisions	17	11,785	12,899
Bank loans		0	45
Trade payables		14,398	14,803
Tax payable		2,023	2,232
Other payables		79,116	58,479
Deferred income	18	0	931
Current liabilities other than provisions		107,322	89,389
<hr/>			
Liabilities other than provisions		239,987	196,070
<hr/>			
Equity and liabilities		331,999	330,938
<hr/>			
Unusual circumstances	1		
Unrecognised rental and lease commitments	20		
Contingent liabilities	21		
Assets charged and collateral	22		
Transactions with related parties	23		
Group relations	24		
Subsidiaries	25		

Consolidated statement of changes in equity for 2021

	Contributed capital DKK'000	Retained earnings DKK'000	Equity belonging to Parent's shareholders DKK'000	Equity belonging to minority interests DKK'000	Total DKK'000
Equity beginning of year	26,864	77,211	104,075	9,140	113,215
Effect of mergers and business combinations	0	0	0	(9,510)	(9,510)
Other entries on equity	0	(18,098)	(18,098)	0	(18,098)
Profit/loss for the year	0	(15,510)	(15,510)	370	(15,140)
Equity end of year	26,864	43,603	70,467	0	70,467

Consolidated cash flow statement for 2021

	Notes	2021 DKK'000	2020 DKK'000
Operating profit/loss		(7,794)	6,586
Amortisation, depreciation and impairment losses		21,303	20,181
Working capital changes	19	31,253	37,057
Cash flow from ordinary operating activities		44,762	63,824
Financial income received		370	125
Financial expenses paid		(6,209)	(6,068)
Taxes refunded/(paid)		167	24
Cash flows from operating activities		39,090	57,905
Acquisition etc. of intangible assets		(6,359)	(4,554)
Acquisition etc. of property, plant and equipment		(11,194)	(13,712)
Sale of property, plant and equipment		2,897	1,640
Acquisition of enterprises		(28,371)	0
Cash flows from investing activities		(43,027)	(16,626)
Free cash flows generated from operations and investments before financing		(3,937)	41,279
Loans raised		15,989	2,118
Repayments of loans etc.		(2,194)	(5,079)
Other cash flows from financing activities			(3,096)
Cash flows from financing activities		13,795	(6,057)
Increase/decrease in cash and cash equivalents		9,858	35,222

Cash and cash equivalents beginning of year	46,070	10,848
Cash and cash equivalents end of year	55,928	46,070

Cash and cash equivalents at year-end are composed of:

Cash	55,928	46,070
Cash and cash equivalents end of year	55,928	46,070

Notes to consolidated financial statements

1 Unusual circumstances

Under "Other operating income" DKK 3.648k has been recognized regarding aid package on compensation for fixed costs for companies under financial crisis due to COVID-19. The compensation for fixed costs primarily concerns costs recognized under "Other external expenses".

2 Revenue

	2021 DKK'000	2020 DKK'000
Denmark	258,169	283,321
Sweden	10,838	7,763
Total revenue by geographical market	269,007	291,084

3 Fees to the auditor appointed by the Annual General Meeting

	2021 DKK'000	2020 DKK'000
Statutory audit services	375	375
Other assurance engagements	166	0
	541	375

4 Staff costs

	2021 DKK'000	2020 DKK'000
Wages and salaries	144,770	154,076
Pension costs	14,905	12,530
Other social security costs	5,374	1,059
	165,049	167,665

Average number of full-time employees	378	401
---------------------------------------	------------	------------

	Remuneration of manage- ment 2021 DKK'000	Remuneration of manage- ment 2020 DKK'000
Executive Board	1,980	1,864
	1,980	1,864

5 Depreciation, amortisation and impairment losses

	2021	2020
	DKK'000	DKK'000
Amortisation of intangible assets	11,800	11,689
Depreciation on property, plant and equipment	9,064	8,492
	20,864	20,181

6 Tax on profit/loss for the year

	2021	2020
	DKK'000	DKK'000
Current tax	2,186	4,183
Change in deferred tax	(3,037)	(1,796)
Adjustment concerning previous years	367	30
	(484)	2,417

7 Proposed distribution of profit/loss

	2021	2020
	DKK'000	DKK'000
Retained earnings	(15,510)	(4,159)
Minority interests' share of profit/loss	370	2,466
	(15,140)	(1,693)

8 Intangible assets

	Goodwill
	DKK'000
Cost beginning of year	220,631
Additions	6,359
Cost end of year	226,990
Amortisation and impairment losses beginning of year	(36,318)
Amortisation for the year	(11,800)
Amortisation and impairment losses end of year	(48,118)
Carrying amount end of year	178,872

9 Property, plant and equipment

	Land and buildings DKK'000	Other fixtures and fittings, tools and equipment DKK'000	Leasehold improvements DKK'000
Cost beginning of year	15,665	66,745	14,141
Additions	150	10,162	882
Disposals	0	(7,576)	(90)
Cost end of year	15,815	69,331	14,933
Depreciation and impairment losses beginning of year	(1,788)	(32,192)	(5,683)
Depreciation for the year	(457)	(6,873)	(1,734)
Reversal regarding disposals	0	4,303	27
Depreciation and impairment losses end of year	(2,245)	(34,762)	(7,390)
Carrying amount end of year	13,570	34,569	7,543
Recognised assets not owned by Entity	0	15,147	0

10 Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance premiums and interests.

11 Contributed capital

	Number	Nominal value DKK'000
A-shares	6,302,810	6,303
B-shares	14,201,873	14,202
C-shares	6,359,010	6,359
	26,863,693	26,864

12 Deferred tax

	2021 DKK'000	2020 DKK'000
Changes during the year		
Beginning of year	1,653	3,431
Recognised in the income statement	(3,037)	(1,778)
Tax losses utilized in joint taxation	2,929	0
End of year	1,545	1,653

Deferred tax relates to intangible assets, property, plant and equipment, tax losses for and other provisions.

13 Other provisions

Other provisions relates to an earn-out payment in connection with the acquisition of Byens Billeje.com. The maximum commitment amounts to DKK 40,000k. The full amount will become payable if special circumstances occur.

14 Subordinate loan capital

Subordinate loan capital is subordinated to the Groups debt to banks and other credit institutions. As for other debt in general the subordinated loan capital is partly subordinated. The extent of subordination is depended upon earnings key figures at the time of incurrance of the other debt and does not cover debt to the Group ultimate parent or former shareholders.

15 Other payables

	2021 DKK'000	2020 DKK'000
Holiday pay obligation	3,443	3,404
Other costs payable	9,233	358
	12,676	3,762

16 Deferred income

Deferred income consists of payments received in respect of income in subsequent years.

17 Non-current liabilities other than provisions

	Due within 12 months 2021 DKK'000	Due within 12 months 2020 DKK'000	Due after more than 12 months 2021 DKK'000	Outstanding after 5 years 2021 DKK'000
Subordinate loan capital	0	0	26,874	26,874
Mortgage debt	426	617	5,100	3,006
Bank loans	8,900	8,900	80,986	0
Lease liabilities	2,459	3,382	5,086	0
Other payables	0	0	12,676	0
Deferred income	0	0	1,943	0
	11,785	12,899	132,665	29,880

18 Deferred income

Deferred income consists of payments received in respect of income in subsequent years.

19 Changes in working capital

	2021 DKK'000	2020 DKK'000
Increase/decrease in inventories	698	(402)
Increase/decrease in receivables	1,452	3,976
Increase/decrease in trade payables etc.	29,103	33,483
	31,253	37,057

20 Unrecognised rental and lease commitments

	2021 DKK'000	2020 DKK'000
Total liabilities under rental or lease agreements until maturity	34,101	36,902

21 Contingent liabilities

The Parent and the Danish subsidiaries participate in a Danish joint taxation arrangement in which Freeze HoldCo ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Parent and the Danish subsidiaries are therefore secondarily liable for income taxes etc. for the jointly taxed entities, limited to the equity interest by which the Entity participates in the Group, and also secondarily liable for obligations, if any, relating to the withholding of tax on interest, royalties and dividends 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.

22 Assets charged and collateral

Mortgage debt is secured by way of mortgage on properties. The mortgage also comprises the plant and machinery deemed part of the property.

Bank loans are secured by way of a deposited mortgage deed registered to the mortgagor on plant of DKK 1,500 nominal.

The carrying amount of mortgaged properties is DKK 13,570 and the carrying amount of mortgaged plant is DKK 0.

23 Non-arm's length related party transactions

Only non-arm's length related party transactions are disclosed in the annual report. No such transactions were conducted during the financial year.

Procuritas Capital Investors VI AB, Stockholm, Sweden is principal shareholder and have controlling interest.

24 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group:
Procuritas Capital Investors VI AB, Stockholm, Sweden

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:
Procuritas Capital Investors VI AB, Stockholm, Sweden

The consolidated financial statements of Procuritas Capital Investors VI AB may be ordered at this address:
- Vesterballevej 1, DK-7000 Fredericia

25 Subsidiaries

	Registered in	Corporate form	Ownership %
Monza BidCo ApS	Fredericia	ApS	100

Parent income statement for 2021

	Notes	2021 DKK'000	2020 DKK'000
Other external expenses		(7)	(6)
Gross profit/loss		(7)	(6)
Income from investments in group enterprises		(15,505)	(4,154)
Profit/loss before tax		(15,512)	(4,160)
Tax on profit/loss for the year	1	2	1
Profit/loss for the year	2	(15,510)	(4,159)

Parent balance sheet at 31.12.2021

Assets

	Notes	2021 DKK'000	2020 DKK'000
Investments in group enterprises		70,712	104,315
Financial assets	3	70,712	104,315
Fixed assets		70,712	104,315
Receivables from group enterprises		0	92
Deferred tax	4	2	1
Receivables		2	93
Cash		116	30
Current assets		118	123
Assets		70,830	104,438

Equity and liabilities

	Notes	2021 DKK'000	2020 DKK'000
Contributed capital		26,864	26,864
Retained earnings		43,603	77,211
Equity		70,467	104,075
Other payables	5	358	358
Non-current liabilities other than provisions	6	358	358
Trade payables		5	5
Current liabilities other than provisions		5	5
Liabilities other than provisions		363	363
Equity and liabilities		70,830	104,438
Contingent liabilities	7		
Assets charged and collateral	8		
Related parties with controlling interest	9		
Transactions with related parties	10		

Parent statement of changes in equity for 2021

	Contributed capital DKK'000	Retained earnings DKK'000	Total DKK'000
Equity beginning of year	26,864	77,211	104,075
Other entries on equity	0	(18,098)	(18,098)
Profit/loss for the year	0	(15,510)	(15,510)
Equity end of year	26,864	43,603	70,467

Notes to parent financial statements

1 Tax on profit/loss for the year

	2021 DKK'000	2020 DKK'000
Change in deferred tax	(2)	(1)
	(2)	(1)

2 Proposed distribution of profit and loss

	2021 DKK'000	2020 DKK'000
Retained earnings	(15,510)	(4,159)
	(15,510)	(4,159)

3 Financial assets

	Investments in group enterprises DKK'000
Cost beginning of year	117,971
Cost end of year	117,971
Impairment losses beginning of year	(13,656)
Adjustments on equity	(18,098)
Share of profit/loss for the year	(15,505)
Impairment losses end of year	(47,259)
Carrying amount end of year	70,712

A specification of investments in subsidiaries is evident from the notes to the consolidated financial statements.

4 Deferred tax

	2021 DKK'000
Tax losses carried forward	2
Deferred tax	2

	2021	2020
	DKK'000	DKK'000
Changes during the year		
Beginning of year	1	0
Recognised in the income statement	2	1
Tax losses used in joint taxation	(1)	0
End of year	2	1

Deferred tax assets

Tax losses are expected to be utilized within 3-5 years.

5 Other payables

	2021	2020
	DKK'000	DKK'000
Other costs payable	358	358
	358	358

6 Non-current liabilities other than provisions

	Due after more than 12 months 2021 DKK'000	Outstanding after 5 years 2021 DKK'000
Other payables	358	358
	358	358

7 Contingent liabilities

The Company has provided surety in respect of the accounts of Byens Billeje Århus ApS, Byens Billeje.com A/S and Byens Billeje Sjælland ApS. The total debt amounts to DKK'000 55,975

The Entity participates in a Danish joint taxation arrangement in which Freeze HoldCo ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore secondarily liable for income taxes etc. for the jointly taxed entities, limited to the equity interest by which the Entity participates in the Group, and also secondarily liable for obligations, if any, relating to the withholding of tax on interest, royalties and dividends 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.

8 Assets charged and collateral

9 Related parties with controlling interest

Procuritas Capital Investors VI AB, Stockholm, Sweden is principal shareholder and have controlling interest.

10 Non-arm's length related party transactions

Only non-arm's length related party transactions are disclosed in the annual report. No such transactions were conducted during the financial year.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (large).

The accounting policies applied to these consolidated financial statements and parent financial statements are consistent with those applied last year. Some reclassification have been made within the balance sheet and income statement. None of these have any effect on the result or the equity amounts, however small changes to the total assets may occur.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Consolidated financial statements

The consolidated financial statements comprise the Parent and the group enterprises (subsidiaries) that are controlled by the Parent. Control is achieved by the Parent, either directly or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence.

Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of the Parent and its subsidiaries. The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements. Minority interests' pro rata shares of the profit/loss and the net assets are disclosed as separate items in Management's proposal for the distribution of net profit/loss and equity, respectively.

Investments in subsidiaries are offset at the pro rata share of such subsidiaries' net assets at the takeover date,

with net assets having been calculated at fair value.

Business combinations

Newly acquired or newly established enterprises are recognised in the financial statements from the time of acquiring or establishing such enterprises. Divested or wound-up enterprises are recognised in the income statement up to the time of their divestment or winding-up.

The purchase method is applied at the acquisition of new enterprises, under which identifiable assets and liabilities of these enterprises are measured at fair value at the acquisition date. Provisions for costs of restructuring of the enterprise acquired are only made in so far as such restructuring was decided by the enterprise acquired prior to acquisition. Allowance is made for the tax effect of restatements.

Positive differences in amount (goodwill) between cost of the acquired share and fair value of the assets and liabilities taken over are recognised under intangible assets, and they are amortised systematically over the income statement based on an individual assessment of their useful lives. If the useful life cannot be estimated reliably, it is fixed at 10 years. Useful life is reassessed annually.

The uniting-of-interests method is applied on acquisition of enterprises, mergers, demergers, contributions of assets and exchanges of shares, etc. in which the enterprises concerned are controlled by the Parent. Under the uniting-of-interests method, the acquiree's assets and liabilities are recognised at their carrying amounts, adjusted for any differences in accounting policies. The difference between the consideration agreed and the carrying amount of the acquiree is recognised in equity. The comparative figures are restated.

Income statement

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant inventories.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise wages and salaries, and social security contributions, pension contributions, etc. for entity staff.

Depreciation, amortisation and impairment losses

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

Other operating expenses

Other operating expenses comprise expenses of a secondary nature as viewed in relation to the Entity's primary activities.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Parent is jointly taxed with all of its Danish group enterprises and other Danish investments controlled by the Procuritas Capital Investors VI AB. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet**Goodwill**

Goodwill is the positive difference between cost and fair value of assets and liabilities arising from acquisitions. Goodwill is amortised straight-line over its estimated useful life, which is fixed based on the experience gained by Management for each business area. The amortisation periods used are 10-20 years.

Goodwill is written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Land and buildings, plant and machinery, and other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

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. For self-constructed assets, cost comprises direct and indirect costs of materials, components, subsuppliers and labour costs. For assets held under finance

leases, cost is the lower of the asset's fair value and present value of future lease payments.

Interest expenses on loans for the financing of the manufacture of property, plant and equipment are included in cost if they relate to the manufacturing period. All other finance costs are recognised in the income statement.

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:

Buildings	30 years
Other fixtures and fittings, tools and equipment	5-15 years
Leasehold improvements	5-15 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually.

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

Investments in group enterprises

Investments in group enterprises are recognised and measured in the parent financial statements according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus unamortised goodwill and plus or minus unrealised intra-group profits or losses. Reference is made to the above section on business combinations for more details about the accounting policies applied to acquisitions of investments in group enterprises.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to reserve for net revaluation according to the equity method in equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

Inventories

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

Cost consists of purchase price plus delivery costs.

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

Receivables

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset. However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Prepayments

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

Cash

Cash comprises cash in hand and bank deposits.

Minority interests

On initial recognition, minority interests are measured at fair value of the minority interests' equity interests. Goodwill related to the minority interests' equity interests in the acquiree is recognised.

Other provisions

Other provisions comprise anticipated costs of earn-out regarding investments in group enterprises.

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.

Mortgage debt

At the time of borrowing, mortgage debt to mortgage credit institutions is measured at cost which corresponds to the proceeds received less transaction costs incurred. Mortgage debt is subsequently measured at amortised cost. This means that the difference between the proceeds at the time of borrowing and the nominal repayable amount of the loan is recognised in the income statement as a financial expense over the term of the loan applying the effective interest method.

Lease liabilities

Lease commitments relating to assets held under finance leases are recognised in the balance sheet as liabilities other than provisions, and, at the time of inception of the lease, measured at the present value of future lease payments. Subsequent to initial recognition, lease commitments are measured at amortised cost. The difference between present value and nominal amount of the lease payments is recognised in the income statement as a financial expense over the term of the leases.

Other financial liabilities

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

Tax payable or receivable

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

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.

Cash flow statement

The cash flow statement shows cash flows from operating, investing and financing activities, and cash and cash equivalents 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 taxes paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises, activities and fixed asset investments, and 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, and the raising of loans, inception of finance leases, repayments of interest-bearing debt, purchase of treasury shares and payment of dividend.

Cash and cash equivalents comprise cash.