

Anpartsselskabet af 5.12 2018

Havnen 1

8700 Horsens

CVR No. 40105301

Annual Report 1. august 2019 - 31. may 2020 (10 months)

2. financial year

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 2 October 2020

Rasmus Rønne Christensen
Chairman

Contents

Management's Statement	3
Independent Auditors' Report	4
Company Information	6
Management's Review	7
Accounting Policies	8
Income Statement	11
Balance Sheet	12
Notes	14

Management's Statement

The board of directors and the managing director have today presented the annual report of Anpartsselskabet af 5.12 2018 for the financial year 1 August 2019 - 31 May 2020 (10 months).

The Annual Report is presented in accordance with the Danish Financial Statements Act.

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 May 2020 and of the company's results of its activities in the financial year 1 August 2019 - 31 May 2020 (10 months).

We are of the opinion that the management's review includes a fair description of the issues dealt with.

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

Horsens, 2 October 2020

Executive Board

Laila Branick
CEO

Board of Directors

Henrik Steensgaard
Chairman

Rasmus Rønne Christensen
Member

Laila Branick
Member

Independent Auditors' Report

To the shareholders of Anpartsselskabet af 5.12 2018

Opinion

We have audited the annual accounts of Anpartsselskabet af 5.12 2018 for the financial year 1 August 2019 - 31 May 2020, which comprise accounting policies, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 May 2020 and of the results of the company's operations for the financial year 1 August 2019 - 31 May 2020 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

The auditor's responsibility for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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 Company's internal control.

Independent Auditors' Report

- * Evaluate whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control which we identify during our audit.

Statement on Management's Review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not find any material misstatement in the management's review.

Brande, 2 October 2020

Partner Revision

Statsautoriseret revisionsaktieselskab

CVR-no. 15807776

Claus Lykke Jensen

State Authorised Public Accountant

mne10776

Company Information

Company Anpartsselskabet af 5.12 2018
Havnen 1
8700 Horsens

CVR No. 40105301
Date of formation 5. december 2018
Registered office Horsens
Financial year 1. august 2019 - 31. maj 2020 (10 months)

Board of Directors Henrik Steensgaard, Chairman
Rasmus Rønne Christensen
Laila Branick

Executive Board Laila Branick, CEO

Auditors Partner Revision
Statsautoriseret revisionsaktieselskab
Torvegade 22
7330 Brande
CVR-no.: 15807776

Management's Review

The Company's principal activities

The company's purpose is to hold ownership in Danish and foreign companies within the retail industry.

Finally, it is the purpose of the company to carry out any such activity which, in the opinion of the Executive Board, is appropriate to promote one or more of the aforementioned purposes.

Insecurity regarding recognition or measurement

There is no material insecurity regarding recognition or measurement.

Exceptional circumstances

No exceptional circumstances have affected recognition or measurement.

Development in activities and financial matters

The Company's Income Statement of the financial year 1 August 2019 - 31 May 2020 (10 months) shows a result of DKK 47.077 and the Balance Sheet at 31 May 2020 a balance sheet total of DKK 4.659.815 and an equity of DKK 4.631.190.

The result for the year is considered satisfactory.

Post financial year events

After the end of the financial year, no events have occurred which may change the financial position of the entity substantially.

Accounting Policies

Reporting Class

The Annual Report of Anpartsselskabet af 5.12 2018 for 2019/20 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies have remained unchanged from last year.

Reporting currency

The Annual Report is presented in Danish kroner.

General Information

Basis of recognition and measurement

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

Assets are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will accrue to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

Income Statement

Other external expenses

Other external costs include costs for distribution, sales, advertising, administration, premises. loss of debtors, operating leasing costs etc.

Result of investments in subsidiaries

The proportionate share of the individual subsidiaries' profit/loss after tax is recognised in the Income Statement after full elimination of intercompany profit/loss.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement based on the amounts that concern the financial year. Financial income and expenses include interest revenue and expenses, finance charges in respect of finance leases, realised and unrealised capital gains and losses regarding securities, accounts payable and transactions in foreign currencies, repayment on mortgage loans, and

Accounting Policies

surcharges and allowances under the tax prepayment scheme.

Dividends equity investments are recognised as income in the financial year in which the dividends are declared.

Tax on net profit for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

The Company and the Danish associates are taxed jointly. The Danish income tax is distributed between profit- and loss-making Danish enterprises in relation to their taxable income (full distribution).

Balance Sheet

Equity investments in group enterprises

Equity investments in subsidiaries are measured by the equity method.

Equity investments in subsidiaries are measured at the proportionate share of the enterprises' equity value determined according to the company's accounting policies with deduction or addition of unrealised intercompany profit or loss and with the addition or deduction of the residual value of positive or negative goodwill determined according to the acquisition method.

Equity investments in subsidiaries with a negative equity value are recognised at t.DKK 0, and any receivable from these enterprises are written down in so far as the receivable is uncollectible. In so far as the parent company has a legal or actual obligation to cover a negative balance that exceeds the receivable, the residual amount is recognised in provisions.

Net revaluation of equity investments in subsidiaries is classified under a separate reserve for net revaluation by the equity method in equity, in so far as the carrying amount exceeds the cost. Dividends from subsidiaries that are expected to be adopted before the annual report for Anpartsselskabet af 5.12 2018 is approved are not tied up in the revaluation reserve.

Profit and loss in connection with disposal of subsidiaries is determined as the difference between the disposal consideration and the carrying amount of net assets at the time of sale, incl. unamortised goodwill and expected costs for sale or liquidation.

The acquisition method is used to purchase new enterprises whereby the newly acquired enterprises' identified assets and liabilities are measured at fair value at the date of acquisition. In connection with the purchase, provisions are made to cover the costs of decided and published restructuring activities in the enterprise acquired. The tax effect of the revaluations made is taken into consideration.

Positive balances (goodwill) between cost and the fair value of acquired, identified assets and liabilities, incl. provisions for restructuring activities, are recognised in intangible assets and systematically amortised over the Income Statement based on an individual assessment of the useful economic life, however max. 20 years. Goodwill from acquired enterprises can be adjusted until the end of the year after the acquisition.

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Impairment of accounts receivables past due is established on individual assessment of receivables.

Deferred expenses

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

Accounting Policies

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

Equity

Equity comprises the working capital and a number of equity items that may be statutory or stipulated in the articles of association.

Proposed dividend for the year is recognised as a separate item in equity.

Current tax liabilities and deferred tax

Deferred tax and the associated adjustments for the year are determined according to the balance-sheet liability method as the tax base of all temporary differences between carrying amounts and the tax bases of assets and liabilities.

Deferred tax assets, including the tax base of tax losses allowed for carryforward, are recognised at the value at which they are expected to be used, either by elimination in tax on future earnings or by set-off against deferred tax liabilities in enterprises within the same legal entity and jurisdiction.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax.

According to the rules of joint taxation, Anpartsselskabet af 5.12 2018 is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies. Payable and receivable joint taxation contributions are recognized in the balance sheet as "Tax receivables" or "Tax payables".

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Liabilities

Other payables are measured at amortised cost, which usually corresponds to the nominal value.

Accruals and deferred income entered as liabilities consist of payments received regarding income in the subsequent financial years.

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Income Statement

	Note	(10 months) 2019/20 kr.	(12 months) 2018/19 kr.
Other external expenses		-31.223	-5.710
Gross result		-31.223	-5.710
Income from investments in group enterprises and associates		71.431	-79.786
Finance expenses		0	-56.728
Profit from ordinary activities before tax		40.208	-142.224
Tax expenses on ordinary activities	1	6.869	31.289
Profit		47.077	-110.935
Proposed distribution of results			
Retained earnings		47.077	-110.935
Distribution of profit		47.077	-110.935

Balance Sheet as of 31 May

	Note	2020 kr.	2019 kr.
Assets			
Long-term investments in group enterprises	2, 3	<u>2.436.820</u>	<u>2.670.341</u>
Investments		<u>2.436.820</u>	<u>2.670.341</u>
Fixed assets		<u>2.436.820</u>	<u>2.670.341</u>
Tax receivables		38.158	31.289
Other short-term receivables		<u>4.725</u>	<u>0</u>
Receivables		<u>42.883</u>	<u>31.289</u>
Cash and cash equivalents		<u>2.180.112</u>	<u>2.192.435</u>
Current assets		<u>2.222.995</u>	<u>2.223.724</u>
Assets		<u>4.659.815</u>	<u>4.894.065</u>

Balance Sheet as of 31 May

	Note	2020 kr.	2019 kr.
Liabilities and equity			
Contributed capital	4	400.000	400.000
Share premium	5	4.600.000	4.600.000
Retained earnings	6	-368.810	-110.935
		<u>4.631.190</u>	<u>4.889.065</u>
Equity			
Payables to group enterprises		23.625	0
Other payables		5.000	5.000
		<u>28.625</u>	<u>5.000</u>
Short-term liabilities other than provisions			
		<u>28.625</u>	<u>5.000</u>
Liabilities other than provisions within the business			
		<u>28.625</u>	<u>5.000</u>
Liabilities and equity			
		<u>4.659.815</u>	<u>4.894.065</u>
Contingent liabilities	7		
Collaterals and securities	8		
Related parties	9		

Notes

	(10 months) 2019/20 kr.	(12 months) 2018/19 kr.
1. Tax expense		
Corporation tax	-6.869	-31.289
	-6.869	-31.289
2. Long-term investments in group enterprises		
Cost at the beginning of the year	2.778.725	0
Addition during the year, incl. improvements	0	2.778.725
Cost at the end of the year	2.778.725	2.778.725
Revaluations at the beginning of the year	-108.384	0
Change due to a foreign currency translation adjustment	-304.952	-28.598
Profit of the year	71.431	-79.786
Revaluations at the end of the year	-341.905	-108.384
Carrying amount at the end of the year	2.436.820	2.670.341

3. Disclosure in long-term investments in group enterprises and associates

Group enterprises

Name	Registered office	Share held in %	Equity	Profit
HAR AS	Olso, Norway	100,00	2.436.820	71.431
			2.436.820	71.431

Notes

	(10 months) 2019/20 kr.	(12 months) 2018/19 kr.
4. Contributed capital		
Balance at the beginning of the year	400.000	0
Additions during the year	0	400.000
Balance at the end of the year	400.000	400.000
5. Share premium		
Balance at the beginning of the year	4.600.000	0
Additions during the year	0	4.600.000
Balance at the end of the year	4.600.000	4.600.000
6. Retained earnings		
Balance at the beginning of the year	-110.935	0
Additions during the year	47.077	-110.935
Change due to rates in currencies	-304.952	0
Balance at the end of the year	-368.810	-110.935

7. Contingent liabilities

The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation.

The total amount appears from the annual report of HAY ApS which is the administration company in the joint taxation. (Can be omitted in the administration company)

8. Collaterals and securities

No securities or mortgages exist at the balance sheet date.

9. Related parties

Group relations:

Name and registered office of the Parent preparing consolidated financial statements for the smallest group: Herman Miller Inc, Zeeland, Michigan, US.