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VESTHEY FOODS NORDIC A/S
KØBENHAVNSVEJ 69, 4000 ROSKILDE
ANNUAL REPORT
11 FEBRUARY - 31 DECEMBER 2019

**The Annual Report has been presented and
adopted at the Company's Annual General
Meeting on 4 June 2020**

Kenneth Hermansen

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COMPANY DETAILS

Company	Vestey Foods Nordic A/S Københavnsvej 69 4000 Roskilde CVR No.: 40 25 18 63 Established: 11 February 2019 Registered Office: Copenhagen Financial Year: 11 February - 31 December
Board of Directors	Neal Wakeham, chairman Neil Thornton Matthew Flood
Board of Executives	Kenneth Hermansen
Auditor	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V
Bank	Nordea Bank Danmark A/S Vesterbrogad 8 1620 Copenhagen C

STATEMENT BY BOARD OF DIRECTORS AND BOARD OF EXECUTIVES

Today the Board of Directors and Board of Executives have discussed and approved the Annual Report of Vestey Foods Nordic A/S for the financial year 11 February - 31 December 2019.

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

In our opinion the Financial Statements give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 11 February - 31 December 2019.

The Management's Review includes in our opinion a fair presentation of the matters dealt with in the Review.

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

Copenhagen, 4 June 2020

Board of Executives

Kenneth Hermansen

Board of Directors

Neal Wakeham
Chairman

Neil Thornton

Matthew Flood

THE INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Vestey Foods Nordic A/S

Conclusion

We have performed an extended review of the Financial Statements of Vestey Foods Nordic A/S for the financial year 11 February - 31 December 2019, which comprise income statement, balance sheet and notes, including a summary of significant accounting policies. The Financial Statements are prepared under the Danish Financial Statements Act.

Based on the work performed in our opinion, the Financial Statements give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 11 February - 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for Conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR - Danish Auditors' standard on extended review of Financial Statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Extended Review of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's Responsibilities for the Financial Statements

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

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

Auditor's Responsibilities for the Extended Review of the Financial Statements

Our responsibility is to express a conclusion on the Financial Statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the Financial Statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the Financial Statements.

Statement on the Management's Review

Management is responsible for the Management's Review.

Our conclusion on the Financial Statements does not cover the Management's Review, and we do not express any form of assurance conclusion thereon.

THE INDEPENDENT AUDITOR'S REPORT

In connection with our extended review of the Financial Statements, our responsibility is to read the Management's Review and, in doing so, consider whether the Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the extended review, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in the Management's Review.

Copenhagen, 4 June 2020

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Søren Søndergaard Jensen
State Authorised Public Accountant
MNE no. mne32069

MANAGEMENT'S REVIEW

Principal activities

The principal activities comprise trade and transportation of food within the EU, the USA and in third-world countries.

Development in activities and financial position

The result for the period from 11 February 2019 to 31 December 2019 show a loss of DKK -3.118.950 and equity amounts to DKK -2.718.950 at 31 December 2019.

The company has received a letter of support from the parent company which is in force until the company's annual general meeting in 2021. It is management's expectation that the equity will be restored partially through positive operating results in 2020.

The results for the year are satisfactory as it is the company's first financial year.

Significant events after the end of the financial year

No events have occurred after the end of the financial year of material importance for the company's financial position.

INCOME STATEMENT 11 FEBRUARY - 31 DECEMBER

	Note	2019 DKK
GROSS LOSS.....		-274.374
Staff costs.....	1	-2.817.100
OPERATING LOSS.....		-3.091.474
Other financial income.....		1.039
Other financial expenses.....		-28.515
LOSS BEFORE TAX.....		-3.118.950
Tax on profit/loss for the year.....		0
LOSS FOR THE YEAR.....		-3.118.950
PROPOSED DISTRIBUTION OF DIVIDEND		
Retained earnings.....		-3.118.950
TOTAL.....		-3.118.950

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2019 DKK
Rent deposit and other receivables.....		17.670
Fixed asset investments.....	2	17.670
FIXED ASSETS.....		17.670
Finished goods and goods for resale.....		20.116
Inventories.....		20.116
Trade receivables.....		294.276
Other receivables.....		13.371
Prepayments and accrued income.....		38.329
Receivables.....		345.976
Cash and cash equivalents.....		570.772
CURRENT ASSETS.....		936.864
ASSETS.....		954.534
EQUITY AND LIABILITIES		
Share capital.....		400.000
Retained earnings.....		-3.118.950
EQUITY.....	3	-2.718.950
Holiday pay accrual.....		65.771
Long-term liabilities.....	4	65.771
Trade payables.....		139.575
Debt to group enterprises.....		2.554.932
Other liabilities.....		913.206
Current liabilities.....		3.607.713
LIABILITIES.....		3.673.484
EQUITY AND LIABILITIES.....		954.534
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NOTES

	2019 DKK	Note	
Staff costs		1	
Average number of employees			
2			
Wages and salaries.....	2.634.316		
Pensions.....	162.285		
Social security costs.....	3.535		
Other staff costs.....	16.964		
	2.817.100		
 Fixed asset investments		 2	
	Rent deposit and other receivables		
Additions.....	17.670		
Cost at 31 December 2019.....	17.670		
Carrying amount at 31 December 2019.....	17.670		
 Equity		 3	
	Share capital	Retained earnings	Total
Equity at 11 February 2019.....	400.000	0	400.000
Proposed distribution of profit.....		-3.118.950	-3.118.950
Equity at 31 December 2019.....	400.000	-3.118.950	-2.718.950
 Long-term liabilities			 4
	31/12 2019 total liabilities	Repayment next year	Debt outstanding after 5 years
Holiday pay accrual.....	65.771	0	65.771
	65.771	0	65.771

NOTES**Note****Contingencies etc.****5****Joint liabilities**

The company is jointly and severally liable together with the parent company and the other group companies in the joint taxable group for tax on the group's joint taxable income and for certain possible withholding taxes, such as dividend tax, etc.

Tax payable on the Group's joint taxable income is stated in the annual report of Vestey Food Denmark A/S, which serves as management company for the joint taxation.

Continued operations**6**

The result for the period from 11 February 2019 to 31 December 2019 show a loss of DKK - 3.118.950 and equity amounts to DKK -2.718.950 at 31 December 2019.

The company has received a letter of support from the parent company which is in force until the company's annual general meeting in 2021. It is management's expectation that the equity will be restored partially through positive operating results in 2020.

The results for the year are satisfactory as it is the company's first financial year.

ACCOUNTING POLICIES

The Annual Report of Vestey Foods Nordic A/S for 2019 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The Annual Report is prepared with the following accounting principles.

Comparative figures

As it is the company's first financial year, there are no comparative figures.

INCOME STATEMENT

Net revenue

Net revenue from sale of merchandise and finished goods is recognised in the income statement if supply and risk transfer to purchaser has taken place before the end of the year and if the income can be measured reliably and is expected to be received. Net revenue is recognised exclusive of VAT, duties and less discounts related to the sale.

Where products with a high degree of individual adjustments are delivered, recognition in net revenue is made as and when the production progresses, the net revenue being equal to the sales value of the work performed for the year (the production method). This method is applied when the total costs and expenses regarding the contract and the degree of completion at the balance sheet date can be reliably assessed, and it is likely that the financial benefits will flow to the company.

Cost of sales

Cost of sales comprise costs incurred to achieve the net revenue for the year, including direct and indirect costs of raw materials and consumables.

Other external expenses

Other external expenses include cost of sales, advertising, administration, buildings, bad debts, operating lease expenses, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday pay and pensions and other costs for social security etc. for the company's employees. Repayments from public authorities are deducted from staff costs.

Financial income and expenses

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from investments in financial assets, debt and transactions in foreign currencies, amortisation of financial assets and liabilities as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

Tax

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

BALANCE SHEET

Fixed asset investments

Deposits include rental deposits which are recognised and measured at amortised cost. Deposits are not depreciated.

ACCOUNTING POLICIES

Inventories

Inventories are measured at cost using the FIFO-principle. If the net realisable value is lower than cost, the inventories are written down to the lower value.

The cost of merchandise as well as raw materials and consumables is calculated at acquisition price with addition of transportation and similar costs.

The cost of finished goods and work in progress includes cost of raw materials, consumables, direct payroll cost and indirect production cost. Indirect production costs include indirect materials and payroll and maintenance and depreciation of the machines, factory buildings and equipment used in the production process, cost of factory administration and management and capitalised development costs relating to the products.

The net realisable value of inventories is stated at sales price less completion costs and costs incurred to execute the sale and is determined with due regard to marketability, obsolescence and development in expected sales price.

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

Accruals, assets

Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Tax payable and deferred tax

Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The company is subject to joint taxation with Danish group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the tax-on-account scheme. Joint taxation contributions receivable and payable are recognised in the balance sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities

Amortised cost for short-term liabilities usually corresponds to the nominal value.