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# ***DALI Distribution Europe A/S***

Dali Allé 1, DK-9610 Nørager

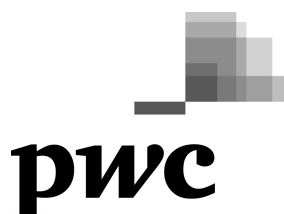
## **Annual Report for 1 May 2021 - 30 April 2022**

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CVR No 40 32 64 64

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
31/10 2022

Søren Rix Ingvardsen  
Chairman of the General  
Meeting



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# Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of DALI Distribution Europe A/S for the financial year 1 May 2021 - 30 April 2022.

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

In our opinion the Financial Statements give a true and fair view of the financial position at 30 April 2022 of the Company and of the results of the Company operations for 2021/22.

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

Rebild, 18 August 2022

## Executive Board

Nicolaj Løve Hansen

## Board of Directors

Lars Worre Sørensen  
Chairman

Søren Rix Ingvar Jensen

Gordon Andrew Simmonds

# Independent Auditor's Report

To the Shareholders of DALI Distribution Europe A/S

## Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 April 2022 and of the results of the Company's operations for the financial year 1 May 2021 - 30 April 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of DALI Distribution Europe A/S for the financial year 1 May 2021 - 30 April 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

## Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. 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 Financial Statements

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

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

## Auditor's responsibilities for the audit of the Financial Statements

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

# Independent Auditor's Report

audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Aarhus, 18 August 2022

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Rasmus Møllgaard Stenskrøge  
State Authorised Public Accountant  
mne34161

Kenneth Damsgaard Sørensen  
State Authorised Public Accountant  
mne47923

## Company Information

### The Company

DALI Distribution Europe A/S  
Dali Allé 1  
DK-9610 Nørager

CVR No: 40 32 64 64  
Financial period: 1 May - 30 April  
Incorporated: 15 February 2019  
Financial year: 4th financial year  
Municipality of reg. office: Rebild

### Board of Directors

Lars Worre Sørensen, Chairman  
Søren Rix Ingvarsdén  
Gordon Andrew Simmonds

### Executive Board

Nicolaj Løve Hansen

### Auditors

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Nobelparken  
Jens Chr. Skous Vej 1  
DK-8000 Aarhus C

## Income Statement 1 May - 30 April

	Note	2021/22 DKK	2020/21 DKK
<b>Gross profit/loss</b>		<b>-159.105</b>	<b>-17.500</b>
Income from investments in subsidiaries		6.237.793	7.959.682
Financial income	2	15.821	0
Financial expenses		-173	-3
<b>Profit/loss before tax</b>		<b>6.094.336</b>	<b>7.942.179</b>
Tax on profit/loss for the year	3	18.682	511
<b>Net profit/loss for the year</b>		<b>6.113.018</b>	<b>7.942.690</b>

## Distribution of profit

### Proposed distribution of profit

Proposed dividend for the year		14.000.000	0
Reserve for net revaluation under the equity method		-10.855.916	7.959.682
Retained earnings		2.968.934	-16.992
		<b>6.113.018</b>	<b>7.942.690</b>

## Balance Sheet 30 April

	Note	2022 DKK	2021 DKK
<b>Assets</b>			
Investments in subsidiaries	4	469.593	11.780.282
Investments in associates	5	752.352	0
<b>Fixed asset investments</b>		<b>1.221.945</b>	<b>11.780.282</b>
<b>Fixed assets</b>		<b>1.221.945</b>	<b>11.780.282</b>
Receivables from group enterprises		16.554.578	0
Corporation tax		22.532	5.791
<b>Receivables</b>		<b>16.577.110</b>	<b>5.791</b>
<b>Cash at bank and in hand</b>		<b>77.947</b>	<b>4.397</b>
<b>Currents assets</b>		<b>16.655.057</b>	<b>10.188</b>
<b>Assets</b>		<b>17.877.002</b>	<b>11.790.470</b>
<b>Liabilities and equity</b>			
Share capital		400.000	400.000
Reserve for net revaluation under the equity method		0	10.850.902
Retained earnings		3.447.002	478.068
Proposed dividend for the year		14.000.000	0
<b>Equity</b>		<b>17.847.002</b>	<b>11.728.970</b>
Payables to group enterprises		0	38.500
Other payables		30.000	23.000
<b>Short-term debt</b>		<b>30.000</b>	<b>61.500</b>
<b>Debt</b>		<b>30.000</b>	<b>61.500</b>
<b>Liabilities and equity</b>		<b>17.877.002</b>	<b>11.790.470</b>
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## Statement of Changes in Equity

	Share capital	Reserve for net revaluation under the equity method	Retained earnings	Proposed dividend for the year	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 1 May	400.000	10.850.902	478.068	0	11.728.970
Exchange adjustments relating to foreign entities	0	5.014	0	0	5.014
Net profit/loss for the year	0	-10.855.916	2.968.934	14.000.000	6.113.018
<b>Equity at 30 April</b>	<b>400.000</b>	<b>0</b>	<b>3.447.002</b>	<b>14.000.000</b>	<b>17.847.002</b>

# Notes to the Financial Statements

## 1 Key activities

The primary activity of the company is to own shares in subsidiaries.

## 2 Financial income

Interest received from group enterprises

	2021/22	2020/21
	DKK	DKK
	15.821	0
	<b>15.821</b>	<b>0</b>

## 3 Tax on profit/loss for the year

Current tax for the year  
Adjustment of tax concerning previous years

	-15.343	-3.850
	-3.339	3.339
	<b>-18.682</b>	<b>-511</b>

## 4 Investments in subsidiaries

Cost at 1 May

Cost at 30 April

Value adjustments at 1 May

Exchange adjustment

Net profit/loss for the year

Dividend to the Parent Company

Value adjustments at 30 April

**Carrying amount at 30 April**

	2022	2021
	DKK	DKK
	929.380	929.380
	929.380	929.380
	10.850.902	2.902.872
	5.014	-11.652
	6.237.793	7.959.682
	-17.553.496	0
	-459.787	10.850.902
	<b>469.593</b>	<b>11.780.282</b>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
DALI GmbH	Germany	TEUR 25	100%

## Notes to the Financial Statements

	2022	2021
	DKK	DKK
<b>5 Investments in associates</b>		
Cost at 1 May	0	0
Additions for the year	752.352	0
<b>Carrying amount at 30 April</b>	<b>752.352</b>	<b>0</b>

Investments in associates are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership	Equity	Net profit/loss for the year
Sound & Pixel Planet, S.L.	Spain	TEUR 401	25%	1.904.585	161.860
Soundaudio GmbH	Austria	TEUR 9	25%	1.460.366	990.486

## 6 Contingent assets, liabilities and other financial obligations

### Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Lyngdorf Familie Holding ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on un-earned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

## 7 Related parties

### Consolidated Financial Statements

The company is included in the consolidated report for the ultimate parent company.

Name	Place of registered office
Lyngdorf Familie Holding ApS, CVR-No. 38 64 09 09	Aarhus

# Notes to the Financial Statements

## 8 Accounting Policies

The Annual Report of DALI Distribution Europe A/S for 2021/22 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2021/22 are presented in DKK.

### Consolidated financial statements

With reference to section 110 of the Danish Financial Statements Act, no consolidated financial statements are prepared.

### Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. 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 flow 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 will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

### Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement; however, see the section on hedge accounting.

Income statements of foreign subsidiaries and associates that are separate legal entities are translated at transaction date rates or approximated average exchange rates. Balance sheet items are translated at the

# Notes to the Financial Statements

## 8 Accounting Policies (continued)

exchange rates at the balance sheet date. Exchange adjustments arising on the translation of the opening equity and exchange adjustments arising from the translation of the income statements at the exchange rates at the balance sheet date are recognised directly in equity.

## Income Statement

### Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

### Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of other external expenses.

### Income from investments in subsidiaries and associates

Dividends from associates are recognised as income in the income statement when adopted at the General Meeting of the associate. However, dividends relating to earnings in the associate before it was acquired by the Parent Company are set off against the cost of the associate.

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

### Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

### Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

# Notes to the Financial Statements

## 8 Accounting Policies (continued)

### Balance Sheet

#### Investments in subsidiaries and associates

Investments in associates are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

Investments in subsidiaries are recognised and measured under the equity method.

The item “Investments in subsidiaries” in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to “Reserve for net revaluation under the equity method” under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

#### Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

#### Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.