



Lion Danmark 2019 ApS

Elsenbakken 37
3600 Frederikssund
CVR No. 40677585

Annual report 2021

The Annual General Meeting adopted the
annual report on 10.03.2022

Kenneth Tjørnelunde Borup
Chairman of the General Meeting

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Entity details

Entity

Lion Danmark 2019 ApS

Elsenbakken 37

3600 Frederikssund

Business Registration No.: 40677585

Registered office: Frederikssund

Financial year: 01.01.2021 - 31.12.2021

Board of Directors

Peter Korsholm, chairman

Johanne Christiane Frazer Riegels Østergård, board member

Morten Strømsted, board member

Executive Board

Kenneth Tjørnelunde Borup, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Lion Danmark 2019 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 financial statements give a true and fair view of the Entity's financial position at 31.12.2021 and of the results of its operations 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.

Frederikssund, 10.03.2022

Executive Board

Kenneth Tjørnelunde Borup
CEO

Board of Directors

Peter Korsholm
chairman

Johanne Christiane Frazer Riegels Østergård
board member

Morten Strømsted
board member

Independent auditor's report

To the shareholder of Lion Danmark 2019 ApS

Opinion

We have audited the financial statements of Lion Danmark 2019 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. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2021 and of the results of its operations 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 financial statements" section of this auditor's report. We are independent of the Entity 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 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 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 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 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 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 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 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 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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the 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 financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the 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 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.

København, 10.03.2022

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

Eskild Nørregaard Jakobsen

State Authorised Public Accountant

Identification No (MNE) mne11681

Christian Dahlstrøm

State Authorised Public Accountant

Identification No (MNE) mne35660

Management commentary

Primary activities

The objective of the Company is - directly or through equity investments in other enterprises - to carry out trade distribution and production and other related business that according to the Board of Directors' assessment is related there to.

Description of material changes in activities and finances

Lion Danmark ApS' profit in 2021 amounts to DKK 27,339 thousands and an equity of 208,530 thousands, which is considered satisfactory by management.

Income statement for 2021

	Notes	2021 DKK	2020 DKK
Other external expenses		(20,000)	(36,250)
Gross profit/loss		(20,000)	(36,250)
Income from investments in group enterprises		29,059,865	32,549,129
Other financial income	1	806,353	5,474,472
Other financial expenses	2	(2,992,089)	(3,367,294)
Profit/loss before tax		26,854,129	34,620,057
Tax on profit/loss for the year	3	485,261	(455,782)
Profit/loss for the year		27,339,390	34,164,275
Proposed distribution of profit and loss:			
Retained earnings		27,339,390	34,164,275
Proposed distribution of profit and loss		27,339,390	34,164,275

Balance sheet at 31.12.2021

Assets

	Notes	2021 DKK	2020 DKK
Investments in group enterprises		387,937,090	204,574,328
Financial assets	4	387,937,090	204,574,328
Fixed assets		387,937,090	204,574,328
Receivables from group enterprises		1,810,206	186,131,520
Income tax receivable		485,261	0
Receivables		2,295,467	186,131,520
Current assets		2,295,467	186,131,520
Assets		390,232,557	390,705,848

Equity and liabilities

	Notes	2021 DKK	2020 DKK
Contributed capital		100,000	100,000
Reserve for net revaluation according to the equity method		118,696,433	39,033,327
Retained earnings		89,734,237	192,057,953
Equity		208,530,670	231,191,280
Bank loans	5	100,133,622	44,498,842
Non-current liabilities other than provisions		100,133,622	44,498,842
Bank loans		30,000,000	30,000,000
Payables to group enterprises		51,536,765	84,541,943
Income tax payable		0	444,782
Other payables		31,500	29,001
Current liabilities other than provisions		81,568,265	115,015,726
Liabilities other than provisions		181,701,887	159,514,568
Equity and liabilities		390,232,557	390,705,848
Contingent liabilities	6		
Assets charged and collateral	7		
Related parties with controlling interest	8		

Statement of changes in equity for 2021

	Contributed capital DKK	Reserve for net revaluation according to the equity method DKK	Retained earnings DKK	Proposed extraordinary dividend DKK	Total DKK
Equity beginning of year	100,000	39,033,327	192,057,953	0	231,191,280
Extraordinary dividend paid	0	0	0	(50,000,000)	(50,000,000)
Transfer to reserves	0	35,417,489	(35,417,489)	0	0
Profit/loss for the year	0	44,245,617	(66,906,227)	50,000,000	27,339,390
Equity end of year	100,000	118,696,433	89,734,237	0	208,530,670

Notes

1 Other financial income

	2021	2020
	DKK	DKK
Financial income from group enterprises	806,353	5,474,472
	806,353	5,474,472

2 Other financial expenses

	2021	2020
	DKK	DKK
Other financial expenses	2,992,089	3,367,294
	2,992,089	3,367,294

3 Tax on profit/loss for the year

	2021	2020
	DKK	DKK
Current tax	(485,261)	444,782
Change in deferred tax	0	11,000
	(485,261)	455,782

4 Financial assets

	Investments in group enterprises DKK
Cost beginning of year	173,368,646
Addition through business combinations etc	95,872,010
Cost end of year	269,240,656
Revaluations beginning of year	31,205,684
Addition through business combinations etc	58,294,669
Amortisation of goodwill	(15,185,753)
Share of profit/loss for the year	44,381,834
Revaluations end of year	118,696,434
Carrying amount end of year	387,937,090
Goodwill or negative goodwill recognised during the financial year	232,495,776

Investments in subsidiaries	Registered in	Corporate form	Equity interest %	Equity DKK	Profit/loss DKK
Lomax A/S	Frederikssund	A/S	100.00	155,441,312	44,381,833

5 Bank loans

The Company participates in a cash pool scheme with other entities within the Lion Denmark Group. Cash include bank accounts affiliated with cash pool with Nykredit. Other group entities have cash receivable in the cash pool at DKK 80,636 . Lion Danmark 2019 ApS is the legal owner of the main cash pool agreement with Nykredit.

6 Contingent liabilities

The Company participates in a Danish joint taxation arrangement in which Lion Danmark I ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is, therefore, liable for the jointly taxed companies and obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed companies.

7 Assets charged and collateral

The Company has pledged the Company's investments in Group Enterprises as security for the loan agreement.

8 Related parties with controlling interest

The following shareholder is recorded in the Company's register of shareholders ad holding at least 5% of the votes or at least 5 % of the share capital:

Lion Danmark I ApS
 Elsenbakken 37
 3600 Frederikssund

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to section 112(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

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.

Business combinations

The book-value method is applied on demergers where the enterprises concerned are controlled by the parent, under which method the combination is considered completed at the date of restructuring without restatement of comparative figures. Under the book-value method, the acquiree's assets and liabilities are recognised at their carrying amounts, adjusted for any differences in accounting policies and accounting estimates. The difference between the consideration agreed and the carrying amount of the acquiree is recognised in equity.

Foreign currency translation

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

Income statement

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary 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 internal profits or losses. individual group enterprises in the financial year.

Other financial income

Other financial income comprises interest income on receivables from group enterprises, foreign currency transactions, amortisation of financial assets etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, foreign currency transactions, amortisation of financial liabilities 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 Entity is jointly taxed with Lion Danmark I ApS and all Danish subsidiaries. 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

Investments in group enterprises

The item "Investments in group enterprises" in the balance sheet includes 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 any remaining value of positive differences (goodwill) and deduction of any remaining value of negative differences (negative goodwill). The amortisation period of goodwill ranges from 15-20 years for strategically acquired enterprises with a strong market position and a long-term earnings profile if the longer amortisation period is considered to give a better reflection of the benefit from the relevant resources.

The total net revaluation of investments in subsidiaries, which is structured as ApS, A/S or similar, 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 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 will be recognised in provisions. If the carrying amount of the negative equity value exceeds receivables, the remaining amount is recognised under provisions, to the extent that the parent company has a legal or actual obligation to cover the subsidiaries' obligations

Receivables

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

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.

Other financial liabilities

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