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# ***FU III ApS***

Faurskov Allé 6, DK-5560 Aarup

## **Annual Report for 22 December 2020 - 31 December 2021**

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CVR No 41 96 99 97

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
8 /7 2022

Frank Uhrenholt  
Chairman of the General  
Meeting

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## **Management's Statement**

The Executive Board has today considered and adopted the Annual Report of FU III ApS for the financial year 22 December 2020 - 31 December 2021.

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

In my opinion the Financial Statements and the Consolidated Financial Statements give a true and fair view of the financial position at 31 December 2021 of the Company and the Group and of the results of the Company and Group operations and of consolidated cash flows for 2020/21.

In my opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

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

Aarup, 8 July 2022

### **Executive Board**

Frank Uhrenholt  
CEO

# Independent Auditor's Report

To the Shareholder of FU III ApS

## Opinion

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2021 and of the results of the Group's and the Parent Company's operations and of consolidated cash flows for the financial year 22 December 2020 - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of FU III ApS for the financial year 22 December 2020 - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for both the Group and the Parent Company, as well as consolidated statement of cash flows ("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 Group 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.

## Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, 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 Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

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

Based on the work we have performed, in our view, Management's Review is in accordance with the Consolidated Financial Statements and the Parent Company 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 Management's Review.

# Independent Auditor's Report

## Management's responsibilities for the Financial Statements

Management is responsible for the preparation of consolidated financial statements and parent company 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 Group's and 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 Group or 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 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 and the Group'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 Group's and 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

## Independent Auditor's Report

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 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.
- Obtain sufficient 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.

Odense, 8 July 2022

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Line Hedam  
State Authorized Public Accountant  
mne27768

Anders Kronborg Choy  
State Authorized Public Accountant  
mne44142

## **Company Information**

### **The Company**

FU III ApS  
Fauerskov Allé 6  
DK-5560 Aarup

CVR No: 41 96 99 97  
Financial period: 22 December - 31 December  
Municipality of reg. office: Aarup

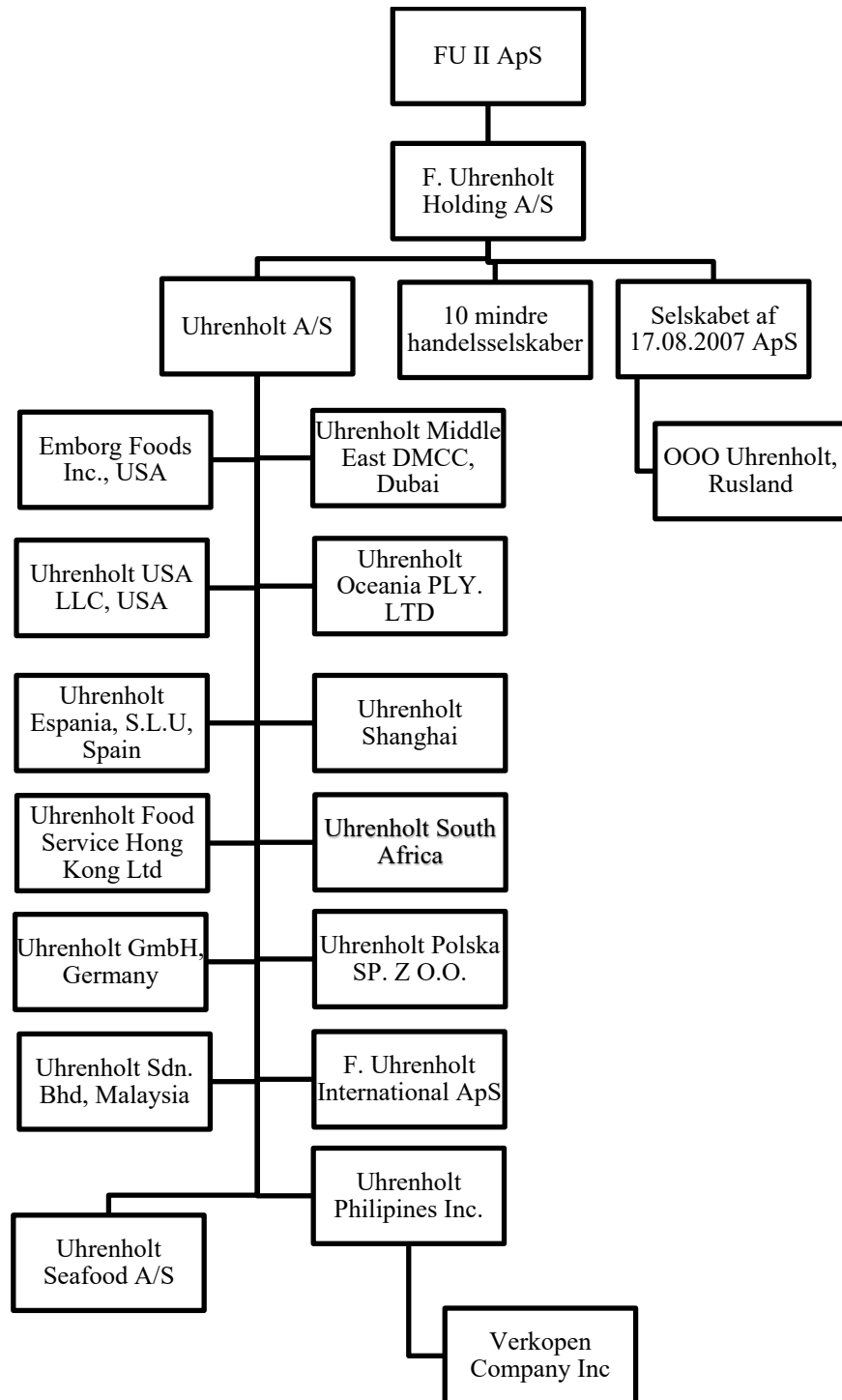
### **Executive Board**

Frank Uhrenholt

### **Auditors**

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Munkebjergvænget 1, 3. og 4. sal  
DK-5230 Odense M

# Group Chart





# Financial Highlights

## Group

2020/21

kDKK

### Key figures

#### Profit/loss

Revenue	2.431.953
Gross profit/loss	233.399
Profit/loss before financial income and expenses	71.098
Net financials	813
Net profit/loss for the year	53.391

#### Balance sheet

Balance sheet total	543.205
Equity	106.540

#### Cash flows

Cash flows from:	
- operating activities	58.288
- investing activities	1.332
including investment in property, plant and equipment	-3.395
- financing activities	-47.492
Change in cash and cash equivalents for the year	12.128

Number of employees	229
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#### Ratios

Gross margin	9,6%
Profit margin	2,9%
Return on assets	13,1%
Solvency ratio	19,6%
Return on equity	100,2%

# Management's Review

## Key activities

Uhrenholt Group is a global food company supplying food solutions mainly within dairy products and frozen vegetables to a broad range of retail, wholesale, foodservice and industrial customers around the world.

The Group is structurally operating within 2 different business divisions: Consumer and Trading, where consumer products are mainly marketed under the Emborg brand.

Uhrenholt has sales to more than 120 countries around the world and have representation in more than 20 countries. Subsidiaries, branches or group-related companies are established where relevant in key markets across mainly Asia, Africa and Middle East.

## Development in the year

On January 1, 2021, FU III ApS acquired the controlling interest in the F. Uhrenholt Holding A/S group.

2021 was another year with continued influence from the COVID-19 pandemic and the following bottlenecks and uncertainties in the global supply chain and trade environment.

Despite this, the group once again delivered a strong result with a profit before tax of +71,9 mDKK, with both Trading and Consumer divisions contributing strongly.

Covid-19 affected sales activities in all markets as well as availability of supplies, but despite this, the F. Uhrenholt Holding A/S group managed to grow revenue with 8% compared to last year and to a total of 2.432 mDKK.

The improved profit was generated from strong performance within both Trading and Consumer division. The Consumer division saw continued growth in the Emborg brand globally which was partly driven by the recovery of the food service industry. The recently established digital platforms with home deliveries, continued rising through 2021 and investment in this online channel has been further strengthened.

The positive operating result improved the equity as per 31. December 2021 to 106,5 mDKK and lowered the debt to credit institutions accordingly.

As such, 2021 turned out to be a very demanding year, but the agility of the global organization and the determination in the execution of the strategy, made it possible to maintain and develop business with our partners, and serve our many global customers with high quality products, while securing both the safety of employees and satisfactory financial results under these challenging circumstances.

Overall the F. Uhrenholt Holding A/S management had indicated a 2021 profit before tax at 40-50 mDKK and the improved result was, as stated above, mainly driven by increased revenue, but also from focus on cost control and lower financing cost, as a result of the improved capital structure.

# Management's Review

## ***Foreign exchange risks***

Foreign trade entails transactions and positions in foreign currency. Transactions are mainly in USD, EURO and AUD. It is the company policy to hedge against currency risks. Exchange rate risks related to investments in affiliated enterprises abroad are not hedged.

## **Targets and expectations for the year ahead**

For 2022 we expect another year with high volatility and unpredictability, among other driven by factors such as continued price increases on raw materials and labor cost, low supply of goods, shipping instability and the war and crisis in Ukraine.

Focus remains to be on profitable growth and further strengthening the financial position of the Group, and in order to achieve this, the increasing input cost will necessitate sales price adjustments.

With this global market outlook in mind, the expectations for 2022 is a profit before tax in the level of 50-60 mDKK.

## **Statement of corporate social responsibility**

The Uhrenholt Group has signed the UN's Global Compact and is actively working with social responsibility. The Group has published the CSR report for 2021 on our website according to §99a of the Danish Financial Statement Act. The CSR report can be found at <https://nozebra.ipapercms.dk/Uhrenholt/CSR/co0225fuiiisustainabilityreport-2021paper/?page=2>

## **Statement on gender composition**

The company's top management consists of only one executive officer and there is therefore no obligation to report further in this regard. In addition, there are no employees in the company.

## **Statement on data ethics**

The Group has published the CSR report for 2021 on our website, wherein our statement on data ethics according to §99d of the Danish Financial Statement Act is disclosed. The CSR report can be found at <https://nozebra.ipapercms.dk/Uhrenholt/CSR/co0225fuiiisustainabilityreport-2021paper/?page=2>

## **Subsequent events**

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

## Income Statement 22 December - 31 December

	Note	Group 2020/21 kDKK	Parent 2020/21 kDKK
<b>Revenue</b>	1	<b>2.431.953</b>	<b>0</b>
Expenses for raw materials and consumables		-2.113.768	0
Other external expenses		-84.786	-6
<b>Gross profit/loss</b>		<b>233.399</b>	<b>-6</b>
Staff expenses	2	-143.660	0
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	3	-15.797	0
Other operating expenses		-2.844	0
<b>Profit/loss before financial income and expenses</b>		<b>71.098</b>	<b>-6</b>
Income from investments in subsidiaries		0	-129
Financial income	4	11.118	0
Financial expenses	5	-10.305	-7
<b>Profit/loss before tax</b>		<b>71.911</b>	<b>-142</b>
Tax on profit/loss for the year	6	-18.520	3
<b>Net profit/loss for the year</b>		<b>53.391</b>	<b>-139</b>

# Balance Sheet 31 December

## Assets

	Note	<u>Group</u> 2020/21 kDKK	<u>Parent</u> 2020/21 kDKK
Completed development projects		9.862	0
Acquired patents		3.362	0
Goodwill		7.597	0
<b>Intangible assets</b>	<b>7</b>	<b><u>20.821</u></b>	<b><u>0</u></b>
Land and buildings		26.574	0
Plant and machinery		10.624	0
Other fixtures and fittings, tools and equipment		4.318	0
<b>Property, plant and equipment</b>	<b>8</b>	<b><u>41.516</u></b>	<b><u>0</u></b>
Investments in subsidiaries	9	<u>0</u>	<u>99</u>
<b>Fixed asset investments</b>		<b><u>0</u></b>	<b><u>99</u></b>
<b>Fixed assets</b>		<b><u>62.337</u></b>	<b><u>99</u></b>
<b>Inventories</b>		<b><u>95.521</u></b>	<b><u>0</u></b>
Trade receivables		332.417	0
Other receivables		34.155	0
Deferred tax asset	10	986	0
Corporation tax		1.330	1.275
Prepayments	11	<u>4.331</u>	<u>0</u>
<b>Receivables</b>		<b><u>373.219</u></b>	<b><u>1.275</u></b>
<b>Current asset investments</b>		<b><u>199</u></b>	<b><u>0</u></b>
<b>Cash at bank and in hand</b>		<b><u>11.929</u></b>	<b><u>40</u></b>
<b>Currents assets</b>		<b><u>480.868</u></b>	<b><u>1.315</u></b>
<b>Assets</b>		<b><u>543.205</u></b>	<b><u>1.414</u></b>

# Balance Sheet 31 December

## Liabilities and equity

	Note	Group 2020/21 kDKK	Parent 2020/21 kDKK
Share capital	12	40	40
Reserve for hedging transactions		-13	0
Reserve for currency exchange		6	0
Retained earnings		-18	-139
<b>Equity attributable to shareholders of the Parent Company</b>		<b>15</b>	<b>-99</b>
Minority interests		106.525	0
<b>Equity</b>		<b>106.540</b>	<b>-99</b>
Provision for deferred tax	10	1.788	0
Provisions for pensions and similar obligations		2.455	0
<b>Provisions</b>		<b>4.243</b>	<b>0</b>
Mortgage loans		21.586	0
Lease obligations		171	0
Other payables		8.624	235
<b>Long-term debt</b>	14	<b>30.381</b>	<b>235</b>
Mortgage loans	14	1.479	0
Credit institutions		90.703	0
Lease obligations	14	968	0
Trade payables		222.182	0
Corporation tax		812	0
Payables to group enterprises relating to corporation tax		0	1.272
Other payables	14,15	85.897	6
<b>Short-term debt</b>		<b>402.041</b>	<b>1.278</b>
<b>Debt</b>		<b>432.422</b>	<b>1.513</b>
<b>Liabilities and equity</b>		<b>543.205</b>	<b>1.414</b>
Distribution of profit	13		
Contingent assets, liabilities and other financial obligations	18		
Related parties	19		
Fee to auditors appointed at the general meeting	20		
Accounting Policies	21		

## Statement of Changes in Equity

### Group

	Share capital	Reserve for hedging transactions	Reserve for currency exchange	Retained earnings	Equity excl. minority interests	Minority interests	Total
	kDKK	kDKK	kDKK	kDKK	kDKK	kDKK	kDKK
Equity at 22 December	0	0	0	0	0	0	0
Exchange adjustments relating to foreign entities	0	0	6	0	6	2.323	2.329
Cash payment concerning formation of entity	40	0	0	0	40	0	40
Fair value adjustment of hedging instruments, end of year	0	-17	0	0	-17	-6.746	-6.763
Tax on adjustment of hedging instruments for the year	0	4	0	0	4	1.484	1.488
Other equity movements	0	0	0	0	0	56.055	56.055
Net profit/loss for the year	0	0	0	-18	-18	53.409	53.391
<b>Equity at 31 December</b>	<b>40</b>	<b>-13</b>	<b>6</b>	<b>-18</b>	<b>15</b>	<b>106.525</b>	<b>106.540</b>

### Parent

Equity at 22 December	0	0	0	0	0	0	0
Cash payment concerning formation of entity	40	0	0	0	40	0	40
Net profit/loss for the year	0	0	0	-139	-139	0	-139
<b>Equity at 31 December</b>	<b>40</b>	<b>0</b>	<b>0</b>	<b>-139</b>	<b>-99</b>	<b>0</b>	<b>-99</b>

## Cash Flow Statement 22 December - 31 December

	Note	<b>Group</b> 2020/21 kDKK
Net profit/loss for the year		53.391
Adjustments	16	35.366
Change in working capital	17	2.500
<b>Cash flows from operating activities before financial income and expenses</b>		<b>91.257</b>
Financial income		11.118
Financial expenses		-10.305
<b>Cash flows from ordinary activities</b>		<b>92.070</b>
Corporation tax paid		-33.782
<b>Cash flows from operating activities</b>		<b>58.288</b>
Purchase of intangible assets		-1.987
Purchase of property, plant and equipment		-3.395
Fixed asset investments made		-228
Overtaken cash (F. Uhrenholt Holding A/S group)		6.942
<b>Cash flows from investing activities</b>		<b>1.332</b>
Repayment of mortgage loans		-1.470
Repayment of loans from credit institutions		-45.250
Repayment of lease obligations		-812
Cash capital increase		40
<b>Cash flows from financing activities</b>		<b>-47.492</b>
<b>Change in cash and cash equivalents</b>		<b>12.128</b>
Cash and cash equivalents at 22 December		0
<b>Cash and cash equivalents at 31 December</b>		<b>12.128</b>
Cash and cash equivalents are specified as follows:		
Cash at bank and in hand		11.929
Current asset investments		199
<b>Cash and cash equivalents at 31 December</b>		<b>12.128</b>



# Notes to the Financial Statements

	<u>Group</u>	<u>Parent</u>
	2020/21	2020/21
	kDKK	kDKK
<b>1 Revenue</b>		
<b>Geographical segments</b>		
Europe	592.247	0
Asia and Pacific	1.138.410	0
Middle East and Africa	386.825	0
Others	314.471	0
	<u>2.431.953</u>	<u>0</u>

## Notes to the Financial Statements

	<u>Group</u>	<u>Parent</u>
	2020/21	2020/21
	kDKK	kDKK
<b>2 Staff expenses</b>		
Wages and salaries	135.251	0
Pensions	6.205	0
Other social security expenses	1.035	0
Other staff expenses	1.169	0
	<u>143.660</u>	<u>0</u>
<b>Average number of employees</b>	<u>229</u>	<u>0</u>

Remuneration to the Executive Board has not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act.

## Notes to the Financial Statements

	<u>Group</u>	<u>Parent</u>
	2020/21	2020/21
	kDKK	kDKK
<b>3 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment</b>		
Amortisation of intangible assets	10.458	0
Depreciation of property, plant and equipment	5.339	0
	<u>15.797</u>	<u>0</u>
<b>4 Financial income</b>		
Other financial income	1.207	0
Exchange adjustments	9.911	0
	<u>11.118</u>	<u>0</u>
<b>5 Financial expenses</b>		
Other financial expenses	10.305	7
	<u>10.305</u>	<u>7</u>
<b>6 Tax on profit/loss for the year</b>		
Current tax for the year	14.194	-3
Deferred tax for the year	2.869	0
Adjustment of tax concerning previous years	-31	0
	<u>17.032</u>	<u>-3</u>
which breaks down as follows:		
Tax on profit/loss for the year	18.520	-3
Tax on changes in equity	-1.488	0
	<u>17.032</u>	<u>-3</u>

## Notes to the Financial Statements

### 7 Intangible assets

#### Group

	Completed development projects kDKK	Acquired pa- tents kDKK	Goodwill kDKK
Cost at 22 December	0	0	0
Exchange adjustment	0	0	434
Net effect from merger and acquisition	25.553	4.749	79.420
Additions for the year	602	366	0
Disposals for the year	0	-26	0
Cost at 31 December	<u>26.155</u>	<u>5.089</u>	<u>79.854</u>
Impairment losses and amortisation at 22 December	0	0	0
Correction regarding prior year	0	462	0
Exchange adjustment	0	0	174
Net effect from merger and acquisition	13.476	255	65.460
Amortisation for the year	2.817	1.019	6.623
Reversal of amortisation of disposals for the year	0	-9	0
Impairment losses and amortisation at 31 December	<u>16.293</u>	<u>1.727</u>	<u>72.257</u>
<b>Carrying amount at 31 December</b>	<b><u>9.862</u></b>	<b><u>3.362</u></b>	<b><u>7.597</u></b>

Completed development projects are related to the implementation of ERP and sales tool systems.

## Notes to the Financial Statements

### 8 Property, plant and equipment

#### Group

	Land and buildings	Plant and machinery	Other fixtures and fittings, tools and equipment
	kDKK	kDKK	kDKK
Cost at 22 December	0	0	0
Exchange adjustment	435	0	-118
Net effect from merger and acquisition	62.299	41.184	20.070
Additions for the year	218	2.161	2.035
Disposals for the year	-22	-98	-890
Cost at 31 December	<u>62.930</u>	<u>43.247</u>	<u>21.097</u>
Impairment losses and depreciation at 22 December	0	0	0
Correction regarding prior year	0	-463	0
Exchange adjustment	135	0	-142
Net effect from merger and acquisition	35.338	30.311	15.962
Depreciation for the year	900	2.857	1.604
Reversal of impairment and depreciation of sold assets	-17	-82	-645
Impairment losses and depreciation at 31 December	<u>36.356</u>	<u>32.623</u>	<u>16.779</u>
<b>Carrying amount at 31 December</b>	<b><u>26.574</u></b>	<b><u>10.624</u></b>	<b><u>4.318</u></b>
Including assets under finance leases amounting to	<u>0</u>	<u>0</u>	<u>1.642</u>

# Notes to the Financial Statements

	<b>Parent</b>
	<b>2020/21</b>
	kDKK
<b>9 Investments in subsidiaries</b>	
Cost at 22 December	0
Additions for the year	228
Cost at 31 December	<u>228</u>
Value adjustments at 22 December	0
Net profit/loss for the year	-129
Value adjustments at 31 December	<u>-129</u>
<b>Carrying amount at 31 December</b>	<b><u>99</u></b>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Votes and ownership
Uhrenholt A/S	Denmark	0,26%
Selskabet af 17. august 2007 ApS	Denmark	0,26%
Uhrenholt Seafood A/S	Denmark	0,26%
OOO Uhrenholt	Russia	0,26%
Emborg Goods USA inc	USA	0,26%
Uhrenholt Middle East DMCC	Dubai	0,26%
Uhrenholt GmbH	Germany	0,26%
Uhrenholt Shanghai	China	0,26%
F. Uhrenholt Holding International ApS	Denmark	0,26%
Uhrenholt USA LLC	USA	0,26%
Uhrenholt Espana S.L.U.	Spain	0,26%
Uhrenholt Food Service Hong Kong Ltd	China	0,26%
Uhrenholt South Africa	South Africa	0,26%
Uhrenholt Oceania PTY	Australia	0,26%
Uhrenholt Philippines Inc.	Philippines	0,26%
Verkopen Company Inc	Philippines	0,26%
Uhrenholt Polska SP. Z.O.O.	Poland	0,26%
Uhrenholt SDN. BHD	Malaysia	0,26%
10 smaller commercial companies	Denmark	0,26%
F. Uhrenholt Holding A/S	Denmark	0,26%

Voting share in F. Uhrenholt Holding A/S and underlying subsidiaries is 61%.

## Notes to the Financial Statements

	<b>Group</b>	<b>Parent</b>
	<u>2020/21</u>	<u>2020/21</u>
	kDKK	kDKK
<b>10 Provision for deferred tax</b>		
Provision for deferred tax overtaken from acquired group companies	-2.067	0
Amounts recognised in the income statement for the year	2.869	0
<b>Provision for deferred tax at 31 December</b>	<b><u>802</u></b>	<b><u>0</u></b>

### 11 Prepayments

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

### 12 Equity

The share capital consists of 40,000 shares of a nominal value of DKK 1. No shares carry any special rights.

The share capital is broken down as follow:

	<u>Number</u>
A-shares	40.000

	<b>Group</b>	<b>Parent</b>
	<u>2020/21</u>	<u>2020/21</u>
	kDKK	kDKK
<b>13 Distribution of profit</b>		
Minority interests' share of net profit/loss of subsidiaries	53.409	0
Retained earnings	-18	-139
	<b><u>53.391</u></b>	<b><u>-139</u></b>

# Notes to the Financial Statements

## 14 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	<u>Group</u>	<u>Parent</u>
	2020/21	2020/21
	kDKK	kDKK
<b>Mortgage loans</b>		
After 5 years	15.588	0
Between 1 and 5 years	5.998	0
Long-term part	<u>21.586</u>	<u>0</u>
Within 1 year	<u>1.479</u>	<u>0</u>
	<b><u>23.065</u></b>	<b><u>0</u></b>
<b>Lease obligations</b>		
Between 1 and 5 years	171	0
Long-term part	<u>171</u>	<u>0</u>
Within 1 year	<u>968</u>	<u>0</u>
	<b><u>1.139</u></b>	<b><u>0</u></b>
<b>Other payables</b>		
Between 1 and 5 years	8.624	235
Long-term part	<u>8.624</u>	<u>235</u>
Other short-term payables	<u>85.897</u>	<u>6</u>
	<b><u>94.521</u></b>	<b><u>241</u></b>



# Notes to the Financial Statements

## 15 Derivative financial instruments

As of 31 December 2021, the group has derivative financial instruments in the form of forward currency exchange contracts. At 31 December 2021 the fair value of derivative financial instruments is:

	<u>Group</u>	<u>Parent</u>
	<u>2020/21</u>	<u>2020/21</u>
	kDKK	kDKK
Liabilities	5.510	0

Forward currency exchange contracts:

The group has entered into forward currency exchange contracts in order to hedge future sales of goods and purchases as well as to hedge balance sheet items in foreign currencies. Forward currency exchange contracts have been entered into in a number of currencies, with USD, NZD, AUD, GBP, PLN, EUR, SGD and SEK being the most important. The fair value of the forward currency exchange contracts amount to kDKK -5.510. The forward currency exchange contracts have maturity date within the next 12 months.

## Notes to the Financial Statements

	<b>Group</b>
	<u>2020/21</u>
	kDKK
<b>16 Cash flow statement - adjustments</b>	
Financial income	-11.118
Financial expenses	10.305
Depreciation, amortisation and impairment losses, including losses and gains on sales	16.165
Tax on profit/loss for the year	<u>20.014</u>
	<b><u>35.366</u></b>
<b>17 Cash flow statement - change in working capital</b>	
Change in inventories	-8.994
Change in receivables	-26.444
Change in other provisions	64
Change in trade payables, etc	44.638
Fair value adjustments of hedging instruments	<u>-6.764</u>
	<b><u>2.500</u></b>

# Notes to the Financial Statements

	<u>Group</u>	<u>Parent</u>
	2020/21	2020/21
	kDKK	kDKK
<b>18 Contingent assets, liabilities and other financial obligations</b>		
<b>Charges and security</b>		
The following assets have been placed as security with mortgage credit institutes:		
Land and buildings with a net book value at 31 December 2021	19.120	0
Booked value of debt to mortgage credit institutes at 31 December 2021:	23.065	0
At 31 December 2021 bank guarantees have been provided to suppliers through banks and finance companies of	4.085	0
<b>Rental and lease obligations</b>		
Lease obligations under operating leases. Total future lease payments:		
Within 1 year	3.408	0
Between 1 and 5 years	1.630	0
After 5 years	0	0
	<u>5.038</u>	<u>0</u>
Rental obligations, non-cancellation period 3-60 months.	27.785	2.000

## Other contingent liabilities

The Group companies are jointly and severally liable for tax on the Group's jointly taxed income, etc. FU III ApS is administration company in relation to joint taxation. The Group companies are also jointly and severally liable for Danish withholding taxes in the form of dividend tax, royalty tax and interest tax. Any subsequent corrections to corporation taxes and withholding taxes may result in the company's liability constituting a larger amount.

## 19 Related parties

### Basis

#### Controlling interest

Frank Uhrenholt

Controlling interest

# Notes to the Financial Statements

## 19 Related parties (continued)

### Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

No transactions with related parties have been made, which are not on arm's length basis.

## 20 Fee to auditors appointed at the general meeting

### PricewaterhouseCoopers

Audit fee	836
Tax advisory services	658
Other services	865
	<hr/>
	<b>2.359</b>

### Deloitte

Other services	105
	<hr/>
	<b>105</b>

### Others

Other services	239
	<hr/>
	<b>239</b>

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**2.703**

With reference to the Danish Financial Statements Act § 96,3 information on auditing fees is exclusively provided for the consolidated financial statements of FU III ApS and not for the parent company.

# Notes to the Financial Statements

## 21 Accounting Policies

The Annual Report of FU III ApS for 2020/21 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C .

The Consolidated and Parent Company Financial Statements for 2020/21 are presented in kDKK.

### 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.

### Basis of consolidation

The Consolidated Financial Statements comprise the Parent Company, FU III ApS, and subsidiaries in which the Parent Company directly or indirectly holds more than 50% of the votes or in which the Parent Company, through share ownership or otherwise, exercises control. Enterprises in which the Group holds between 20% and 50% of the votes and exercises significant influence but not control are classified as associates.

On consolidation, items of a uniform nature are combined. Elimination is made of intercompany income and expenses, shareholdings, dividends and accounts as well as of realised and unrealised profits and losses on transactions between the consolidated enterprises.

The Parent Company's investments in the consolidated subsidiaries are set off against the Parent Company's share of the net asset value of subsidiaries stated at the time of consolidation.

# Notes to the Financial Statements

## 21 Accounting Policies (continued)

### Leases

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Group.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

### Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences 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. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

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 rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

### Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are classified as "Other receivables" and "Other payables", respectively.

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting, see below.

# Notes to the Financial Statements

## 21 Accounting Policies (continued)

### Hedge accounting

Changes in the fair values of financial instruments that are designated and qualify as fair value hedges of a recognised asset or a recognised liability are recognised in the income statement as are any changes in the fair value of the hedged asset or the hedged liability related to the hedged risk.

Changes in the fair values of derivative financial instruments that are designated and qualify as hedges of expected future transactions are recognised in reserve for hedging transactions under equity as regards the effective portion of the hedge. The ineffective portion is recognised in the income statement. If the hedged transaction results in an asset or a liability, the amount deferred in equity is transferred from equity and recognised in the cost of the asset or the liability, respectively. If the hedged transaction results in an income or an expense, the amount deferred in equity is transferred from equity to the income statement in the period in which the hedged transaction is recognised. The amount is recognised in the same item as the hedged transaction.

### Revenue

Information on business segments and geographical segments are based on the Group's risks and returns and its internal financial reporting system. Geographical segments are regarded as the primary segments.

## Income Statement

### Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Group.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

### Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

### Other external expenses

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

# Notes to the Financial Statements

## 21 Accounting Policies (continued)

### **Staff expenses**

Staff expenses comprise wages and salaries as well as payroll expenses.

### **Amortisation, depreciation and impairment losses**

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

### **Other operating income and expenses**

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Group, including gains and losses on the sale of intangible assets and property, plant and equipment.

### **Income from investments in subsidiaries**

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 Danish group companies. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes

## **Balance Sheet**

### ***Development projects, patents and licences***

Costs of development projects comprise expenses directly or indirectly attributable to the Group's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the Group can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the develop-



# Notes to the Financial Statements

## 21 Accounting Policies (continued)

ment costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisation and impairment losses or at a lower recoverable amount. An amount corresponding to the recognised development costs is allocated to the equity item "Reserve for development costs". The reserve comprises only development costs recognised in financial years beginning on or after 1 January 2016. The reserve is reduced by amortisation of and impairment losses on the development projects on a continuing basis.

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 3-10 years.

Patents and licences are measured at cost less accumulated amortisation and less any accumulated impairment losses or at a lower value in use.

Patents are amortised over the patent period, maximum 20 years.

Other intangible fixed assets are written down to the recoverable amount if this is lower than the carrying amount.

### **Goodwill**

Goodwill is amortised on a straight-line basis over the estimated useful life of 10-20 years, which is determined on the basis of Management's experience with the individual business areas.

Goodwill is written down to recoverable amount if this is lower than the carrying amount

### **Property, plant and equipment**

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Interest expenses on loans raised directly for financing the construction of property, plant and equipment are recognised in cost over the period of construction.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

## Notes to the Financial Statements

### 21 Accounting Policies (continued)

Other buildings	20-65 years
Plant and machinery	3-15 years
Other fixtures and fittings, tools and equipment	3-8 years

The fixed assets' residual values are determined at nil.

Depreciation period and residual value are reassessed annually.

#### Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

#### Investments in subsidiaries

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.

#### Inventories

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

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale, raw materials and consumables equals landed cost.

# Notes to the Financial Statements

## **21 Accounting Policies** (continued)

The cost of finished goods and work in progress comprises the cost of raw materials, consumables and direct labour with addition of indirect production costs. Indirect production costs comprise the cost of indirect materials and labour as well as maintenance and depreciation of the machinery, factory buildings and equipment used in the manufacturing process as well as costs of factory administration and management.

### **Receivables**

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

### **Prepayments**

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

### **Current asset investments**

Current asset investments, which consist of unlisted shares.

Investments which are not traded in an active market are measured at the lower of cost and recoverable amount.

### **Equity**

#### ***Dividend***

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

### **Provisions**

Provisions are recognised when - in consequence of an event occurred before or on the balance sheet date - the Group has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

### **Deferred tax assets and liabilities**

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in 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 will be effective under the legisla-

## Notes to the Financial Statements

### 21 Accounting Policies (continued)

tion at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

#### 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

Loans, such as mortgage loans and loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

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

## Cash Flow Statement

The cash flow statement shows the Group's cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Group's cash and cash equivalents at the beginning and end of the year.

#### Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

#### Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

#### Cash flows from financing activities

## Notes to the Financial Statements

### 21 Accounting Policies (continued)

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

#### Cash and cash equivalents

Cash and cash equivalents comprise "Cash at bank and in hand" and "Current asset investments". "Current asset investments" consist of short-term securities with an insignificant risk of value changes that can readily be turned into cash.

The cash flow statement cannot be immediately derived from the published financial records.

## Financial Highlights

### Explanation of financial ratios

Gross margin	$\frac{\text{Gross profit} \times 100}{\text{Revenue}}$
Profit margin	$\frac{\text{Profit before financials} \times 100}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit before financials} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$