AE2017 Bidco ApS

Bjørnkærvej 3 , 8783 Hornsyld

CVR no. 42 46 25 94

Annual report 2021/22

Approved at the Company's annual general meeting on 30 June 2022

Chairman:

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Benny Zakrisson

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Statement by Management

The Board of Directors and the Executive Board have today discussed and approved the annual report of AE2017 Bidco ApS for the financial year 4 June 2021 –30 April 2022.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

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 30 April 2022 and of the results of their operations and consolidated cash flows for the financial year 4 June 2021 – 30 April 2022.

Further, in our opinion, the Management's review gives a fair review of the development in the Group's and the Parent Company's operations and financial matters, the results for the year and the Group's and the Parent Company's financial position.

We recommend that the annual report be approved at the annual general meeting.

Hornsyld, 30 June 2022
Executive Board:

Lars Prisak
CEO

Board of Directors:

Benny Zakrisson
Chairman

Lars Prisak

Caroline Brandt Lilja

David Zytomierski

Independent auditor's report

To the shareholders of AE2017 Bidco ApS

Opinion

We have audited the consolidated financial statements and the parent company financial statements of AE2017 Bidco ApS for the financial year 4 June 2021 – 30 April 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group and the Parent Company, and a consolidated cash flow statement. The consolidated financial statements and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

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 30 April 2022 and of the results of the Group's and the Parent Company's operations as well as the consolidated cash flows for the financial year 4 June 2021 – 30 April 2022 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 consolidated financial statements and the parent company financial statements" (hereinafter collectively referred to as "the financial statements") section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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 Parent 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 Parent 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 as to 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 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 the financial statements.

Independent auditor's report

As part of an audit conducted in accordance with ISAs and 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 Group's and the Parent 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 Group's and the Parent 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 Group and the Parent Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the note 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.

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 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 audit, 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.

Independent auditor's report

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 of the Management's review.

Aarhus, 30 June 2022
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Claus Hammer-Pedersen State Authorised Public Accountant mne21334	Jonas Busk State Authorised Public Accountant mne42771

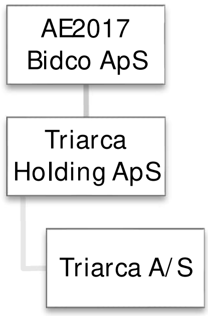
Management's review

Company details

Name	AE2017 Bidco ApS
Address, zip code, city	Bjørnkærvej 3, 8783 Hornsyld
CVR no.	42 46 25 94
Established	4 June 2021
Registered office	Hedensted
Financial year	4 June 2021 – 30 April 2022
Website	https://www.triarca.dk/
E-mail	info@triarca.dk
Telephone	+45 77 30 20 20
Board of Directors	Benny Zakrisson, Chairman Lars Prisak Caroline Brandt Lilja David Zytomierski
Executive Board	Lars Prisak, CEO
Auditors	EY Godkendt Revisionspartnerselskab Værkmestergade 25, P.O. Box 330, 8100 Aarhus C, Denmark

Management's review

Group chart



Financial highlights for the Group

DKKm	2021/22 (11 months)
Key figures	
Gross profit/loss	42
Earnings before interests, taxes, depreciation and amortisation (EBITDA)	22
Ordinary operating profit/loss	6
Net financials	-5
Profit/loss for the year	-3
Total assets	262
Investments in property, plant and equipment	11
Equity	93
Cash flows from operating activities	-3
Cash flows from investing activities	-195
Cash flows from financing activities	203
Total cash flows	5
Financial ratios	
Return on assets	-2%
Equity ratio	36%
Return on equity	-6%
Average number of full-time employees	**83**

Financial ratios are calculated in accordance with the Danish Finance Society's recommendations. For terms and definitions, please see the accounting policies.

Management's review

Corporate Governance

AE2017 Bidco ApS was established in June 2021 and acquired 100%of Triarca Holding ApS in July 2021. Accent Equity 2017 AB is the majority shareholder of AE2017 Bidco ApS. For additional information regarding Accent Equity 2017 AB go to www.accentequity.se.

One management member is also a shareholder of AE2017 Bidco ApS.

The board consists of:

Benny Zakrisson, Chairman
David Zytomierski
Caroline Brandt Lilja
Lars Prisak.

All board members have been appointed to the board by the General Assembly.

Business review

Since July 2021, AE2017 Bidco's business activity is the ownership of Triarca Holding ApS which only business today is to own Triarca A/S.

Triarca's business is manufacturing and selling of fuse lists, circuit breakers and enclosure products primarily for low voltage electrical distribution, e-mobility, communication, and parcel lockers, but also for other segments where outdoor climate enclosures are needed, mainly in Denmark, Sweden, Norway, Finland, Germany and France.

Unusual matters having affected the financial statements

The activities during the financial year have been affected by the COVID-19 pandemic and the war in Ukraine.

Financial review

The income statement for 2021/22 shows a loss of DKK 2,576 thousand and the balance sheet at 30 April 2022 shows equity of DKK 93,130 thousand.

Focus has been on securing deliveries from our suppliers in order to meet our customers' needs in due time.

The number of employees has increased over the period due to increased production and new investments and totalled 84 employees at year end and is expected to increase further.

Knowledge resources

The Group focuses on being an attractive employer and has at the moment no challenges in respect of intellectual capital resources.

Business risks

The Board of Directors and the Executive Board determine and approve overall policies, procedures, and controls of important areas in the day-to-day operation of the Group. The foundation for this is a clear organizational structure, clear guidelines, authorization and certification procedures and segregation of duties.

The Board of Directors and the Executive Board regularly (at least annually) assess significant risks and internal controls in connection with the Group's activities. On this basis, ongoing actions are evaluated and adopted to eliminate and/or reduce risks, including business and financial risks.

The most important business risks include the ability to be strongly positioned in the markets the Group operates in. It is important for the Group to be at the forefront of technological development to maintain the Group's market shares.

As part of the risk assessment, the Board of Directors and the Executive Board annually assess the risk of fraud and the measures taken to reduce and/or eliminate these risks.

Management's review

The Group is exposed to several financial risks, including market risks (currency and interest rate risks) as well as liquidity and financing risks. During COVID-19, the dependencies on good supplier relations and exposure to raw material prices have been emphasized. Triarca's production relies on sufficient available energy, mainly natural gas and electricity.

Financial exposure

As the main markets are Denmark and the Nordic countries, the Group's main currency exposure is towards NOK and SEK with some exposure also to USD and CNY due to non-EU suppliers.

It is the Group's policy not to engage in speculation of financial risks. The Group's financial policy focuses only on the management and reduction of the financial risks that are a direct consequence of the Group's operations, investments and financing.

Impact on the external environment

The wholly-owned subsidiary Triarca A/S holds an ISO14001 certificate and is approved annually by the local authorities concerning environmental issues.

Sustainability

We believe that the incorporation of environmental, social, and corporate governance (ESG) aspects into our business model and a focus on sustainability issues are significant components to build lasting values and mitigate risks. Hence, we strive to incorporate ESG factors in our business activities and incorporate responsible investment aspects into our investment practices and business processes.

Research and development activities

Activities have increased during the period and new products and services have successfully been offered to the market, although with some delay due to COVID-19.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date which would influence the evaluation of the annual report.

Outlook

The activity level for the coming period is expected to be higher than in 2021/22 as the COVID-19 pandemic is expected to have less impact, and the economy in Triarca's core markets remain strong. The Group will continue to focus on executing internal process improvements and increase activities to ensure profitability and growth in the coming years.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Income statement

		Consolidated	Parent company
Note	**DKK'000**	**2021/22 (11 months)**	**2021/22 (11 months)**
	Gross profit/loss	41,815	0
2,12	Distribution costs	-9,952	0
	Administrative expenses	-25,923	-4,623
	Profit/loss before net financials	5,940	-4,623
8	Shares of profit/loss after tax in subsidiaries	0	4,683
3	Financial income	368	0
4	Financial expenses	-4,884	-3,475
	Profit/loss before tax	1,424	-3,415
5	Tax for the year	-4,000	839
	Profit/loss for the year	-2,576	-2,576

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Balance sheet

Note	DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
	ASSETS		
	Non-current assets		
6	**Intangible assets**		
	Goodwill	150,019	0
	Other intangible assets	2,000	0
	Development projects in progress and prepayments for intangible assets	2,127	0
		154,146	0
7	**Property, plant and equipment**		
	Plant and machinery	6,897	0
	Fixtures and fittings, tools and equipment	1,704	0
	Leasehold improvements	2,499	0
	Property, plant and equipment under construction	291	0
		11,391	0
8	**Other non-current assets**		
	Equity investments in subsidiaries	0	194,394
	Other financial assets	1,501	1,501
		1,501	195,895
	Total non-current assets	167,038	195,895
	Current assets		
	Inventories		
	Raw materials and consumables	25,014	0
	Work in progress	221	0
	Finished goods and goods for resale	9,974	0
		35,209	0
	Receivables		
	Trade receivables	39,832	0
	Receivables from subsidiaries	0	0
	Deferred tax assets	0	0
	Joint taxation contribution receivable	839	839
	Corporate tax	286	0
	Other receivables	12,124	12,000
9	Prepayments	1,688	0
		54,769	12,839
	Cash	4,599	1,188
	Total current assets	94,577	14,027
	TOTAL ASSETS	261,615	209,922

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Balance sheet

Note	DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
	EQUITY AND LIABILITIES		
	Equity		
10	Share capital	10,001	10,001
	Reserve for development costs	1,280	0
	Net revaluation reserve according to the equity method	0	4,683
	Retained earnings	81,849	78,446
	Total equity	93,130	93,130
	Non-current liabilities		
11	Bank Debt	105,000	105,000
12	Deferred tax	1,288	0
	Other provisions	0	0
	Other non-current liabilities	2,955	0
	Total non-current liabilities	109,243	105,000
	Current liabilities		
11	Bank debt	10,000	10,000
	Trade payables	31,573	0
	Payables to subsidiaries	0	0
	Corporation tax	5,693	0
	Other payables	11,976	1,792
	Total current liabilities	59,242	11,792
	Total liabilities	168,485	116,792
	TOTAL EQUITY AND LIABILITIES	261,615	209,922

1 Accounting policies
13 Staff costs
14 Contractual obligations and contingencies, etc.
15 Related parties

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Statement of changes in equity

		Group			
Note	**DKK'000**	**Share capital**	**Retained earnings**	**Reserve for development costs**	**Total**
	Equity at 4 June 2021	40	0	0	40
	Capital increase	9,961	85,705	0	95,666
16	Transferred; see distribution of profit/loss	0	-3,856	1,280	-2,576
	Equity at 30 April 2022	10,001	81,849	1,280	93,130

Statement of changes in equity

		Parent			
Note	**DKK'000**	**Share capital**	**Net revaluation reserve according to the equity method**	**Retained earnings**	**Total**
	Equity at 4 June 2021	40	0	0	40
	Capital increase	9,961	0	85,705	95,666
	Goodwill, amortisation	0	-7,577	7,577	0
16	Transferred; see distribution of profit/loss	0	12,260	-14,836	-2,576
	Equity at 30 April 2022	10,001	4,683	78,446	93,130

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Cash flow statement

Note	DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
	Profit/loss before net financials	5,940	-4,623
	Depreciation and amortisation	15,818	7,907
	Other adjustments of non-cash operating items	0	0
17	Changes in working capital	-20,917	-9,745
	Interest received	36	0
	Interest paid	-3,840	-3,475
	Corporation tax paid	0	0
	Cash flows from operating activities	-2,963	-9,936
6,8	Acquisition of intangible assets	-2,623	0
7	Acquisition of property, plant and equipment	-939	0
	Acquisition of companies	-191,542	-191,542
	Disposal of property, plant and equipment	0	0
	Disposals of subsidiaries and operations	0	0
	Disposals of investments	0	0
	Acquisition of subsidiaries and activities	0	0
	Dividends received from subsidiaries	0	0
	Cash flows from investing activities	-195,104	-191,542
	Repayment of non-current liabilities	0	0
	Increase in payables to credit institutions	115,000	115,000
	Shareholders:		
	Capital increase	87,666	87,666
	Cash flows from financing activities	202,666	202,666
	Cash flows for the year	4,599	1,188
	Cash and cash equivalents, beginning of year	0	0
	Disposals of subsidiaries and operations	0	0
	Cash and cash equivalents, year end	4,599	1,188

The cash flow statement cannot be directly derived from the other components of the consolidated financial statements.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 Accounting policies

The annual report of AE2017 Bidco ApS for 2021/22 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to medium-sized reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Consolidated financial statements

Control

The consolidated financial statements comprise the Parent Company AE2017 Bidco ApS and subsidiaries controlled by AE2017 Bidco ApS.

Control means the power to exercise decisive influence over a subsidiary's financial and operating decisions. Moreover, the possibility of yielding a return from the investment is required.

In assessing whether the Parent Company controls an entity, de facto control is also taken into consideration.

The existence of potential voting rights that may currently be exercised or converted into additional voting rights is considered when assessing whether an entity may become empowered to exercise decisive influence over another entity's financial and operating decisions.

The Management's review includes a group chart.

Preparation of consolidated financial statements

The consolidated financial statements are prepared as a consolidation of the Parent Company's and the individual subsidiaries' financial statements, which are prepared according to the Group's accounting policies. On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends as well as realised and unrealised gains on intra-group transactions are eliminated. Unrealised gains on transactions with associates are eliminated in proportion to the Group's interest in the entity. Unrealised losses are eliminated in the same way as unrealised gains unless they do not reflect impairment.

The subsidiaries' financial statement items are included 100% in the consolidated financial statements. Non-controlling interests' share of the profit/loss for the year and of the equity of subsidiaries that are not wholly-owned are included in the Group's profit/loss and equity, respectively, but are presented separately.

Intra-group business combinations

The book value method is applied to business combinations such as acquisition and disposal of equity investments, mergers, demergers, additions of assets and share conversions, etc., in which entities controlled by the Parent Company are involved, provided that the combination is considered completed at the acquisition date without any restatement of comparative figures. Differences between the agreed consideration and the carrying amount of the acquiree are recognised directly in equity.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 Accounting policies (continued)

Income statement

Revenue

Revenue from the sale of goods

Income from the sale of goods for resale and finished goods is recognised in revenue when the most significant rewards and risks have been transferred to the buyer, the income can be measured reliably and payment is expected to be received. The date of the transfer of the most significant rewards and risks is based on standardised terms of delivery based on Incoterms® 2010.

Revenue from the sale of services

Revenue from the sale of services, which include service contracts and extended warranty commitments relating to products and services sold, is recognised on a straight-line basis as the services are rendered.

Gross profit

The items revenue, production costs and other operating income have been aggregated into one item called gross profit in accordance with section 32 of the Danish Financial Statements Act.

Production costs

Production costs comprise costs, including depreciation, amortisation and salaries, incurred in generating revenue for the year. Commercial entities recognise their cost of sales, and manufacturing entities recognise their production costs incurred in generating the revenue for the year. Such costs include direct and indirect costs of raw materials and consumables, wages and salaries, rent and leases as well as impairment losses on production plant. Production costs also comprise research and development costs that do not qualify for capitalisation as well as amortisation of capitalised development costs.

Distribution costs

Distribution costs comprise costs related to the distribution of goods sold in the year and to sales campaigns, etc., carried out in the year, including costs related to sales staff, advertising, exhibitions as well as amortisation and depreciation. Sales and marketing costs are recognised in the income statement when the Company obtains control of the sales or marketing product.

Administrative expenses

Administrative expenses comprise costs incurred in the year to manage and administer the Group, including expenses related to administrative staff, management, office premises, office expenses and amortisation/depreciation.

Other operating expenses

Other operating expenses comprise items secondary to the entities' activities, including losses on disposal of intangible assets and property, plant and equipment.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 Accounting policies (continued)

Amortisation/depreciation

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment. The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight-line basis over the expected useful life. The expected useful lives of the assets are as follows:

Goodwill	20 years
Plant and machinery	5-15 years
Fixtures and fittings, other plant and equipment	3-10 years
Leasehold improvements	5-15 years
Other financial assets	3-7 years

Depreciation is recognised in the income statement as production costs, distribution costs and administrative expenses, respectively.

Profit/loss from equity investments in subsidiaries and associates

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries and associates are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries. Only proportionate elimination of intra-group gains/losses is made for equity investments in associates.

The proportionate share of the results after tax of the individual subsidiaries is recognised in the income statement of the Parent Company after full elimination of intra-group profits/losses.

The proportionate share of the results after tax of the associates is recognised in both the consolidated and the parent company income statement after elimination of the proportionate share of intra-group profits/gains.

Financial income and expenses

Financial income and expenses comprise interest income and expenses, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Tax for the year

The Parent Company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries are included in the joint taxation arrangement from the date when they are included in the consolidated financial statements and up to the date when they are excluded from the consolidation.

The Parent Company acts as administration company for the joint taxation arrangement and consequently settles all corporate income tax payments with the tax authorities.

On payment of joint taxation contributions, the Danish corporation tax charge is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use the tax losses to reduce their own taxable income.

Tax for the year comprises current income tax, joint taxation contribution and changes in deferred tax for the year due to changes in the tax rate. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts recognised directly in equity is recognised directly in equity.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

1 Accounting policies (continued)

Profit/loss of discontinued operations

Profit/loss of discontinued operations, net of tax includes the results of discontinued operations and the eliminations between the continuing and discontinued operations. The comparative figures are restated. The gain on the sale is classified as *Profits from other investments*

Balance sheet

Intangible assets

Goodwill

Goodwill is amortised over the expected economic life of the asset, measured by reference to Management's experience in the individual business segments. Goodwill is amortised on a straight-line basis over the amortisation period, which is 20 years. The amortisation period is fixed on the basis of the expected repayment horizon and is longest for strategically acquired entities with strong market positions and long-term earnings profiles.

Property, plant and equipment

Land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers, wages and salaries as well as borrowing costs relating to specific and general borrowing directly attributable to the construction of the individual asset.

Individual components of property, plant and equipment that have different useful lives are accounted for as separate items, which are depreciated separately.

Gains and losses on the disposal of items of property, plant and equipment are calculated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating expenses, respectively.

Equity investments in subsidiaries and associates in the parent company financial statements

Equity investments in subsidiaries and associates are measured according to the equity method in the parent company financial statements. The Parent Company has chosen to consider the equity method a measurement method.

On initial recognition, equity investments in subsidiaries and associates are measured at cost, i.e. plus transaction costs. The cost is allocated in accordance with the acquisition method; see the accounting policies regarding the consolidated financial statements above.

The cost is adjusted by shares of profit/loss after tax calculated in accordance with the Group's accounting policies less or plus unrealised intra-group gains/losses.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies in the consolidated financial statements. Negative goodwill is recognised in the income statement.

Dividend received is deducted from the carrying amount.

Equity investments in subsidiaries and associates measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 Accounting policies (continued)

Impairment of non-current assets

The carrying amount of intangible assets, property, plant and equipment and equity investments in subsidiaries and associates is tested annually for indication of impairment other than the decrease in value reflected by amortisation/depreciation.

Impairment tests are conducted on individual assets or groups of assets when there is indication of impairment. Write-down is made to the lower of the carrying amount and the recoverable amount.

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value.

Goods for resale and raw materials and consumables are measured at cost, comprising purchase price plus delivery costs.

Finished goods and work in progress are measured at cost, comprising the cost of raw materials, consumables, direct wages and salaries as well as indirect production overheads. Production overheads comprise costs of material and labour as well as maintenance of and depreciation on production machinery, buildings and equipment as well as costs relating to plant administration and management.

The net realisable value of inventories is determined as the selling price less costs of completion and costs incurred to effect the sale, taking into account marketability, obsolescence and developments in the expected selling price.

Receivables

Receivables are measured at amortised cost.

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Write-down for bad and doubtful debts is made when there is objective evidence that a receivable or a portfolio of receivables has been impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Receivables in respect of which there is no objective evidence of individual impairment are tested for objective evidence of impairment on a portfolio basis. The portfolios are primarily based on the country of domicile and credit ratings of the debtors in accordance with the credit risk management policy of the Parent Company and the Group. The objective evidence applied to portfolios is determined based on historical loss experience.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate of the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments comprise costs incurred concerning subsequent financial years.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 Accounting policies (continued)

Equity

Net revaluation reserve according to the equity method

Net revaluation of equity investments in subsidiaries and associates is recognised at cost in the net revaluation reserve according to the equity method.

The reserve can be eliminated in case of losses, realisation of equity investments or changes in accounting estimates.

The reserve cannot be recognised at a negative amount.

Reserve for development costs

The reserve for development costs comprises recognised development costs. The reserve cannot be used to distribute dividend or cover losses. The reserve will be reduced or dissolved if the recognised development costs are amortised or are no longer part of the Company's operations by a transfer directly to the distributable reserves under equity.

Dividend

Proposed dividend is recognised as a liability at the date when it is adopted at the annual general meeting (declaration date). Dividend expected to be distributed for the year is presented as a separate line item in equity.

Corporation tax and deferred tax

Current tax payables and receivables are recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on taxable income in previous years and tax paid on account.

Joint taxation contributions payable and receivable are recognised in the balance sheet as corporation tax receivable or corporation tax payable.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to non-deductible goodwill and on office premises and other items where temporary differences – apart from acquisitions – arise at the acquisition date without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity and jurisdiction.

Adjustment is made to deferred tax resulting from elimination of unrealised intra-group profits and losses.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax.

Provisions

Provisions comprise anticipated expenses relating to warranty commitments, onerous contracts, restructurings, etc. Provisions are recognised when the Company has a legal or constructive obligation at the balance sheet date as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 Accounting policies (continued)

Provisions are measured at net realisable value or at fair value if the obligation is expected to be settled far into the future.

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing at the proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

Cash flow statement

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

The cash flow effect of acquisitions and disposals of entities is shown separately in cash flows from investing activities. Cash flows from acquisitions of entities are recognised in the cash flow statement from the date of acquisition. Cash flows from disposals of entities are recognised up until the date of disposal.

Cash flows from operating activities

Cash flows from operating activities are calculated as the Group's share of the profit/loss adjusted for non-cash operating items, changes in working capital and corporation tax paid.

Cash flows from investing activities

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of entities, activities and intangible assets, property, plant and equipment and investments.

Cash flows from financing activities

Cash flows from financing activities comprise changes in the size or composition of the Group's share capital and related costs as well as the raising of loans, repayment of interest-bearing debt and payment of dividend to shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term marketable securities with a term of three months or less that are subject to only minor risks of changes in value.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

1 **Accounting policies (continued)**

Financial ratios

The financial ratios stated under "Financial highlights" have been calculated as follows:

Operating profit/loss	Profit/loss before financial items adjusted for other operating income and other operating expenses
Return on assets	$\frac{\text{Profit/loss from operation activities x 100}}{\text{Average assets}}$
Equity ratio	$\frac{\text{Equity at year end x 100}}{\text{Total equity and liabilities at year end}}$
Return on equity	$\frac{\text{Profit/loss for the year after tax x 100}}{\text{Average equity}}$

	DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
2	**Amortisation, depreciation and impairment losses**		
	Intangible assets	12,375	7,907
	Property, plant and equipment	3,443	0
		15,818	7,907

Amortisation, depreciation and impairment losses are recognised in the consolidated financial statements and the parent company financial statements as follows:

	Consolidated	Parent company
Production	3,443	0
Distribution	0	0
Administration	12,375	0
Shares of profit/loss after tax in subsidiaries	0	7,907
	15,818	7,907

		Consolidated	Parent company
3	**Financial income**		
	Interest income from subsidiaries	0	0
	Foreign exchange gains	332	0
	Other interest income	36	0
		368	0

		Consolidated	Parent company
4	**Financial expenses**		
	Foreign exchange losses	1,044	0
	Other interest expenses	3,840	3,475
		4,884	3,475

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
5 Tax for the year		
Current tax for the year	4,111	-839
Deferred tax adjustment for the year	-111	0
	4,000	-839

6 Intangible assets

	Consolidated			
DKK'000	Acquired intangible assets	Goodwill	Development projects in progress and prepayments for intangible assets	Total
Cost at 4 June 2021	0	0	0	0
Additions on merger/corporate acquisition	871	84,075	873	85,819
Additions	0	92,462	2,623	95,085
Transferred	1,369	0	-1,369	0
Disposals of operations	0	0	0	0
Cost at 30 April 2022	2,240	176,537	2,127	180,904
Amortisation and impairment losses at 4 June 2021	0	0	0	0
Accumulated impairment losses and amortisation of additions through mergers and business combinations	12	14,701	0	14,713
Amortisation	228	11,817	0	12,045
Disposals of operations	0	0	0	0
Amortisation and impairment losses at 30 April 2022	240	26,518	0	26,758
Carrying amount at 30 April 2022	2,000	150,019	2,127	154,146

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

7 Property, plant and equipment

	Consolidated				
DKK'000	Plant and machinery	Fixtures and fittings, tools and equipment	Leasehold improve-ments	Property, plant and equipment under construction	Total
Cost at 4 June 2021	0	0	0	0	0
Additions on merger/corporate acquisition	16,287	2,627	4,089	0	23,003
Additions	27	0	0	912	939
Transferred	589	32	0	-621	0
Disposals of operations	0	0	0	0	0
Cost at 30 April 2022	16,903	2,659	4,089	291	23,942
Depreciation and impairment losses at 4 June 2021	0	0	0	0	0
Accumulated impairment losses and depreciation of additions through mergers and business combinations	7,321	649	1,138	0	9,108
Depreciation	2,685	306	452	0	3,443
Disposals of operations	0	0	0	0	0
Depreciation and impairment losses at 30 April 2022	10,006	955	1,590	0	12,551
Carrying amount at 30 April 2022	6,897	1,704	2,499	291	11,391
Depreciated over	5-15 years	3-10 years	5-15 years		

8 Other non-current assets

	Parent		
DKK'000	Equity investments in subsidiaries	Other financial assets	Total
Cost at 4 June 2021	0	0	0
Additions on acquisitions of subsidiaries	189,711	1,831	191,542
Disposal of subsidiaries	0	0	0
Cost at 30 April 2022	189,711	1,831	191,542
Value adjustments at 4 June 2021	0	0	0
Profit/loss for the year – Triarca Holding ApS	15,468	0	15,468
Profit/loss for the year – before acquisition	-3,208	0	-3,208
Depreciation of goodwill	-7,577	0	-7,577
Amortisation	0	-330	-330
Disposal of subsidiaries	0	0	0
Value adjustments at 30 April 2022	4,683	-330	4,353
Carrying amount at 30 April 2022	194,394	1,501	195,895
Hereof carrying amount of goodwill	84,884	0	0

Name and registered office	Voting rights and ownership	Profit/loss DKK'000	Equity DKK'000
Triarca Holding ApS, Hornsyld, Denmark	100%	15,468	109,508

All subsidiaries are considered separate entities.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

9 Prepayments

Prepayments primarily relate to rent and IT licences paid in advance.

10 Share capital (parent)

DKK'000	Parent company 2021/22 (11 months)
Opening balance	10,001

11 Financial liabilities

	Consolidated		
DKK'000	Total liabilities at 30/04 2022	Repayment first year	Outstanding debt after 5 years
Bank Debt	115,000	10,000	50,000
	115,000	10,000	50,000

DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
12 Deferred tax		
Deferred tax at 4 June 2021	0	0
Deferred tax adjustment for the year	1,288	0
Deferred tax at 30 April 2022	1,288	0
13 Staff costs		
Wages and salaries	40,405	-406
Pensions	3,022	217
Other social security costs	481	12
Other staff costs	1,913	-15
Staff costs transferred to inventories and cost of goods sold	-23,388	0
	22,433	-192

Staff costs are recognised in the consolidated financial statements and the parent company financial statements as follows:

Production	8,461	0
Distribution	8,175	0
Administration	5,798	-192
	22,434	-192
Average number of full-time employees	83	8

By reference to section 98b(3), (ii), of the Danish Financial Statements Act, remuneration to Management is not disclosed.

Notes

14 Contractual assets, obligations and contingencies, etc.

Contingent liabilities

	Consolidated	Parent company
DKK'000	**2021/22 (11 months)**	**2021/22 (11 months)**
Contingent liabilities	1,630	0
	1,630	0

The Parent Company is jointly taxed with the Danish subsidiary. As administration company, the Company has unlimited joint and several liability, together with the subsidiary, for payment of Danish corporation taxes and withholding taxes on dividends, interest and royalties within the joint taxation group.

The Group's Danish entities are jointly and severally liable for joint VAT registration.

Other financial obligations

Rent and lease liabilities include a rent obligation totalling DKK 16,870 thousand in interminable rent agreements with remaining contract terms of 1-7 years. Furthermore, Triarca has liabilities under operating leases, totalling DKK 1,740 thousand, with remaining contract terms of 1-5 years.

Triarca has entered into contractual commitments regarding purchase of inventory of a total of DKK 27,078 thousand.

As security for the Group's total bank debt to Jyske Bank A/S, the Parent Company has provided collateral secured on the Company's shares in Triarca Holding ApS.

Furthermore, the Parent Company guarantees all outstanding accounts with Triarca A/S.

15 Related parties

AE2017 Bidco ApS' related parties comprise the following:

Control

Triarca A/S, Hornsyld, Denmark

Triarca Holding ApS, Hornsyld, Denmark

Accent Equity 2017 AB holds the majority of the share capital in the Company.

Related party transactions

AE2017 Bidco ApS has sold services of employees to group companies for DKK 3,211 thousand. There have been no other related party transactions.

No transactions with shareholders were carried out during the year.

Consolidated financial statements and parent company financial statements 4 June 2021 – 30 April 2022

Notes

16 Distribution of profit/loss

DKK'000	Consolidated 2021/22 (11 months)	Parent company 2021/22 (11 months)
Proposed distribution of profit/loss		
Net revaluation reserve according to the equity method	0	12,260
Reserve for development costs	1,280	0
Retained earnings	-3,856	-14,836
	-2,576	-2,576

17 Changes in working capital

DKK'000	Consolidated 2021/22 (11 months)
Changes in inventories	-12,623
Changes in receivables	-15,565
Changes in trade and other payables	7,271
	-20,917

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Caroline Elisabeth Brandt Lilja
Bestyrelse
På vegne af: selskabet
Serienummer: 19920716xxxx
IP: 62.109.xxx.xxx
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Direktion
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Serienummer: 03ee23af-dfa0-4a8a-8f4e-a7474b023eaa
IP: 80.199.xxx.xxx
2022-06-30 09:29:39 UTC

Lars Prisak
Bestyrelse
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2022-06-30 09:29:39 UTC

BENNY ZAKRISSON
Dirigent
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IP: 213.67.xxx.xxx
2022-06-30 18:21:25 UTC

BENNY ZAKRISSON
Bestyrelse
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Serienummer: 19591202xxxx
IP: 213.67.xxx.xxx
2022-06-30 18:21:25 UTC

Jonas Busk
Statsautoriseret revisor
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Claus Hammer-Pedersen
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