

Nopa Nordic A/S

Havrevænget 13 DK-9500 Hobro

CVR no. 42 55 92 10

Annual report 2019/20

The annual report was presented and approved at the Company's annual general meeting \sim
on 30 phrs 2020
chairman of the annual general meeting

Contents

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review Group chart Company details Financial highlights for the Group Operating review	6 6 7 8
Consolidated financial statements and parent company financial statements 1 May 2019 – 30 April 2020 Income statement Balance sheet Statement of changes in equity Cash flow statement (Group) Notes	13 13 14 16 18 19

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Nopa Nordic A/S for the financial year 1 May 2019 – 30 April 2020.

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 Group's and the Parent Company's assets, liabilities and financial position at 30 April 2020 and of the results of the Group's and the Parent Company's operations and consolidated cash flows for the financial year 1 May 2019 --- 30 April 2020

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

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

Hobro, 30 June 2020 Executive Board:

Henrik Karup Jørgensen Bente Christensen

Mette Kolling Rothmann

Board of Directors

Anders Jacob Gad Thostrup Chairman

Julie Gad Thostrup

Conradus Antonius Maria de Jong



Independent auditor's report

To the shareholders of Nopa Nordic A/S

Opinion

We have audited the consolidated financial statements and the parent company financial statements of Nopa Nordic A/S for the financial year 1 May 2019 – 30 April 2020 comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group as well as for the Parent Company and a cash flow statement for the Group. The consolidated financial statements and 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 Group's and the Parent Company's assets, liabilities and financial position at 30 April 2020 and of the results of the Group's and the Parent Company's operations and consolidated cash flows for the financial year 1 May 2019 – 30 April 2020 in accordance with the Danish Financial Statements Act.

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 consolidated financial statements and the parent company financial statements" section of our report.

We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility for the consolidated financial statements and the parent company 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 that Management determines is necessary to enable the preparation of consolidated financial statements and parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and the parent company 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 consolidated financial statements and the parent company 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.



Independent auditor's report

Auditor's responsibilities for the audit of the consolidated financial statements and the parent company financial statements

Our objectives are to obtain reasonable assurance as to whether the consolidated financial statements and the parent company 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 financial statement users made on the basis of these consolidated financial statements and parent company 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 consolidated financial statements and the parent company 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 consolidated financial statements and the parent company 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 consolidated financial statements and the parent company 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 Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the consolidated financial statements and the parent company financial statements, including the disclosures, and whether the consolidated financial statements and the parent company 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.



Independent auditor's report

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the consolidated financial statements and the parent company 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 consolidated financial statements and the parent company 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 consolidated financial statements or the parent company 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.

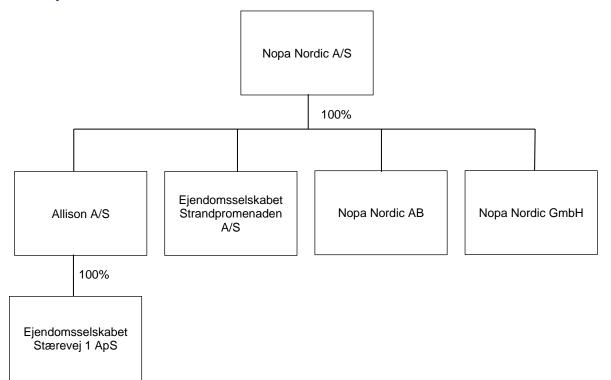
Based on the work we have performed, we conclude that the Management's review is in accordance with the consolidated financial statements and the parent company financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Aalborg, 30 June 2020 **KPMG** Statsautoriseret Revisionspartnerselskab CVR no. 25 57 81 98

Steffen S. Hansen State Authorised Public Accountant mne32737

Management's review

Group chart



Company details

Nopa Nordic A/S Havrevænget 13 DK-9500 Hobro

Telephone: CVR no. Established: Registered office: Financial year: +45 89 12 21 22 42 55 92 10 29 December 1972 Mariagerfjord 1 May – 30 April

Board of Directors

Anders Jacob Gad Thostrup (Chairman) Julie Gad Thostrup Conradus Antonius Maria de Jong

Executive Board

Henrik Karup Jørgensen Bente Christensen Mette Kolling Rothmann

Auditor

KPMG Statsautoriseret Revisionspartnerselskab Østre Havnegade 18 DK-9000 Aalborg

Management's review

Financial highlights for the Group

DKK'000	2019/20	2018/19	2017/18	2016/17	2015/16
	2019/20	2010/19	2017/10	2010/17	2013/10
Revenue	665,803	627,796	616,105	589,051	432,279
Gross profit	164,870	152,385	165,938	144,401	107,991
Operating profit (EBIT)	35,698	24,226	40,641	27,859	22,050
Profit/loss from financial income and					
expenses	-1,112	-927	-514	-921	10
Profit for the year	25,867	17,064	30,247	20,457	16,780
Total assets	371,661	366,560	360,680	330,053	253,767
Equity	201,610	220,759	214,642	195,551	180,694
Cash flows from operating activities	77,345	33,025	-4,629	48,447	28,487
Cash flows from investing activities	-21,560	-24,817	-5,605	-70,453	-18,648
Hereof investment in property, plant and					
equipment	-21,560	-24,260	-28,405	-18,083	-18,648
Cash flows from financing activities	-47,325	-2,928	-7,330	-5,440	-8,256
Total cash flows	8,460	5,280	-17,564	-27,447	1,583
Gross margin	24.8	24.3	26.9	24.5	25.0
Return on invested capital	13.4	8.9	14.8	8.3	5.1
Solvency ratio	54.1	60.6	59.5	59.2	71.2
Average number of full-time employees	210	214	216	203	160

Financial ratios are calculated in accordance with the latest Danish Society of Financial Analysts' guidelines on the calculation of financial ratios "Recommendations & Ratios". The financial ratios have been calculated as follows:

Gross margin

Return on invested capital

Gross profit x 100 Revenue

Operating profit x 100 Average invested capital

Equity ex. non-controlling interests at year end x 100 Total equity and liabilities at year end

Solvency ratio

Management's review

Operating review

Principal activities of the Group and development

Nopa Nordic A/S' principal activities are to develop, produce and sell private-label detergents, cleaning products and products for personal care.

Nopa Nordic A/S' products are primarily sold on the European markets, but to an increasing extent also outside Europe. The continuous cultivation of our export markets paid off in the form of new customers inside and outside of the EU, including Central Europe and China. During 2019/20, the export share was continuously on the increase. This trend is expected to continue in 2020/21.

Consumer insights and product innovation remain competitive differentiators for Nopa Nordic A/S, as we strive to constantly meet requirements of both consumers and customers. During the year, a considerable number of new products were developed and launched, and several of our products won quality or design awards.

During the year, we also realised several joint opportunities and synergies across the Nopa Nordic Group of Companies, and we expect to realise further such gains in future.

Over the last years, Nopa Nordic A/S has developed its supply chain management capability, so that we can optimise our production and subsequent deliveries to our customers based on almost real-time actual outof-store sales data from the customer. We have implemented this capability with several customers, with the outcome being a higher order fulfilment rate due to the higher predictability of orders, compared to other customers who do not supply actual sales data and who call off goods more erratically. We hope to implement the system with more customers over the coming years.

Financial performance and position

The Group reported a profit of DKK 25.9 million for 2019/20, and at 30 April 2020, equity stood at DKK 201.6 million.

Nopa Nordic A/S' results and financial performance for 2019/20 were well above budget and considered satisfactory.

Revenue was up from DKK 627.8 million in 2018/19 to DKK 665.8 million, corresponding to an increase of 6%.

Operating profit was up from DKK 24.2 million in 2018/19 to DKK 35.7 million.

Cash flows from operating activities were up from DKK 33.0 million in 2018/2019 to 77.3 DKK million due to the development in operating profit and working capital.

In April 2020, the Company acquired all shares held by the estate after Niels Christian Thostrup (see note 9).

Outlook

For the 2020/21 financial year, consolidated revenue and profit are expected to be on the increase.

Events after the balance sheet date

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

Management's review

Operating review (continued)

Risks

Sales price risks

Nopa Nordic A/S constantly seeks to improve its clients' competitiveness by remaining cost-competitive. Inflation in the costs of raw materials and packaging pose the most significant commercial risk to the Company because these are the greatest cost drivers. During short periods of time and due to contractual commitments to our customers, price increases in raw materials and packaging may not be reflected in the sales prices charged for our final products. However, this risk is significantly reduced through indexing of sales prices to the prices of raw materials and packaging.

Currency risks

Commercial currency risk is considered low.

Interest rate risks

Interest-bearing debt is limited, and moderate changes in interest rates are not expected to have a major impact on earnings.

Human resources

Nopa Nordic A/S makes use of state-of-the-art production technology and needs to attract and retain skilled labour to remain efficient and competitive. For example, it takes up to a year to train new operators to run the most advanced production lines. Nopa Nordic A/S therefore continuously invests in training and the development of its employees' skills.

In 2019/20, we enjoyed noticeable success with our Leadership Development Programme for "level 2 managers" in the Nopa Nordic Family.

Quality and environment

Since 1998, Nopa Nordic A/S has been certified to DS/EN ISO 9001 and ISO 14001. Accordingly, Nopa Nordic A/S is required to reduce the environmental impact of its activities to an absolute minimum and to ensure that health and safety of the individual employee remains a constant priority.

Furthermore, Nopa Nordic A/S has been certified to the A.I.S.E. charter for sustainable cleaning, focusing on the environment, work environment and consumer safety. The certification supports Nopa Nordic A/S' green profile and the commercial potential of its products.

In December 2015, a voluntary audit was conducted in accordance with the ISO 22716/GMP standard, and Nopa Nordic A/S was subsequently awarded a certificate of conformity confirming that our production processes and facilities are compliant with this standard.

Since January 2017, both heating fuel and electricity have been sourced from renewable resources.

All certificates are renewed on time as required by the individual standards.

Management's review

Operating review (continued)

Research and development

Nopa Nordic A/S continuously develops and optimises its production processes and products. Derived costs are regularly expensed.

In a market where requirements and expectations constantly change, an intense focus is maintained on optimising our products together with our customers. Nopa Nordic Family's Product and Business Development teams strive to stay on the forefront via the development of new, even greener, innovative products and concepts and via the upgrading and enhancement of existing products.

The Company also makes significant investments in long-term research and development projects in cooperation with universities and suppliers.

Statutory report on corporate social responsibility (section 99 a of the Danish Financial Statements Act)

CSR policy, business model and risks

Business development and optimisation go hand in hand with corporate social responsibility (CSR), and therefore CSR is a high focus area at Nopa Nordic A/S. Nopa Nordic A/S has not established a separate CSR policy - and accordingly no separate policies for the impact on environment, climate, social and staff matters, anti-corruption and bribery and human rights - but has instead integrated CSR into its business principles and strategy, because of a desire to contribute to a better and sustainable society by investing and engaging in human resources and environmental aspects.

Nopa Nordic has a silver level rating from the international CSR rating organisation, EcoVadis. EcoVadis assesses a company's initiatives within environment, supplier management and labour practices.

Nopa Nordic A/S also places heavy demands on its suppliers, requiring them to comply with the UN World Declaration of human rights, including UN standards for human rights, work environment, health, safety, social standards and environmental standards. Our CSR certification helps us place heavy demands on our suppliers and their CSR efforts.

During the year under review, Nopa Nordic A/S has continued its efforts within sustainability and CSR.

Based thereon, Management has considered the related risk insignificant.

Environment and climate

Sustainability and CSR are reflected in our product and business development strategies. Nopa Nordic A/S constantly strives to develop and produce as effective products as possible with the least possible environmental and climate impact. Nopa Nordic A/S accounts for a high number of eco-labelled products launched on the Scandinavian markets each year and seeks to maintain leadership within these segments on our core markets. We also work actively on promoting awareness of eco-labelled products on our export markets outside Scandinavia and Europe. Nopa Nordic A/S makes it easier for the consumer to "go green" and to opt for eco-labelled products and thereby reduce environmental and climate impact.

Nopa Nordic A/S sources only RSPO-certified palm oil and offers our customers raw materials/derivatives made from mass balance-certified palm oil. Furthermore, Nopa Nordic A/S follows the megatrend of vegan products, and during the past years, we developed our cooperation with the Vegan Society. We offer a large number of vegan-certified products, and we have even launched the first vegetable-based products.

Management's review

Operating review (continued)

Nopa Nordic A/S has also developed and launched new ranges of ecocert/cosmos products.

Sustainability is an integrated part of daily operations, as renewable sources of energy account for Nopa Nordic A/S' entire electricity and heating consumption. In its ongoing efforts to improve and optimise its processes, Nopa Nordic A/S strives to increase its rate of reuse and to reduce waste of materials and resources as well as energy consumption. Due to this focus, wind energy covers our entire electricity consumption, and since January 2017, our gas has come from a new biogas facility. Since January 2020, our heating comes from the nearby district heating plant, which uses woodchips from sustainable forestry.

In January 2020, it was decided that all future company cars must be either plug-in hybrid or full electric cars. Plug-in hybrid cars will be phased out, as soon as there is a wider selection of long-range electric cars.

Social and staff matters

The quality of the workplace and internal work environment at Nopa Nordic A/S is given a high priority. Action plans have been drawn up based on input from our employees, and new measures have been implemented this year to further improve the work environment. We have, for instance, invested in production and office equipment to improve ergonomics and reduce health risks, and we strive to extend our certification to working environmental standards. Additionally, Nopa Nordic A/S considers it an obligation to offer positions respecting the needs of the individual with regard to duties, working hours and skills.

During the year, all employees had the opportunity to participate in an employee satisfaction survey, which has given the management and the workers' counsel a lot of inspiration on how to take the work environment to the next level. As soon as we are through the corona crisis and are allowed to meet again, several activities will be taken up again with various external partners.

Nopa Nordic A/S is of the opinion that the Company has a special obligation to support the local community. Therefore, in line with our practice for several years, we continue to support the local Julemærkehjem in Hobro (centre for overweight children).

Furthermore, we have supported and the organisation "Plan" (School Children in Kenya) and Christmas help for low income and vulnerable families.

During the year, Nopa Nordic A/S supported four local associations mainly related to activities for children and young people. Our staff association decided on these four sponsorships.

Through our subsidiary, we have provided Christmas help for low income and vulnerable families with young children and a charity who donate excess products.

Human rights

Focus is to ensure equal treatment of our employees and to avoid religious, cultural and/or gender discrimination or harassment.

The protection of human rights is part of our Code of Conduct, which we hand out to all new suppliers and partners. Once a year, we give our existing suppliers and partners a new copy of our Code of Conduct in order for them to confirm that they still comply with our regulations.

We have not met any irregularities internally at Nopa Nordic A/S or externally at our suppliers and partners.

Anti-corruption and bribery

Ethics and morality are important for Nopa Nordic A/S. Therefore, we also focus on anti-corruption and no instances of bribery. Our policies will be integrated into our Code of Conduct, which we hand out to all suppliers and partners. The policies will also be part of our employee manual.

Management's review

Operating review (continued)

In order to make sure that suppliers and partners live up to our regulations, we send them our Code of Conduct once a year. Our employee manual is handed out to all new employees. All employees who can bind Nopa Nordic A/S will be trained in our policies.

In 2020/21, we will continue our work with our anti-corruption and bribery policies and in particular training of employees.

It is important for us to highlight that in 2019/20, we have not had any suspicion of corruption or bribery.

Statutory report on targets and policies for the underrepresented gender (section 99 b of the Danish Financial Statements Act)

The general policy is to have an inclusive culture at all levels of the organisation, including the Board of Directors and leadership team.

In general, we <u>always</u> prioritise to hire the most competent and skilled people/candidates.

Nopa Nordic A/S has set targets for the number of women to serve on its Board of Directors and well as its Executive Board.

For the Board of Directors, our target is to have at least one female board member. Two men and one woman serve on the Board of Directors, and therefore the target was met for 2019/20.

For the Executive Board, at least one female officer is set as target. The Executive Board consists of two women and one man, and therefore the target was met for 2019/20.

The management team in Nopa Nordic A/S consists of four men and three women, and the management team in Allison consists of three women and three men.

50% of the participants in the Leadership Programme (see earlier section) were women.

Based on above the Company has no underrepresented gender in any layer of Management.

Income statement

		Gr	oup	Parent (Company
DKK	Note	2019/20	2018/19	2019/20	2018/19
Revenue		665,802,517	627,796,158	551,051,841	500,305,157
Other operating income		0	0	55,000	70,000
Cost of raw materials and					
consumables		-437,821,242	-416,307,897	-367,179,076	-333,477,719
Other external costs		-63,111,224	-59,102,411	-56,961,803	-53,034,670
Gross profit		164,870,051	152,385,850	126,965,962	113,862,768
Staff costs	2	-104,816,991	-105,842,833	-77,985,550	-78,570,735
Depreciation of property, plant and equipment and amortisation of intangible					
assets		-24,355,190	-22,316,908	-17,729,064	-15,484,265
Operating profit (EBIT) Income from investments in		35,697,870	24,226,109	31,251,348	19,807,768
group entities		0	0	2,439,624	2,453,991
Financial income		271,394	626,839	361,300	651,859
Financial expenses	3	-1,383,624	-1,553,977	-1,532,226	-1,688,726
Profit before tax		34,585,640	23,298,971	32,520,046	21,224,892
Tax on profit for the year	4	-8,719,052	-6,235,169	-6,653,458	-4,161,090
Profit for the year	5	25,866,588	17,063,802	25,866,588	17,063,802

Balance sheet

		Gro	oup	Parent C	Company
DKK	Note	2019/20	2018/19	2019/20	2018/19
ASSETS					
Fixed assets					
Intangible assets	6	E 007 047	40 407 077	0	0
Goodwill		5,287,217	10,167,377	0	0
		5,287,217	10,167,377	0	0
Property, plant and					
equipment	7	00.040.000	44 005 540	04 045 404	00 400 547
Land and buildings Plant and machinery		39,818,380 64,064,099	41,995,518 44,254,416	31,645,131 62,850,508	33,198,517 42,991,784
Fixtures and fittings, tools,		04,004,000	44,204,410	02,000,000	42,001,704
equipment and software		9,599,284	12,688,802	8,370,308	11,466,069
Assets under construction		3,233,455	15,691,878	3,233,456	15,691,878
		116,715,218	114,630,614	106,099,403	103,348,248
Investments	8				
Investments in group entities		0	0	83,764,238	86,196,287
Other securities and equity					
investments		557,250	557,250	557,250	557,250
		557,250	557,250	84,321,488	86,753,537
Total fixed assets		122,559,685	125,355,241	190,420,891	190,101,785
Current assets					
Inventories					
Raw materials and consumables		54,118,240	49,004,201	39,226,106	36,113,026
Finished goods and goods for		0.,0,2.0	,	00,220,100	00,110,020
resale		62,939,316	74,216,675	48,654,530	55,986,472
Prepayments for goods		1,952,295	877,500	0	0
		119,009,851	124,098,376	87,880,636	92,099,498
Receivables					
Trade receivables		119,811,225	106,769,084	100,422,776	87,389,099
Corporation tax		0	0	0	0
Other receivables Prepayments		2,501,939 2,835,860	6,124,192 2,570,460	2,552,143 2,328,847	6,001,513 1,857,370
1 iopuymonio					
		125,149,024	115,463,736	105,303,766	95,247,982
Cash at bank and in hand		4,942,934	1,642,264	181,276	39,098
Total current assets		249,101,809	241,204,376	193,365,678	187,386,578
TOTAL ASSETS		371,661,494	366,559,617	383,786,569	377,488,363

Balance sheet

		Group		Parent Company	
DKK	Note	2019/20	2018/19	2019/20	2018/19
EQUITY AND LIABILITIES					
Equity					
Contributed capital	9	1,000,000	1,000,000	1,000,000	1,000,000
Net revaluation according to					
the equity method		0	0	21,211,088	23,514,862
Retained earnings		190,359,828	219,758,626	169,148,740	196,243,764
Proposed dividends for the		10.250.000	0	10.250.000	0
financial year		10,250,000	0	10,250,000	0
Total equity		201,609,828	220,758,626	201,609,828	220,758,626
Provisions					
Provisions for deferred tax	10	9,626,595	8,932,113	8,627,705	7,831,795
Total provisions		9,626,595	8,932,113	8,627,705	7,831,795
Liabilities other than provisions					
Non-current liabilities other					
than provisions					
Mortgage debt		18,122,402	20,625,101	14,508,659	16,617,118
		18,122,402	20,625,101	14,508,659	16,617,118
Current liabilities other than					
provisions Mortgage debt, short term		2,610,341	2,289,378	2,221,341	1,900,000
Bank loans		24,322,436	29,481,906	24,207,173	28,795,953
Trade payables		63,072,322	53,687,220	50,151,692	44,778,854
Payables to group entities		0	0	44,081,071	35,158,591
Corporation tax		7,258,114	4,739,173	5,152,961	4,520,142
Other payables		45,039,456	26,046,100	33,226,139	17,127,284
		142,302,669	116,243,777	159,040,377	132,280,824
Total liabilities other than					
provisions		160,425,071	136,868,878	173,549,036	148,897,942
TOTAL EQUITY AND					
LIABILITIES		371,661,494	366,559,617	383,786,569	377,488,363

Statement of changes in equity

	Group				
DKK	Contri- buted capital	Retained earnings	Proposed dividends	Total	
Equity at 1 May 2018	1,000,000	213,641,906	0	214,641,906	
Distributed dividends	0	-11,160,000	0	-11,160,000	
Transferred; see the profit appropriation	0	17,063,802	0	17,063,802	
Exchange rate adjustment, foreign subsidiaries Value adjustment of hedging instruments	0	-4,445 217,363	0 0	-4,445 217,363	
Equity at 1 May 2019	1,000,000	219,758,626	0	220,758,626	
Acquired treasury shares	0	-45,143,712	0	-45,143,712	
Transferred over the profit appropriation Exchange rate adjustment, foreign	0	15,616,588	10,250,000	25,866,588	
subsidiaries	0	-2,518	0	-2,518	
Value adjustments of hedging					
instruments	0	130,844	0	130,844	
Equity at 30 April 2020	1,000,000	190,359,828	10,250,000	201,609,828	

Statement of changes in equity

			Parent Compan	y	
DKK	Contri- buted capital	Net revaluation reserve according to the equity method	Retained earnings	Proposed dividends	Total
Equity at 1 May 2018 Distributed extraordinary	1,000,000	23,847,953	189,793,953	0	214,641,906
dividends Transferred; see the	0	0	-11,160,000	0	-11,160,000
profit appropriation	0	-546,009	17,609,811	0	17,063,802
Exchange rate adjustment, Value adjustments of	0	-4,445	0	0	-4,445
hedging instruments	0	217,363	0	0	217,363
Equity at 1 May 2019	1,000,000	23,514,862	196,243,764	0	220,758,626
Acquired treasury shares Transferred over the	0	0	-45,143,712	0	-45,143,712
profit appropriation Exchange rate adjustment, foreign	0	-2,432,049	18,048,637	10,250,000	25,866,588
subsidiary Value adjustments of	0	-2,518	0	0	-2,518
hedging instruments	0	130,844	0	0	130,844
Equity at 30 April 2020	1,000,000	21,211,139	169,148,689	10,250,000	201,609,828

Cash flow statement (Group)

ОКК	Note	2019/20	2018/19
Profit for the year		25,866,588	17,063,802
Other adjustments	14	34,184,006	29,703,397
Cash generated from operations before changes in			
working capital		60,050,594	46,767,199
Changes in working capital	15	23,875,226	-10,657,588
Cash generated from operations		83,925,820	36,109,611
Interest income		271,394	626,839
Interest expense		-1,383,624	-1,553,977
Corporation tax paid		-5,468,316	-2,157,076
Cash flows from operating activities		77,345,274	33,025,397
Acquisition of equity investments		0	-557,250
Acquisition of property, plant and equipment		-21,559,686	-24,260,183
Disposals of property, plant and equipment		0	0
Cash flows from investing activities		-21,559,686	-24,817,433
Distributed dividends		0	-21,900,000
Thereof dividends on treasury shares		0	840,000
Acquisition of additional treasury shares		-45,143,712	0
Instalments of mortgage debt		-2,181,736	-1,492,779
Additional mortgage loan		0	19,625,256
Cash flows from financing activities		-47,325,448	-2,927,523
Cash flows for the year		8,460,140	5,280,441
Cash and cash equivalents at the beginning of the year		-27,839,642	-33,120,083
Cash and cash equivalents at year end		-19,379,502	-27,839,642
Presented as follows in the financial statements:			
Cash at bank and in hand		4,942,934	1,642,264
Bank loans		-24,322,436	-29,481,906
		-19,379,502	-27,839,642

Notes

1 Accounting policies

The annual report of Nopa Nordic A/S for 2019/20 has been prepared in accordance with the provisions applying to reporting class C large entities under the Danish Financial Statements Act.

Apart from the above, the accounting policies used in the preparation of the consolidated financial statements and the parent company financial statements are consistent with those of last year.

Consolidated financial statements

The consolidated financial statements comprise the Parent Company, Nopa Nordic A/S, and subsidiaries in which Nopa Nordic A/S directly or indirectly holds the majority of the votes.

On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends and realised and unrealised gains and losses on intra-group transactions are eliminated.

Investments in subsidiaries are set off against the proportionate share of subsidiaries' fair value of net assets and liabilities at the date of acquisition.

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.

Upon recognition of foreign subsidiaries which are independent entities, the income statements are translated into Danish kroner at average exchange rates for the month, and balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising upon translation of foreign subsidiaries' opening equity and results at the exchange rates at the balance sheet date are recognised directly in equity.

Income statement

Revenue

Income from the sale of goods for resale and finished goods is recognised in revenue when delivery and transfer of risk to the buyer have taken place, the income may be reliably measured and is expected to be received.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts granted are recognised in revenue.

Other operating income

Other operating income comprises items secondary to the activities of the entities.

Notes

1 Accounting policies (continued)

Cost of raw materials and consumables

Cost of raw materials and consumables comprises costs incurred directly or indirectly to generate revenue for the year.

Other external costs

Other external costs comprise costs related to distribution, sales, advertising, administration, lease costs, etc.

Staff costs

Staff costs comprise salaries and wages, including holiday allowance, pension, other social security costs, etc. to the Company's employees.

Financial income and expenses

Financial income and expenses comprise interest income and expense, realised and unrealised gains and losses on payables and transactions denominated in foreign currencies, and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Income from investments in group entities

The proportionate share of the results of the individual subsidiaries is recognised in the Parent Company's income statement after full elimination of intra-group gains/losses and amortisation of goodwill.

Tax on profit for the year

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

The Parent Company is the administrative company for the joint taxation and accordingly settles all payments of corporation tax to the tax authorities.

On payment of joint taxation contributions, current Danish corporation tax 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 used the losses to reduce their own taxable profit.

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding finance leases, 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.

Notes

1 Accounting policies (continued)

In case of indication of impairment, an impairment test is conducted. Indication of impairment exists if distributed dividends exceed profit for the year or if the carrying amount of equity investments exceeds the consolidated carrying amounts of the net assets in the subsidiary.

Balance sheet

Intangible assets

Patents, licences and trademarks

Patents, licences and trademarks are measured at cost less accumulated amortisation and impairment losses. Patents and trademarks are amortised on a straight-line basis over the remaining life of the patent or trademark, and licences are amortised over the contract period, however, not exceeding 5 years.

Software

Software recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Upon completion of software, software is amortised on a straight-line basis over the estimated useful lives. The amortisation period is usually 3-5 years, however, not exceeding 10 years.

Goodwill

Goodwill is amortised on a straight-line basis over the estimated useful life determined on the basis of Management's experience within the individual business areas. The amortisation period is fixed at 5 years.

Gains and losses on the disposal of intangible assets are determined 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 costs, respectively.

Property, plant and equipment

Land and buildings, plant and machinery and fixtures and fittings, tools, equipment and software are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Buildings	25 years
Plant and machinery	3-12 years
Fixtures and fittings, tools, equipment and software	3-12 years

Notes

1 Accounting policies (continued)

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Land is not depreciated.

Fixed assets under construction are recognised and measured at cost at the balance sheet date. Upon entry into service, the cost is transferred to the relevant group of property, plant and equipment

Gains and losses on the disposal of property, plant and equipment are stated 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 costs, respectively.

Investments

Investments in group entities are measured at the proportionate share of the entities' net asset value calculated in accordance with the Group's accounting policies plus or minus unrealised intra-group gains or losses and plus or minus the residual value of positive and negative goodwill calculated in accordance with the acquisition method.

Investments in group entities with negative net asset values are measured at DKK 0, and any receivables from these entities are written down by an amount equivalent to the negative net asset value. To the extent that the negative net asset value exceeds the receivable, the residual amount is recognised as provisions.

Net revaluation of investments in subsidiaries is transferred to the reserve for net revaluation in equity according to the equity method to the extent that the carrying amount exceeds cost.

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. Indirect production overheads comprise indirect materials and wages and salaries as well as the maintenance of depreciation of production machinery, buildings and equipment as well as factory administration and management. Borrowing costs are not included in cost.

The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable or a portfolio of receivables has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Notes

1 Accounting policies (continued)

Prepayments and deferred income

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Equity

Net revaluation reserve according to the equity method

Net revaluation reserve according to the equity method comprises net revaluation of equity investments in group entities and associates.

Proposed dividends are recognised as a liability at the date on which they are adopted at the annual general meeting (declaration date). The expected dividend payment for the year is disclosed as a separate item under equity.

The purchase of treasury shares may be done in the extent that the purchase price can be contained in the distributable reserves. The treasury shares are presented in the notes to the financial statements, with the number and nominal value.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; 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. Any deferred net assets are measured at net realisable value.

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

Liabilities other than provisions

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

Finance lease obligations comprise the capitalised residual lease obligation on finance leases.

Other liabilities are measured at net realisable value.

Notes

1 Accounting policies (continued)

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 divestment of entities is shown separately in cash flows from investing activities. Cash flows relating to acquired entities are recognised in the cash flow statement from the date of acquisition, and cash flows relating to divested entities are recognised up to the date of divestment.

Cash flows from operating activities

Cash flows from operating activities are calculated as the profit/loss for the year 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 and activities, intangible assets, property, plant and equipment and investments.

Cash flows from financing activities

Cash flows from financing activities comprise changes in size or composition of the Company's contributed capital and costs in this respect as well as raising of loans, instalments on interest-bearing debt and distribution of dividends to owners.

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term marketable securities with a term of three months or less which are easily convertible into cash and which are subject to only an insignificant risk of changes in value.

Segment information

In accordance with section 96 of the Danish Financial Statements Act, segment information is not disclosed, as this information may cause significant damage to the entities' competitive position.

Notes

2 Staff costs and incentive schemes

	Gro	pup	Parent C	Company
DKK	2019/20	2018/19	2019/20	2018/19
Wages and salaries	96,080,790	96,962,418	71,786,316	72,093,973
Pensions	6,855,737	6,745,325	4,801,286	4,856,766
Other social security costs	1,880,464	2,135,090	1,397,948	1,619,996
	104,816,991	105,842,833	77,985,550	78,570,735
Executive Board	7,112,147	6,646,640	7,112,147	6,646,640
Board of Directors	164,153	149,000	164,153	149,000
	7,276,300	6,795,640	7,276,300	6,795,640
Average number of full-time				
employees	210	214	149	154

The Executive Board is remunerated in the form of both fixed remuneration and bonus plans. Bonus plans depend on certain goals, which have been decided in advance. Part of the remuneration of the Executive Board is paid out through subsidiary.

		Gro	oup	Parent C	Company
	DKK	2019/20	2018/19	2019/20	2018/19
3	Financial expenses				
	Interest expense to group entities	0	0	539,852	576,244
	Other interest expense	1,383,624	1,553,977	992,374	1,112,482
		1,383,624	1,553,977	1,532,226	1,688,726
4	Tax on profit for the year				
	Current tax for the year Deferred tax adjustment for the	8,160,361	6,577,418	6,030,652	4,399,262
	year	518,099	-301,375	619,527	-238,172
	Adjustment of current and deferred tax in respect of prior				
	years	3,278	-6,408	3,279	0
	Tax effect of equity adjustments	37,314	-34,466	0	0
		8,719,052	6,235,169	6,653,458	4,161,090

Notes

5 Proposed profit appropriation

	Parent Company	
	2019/20	2018/19
Net revaluation reserve according to the equity method	-2,432,049	-546,009
Retained earnings	18,048,637	17,609,811
Proposed dividends	10,250,000	0
	25,866,588	17,063,802

6 Intangible assets

5	Group
DKK	Goodwill
Cost at 1 May 2019 Additions	24,384,567 0
Cost at 30 April 2020	24,384,567
Amortisation at 1 May 2019 Amortisation	-14,217,190 -4,880,160
Amortisation at 30 April 2020	-19,097,350
Carrying amount at 30 April 2020	5,287,217

Notes

7 Property, plant and equipment

			Group		
DKK	Land and buildings	Plant and machinery	Fixtures and fittings, tools, equipment and software	Assets under construc- tion	Total
Cost at 1 May 2019	102,230,785	297,121,815	40,052,677	15,691,878	455,097,155
Transferred	147,990	15,195,356	49,148	-15,392,494	0
Additions	186,468	17,803,673	635,474	2,934,071	21,559,686
Disposals	0	0	0	0	0
Cost at 30 April 2020	102,565,243	330,120,844	40,737,299	3,233,455	476,656,841
Depreciation at					
1 May 2019	-60,235,267	-252,867,399	-27,363,875	0	-340,466,541
Depreciation	-2,511,596	-13,189,346	-3,774,140	0	-19,475,082
Depreciation of disposals	0	0	0	0	0
Depreciation at					
30 April 2020	-62,746,863	-266,056,745	-31,138,015	0	-359,941,623
Carrying amount at					
30 April 2020	39,818,380	64,064,099	9,599,284	3,233,455	116,715,218

Notes

7 Property, plant and equipment (continued)

		F	Parent Company		
DKK	Land and buildings	Plant and machinery	Fixtures and fittings, tools, equipment and software	Assets under construc- tion	Total
Cost at 1 May 2019	88,410,152	292,524,714	38,924,515	15,691,878	435,551,259
Transferred	147,990	15,195,356	49,148	-15,392,494	0
Additions	186,468	16,760,397	599,282	2,934,072	20,480,219
Cost at 30 April 2020	88,744,610	324,480,467	39,572,945	3,233,456	456,031,478
Depreciation at					
1 May 2019	-55,211,635	-249,532,930	-27,458,446	0	-332,203,011
Depreciation	-1,887,844	-12,097,029	-3,744,191	0	-17,729,064
Depreciation at					
30 April 2020	-57,099,479	-261,629,959	-31,202,637	0	-349,932,075
Carrying amount at 30 April 2020	31,645,131	62,850,508	8,370,308	3,233,456	106,099,403

Notes

8 Investments

	Parent Company	
DKK	2020	2019
Equity investments in subsidiaries		
Cost at 1 May	62,681,426	62,681,426
Cost at 30 April	62,681,426	62,681,426
Value adjustments at 1 May	23,514,861	23,847,953
Equity adjustments, currency rate, etc.	-2,518	-4,446
Adjustment of hedging on equity in subsidiaries	130,844	217,363
Dividends from subsidiaries	-5,000,000	-3,000,000
Profit for the year from investments	7,319,733	7,334,099
Amortisation, goodwill	-4,880,108	-4,880,108
Value adjustments at 30 April	21,082,812	23,514,861
Carrying amount at 30 April	83,764,238	86,196,287
Hereof goodwill	5,287,217	10,167,377

Group entities

Name/legal form	Registered office	and ownership interest
Allison A/S	Bramming	100%
Ejendomsselskabet Stærevej 1 ApS	Bramming	100%
Ejendomsselskabet Strandpromenaden A/S	Hobro	100%
Nopa Nordic AB	Stockholm	100%
Nopa Nordic GmbH	Herford	100%

Voting rights

Notes

9 Contributed capital

The contributed capital has not been changed during the past five years. The contributed capital consists of:

DKK	30/4 2020	30/4 2019
48 shares, of nom. DKK 10,000	480,000	480,000
8 shares, of nom. DKK 2,500	20,000	20,000
46 shares, of nom. DKK 10,000	460,000	460,000
4 shares, of nom. DKK 5,000	20,000	20,000
18 shares, of nom. DKK 1,000	18,000	18,000
8 shares, of nom. DKK 250	2,000	2,000
	1,000,000	1,000,000

Out of the contributed capital, DKK 500,000 are A-shares with total voting rights of 20,000, and DKK 500,000 are B-shares with total voting rights of 2,000.

During the year the Company's has acquired additional treasury shares, which consist of 14 A shares and 28 B-shares with a total nominal value of DKK 331.500. Hereafter the Company's treasury shares can be specified as follows:

A-shares, 14, of nom. DKK 10,000 A-shares, 2, of nom. DKK 2,500 B-shares, 24, of nom. DKK 10,000 B-shares, 2, of nom. DKK 5,000 B-shares, 6, of nom. DKK 1,000 B-shares, 2, of nom. DKK 250

The total amount of treasury shares accounts for 40.15% of the total contributed capital.

10 Deferred tax

	Group		Parent C	Company
DKK	30/4 2020	30/4 2019	30/4 2020	30/4 2019
Deferred tax at 1 May Deferred tax adjustment for the	8,932,113	9,233,488	7,831,795	8,069,967
year Deferred tax adjustment for	518,099	-301,375	619,527	-238,172
previous years	176,383	0	176,383	0
	9,626,595	8,932,113	8,627,705	7,831,795

Notes

11 Mortgage and collateral

For the Parent Company, land and buildings with a carrying amount of DKK 31,645 thousand at 30 April 2020 have been provided as collateral at an amount of DKK 16,730 thousand for amounts owed to mortgage institutions.

For the Group, land and buildings with a carrying amount of DKK 39,818 thousand at 30 April 2020 have been provided as collateral at an amount of DKK 20,733 thousand for amounts owed to mortgage institutions.

The Parent Company and the Group have provided a joint and several guarantee as collateral for all amounts owed to Danske Bank A/S by the Group.

12 Contractual obligations, contingencies, etc.

Operating lease obligations

Operating lease obligations for the Parent Company and the Group at 30 April 2020 represented DKK 3,923 thousand, of which DKK 1,939 thousand falls due within the initial year and DKK 23 thousand after five years.

The Group has entered into interest swap agreements hedging future interest payments. The value of the interest swap agreements at 30 April 2020 was negative at DKK 96 thousand after tax.

Contingent liabilities

The Group's Danish entities are jointly and severally liable for tax on the Group's jointly taxed income and for certain withholding taxes such as dividend tax and royalty tax as well as for the joint VAT registration. Any subsequent corrections of the taxable income subject to joint taxation or withholding taxes on dividends, etc. may entail an increase in the entities' liability. The Group as a whole is not liable to any other parties.

13 Fees to auditor appointed at the general meeting

	Group	
DKK	2019/20	2018/19
Statutory audit	245,450	282,000
Tax assistance	148,453	59,306
Other assurance engagements	8,100	5,200
Non-audit services	49,075	30,000
	451,078	376,506

Notes

		Group	
	DKK	2019/20	2018/19
14	Other adjustments		
	Depreciation and amortisation	24,355,242	22,316,908
	Gain on sale of property	0	229,228
	Financial income	-271,394	-626,839
	Financial expenses	1,383,624	1,553,977
	Tax for the year	8,719,052	6,235,169
	Other adjustments	-2,518	-5,046
		34,184,006	29,703,397
15	Changes in working capital		
	Change in inventories	5,759,781	159,450
	Change in receivables	-10,356,544	-734,191
	Change in trade and other payables	28,471,989	-10,082,847
		23,875,226	-10,657,588

16 Related party transactions

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

17 Events after the balance sheet date

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