

Rodenstock Danmark A/S
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Rodenstock Danmark A/S

Annual report 2023

The annual report was presented and adopted at the
Company's annual general meeting

on _____ 20 _____

chairman

Contents

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review	6
Operating review	6
Financial statements 1 January – 31 December	7
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes	11

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 Rodenstock Danmark A/S for the financial year 1 January – 31 December 2023.

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

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

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

Aarhus, 26 April 2024.

Executive Board:

Thomas Grouleff

Jørgen Greve

Board of Directors:

Martin Patrick Hirsch
Chairman

Thomas Grouleff

Marcus Enrico Desimoni



Independent auditor's report

To the shareholders of Rodenstock Danmark A/S

Opinion

We have audited the financial statements of Rodenstock Danmark A/S for the financial year 1 January – 31 December 2023, comprising income statement, balance sheet and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023 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 financial statements" section of our report.

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

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

Management's responsibility for the financial statements

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

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



Independent auditor's report

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 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 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 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 Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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



Independent auditor's report

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.

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 Statement Act. We did not identify any material misstatement of the Management's review.

Aarhus, 26 April 2024

KPMG

Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Mikkel Trabjerg Knudsen
State Authorised
Public Accountant
mne34459

Management's review

Operating review

Principal activities

Rodenstock Danmark A/S' business activity is to purchase and sell ophthalmic optics to the Danish market.

Development in activities and financial position

The income statement for 2023 shows a profit of DKK 1,784,224 as against DKK 1,974,429 last year. The balance sheet shows equity of DKK 8,184,224. The financial year 2023 was characterized by a decreasing market in which Rodenstock increased its share. The cost structure was consistent with the structure in 2022. The Company performed satisfying in 2023.

Outlook

Also in 2024, positive earnings are expected.

Financial statements 1 January – 31 December

Income statement

DKK	Note	2023	2022
Gross profit	2	16.004.541	15.995.815
Staff costs	3	-12.021.426	-11.867.155
Depreciation on leasing assets		-1.366.232	-1.284.955
Depreciation on, amortisation of and impairment losses on property, plant, equipment and of Intangible assets		-116.023	-69.153
Operating profit		2.500.860	2.774.552
Financial income	4	54.810	868
Financial expenses	5	-238.211	-189.405
Profit before tax		2.317.459	2.586.015
Tax on profit for the year		-533.235	-611.586
Profit for the year		1.784.224	1.974.429
Proposed profit appropriation			
Proposed dividend for the year		1.784.224	1.974.429
		1.784.224	1.974.429

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	2023	2022
ASSETS			
Non-current assets			
Intangible assets, software		57.696	0
		<u>57.696</u>	<u>0</u>
Property, plant and equipment			
Land and buildings	6	815.708	1.631.418
Fixtures and fittings, tools and equipment	6	3.733.545	337.619
		<u>4.549.253</u>	<u>1.969.037</u>
Investments			
Deposits		369.380	369.380
Total non-current assets		<u>4.976.329</u>	<u>2.338.416</u>
Current assets			
Inventories		2.983.160	1.464.249
Receivables			
Trade receivables		17.421.095	14.140.412
Receivables from group entities		308.249	407.709
Other receivables		426	843
Deferred tax assets		25.756	0
Prepayments		656.254	957.086
		<u>18.411.780</u>	<u>15.506.050</u>
Cash at bank and in hand		<u>1.036.919</u>	<u>790.433</u>
Total current assets		<u>22.431.859</u>	<u>17.760.732</u>
TOTAL ASSETS		<u><u>27.408.188</u></u>	<u><u>20.099.148</u></u>

Financial statements 1 January – 31 December

Balance sheet

DKK		2023	2022
EQUITY AND LIABILITIES	Note		
Equity			
Share capital		6.400.000	6.400.000
Proposed dividend for the year		1.784.224	1.974.429
Total equity		<u>8.184.224</u>	<u>8.374.429</u>
Provisions			
Other provisions		556.467	589.289
Provision for deferred tax		0	59.170
Total provisions		<u>556.467</u>	<u>648.459</u>
Liabilities other than provisions			
Non-current liabilities other than provisions			
Other payables		1.415.968	1.422.439
Leasing liabilities		742.700	852.715
Total non-current liabilities other than provisions		<u>2.158.668</u>	<u>2.275.154</u>
Current liabilities other than provisions			
Leasing liabilities		1.160.518	1.064.242
Trade payables		883.240	686.543
Payables to group entities		11.783.169	3.784.274
Current income tax		315.088	81.983
Other payables		2.366.814	3.184.064
Total current liabilities other than provisions		<u>16.508.829</u>	<u>8.801.106</u>
Total liabilities other than provisions		<u>18.667.497</u>	<u>11.076.260</u>
TOTAL EQUITY AND LIABILITIES		<u><u>27.408.188</u></u>	<u><u>20.099.148</u></u>

Financial statements 1 January – 31 December

Statement of changes in equity

DKK	Contributed capital	Proposed dividend	Total
Balance at 1 January 2023	6.400.000	1.974.429	8.374.429
Distributed dividend		-1.974.429	-1.974.429
Transferred over the profit appropriation	0	1.784.224	1.784.224
Balance at 31 December 2023	<u>6.400.000</u>	<u>1.784.224</u>	<u>8.184.224</u>

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Rodenstock Danmark A/S for 2023 has been presented in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with option from higher reporting classes.

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

With reference to the true and fair view laid down in the Danish Financial Statements Act, the Company has made some reclassifications to individual items in the income statement and balance sheet. The reclassifications have affected the items staff costs, other external expenses and other payables but have no impact on results before tax, results for the year or equity. Comparative figures have been reclassified accordingly.

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 recognized 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.

Gross profit

With reference to section 32 of the Danish Financial Statements Act, the items 'Revenue', 'Cost of sale', 'Other external costs' and 'Other operating income' are aggregated into one item named "Gross profit".

Revenue

Income from the sale of goods for resale and finished goods is recognized in revenue at the date of when goods or services provided to customers at the amounts to which the Company is expected to be entitled for the provision of these goods or services.

Revenue is measured net of all types of discounts/rebates granted. Also, revenue is measured net of VAT.

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year. This item also comprises direct costs for goods for resale and changes to inventory of goods for resale.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (Continued)

Other external costs

Other external costs comprise costs relating to the entity's core activities, including costs relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

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

Financial income and expenses

Financial income and expenses are recognized in the income statement at the amounts relating to the financial year. Financial income and expenses comprise interest income and interest expense, costs relating to finance leases, realized and unrealized gains and losses on securities, payables and transactions in foreign currencies, amortization of financial assets and liabilities as well as

Tax on profit/loss for the year

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

Balance sheet

Non-current assets

Items of Intangible assets, software are measured at cost less accumulated depreciation and impairment losses. Cost comprises the purchase price and costs directly related to the acquisition until the date on which the asset is ready for use.

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:

Intangible assets, software	5 years
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Financial statements 1 January – 31 December

Notes

1 Accounting policies (Continued)

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost comprises the purchase price and costs directly related to the acquisition until the date on which the asset is ready for use.

Leasehold improvements and Fixtures and fittings, tools and equipment 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:

Land and buildings	5 years
Leasehold improvements	5 years
Fixtures and fittings, tools and equipment	3-8 years

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

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.

Impairment of assets

Every year, intangible assets and property, plant and equipment are tested for indications of impairment. Where there is evidence of impairment, an impairment test is made for each individual asset or group of assets, respectively, generating independent cash flows.

The assets are written down to the higher of the value in use and the net selling price of the asset or group of assets (recoverable amount) if it is lower than the carrying amount. Where an impairment loss is recognised on a group of assets, a loss must initially be allocated to goodwill and then to the other assets on a pro rata basis.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (Continued)

Leased assets and lease liabilities (IFRS 16)

When entering into a contract, the Company assesses whether the contract is a lease or contains a lease component. A lease is defined as a contract or part of a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration. When assessing whether a contract contains a lease component, it must be considered whether, during the period of use, the lessee has the right to substantially all economic benefits from the use of the identified asset and the right to direct the use of the identified asset.

The Company recognises a right-of-use asset and a lease liability at the commencement date.

The Company leases cars including a service component in the payments to the lessor. This service is separated from the lease payment when measuring the lease liability. If the Company is unable to reliably separate lease components and non-lease components, it is considered a single lease component.

Lease liabilities recognised as "Credit institutions and interest-bearing liabilities" are initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses its incremental borrowing rate.

The lease payments consist of fixed and variable lease payments that depend on an index or a rate, guaranteed residual values, purchase options and extension options if the Company is reasonably certain to exercise the option and termination penalties if the lease term reflects the Company exercising an option to terminate the lease. The lease liability is subsequently adjusted as follows if:

The value of the index or rate on which the lease payments are based is changed.

The exercise of options is changed in order to extend or terminate the lease due to significant events or a significant change in circumstances within the Company's control.

The lease term is changed if the option is exercised in order to extend or terminate the lease.

Estimated residual value guarantee is changed.

The contract is renegotiated or modified.

Any subsequent adjustment of the future lease liability is recognised as an adjustment to the right-of-use asset. If the carrying amount of the right-of-use asset is DKK 0, a negative adjustment to the right-of-use asset is, however, recognised in the income statement.

The right-of-use asset is initially measured at cost comprising amount of initial measurement of the lease liability plus any initial direct costs and any estimated costs of dismantling and removal of the asset at the end of the lease term which the Company is under an obligation to incur and any prepaid lease payments and less any lease incentives received.

Financial statements 1 January – 31 December

Notes

Accounting policies (Continued)

1

The right-of-use asset is depreciated over the shorter of the lease term and the useful life of the right-of-use asset.

Short-term leases with a maximum lease term of 12 months and leases for low-value assets are not recognised in the balance sheet.

Inventories

Inventories are measured at the lower of cost, measured by reference to the FIFO method, and net realisable value.

Goods for resale are measured at cost, which comprises the cost of acquisition plus delivery costs as well as other costs directly attributable to the acquisition.

The net realisable value of inventories is calculated as the selling price 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 which usually corresponds to nominal value.

Write-downs are made for bad debts on the basis of objective evidence that a receivable or a group of receivables are impaired. Write-downs are made to the lower of net realisable value and the carrying amount.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (Continued)

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 measured on the planned use of the asset or settlement of the liability, respectively. However, deferred tax is not recognised on temporary differences relating to office buildings non-deductible for tax purposes and other items where temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carry forwards, 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. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Provisions

Provisions comprise anticipated costs of warranty costs. Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation. Provisions are measured at value in use.

Warranties comprise obligations to make good any defects within the warranty period. Provisions are recognised based on the Company's experience with warranties. Provisions expected to be maintained for more than one year from the balance sheet date are discounted at a rate reflecting risk and the due date for payment.

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.

Other liabilities are measured at net realisable value.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (Continued)

Provisions

Provisions comprise anticipated costs of warranty costs. Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation. Provisions are measured at value in use.

Warranties comprise obligations to make good any defects within the warranty period. Provisions are recognised based on the Company's experience with warranties. Provisions expected to be maintained for more than one year from the balance sheet date are discounted at a rate reflecting risk and the due date for payment.

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.

Other liabilities are measured at net realisable value.

Financial statements 1 January – 31 December

Notes

	2023	2022
2 Gross profit		
Gross profit contains government compensation related to Covid-19:		
Fixed cost compensation	0	30.815
Salary compensation	1.804	0
	1.804	30.815
3 Staff costs		
Wages and salaries	11.865.578	11.604.791
Pensions	1.040.801	1.003.731
Other social security costs	203.077	190.992
Intercompany charges	-1.088.030	-932.359
	12.021.426	11.867.155
 Average number of full-time employees	 21	 21
4 Financial income		
Interest income from group affiliates	53.120	0
Other financial income	1.690	868
	54.810	868
5 Financial expenses		
Interest expense to group affiliates	66.075	0
Interest expense IFRS16 leasing assets	96.297	96.471
Other financial expense	75.839	92.934
	238.211	189.405

Financial statements 1 January – 31 December

Notes

6 Property, plant and equipment

DKK	<u>Land and buildings</u>	<u>Fixtures and fittings, tools and equipment</u>
Own assets		
Cost at 1 January 2023		1.166.297
Additions		<u>2.753.395</u>
Cost at 31 December 2023		<u>3.919.692</u>
Depreciation at 1st January 2023		1.069.903
Depreciation for the year		<u>115.045</u>
Depreciation at 31 December 2023		<u>1.184.948</u>
Carrying amount at 31 December 2023		<u><u>2.734.744</u></u>
Leased assets		
Cost at 1 January 2023	2.413.862	1.647.715
Additions		<u>1.308.099</u>
Cost at 31 December 2023	<u>2.413.862</u>	<u>2.955.814</u>
Depreciation at 1st January 2023	782.444	1.406.490
Depreciation for the year	<u>815.710</u>	<u>550.523</u>
Depreciation at 31 December 2023	<u>1.598.154</u>	<u>1.957.013</u>
Carrying amount at 31 December 2023	<u><u>815.708</u></u>	<u><u>998.801</u></u>
Total	<u><u>815.708</u></u>	<u><u>3.733.545</u></u>

Financial statements 1 January – 31 December

Notes

7 Mortgages and collateral

No collateral was provided for loans at 31 December 2023.

8 Related parties and ownership

Rodenstock Danmark A/S' related parties comprise the following:

Ownership

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

Iris InvestCo SARL
Boulevard de la Foire 1-3
L1528 Luxembourg

The consolidated financial statements of Iris InvestCo SARL can be obtained at the address above.