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Four Design A/S

Fåborgvej 14, 5854 Gislev
CVR no. 63 57 84 28

Annual report for the financial year 01.07.17 - 30.06.18

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 03.10.18

Alistair Storrar Gough
Dirigent

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The company

Four Design A/S
Fåborgvej 14
5854 Gislev
Tel.: 62 29 11 32
Fax: 62 29 20 88
Registered office: Gislev
CVR no.: 63 57 84 28
Financial year: 01.07 - 30.06
38. regnskabsår

Executive Boards

Ervin Keldorff

Board Of Directors

Alistair Storrar Gough, chairman
Stephen Alan Thomas
Ervin Keldorff
Peter Gudemoos Jørgensen
Christian Julin Markenfeldt

Auditors

RSM Beierholm
Statsautoriseret Revisionspartnerselskab

Bank

Danske Bank

Parent company

OCEE International Limited, England

Statement of the Board of Directors and Executive Board on the annual report

We have on this day presented the annual report for the financial year 01.07.17 - 30.06.18 for Four Design A/S.

The annual report is presented in accordance with 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 as at 30.06.18 and of the results of the company's activities and cash flows for the financial year 01.07.17 - 30.06.18.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Gislev, September 14, 2018

Executive Boards

Ervin Keldorff

Board Of Directors

Alistair Storrar Gough
Chairman

Stephen Alan Thomas

Ervin Keldorff

Peter Gudemoos Jørgensen

Christian Julin
Markenfeldt

To the Shareholder of Four Design A/S

Opinion

We have audited the financial statements of Four Design A/S for the financial year 01.07.17 - 30.06.18, which comprise the income statement, balance sheet, statement of changes in equity, cash flow statement and notes, inclusive of accounting policies. The financial statements are prepared in accordance with 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 30.06.18 and of the results of the company's operations and cash flows for the financial year 01.07.17 - 30.06.18 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing 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' 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 requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement regarding the management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Acts. We did not identify any material misstatement of management's review.

Management's responsibility for the financial statements

The Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the 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.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's 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.

Odense, September 14, 2018

RSM Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Henrik Welinder

State Authorized Public Accountant
MNE-no. mne23366

FINANCIAL HIGHLIGHTS**Key figures**

Figures in DKK '000	2017/18	2016/17	2015/16	2014/15	2013/14
<i>Profit/loss</i>					
Profit/loss before depreciation, amortisation, write-downs and impairment losses	17.491	20.683	11.587	5.548	4.260
Operating profit/loss	15.666	18.611	10.018	4.180	3.224
Total net financials	423	-45	-165	-430	-265
Profit/loss for the year	12.539	14.458	7.668	2.908	2.274
<i>Balance</i>					
Total assets	70.377	53.034	52.199	47.084	40.537
Investments in property, plant and equipment	1.232	2.279	680	2.675	2.686
Equity	41.707	29.168	28.710	24.042	21.134

Ratios

	2017/18	2016/17	2015/16	2014/15	2013/14
<i>Profitability</i>					
Return on equity	35%	50%	29%	13%	11%
<i>Equity ratio</i>					
Equity interest	59%	55%	55%	51%	52%

Return on equity:	$\frac{\text{Profit/loss for the year} \times 100}{\text{Average equity}}$
Equity interest:	$\frac{\text{Equity, end of year} \times 100}{\text{Total assets}}$

Primary activities

The core activity of the company is production, development and sale of furnitures.

Development in activities and financial affairs

The income statement for the period 01.07.17 - 30.06.18 shows a profit/loss of DKK 12,538,945 against DKK 14,458,442 for the period 01.07.16 - 30.06.17. The balance sheet shows equity of DKK 41,706,998.

The management considers the net profit for the year to be satisfactory.

The earnings expectations for the year 2017/18 were a net profit as last year. The objective was not met primarily due to more costs.

Outlook

The company expects that revenue will be on par with last year. As a result operating profit is expected being at the same level as last year.

Subsequent events

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

Income statement

Note	2017/18 DKK	2016/17 DKK
	51.450.084	52.250.707
Gross profit		
1 Staff costs	-33.959.240	-31.567.547
	17.490.844	20.683.160
Profit/loss before depreciation, amortisation, write-downs and impairment losses		
Depreciation, amortisation, impairment losses and write-downs of property, plant and equipment	-1.824.628	-2.072.249
	15.666.216	18.610.911
Profit/loss before net financials		
2 Financial income	451.885	14.021
3 Financial expenses	-28.995	-59.190
	16.089.106	18.565.742
Profit/loss before tax		
4 Tax on profit or loss for the year	-3.550.161	-4.107.300
	12.538.945	14.458.442
Profit/loss for the year		
Proposed appropriation account		
Extraordinary dividend for the financial year	0	14.000.000
Proposed dividend for the financial year	12.500.000	0
Retained earnings	38.945	458.442
	12.538.945	14.458.442
Total		

ASSETS		30.06.18	30.06.17
		DKK	DKK
Note			
	Land and buildings	6.143.892	6.024.953
	Plant and machinery	3.729.183	4.406.233
	Other fixtures and fittings, tools and equipment	741.423	775.817
6	Total property, plant and equipment	10.614.498	11.207.003
	Total non-current assets	10.614.498	11.207.003
	Raw materials and consumables	11.540.512	14.202.593
	Manufactured goods and goods for resale	756.668	476.747
	Total inventories	12.297.180	14.679.340
	Trade receivables	4.514.029	4.768.458
	Receivables from group enterprises	35.095.940	19.192.758
	Other receivables	1.360.485	1.702.375
7	Prepayments	898.829	152.815
	Total receivables	41.869.283	25.816.406
	Cash	5.596.087	1.331.660
	Total current assets	59.762.550	41.827.406
	Total assets	70.377.048	53.034.409

EQUITY AND LIABILITIES		30.06.18	30.06.17
		DKK	DKK
Note			
	Share capital	500.000	500.000
	Retained earnings	28.706.998	28.668.053
	Proposed dividend for the financial year	12.500.000	0
	Total equity	41.706.998	29.168.053
8	Provisions for deferred tax	593.584	651.071
	Total provisions	593.584	651.071
	Trade payables	13.522.599	7.790.997
	Income taxes	3.607.648	4.125.638
	Other payables	10.946.219	11.298.650
	Total short-term payables	28.076.466	23.215.285
	Total payables	28.076.466	23.215.285
	Total equity and liabilities	70.377.048	53.034.409

9 Contingent liabilities

10 Charges and security

11 Related parties

Statement of changes in equity

Figures in DKK	Share capital	Retained earnings	Proposed dividend for the financial year
Statement of changes in equity for 01.07.17 - 30.06.18			
Balance pr. 01.07.17	500.000	28.668.053	0
Net profit/loss for the year	0	38.945	12.500.000
Balance as at 30.06.18	500.000	28.706.998	12.500.000

Cash flow statement

Note	2017/18 DKK	2016/17 DKK
Net profit/loss for the year	12.538.945	14.458.442
12 Adjustments	4.951.899	6.038.144
Change in working capital:		
Inventories	2.382.160	3.066.280
Receivables	-20.178.515	-2.641.569
Other payables relating to operating activities	5.379.171	1.189.964
Cash flows from operating activities before net financials	5.073.660	22.111.261
Interest income and similar income received	451.885	14.021
Interest expenses and similar expenses paid	-28.995	-59.190
Cash flows from operating activities	5.496.550	22.066.092
Purchase of property, plant and equipment	-1.232.123	-2.278.924
Sale of property, plant and equipment	0	465.000
Cash flows from investing activities	-1.232.123	-1.813.924
Dividend paid	0	-14.000.000
Cash flows from financing activities	0	-14.000.000
Total cash flows for the year	4.264.427	6.252.168
Cash, beginning of year	1.331.660	0
Short-term payables to credit institutions, beginning of year	0	-4.920.508
Cash, end of year	5.596.087	1.331.660
Cash, end of year, comprises:		
Cash	5.596.087	1.331.660
Total	5.596.087	1.331.660

	2017/18 DKK	2016/17 DKK
1. Staff costs		
Wages and salaries	30.986.282	28.858.034
Pensions	1.641.413	1.578.352
Other social security costs	563.524	602.916
Other staff costs	768.021	528.245
Total	33.959.240	31.567.547
Average number of employees during the year	56	54

2. Financial income

Interest, group enterprises	437.385	0
Other interest income	0	14.021
Other financial income	14.500	0
Other financial income	14.500	14.021
Total	451.885	14.021

3. Financial expenses

Other interest expenses	28.995	38.924
Other financial expenses	0	20.266
Total	28.995	59.190

	2017/18 DKK	2016/17 DKK
4. Tax on profit or loss for the year		
Current tax for the year	3.607.648	4.125.638
Adjustment of deferred tax for the year	-57.487	-18.338
Total	3.550.161	4.107.300

5. Distribution of net profit

Extraordinary dividend for the financial year	0	14.000.000
Proposed dividend for the financial year	12.500.000	0
Retained earnings	38.945	458.442
Total	12.538.945	14.458.442

6. Property, plant and equipment

Figures in DKK	Land and buildings	Plant and machinery	Other fixtures and fittings, tools and equipment
Cost pr. 01.07.17	12.944.236	8.539.244	1.686.167
Additions during the year	634.145	474.587	123.391
Disposals during the year	0	-591.072	-76.375
Cost as at 30.06.18	13.578.381	8.422.759	1.733.183
Depreciation and impairment losses pr. 01.07.17	-6.919.283	-4.133.011	-910.350
Depreciation during the year	-515.206	-1.151.637	-157.785
Reversal of depreciation of and impairment losses on disposed assets	0	591.072	76.375
Depreciation and impairment losses as at 30.06.18	-7.434.489	-4.693.576	-991.760
Carrying amount as at 30.06.18	6.143.892	3.729.183	741.423

	30.06.18	30.06.17
	DKK	DKK

7. Prepayments

Other prepayments	898.829	152.815
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8. Deferred tax

Additions relating to mergers and acquisition of enterprises pr. 01.07.17	651.071	590.949
Deferred tax recognised in the income statement	-57.487	60.122
Additions relating to mergers and acquisition of enterprises as at 30.06.18	593.584	651.071

9. Contingent liabilities

Lease commitments

The company has concluded lease agreements with terms to maturity of 10 months and average lease payments of TDKK 73, a total of TDKK 734.

Recourse guarantee commitments

The company has provided a guarantee for group enterprises' debt to credit institutions. The guarantee is unlimited.

Other contingent liabilities

The company is taxed jointly with the other Danish companies in the group and has joint, several and unlimited liability for income taxes and any obligations to withhold tax at source on interest, royalties and dividends for the jointly taxed companies. The total known tax liability for the jointly taxed companies is TDKK 3.607 at the balance sheet date, of which TDKK 3.607 is recognised in the balance sheet. The liability also includes any subsequent corrections to the calculated tax liability as a consequence of changes made to the jointly taxable income etc.

10. Charges and security

The company has issued mortgage deeds registered to the mortgagor in the total amount of TDKK 2.700 secured upon land and buildings with a carrying amount of TDKK 6.144. The mortgage deeds registered to the mortgagor comprise a total of TDKK 2.000 provided as security for debt to credit institutions, whereas mortgage deeds registered to the mortgagor in the total amount of TDKK 700 are in the possession of the company.

11. Related parties

The company is included in the consolidated financial statements of the parent Four Design Group Limited, Denmark.

	2017/18	2016/17
	DKK	DKK
12. Adjustments for the cash flow statement		
Other operating income	0	-186.574
Depreciation, amortisation, impairment losses and write-downs	1.824.628	2.072.249
Financial income	-451.885	-14.021
Financial expenses	28.995	59.190
Tax on profit or loss for the year	3.550.161	4.107.300
Total	4.951.899	6.038.144

13. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for medium-sized enterprises in reporting class C with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets, inventories and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

13. Accounting policies - continued -**LEASES**

Lease payments relating to operating leases are recognised in the income statement on a straight-line basis over the lease term.

INCOME STATEMENT**Gross profit**

Gross profit comprises revenue, change in inventories of finished goods and work in progress, other operating income and raw materials and consumables and other external expenses.

Revenue

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Change in inventories of finished goods and work in progress

Change in inventories of finished goods and work in progress comprises adjustments in inventories of finished goods and work in progress for the year, including write-downs of inventories of finished goods and work in progress to the extent that these do not exceed normal write-downs.

Other operating income

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including rental income, negative goodwill and gains on the sale of intangible assets and property, plant and equipment.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise raw materials and consumables used for the year as well as any changes in inventories, including any inventory wastage.

Write-downs of inventories of raw materials and consumables are also recognised under raw materials and consumables to the extent that these do not exceed normal write-downs.

13. Accounting policies - continued -**Other external expenses**

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

Depreciation and impairment losses

The depreciation of property, plant and equipment aim at systematic depreciation over the expected useful lives of the assets. Assets are depreciated according to the straight-line method based on the following expected useful lives and residual values:

	Useful lives, years	Residual value, per cent
Buildings	10-40	0
Plant and machinery	5-10	0
Other plant, fixtures and fittings, tools and equipment	3-5	0

Land is not depreciated.

The basis of depreciation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and

13. Accounting policies - continued -

directly in equity with the portion attributable to amounts recognised directly in equity.

The company is jointly taxed with Danish consolidated enterprises.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

BALANCE SHEET**Property, plant and equipment**

Property, plant and equipment comprise land and buildings, plant and machinery as well as other fixtures and fittings, tools and equipment.

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

The total cost of an asset is decomposed into separate components that are depreciated separately if the useful lives of the individual components vary.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Depreciation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

13. Accounting policies - continued -

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

Inventories

Inventories are measured at cost calculated according to the FIFO principle. Inventories are written down to the lower of cost and net realisable value.

The cost of raw materials and consumables as well as goods for resale is determined as purchase prices plus expenses resulting directly from the purchase.

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

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Prepayments

Prepayments recognised under assets comprise costs incurred in respect of subsequent financial years.

13. Accounting policies - continued -**Cash**

Cash includes deposits in bank accounts as well as operating cash.

Current and deferred tax

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

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

13. Accounting policies - continued -**CASH FLOW STATEMENT**

The cash flow statement is prepared using the indirect method, showing cash flows from operating, investing and financing activities as well as cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities comprise the net profit or loss for the year, adjusted for non-cash operating items, income tax paid and changes in working capital.

Cash flows from investing activities comprise payments in connection with the acquisition and divestment of companies and financial assets as well as the purchase, development, improvement and sale of intangible assets and property, plant and equipment.

Cash flows from financing activities comprise changes in the company's share capital and associated costs and financing from and dividends paid to shareholders as well as the arrangement and repayment of long-term payables.

Cash and cash equivalents at the beginning and end of the year comprise cash and short-term payables to credit institutions.