

**MANN+HUMMEL Vokes Air
A/S**
Avedøreholmen 88
2650 Hvidovre
Central Business Registration No
69474012

Annual report 2018

The Annual General Meeting adopted the annual report on 15.04.2019

Chairman of the General Meeting

Name: Johnny Hauballe

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Entity details

Entity

MANN+HUMMEL Vokes Air A/S
Avedøreholmen 88
2650 Hvidovre

Central Business Registration No: 69474012
Registered in: Hvidovre
Financial year: 01.01.2018 - 31.12.2018

Phone: +4536496600
Website: www.vokesair.com
E-mail: info-dk@vokesair.com

Board of Directors

Sean Cromie, Chairman
Klaus Philipp Heldmann
Johnny Hauballe

Executive Board

Johnny Hauballe, Chief Executive Officer

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
Postboks 1600
0900 København C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of MANN+HUMMEL Vokes Air A/S for the financial year 01.01.2018 - 31.12.2018.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Hvidovre, 15.04.2019

Executive Board

Johnny Hauballe
Chief Executive Officer

Board of Directors

Sean Cromie
Chairman

Klaus Philipp Heldmann

Johnny Hauballe

Independent auditor's reports

To the shareholders of MANN+HUMMEL Vokes Air A/S

Report on extended review of the financial statements

We have performed an extended review of the financial statements of MANN+HUMMEL Vokes Air A/S for the financial year 01.01.2018 - 31.12.2018. The financial statements, which comprise the income statement, balance sheet, statement of changes in equity, notes and accounting policies, are prepared in accordance with the Danish Financial Statements Act.

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 as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements. We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors.

This requires that we comply with the Danish Public Accountants Act and FSR – Danish Auditors' Code of Conduct and plan and perform procedures to obtain limited assurance about our opinion on the financial statements and that we perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our opinion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity personnel, performing analytical procedures and specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

Conclusion

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018 in accordance with the Danish Financial Statements Act.

Statement on the management commentary

Management is responsible for the management commentary.

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

Independent auditor's reports

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

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

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

København, 15.04.2019

Deloitte

Statsautoriseret Revisionspartnerselskab

Central Business Registration No: 33963556

Claus Jorch Andersen

State Authorised Public Accountant

Identification number (MNE) mne33712

Management commentary

Primary activities

The Entity's core business is to sell filters.

Development in activities and finances

This year the Entity realised a proffit of DKK 752 thousand after which equity amounts to DKK 8,157 thousand.

Management considers the performance as expected.

Events after the balance sheet date

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

Income statement for 2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK'000</u>
Gross profit		7.518.426	7.403
Staff costs	1	(6.449.632)	(6.717)
Depreciation, amortisation and impairment losses	2	(43.050)	(302)
Operating profit/loss		1.025.744	384
Other financial income	3	136	0
Other financial expenses	4	(48.050)	(61)
Profit/loss before tax		977.830	323
Tax on profit/loss for the year	5	(228.099)	(74)
Profit/loss for the year		749.731	249
Proposed distribution of profit/loss			
Ordinary dividend for the financial year		2.235.000	0
Retained earnings		(1.485.269)	249
		749.731	249

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK'000</u>
Goodwill		0	0
Intangible assets	6	0	0
Other fixtures and fittings, tools and equipment		167.534	99
Property, plant and equipment	7	167.534	99
Other receivables		150.000	150
Deferred tax		949	51
Fixed asset investments	8	150.949	201
Fixed assets		318.483	300
Raw materials and consumables		1.702.174	1.431
Inventories		1.702.174	1.431
Trade receivables		3.151.325	2.556
Receivables from group enterprises	9	494	4.882
Other receivables		75.000	0
Income tax receivable		0	137
Prepayments		90.487	95
Receivables		3.317.306	7.670
Cash		7.429.398	1.681
Current assets		12.448.878	10.782
Assets		12.767.361	11.082

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK'000</u>
Contributed capital	10	1.875.000	1.875
Retained earnings		4.045.114	5.530
Proposed dividend		2.235.000	0
Equity		<u>8.155.114</u>	<u>7.405</u>
Trade payables		550.073	639
Payables to group enterprises		1.125.577	344
Income tax payable		126.191	0
Other payables		2.810.406	2.694
Current liabilities other than provisions		<u>4.612.247</u>	<u>3.677</u>
Liabilities other than provisions		<u>4.612.247</u>	<u>3.677</u>
Equity and liabilities		<u>12.767.361</u>	<u>11.082</u>
Unrecognised rental and lease commitments	11		

Statement of changes in equity for 2018

	Contributed capital DKK	Retained earnings DKK	Proposed dividend DKK	Total DKK
Equity beginning of year	1.875.000	5.530.383	0	7.405.383
Profit/loss for the year	0	(1.485.269)	2.235.000	749.731
Equity end of year	1.875.000	4.045.114	2.235.000	8.155.114

Notes

	2018	2017
	DKK	DKK'000
1. Staff costs		
Wages and salaries	6.248.305	6.586
Pension costs	121.831	54
Other social security costs	79.496	77
	6.449.632	6.717
Average number of employees	12	13
	2018	2017
	DKK	DKK'000
2. Depreciation, amortisation and impairment losses		
Amortisation of intangible assets	0	257
Depreciation of property, plant and equipment	43.050	45
	43.050	302
	2018	2017
	DKK	DKK'000
3. Other financial income		
Interest income	136	0
	136	0
	2018	2017
	DKK	DKK'000
4. Other financial expenses		
Financial expenses from group enterprises	7.478	46
Interest expenses	40.572	15
	48.050	61
	2018	2017
	DKK	DKK'000
5. Tax on profit/loss for the year		
Tax on current year taxable income	178.191	77
Change in deferred tax for the year	49.637	(4)
Adjustment concerning previous years	271	1
	228.099	74

Notes

	Goodwill	
	DKK	
	<u> </u>	
6. Intangible assets		
Cost beginning of year	1.715.266	
Disposals	<u>(1.715.266)</u>	
Cost end of year	<u>0</u>	
Amortisation and impairment losses beginning of year	(1.715.266)	
Reversal regarding disposals	<u>1.715.266</u>	
Amortisation and impairment losses end of year	<u>0</u>	
Carrying amount end of year	<u>0</u>	
		Other
		fixtures and
		fittings,
		tools and
		equipment
		DKK
		<u> </u>
7. Property, plant and equipment		
Cost beginning of year	1.379.520	
Additions	<u>111.668</u>	
Cost end of year	<u>1.491.188</u>	
Depreciation and impairment losses beginning of the year	(1.280.604)	
Depreciation for the year	<u>(43.050)</u>	
Depreciation and impairment losses end of the year	<u>(1.323.654)</u>	
Carrying amount end of year	<u>167.534</u>	
	Other	Deferred tax
	receivables	DKK
	<u> </u>	<u> </u>
8. Fixed asset investments		
Cost beginning of year	150.000	50.585
Disposals	<u>0</u>	<u>(49.636)</u>
Cost end of year	<u>150.000</u>	<u>949</u>
Carrying amount end of year	<u>150.000</u>	<u>949</u>

Notes

9. Receivables from group enterprises

Receivables from group enterprises comprise a group cash pool scheme between the Group's bank connections and MANN+HUMMEL Vokes Air A/S. The cash pool scheme amounts to DKK 494 in 2018 compared to DKK 4.8 million in 2017.

	<u>Number</u>	<u>Par value DKK</u>	<u>Nominal value DKK</u>
10. Contributed capital			
Ordinary shares	1.875	1.000	1.875.000
	1.875		1.875.000

	<u>2018 DKK</u>	<u>2017 DKK'000</u>
11. Unrecognised rental and lease commitments		
Hereof liabilities under rental or lease agreements until maturity in total	1.793.992	1.149

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant inventories.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Accounting policies

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, net capital gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Goodwill

Goodwill is the positive difference between cost and value in use of assets and liabilities taken over as part of the acquisition. Goodwill is amortised straight-line over its estimated useful life which is fixed based on the experience gained by Management for each business area. Useful life is determined based on an assessment of whether the enterprises are strategically acquired enterprises with a strong market position and a long-term earnings profile and whether the amount of goodwill includes intangible resources of a temporary nature that cannot be separated and recognised as separate assets. If it is not possible to estimate the useful life reliably, it is set at 10 years. Useful lives are reassessed on an annual basis. The amortisation periods used are 5 years.

Goodwill is written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Accounting policies

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	5-10 years
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Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Inventories

Inventories are measured at the lower of cost using the weighted average prices and net realisable value.

Cost consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year

Accounting policies

is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Income tax receivable or payable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax