

Dunlop Hiflex A/S

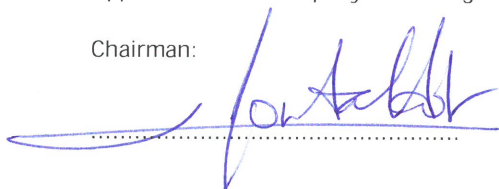
Vallensbækvej 24, 2605 Brøndby

CVR no. 69 80 02 11

Annual report 2018

Approved at the Company's annual general meeting on 22 May 2019

Chairman:

A handwritten signature in blue ink, appearing to read 'Jens Ege', is written over a horizontal dotted line.

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Dunlop Hiflex A/S for the financial year 1 January - 31 December 2018.

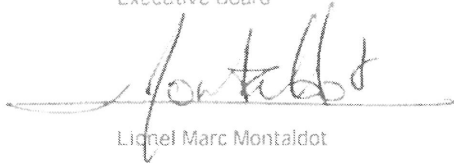
The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018.

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

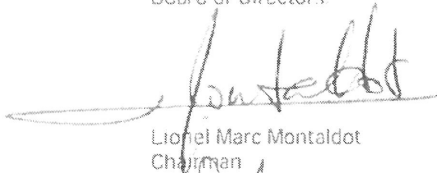
We recommend that the annual report be approved at the annual general meeting.

Brøndby, 22 May 2019
Executive Board



Lionel Marc Montaldot

Board of Directors:



Lionel Marc Montaldot
Chairman



Stefano Galbussera



Guido Gennasio

Pietro Gargano



Enrico Gennasio

Independent auditor's report

To the shareholders of Dunlop Hiflex A/S

Opinion

We have audited the financial statements of Dunlop Hiflex A/S for the financial year 1 January - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity 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 financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the 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 rules and requirements.

Management's responsibilities 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.

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 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 applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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 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.

Independent auditor's report

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 note 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.

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.

Copenhagen, 22 May 2019

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28



Kim Thomsen

State Authorised Public Accountant

mne26736

Management's review

Company details

Name	Dunlop Hiflex A/S
Address, Postal code, City	Vallensbækvej 24, 2605 Brøndby
CVR no.	69 80 02 11
Established	16 November 1982
Financial year	1 January - 31 December
Telephone	+45 43 25 40 00
Board of Directors	Lionel Marc Montaldot, Chairman Guido Gennasio Enrico Gennasio Stefano Galbussera Pietro Gargano
Executive Board	Lionel Marc Montaldot
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Osvold Helmuths Vej 4, P.O. Box 250, 2000 Frederiksberg, Denmark

Management commentary

Business review

The purpose of the company is to conduct business within trade and industry and other related companies and to act as a holding company for Danish and foreign production and trading companies.

Financial statements 1 January - 31 December

Income statement

Note	2018 DKK	2017 DKK'000
Gross margin	21,510,556	18,924
2 Staff costs	-17,525,403	-15,895
Amortisation/depreciation and impairment of intangible assets and property, plant and equipment	-1,007,663	-950
Profit before net financials	2,977,490	2,079
3 Financial income	109,669	143
4 Financial expenses	-134,182	-379
Profit before tax	2,952,977	1,843
5 Tax for the year	-660,048	-426
Profit for the year	2,292,929	1,417
 Recommended appropriation of profit		
Retained earnings	2,292,929	1,417
	<u>2,292,929</u>	<u>1,417</u>

Financial statements 1 January - 31 December

Balance sheet

Note	2018 DKK	2017 DKK'000
ASSETS		
Fixed assets		
6 Intangible assets		
Acquired intangible assets	1,105,835	1,505
	<u>1,105,835</u>	<u>1,505</u>
7 Property, plant and equipment		
Plant and machinery	2,709,569	2,317
Fixtures and fittings, other plant and equipment	31,015	68
	<u>2,740,584</u>	<u>2,385</u>
Investments		
Deposits, investments	792,368	782
	<u>792,368</u>	<u>782</u>
Total fixed assets	<u>4,638,787</u>	<u>4,672</u>
Non-fixed assets		
Inventories		
Finished goods and goods for resale	9,070,718	8,332
	<u>9,070,718</u>	<u>8,332</u>
Receivables		
Trade receivables	15,776,579	15,747
Receivables from group enterprises	745,430	1,113
Other receivables	4,507	2
Prepayments	727,412	273
	<u>17,253,928</u>	<u>17,135</u>
Cash	<u>4,132,991</u>	<u>2,198</u>
Total non-fixed assets	<u>30,457,637</u>	<u>27,665</u>
TOTAL ASSETS	<u>35,096,424</u>	<u>32,337</u>



Financial statements 1 January - 31 December

Balance sheet

Note		2018 DKK	2017 DKK'000
	EQUITY AND LIABILITIES		
	Equity		
8	Share capital	5,000,000	5,000
	Retained earnings	20,032,195	17,739
	Total equity	25,032,195	22,739
	Provisions		
	Deferred tax	99,512	76
	Other provisions	50,000	50
	Total provisions	149,512	126
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Trade payables	2,699,799	2,081
	Payables to group enterprises	3,467,555	3,650
	Corporation tax payable	218,829	358
	Other payables	3,509,846	3,344
	Deferred income	18,688	39
		9,914,717	9,472
	Total liabilities other than provisions	9,914,717	9,472
	TOTAL EQUITY AND LIABILITIES	35,096,424	32,337

- 1 Accounting policies
- 9 Contractual obligations and contingencies, etc.
- 10 Collateral
- 11 Related parties



Financial statements 1 January - 31 December

Statement of changes in equity

DKK	Share capital	Retained earnings	Total
Equity at 1 January 2018	5,000,000	17,739,266	22,739,266
Transfer through appropriation of profit	0	2,292,929	2,292,929
Equity at 31 December 2018	5,000,000	20,032,195	25,032,195

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Dunlop Hiflex A/S for 2018 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

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

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Income statement

Revenue

Income from the sale of goods for resale and finished goods, including sales of hoses and fittings for high and low pressure application to the OEM, MRO and Offshore market, is recognised in revenue when the most significant rewards and risks have been transferred to the buyer and provided the income can be measured reliably and payment is expected to be received. The date of the transfer of the most significant rewards and risks is based on standardised terms of delivery based on Incoterms® 2010.

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

Staff costs

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

Amortisation/depreciation

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment.

The basis of amortisation/depreciation, which is calculated as cost less any residual value, is amortised/depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Acquired intangible assets	10 years
Plant and machinery	5-13 years
Fixtures and fittings, other plant and equipment	1-5 years
Leasehold improvements	3-5 years

Tax

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.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Intangible assets

Other intangible assets include development projects and other acquired intangible rights, including software licences, distribution rights and development projects.

Other intangible assets are measured at cost less accumulated amortisation and impairment losses.

Property, plant and equipment

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

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

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

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

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

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and expenses required to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

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

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

Prepayments

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

Equity

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

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

Deferred tax is measured according to 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. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities

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

Other liabilities are measured at net realisable value.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

	2018 DKK	2017 DKK'000
2 Staff costs		
Wages/salaries	15,622,461	14,279
Pensions	1,201,574	1,154
Other social security costs	701,368	462
	<u>17,525,403</u>	<u>15,895</u>
Average number of full-time employees	<u>32</u>	<u>30</u>
3 Financial income		
Other financial income	109,669	143
	<u>109,669</u>	<u>143</u>
4 Financial expenses		
Other financial expenses	134,182	379
	<u>134,182</u>	<u>379</u>
	2018 DKK	2017 DKK'000
5 Tax for the year		
Estimated tax charge for the year	636,829	386
Deferred tax adjustments in the year	23,219	40
	<u>660,048</u>	<u>426</u>
6 Intangible assets		
DKK		Acquired intangible assets
Cost at 1 January 2018		4,461,838
Additions		22,350
Cost at 31 December 2018		<u>4,484,188</u>
Impairment losses and amortisation at 1 January 2018		2,956,872
Amortisation for the year		421,481
Impairment losses and amortisation at 31 December 2018		<u>3,378,353</u>
Carrying amount at 31 December 2018		<u>1,105,835</u>

Financial statements 1 January - 31 December

Notes to the financial statements

7 Property, plant and equipment

DKK	Plant and machinery	Fixtures and fittings, other plant and equipment	Total
Cost at 1 January 2018	8,079,511	3,386,666	11,466,177
Additions	941,640	0	941,640
Cost at 31 December 2018	9,021,151	3,386,666	12,407,817
Impairment losses and depreciation at 1 January 2018	5,762,616	3,318,432	9,081,048
Depreciation	548,966	37,219	586,185
Impairment losses and depreciation at 31 December 2018	6,311,582	3,355,651	9,667,233
Carrying amount at 31 December 2018	2,709,569	31,015	2,740,584

8 Share capital

The Company's share capital has remained DKK 5,000,000 in the past year.

9 Contractual obligations and contingencies, etc.

Other financial obligations

Other rent and lease liabilities:

	2018 DKK	2017 DKK'000
Rent and lease liabilities	5,226,190	6,768

10 Collateral

As security for the Company's debt to certain creditors, the Company has provided bank payment guarantees for a total amount of DKK 448,630.

11 Related parties

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
AlfaGomma SpA	Via Torri Bianchi 1, 20871 Vimercate, Monza Brianza, Italy	The consolidated financial statements may be obtained at the parent company's adress