# J.S. Reklame, Århus ApS

Sødalsparken 18, 8220 Brabrand CVR No 70 99 02 10

**Annual Report 2015/16** 

(financial year 1/9 - 31/8)

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 31 / 1 2017

Uffe Baller **Chairman** 

# **Contents**

|                                                        | Page |
|--------------------------------------------------------|------|
| Management's Review                                    |      |
| Company Information                                    | 1    |
| Financial Highlights of the Group                      | 2    |
| Management's Review                                    | 3    |
| Management's Statement and Auditor's Report            |      |
| Management's Statement                                 | 4    |
| Independent Auditor's Report                           | 5    |
| Financial Statements                                   |      |
| Income Statement                                       | 7    |
| Balance Sheet                                          | 8    |
| Consolidated Cash Flows                                | 10   |
| Notes to the Annual Report                             | 11   |
| Accounting Policies                                    | 19   |
| Supplementary Report                                   |      |
| Statutory Statement of Corporate Social Responsibility | 28   |

# **Company Information**

**The Company** J.S. Reklame, Århus ApS

Sødalsparken 18 DK-8220 Brabrand

CVR No 70 99 02 10

Financial year: 1 September – 31 August Municipality of reg. office: Aarhus

**Board of Directors** Hans Henrik Kjølby

Lars Larsen

**Executive Board** Lars Larsen

**Lawyers** Interlex Advokater

Strandvejen 94 PO Box 161

DK-8100 Aarhus C

**Auditors** PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Nobelparken

Jens Chr. Skous Vej 1 DK-8000 Aarhus C

Bank Nordea Bank Danmark A/S

Skt. Clemens Torv 2-6 DK-8100 Aarhus C

# **Financial Highlights of the Group**

### **Management's Review**

#### Main activity

The activity of the Parent Company comprises investments in subsidiaries and associates as well as current asset investments.

The Group's main activities are carried out in subsidiaries producing and selling high-quality furniture to retailers all over the world.

#### Development in the financial year

Group revenue amounts to DKK 651.308k.

Result for the year after tax amounts to DKK 178.756k. Equity at 31 August 2016 amounts to DKK 1.486.279k.

The company has acquired 90 % of the shares in A.C. Holding ApS, which owns Actona Company Group. The activities was acquired at 1 February 2016.

#### Special risks

The Group's activities abroad imply that profit, cash flows and equity are affected by the development in exchange and interest rates of a number of currencies.

#### **Knowledge resources**

The Group obtains its unique knowhow primarily through its subsidiaries permanent staff and its strategic business partners within product development.

#### Corporate social responsibility

The statutory statement of corporate social responsibility and statement on the underrepresented gender appear on pages 28 - 29

#### **Expected development**

For the year ahead, J.S. Reklame, Århus ApS expects a result at the same level, provided that the financial markets evolve normally.

#### **Subsequent events**

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

### **Management's Statement**

Hans Henrik Kjølby

The Board of Directors and Executive Board have today considered and adopted the Annual Report of J.S. Reklame, Århus ApS for the financial year 1 September 2015 – 31 August 2016.

The Annual Report was prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Parent Company Financial Statements and the Consolidated Financial Statements give a true and fair view of the financial position of the Parent Company and the Group at 31 August 2016 and of the results of the Parent Company and the Group operations and cash flows for 2015/16.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

| We recommend that the Annual Report be adopted at the Annual General Meeting. |        |      |  |  |  |
|-------------------------------------------------------------------------------|--------|------|--|--|--|
|                                                                               |        |      |  |  |  |
| Aarhus, 3                                                                     | 31 / 1 | 2017 |  |  |  |
|                                                                               |        |      |  |  |  |
| Executive Boa                                                                 | ard    |      |  |  |  |
|                                                                               |        |      |  |  |  |
| Lars Larsen                                                                   |        |      |  |  |  |
|                                                                               |        |      |  |  |  |
| Board of Dire                                                                 | notors |      |  |  |  |
| Doard of Dire                                                                 | ECIOTS |      |  |  |  |
|                                                                               |        |      |  |  |  |

Lars Larsen

### **Independent Auditor's Report**

To the shareholder of J.S. Reklame, Århus ApS

# Report on the Consolidated Financial Statements and Parent Company Financial Statements

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of J.S. Reklame, Århus ApS for the financial year 1 September 2015 - 31 August 2016, which comprise income statement, balance sheet, notes and accounting policies for both the Group and the Parent Company, as well as consolidated cash flow statement. The Consolidated Financial Statements and the Parent Company Financial Statements are prepared in accordance with the Danish Financial Statements Act.

# Management's Responsibility for the Consolidated Financial Statements and the Parent Company Financial Statements

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Consolidated Financial Statements and the Parent Company Financial Statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements in accordance with Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Consolidated Financial Statements and the Parent Company Financial Statements are free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Financial Statements and the Parent Company Financial Statements. The audit procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements and the Parent Company Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of Consolidated Financial Statements and Parent Company Financial Statements that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the Consolidated Financial Statements and the Parent Company Financial Statements.

### **Independent Auditor's Report**

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

The audit has not resulted in any qualification.

#### **Opinion**

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Company at 31 August 2016 and of the results of the Group and Parent Company operations as well as the consolidated cash flows for the financial year 1 September 2015 - 31 August 2016 in accordance with the Danish Financial Statements Act.

#### **Statement on Management's Review**

We have read Management's Review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the Consolidated Financial Statements and the Parent Company Financial Statements. On this basis, in our opinion, the information provided in Management's Review is consistent with the Consolidated Financial Statements and the Parent Company Financial Statements.

Aarhus, 31 / 1 2017 **PricewaterhouseCoopers**Statsautoriseret Revisionspartnerselskab *CVR-nr. 33 77 12 31* 

Jesper Lund State Authorised Public Accountant

# Income statement 1 September - 31 August (DKK '000)

|                                                 |      | Parent company |         | Group   |
|-------------------------------------------------|------|----------------|---------|---------|
|                                                 | Note | 2015/16        | 2014/15 | 2015/16 |
| Revenue                                         | 1    | 0              | 0       | 651.308 |
| Cost of sales                                   |      | 0              | 0       | 496.217 |
| Other operating income                          |      | 0              | 0       | 966     |
| Other external expenses                         | 2    | 455            | 47      | 30.016  |
| Gross Profit                                    |      | -455           | -47     | 126.041 |
| Staff expenses                                  | 3    | 0              | 0       | 70.429  |
| Depreciation and amortisation                   |      | 0              | 0       | 36.873  |
| Result before financial items                   |      | -455           | -47     | 18.739  |
| Result from subsidiaries                        | 8    | 1.699          | 0       | 0       |
| Result from other investments                   | 10   | 180.861        | 156.931 | 180.861 |
| Financial income                                | 4    | 12.656         | 1.769   | 11.622  |
| Financial expenses                              |      | 13.313         | 1.222   | 18.239  |
| Result before tax                               |      | 181.448        | 157.430 | 192.983 |
| Tax on profit for the year                      | 5    | 2.692          | 118     | 13.925  |
| Result after tax                                |      | 178.756        | 157.312 | 179.058 |
| Non-controlling interests' share of profit/loss | 13   | 0              | 0       | 302     |
| Result for the year                             |      | 178.756        | 157.312 | 178.756 |
| Distribution of profit                          |      |                |         |         |
| Distribution of profit                          |      |                |         |         |
| Proposed distribution of profit                 |      |                |         |         |
| Proposed dividend for the year                  |      | 103            | 100     |         |
| Retained earnings                               |      | 178.653        | 157.212 |         |
|                                                 |      | 178.756        | 157.312 |         |

# Balance sheet at 31 August (DKK '000)

| Assets                                     |      | Parent company |           | Group     |
|--------------------------------------------|------|----------------|-----------|-----------|
|                                            | Note | 2016           | 2015      | 2016      |
|                                            |      |                | _         |           |
| Software                                   |      | 0              | 0         | 264       |
| Goodwill                                   |      | 0              | 0         | 215.774   |
| Intangible assets                          | 6    |                | 0         | 216.038   |
| Land and buildings                         |      | 0              | 0         | 114.825   |
| Fixtures and fittings, tools and equipment |      | 0              | 0         | 5.340     |
| Trucks and cars                            |      | 0              | 0         | 95        |
| Leasehold improvements                     |      | 0              | 0         | 4         |
| Tangible assets                            | 7    | 0              | 0         | 120.264   |
| Investments in subsidiaries                | 8    | 211.209        | 0         | 0         |
| Receivables from subsidiaries              | 9    | 191.700        | 0         | 0         |
| Other investments                          | 10   | 1.105.106      | 1.277.678 | 1.105.106 |
| Fixed asset investments                    |      | 1.508.015      | 1.277.678 | 1.105.106 |
| Fixed assets                               |      | 1.508.015      | 1.277.678 | 1.441.407 |
| Commercial products                        |      | 0              | 0         | 114.467   |
| Inventories                                |      | 0              | 0         | 114.467   |
| Trade receivables                          |      | 0              | 0         | 125.520   |
| Receivables from subsidiaries              |      | 1.139          | 0         | 0         |
| Corporation tax                            |      | 44             | 0         | 0         |
| Other receivables                          |      | 5.783          | 40.129    | 14.745    |
| Prepayments                                | 11   | 0              | 0         | 8.238     |
| Receivables                                |      | 6.966          | 40.129    | 148.503   |
| Securities                                 |      | 0              | 0         | 5         |
| Cash at bank and in hand                   |      | 16.730         | 0         | 125.562   |
| Current assets                             |      | 23.696         | 40.129    | 388.536   |
| Assets                                     |      | 1.531.711      | 1.317.807 | 1.829.944 |

# Balance sheet at 31 August (DKK '000)

# Liabilities

|                                                                                       |                      | Parent company            |                           | Group                     |
|---------------------------------------------------------------------------------------|----------------------|---------------------------|---------------------------|---------------------------|
|                                                                                       | Note                 | 2016                      | 2014/15                   | 2016                      |
| Share capital Retained earnings Proposed dividend for the year                        |                      | 1.000<br>1.485.176<br>103 | 1.000<br>1.312.459<br>100 | 1.000<br>1.485.176<br>103 |
| Equity                                                                                | 12                   | 1.486.279                 | 1.313.559                 | 1.486.279                 |
| Non-controlling interests                                                             | 13                   | 0                         | 0                         | 23.013                    |
| Deferred tax                                                                          | 14                   | 0                         | 0                         | 3.659                     |
| Provisions                                                                            |                      | 0                         | 0                         | 3.659                     |
| Mortgage debt, long-term Instruments of debt, long-term                               | 15<br>16             | 0<br>0                    | 0<br>0                    | 73.938<br>21.300          |
| Long-term debt                                                                        |                      | 0                         | 0                         | 95.238                    |
| Mortgage debt, short-term<br>Credit institutions                                      | 15                   | 0                         | 0<br>1.456                | 4.982<br>10               |
| Instruments of debt, short-term Trade payables                                        | 16                   | 0                         | 0                         | 14.066<br>89.438          |
| Corporation tax Other payables                                                        |                      | 0<br>45.432               | 95<br>2.698               | 10.743<br>102.516         |
| Short-term debt                                                                       |                      | 45.432                    | 4.248                     | 221.755                   |
| Debt                                                                                  |                      | 45.432                    | 4.248                     | 316.993                   |
| Liabilities and equity                                                                |                      | 1.531.711                 | 1.317.807                 | 1.829.944                 |
| Contractual obligations Security Contingent liabilities Related parties and ownership | 17<br>18<br>19<br>20 |                           |                           |                           |

# Consolidated Cash Flows (DKK '000)

|                                                                          | Note | 2015/16  |
|--------------------------------------------------------------------------|------|----------|
| Profit for the year                                                      |      | 178.756  |
| Adjustments                                                              | 21   | -122.361 |
| Change in working capital                                                | 22   | 148.770  |
| Cash flows from operating activities before financial income and expense | es   | 205.165  |
| Financial income                                                         |      | 11.622   |
| Financial expenses                                                       |      | -18.239  |
| Cash flows from ordinary activities                                      |      | 198.548  |
| Corporation tax paid                                                     |      | -10.363  |
| Cash flows from operating activities                                     |      | 188.185  |
| Acquisitions of enterprises                                              |      | -443.000 |
| Cash and cash equivalents at acquisitions of enterprises                 |      | 34.326   |
| Cash flows from investing activities                                     |      | -408.674 |
| Raising/repayment of mortgage debts                                      |      | -2.498   |
| Dividend paid                                                            |      | -100     |
| Dividend received                                                        |      | 350.100  |
| Cash flows from financing activities                                     |      | 347.502  |
| Change in cash and cash equivalents                                      |      | 127.013  |
| Cash and cash equivalents at 1st September                               |      | -1.456   |
| Cash and cash equivalents at 31st August                                 |      | 125.557  |
| Cash and cash equivalents are specified as follows:                      |      |          |
| Credit institutions                                                      |      | -10      |
| Current asset investments                                                |      | 5        |
| Cash at bank and in hand                                                 |      | 125.562  |
| Cash and cash equivalents at 31st August                                 |      | 125.557  |

#### 1 Revenue

In accordance with section 96(1) of the Danish Financial Statements Acts, disclosures on revenue broken down by business segments are not provided as the Company's Executive Board and board of Directors assess that such disclosures would be very detrimental to the Company

|   |                                          | Parent cor                | mpany           | Group   |
|---|------------------------------------------|---------------------------|-----------------|---------|
|   |                                          | 2015/16                   | 2014/15         | 2015/16 |
| 2 | Fees to the auditors appointed at the ar | nnual general meeting     |                 |         |
|   | PricewaterhouseCoopers                   |                           |                 |         |
|   | Auditfee                                 | 17                        | 42              | 348     |
|   | Other assurance engagements              | 0                         | 0               | 90      |
|   | Tax advisory services                    | 0                         | 0               | 59      |
|   | Other non-audit services                 | 504                       | 0               | 578     |
|   |                                          | 521                       | 42              | 1.075   |
|   | Other auditors                           |                           |                 |         |
|   | Auditfee                                 | 0                         | 0               | 118     |
|   | Other assurance engagements              | 0                         | 0               | 1       |
|   | Tax advisory services                    | 0                         | 0               | 72      |
|   | Other non-audit services                 | 0                         | 0               | 27      |
|   |                                          | 0                         | 0               | 218     |
| 3 | Staff                                    |                           |                 |         |
|   | Salaries and wages                       | 0                         | 0               | 64.216  |
|   | Pensions                                 | 0                         | 0               | 3.986   |
|   | Other social security costs              | 0                         | 0               | 2.227   |
|   |                                          | 0                         | 0               | 70.429  |
|   | No separate remuneration has been paid t | to the Board of Directors | or Executive Bo | oard.   |
|   | Average number of employees              | 0                         | 0               | 1.196   |
| 4 | Financial income                         |                           |                 |         |
|   | Interest income subsidiaries             | 1.139                     | 0               |         |

|   |                               | Parent co | ompany      | Group    |
|---|-------------------------------|-----------|-------------|----------|
|   |                               | 2015/16   | 2014/15     | 2015/16  |
| 5 | Tax on profit for the year    |           |             |          |
|   | Current tax for the year      | -49       | 118         | 11.961   |
|   | Deferred tax for the year     | 0         | 0           | -768     |
|   | Tax concerning previous years | 2.741     | 0           | 2.732    |
|   | Tax on profit for the year    | 2.692     | 118         | 13.925   |
| 6 | Intangible assets             |           | Software    | Goodwill |
|   | Group                         |           |             |          |
|   | Cost at 1st September         |           | 0           | 0        |
|   | Addition by transfer          |           | 372         | 244.755  |
|   | Cost at 31st August           |           | 372         | 244.755  |
|   | Depreciation at 1st September |           | 0           | 0        |
|   | Depreciation for the year     |           | -109        | -28.981  |
|   | Depreciation at 31st August   |           | -109        | -28.981  |
|   | Booked value at 31st August   |           | 264         | 215.774  |
|   | Depreciated over              |           | 3 - 5 years | 5 years  |

# 7 Tangible assets

|   |                                    | Land and buildings | Fixtures and fittings, tools and | Trucks and cars | Leasehold improve-<br>ments |
|---|------------------------------------|--------------------|----------------------------------|-----------------|-----------------------------|
|   | Group                              | - Carraings        |                                  | <u> </u>        |                             |
|   | Cost at 1st September              | 0                  | 0                                | 0               | 0                           |
|   | Addition by transfer               | 119.448            | 7.143                            | 169             | 1.289                       |
|   | Cost at 31st August                | 119.448            | 7.143                            | 169             | 1.289                       |
|   | Depreciation at 1st September      | 0                  | 0                                | 0               | 0                           |
|   | Depreciation                       | -4.623             | -1.803                           | -74             | -1.285                      |
|   | Depreciation at 31st August        | -4.623             | -1.803                           | -74             | -1.285                      |
|   | Booked value at 31st August        | 114.825            | 5.340                            | 95              | 4                           |
|   | Depreciated over                   | 25 years           | 4 - 7 years                      | 4 - 5 years     | Rental period               |
|   |                                    |                    |                                  |                 | 2016                        |
| 8 | Investments in subsidiaries        |                    |                                  |                 |                             |
|   | Parent company                     |                    |                                  |                 |                             |
|   | Cost at 1st September              |                    |                                  |                 | 0                           |
|   | Addition for the year              |                    |                                  |                 | 212.113                     |
|   | Cost at 31st August                |                    |                                  |                 | 212.113                     |
|   | Impairment at 1st September        |                    |                                  |                 | 0                           |
|   | Exchange adjustment on foreign     | n subsidiaries     |                                  |                 | 369                         |
|   | Result for the year                |                    |                                  |                 | 2.722                       |
|   | Other adjustments                  |                    |                                  |                 | -2.972                      |
|   | Depreciation for the year          |                    |                                  |                 | -1.023                      |
|   | Impairment at 31st August          |                    |                                  |                 | -904                        |
|   | <b>Booked value at 31st August</b> |                    |                                  |                 | 211.209                     |
|   | Investments in subsidiaries        |                    |                                  |                 | 211.209                     |
|   | Specified as:                      |                    |                                  |                 | 0                           |
|   |                                    |                    |                                  |                 | Ownershare                  |
|   | A.C. Holding A/S, Aarhus           |                    |                                  |                 | 90%                         |

| 9  | Receivables from subsidiaries                                                             | Parent company 2016                | Group<br>2016                      |
|----|-------------------------------------------------------------------------------------------|------------------------------------|------------------------------------|
|    | Cost at 1st September Addition                                                            | 0<br>191.700                       | 0                                  |
|    | Cost at 31st August                                                                       | 191.700                            | 0                                  |
|    | Booked value at 31st August                                                               | 191.700                            | 0                                  |
| 10 | Other investments                                                                         |                                    |                                    |
|    | Cost at 1st September                                                                     | 1.277.678                          | 1.277.678                          |
|    | Cost at 31st August                                                                       | 1.277.678                          | 1.277.678                          |
|    | Impairment at 1st September Exchange adjustment Dividend for the year Result for the year | 0<br>-3.333<br>-350.100<br>180.861 | 0<br>-3.333<br>-350.100<br>180.861 |
|    | Impairment at 31st August                                                                 | -172.572                           | -172.572                           |
|    | Booked value at 31st August                                                               | 1.105.106                          | 1.105.106                          |

### 11 Prepayments

Prepayments comprise prepaid expenses relating to rent, property tax, etc.

| Parent company                              |           | Group     |           |
|---------------------------------------------|-----------|-----------|-----------|
|                                             | 2016      | 2015      | 2016      |
| Equity                                      |           |           |           |
| Equity at 1st September                     | 1.313.559 | 1.156.344 | 1.313.559 |
| Paid dividend                               | -100      | -97       | -100      |
| Result for the year                         | 178.653   | 157.212   | 178.653   |
| Proposed dividend for the year              | 103       | 100       | 103       |
| Other adjustments                           | -2.972    | 0         | -2.972    |
| Exchange adjustment on foreign subsidiaries | -2.964    | 0         | -2.964    |
| Equity at 31st August                       | 1.486.279 | 1.313.559 | 1.486.279 |
| Specified as follows:                       |           |           |           |
| 5 A-shares of DKK 1,000                     | 5         | 5         | 5         |
| 15 B-shares of DKK 1,000                    | 15        | 15        | 15        |
| 180 C-shares of DKK 1,000                   | 180       | 180       | 180       |
| 800 D-shares of DKK 1,000                   | 800       | 800       | 800       |
| Share capital                               | 1.000     | 1.000     | 1.000     |
| Equity at 1st September                     | 1.312.559 | 1.155.344 | 1.312.559 |
| Paid dividend                               | -100      | -97       | -100      |
| Result for the year                         | 178.653   | 157.212   | 178.653   |
| Proposed dividend for the year              | 103       | 100       | 103       |
| Other adjustments                           | -2.972    | 0         | -2.972    |
| Exchange adjustment on foreign subsidiaries | -2.964    | 0         | -2.964    |
| Retained earnings at 31st August            | 1.485.279 | 1.312.559 | 1.485.279 |
| Equity at 31st August                       | 1.486.279 | 1.313.559 | 1.486.279 |

Share capital has been changed in financial year 2014 from DKK 200k to DKK 1.000k.

There have been no further changes to the share capital during the last 5 years.

### 13 Non-controlling interests

| Non-controlling interests at 31st August   | 23.013 |
|--------------------------------------------|--------|
| Share of profit of the year                | 302    |
| Additions for the year                     | 22.711 |
| Non-controlling interests at 1st September | 0      |

|                   | Parent company |      | Group |
|-------------------|----------------|------|-------|
|                   | 2016           | 2015 | 2016  |
| 14 Deferred tax   |                |      |       |
| Tangible assets   | 0              | 0    | 3.549 |
| Inventories       | 0              | 0    | -550  |
| Trade receivables | 0              | 0    | -264  |
| Other             | 0              | 0    | 924   |
|                   | 0              | 0    | 3.659 |

#### 15 Mortgage debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below

| Mortage debt, after 5 years         | 0 | 0 | 53.481 |
|-------------------------------------|---|---|--------|
| Mortage debt, between 1 and 5 years | 0 | 0 | 20.457 |
| Mortage debt, long-term debt        | 0 | 0 | 73.938 |
| Mortage debt, within 1 year         | 0 | 0 | 4.982  |
|                                     | 0 | 0 | 78.920 |

#### 16 Instruments of debt

Instruments of debt fall due for payment as specified below:

| Instrument of debt, after 5 years         | 0 | 0 | 21.300 |
|-------------------------------------------|---|---|--------|
| Instrument of debt, between 1 and 5 years | 0 | 0 | 0      |
| Instrument of debt, long-term debt        | 0 | 0 | 21.300 |
| Instrument of debt, within 1 year         | 0 | 0 | 14.066 |
|                                           | 0 | 0 | 35.366 |

|    |                                                   | Parent company |      | Group   |
|----|---------------------------------------------------|----------------|------|---------|
|    |                                                   | 2016           | 2015 | 2016    |
| 17 | Contractual obligations                           |                |      |         |
|    | Rental obligations                                | 0              | 0    | 15.317  |
|    | Lease obligations                                 | 0              | 0    | 3.392   |
| 18 | Security                                          |                |      |         |
|    | Provided as security for mortgage debt (DKK 78.92 | 20k):          |      |         |
|    | Buildings and cash at bank and in hand -          |                |      |         |
|    | booked value                                      | 0              | 0    | 111.881 |

#### 19 Contingent liabilities

The Company is jointly liable for tax on the Group's joint taxable income etc. The total amount for corporation tax appears from these Group Financial Statements. Moreover, the Danish enterprises of the Group are jointly liable for withholding tax such as tax on dividend, royalty and interest. Possible later corrections in corporation taxes and withholding taxes may result in the Company being liable for a larger amount.

#### 20 Related parties and ownership

| Controlling interest                             | Basis                   |
|--------------------------------------------------|-------------------------|
| Lars Larsen, Svejbæk Søvej 14, DK-8600 Silkeborg | Controlling shareholder |

#### Ownership

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

Lars Larsen, Svejbæk Søvej 14, DK-8600 Silkeborg

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Group<br>2016 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|
| 21 Cash flow statement - adjustments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |               |
| · ·                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |               |
| Profit/loss, other investments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -180.861      |
| Financial income                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | -11.622       |
| Financial expenses                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 18.239        |
| Depreciation and amortisation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 36.873        |
| Tax on profit/loss for the year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 13.925        |
| Other adjustments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 1.085         |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | -122.361      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |               |
| 22 Cash flow statement - change in working capital                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |               |
| compared to the compared to |               |
| Change in inventories                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 6.322         |
| Change in receivables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 13.030        |
| Change in other receivables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 43.726        |
| Change in trade payables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | -1.336        |
| Change in other payables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 87.028        |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 148.770       |

#### **Basis of Preparation**

The Annual Report of J.S. Reklame, Århus ApS for the financial year 1 September 2015 to 31 August 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C.

The Annual Report for 2015/16 has been prepared in TDKK.

#### **Basis of consolidation**

The Annual Report comprises the Parent Company, J.S. Reklame, Århus ApS, and enterprises in which the Parent Company directly or indirectly holds more than 50% of the votes or in which the Parent Company, through share ownership or otherwise, exercises control.

Elimination is made of intercompany income and expenses, shareholdings, dividends and accounts as well as of realised and unrealised profits and losses on transactions between the consolidated enterprises.

The Parent Company's investments in the consolidated subsidiaries are set off against the Parent Company's share of the net asset value of subsidiaries stated at the time of consolidation.

On acquisition of subsidiaries, the difference between cost and net asset value of the enterprise acquired is determined at the date of acquisition after the individual assets and liabilities having been adjusted to fair value (the purchase method). This includes allowing for any restructuring provisions determined in relation to the enterprise acquired. Any remaining positive differences are recognised in intangible assets in the balance sheet as goodwill, which is amortised in the income statement on a straight-line basis over its estimated useful life which does not exceed 20 years. Any remaining negative differences are recognised in deferred income in the balance sheet as negative goodwill. Amounts attributable to expected losses or expenses are recognised as income in the income statement as the affairs and conditions to which the amounts relate materialise. Negative goodwill not related to expected losses or expenses is recognised at an amount equal to the fair value of non-monetary assets in the income statement over the average useful life of the non-monetary assets.

Positive and negative differences from enterprises acquired may, due to changes to the recognition and measurement of net assets, be adjusted until the end of the financial year following the year of acquisition. These adjustments are also reflected in the value of goodwill or negative goodwill, including in amortisation already made.

Amortisation of goodwill is recognised in "Amortisation, depreciation and impairment losses". The financial statements applied for the Group's Annual Report have been prepared in accordance with the accounting policies of the Group.

#### **Non-controlling interests**

On statement of group results and group equity, the shares of results and equity of subsidiaries attributable to non-controlling interests are recognised as separate items in the income statement and the balance sheet.

#### **Recognition and measurement**

Revenues are recognised in the income statement as earned. Furthermore value adjustment of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year, are recognised in the income statement, including depreciation, amortisation and impairment losses.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

#### **Translation policies**

Transactions in foreign currencies are translated at the exchange rates at the dates of transactions. Exchange gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement.

#### **Translation policies (continued)**

The income statements of foreign subsidiaries and associates that are separate legal entities are translated at the exchange rates at the dates of transaction or an approximated average exchange rate. Balance sheet line items are translated at the exchange rates at the balance sheet dates. Exchange adjustments arising on the translation of the opening equity and exchange adjustments arising from the translation of the income statements at the balance sheet dates are recognised directly in equity.

#### **Segment reporting**

In accordance with section 96(1) of the Danish Financial Statements Act, disclosures on revenue broken down by business segments are not provided as the Company's Executive Board and Board of Directors assess that such disclosures would be very detrimental to the Company.

#### **Income Statement**

#### Revenue

Revenue from the sale of goods for resale is recognised in the income statement when the sale is considered effected based on the following criteria:

- delivery has been made before year end;
- a binding sales agreement has been made;
- the sales price has been determined; and
- payment has been received or may with reasonable certainty be expected to be received.

Revenue is recognised exclusive of VAT and net of discounts relating to sales.

#### Cost of sales

Cost of sales comprises cost incurred in connection with the purchase of commercial products.

#### Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the activities of the enterprises, including gains and losses from the sale of intangible assets and property, plant and equipment.

#### Other external expenses

Other external expenses comprise sales and administrative expenses as well as expenses for premise.

#### Staff expenses

Staff expenses comprise wages and salaries, including holiday pay and pensions as well as other social security costs etc. to the Company's employees. Allowances received from public authorities are deducted from staff expenses.

#### **Depreciation and amortisation**

Depreciation and amortisation comprises depreciation for the year of property, plant and equipment and intangible assets for the year.

#### Result from subsidiaries

The items "Result from subsidiaries" in the income statement include the proportionate share of the profit/loss for the year less goodwill amortisation.

#### **Result from other investments**

Results from other investments in the income statement include regulations on fair value and dividend paid.

#### Financial income and expenses

Financial income and expenses comprise interest, exchange adjustment, fees, etc.

#### Tax on profit for the year

Tax for the year consists of current tax for the year and any changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

The Company is jointly taxed with its subsidiaries. The tax effect of the joint taxation with group enterprises is allocated to enterprises showing profits or losses in proportion to their taxable incomes. The jointly taxed enterprises have adopted the on-account taxation scheme.

#### **Balance Sheet**

#### **Intangible assets**

#### Software

Software is measured at the lower of cost less accumulated amortisation and the recoverable amount.

Software is amortised over 3 years.

#### Goodwill

Acquired goodwill is measured at cost less accumulated amortisation. Goodwill is amortised on a straight- line basis over the expected useful life which is estimated at 5 years.

#### Property, plant and equipment

Property, plant and equipment are measured at cost with the addition of revaluations and less accumulated depreciation and impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use. In the case of assets of own construction, cost comprises direct and indirect expenses for labour, materials, components and sub-suppliers.

Interest expenses on loans raised directly for the financing of the production of property, plant and equipment are recognised in cost over the period of production. All indirectly attributable borrowing costs are recognised in the income statement.

Depreciation based on cost with the addition of revaluations and reduced by any residual value is calculated on a straight- line basis over the expected useful lives of the assets, which are:

| Buildings                                  | 25 years     |
|--------------------------------------------|--------------|
| Fixtures and fittings, tools and equipment | 3 - 10 years |
| Trucks and cars                            | 3 - 6 years  |
| Leasehold improvements                     | 8 years      |

Profits and losses from current replacement of property, plant and equipment are recognised in "Other operating income" or "Other operating expenses".

#### **Investments in subsidiaries**

Investments in subsidiaries are recognised and measured under the equity method.

The items "Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of any remaining value of positive differences (goodwill) and deduction of any remaining value of negative differences (negative goodwill).

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in subsidiaries and associates.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the subsidiary is recognised in provisions.

#### **Inventories**

Inventories are measured at the lower of cost under the average cost formula and net realisable value. The net realisable value of inventories is calculated at the total of future sales revenue which the inventories are expected to generate at the balance sheet date in the process of normal operations allowing for marketability, obsolescence and development in expected selling price with deduction of selling expenses expected to be incurred to realise the sale.

The cost of goods for resale, raw materials and consumables equals landed cost.

#### Receivables

Receivables are recognised in the balance sheet at the lower of amortised cost and net realisable value, which generally corresponds to nominal value less provisions for bad debts.

Provisions for bad debts are determined on the basis of an individual assessment of each receivable, and in respect of trade receivables, a general provision is also made based on the Company's experience from previous years.

#### **Securities**

Securities consist of listed bonds and shares, which are measured at fair values at the balance sheet date corresponding to quoted market prices.

#### **Prepayments**

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

#### **Deferred tax assets and liabilities**

Deferred tax is recognised in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. Deferred tax on temporary differences concerning non-taxable amortisable goodwill as well as other items is not recognised where, unless arising from acquisitions, they have arisen at the date of acquisition without affecting the profit/loss for the year or the taxable income.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. In cases where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities.

Deferred tax assets and liabilities are offset within the same legal tax entity.

#### Corporation tax receivables and liabilities

Corporation tax liabilities and receivables are recognised in the balance sheet as tax calculated on the taxable income for the year, adjusted for tax on the taxable income of previous years and for taxes paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in financial income and expenses in the income statement.

#### Financial debts

Financial debts are measured at amortised cost, substantially corresponding to nominal value.

#### **Prepayments**

Deferred income comprises payments received in respect of income in subsequent years.

#### **Cash Flow Statement**

The cash flow statement shows the Group's cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Group's cash and cash equivalents at the beginning and end of the year.

No cash flow statement has been prepared for the Parent Company as the Parent Company cash flows are included in the Consolidated Cash Flow Statement.

#### Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

#### Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment and intangible assets as well as fixed asset investments.

#### Cash flows from financing activities

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

#### Cash and cash equivalents

Cash and cash equivalents comprise "Cash at bank and in hand" and "Current asset investments" as well as "Credit institutions" under liabilities and equity. "Current asset investments" consist of short-term securities with an insignificant risk of value changes that can readily be turned into cash.

The cash flow statement cannot be immediately derived from the published financial records.

# **Financial Highlights**

Ratios are calculated as follows:

Return on assets =  $\frac{\text{Profit before financials x } 100}{\text{Profit before financials x } 100}$ 

Total assets

Solvency ratio =  $\frac{\text{Equity at year end x } 100}{\text{Equity at year end x } 100}$ 

Total assets

Return on equity =  $\frac{\text{Net profit for the year x } 100}{\text{Net profit for the year x } 100}$ 

Average equity

### **Statutory statement of Corporate Social Responsibility**

J.S. Reklame, Århus ApS ("the Group") is aware of its role as part of society and knows that the company's reputation is based on its behaviour and daily actions.

Globalisation increases the necessity to act in a socially responsible manner and to overcome ethical challenges in a sensible way. This particularly applies to companies which, like the Group, operate globally.

#### Focus on human rights

To ensure and document that the Group complies with current CSR conventions, the company has been a member of the Business Social Compliance Initiative (BSCI) for 7 years.

The Group has incorporated the BSCI Code of Conduct, into own policies. The BSCI Code of Conduct comprises 11 principles for good corporate ethics. The areas in the Code of Conduct include human rights, labour rights, health and safety, environment and corruption. Audits are carried out by BSCI approved third parties based on risk assessment taking into account geography and product type. If necessary the auditor will issue a correction action plan (CAP), on how to improve conditions not fully in line with BSCI requirements. If a correction action plan is issued, the Group closely monitors the execution in order to ensure that conditions are improved to a satisfactory level.

During the financial year more than 25 % of the suppliers to the Group received audits based on BSCI guidelines.

The Group has policies that require that all products are produced with respect for core labour standards based on ILO conventions and the UN Declaration of Human Rights, health and safety standards, anticorruption and human rights.

#### Focus on environmental impact

Being a trading company, the activities in the Group only impose a very limited direct environmental impact.

Therefore, the main focus in terms of reducing the global footprint made by the company is to affect suppliers to reduce their impact by implementing new and cleaner technologies within the production.

The Group follows the framework from BSCI organization, which requires compliance with local environmental regulations. As part of the BSCI audits performed, environmental impacts such as wastewater treatment and chemical storage are therefore also audited.

Concerning the Group's own activities, the Group cooperates with external third parties in order to map consumption and pinpoint areas to improve. An independent report made during the financial year, showed that the consumption of electricity and heating has been reduced with respectively 18% and 10%.

### **Statutory statement of Corporate Social Responsibility**

To increase the percentage of waste being recycled, the Group cooperates with external partners that recycle the packaging materials.

As for external transport contractors, the Group constantly encourage the partners to minimize their environmental impact.

The Group has a zero tolerance policy regarding use of illegally harvested wood, and control that the wood used in products originates from legal sources.

Furthermore the Group became FSC certified during the financial year, and will gradually increase the percentage of FSC certified wood used for products within coming years.

#### **Focus on social relations**

The employees are the greatest asset in the Group and a safe and healthy working environment is a key condition for the company's ongoing success. This is along with other initiatives secured through a dedicated HR department and a clear HR strategy aimed at attracting and maintaining qualified employees at all levels.

As part of the strategy, the Group conducts yearly surveys on employee satisfaction and welfare. The latest survey shows, that the goal for employee satisfaction has been reached.

Workplace safety is constantly monitored and secured with proper education of warehouse people. There were 4 minor work related accidents in the financial year resulting in only limited absence.

#### Goals and policies for the underrepresented gender

The Group has adopted target figures for the underrepresented gender in the top management body and has set a target rate of at least 25% for female representation on the Board of Directors of the company within the comping years. The target has not been achieved in 2015/16.

Regarding other management positions, the Group has adopted policies to ensure diversity between the genders. Currently there is an equal distribution between men and women at other management positions.

# Financial Highlights of the Group (DKK '000)

|                                      | 2015/16   |
|--------------------------------------|-----------|
| Key figures                          |           |
| Income Statement                     |           |
| Revenue                              | 651.308   |
| Profit before financial items (EBIT) | 18.739    |
| Net financials                       | 174.244   |
| Result for the year                  | 178.756   |
| Balance sheet                        |           |
| Balance sheet total                  | 1.829.944 |
| Equity                               | 1.486.279 |
| Cash flow statement                  |           |
| Investment in tangible assets        | 0         |
| Ratios                               |           |
| Return on assets                     | 1,0%      |
| Solvency ratio                       | 81,2%     |
| Return on equity                     | 12,8%     |
| Number of employees                  | 1.196     |

The ratios have been prepared in accordance with the definitions provided under accounting policies.