
TITGEMEYER
SKANDINAVIEN A/S

Lunikvej 32, DK-2670 Greve

**Annual Report for 1 January - 31
December 2017**

CVR No 87 24 82 16

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
22/5 2018

Finn Kristiansen
Chairman



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of TITGEMEYER SKANDINAVIEN A/S for the financial year 1 January - 31 December 2017.

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

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2017 of the Company and of the results of the Company operations for 2017.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Greve, 22 May 2018

Executive Board

Finn Kristiansen
CEO

Board of Directors

Joachim Heinrich Wilhelm
Sommer
Chairman

André Kutscheidt

Finn Kristiansen

Independent Auditor's Report

To the Shareholder of TITGEMEYER SKANDINAVIEN A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2017 and of the results of the Company's operations for the financial year 1 January - 31 December 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of TITGEMEYER SKANDINAVIEN A/S for the financial year 1 January - 31 December 2017, which comprise income statement, balance sheet and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the Financial Statements

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

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

Auditor's responsibilities for the audit of the Financial Statements

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

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the

Independent Auditor's Report

audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Hellerup, 22 May 2018

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Steffen Kaj Pedersen

statsautoriseret revisor

mne34357

Company Information

The Company

TITGEMEYER SKANDINAVIEN A/S
Lunikvej 32
DK-2670 Greve

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E-mail: info@titgemeyer.dk

CVR No: 87 24 82 16
Financial period: 1 January - 31 December
Municipality of reg. office: Greve

Board of Directors

Joachim Heinrich Wilhelm Sommer, Chairman
André Kutscheidt
Finn Kristiansen

Executive Board

Finn Kristiansen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Bankers

Danske Bank A/S
Taastrup Hovedgade 54
2630 Taastrup

Income Statement 1 January - 31 December

	Note	2017 DKK	2016 DKK
Gross profit/loss		5.475.892	5.424.741
Staff expenses	2	-5.339.411	-5.176.016
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	3	-134.996	-148.507
Profit/loss before financial income and expenses		1.485	100.218
Financial income	4	133.679	94.700
Financial expenses	5	-194.414	-77.109
Profit/loss before tax		-59.250	117.809
Tax on profit/loss for the year		0	0
Net profit/loss for the year		-59.250	117.809

Distribution of profit

Proposed distribution of profit

Retained earnings	-59.250	117.809
	-59.250	117.809

Balance Sheet 31 December

Assets

	Note	2017 DKK	2016 DKK
Other fixtures and fittings, tools and equipment		274.012	373.096
Leasehold improvements		32.739	43.651
Property, plant and equipment	6	306.751	416.747
Other receivables		316.423	314.852
Fixed asset investments	7	316.423	314.852
Fixed assets		623.174	731.599
Finished goods and goods for resale		3.543.471	3.948.065
Goods in transit		310.313	144.071
Inventories		3.853.784	4.092.136
Trade receivables		1.865.981	1.904.158
Other receivables		451	1.805
Deferred tax asset	9	500.000	500.000
Prepayments		151.228	148.799
Receivables		2.517.660	2.554.762
Cash at bank and in hand		924.582	689.864
Currents assets		7.296.026	7.336.762
Assets		7.919.200	8.068.361

Balance Sheet 31 December

Liabilities and equity

	Note	2017 DKK	2016 DKK
Share capital		1.250.000	1.250.000
Retained earnings		1.975.390	2.000.478
Equity	8	3.225.390	3.250.478
Payables to group enterprises		2.054.756	2.238.022
Long-term debt	10	2.054.756	2.238.022
Trade payables		683.663	534.843
Payables to group enterprises	10	421.044	606.271
Other payables		1.534.347	1.438.747
Short-term debt		2.639.054	2.579.861
Debt		4.693.810	4.817.883
Liabilities and equity		7.919.200	8.068.361
Main activity	1		
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Notes to the Financial Statements

1 Main activity

The company's aim is to market components for the transportation industry and for the industry in the Nordic countries

	2017 <u>DKK</u>	2016 <u>DKK</u>
2 Staff expenses		
Wages and salaries	4.248.940	4.246.756
Pensions	440.233	317.096
Other social security expenses	204.878	220.923
Other staff expenses	445.360	391.241
	<u>5.339.411</u>	<u>5.176.016</u>
 Average number of employees	 <u>9</u>	 <u>9</u>
 3 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		
Depreciation of property, plant and equipment	134.996	148.507
	<u>134.996</u>	<u>148.507</u>
 4 Financial income		
Other financial income	0	265
Exchange adjustments	133.679	94.435
	<u>133.679</u>	<u>94.700</u>
 5 Financial expenses		
Interest paid to group enterprises	29.620	32.134
Other financial expenses	1.172	126
Exchange adjustments, expenses	163.622	44.849
	<u>194.414</u>	<u>77.109</u>

Notes to the Financial Statements

6 Property, plant and equipment

	Other fixtures and fittings, tools and equipment	Leasehold improvements
	DKK	DKK
Cost at 1 January	1.427.422	880.196
Additions for the year	25.000	0
Cost at 31 December	<u>1.452.422</u>	<u>880.196</u>
Impairment losses and depreciation at 1 January	1.054.326	836.545
Depreciation for the year	124.084	10.912
Impairment losses and depreciation at 31 December	<u>1.178.410</u>	<u>847.457</u>
Carrying amount at 31 December	<u>274.012</u>	<u>32.739</u>

7 Fixed asset investments

	Deposita
	DKK
Cost at 1 January	314.852
Additions for the year	1.571
Cost at 31 December	<u>316.423</u>
Carrying amount at 31 December	<u>316.423</u>

Notes to the Financial Statements

8 Equity

	Share capital DKK	Retained earnings DKK	Total DKK
Equity at 1 January	1.250.000	2.000.478	3.250.478
Exchange adjustments	0	34.162	34.162
Net profit/loss for the year	0	-59.250	-59.250
Equity at 31 December	1.250.000	1.975.390	3.225.390

Share capital consists of 9 shares of nominally DKK 100K, 10 shares of nominally DKK 30K and 1 share of nominally DKK 50K. No shares carry special rights.

There have been no changes in share capital in the past 5 years.

9 Deferred tax asset

The company has a total tax asset around DKK 0,7 million. The estimated market value of which amounts to DKK 500, which is recognized as a tax asset in the balance sheet.

10 Long-term 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:

	2017 DKK	2016 DKK
Payables to group enterprises		
Between 1 and 5 years	2.054.756	2.238.022
Long-term part	2.054.756	2.238.022
Other short-term debt to group enterprises	421.044	606.271
	2.475.800	2.844.293

Notes to the Financial Statements

11 Contingent assets, liabilities and other financial obligations

Contingent liabilities

The company has entered into operating leases with an annual average lease payment on DKK 168K. The leasing contracts have a remaining maturity of up to 50 months with a total remaining lease payments on DKK 1,145K.

The company has rent commitments showing an annual rent of DKK 643K. the notice period of the lease is 12 months.

Notes to the Financial Statements

12 Accounting Policies

The Annual Report of TITGEMEYER SKANDINAVIEN A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2017 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation and impairment.

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 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.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction.

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 rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Notes to the Financial Statements

12 Accounting Policies (continued)

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and 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.

Notes to the Financial Statements

12 Accounting Policies (continued)

Balance Sheet

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated 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.

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

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

Other fixtures and fittings, tools and equipment	5 years
Leasehold improvements	5-8 years

Assets costing less than DKK 13,200 are expensed in the year of acquisition.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Fixed asset investments

Fixed asset investments consist of deposits.

Inventories

There have been written down for slow moving and obsolete items

Notes to the Financial Statements

12 Accounting Policies (continued)

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which 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.

Prepayments

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

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets 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 within the same legal tax entity.

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. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Financial debts

Loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

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