Det Danske Spiritus Kompagni A/S

Århusgade 88 2100 København Ø CVR No. 34702063

Annual report 2020

The Annual General Meeting adopted the annual report on 24.06.2021

— Docusigned by:

Sigmund toll

952724650410474

Sigmund L. Toth

Chairman of the General Meeting

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Entity details

Entity

Det Danske Spiritus Kompagni A/S Århusgade 88 2100 København Ø

CVR No.: 34702063

Date of foundation: 01.09.2012 Registered office: København

Financial year: 01.01.2020 - 31.12.2020

Board of Directors

Henrik Bodekær Thomsen Erlendur Stefan Stefansson Sigmund Laszlo Toth

Executive Board

Christian Alsing

Auditors

EY Godkendt Revisionspartnerselskab Dirch Passers Allé 36 2000 Frederiksberg CVR No.: 30700228

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Det Danske Spiritus Kompagni A/S for the financial year 01.01.2020 - 31.12.2020.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020.

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

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

Copenhagen, 24.06.2021

Executive Board

DocuSigned by:

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Christian Alsing

Board of Directors

DocuSigned by:

Henrik Bodekær Thomsen

DocuSigned by:

Erlendur Stefan Stefansson

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Independent auditor's report

To the shareholders of Det Danske Spiritus Kompagni A/S

Opinion

We have audited the financial statements of Det Danske Spiritus Kompagni A/S for the financial year 01.01.2020 - 31.12.2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2020 and of the results of its operations for the financial year 01.01.2020 - 31.12.2020 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Entity in accordance with the International Ethics Standards Board of 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.

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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures
 in the notes, and whether the financial statements represent the underlying transactions and
 events in a manner that gives a true and fair view.

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

Statement on the management commentary

Management is responsible for the management commentary.

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

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

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

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

Copenhagen, 24.06.2021

EY Godkendt Revisionspartnerselskab

CVR No. 30700228

Alex Petersen

State Authorised Public Accountant Identification No (MNE) mne28604

Management commentary

Financial highlights

	2020	2019	2018	2017	2016
	DKK'000	DKK'000	DKK'000	DKK'000	DKK'000
Key figures					
Gross profit/loss	12,158	13,441	12,930	13,740	16,560
Operating profit/loss	3,664	5,636	5,088	6,131	8,377
Net financials	(59)	(21)	(63)	(122)	(81)
Profit/loss for the year	2,779	4,379	3,913	4,674	6,461
Total assets	56,091	57,900	65,616	63,346	56,318
Equity	9,371	10,892	10,413	11,174	12,987
Average number of employees	12	12	12	13	14
1 3					
Ratios					
Return on equity (%)	27.43	41.11	36.25	38.69	52.29
Equity ratio (%)	16.71	18.81	15.87	17.64	23.06

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

Return on equity (%):

<u>Profit/loss for the year * 100</u> Average equity

Equity ratio (%):

Equity * 100 Total assets

Primary activities

The primary activities of Det Danske Spiritus Kompagni A/S are marketing and sale of Danish brands and spirits with proud traditions on the domestic market in Denmark. The company also sells foreign-owned brands owned by both other Group companies and other producers of spirits on the domestic market in Denmark.

Development in activities and finances

The company's income statement for the year ended 31.12.2020 shows a profit for the year of DKK 2,779 thousand while the balance sheet shows equity of DKK 9,371 thousand at 31.12.2020. The most important category for the company is aquavit, and the Danish domestic market for aquavit has been declining steadily in recent years.

Covid-19

The Covid-19 pandemic has definitely affected Det Danske Spiritus Kompagni A/S in 2020 where the company has

had significant negative effects related to sales to the domestic market and German border shops, as a result of the closure of restaurants and closed borders, respectively.

Outlook

It is expected that the effects of the Covid-19 pandemic will also affect the company in 2021, but that it will gradually decrease throughout the year in accordance with vaccination and gradual reopening of society in general. The biggest element of uncertainty is how quickly the populations in the Nordic countries will be vaccinated, and thus when the pandemic will be overcome. This affects when cafes restaurants and hotels will again have normal activity, and also how the travel pattern will develop.

Altia / Arcus merger

On 29 September 2020, Altia Plc and Arcus ASA announced that the two companies have entered into a combination agreement to form the leading brand company within wine and spirits in the Nordic and Baltic countries. The new company will be named Anora. On 12 November 2020, the shareholders in Altia and the shareholders in Arcus voted in favor of the merger. The merger is expected to be completed in the first half of 2021, after the merger has been approved by the competition authorities in Norway, Sweden and Finland. Until then, the two companies are competitors.

Det Danske Spiritus Kompagni A/S thus gets an even better possibility for profitable growth, with opportunities to further develop an already well-positioned portfolio of strong brands.

Particular risks

Management is concerned about the market development, but this considered, we are satisfied with the financial performance in the year. Management is working hard on strategies to change the negative trend in the aquavit market, and strategies to grow in other categories than aquavit on the domestic market.

Events after the balance sheet date

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

Income statement for 2020

		2020	2019
	Notes	DKK	DKK
Gross profit/loss		12,158,416	13,441,064
Staff costs	1	(8,494,809)	(7,805,542)
Operating profit/loss		3,663,607	5,635,522
Other financial expenses	2	(58,854)	(21,325)
Profit/loss before tax		3,604,753	5,614,197
Tax on profit/loss for the year	3	(826,203)	(1,235,000)
Profit/loss for the year	4	2,778,550	4,379,197

Balance sheet at 31.12.2020

Assets

		2020	2019
	Notes	DKK	DKK
Deposits		448,673	432,247
Deferred tax	6	9,700	13,737
Financial assets	5	458,373	445,984
Fixed assets		458,373	445,984
Trade receivables		31,655,754	38,034,160
Receivables from group enterprises		23,783,546	19,201,894
Other receivables		58,114	110,791
Prepayments	7	132,581	99,972
Receivables		55,629,995	57,446,817
Cash		2,772	7,394
Current assets		55,632,767	57,454,211
Assets		56,091,140	57,900,195

Equity and liabilities

	Natas	2020	2019
	Notes	DKK	DKK
Contributed capital	8	6,500,000	6,500,000
Retained earnings		71,005	92,455
Proposed dividend		2,800,000	4,300,000
Equity		9,371,005	10,892,455
Other payables	9	772,950	0
Non-current liabilities other than provisions	10	772,950	0
Trade navables		11 200 702	12 (71 962
Trade payables		11,290,783	12,671,863
Payables to group enterprises		15,226,815	17,674,611
Tax payable		805,000	1,235,000
Other payables		18,624,587	15,426,266
Current liabilities other than provisions		45,947,185	47,007,740
Liabilities other than provisions		46,720,135	47,007,740
Equity and liabilities		56,091,140	57,900,195
Unrecognised rental and lease commitments	11		
Contingent liabilities	12		
Assets charged and collateral	13		
Related parties with controlling interest	14		
Transactions with related parties	15		
Group relations	16		

Statement of changes in equity for 2020

	Contributed capital DKK	Retained earnings DKK	Proposed dividend DKK	Total DKK
Equity beginning of year	6,500,000	92,455	4,300,000	10,892,455
Ordinary dividend paid	0	0	(4,300,000)	(4,300,000)
Profit/loss for the year	0	(21,450)	2,800,000	2,778,550
Equity end of year	6,500,000	71,005	2,800,000	9,371,005

Notes

1 Staff costs

	2020 DKK	
Wages and salaries	7,852,284	7,153,254
Pension costs	565,935	570,654
Other social security costs	74,515	81,634
Other staff costs	2,075	0
	8,494,809	7,805,542
Average number of full-time employees	12	12

Persuant to Section 98 (b) (3) of the Danish Financial Statements Act, remuneration of the Executive Board and Board of Directors has not been disclosed.

2 Other financial expenses

	2020	2019
	DKK	DKK
Other interest expenses	0	3,687
Interest regarding tax paid on account	58,854	17,638
	58,854	21,325
3 Tax on profit/loss for the year		
	2020	2019
	DKK	DKK
Current tax	805,000	1,235,000
Change in deferred tax	4,037	0
Adjustment concerning previous years	17,166	0
	826,203	1,235,000

4 Proposed distribution of profit and loss

	2020	2019
	DKK	DKK
Ordinary dividend for the financial year	2,800,000	4,300,000
Retained earnings	(21,450)	79,197
	2,778,550	4,379,197

5 Financial assets

	Deposits	Deferred tax DKK
	DKK	
Cost beginning of year	432,247	13,737
Additions	16,426	0
Disposals	0	(4,037)
Cost end of year	448,673	9,700
Carrying amount end of year	448,673	9,700

6 Deferred tax

	2020	2019
Changes during the year	DKK	DKK
Beginning of year	13,737	13,737
Recognised in the income statement	(4,037)	0
End of year	9,700	13,737

The deferred tax assets relates to timing differences on fixed assets.

7 Prepayments

Prepayments relates to rent, insurance etc. which relates to next financial year.

8 Share capital

The share capital have not been change for the last 5 years.

9 Other payables

	2020	2019
	DKK	DKK
Holiday pay obligation	772,950	0
	772,950	0

10 Non-current liabilities other than provisions

	Due after	
	more than 12	
	months	
	2020	
	DKK	
Other payables	772,950	
	772,950	

No part of other payables will be outstanding after 5 years.

11 Unrecognised rental and lease commitments

	2020	
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	2,629,000	3,433,000

12 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Arcus Denmark A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

13 Assets charged and collateral

The company has deposited DKK 40 thousand as security for duty and taxes.

14 Related parties with controlling interest

Arcus-Gruppen AS, Norway control the Entity.

15 Transactions with related parties

	Parent	Associates DKK
	DKK	
Other income	0	207,000
Costs of sales	0	81,709,000
Royalty income	0	1,200,000
Royalty costs	0	3,500,000
Other costs	309,000	0
Receivables	22,169,000	1,615,000
Liabilities other than provisions	0	15,227,000

16 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group: Arcus-Gruppen AS, Norway.

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

Arcus-Gruppen AS, Norway.

Copies of the consolidated financial statements can be obtain on https://s3-eu-west-1.amazonaws.com/arcus-upload/Arucs-Annual-Report-2020.pdf

Accounting policies

Reporting class

This annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

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

Adjustment of comparative figures intercompany trade under trade payables have been reduced with DKK 16,075 thousand, which have been moved to payables to group enterprises. The adjustment of comparative figures have not affected profit for the year, balance sheet or equity for 2019.

Recognition and measurement

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

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

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

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

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

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

When recognising foreign subsidiaries that are integral entities, monetary assets and liabilities are translated using the exchange rates at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rate at the time of acquisition or the time of any subsequent revaluation or writedown. The items of the income statement are translated at the average rates of the months; however, items deriving from non-monetary assets and liabilities are translated using the historical rates applicable to the relevant non-monetary items.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own

work capitalised, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed. The Company has chosen IAS 18 as interpretation for revenue recognition.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Costs of raw materials and consumables

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

Other external expenses

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

Staff costs

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

Other financial expenses

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

Tax on profit/loss for the year

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

Balance sheet

Deferred tax

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

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

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts. The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

Prepayments

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

Cash

Cash comprises cash in hand and bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Other financial liabilities

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

Tax receivable or payable

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

Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement for the company is prepared, as the company's cash flows are part of the consolidated cash flow statement of Arcus Gruppen AS, Norway.

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Arcus Danmark A/S

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Sigmund Toth

sigmund.toth@arcus.no

CFO

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If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact Arcus-Gruppen AS:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: mona.lill.holmen@arcus.no

To advise Arcus-Gruppen AS of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at mona.lill.holmen@arcus.no and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

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