

Luminous Designs Investments ApS

Kuglegårdsvej 19
1434 Copenhagen K

CVR no. 39 68 90 22

Annual report 2024

Adopted at the annual general meeting on 28 / 04 2025

Kristoffer Mejborn
chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of Luminous Designs Investments ApS for the financial year 1 January 2024 - 31 December 2024.

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 company's financial position at 31 December 2024 and of the results of the company's operations for the financial year 1 January 2024 - 31 December 2024.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

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

Copenhagen, 28 / 04 2025

Executive board

Søren Mygind Eskildsen
CEO

Lene Bech Hansen
director

Alberto Michele Maria Toni
director

Independent auditor's report

To the shareholders of Luminous Designs Investments ApS

Opinion

We have audited the financial statements of Luminous Designs Investments ApS for the financial year 1 January – 31 December 2024, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2024 and of the results of the Company's operations and cash flows for the financial year 1 January – 31 December 2024 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 our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

Management's responsibilities for the financial statements

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

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

Independent auditor's report

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain professional skepticism 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Independent auditor's report

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

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

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

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

Esbjerg, 28 / 04 2025
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Steen Skorstengaard
State Authorised
Public Accountant
mne19709

Dan Mose Andersen
State Authorised
Public Accountant
mne35406

Company details

The company

Luminous Designs Investments ApS
Kuglegårdsvej 19
DK-1434 Copenhagen K
CVR no.: 39 68 90 22

Reporting period: 1 January - 31 December 2024

Executive board

Søren Mygind Eskildsen, CEO
Lene Bech Hansen, director
Alberto Michele Maria Toni, director

Auditors

EY Godkendt Revisionspartnerselskab
Bavnehøjvej 5
DK-6700 Esbjerg

Consolidated financial statements

The company is included in the consolidated financial statements of the parent company Flos B&B Italia S.p.A.

The consolidated financial statement can be obtained from www.cvr.dk.

Management's review

Business review

The company's main activity is to own shares in other companies as well as all activities which, at the discretion of the executive board, are related to it.

Financial review

The company's income statement for the year ended 31 December 2024 shows a profit of TDKK 32.047, and the balance sheet at 31 December 2024 shows equity of TDKK 1.696.292.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Income statement for 2024

	<u>Notes</u>	<u>2024 TDKK</u>	<u>2023 TDKK</u>
Gross profit/loss	2	-68	-56
Income from investments in group enterprises		100.000	100.000
Financial income	3	3.741	2.082
Financial expenses	4	-74.909	-71.669
Profit / loss before tax		28.764	30.357
Tax on profit/loss for the year	5	3.283	1.220
Profit / loss for the year		32.047	31.577
Distribution of profit			
Proposed dividend for the year		50.000	0
Retained earnings		-17.953	31.577
		32.047	31.577

Balance sheet at 31.12.2024

	<u>Notes</u>	<u>2024 TDKK</u>	<u>2023 TDKK</u>
Assets			
Investments in subsidiaries		2.413.913	2.413.913
Fixed asset investment		<u>2.413.913</u>	<u>2.413.913</u>
Total non-current assets		<u>2.413.913</u>	<u>2.413.913</u>
Receivables from group enterprises		70.990	78.020
Income tax receivables		3.370	3.484
Receivables		<u>74.360</u>	<u>81.504</u>
Cash		599	596
Total current assets		<u>74.959</u>	<u>82.100</u>
Total assets		<u>2.488.872</u>	<u>2.496.013</u>

Balance sheet at 31.12.2024

	<u>Notes</u>	<u>2024</u> <u>TDKK</u>	<u>2023</u> <u>TDKK</u>
Equity and liabilities			
Share capital		1.260	1.260
Retained earnings		1.645.032	1.662.985
Proposed dividend for the year		50.000	0
Equity		<u>1.696.292</u>	<u>1.664.245</u>
Loan to group enterprises		756.743	756.246
Total non-current liabilities	6	<u>756.743</u>	<u>756.246</u>
Loan to group enterprises		12.985	12.289
Trade payables to group enterprises		22.800	63.181
Other payables		52	52
Total current liabilities		<u>35.837</u>	<u>75.522</u>
Total liabilities		<u>792.580</u>	<u>831.768</u>
Total equity and liabilities		<u><u>2.488.872</u></u>	<u><u>2.496.013</u></u>
Contingent liabilities	7		
Related parties and ownership structure	8		

Statement of changes in equity for 2024

	Share Capital	Retained	Proposed	Total
	TDKK	earnings	divided	TDKK
	<u>TDKK</u>	<u>TDKK</u>	<u>TDKK</u>	<u>TDKK</u>
Equity beginning of year	1.260	1.662.985	0	1.664.245
Paid dividend	0	0	0	0
Net profit/loss for the year	0	-17.953	50.000	32.047
Equity end of year	<u>1.260</u>	<u>1.645.032</u>	<u>50.000</u>	<u>1.696.292</u>

Notes

1. Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

	2024	2023
	TDKK	TDKK
2. Staff expenses		
Average number of employees	0	0

During 2024 the company did not have any employee's that received salary or any other benefits.

3. Financial income

Interest income, group entities	3.738	2.080
Other financial income	3	2
	3.741	2.082

4. Financial expenses

Interest expenses, group entities	74.235	69.937
Other financial costs	1	10
Exchange loss	673	1.722
	74.909	71.669

5. Tax on profit / loss for the year

Prior year's taxes	87	2.264
Current tax for the year	-3.370	-3.484
	-3.283	-1.220

6. Non-current liabilities

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:

Loan to group enterprises

After 5 years	0	0
Between 1 and 5 years	756.743	756.246
Long-term part	756.743	756.246
Within 1 year	0	0
	756.743	756.246

Notes

7. Contingent liabilities

Joint taxation

The company is jointly taxed with other Danish companies in the group. As a group company, the company has joint and several unlimited liability for Danish corporation taxes and withholding taxes on dividends, interest and royalty in the joint taxation unit.

Pledges

Pursuant to a pledge on shares of the subsidiary Louis Poulsen A/S, originally subscribed on February 19, 2019, as amended and ratified on June 17, 2021, on December 14, 2023, and on January 15, 2024 a pledge on the shares of Louis Poulsen A/S, constituted by, inter alia, Luminous Designs Investments ApS, as security for the revolving credit facility agreement of Euro 145 million subscribed on November 9, 2018 (as subsequently modified, supplemented and last extended on October 31, 2023 and as increased pursuant to the additional facility notice entered into on December 17, 2024 by and between Flos B&B Italia S.p.A. and UBS Europe SE), the senior secured notes issued by Flos B&B Italia S.p.A. for Euro 425 million on November 16, 2023, and the senior secured notes issued by Flos B&B Italia S.p.A. for Euro 550 million on December 17, 2024, and in favor of, inter alia, UniCredit S.p.A., as agent with representation of the secured creditors therein provided.

8. Related parties and ownership structure

Consolidated financial statement

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

Flos B&B Italia Group S.p.A., Via Mercanti 12 – 20121 Milan (MI), Italy

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

Flos B&B Italia S.p.A., Via Mercanti 12 – 20121 Milan (MI), Italy

(Annual Reports can be requested by contacting the company)

Accounting policies

The annual report of Luminous Designs Investments ApS for 2024 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 provisions as regards larger entities.

The annual report for 2024 is presented in TDKK.

Pursuant to section 112(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements. The financial statements of Luminous Designs Investments ApS are included in the consolidated financial statements of Flos B&B Italia Group S.p.A., Via Mercanti 12 – 20121 Milan (MI), Italy.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits 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 from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Income statement

Gross profit/Gross loss

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit/Gross loss reflects an aggregation of other operating income less other external expenses.

Accounting policies

Other external expenses

Other external expenses include expenses related to administration, etc.

Income from investments in group enterprises

Dividend received from subsidiaries is recognized the income statement.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Investments in subsidiaries

Investment in subsidiaries are measured at cost. If cost exceeds the recoverable amount, a write-down is made to this lower value.

Impairment of fixed assets

The carrying amount of investments in subsidiaries is tested for impairment, on an annual basis.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets, respectively. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

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

Receivables

Receivables are measured at amortised cost.

The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

Accounting policies

Cash

Cash comprises cash in hand and bank deposits.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

The Company has chosen IAS 39 as interpretation for liabilities.

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.