

Leighton Foods A/S

Blomstervej 16, DK-8381 Tilst

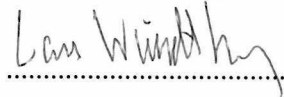
CVR no. 27 39 21 48

Annual report 2024

(21st financial year)

Approved at the Company's annual general meeting on 20 March 2025

Chair of the meeting:


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Statement by the Board of Directors and the Executive Board

We have discussed and approved the annual report of Leighton Foods A/S for 2024.

The annual report has been 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 its operations and cash flows for the financial year 1 January - 31 December 2024.

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

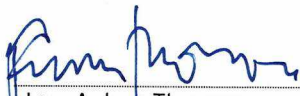
We recommend that the annual report be approved at the annual general meeting.

Tilst, 20 March 2025
Executive Board:



Jørgen Kargaard Jensen

Board of Directors:



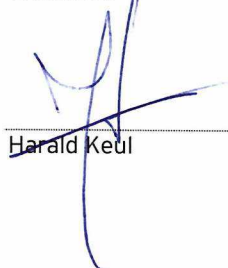
Jørn Ankær Thomsen
Chairman



Kenneth Eskildsen



Erling Eskildsen



Harald Keul

Independent auditor's report

To the shareholders of Leighton Foods A/S

Opinion

We have audited the financial statements of Leighton Foods A/S 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 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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Management's responsibilities for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and 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 scepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

Independent auditor's report

- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- ▶ Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on the Management's review

Management is responsible for the Management's review.

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

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

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

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

Aarhus, 20 March 2025
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Claus Hammer-Pedersen
State Authorised
Public Accountant
mne21334

Management's review

Financial highlights

DKK'000	2024	2023	2022	2021	2020
Key figures					
Gross profit	51,368	41,263	18,794	22,866	22,848
Ordinary operating profit	32,964	25,518	3,821	8,457	10,182
Profit/loss from financial income and expenses	-469	-1,943	596	738	-466
Profit for the year	25,264	18,400	3,473	7,159	7,562
Balance sheet					
Total assets	122,884	118,753	119,295	83,886	65,518
Investment in property, plant and equipment	5,442	10,212	46,125	11,711	18,180
Equity	78,969	63,705	45,305	43,832	41,673
Financial ratios					
Equity ratio	64.3%	53.6%	38.0%	52.3%	63.6%
Return on equity	35.4%	33.8%	7.8%	16.7%	18.7%
Operational metrics					
Average number of full-time employees	42	41	38	37	35

Financial ratios are calculated in accordance with the Danish Finance Society's guidelines for 2015. The financial ratios are calculated as follows:

Equity ratio	$\frac{\text{Equity, year-end} \times 100}{\text{Total equity and liabilities, year-end}}$
Return on equity	$\frac{\text{Profit after tax} \times 100}{\text{Average equity}}$

Management's review

Business review

The objective of the Company is to trade in and manufacture wraps, tortilla snacks, and related traded products.

Financial review

Profit of the year after tax totaled DKK 25.264 thousand, which is considered satisfactory and above last year's expectations of 10.000 to 15.000 thousand.

The positive development, compared to last year is based on new customer leads and additional business especially on export markets, so as traded goods from Europe, USA so as Mexico.

Dividend is proposed for DKK 10.000 thousand.

Outlook

Activities for 2025 is expected to be on the same level as 2024, but profit after tax are expected to decrease in a level of 10-15%, as salaries are increasing due to labor union increase, and a volatile raw material market.

The overall positive European Market tendency in the TxMx category allows us to predict an ongoing positive development for the future.

Development activities

We continuously develop our products to adjust to the trends and what is popular at the present time.

Events after the balance sheet date

No significant events have occurred after the balance sheet date affecting the evaluation of the Company's financial position and the annual report for 2024.

Financial statements 1 January - 31 December

Income statement

Note	DKK'000	2024	2023
2	Gross profit	51,368	41,263
	Selling and distribution costs	-6,062	-5,209
	Administrative expenses	-12,342	-10,536
	Profit before net financials, etc.	32,964	25,518
	Financial income	883	330
	Financial expenses	-1,352	-2,273
	Profit before tax	32,495	23,575
3	Tax on profit for the year	-7,231	-5,175
	Profit for the year	25,264	18,400
	Appropriation of profit/loss		
	Proposed dividend	10,000	10,000
	Retained earnings	15,264	8,400
		25,264	18,400

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2024	2023
	ASSETS		
	Fixed assets		
4	Property, plant and equipment		
	Plant and machinery	64,317	69,239
	Fixtures and fittings and other plant	273	270
	Leasehold improvements	9,725	10,166
	Property, plant and equipment in the course of construction	0	413
	Total fixed assets	<u>74,315</u>	<u>80,088</u>
	Non-fixed assets		
	Inventories		
	Raw materials and consumables	7,722	7,696
	Finished goods and goods for resale	3,296	5,194
		<u>11,018</u>	<u>12,890</u>
	Receivables		
	Trade receivables	15,682	20,316
	Receivables from group entities	195	14
	Other receivables	5,233	3,322
		<u>21,110</u>	<u>23,638</u>
	Cash	<u>16,441</u>	<u>2,137</u>
	Total non-fixed assets	<u>48,569</u>	<u>38,665</u>
	TOTAL ASSETS	<u><u>122,884</u></u>	<u><u>118,753</u></u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	2024	2023
	EQUITY AND LIABILITIES		
	Equity		
5	Share capital	500	500
	Retained earnings	68,469	53,205
	Proposed dividends	10,000	10,000
	Total equity	<u>78,969</u>	<u>63,705</u>
	Provisions		
6	Deferred tax	2,507	1,808
	Liabilities		
7	Non-current liabilities		
	Finance lease obligations	19,091	25,786
7	Current liabilities		
	Finance lease obligations	3,670	3,946
	Bank loans and overdrafts	0	1,431
	Trade payables	10,048	13,917
	Payables to group entities	5,044	4,292
	Prepayments from customers	0	539
	Other payables	3,443	3,329
	Corporate tax payable	112	0
		<u>22,317</u>	<u>27,454</u>
	Total liabilities	<u>41,408</u>	<u>53,240</u>
	TOTAL EQUITY AND LIABILITIES	<u><u>122,884</u></u>	<u><u>118,753</u></u>

- 1 Accounting policies
- 8 Staff matters
- 9 Contingent liabilities and contractual obligations
- 10 Mortgages and collateral
- 11 Related parties
- 12 Appropriation of profit/loss

Financial statements 1 January - 31 December

Statement of changes in equity

Note	DKK'000	Share capital	Retained earnings	Proposed dividends	Total
	Balance at 1 January 2023	500	44,805	0	45,305
	Dividends paid re. 2022	0	0	0	0
11	Appropriation of profit/loss	0	8,400	10,000	18,400
	Balance at 31 December 2023	500	53,205	10,000	63,705
	Balance at 1 January 2024	500	53,205	10,000	63,705
	Dividends paid re. 2023	0	0	-10,000	-10,000
11	Appropriation of profit/loss	0	15,264	10,000	25,264
	Balance at 31 December 2024	0	68,469	10,000	78,969

Financial statements 1 January - 31 December

Cash flow statement

Note	DKK'000	2024	2023
	Profit for the year	25,264	18,400
13	Adjustments	18,915	18,118
14	Changes in working capital	459	-1,079
	Cash generated from operations (operating activities) before financial income and expenses and tax	44,638	35,439
	Interest income and expenses	-469	-1,943
	Cash flows from operating activities before tax	44,169	33,496
	Corporation tax paid	-6,021	-1,796
	Cash flows from operating activities	38,148	31,700
	Acquisition of property, plant and equipment	-5,442	-9,357
	Disposal of property, plant and equipment	0	0
	Cash flows from investing activities	-5,442	-9,357
	Repayment of finance lease commitments	-6,971	-3,699
	Change of operating credits in banks	-1,431	-19,415
	Distributed dividend	-10,000	0
	Cash flows from financing activities	-18,402	-23,114
	Cash flows for the year	14,304	-771
	Cash and cash equivalents, beginning of year	2,137	2,908
	Cash and cash equivalents, year end	16,441	2,137

The cash flow statement cannot be directly derived from the other components of the financial statements.

Financial statements 1 January - 31 December

Notes

1 Accounting policies

The annual report of Leighton Foods A/S for 2024 has been prepared in accordance with the provisions applying to medium-sized reporting class C entities under the Danish Financial Statements Act.

The financial statements have been prepared in accordance with the same accounting policies as last year.

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the sale of goods for resale and finished goods is recognised in revenue when the most significant rewards and risks have been transferred to the buyer and provided the income can be measured reliably and payment is expected to be received. The date of the transfer of the most significant rewards and risks is based on standardised terms of delivery based on Incoterms® 2010.

Gross profit

In accordance with the Danish Financial Statements Act, revenue, production costs and other operating income have been aggregated in gross profit.

Distribution costs

Costs incurred in distributing goods sold during the year and in conducting sales campaigns, etc., during the year are recognised as distribution costs. Also, costs relating to sales staff, advertising, exhibitions and depreciation are recognised as distribution costs.

Administrative expenses

Administrative expenses comprise expenses paid in the year to manage and administer the Company, including expenses related to administrative staff, office premises, office expenses and amortisation and depreciation.

Financial income and expenses

Financial income and expenses comprise interest, expenses relating to finance lease as well as realised and unrealised gains and losses on transactions denominated in foreign currencies, etc.

Interest expense and other borrowing costs to finance intangible assets and property, plant and equipment and which relate to the production period are not recognised in cost of the assets.

Financial statements 1 January - 31 December

Notes

1 Accounting policies (continued)

Tax for the year

The Company is subject to the Danish rules on compulsory joint taxation of the Givesco Group's Danish subsidiaries. Givesco A/S is the administration company under the joint taxation and accordingly pays all corporation taxes to the tax authorities.

On payment of joint taxation contributions, the Danish corporate income tax charge is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use the tax losses to reduce their own taxable income.

Tax for the year comprises joint taxation contribution and changes in deferred tax for the year due to changes in the tax rate. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Property, plant and equipment

Assets are measured at cost less accumulated depreciation.

Leasehold improvements, plant and machinery and fixtures and fittings and other plant are measured at cost less accumulated depreciation and impairment losses. The basis of depreciation is cost less any expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Depreciation is provided on a straight-line basis over the expected useful lives of the assets and any residual value. The expected useful lives are 3-20 years.

The basis of depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Depreciation is recognised in the income statement as production costs, distribution costs and administrative expenses, respectively.

Financial statements 1 January - 31 December

Notes

1 Accounting policies (continued)

Leases

The Company has chosen IAS 16 as interpretation for leases.

On initial recognition, leases for assets that transfer substantially all the risks and rewards incident to ownership to the Company (finance leases) are measured in the balance sheet at the lower of fair value and the net present value of future lease payments. In calculating the net present value, the interest rate implicit in the lease or the incremental borrowing rate is used as discount factor. Assets held under finance leases are subsequently accounted for as the Company's other assets.

The capitalised residual lease liability is recognised in the balance sheet as a liability, and the interest element of the lease payment is recognised in the income statement over the term of the lease.

All other leases are considered operating leases. Payments relating to operating leases and any other leases are recognised in the income statement over the term of the lease. The Company's total liabilities relating to operating leases and rent agreements are disclosed under "Contingencies, etc."

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value.

Goods for resale and raw materials and consumables are measured at cost, comprising purchase price plus delivery costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct labour and production overheads.

The net realisable value of inventories is calculated as the sales amount less costs of completion and expenses required to effect the sale and is determined taking into account marketability, obsolescence and developments in the expected selling price.

Receivables

Receivables are recognised at amortised cost, which in all material respects corresponds to nominal value. Write-down is made for bad debt losses to the extent necessary.

Dividend

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

Financial statements 1 January - 31 December

Notes

1 Accounting policies (continued)

Income tax and deferred tax

Joint taxation contribution payable and receivable is recognised in the balance sheet as "Receivables from group entities" or as "Payables to group entities".

Deferred tax is measured using the statement of financial position liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities. However, deferred tax is not recognised on temporary differences that arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax.

Payables

Financial liabilities are recognised at amortised cost. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are recognised at net realisable value.

Foreign exchange

Receivables and payables denominated in foreign currencies are translated into Danish kroner at the exchange rates at the balance sheet date. Both realised and unrealised capital gains and losses are recognised in the income statement.

Cash flow statement

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

Cash flows from operating activities

Cash flows from operating activities are calculated as the profit/loss for the year adjusted for non-cash operating items, changes in working capital, interest received and paid regarding operations as well as corporation tax paid. Interest received is classified as cash flows from operating activities.

Cash flows from investing activities

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of intangible assets, property, plant and equipment and investments.

Cash flows from financing activities

Cash flows from financing activities comprise changes in the size or composition of the Company's share capital and related costs as well as the raising of loans, repayment of interest-bearing debt and payment of dividend to shareholders.

Financial statements 1 January - 31 December

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1 Accounting policies (continued)

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term marketable securities with a remaining term of three months or less that are subject to only minor risks of changes in value.

DKK'000	2024	2023
2 Depreciation and impairment losses		
Depreciation and impairment losses are included in the below items:		
Gross profit	11,190	10,985
Administrative expenses	25	15
	11,215	11,000
3 Tax on profit for the year		
Expected corporation tax for the year (joint taxation contribution)	6,420	4,345
Foreign taxes	112	0
Adjustment of deferred tax for the year	699	830
Tax on profit for the year	7,231	5,175

Financial statements 1 January - 31 December

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4 Property, plant and equipment

DKK'000	Property, plant and equipment	Fixtures and fittings and other plant	Leasehold improve- ments	Property, plant and equipment in the course of construc- tion	Total
Cost at 1 January 2024	131,527	473	10,635	413	143,048
Transferred	346	67	0	-413	0
Additions for the year	5,312	36	94	0	5,442
Cost at 31 December 2024	<u>137,185</u>	<u>576</u>	<u>10,729</u>	<u>0</u>	<u>148,490</u>
Depreciation at 1 January 2024	-62,288	-203	-469	0	-62,960
Depreciation for the year	-10,580	-100	-535	0	-11,215
Depreciation at 31 December 2024	<u>-72,868</u>	<u>-303</u>	<u>-1,004</u>	<u>0</u>	<u>-74,175</u>
Carrying amount at 31 December 2024	<u>64,317</u>	<u>273</u>	<u>9,725</u>	<u>0</u>	<u>74,315</u>
Thereof finance leases	<u>21,113</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>21,113</u>

5 Share capital

The share capital consists of shares of DKK 1,000 each or multiples thereof. The share capital has remained unchanged for the past five years.

6 Deferred tax

Deferred tax relates to operating equipment and inventories.

DKK'000	2024	2023
Deferred tax at 1 January	1,808	978
Adjustment in the year of deferred tax	699	830
Deferred tax at 31 December	<u>2,507</u>	<u>1,808</u>

Financial statements 1 January - 31 December

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7 Non-current liabilities

Non-current liabilities fall due as stated below:

DKK'000	2024	2023
Within 1 year	3,670	3,946
Between 1 and 5 years	15,405	16,823
After 5 years	3,686	8,963
	<u>22,761</u>	<u>29,732</u>

8 Staff matters

Wages and salaries	24,928	22,370
Pension contributions	2,095	1,752
Other social security costs	660	631
	<u>27,683</u>	<u>24,753</u>
Average number of employees	<u>42</u>	<u>41</u>

By reference to section 98b(3), (II) of the Danish Financial Statement Act, remuneration to Management is not disclosed.

9 Contingent liabilities and contractual obligations

The Company is jointly taxed with other Danish companies in the Givesco Group. As jointly taxed company, which is not wholly owned, the Company has limited and secondary liability for Danish income taxes within the joint taxation unit. The jointly taxed entities' total known net liabilities to SKAT are stated in the financial statements of the administration company, (Givesco A/S, CVR no. 89 38 17 11). Any subsequent corrections of joint taxation income, etc., may entail that the Company's liability will increase.

The Company has entered into operating leases with a residual lease obligation of DKK 794 thousand.

The Company has a lease contract with a group entity with yearly lease commitments of DKK 2.7 million.

10 Mortgages and collateral

Lease assets with a carrying amount of DKK 21,113 thousand have been provided as security for lease liabilities of DKK 22,761 thousand.

Financial statements 1 January - 31 December

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11 Related parties

Ownership

The below shareholders have ownership interests of 5% or more:

Danish Industrial Equipment A/S, Svinget 24, DK-7323 Give
Harald Peter Keul, Germany.

Danish Industrial Equipment A/S exercises control.

Group structure

The Company is included in the consolidated financial statements of Givesco A/S, Give and Jens og Mary Antonie Eskildsens Mindefond, Give is the parent company.

Transactions with related parties

DKK'000	2024	2023
Sale of goods to group entities	4,256	4,906
Sale of goods to associates over which the Givesco Group exercises significant influence	1,385	2,055
Goods purchased from group entities	22,676	23,004
Goods purchased from associates over which the Givesco Group exercises significant influence	16,576	13,215
Rent paid to group entities	2,957	2,876
Purchase of group services from group entities	291	381
Purchase/sale of fixed assets from group entities	0	75
Payables to group entities	5,044	4,292
Interest income from associates over which the Givesco Group exercises significant influence	0	0
Receivables from associates over which the Givesco Group exercises significant influence	195	14
Payables to associates over which the Givesco Group exercises significant influence	1,035	2,140

Remuneration of the Executive Board and the Board of Directors is disclosed in note 10

12 Appropriation of profit/loss

Proposed profit appropriation:

DKK'000	2024	2023
Proposed dividends	10,000	10,000
Transferred to equity reserve	15,264	8,400
	<u>25,264</u>	<u>18,400</u>

Financial statements 1 January - 31 December

Notes

DKK'000	2024	2023
13 Cash flow statement - adjustments		
Financial income and expenses	469	1,943
Depreciation of property, plant and equipment	11,215	11,000
Tax for the year	7,231	5,175
	18,915	18,118
14 Cash flow statement - changes in working capital		
Changes in receivables	2,528	-972
Changes in inventories	1,872	-224
Changes in trade and other payables	-3,941	117
	459	-1,079