MBL DENMARK 2020 A/S

GLARMESTERVEJ 18B ST. TH., 8600 SILKEBORG

ANNUAL REPORT

1 JANUARY - 31 DECEMBER 2021

The Annual Report has been presented and adopted at the Company's Annual General Meeting on 29 July 2022

Lars Bichel Lüneborg

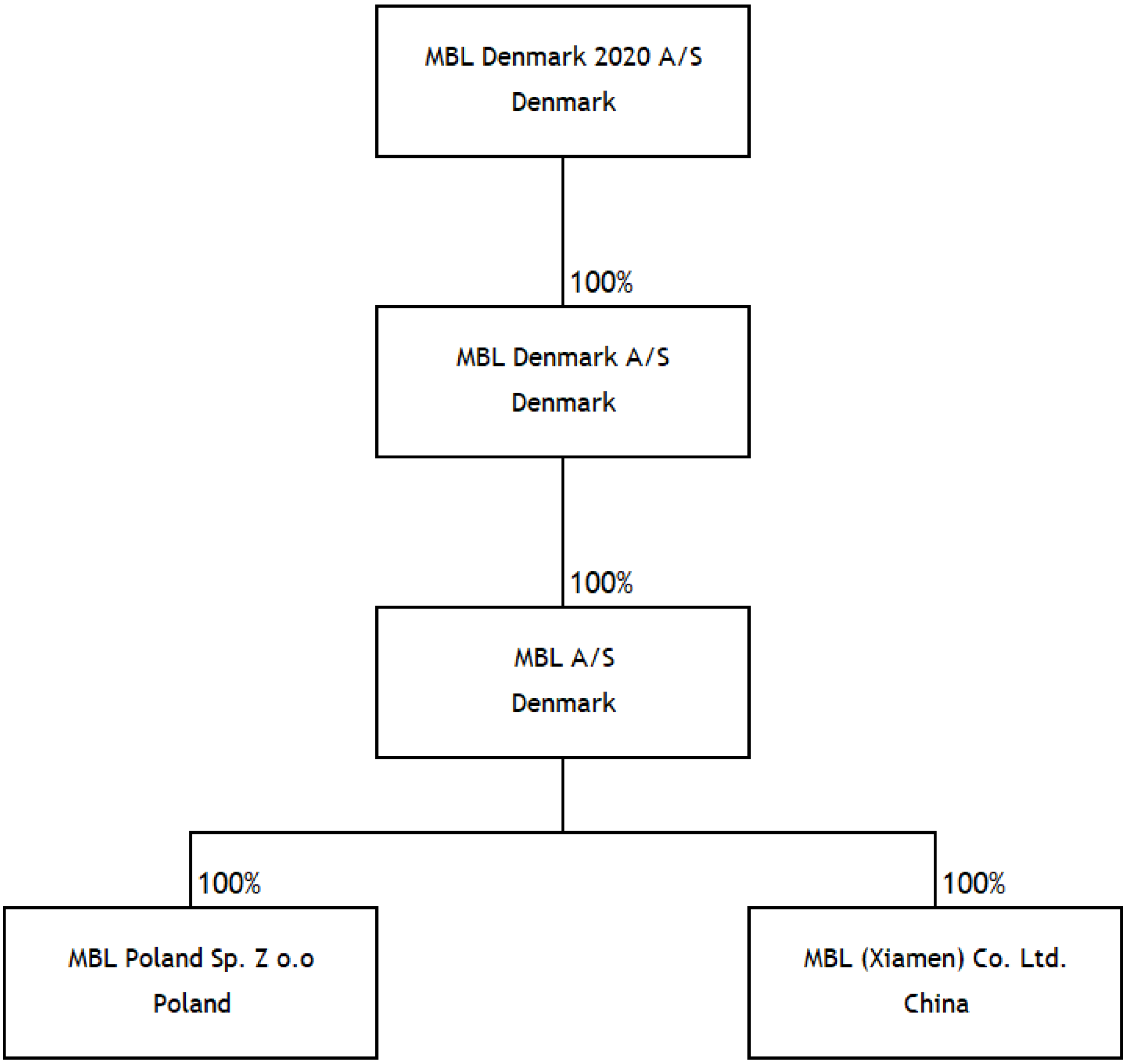
CVR NO. 41 64 20 68

CONTENTS

COMPANY DETAILS

Company	MBL Denmark 2020 A/S Glarmestervej 18B st. th. 8600 Silkeborg	
	CVR No.:	41 64 20 68
	Established:	28 August 2020
	Municipality:	Silkeborg
	Financial Year:	1 January - 31 December
Board of Directors	Ingelise Nygaard Lauritsen, chairman Mogens Bichel Lauritsen Lars Bichel Lüneborg Ashwin Roy Nerijus Drobavicius Anatolijus Faktorovicius	
Executive Board	Martin Bichel Lauritsen	
Auditor	KPMG P/S Statsautoriseret Revisionspartnerselskab Frederiks Plads 42, 7. tv 8000 Aarhus C	

GROUP STRUCTURE



MANAGEMENT'S STATEMENT

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of MBL Denmark 2020 A/S for the financial year 1 January - 31 December 2021.

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

In our opinion the consolidated financial statements and the parent company financial statements give a true and fair view of Group's and the Company's assets, liabilities and financial position at 31 December 2021 and of the results of Group's and the Company's operations and cash flows for the financial year 1 January - 31 December 2021.

Further, in our opinion, the Management Commentary gives a fair review of the development in the Group's and the Parent Company's activities and financial matters, of the results for the year and of the Group's and the Parents Company's financial position.

We recommend the Annual Report be approved at the Annual General Meeting.

Silkeborg, 29 July 2022

Executive Board

Martin Bichel Lauritsen

Board of Directors

Ingelise Nygaard Lauritsen Chairman	Mogens Bichel Lauritsen	Lars Bichel Lüneborg
Ashwin Roy	Nerijus Drobavicius	Anatolijus Faktorovicius

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of MBL Denmark 2020 A/S

Opinion
We have audited the consolidated financial statements and the parent company financial statements of MBL Denmark 2020 A/S for the financial year 1 January – 31 December 2021 comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group as well as for the Parent Company and a cash flow statement for the Group. The consolidated financial statements and parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the Group's and the Parent Company's assets, liabilities and financial position at 31 December 2021 and of the results of the Group's and the Parent Company's operations and consolidated cash flows for the financial year 1 January – 31 December 2021 in accordance with the Danish Financial Statements Act.

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 consolidated financial statements and the parent company financial statements" section of our report.

We are independent of the Group 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.

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

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

In preparing the consolidated financial statements and the parent company financial statements, Management is responsible for assessing the Group's and the Parent 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 consolidated financial statements and the parent company financial statements unless Management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements and the parent company financial statements

INDEPENDENT AUDITOR'S REPORT

Our objectives are to obtain reasonable assurance as to whether the consolidated financial statements and the parent company 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 financial statement users made on the basis of these consolidated financial statements and parent company 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 consolidated financial statements and the parent company 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 Group's and the Parent 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 consolidated financial statements and the parent company 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 Group's and the Parent 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 consolidated financial statements and the parent company 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 Group and the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the consolidated financial statements and the parent company financial statements, including the disclosures, and whether the consolidated financial statements and the parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 consolidated financial statements and the parent company financial statements does not cover the Management commentary, and we do not express any form of assurance conclusion thereon.

INDEPENDENT AUDITOR'S REPORT

In connection with our audit of the consolidated financial statements and the parent company financial statements, our responsibility is to read the Management commentary and, in doing so, consider whether the Management commentary is materially inconsistent with the consolidated financial statements and the parent company 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 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 consolidated financial statements and the parent company 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.

Aarhus, 29 July 2022

KPMG P/S
Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Mikkel Trabjerg Knudsen	Michael E. K. Rasmussen
State Authorised Public Accountant	State Authorised Public Accountant
MNE no. mne34459	MNE no. mne41364

FINANCIAL HIGHLIGHTS OF THE GROUP

	2021 12 month EUR '000	2020 4 month EUR '000
Income statement		
Net revenue	69.986	18.778
Gross profit/loss	12.540	4.370
Operating profit/loss of main activities	-890	-729
Financial income and expenses, net	-2.898	-1.547
Profit/loss for the year before tax	-3.788	-2.276
Profit/loss for the year	-2.958	-2.452
Balance sheet		
Total assets	103.771	98.726
Equity	46.151	48.419
Cash flows		
Cash flows from operating activities	5.235	6.929
Cash flows from investing activities	-3.634	-27.548
Cash flows from financing activities	210	17.922
Total cash flows	1.811	-2.697
Investment in property, plant and equipment	-3.203	-1.484
Average number of full-time employees	**1.390**	**1.346**
Key ratios		
Gross margin	17,9	23,3
Operating margin	-1,3	-3,9
Equity ratio	44,5	49,0
Net revenue per employee	50	41

The ratios stated in the list of key figures and ratios have been calculated as follows:

Gross margin: $\frac{\text{Gross profit x 100}}{\text{Net revenue}}$

Operating margin: $\frac{\text{Operating profit/loss x 100}}{\text{Net revenue}}$

Equity ratio: $\frac{\text{Equity, at year-end x 100}}{\text{Total assets, at year-end}}$

Net revenue per employee EUR ('000) $\frac{\text{Net revenue EUR('000)}}{\text{Average number of full-time employees}}$

FINANCIAL HIGHLIGHTS OF THE GROUP

	2021	2020	2019	2018	2017
	12 month	12 month	12 month	12 month	12 month
	EUR '000	EUR '000	EUR '000	EUR '000	EUR '000
Income statement					
Net revenue	69.986	56.469	65.758	58.377	48.153
Gross profit/loss	12.540	13.913	17.129	11.795	8.109
Operating profit/loss of main activities	-890	6.963	8.296	4.377	1.652
Financial income and expenses, net	-2.898	-2.312	-1.873	-2.229	-2.689
Profit/loss for the year before tax	-3.788	4.651	6.423	2.148	-1.037
Profit/loss for the year	-2.958	3.526	4.856	1.732	-1.122
Balance sheet					
Total assets	103.772	37.128	43.434	38.206	35.067
Equity	46.151	8.815	7.055	2.964	1.131
Cash flows					
Cash flows from operating activities	5.235	7.915	7.502	3.553	2.039
Cash flows from investing activities	-3.634	-2.261	-2.217	-1.478	-1.905
Cash flows from financing activities	210	-8.098	-3.162	-1.415	-663
Total cash flows	1.811	-2.444	2.123	660	-529
Investment in property, plant and equipment	-3.203	-2.000	-1.753	-1.166	-1.540
Average number of full-time employees	1.390	1.369	1.392	1.427	1.416
Key ratios					
Gross margin	17,9	24,6	26,0	20,2	16,8
Operating margin	-1,3	12,3	12,6	7,5	3,4
Equity ratio	44,5	23,7	16,2	7,8	3,2
Net revenue per employee	50	41	47	41	34

As 2021 was the first full year when MBL Denmark 2020 A/S was ultimate holding company of MBL Group comparative figures for the 12 month period of 2017-2020 are presented on MBL Denmark A/S consolidated level (previous ultimate holding company of MBL Group).

MANAGEMENT COMMENTARY

Principal activities
The principal activities of MBL Group comprise like in previous years production and trade in products related to the wheelchair/rehabilitation and aged care markets. The production is performed in the foreign subsidiaries in Poland and China. Product development and sale of the Group's products is also primarily performed by the foreign subsidiaries.

The products are sold globally, primarily in Europe and the Asia Pacific region. MBL has continued to further develop the US market in 2021. In 2021 MBL's products have been sold to more than 30 countries.

Exceptional matters
There are no exceptional matters this year.

Development in activities and financial and economic position
Operationally in 2021 MBL continued to face challenges both from ongoing Covid-19 pandemic and in addition to prior years dynamic changes of costs of raw materials and transoceanic shipping. Turnover wise Group delivered very solid performance with the increase of Group consolidated revenues from EUR 56m to almost 70m EUR. MBL Group's financial results, however, slightly deteriorated compared to 2020 due to significantly more challenging cost environment where aforementioned cost headwinds undercut realized margins but overall relatively strong profitability was maintained. In 2021 MBL Group with no delays served its debt to financing partners in line with the agreed schedule. In August 2021 Group refinanced its outstanding mezzanine and bank debt with Polish bank, mBank SA. At the end of 2021 MBL Group had available cash assets at EUR 4.8m.

On comparable basis in 2021, excl. goodwill amortization of EUR 6.4m the operating profit from ordinary operations of MBL Group was EUR 5.5m against EUR 6.9m in 2020. Despite the year-on-year revenues increase of 25% the negative impact of significantly growing costs of raw materials, and general inflationary pressures on labour costs overall had a net negative impact on Group's profitability. In response during 2021 MBL adjusted its selling prices and continued efforts to rationalize its costs base which partly helped to mitigate negative external factors. The reported EBITDA for 2021 of MBL Group was at the level of EUR 7.6m (15.5% of turnover).

Excluding goodwill amortization results before tax for the year (EUR 2.6m vs EUR 4.3m in 2020) apart from operating performance were continuously impacted by relatively high financial expense.

MBL Group reported net loss after tax of EUR 3.0m (excl. goodwill amortization it was profit of EUR 3.4m) that missed budget assumptions due to operational underperformance.

Despite significant growth of business activity and increasing costs of raw materials impacting the value of inventories MBL Group kept overall level of working capital at almost unchanged level improving working capital ratios on receivables and accounts payable. On the back of working capital being under control and solid reported EBITDA the Group generated free cash flow from operations at the level of almost EUR 3.6m.

The Board of Directors has approved the 2022 budget leading to positive net profit and delivery of satisfactory MBL Group EBITDA higher than in 2021.

The key aspect of this plan of earnings improvement is additional sales growth coming from new projects supported by anticipated general market uplift on the back of industry recovery. Simultaneously the Group will continue to focus on production efficiency improvements and product cost rationalizations.

These initiatives (new projects, cost rationalizations and production efficiency improvements) together with a motivating bonus program, are expected not only to keep satisfactory profitability, but also to establish the buffer for inflation pressures being experienced both in Poland and in China.

The MBL Group have at 31 December 2021 an equity of EUR 46.2m.

In 2021 MBL Denmark 2020 A/S received dividend from its subsidiary MBL Denmark A/S of EUR 4.3m.

MANAGEMENT COMMENTARY

Development in activities and financial and economic position (continued)

Outlook
Most likely in 2022 the current geo-political situation following Russia invasion of Ukraine and general inflationary environment accompanied by ongoing supply chain disruptions will have most significant impact on the global economy at least into H1 of 2022. For MBL Group the current market environment requires diligent navigation of the business focusing on margin preservation, cost discipline and cashflow generation. In Q1 of 2022 the Group achieved record high Q1 revenues of EUR 22m, an increase of 57% vs last year. EBITDA continues to be at a solid level of 10% of turnover. Both MBL Xiamen and MBL Poland are reporting record high orders for Q2 of 2022.

A positive net profit result is expected in 2022 following all budget initiatives. It is expected to be based on profitable new products, core products sales growth and strategic portfolio simplification in the long term.

Significant events after the end of the financial year
No events have occurred after the end of the financial year of material importance for the company's financial position.

Special risks
The Group's most significant operating risk continues to be the impact of the Covid-19 epidemic on the global economy as presented in the market risk section below.

Foreign exchange risks
Fluctuations of the EUR/PLN exchange rate affect sales from MBL Poland, for which a revaluation cannot directly be passed on to the customers as the Group's competitors are primarily located in Asia and are therefore not, like MBL, very sensitive to more than one currency. It is also related to the RMB/USD exchange rate, for which revaluation is possible to be passed on to customers, however, there may be some lagging effect and/or negative customer relationships impact.

As there are activities in foreign countries, the results, cash flows and equity are influenced by the exchange rate development of several currencies, in particular EUR, USD, RMB and PLN. It is the Group's policy to hedge the commercial foreign exchange risks properly in close cooperation with the Group's principal bank in Poland. For MBL Poland hedging is primarily done in the form of foreign currency options, swaps, and forward contracts to hedge the expected sales and purchases within 3 to 12 months in the relevant currencies. The Group does not enter any speculative foreign exchange positions.

For MBL Xiamen, due to lack of local hedging possibilities, the Group is rigorously monitoring the exchange rates development and passes on relevant price adjustments to the Group's customers.

Exchange rate adjustments of investments in subsidiaries and associates, which are independent entities, are recognized directly in the equity. Foreign exchange risks related hereto are not, generally, hedged as it is the Group's opinion that a current hedging of such long-term investments will not be appropriate from an overall risk and cost perspective.

Interest risks
Changes in the interest level would have a direct impact on earnings as the interest-bearing net debt represents a considerable amount. In order to reduce the risk of interest fluctuations the Group's latest financing structure is based either on fixed interest rates (like with shareholder's loans) or is hedged via interest rate swaps (the bank long term loan).

Market risks
The most significant market risks are currently related to reduction of global demand due to the pandemic and in short- and medium-term risks of delayed payments from MBL's customers experiencing cash shortages and supply chain disruptions. In longer term the main risk is related to the speed of recovery after likely full openings of the global economy after Covid-19 pandemic.

MANAGEMENT COMMENTARY

Foreign exchange risks (continued)

Key risk mitigation for MBL:
1. Daily monitoring of key operation processes like customer feedback, cash collection, people availability and implementation of all required health and safety regulations
2. Short term cash planning
3. Long term opportunities like leveraging new projects and developments, internal optimization, and rationalization.

Environmental situation
It is the Group's basic value that the environmental situation in the subsidiaries should reflect legislation in the individual countries, and it is aimed at meeting similar Danish requirements. In 2016 the Group ran an Environmental Audit which confirmed that both in MBL Poland and MBL Xiamen the Group is almost 100% compliant with requirements. In 2021 the Group has continued the effort to improve the production environment as well as the health and safety environment in both subsidiaries including selective capital investments.

There is an increasing focus on a number of areas in particular in terms of gas emission, waste and other pollution as described in the CSR section.

Knowledge resources
The Group continued in 2021 the development of its main products which will require a continued development of the knowledge resources.

The Group has continued its efforts within knowledge management and improvement including education and training for key staff in Poland and China, sharing best practices between the Group’s entities, sharing consultation and management services but also maintaining the knowledge database. The Group is also investing in key job positions and to increase leadership capabilities in selected areas.

Research and development activities
The development activities are handled by the subsidiaries.

The Group's own product program and customer specific products are developed in close cooperation with the customers' purchase and development departments. A considerable amount of time and resources have been used during the year for product documentation and development of the necessary tools for production of customer specific products. A minor share of these costs is covered by the customers. During the last 2-3 years there has been a strategic shift towards a higher share of new products owned by the Group vs customer specific projects. Cost rationalizations have as well been a focus area for the R&D and sourcing staff, and it is the key focus area in coming years as well as development of new products.

Future expectations
From a strategic perspective MBL Group is one of the key suppliers to the rehabilitation industry globally which is a market with a substantial growth potential. The market for wheelchairs and other rehabilitation devices like rollators and beds, and thus the Group’s main products, will grow in the long term because of increasing life expectancy and lifestyle related diseases. The expected growth rate of the market based on a market study prepared by professional advisors is estimated at 5-6% yearly.

After the slowdown in 2020, some solid recovery in 2021 MBL Group plans to accelerate sales in 2022 and onwards and to continue to outpace the market MBL operates in. It will be based on continuously successful development of new products in MBL Xiamen supported by strategic partners and growth of the core components portfolio. For MBL Poland it is going to be the result of the continuation of several major projects and further development of potential customers including expansion to the US market.

The already embedded new management structure has continuously been releasing considerable resources from the top management and all the way through the organization which may be further used in a much more appropriate manner and contribute to a considerable improvement of the earnings in the coming years.

MANAGEMENT COMMENTARY

Future expectations (continued)

The key initiatives in the budget to maintain profitability and achieve the goals in 2022 continue to be:

1. Revenue growth of core products with satisfactory margins with focus on stable growth in developed markets of Western Europe and continued expansion in Asia Pacific and the US market
2. Product cost rationalizations particularly on new "high runners" to reduce the cost base and improve margins
3. Simplification of the product portfolio and increasing production series volume to improve productivity
4. Introduction of new higher margin products with simultaneous reduction of lower margin portfolio sales

The most important business processes with respect to meeting own targets and the customers' expectations continue to be service, quality, delivery on time and project efficiency.

The Group continues monthly monitoring of the business via Balanced Scorecard Key Performance Indicators and management financial reporting.

The Company's foreign branches
The company has no foreign branches.

Corporate social responsibility (CSR) report
The principal activities comprise like in previous years production and trade in products related to the wheelchair/rehabilitation and aged care markets. The production is performed in the foreign subsidiaries in Poland and China. Product development and sale of the Group's products is also primarily performed by the foreign subsidiaries.

MBL conducts its business based on defined, simplified principles for business practices and ethics and focus on social responsibility towards employees, business partners and the surrounding society.

The Group desires to develop its business and meet its strategic challenges in a financially and socially justifiable way by adherence to the legislation and activities and measures of a social nature in all three countries where the Group is operating.

The Group has implemented policies comprising internal guidelines, goals, and strategies according to which work is focused on ensuring a safe and healthy working environment and optimization of the processes of the company in order to ensure environmentally responsible operations. For both subsidiaries it has been communicated to each employee in the form of a so-called staff book.

The Group continuously evaluate existing policies to systematically implement improvements where necessary.

Compliance with respective policies and procedures has been regularly monitored and controlled by both internally and externally authorized groups. In 2021 there were no material breaches or incompliance cases.

In general, it is the management's opinion that the work regarding environment and work environment is supportive of the Group's image and efficiency. The Group's work with social responsibility has also had the effect that the production processes have become less environmentally damaging, and that the consumption of energy is reduced. It is expected that these activities will be continued and further intensified in the future.

Environmental situation
All companies within the MBL Group are proactively looking for an opportunity to reduce energy consumption, gas emission, waste, and other pollution. MBL monitors environmental risks at local operational levels with a view to minimize the environmental footprint. MBL is committed to ensuring environmentally sound and energy-efficient production.

MANAGEMENT COMMENTARY

Corporate social responsibility (CSR) report (continued)

Main risks related to lack of proper environmental protection:
1. Legal consequences – fines, higher costs of operations, criminal prosecutions etc.
2. Negative PR consequences
3. Health and safety risk for employees
4. Stricter environmental requirements imposed on the company with negative impact on operations

The way of mitigating these risks in MBL is:
1. Clear communication from management that there is no compromise on meeting environmental standards required by law in relevant countries
2. More focus on information collection in order to strengthen the analysis of possible improvement areas – in MBL Poland there is continuous cooperation with external consultant to track the progress on environment protection
3. Actions in place in case of any environmental risk – new installations, exchange of chemical pollutants in MBL Poland as example from last 3 years
4. Strict health and safety procedures in place as described below

Human rights
Internally the Group has a code of rules for human rights and environmental and work environmental issues as described in the policies. In 2021 there were no cases of breach of any law connected to human rights in any of the subsidiaries.

The main risks related to human rights protection in MBL as production facility are:
1. Health and safety risk for employees and all sorts of ethical and legal consequences related to this
2. Mistreatment of employees

The way of mitigating these risks in MBL is:
1. Monitoring of H&S procedures and related implementation of these – in both MBL Poland and MBL Xiamen there is a H&S specialist employed, who is responsible for this. Additionally, each people manager is responsible for H&S tasks
2. All cases of accidents are separately analyzed with an action plan and there is a formal protocol describing the accident. Also, one of the main company KPIs is number of accidents level which was 0.05% in MBL Xiamen (vs 0.11% in 2019) and 0.16% in MBL Poland (vs 0.07% in 2020)
3. Selective investments in assets improving the health and safety
4. In terms of employee mistreatment there is a developed HR function in both Poland and China and all employees have a point of contact in case of issues apart from regular communication with their managers
5. Regular communication meetings are in place and run by senior management

The Group continues to stay compliant with local regulations and requirements.

The key health and safety improvements and actions in 2021 were related to:
1. Implementation of proper safety measures to respond to the Covid-19 pandemic
2. Strict control of proper PPE use
3. Dedicated trainings and seminars to increase safety awareness and promote proper behavior among employees
4. Standardization of safety rules and proper behavior, particularly in relation to most dangerous jobs
5. Cross-departmental safety inspections to promote best practices and safety leadership
6. Upgrade of safety measures in connection to internal transport

MBL will continue its efforts to support human rights in years to come with the same high ambitions as for 2021.

Corporate social responsibility (CSR) report (continued)

Climatic impact
As an element of its policies relating to environmental and social responsibility, the Group focuses on the climatic impact of its production and distribution. In 2018 and 2019 MBL Poland in cooperation with an external advisor reviewed and monitored environmental and climatic impact. Also, as the result a number of actions were implemented which brought the next significant improvement in terms of an environmental footprint. These actions mostly focused on reduction metal and paper wastes.

The main risk for MBL is lack of proper handling of production waste in Poland and China, which may result in increased costs and legal responsibility.

The way to mitigate is:
1. Use of certified waste handlers
2. Review of the contracts with waste handlers
3. Review of the waste handling procedure

Anti-corruption and bribery
In management's view ethical behavior and safeguarding of company assets is vital for further company development and well-being. One of the key aspects is to protect MBL Group from risks related to corruption. The main risks in general can be identified in the areas of sales pricing and contracts, cooperation with suppliers, bank and treasury transactions, production consumables and employee expense claims. Due to certain reasons risk is assessed as higher in MBL Xiamen.

Key risk mitigation policies and procedures are:
1. Sales cooperation is strictly monitored by senior management – in all key customers cooperation the Managing Director is involved
2. Sales prices are set up in the system based on target margin approval grid with involvement of Sales Manager, CFO and Managing Director. Sales price changes are monitored monthly by the controlling team
3. Cooperation with key suppliers is monitored closely by the Managing Director in China and the Supply Chain Manager in Poland. Additionally, there is a monthly purchase price check run by controlling.
4. Bank and treasury transactions are run with the rule of segregation of duty and approval required in the bank system. Key transactions require CFO external approval. Cash flow is monitored on daily basis.
5. Employee expense practices are in place both in Poland and in China

MBL will continue its efforts to support anti-bribery and avoidance of corruption in years to come with the same high ambitions as for 2021.

Social and staff matters
In MBL Group all the rules and procedures are collected and communicated in a so-called "Staff Book" where social and staff matters are described such as employee policy, relations between managers and employees, employment and resignation from work, salary and work conditions, employee insurance, leave, working hours, training, job rotation, job promotion, training and education, annual work evaluation and salary conversation, social aspects, and welfare fund in chapters from 12 to 18.

Both MBL Poland and MBL Xiamen have developed a strong HR function to safeguard and to develop those procedures. The HR department is responsible for all aspects connected with the recruitment, introduction, employment, motivation, remuneration, information and communication, development and appraisal system in close cooperation with the managers and the employees. There was no change in 2021.

One of the key challenges in 2021 continued to be connected to the recruitment/employment of required qualified production staff on a very difficult labor market with very limited availability of human resources.

MANAGEMENT COMMENTARY

Corporate social responsibility (CSR) report (continued)

Thanks to the continuation of initiatives/activities implemented in 2018 and continued in prior years the required positions were successfully filled on the production in both MBL Poland and MBL Xiamen.

The second key challenge in 2021 was connected to the Covid-19 pandemic. MBL therefore focused on defining and implementing solutions to protect the employees and improve health and safety conditions.

Key initiatives/actions in 2021:
1. Development and implementation of new appraisal system based on competency model and individual goals realization on each job position
2. Implementation of the development program as regards project management
3. Implementation of the development program for the Production Team Leaders as regards team management
4. Analysis and optimization of labor costs – PFRON contributions
5. Implementation of managerial development program for the Line Management group

MBL will continue its efforts to support anti-bribery and avoidance of corruption in years to come with the same high ambitions as for 2021.

MBL will continue its efforts to social and staff matters in years to come with the same high ambitions as for 2021.

MBL's response to Covid-19

The other key challenge in 2021 was like in 2020 MBL's response to the Covid-19 pandemic. Since the Covid-19 pandemic emerged as a real threat in Q1 of 2020 our primary focus has been on keeping a safe work environment for our employees. Through a broad set of measures across the Group in 2021 MBL'S operations were fully operational through the course of year whilst safeguarding the well-being of our employees at their workplace.

The actions taken included:
1. Additional strict safety measures in the workplace, e.g., cleaning and disinfection, additional personal protective equipment (mask wearing in office spaces), and distancing
2. Working from home for some office employees
3. Limited business travel
4. Online communication with customers

Target figures and policy for the underrepresented gender

Currently the Board of Directors of MBL Denmark A/S consists of one woman and three men.

On management level the representation of female managers is currently 33% in MBL Poland, 46% in MBL Xiamen. As MBL Denmark A/S and MBL A/S employment is below 50 employees the policy is not applicable here.

Data ethics policy

Processing of data at MBL is relatively small part of MBL's business. MBL complies with relevant law and strives to process, treat, and analyze all data in a fair and transparent way and with a strong ethical commitment. We respect all stakeholders' privacy through:

1. Collection and processing of data fairly, lawfully, and transparently only for business purposes
2. Processing of data done in compliance with regulatory frameworks
3. Commitment to privacy remaining also after relationships with the stakeholder's end

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

		Group		Parent Company	
		2021	**2020**	**2021**	**2020**
	Note		**4 months**		**4 months**
		EUR '000	EUR '000	EUR '000	EUR '000
NET REVENUE	1	**69.986**	**18.778**	**0**	**0**
Production costs	2	-57.446	-14.408	0	0
GROSS PROFIT/LOSS		**12.540**	**4.370**	**0**	**0**
Distribution costs	2	-638	-131	0	0
Administrative expenses	2, 3	-13.142	-5.224	-253	-35
OPERATING LOSS		**-1.240**	**-985**	**-253**	**-35**
Other operating income		385	229	0	0
Other operating expenses		-35	27	0	0
OPERATING LOSS		**-890**	**-729**	**-253**	**-35**
Income from investments in subsidiaries and associates	4	0	0	-2.025	-2.156
Other financial income	5	215	212	49	0
Other financial expenses	6	-3.113	-1.759	-941	-344
LOSS BEFORE TAX		**-3.788**	**-2.276**	**-3.170**	**-2.535**
Tax on loss for the year	7	830	-176	212	83
LOSS FOR THE YEAR	8	**-2.958**	**-2.452**	**-2.958**	**-2.452**

BALANCE SHEET AT 31 DECEMBER

		Group		Parent Company	
ASSETS	**Note**	**2021**	**2020**	**2021**	**2020**
		EUR '000	EUR '000	EUR '000	EUR '000
Development projects completed..		839	576	0	0
Intangible fixed assets acquired....		371	255	0	0
Goodwill...............................		55.043	61.393	0	0
Development projects in progress and prepayments......................		474	617	0	0
Intangible assets......................	9	**56.727**	**62.841**	**0**	**0**
Land and buildings....................		8.585	8.736	0	0
Production plant and machinery....		4.753	3.642	0	0
Other plant, fixtures and equipment.............................		2.257	1.664	0	0
Prepayment for tangible fixed assets under construction...........		319	196	0	0
Property, plant and equipment...	10	**15.914**	**14.238**	**0**	**0**
Investments in subsidiaries..........		0	0	64.646	70.207
Investments in associates............		0	1	0	0
Rent deposit and other receivables............................		11	11	0	0
Financial non-current assets.......	11	**11**	**12**	**64.646**	**70.207**
NON-CURRENT ASSETS..............		**72.652**	**77.091**	**64.646**	**70.207**
Raw materials and consumables....		6.004	3.366	0	0
Work in progress......................		2.609	1.258	0	0
Finished goods and goods for resale...................................		2.745	1.510	0	0
Inventories............................		**11.358**	**6.134**	**0**	**0**
Trade receivables.....................		11.658	9.754	0	0
Deferred tax...........................	12	224	1.451	158	83
Derived financial instruments.......	13	91	0	0	0
Other receivables.....................		1.281	1.002	0	190
Corporation tax receivable..........		19	344	19	19
Joint tax contribution receivable..		0	0	143	0
Prepayments and accrued income.	14	1.681	599	0	0
Receivables...........................	15	**14.954**	**13.150**	**320**	**292**
Cash and cash equivalents.........		**4.807**	**2.351**	**1**	**0**
CURRENT ASSETS.....................		**31.119**	**21.635**	**321**	**292**
ASSETS.................................		**103.771**	**98.726**	**64.967**	**70.499**

BALANCE SHEET AT 31 DECEMBER

		Group		Parent Company	
EQUITY AND LIABILITIES	**Note**	**2021**	**2020**	**2021**	**2020**
		EUR '000	EUR '000	EUR '000	EUR '000
Share capital	16	106	106	106	106
Fair value reserve for hedge accounting		-67	0	-22	0
Fair value reserve, currency translation of foreign entities		726	-92	0	0
Retained earnings		45.386	48.405	46.067	48.313
EQUITY		**46.151**	**48.419**	**46.151**	**48.419**
Pensions and similar obligations		79	67	0	0
Deferred tax	12	240	940	0	0
PROVISIONS		**319**	**1.007**	**0**	**0**
Subordinate loan capital		7.000	25.011	7.000	19.071
Bank loan		18.943	0	9.127	0
Lease liabilities		986	658	0	0
Other liabilities		13	0	0	0
Frozen holiday pay		22	22	0	0
Non-current liabilities	17	**26.964**	**25.691**	**16.127**	**19.071**
Subordinate loan capital		0	1.452	0	989
Bank debt		5.923	5.278	2.250	0
Lease liability		660	257	0	0
Prepayments received from customers		63	0	0	0
Trade payables		18.288	8.966	0	0
Debt for group companies		0	0	160	69
Payables to owners and management		0	129	0	0
Corporation tax		142	1.336	0	0
Joint tax contribution payable		0	0	0	19
Derived financial instruments	13	92	175	28	0
Other liabilities		4.950	5.746	251	1.932
Accruals and deferred income	18	219	270	0	0
Current liabilities		**30.337**	**23.609**	**2.689**	**3.009**
LIABILITIES		**57.301**	**49.300**	**18.816**	**22.080**
EQUITY AND LIABILITIES		**103.771**	**98.726**	**64.967**	**70.499**

Contingencies etc.	19
Charges and securities	20
Related parties	21

EQUITY

	Group				
	Share capital	Fair value reserve for hedge accounting	Fair value reserve, currency translation of foreign entities	Retained earnings	Total
Equity at 1 January 2021	106	0	-92	48.405	48.419
Proposed profit allocation, cf. note 8				-2.958	-2.958
Other legal bindings					
Other adjustments to equity value				-75	-75
Change fair value reserves					
Value adjustments in the year		-85	818		733
Tax on changes in equity		**18**		**14**	**32**
Equity at 31 December 2021	**106**	**-67**	**726**	**45.386**	**46.151**

	Parent Company				
	Share capital	Reserve for net revaluation according to equity valuation	Fair value reserve for hedge accounting	Retained earnings	Total
Equity at 1 January 2021	106	0	0	48.313	48.419
Proposed profit allocation, cf. note 8		-2.025		-933	-2.958
Other legal bindings					
Foreign exchange adjustments		818			818
Other adjustments to equity value		-106			-106
Transfers					
Dividens received /declared		-4.792		4.792	0
Allowed equalization		6.105		-6.105	0
Change fair value reserves					
Value adjustments in the year			-28		-28
Tax on changes in equity			**6**		**6**
Equity at 31 December 2021	**106**	**0**	**-22**	**46.067**	**46.151**

CASH FLOW STATEMENT 1 JANUARY - 31 DECEMBER

	Group	
	2021	2020 4 months
	EUR '000	EUR '000
Profit/loss for the year	-2.958	-2.452
Depreciation and amortisation, reversed	8.237	2.715
Reversed realization gains	-26	-5
Adjustment of other financial income	164	252
Tax on profit/loss, reversed	-830	176
Other adjustments	-168	-272
Corporation tax paid	744	-638
Change in inventories	-5.224	-166
Change in receivables (ex tax)	-3.356	1.855
Change in other provisions	12	-1
Change in current liabilities (ex bank, tax, instalments payable and overdraft facility)	8.340	5.337
Other cash flows from operating activities	300	128
CASH FLOWS FROM OPERATING ACTIVITY	**5.235**	**6.929**
Purchase of intangible assets	-510	-174
Purchase of property, plant and equipment	-3.203	-1.483
Sale of property, plant and equipment	79	25
Purchase of financial assets	0	-25.916
CASH FLOWS FROM INVESTING ACTIVITY	**-3.634**	**-27.548**
Changes in subordinated loan capital	-19.464	15.467
Proceeds from non-current borrowing	22.193	0
Instalments on loans	-3.250	-785
Capital increase	0	2.924
Other cash flows from financing activities	731	316
CASH FLOWS FROM FINANCING ACTIVITY	**210**	**17.922**
CHANGE IN CASH AND CASH EQUIVALENTS	**1.811**	**-2.697**
Cash and cash equivalents at 1. Januar (28 August)	-2.927	-230
CASH AND CASH EQUIVALENTS AT 31. DECEMBER	**-1.116**	**-2.927**
Cash and cash equivalents at 31 December comprise:		
Cash and cash equivalents	4.807	2.351
Bank debt	-5.923	-5.278
CASH AND CASH EQUIVALENTS, NET DEBT	**-1.116**	**-2.927**

NOTES

	Group		Parent Company		
	2021	2020 4 months	2021	2020 4 months	Note
	EUR '000	EUR '000	EUR '000	EUR '000	
Net revenue					1
Segment details (geography)					
Western Europa	30.841	8.144	0	0	
Eastern Europe	16.171	5.174	0	0	
Asia Pacific	14.627	4.074	0	0	
Others	8.347	1.386	0	0	
	69.986	**18.778**	**0**	**0**	

The group and parent company has only one operating segment, "components, subassemblies and complete products for mobility devices industry", which form the basis for managerial decision taking.

Staff costs					2
Average number of employees	1.390	1.346	1	1	
Wages and salaries	16.058	4.659	0	0	
Pensions	215	10	0	0	
Social security costs	1.778	421	0	0	
Other staff costs	1.905	463	0	0	
	19.956	**5.553**	**0**	**0**	
Remuneration of Executive Board	509	192	0	0	
Remuneration of Board of Directors	47	15	0	0	
	556	**207**	**0**	**0**	

Staff costs are included in the following items:
Production costs: EUR ('000) 16.010.
Distribution costs: EUR ('000) 374.
Administrative expenses: EUR ('000) 3.572.

Fee to statutory auditor					3
Total fee:					
KPMG	141	48	33	10	
	141	**48**	**33**	**10**	
Specification of fee:					
Statutory audit	139	47	33	10	
Other services	2	1	0	0	
	141	**48**	**33**	**10**	

NOTES

	Group		Parent Company		
	2021	**2020 4 months**	**2021**	**2020 4 months**	**Note**
	EUR '000	EUR '000	EUR '000	EUR '000	
Income from investments in subsidiaries and associates					**4**
Income from investments in subsidiaries	0	0	-2.025	-2.156	
	0	**0**	**-2.025**	**-2.156**	
Other financial income					**5**
Interest, group enterprises	0	0	48	0	
Other interest income	215	212	1	0	
	215	**212**	**49**	**0**	
Other financial expenses					**6**
Interest, group enterprises	0	0	5	1	
Other interest expenses	3.113	1.759	936	343	
	3.113	**1.759**	**941**	**344**	
Tax on profit/loss for the year					**7**
Calculated tax on taxable income of the year	392	523	-143	0	
Adjustment of tax for previous years	-1.428	-221	0	0	
Adjustment of deferred tax	126	-125	-75	-83	
Transferred tax on changes for hedging to equity	80	-1	6	0	
	-830	**176**	**-212**	**-83**	
Proposed distribution of loss					**8**
Allocation to reserve for net revaluation according to equity valuation	0	-2.117	-2.025	-2.156	
Retained earnings	-2.958	-335	-933	-296	
	-2.958	**-2.452**	**-2.958**	**-2.452**	

NOTES

Note

Intangible assets 9

	Group	
	Development projects completed	Intangible fixed assets acquired
Cost at 1 January 2021	3.639	819
Exchange adjustment at closing rate	201	36
Transfer	359	117
Additions	157	125
Cost at 31 December 2021	**4.356**	**1.097**
Amortisation at 1 January 2021	3.065	565
Exchange adjustment at closing rate	155	20
Amortisation for the year	297	141
Amortisation at 31 December 2021	**3.517**	**726**
Carrying amount at 31 December 2021	**839**	**371**

	Group	
	Goodwill	Development projects in progress and prepayments
Cost at 1 January 2021	63.511	618
Exchange adjustment at closing rate	0	27
Transfers to/from other items	0	-359
Additions	0	228
Disposals	0	-40
Cost at 31 December 2021	**63.511**	**474**
Amortisation at 1 January 2021	2.117	0
Amortisation for the year	6.351	0
Amortisation at 31 December 2021	**8.468**	**0**
Carrying amount at 31 December 2021	**55.043**	**474**

Special conditions for recognition of development costs
The Company’s development projects concern development of wheel chairs, walking frames, hospital beds, electromechanical products, and components for manual wheel chairs. The development progresses as planned and is expected to be completed within 1 to 2 years and company is going to benefit through additional revenues or cost benefits for the following years. The market for these products for the health and senior citizen sector is increasing considerably more than the general economic development according to well-documented market reports and there is a limited competition in the market for this type of products.

NOTES

Note

Property, plant and equipment 10

	Group	
	Land and buildings	Production plant and machinery
Cost at 1 January 2021	8.058	10.821
Exchange adjustment at closing rate	-70	300
Transferred	48	43
Additions	139	1.623
Disposals	0	-325
Cost at 31 December 2021	**8.175**	**12.462**
Revaluation at 1 January 2021	2.936	0
Exchange adjustment at closing rate	-25	0
Revaluation of the year	-75	0
Revaluation at 31 December 2021	**2.836**	**0**
Depreciation and impairment losses at 1 January 2021	2.256	7.179
Exchange adjustment at closing rate	-20	170
Reversal of depreciation of assets disposed of	0	-321
Depreciation for the year	190	681
Depreciation and impairment losses at 31 December 2021	**2.426**	**7.709**
Carrying amount at 31 December 2021	**8.585**	**4.753**
Value of recognised assets, excluding revaluation under § 41 (1)	5.749	
Finance lease assets		2.146

	Group	
	Other plant, fixtures and equipment	Prepayment for tangible fixed assets under construction
Cost at 1 January 2021	6.055	197
Exchange adjustment at closing rate	405	-2
Transferred	5	-195
Additions	1.122	319
Disposals	-68	0
Cost at 31 December 2021	**7.519**	**319**
Depreciation and impairment losses at 1 January 2021	4.391	
Exchange adjustment at closing rate	298	
Transferred	17	
Reversal of depreciation of assets disposed of	-59	
Depreciation for the year	615	
Depreciation and impairment losses at 31 December 2021	**5.262**	
Carrying amount at 31 December 2021	**2.257**	**319**
Finance lease assets	63	

NOTES

Note

Financial non-current assets 11

	Group	
	Investments in associates	Rent deposit and other receivables
Cost at 1 January 2021	1	11
Disposals	-1	0
Cost at 31 December 2021	**0**	**11**
Carrying amount at 31 December 2021	**0**	**11**

	Parent Company
	Investments in subsidiaries
Cost at 1 January 2021	72.416
Disposals	-4.250
Cost at 31 December 2021	**68.166**
Revaluation at 1 January 2021	-91
Exchange adjustment at closing rate	818
Profit/loss for the year	4.326
Equity movements	-105
Revaluation at 31 December 2021	**4.948**
Impairment losses and amortisation of goodwill at 1 January 2021	2.117
Amortisation of goodwill	6.351
Impairment losses and amortisation of goodwill at 31 December 2021	**8.468**
Carrying amount at 31 December 2021	**64.646**

Investments in subsidiaries (EUR '000)

Name and domicil	Equity	Profit/loss for the year	Ownership
MBL Denmark A/S, Denmark	9.603	4.326	100 %
MBL A/S, Denmark	11.868	4.442	100 %
MBL Poland Sp. z o.o, Poland	5.632	-804	100 %
MBL (Xiamen) Co., Ltd, China	10.308	4.194	100 %

NOTES

Note

Deferred tax 12

Deferred tax assets and liabilities are related to differences between the carrying amount and tax value at the balance sheet date and the value of tax losses carryforwards.

	Group		Parent Company	
	2021 EUR '000	**2020** EUR '000	**2021** EUR '000	**2020** EUR '000
Deferred tax, beginning of year......	-511	-404	-83	0
Deferred tax of the year, income statement................................	126	-126	-75	-83
Deferred tax of the year, equity (Including exchange rate adjustment)..............................	-8	19	0	0
Correction MAP..........................	409	0	0	0
Deferred tax 31 December 2021...	**16**	**-511**	**-158**	**-83**
It is recognized as follows:				
Deferred tax (assets)...................	224	1.451	158	83
Deferred tax (provision)..............	240	940	0	0
	16	**-511**	**-158**	**-83**

The Group’s deferred net tax asset is recognised in the balance sheet by EUR (’000) 224. The net tax asset relates primarily to unused tax losses in the Group. The tax asset is recognised on the basis of the expectations for the positive tax profits for the next couple of years, and the tax losses are then fully utilized. The assessments are made on the basis of the Group’s budget for next year and strategic expectations the subsequent four year. The budget has been prepared in accordance with the enterprise’s common budget procedure.

NOTES

Note

Derivative financial instruments 13

The Parent company and two other Group companies, MBL A/S and MBL Poland Sp. z o.o use derivatives for hedging of interest rate risks and in addition the Group company, MBL Poland Sp. z o.o uses derivatives for hedging of currency risks all in relation to recognised assets and liabilities and future cash flows from unrecognised transactions.

The risk management is undertaken individually for each Group company on the basis of reported positions and each Group Company carries the counterparty risk for all hedging transactions. Only financial institutions with high credit ratings are applied for derivative transactions, why the counterparty risk is low.

Synthetic forward contracts are applied for hedging of recognised receivables, payables and debt in foreign currencies. The principals of the instruments and hedging level at 31 December 2021 comprise:

		Group			
Currency	**Payment/Expiry**	**Receivables**	**Debt**	**Hedging-transaction**	**Netposition**
		EUR '000	EUR '000	EUR '000	EUR '000
PLN	0-12 months	3.618	20.300	-13.500	-3.182
		3.618	**20.300**	**-13.500**	**-3.182**

The hedging instuments impact the Balance Sheet, Income Statement and Equity as follows:

	Group	
	Forward exchange contracts	**Interest rate swap**
Fair value at 31 December 2021		
Assets	91	0
Liabilities	0	-92
	91	**-92**
Value adjustment in the year recognised in the Income Statement	266	-7
Value adjustment in the year recognised in Equity	0	-67

	Parent Company
	Interest rate swap
Fair value at 31 December 2021	
Liabilities	-28
	-28
Value adjustment in the year recognised in Equity	-22

NOTES

Note

Prepayments and accrued income 14

Prepayments and accrued income comprise prepaid costs, primarily insurances and deferred financing costs, relating to the next financial year.

	Group		Parent Company		
	2021	**2020**	**2021**	**2020**	
	EUR '000	EUR '000	EUR '000	EUR '000	
Receivables falling due after more than one year					15
Trade receivables......................	0	11	0	0	
Other receivables......................	0	78	0	0	
	0	**89**	**0**	**0**	

	2021	**2020**	
	EUR '000	EUR '000	
Share capital			16
Allocation of share capital:			
A-shares, 106.146 unit in the denomination of 1 EUR.............	106	106	
	106	**106**	

Long-term liabilities 17

	Group			
	31/12 2021 total liabilities	**Repayment next year**	**Debt outstanding after 5 years**	**31/12 2020 total liabilities**
Subordinate loan capital........................	7.000	0	0	26.463
Bank loan..	21.193	2.250	0	757
Lease liabilities..................................	1.646	660	0	915
Other liabilities..................................	13	0	0	0
Frozen holiday pay..............................	22	0	0	22
	29.874	**2.910**	**0**	**28.157**

	Parent Company			
	31/12 2021 total liabilities	**Repayment next year**	**Debt outstanding after 5 years**	**31/12 2020 total liabilities**
Subordinate loan capital........................	7.000	0	0	20.060
Bank loan..	11.377	2.250	0	0
	18.377	**2.250**	**0**	**20.060**

As regards subordinated loan capital the creditor has signed a Letter of Subordination in relation to the other creditors in the Company. The main subordinated loan capital from investor has formal repayment date of 5 years meaning intended maturity date of all subordinated loans is June 2025.

NOTES

Note

Accruals and deferred income 18

Accruals and deferred income include mainly the payments received from subsidy projects regarding income in subsequent years.

Contingencies etc. 19

Contingent liabilities

The underlying subsidiary MBL A/S has entered into a rental agreement for premises with a residual obligation during the notice period at EUR ('000) 12. The annual rental cost is EUR ('000) 22.

MBL Denmark 2020 A/S have issued a guarantee in relation to MBL A/S and MBL Poland debt to mBank SA -lender of loan. Maximum level in light of loan agreement is EUR ('000) 21.677.

Joint liabilities

The Danish companies of the group is jointly and severally liable for tax on the group's jointly taxed income and for certain possible withholding taxes such as dividend tax and royalty tax, and for the joint registration of VAT.

Tax payable of the group's jointly taxed income amounts to EUR ('000) 0 at the Balance Sheet date.

NOTES

Note

Charges and securities **20**

	Group		Parent Company	
	Carrying amount of assets	Nominal value of mortgage or outstanding debt	Carrying amount of assets	Nominal value of mortgage or outstanding debt
	EUR '000	EUR '000	EUR '000	EUR '000
The following assets have been provided as security for debt				
Equity investment in group enterprises under fixed assets investment (MBL Denmark 2020 A/S), primary pledge..................	0	0	64.646	23.311
Owner's mortgages on property, etc., as security for bank debt of a nominal amount of (MBL Poland Sp. z o.o).....................................	8.585	19.104	0	0
Chattel mortgage on machinery and plant (MBL Poland Sp. z o.o)..........	1.748	19.104	0	0
Assigment of receivable, factoring (MBL Poland Sp. z o.o))................	1.737	2.611	0	0
Cash at banks (MBL Poland Sp. z o.o).................	2.214	19.104	0	0
The following assets are financed by finance leases:				
Production plant and machinery (MBL Poland Sp. z o.o).................	1.807	1.373	0	0
Other plant, fixtures and equipment (MBL Poland Sp. z o.o).................	63	16	0	0

NOTES

Note

Related parties 21

The Company's related parties include:

The Controlling interest

Mogens Bichel Lauritsen, Borgdalsparken 6B, 8600 Silkeborg, Denmark
(family relationships)

Ingelise Nygaard Lauritsen, Borgdalsparken 6B, 8600 Silkeborg, Denmark
(ownership and family relationships)

Martin Bichel Lauritsen, Ul. Sulejowska 45, 97300 Piotrkow, Poland
(ownership and family relationships)

Anne Bichel Lüneborg, Hellerupvej 59, 2900 Hellerup, Denmark
(ownership and family relationships)

Tine Birch Lauritsen, Langdalsparken 19, 8600 Silkeborg, Denmark
(ownership and family relationships)

Lars Lüneborg, Hellerupvej 59, 2900 Hellerup, Denmark
(Member of the board of Directors and family relationships)

Transactions with related parties

Payables and receivables to group enterprises are disclosed in the balance sheet.
Intercompany interests is disclosed in note 5 and 6.

Related party transctions

	Group		Parent Company	
	2021	2020	2021	2020
		4 months		4 months
	EUR'000	EUR'000	EUR'000	EUR'000
Income statement				
Net revenue	19.364	6.493	0	0
Production costs	56	55	0	0
Distribution costs	0	0	0	0
Administrative expenses	16	0	0	0
Write-down of receivables from related parties	0	0	0	0
Other financial income	0	0	0	0
Other financial expenses	-376	-95	-95	-95
	19.060	**6.453**	**-95**	**-95**

	Group		Parent Company	
	2021	2020	2021	2020
	EUR'000	EUR'000	EUR'000	EUR'000
Balance sheet				
Trade receivables	4.913	4.322	0	0
Other receivables	698	16	0	0
Accumultated write-downs of existing receivables	-640	-2	0	0
Subordinate loan capital	-7.000	-7.093	-7.000	-7.093
Other liabilities	-39	-1.762	-8	-1.717
	-2.068	**-4.519**	**-7.008**	**-8.810**

ACCOUNTING POLICIES

The Annual Report of MBL Denmark 2020 A/S for 2021 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class C, large-size enterprises.

The Annual Report is presented in EUR, which is the reporting currency for the activities of the Group, rounded to the nearest EUR ('000).

The Annual Report is prepared consistently with the accounting principles applied last year.

Comparative figures
The comparative figures in the Income Statement are not comparable with the current year because last year was the first financial year of 4 months while the current year covers 12 months.

Consolidated Financial Statements
The Consolidated Financial Statements include the Parent Company MBL Denmark 2020 A/S and the subsidiaries in which MBL Denmark 2020 A/S directly or indirectly holds more than 50% of the voting rights or in any other way has a controlling influence. Enterprises in which the Group holds between 20% and 50% of the voting rights and exercises significant, but not controlling influence, are considered associates, see the Group structure.

The Consolidated Financial Statements consolidate the Financial Statements of the Parent Company and the subsidiaries by combining uniform accounts items. Intercompany income and expenses, shareholdings, intercompany accounts and dividend, and realised and unrealised gains and losses arising from transactions between the consolidated enterprises are fully eliminated in the consolidation.

Newly acquired or established enterprises are recognised in the Consolidated Financial Statements from the date of acquisition. Sold or wound up enterprises are recognised in the Consolidated Income Statement up to the date of disposal. Comparative figures are not adjusted for newly acquired, sold or wound up enterprises.

The date of acquisition is the date at which the Group gains actual control over the acquired enterprises.

Acquired enterprises are recognised in the Consolidated Financial Statements under the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date. The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation methods. Deferred tax on the taken over reassessments is recognised with the exception of goodwill.

At calculation of the fair value of investment properties, a discounted cash flow model is applied based on discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor’s opinion, using an overall assessment of the production equipment.

Positive differences (goodwill) between the acquisition value and fair value of acquired and identified assets and liabilities are recognised in intangible fixed assets as goodwill and amortised systematically in the Income Statement under an individual assessment of the useful life.

Negative differences are recognised in the Income Statement at the date of acquisition.

The difference from acquired enterprises is EUR (‘000) 55.043.

Transaction costs, incurred in connection with acquisition of enterprises, are recognised in the Income Statement in the year in which the costs are incurred.

Investments in subsidiary enterprises are set off by the proportional share of the subsidiaries’ fair value of net assets and liabilities at the acquisition date.

ACCOUNTING POLICIES

Investments in associates are measured in the Balance Sheet at the proportional share of the equity value of the enterprises, calculated under the accounting policies of the Parent Company and eliminating proportionally any unrealised intercompany gains and losses. The proportional share of the results of the associates is recognised in the Income Statement after elimination of the proportional share of internal gains and losses.

INCOME STATEMENT

Net revenue

Net revenue from the sale of merchandise and finished goods is recognised in the Income Statement if supply and risk transfer to purchaser has taken place before the end of the year and if the income can be measured reliably and is expected to be received.

Company's operating principles is that transport costs incurred by the company are to be covered by customer without any margin or mark-up. As part of revenues is related to transport cost re-invoiced to customers, it is continued company's practice to present transport cost as reduction of net revenues.

Net revenue is recognised exclusive of VAT and less duties and discounts related to the sale.

Production costs

Production costs comprise the costs of manufacture and procurement paid to achieve the net revenue for the year, including costs of raw materials and consumables, wages and salaries, energy, maintenance, leasing and depreciation of production plant, and adjusted for changes in inventory of finished goods and work in progress.

Amortisation of capitalised development and research costs and the development costs that do not fulfil the criteria for capitalisation are also recognised in production costs.

Moreover, provisions for losses on contract work are recognised.

Distribution costs

The costs paid for the distribution of goods sold during the year and for sales campaigns, etc. carried out during the year are recognised in distribution costs. The cost of sales personnel, advertising and exhibition costs and amortisation of distribution and sales related assets are also recognised in distribution costs. Common losses on bad debts are also recognised.

Administrative expenses

Administrative expenses recognise costs incurred during the year regarding management and administration, inclusive of costs relating to the administrative staff, Executives, office premises, office expenses, etc., and related amortisation.

Other operating income

Other operating income includes items of a secondary nature in relation to the Group's and the Company's activities, including profit from sale of intangible and tangible fixed assets. In addition, profit from sale of intangible and tangible fixed assets as well as business interruption and conflict compensations are included. Compensations are recognised when the income is deemed to be realisable.

Other operating expenses

Other operating expenses include items of a secondary nature in relation to the Group's and the Company's activities. Losses from sale of intangible and tangible fixed assets are also included.

ACCOUNTING POLICIES

Income from investments in subsidiaries and associates
The proportional share of the results of subsidiaries, stated according to the Parent Company's accounting policies and with full elimination of unrealised intercompany profits/losses and deduction of amortisation of added value and goodwill resulting from purchase price allocation at the date of acquisition, is recognised in the Parent Company's Income Statement.

In connection with transfers, potential profits are recognised when the economic rights related to the sold subsidiaries are transferred, however, at the earliest when the profit has been realised or is regarded as realisable. Moreover, realised losses other than impairments are included where identified.

Dividend from associates is recognised in the financial year in which the dividend is declared. In connection with transfers, potential profits are recognised when the economic rights related to the sold equity interests are transferred, however, at the earliest when the profit has been realised or is regarded as realisable. Moreover, realised losses other than impairments are included where identified.

Financial income and expenses
Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from securities, debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial income and expenses are recognised by the amounts that relate to the financial year.

Tax
The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the Income Statement by the share that may be attributed to the profit for the year, and is recognised directly in equity by the share that may be attributed to entries directly to equity.

BALANCE SHEET

Intangible fixed assets
Acquired goodwill is measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over the expected useful life which is estimated to 10 years. The period of amortisation is determined based on an assessment of the acquired company's position in the market and earnings profile, and the industry-specific conditions.

Acquired intangible fixed assets, include patents og licenses are measured at the lower of cost less accumulated amortisation and the recoverable amount. Patents are amortised over the remaining patent period and licences are amortised over the period of the agreement, however, no more than 8 years.

Development projects comprise costs, including wages and salaries, and amortisation, which directly or indirectly can be related to the Company's development activities and which fulfil the criteria for recognition in the Balance Sheet.

The accounting item is measured at the lower of the capitalised costs less accumulated amortisation and recoverable amount.

Capitalised development costs are amortised on a straight-line basis over the estimated useful life after completion of the development work. The amortisation period is normally 3-5 years.

Intangible fixed assets are generally written down to the recoverable amount if this is lower than the carrying amount.

Profit or loss from sale of intangible fixed assets is calculated at the difference between the sales price and the carrying amount at the time of the sale. Profit and loss are recognised in the Income Statement under other operating income or other operating expenses.

ACCOUNTING POLICIES

Tangible fixed assets

Land and buildings are measured at fair value less accumulated depreciation. The fair value is based on assessments made by estate agents. A new assessment will be made if there is any indication of change of the fair value. The net revaluation is recognized directly in the equity as part of retained earnings. The net revaluation for the year is recognized separately. There is no depreciation on land.

Production plant and machinery, other plant, fixtures and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Buildings..	20-40 years	25-50 %
Production plant and machinery..	5-10 years	0-30 %
Other plant, fixtures and equipment...	3-8 years	0-30 %

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Profit or loss on sale of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the date of sale. Profit or loss is recognised in the Income Statement as other operating income or other operating expenses.

Lease contracts

Lease contracts relating to tangible fixed assets
for which the Company bears all material risks and benefits attached to the ownership (finance lease, see IAS 17) are recognised as assets in the Balance Sheet. The assets are at the initial recognition measured at the lower of cost stated at fair value and the and present value of the future lease payments. The internal interest rate of the lease contract, or alternatively the Company's loan interest, is used as discounting factor when calculating the present value. Finance lease assets are hereafter treated as the Group's and the Company's other similar tangible fixed assets.

The capitalised residual lease liability is recognised in the Balance Sheet as a liability and the interest portion of the lease payment is recognised in the Income Statement over the contract period.

Fixed asset investments

Investments in Equity interests in subsidiaries are measured in the Parent Company Balance Sheet under the equity method, which is regarded as a method of measuring/consolidation.

Equity investments in subsidiaries are measured in the Balance Sheet at the proportional share of the enterprises' carrying equity value, calculated in accordance with the Parent Company's accounting policies with deduction or addition of unrealised intercompany profits or losses and with addition or deduction of the residual value of positive or negative goodwill calculated according to the acquisition method. Negative goodwill is recognised in the Income Statement when the equity interest is acquired. Where the negative goodwill is related to acquired contingent liabilities, the negative goodwill will be recognised as income when the contingent liabilities have been settled or cease.

Equity investments in associates are measured at cost. If the cost exceeds the net realisable value, this is written down to the lower value.

ACCOUNTING POLICIES

Acquired enterprises are subject to the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date. The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation models. A discounted cash flow model is used to calculate the fair value of investment properties based on a discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor's opinion, based on an overall assessment of the production equipment.

The acquisition date is the date on which the Company gains actual control over the acquired entity.

Consolidated goodwill is amortised over the expected useful life, which is determined on the basis of Management's experience within the individual lines of business. Consolidated goodwill is amortised on a straightline basis over the amortisation period, which is 10 years. The amortisation period is determined on the basis of an assessment of the acquired entity's market position and earnings profile, and the industryspecific condition.

Net revaluation of equity interests in subsidiaries is transferred under equity to reserve for net revaluation under the equity value method to the extent that the carrying amount exceeds the acquisition value.

Subsidiaries with a negative carrying equity value are measured to DKK 0 and any amounts due from these enterprises are written down to the extent that it is deemed to be irrecoverable. If the carrying negative equity value exceeds receivables, the residual amount is recognised under provision for liabilities to the extent that the Company has a legal or actual liability to cover the subsidiaries deficit.

Deposits include rental deposits which are recognised and measured at cost. Deposits are not depreciated.

Other receivables are measured at amortised cost which usually corresponds to the nominal amount. The amount is written down to meet expected losses.

Impairment of fixed assets
The carrying amount of intangible fixed and tangible assets together with fixed assets, which are not measured at fair value,, are assessed annually for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the recoverable amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

ACCOUNTING POLICIES

Inventories
Inventories are measured at cost using the FIFO-principle. If the net realisable amount is lower than cost, the inventories are written down to the lower amount.

The cost of merchandise as well as raw materials and consumables is calculated at acquisition price with addition of transportation and similar costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct payroll cost and other direct and other indirect production costs include indirect materials and payroll and maintenance and depreciation of the machines, factory buildings and equipment used in the production process, the cost of factory administration and management and capitalised development costs relating to the products.

The net realisable value of inventories is stated at the expected sales price less direct completion costs and costs incurred to execute the sale and is determined with due regard to marketability, obsolescence and development in expected sales price of the inventories.

Receivables
Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

Accruals, assets
Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Equity
Dividends
The expected dividend payment for the year is disclosed as a separate item under equity.

Net revaluation reserve according to the equity method
Net revaluation reserve according to the equity method comprises net revaluation of equity investments in subsidiaries in proportion to cost. Dividends that expected to be received before the balance sheet date are not tied to the reserve. Reserves may be eliminated in connection with loss, realisation of equity investments or changes in accounting estimates. Reserves cannot be recognised at a negative amount.

Other provisions for liabilities
Other provisions for liabilities include the expected cost of pension and similar obligations and deferred tax. Specifically future pension provision is presented under Provision for Liabilities.

ACCOUNTING POLICIES

Tax payable and deferred tax
Current tax liabilities and receivable current tax are recognised in the Balance Sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The Company is subject to joint taxation with Danish Group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the tax-on-account scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are measured at the amount at which the asset is expected to be used within a reasonable number of years, either by setoff against tax on future earnings or by setoff 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 under the legislation in force on the Balance Sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities
Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.

Liabilities are split into short-term and long-term part based on expected repayment period – liabilities with expected repayment period within 1 year are recognized as short terms.

The capitalised remaining lease liability on finance lease contracts is also recognised as financial liabilities.

Factoring liabilities related to Receivables factoring are also recognized as financial liabilities – short term.

Liabilities related to bank debt (loans and factoring) are presented as bank debt.

There is company policy to set up accruals to recognize the costs in the period when they are incurred based on already known amounts. Company also recognizes the provisions for possible futures expenses on condition that they would be present obligation arisen as a result of past event, payment is probable and the amounts can be reliably estimated.

Accruals and provisions are recognized generally under Other Debt. Specifically Holiday Provision is presented under Other Debt.

Accruals, liabilities
Accruals recognised as liabilities include payments received regarding income in subsequent years.

ACCOUNTING POLICIES

Derivative financial instruments
Derivative financial instruments are initially recognised in the Balance Sheet at cost and are subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are recognised under receivables and payables, respectively.

Change in the fair value of derivative financial instruments classified as and complying with the criteria for hedging of the fair value of a recognised asset or a recognised liability is recognised in the Income Statement together with possible changes in the fair value of the hedged asset or the hedged liability.

Change in the fair value of derivative financial instruments related to hedging of future cash flows are recognised in Equity to the extent, that the conditions for this purpose are fulfilled. The value adjustments are recognised in a fair value reserve for hedging for accounting purposes until the hedged transaction is realised or the hedging ceases is adjusted downward. Upon realisation the accumulated value of the hedging instrument together with the hedged transaction is recognised in the Income Statement, unless the hedging transaction results in recognition of a non-financial asset or a non-financial liability. In this case, the amount is transferred from Equity to the cost price or carrying amount of this asset or liability.

Where a hedging is no longer effective, in part or in full, the accumulated value in Equity is transferred in full or proportionally to the financial income or expenses in the Income Statement. Changes in the fair value of derivative financial instruments which the Company might elect not to transfer to hedging for accounting purposes are also recognised here. Tax on the movements in the hedging reserve is recognised, which is transferred to tax in the Income Statement as the reserve is being dissolved.

Foreign currency translation
Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognised in the Income Statement as a financial income or expense.

Receivables, payables and other monetary items in foreign currencies that are not settled on the Balance Sheet date are translated at the exchange rate on the Balance Sheet date. The difference between the exchange rate on the Balance Sheet date and the exchange rate at the date when the receivables or payables come into existence recognised in the Income Statement as financial income or expenses.

Fixed assets acquired in foreign currencies are translated at the rate of exchange on the transaction date.

At recognition of foreign subsidiaries that are not independent entities, but integrated entities, monetary items are translated at the exchange rate on the Balance Sheet date. Non-monetary items are translated at the rate at the date of acquisition or at the date of a subsequent revaluation or writedown of the asset. The items of the Income Statement are translated at the rate on the transaction date, items derived from non-monetary items being translated at the historic rates of the non-monetary item.

The Income Statements of foreign subsidiaries and associates fulfilling the concitions for being independent entities are translated at an average exchange rate for the month and the Balance Sheet items are translated at the rate of exchange on the Balance Sheet date. Exchange differences arising from translation of the equity of foreign subsidiaries at the beginning of the year to the rates of the Balance Sheet date and from translation of Income Statements from average rate to the rates of the Balance Sheet date are recognised directly in the equity.

Exchange adjustment of intercompany accounts with foreign subsidiaries that are deemed to be an addition to or deduction from the equity of independent subsidiaries are recognised directly in the equity.

ACCOUNTING POLICIES

CASH FLOW STATEMENT

With reference to Section 86(4) of the Danish Financial Statements Act, the Company has not prepared a cash flow statement. A cash flow statement has been prepared for the Group.

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

Cash flows from operating activities:
Cash flows from operating activities are computed as the results for the year adjusted for non-cash operating items, changes in net working capital and corporation tax paid.

Cash flows from investing activities:
Cash flows from investing activities include payments in connection with purchase and sale of intangible and tangible fixed asset and fixed asset investments.

Cash flows from financing activities:
Cash flows from financing activities include changes in the size or composition of share capital and related costs, and borrowings and repayment of interest-bearing debt and payment of dividend to shareholders.

Cash and cash equivalents:
Cash and cash equivalents include bank overdraft and cash in hand.