



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 918 176 977  
Organisasjonsform: Norskreg. utenlandsk foretak  
Foretaksnavn: HOSHIZAKI NORGE NUF  
Forretningsadresse: Burgemeester Stramanweg 101  
NL-1101AA AMSTERDAM

### Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

### Konsern

Morselskap i konsern: Nei

### Regnskapsregler

Regler for små foretak benyttet: Ja  
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Regnskapslovens alminnelige regler

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Kazuya Jinno  
Dato for fastsettelse av årsregnskapet: 24.07.2024

### Grunnlag for avgivelse

År 2023: Årsregnskapet er elektronisk innlevert  
År 2022: Tall er hentet fra elektronisk innlevert årsregnskap fra 2023

*Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.*

Brønnøysundregistrene, 04.09.2025



### Resultatregnskap

Beløp i: EUR	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt		93 171 856	109 217 375
Annen driftsinntekt		0	0
<b>Sum inntekter</b>		<b>93 171 856</b>	<b>109 217 375</b>
<b>Kostnader</b>			
Varekostnad		60 517 853	74 881 977
Annen driftskostnad		26 822 277	50 815 406
<b>Sum kostnader</b>		<b>87 340 130</b>	<b>125 697 383</b>
<b>Driftsresultat</b>		<b>5 831 726</b>	<b>-16 480 008</b>
<b>Finansinntekter og finanskostnader</b>			
Annen finansinntekt		11 940	60 676
<b>Sum finansinntekter</b>		<b>11 940</b>	<b>60 676</b>
Annen rentekostnad		145 857	678 029
<b>Sum finanskostnader</b>		<b>145 857</b>	<b>678 029</b>
<b>Netto finans</b>		<b>-133 917</b>	<b>-617 353</b>
<b>Ordinært resultat før skattekostnad</b>		<b>5 697 809</b>	<b>-17 097 361</b>
Skattekostnad på ordinært resultat		1 207 038	1 394 011
<b>Ordinært resultat etter skattekostnad</b>		<b>4 490 771</b>	<b>-18 491 372</b>
<b>Årsresultat</b>		<b>4 490 771</b>	<b>-18 491 372</b>



### Balanse

Beløp i: EUR	Note	2023	2022
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Immaterielle eiendeler		122	423
Utsatt skattefordel		78 031	297 514
<b>Sum immaterielle eiendeler</b>		<b>78 153</b>	<b>297 937</b>
<b>Varige driftsmidler</b>			
Tomter, bygninger og annen fast eiendom		481 249	429 254
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende		117 929	142 286
<b>Sum varige driftsmidler</b>		<b>599 178</b>	<b>571 540</b>
<b>Sum anleggsmidler</b>		<b>677 331</b>	<b>869 477</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
Varer		17 542 203	16 857 937
<b>Sum varer</b>		<b>17 542 203</b>	<b>16 857 937</b>
<b>Fordringer</b>			
Kundefordringer		9 205 343	11 924 548
Andre fordringer		1 354 632	2 420 093
Konsernfordringer		691 733	2 672 897
<b>Sum fordringer</b>		<b>11 251 708</b>	<b>17 017 538</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Bankinnskudd, kontanter og lignende		3 814 282	2 349 887
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>3 814 282</b>	<b>2 349 887</b>
<b>Sum omløpsmidler</b>		<b>32 608 193</b>	<b>36 225 362</b>
<b>SUM EIENDELER</b>		<b>33 285 524</b>	<b>37 094 839</b>

### BALANSE - EGENKAPITAL OG GJELD



## Balanse

Beløp i: EUR	Note	2023	2022
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
Selskapskapital		1 980 000	1 980 000
Overkurs		66 298 836	66 298 836
<b>Sum innskutt egenkapital</b>		<b>68 278 836</b>	<b>68 278 836</b>
<b>Opptjent egenkapital</b>			
Annen egenkapital		-62 346 109	-66 918 483
<b>Sum opptjent egenkapital</b>		<b>-62 346 109</b>	<b>-66 918 483</b>
<b>Sum egenkapital</b>		<b>5 932 727</b>	<b>1 360 353</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
Andre avsetninger for forpliktelser		771 759	1 360 858
<b>Sum avsetninger for forpliktelser</b>		<b>771 759</b>	<b>1 360 858</b>
<b>Annen langsiktig gjeld</b>			
<b>Sum langsiktig gjeld</b>		<b>771 759</b>	<b>1 360 858</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld		715 578	6 067 780
Skyldige offentlige avgifter		880 863	1 749 789
Annen kortsiktig gjeld		4 463 932	12 853 559
Gjeld til konsernselskaper		20 474 473	13 493 367
Pensjonsforpliktelse		46 192	209 133
<b>Sum kortsiktig gjeld</b>		<b>26 581 038</b>	<b>34 373 628</b>
<b>Sum gjeld</b>		<b>27 352 797</b>	<b>35 734 486</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>33 285 524</b>	<b>37 094 839</b>



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**Hoshizaki Europe B.V.**  
Amsterdam

Annual Report 2023

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Dated 15 May 2024



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## **1. MANAGEMENT BOARD'S REPORT**

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## 1.1 Management Board's report

### General

Hoshizaki Europe B.V. ("the Company") is in the business of selling and distributing ice makers, manufacturing and selling refrigerators and other own branded products for the food service equipment industry. The products are sold through branches in the Netherlands, the UK, Belgium, France, Spain, Germany, Denmark, Norway, Sweden, Italy. The Company is a wholly owned subsidiary of Hoshizaki Corporation, Japan ("Corporation"). The parent company is listed at the stock exchange in Tokyo. Corporation is the indirect and ultimate parent company of the Company. The two-tier regime is not applicable for the Company.

### Sales and results

Full year 2023 sales decreased by 14% to EUR 93.172 m compared to 2022. The main driver of decreased sales is due to the sale of the Bio line business division.

Despite a result of decreased sales by EUR 16.045 m, the Company attained operating profit of EUR 4.490 m. The main drivers for increased profit relate to gross margin improvement and the movement of refrigeration production from Denmark to both Turkey and India.

### Business risks

Matters that can potentially have serious impact on decisions made, among issues relevant to status of business operations and accounting that are outlined in this document, include those that are described below. Forward looking statements contained in this document were prepared based on available information as determined by the Company, which were current as of the date this document was submitted.

#### (1) Political and economic conditions

The financial conditions, business performance and cash flows of the Company can potentially be impacted by deterioration of political climate, trends of economic environment and other political and economic conditions. Last year, Hoshizaki Europe B.V. experienced significant delays in incoming freight due to extensive customs checks, a direct consequence of Brexit. Additionally, LTD faced significantly longer delivery times for parts, caused by a shortage of raw materials and production capacity in Asia. Hoshizaki Europe B.V. has assessed the impact of the current war ongoing in Gaza. We do not foresee any major impact as a result of the war. Hoshizaki Europe B.V. have assessed the impact of the ongoing war ongoing between Russia and Ukraine. As reported in prior years, we do not foresee any major impact as a result of the war. Supply chain has been stopped for sales to Russian customers. The impact of this is 1% of total sales value in prior years and these sales were not included in Budget 2023. Hoshizaki Europe B.V. has no branch office in Russia or Ukraine.

#### (2) Sustainability & Climate Change

During 2023, Hoshizaki Europe B.V. set up a dedicated resource team to focus on the Environmental, Social & Governance topics of the company and started to undergo a readiness check to prepare for the CSRD (Corporate Social Reporting Directive) requirements as per 1st January 2026.

#### (3) Weather and disasters

The weather during seasons of demand has an impact on the core products of the Company, which are ice makers and refrigerators, among others. The decline in demand due to weather conditions that are difficult to predict can potentially have detrimental impact on the financial position, operational results and cash flows of the Company. Operation of our facilities and equipment, as well as our information systems, along with work operations of our business partners can also be exposed to potential risks from such natural disasters as earthquakes or intentional man made disasters from terrorism or biological threats from a spread of

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infectious diseases. Sales activities of the Company can potentially be subject to significant impact from such disasters if they occur and that can lead to detrimental effects on the financial position, operational results and cash flow of the Company. It is difficult to estimate the exact impact of this risk and further sensitivity analysis will need to be conducted in future. HEBV will also focus on strengthening this area in the future.

#### **(4) Changes in exchange rates**

Impact from fluctuating currency exchange associated with purchase and sales transactions can potentially lead to detrimental impact on the financial condition, business performance and cash flow of the Company. It is difficult to estimate the exact impact of this risk and further sensitivity analysis will need to be conducted in future. HEBV will also focus on strengthening this area in the future.

#### **(5) Price competition**

The competition with other companies is becoming increasingly difficult in the business environment that surrounds the Company, as the competition in the food service industry intensifies. The Company is constantly and proactively engaged in activities to improve the competitive edge above the competition in terms of product quality, cost, technology and service but should low pricing competition intensify beyond cost reduction efforts, then there is a potential for detrimental effects on the financial condition, business performance and cash flow of the Company.

#### **(6) IT systems**

Computer virus, cyber terrorism and/or damage by hackers can have a major impact on daily business resulting in lost revenue. Spam email messages reaching users is a high probability which can cause virus outbreaks. Loss or theft of information systems/devices (laptop/smart phone etc) can moderately affect the business. Failure of the phone lines can have a direct impact as customers would not be able to reach the Company and sales would be missed. Hardware failure on the servers would negatively impact the productivity of a certain department or the whole Company. A backup failure which is unlikely would have major impact due to the loss of data. The Company has actions in place to mitigate the IT risks mentioned. The company is also undergoing a process to upgrade its current ERP system to Dynamics 365 which is the upgraded version of Microsoft Axapta.

Hoshizaki Europe B.V. continued to use the template called 'risk register' with which the Company manages identifying risks, risk categories, risk owner, corresponding control, indicator of effectiveness, and monitoring evaluation of effectiveness and progresses. Risk evaluation and risk appetite is also identified in the risk register. The Company also has the opportunity of discussing the risks with risk matrix material during the board meeting also.

#### **Legal and compliance risk**

The regulatory environment in which the Company operates is continuously changing with existing legislation being regularly updated or new laws being implemented. Our teams by department, along with external parties, are responsible for reviewing all changes in the legal and compliance environment and assisting with the implementation of these changes within our products, policies and processes.

#### **Financial reporting and disclosure risk**

Governance surrounding financial reporting and disclosure risk promotes the importance of accurate, timely and complete financial reporting. The finance department is responsible for financial reporting, internally (including management information) and externally (including statutory and regulatory reporting). Policies, procedures and controls are in place to prevent and detect both intentional and unintentional errors in the financial information and to reduce subjectively in terms of measurement and reporting.

#### **Risk appetite**

The group has a low appetite for financial and compliance risks. The Company has a strong commitment to comply with financial reporting requirements and to be compliant with laws and regulations in the jurisdictions where the Company is operating. The Company has a low to medium and a low to high

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appetite respectively for operational and strategic risks. While its corporate culture includes maintaining extensive policies and guidance relating to operations the Company is continuously looking for ways to improve efficiency which could lead to adopting new ways of operating its business. In trying to achieve its strategic objectives the Company would not hesitate to take on new and uncertain challenges if the long term benefits were to justify this.

#### *Fraud Risk*

A company-wide control framework is in place within the Hoshizaki Corporation group, and the transactions of the Hoshizaki Europe B.V. are subject to this set of internal controls. In case a significant change in the nature of the transactions would take place or a significant change in the control framework, a reassessment would be made. Within the current control framework, the risk of fraud for the Hoshizaki Europe B.V. is considered to be low.

#### **Financial position**

The total cash position increased by EUR 1.46 m mainly due to receipt and repayment of intercompany loan and movement of working capital.

The liquidity of the Company expressed in the current ratio index increases by 0.37 from 1.05 in 2022 to 1.42 in 2023.

For an overview of the objectives and policy with regard to risk management related to financial instruments, reference is made to the disclosure notes in the financial statements.

#### **Environment**

The Company is working actively on optimization of the external and internal environment. This is done through focus on developing products with lower energy consumption, use of natural refrigerants and reusable materials where technically possible. Several countries have introduced product energy classification, where the Company today is amongst the market leaders for some of its product categories.

HEBV have started orientation discussions with external companies on the topic of Corporate Sustainability Reporting Directive (CSRD) with the project starting internally in Q4 2023. HEBV have already started some initiatives internally to support ESG compliance; adding electric cars to the Company Car policy and starting a project to consider recycling spare parts as opposed to fully destroying them.

Furthermore, HEBV have been involved in a field countermeasure in Europe to remove any products which contain too high levels of the hazardous phthalates (this can cause cancer in humans). HEBV have continued the rework of machines with this substance in FY2023 to ensure we are compliant with the RoHS regulation.

#### **Personnel**

During 2023, the Company has continued to pay attention to its employees by focusing on improving the quality of personnel. The Company decided to pay a one time payment to all employees to compensate for the high cost of living and high inflation. All employees received the same amount (EUR 1.200) in 2023.

During 2023, we had an average of 141 employees on the payroll (2022: 348). Numbers of employees in 2022 includes employees in the Danish factory branch.

#### **Research and development**

The Company does not carry out any research and development activities.

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## Strategy

The strategy of the Company consists of the following:

### (1) Initiatives to expand business overseas

The Company continuously tries to increase its participation in markets and focuses on emerging economies to increase sales. Product development, enhancement of distribution framework as well as increased number of sales bases that are rooted on domestic conditions and consumer trends in each region overseas will become essential for the Company's success. The Company will continue with our acquisition and merger strategies overseas and strive for business expansions through synergistic effects achieved with acquired companies.

### (2) Initiatives to strengthen a high profit structure

The Company's current approach to the market is having sales and service personnel in house that can respond to a diverse range of customer needs. This is certainly a strength, but this is also a burden on the personnel expenses. The Company intend to overcome this challenge by implementing cost reduction strategies that can lead to cost reductions (distribution expenses, scaling, etc.). Furthermore, the Company continues with the effort to reduce other expenses by using IT to improve efficiency of work and through other means to enhance the framework to that of a highly profitable enterprise.

### (3) Initiatives for compliance and improvement of corporate governance

The Company believes that gaining trust from society is extremely important in order to further expand their business operations and to enhance their corporate values. The Company will continue to gain common awareness regarding corporate ethics and compliance among all executives and employees to build a mechanism for nurturing the climate for making fair and accurate decisions while organizing a transparent management framework to enhance internal control scheme and intensify corporate governance in their organization.

## Information on a more balanced ratio of men and women in senior management

On 1 July 2022, an amendment to the decree on the content of management board reports entered into force for large entities. From reporting period 2022, large public and private limited liability entities are subject to the legal requirement to set a target to achieve a more balanced gender ratio (Articles 2:166(2) and 2:267(2) NCC). The target must in any event pertain to the management board and the supervisory board. The company must also decide for which subplot (employees in management positions) it sets a target, e.g. for an executive committee or for first-and second-tier senior management positions. In doing so, the company must prepare a plan for reaching its targets, which may include drawing up or amending a profile, setting up a transparent recruitment and selection process and explaining the policy of affirmative action (Articles 2:166(3) and 2:267(3) NCC).

The Board of Directors did not change in composition regarding gender and currently has five male members. Gender is and will remain an important consideration in the selection process for appointments of Management Board members, but at the same time, key priorities will remain quality, expertise and experience of candidates. Although Hoshizaki Europe B.V. does not have women board member at this stage, key roles in the organization such as Finance, HR and General Affairs, Internal Control and Sales & Service Administration are led by women leaders. The Company hired a woman as a branch manager (Italy Branch) in 2023.

## Outlook

For 2024 the Company expects its sales figures to reach around EUR 97.5 m.

The current outlook suggests that refrigeration sales is becoming under pressure due to incomplete product portfolio and lower bakery products demand from the market. As a result, HEBV see some dealers start moving towards the competition.

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Despite an increase in interest rates in the Eurozone, HEBV is not impacted by interest rate increase as it does not have external borrowings.

Increased freight costs caused by driver shortage in Europe, inflation and energy price increases is expected to continue to have an impact on HEBV throughout FY2023. Additional price increases are expected from our sister companies in 2024 as a result of the energy and gas price increases at the factories.

As part of the Company's Strategy there were significant investments made in IT to improve efficiencies and safeguard corporate governances. The Company's aim is to improve its IT environment as well in order to improve performance. In order to achieve this improvement, the Company moved forward with the plan to implement Dynamics 365 which replaces the current MS AX 2012 operating system. Dynamics 365 was successfully launched on 4th March 2024.

No further significant increase in staff, major research and development, and financing activities is planned in the immediate future. HEBV has appointed a new Managing Director, Mr Keisuke Yamanaka starting 1 March 2024.

Amsterdam, 15 May 2024

Shiro Nishiguchi  
Director

Keisuke Yamanaka  
Director

Ryuichiro Seki  
Director

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**Shiro Nishiguchi**  
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**Ryuichiro Seki**  
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Akira Tashiro  
Director

Yosuke Matsunaga  
Director

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## **2. FINANCIAL STATEMENTS**

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## 2.1 Balance sheet as at 31 December 2023

(Before appropriation of result)

		31 December 2023		31 December 2022	
		€	€	€	€
<b>Fixed assets</b>					
<i>Intangible assets</i>	1		122		423
<i>Tangible fixed assets</i>	2		599.178		571.540
<i>Financial assets</i>					
Deferred tax assets	3		78.031		297.514
<b>Current assets</b>					
<i>Inventories</i>	4		17.542.203		16.857.937
<i>Receivables</i>					
Trade receivables	5	9.205.343		11.924.548	
Receivables from group companies		691.733		2.672.897	
Taxes and social security charges	6	819.504		1.423.151	
Other accounts receivable		132.453		404.756	
Accrued income and prepaid expenses		<u>402.675</u>		<u>592.186</u>	
			11.251.708		17.017.538
<i>Cash and cash equivalents</i>	7		3.814.282		2.349.887
<b>Total assets</b>			<u>33.285.524</u>		<u>37.094.839</u>

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		<u>31 December 2023</u>	<u>31 December 2022</u>
		€	€
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>	8		
Issued share capital		1.980.000	1.980.000
Share premium reserve		66.298.836	66.298.836
Other legal reserves		-320.806	-402.409
General reserve		-66.516.074	-48.024.702
Result for the year		<u>4.490.771</u>	<u>-18.491.372</u>
		5.932.727	1.360.353
<b>Provisions</b>	9	771.759	1.360.858
<b>Long-term liabilities</b>	10	-	-
<b>Short-term liabilities</b>			
Trade payables		715.578	6.067.780
Liabilities to group companies	11	20.474.473	13.493.367
Taxes and social security contributions	12	880.863	1.749.789
Liability due to pensions		46.192	209.133
Other liabilities and accrued expenses	13	<u>4.463.932</u>	<u>12.853.559</u>
		26.581.038	34.373.628
<b>Total equity and liabilities</b>		<u><u>33.285.524</u></u>	<u><u>37.094.839</u></u>

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## 2.2 Income statement for the year 2023

		2023		2022	
		€	€	€	€
<b>Net turnover</b>	14	93.171.856		109.217.375	
Cost of Sales		<u>-60.517.853</u>		<u>-74.881.977</u>	
<b>Gross margin</b>			32.654.003		34.335.398
Selling expenses		9.077.828		8.804.495	
General and administrative expenses	15	17.902.774		23.221.349	
Closure of factory costs	16	<u>-158.325</u>		<u>18.789.562</u>	
<b>Sum of expenses</b>			<u>26.822.277</u>		<u>50.815.406</u>
<b>Net margin</b>			5.831.726		-16.480.008
Other operating income	17		11.940		60.676
Interest and similar expenses	18		<u>-145.857</u>		<u>-678.029</u>
<b>Result before taxation</b>			5.697.809		-17.097.361
Taxation	20		<u>-1.207.038</u>		<u>-1.394.011</u>
<b>Net result after taxation</b>			<u>4.490.771</u>		<u>-18.491.372</u>

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## 2.3 Cash flow statement for the year 2023

	2023		2022	
	€	€	€	€
<b>Cash flow from operating activities</b>				
Operating result		5.843.666		-16.419.332
<b>Adjustments for</b>				
Depreciation		130.651		570.470
Increase (decrease) in provisions	9	-589.099		97.422
Exchange rate differences		8.142		15.070
<b>Changes in working capital</b>				
Decrease (increase) in inventories	4	-684.266		-956.562
Movements accounts receivable		5.944.027		-4.162.007
Increase (decrease) in other payables		<u>-14.729.369</u>		<u>13.771.852</u>
		<u>-9.469.608</u>		<u>8.653.283</u>
<b>Cash flow from business activities</b>		-4.076.248		-7.083.087
Interest paid	18	-74.128		-103.887
Income tax paid	20	<u>-1.137.363</u>		<u>-1.369.028</u>
		<u>-1.211.491</u>		<u>-1.472.915</u>
<b>Cash flow from operating activities</b>		-5.287.739		-8.556.002
<b>Cash flow from investment activities</b>				
Purchase of property, plant and equipment	2	-161.452		-268.955
Proceeds from sales of property, plant and equipment	2	<u>11.606</u>		<u>20.971</u>
<b>Cash flow from investment activities</b>		<u>-149.846</u>		<u>-247.984</u>
transport		-5.437.585		-8.803.986

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## 2.3 Cash flow statement for the year 2023

	2023		2022	
	€	€	€	€
Carry forward	-	-5.437.585	-	-8.803.986
<b>Cash flow from financing activities</b>				
Proceeds from borrowings	10.000.000		-	
Repayments from borrowings	<u>-3.063.222</u>		<u>-2.300.000</u>	
<b>Cash flow from financing activities</b>		<u>6.936.778</u>		<u>-2.300.000</u>
<b>Net cash flow</b>		1.499.193		-11.103.986
Exchange rate and translation differences on cash		<u>-34.798</u>		<u>-629.007</u>
<b>Movements cash</b>		<u>1.464.395</u>		<u>-11.732.993</u>
		<u>2023</u>		<u>2022</u>
		€		€
<b>Turnover movement cash and cash equivalents</b>				
Cash and cash equivalents at the beginning of the period		2.349.887		14.082.880
Increase (decrease) cash and cash equivalents		<u>1.464.395</u>		<u>-11.732.993</u>
Cash and cash equivalents at the end of the period		<u>3.814.282</u>		<u>2.349.887</u>

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## 2.4 Notes to the financial statements

### **Entity information**

#### **Registered address and registration number trade register**

The registered and actual address of Hoshizaki Europe B.V. is Burgemeester Stramanweg 101, 1101 AA in Amsterdam, Nederland. Hoshizaki Europe B.V. is registered at the Chamber of Commerce under number 33238845.

#### **General notes**

##### **The most important activities of the entity**

The main activities of Hoshizaki Europe B.V. consist of manufacturing, distribution, import and export of ice makers, refrigerators and various other food service equipment.

In 1995, the Company established a branch office in the United Kingdom. Furthermore, the Company established branch offices in Germany and France in 1996, in Belgium in 1999, in Spain in 2008, in The U.A.E. in 2011 (closed in 2021), in Denmark and Norway in 2017, in Italy in 2018 and in Sweden on 1 January 2020.

During FY 2022, Hoshizaki Europe B.V. executed the close-down of Denmark Manufacturing Branch (Gram Commercial Branch) to cease the production of professional gastro refrigerator in Europe. Also, Hoshizaki Europe B.V. carved out the production of bio refrigerator to the third-party entity (Gram Scientific A.p.S.) which has led by the former managing director of Gram Commercial A.S. The close-down of the production of professional gastro refrigerator was executed based on the Hoshizaki group's decision, which Hoshizaki had not been able to realize the expected synergies, which Hoshizaki originally expected when Hoshizaki purchased Gram Commercial A.S. The close-down was completed on 31 December 2022.

The financial positions and results of the branch offices for the year ended 31 December 2023 have been included in the financial statements of the Company.

##### **Name of the ultimate parent**

Hoshizaki Europe B.V. is a 100% subsidiary of Hoshizaki Europe Holdings B.V., Amsterdam, the Netherlands. The ultimate parent company is Hoshizaki Corporation, Japan. The financial data of the Company are included in the consolidated financial statements of Hoshizaki Corporation, a Japanese listed company.

##### **Disclosures about estimates, judgements, assumptions and uncertainties**

In applying the principles and policies for drawing up the financial statements, the directors of Hoshizaki Europe B.V. make different estimates and judgments that may be essential to the amounts disclosed in the financial statements. If it is necessary in order to provide the transparency required under Book 2, article 362, paragraph 1, the nature of these estimates and judgments, including related assumptions, is disclosed in the notes to the relevant financial statement item.

##### **Going concern assumption**

Given amongst others the financial result of 2024, the current cash position and positive equity of the Company, management has applied the going concern assumption for the preparation of the financial statements.

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## **General accounting principles**

### **The accounting standards used to prepare the financial statements**

The financial statements are drawn up in accordance with the provisions of Title 9, Book 2 of the Dutch Civil Code and the firm pronouncements in the Dutch Accounting Standards, as published by the Dutch Accounting Standards Board ('Raad voor de Jaarverslaggeving').

Assets and liabilities are generally valued at historical cost, production cost or at fair value at the time of acquisition. If no specific valuation principle has been stated, valuation is at historical cost.

### **Basis of conversion and processing of exchange rate differences relating to foreign currency transactions for the balance sheet**

Monetary assets and liabilities in foreign currencies are converted to the closing rate of the functional currency on the balance sheet date. The translation differences resulting from settlement and conversion are credited or charged to the income statement.

Non-monetary assets valued at historical cost in a foreign currency are converted at the exchange rate on the transaction date.

Foreign branches are treated as independent foreign entities. The balance sheets of foreign branches with reporting currencies other than the euro are translated at the year-end exchange rates and their profit and loss accounts are translated at the average rates for the year. The translation differences are recorded directly in shareholder's equity and are only included in income upon sale or liquidation of the underlying foreign branch.

### **Financial instruments**

Securities included in financial and current assets are stated at fair value, if these are related to securities held for trading or if they relate to equity instruments not held for trading, as well as derivatives of which the underlying object is listed on a stock exchange. All other on-balance financial instruments are carried at (amortised) cost.

Financial instruments can be both primary financial instruments, such as receivables and payables, and financial derivatives. The notes to the specific items of the balance sheet disclose the fair value of the related instrument if this deviates from the carrying amount. If the financial instrument is not recorded in the balance sheet, the information on the fair value is disclosed in the notes to off-balance sheet obligations. For the principles of primary financial instruments, reference is made to the treatment per balance sheet item.

The Company does not use derivative financial instruments to reduce exposure to fluctuations in foreign exchange rates, interest rates, etc.

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## **Accounting principles**

### **Intangible assets**

Intangible fixed assets are stated at historical cost less amortisation. Impairments are taken into consideration; this is relevant if the carrying amount of the asset is higher than its realisable value.

Intangible fixed assets are amortised from the date of initial use over the expected future economic life of the asset. Future amortisation is adjusted if there is a change in estimated future useful life. Intangible fixed assets are amortised in 5 years.

### **Property, plant and equipment**

Tangible fixed assets are valued at acquisition costs plus additional costs less straight-line depreciation based on the expected useful life. Land is not depreciated. Impairments expected on the balance sheet date are taken into account. With regard to the determination as to whether a tangible fixed asset is subject to an impairment, please refer to the relevant section.

Tangible fixed assets are depreciated from the date of initial use over the expected future economic life of the asset, while taking into account any applicable restrictions with respect to buildings, investment property, other tangible fixed assets. Future depreciation is adjusted if there is a change in estimated future useful life.

Tangible fixed assets are depreciated as follows:

- Land (no depreciation)
- Buildings including leasehold improvements (5-75 years)
- Other tangible fixed assets (3-10 years)

The cost of major maintenance for buildings are capitalized into the carrying amount of the asset (component approach) and depreciated over the expected useful life.

### **Financial assets**

Deferred tax assets are recognised for all deductible temporary differences between the value of the assets and liabilities under tax regulations on the one hand and the accounting policies used in these financial statements on the other, on the understanding that deferred tax assets are only recognised insofar as it is probable that future taxable profits will be available to offset the temporary differences and available tax losses.

The calculation of the deferred tax assets is based on the tax rates prevailing at the end of the reporting year or the rates applicable in future years, to the extent that they have already been enacted by law.

Deferred tax assets are stated under the financial assets if and to the extent it is probable that the tax claim can be realised in due course. These deferred tax assets are valued at nominal value and have a predominantly long-term character.

### **Inventories**

Inventories is stated at the lower of cost of net realizable value. Cost of merchandise is determined according to the specific identification method. Cost of spare parts is determined using the first-in-first-out method. Cost comprises costs of purchases and other costs incurred in bringing the inventories in their present location and condition. Net realizable value is determined by individual assessment of inventory items in determining the realisable value the obsolescence of the inventories is taken into account.

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## Receivables

Receivables are initially valued at the fair value of the consideration to be received. Receivables are subsequently valued at the amortised cost price. Any provisions for doubtful accounts deemed necessary are deducted. These provisions are determined by individual assessment of the receivables.

## Cash and cash equivalents

Cash at banks and in hand represent cash in hand, bank balances and deposits with terms of less than twelve months. Cash at banks and in hand is valued at nominal value.

## Provisions

Provisions are measured at the best estimate of the amount that is necessary to settle the obligation as per the balance sheet date. Provisions are carried at the nominal value of the expenditure that is expected to be necessary in order to settle the obligation, unless stated otherwise.

- Provisions for employee benefits:

The Company has various pension plans and benefits. The Dutch plans are financed through contributions to pension providers (defined contribution plan). In this plan a premium from the employer is made available to fund the pension. This premium is invested in one or more investment funds. Upon initiation the standard investment choice is a life cycle. On the retirement date the accrued investment value must be converted into a lifelong pension. The premium that the Company contributes for the Dutch Plans, is based on a premium scale. The premium scale utilized by Hoshizaki is structured around a 3% return on investments and a market interest rate of 3% for purchasing a lifelong annuity/pension. This scale is delineated per age group, where a certain percentage of the pension base is multiplied to calculate the premium for old age. The employer's contribution differs from the mandatory employee contribution. It is calculated as the variance between the percentage specified in the scale (based on age of employee) and the 4.5% mandatory employee contribution.

The foreign pension plans can be compared to how the Dutch pension system has been designed. The pension obligations of both the Dutch and the foreign pension plans are valued according to the "valuation to pension fund approach". This approach accounts for the contribution payable to the pension provider as an expense in the profit and loss account. As at year-end 2023 (and 2022), no pension receivables and no obligations existed for the Company in addition to the payment of the annual contribution due to the pension providers.

Based on the administration agreement it is assessed whether and, if so, which obligations exist in addition to the payment of the annual contribution due to the pension provider as at balance sheet date. These additional obligations, including any obligations from recovery plans of the pension provider, lead to expenses for the group and are included in a provision on the balance sheet. With final salary pension plans an obligation (provision) for (upcoming) past service is included if future salary increases have already been defined as at balance sheet date.

## Deferred tax liabilities

Deferred tax liabilities are recognised for all deductible temporary differences between the value of the assets and liabilities under tax regulations on the one hand and the accounting policies used in these financial statements on the other.

The calculation of the deferred tax liabilities is based on the tax rates prevailing at the end of the reporting year or the rates applicable in future years, to the extent that they have already been enacted by law. Deferred tax liabilities are valued at their nominal value.

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## **Warranty provision**

This provision relates to costs that must be reimbursed for products that have been sold or services that have been performed, if the legal entity has an obligation because the agreed quality standards have not been met.

## **Non-current liabilities**

On initial recognition long-term debts are recognised at fair value. Transaction costs which can be directly attributed to the acquisition of the long-term debts are included in the initial recognition. After initial recognition long-term debts are recognised at the amortised cost price, being the amount received taking into account premiums or discounts and minus transaction costs. If there is no premium / discount or if there are no transaction costs, the amortised cost price is the same as the nominal value of the debt.

## **Current liabilities**

On initial recognition current liabilities are recognised at fair value. After initial recognition current liabilities are recognised at the amortised cost price, being the amount received taking into account premiums or discounts and minus transaction costs. This is usually the nominal value.

## **Accounting principles for determining the result**

The result is the difference between the realisable value of the goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

## **Net revenue**

Net turnover represents amounts invoiced for goods and services supplied during the financial year reported on, net of discounts and value added taxes.

Revenues ensuing from the sale of goods are accounted for when all major entitlements to economic benefits as well as all major risks have transferred to the buyer. The cost price of these goods is allocated to the same period.

Revenues from services are recognized in proportion to the services rendered. The cost price of these services is allocated to the same period.

## **Cost of sales**

Cost of sales represents the direct and indirect expenses attributable to revenue, purchase expenses related to the goods sold, employee cost, depreciation charges for buildings and equipment, and other operating expenses that are attributable to cost of sales.

## **Other operating income**

Other operating income regards turnover deriving from incidental business operations and comprise gains from disposal of tangible fixed assets.

Gains resulting from the disposal of tangible fixed assets are accounted for when all major entitlements to economic benefits as well as all major risks have transferred to the buyer.

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## **Operating expenses**

Costs are determined on a historical basis and are attributed to the reporting year to which they relate.

## **Income tax expense**

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years (to the extent that they have not already been included in the deferred tax assets) and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

A deferred tax asset and liability has been recognized in respect of carry forward losses of foreign branches already utilized in the Netherlands less tax paid in foreign jurisdictions and loss carry forwards available for future compensation. The tax rates applied in determining the deferred tax asset and liability are based upon substantially enacted tax rates expected to apply to future taxable income. The deferred tax amounts are not discounted.

## **Cash flow statement**

The cash flow statement has been prepared using the indirect method. The cash items disclosed in the cash flow statement comprise cash at banks and in hand except for deposits with a maturity longer than three months. Cash flows denominated in foreign currencies have been translated at average estimated exchange rates. Exchange differences affecting cash items are shown separately in the cash flow statement. Interest paid and received, dividends received and income taxes are included in cash from operating activities. Dividends paid are recognised as cash used in financing activities. Transactions not resulting in inflow or outflow of cash, including finance leases, are not recognised in the cash flow statement. Payments of finance lease instalments qualify as repayments of borrowings under cash used in financing activities and as interest paid under cash generated from operating activities.

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## 2.5 Notes to the balance sheet

### Fixed assets

#### 1 Intangible assets

	Other intangible assets €
Balance as at 1 January 2023	
Cost or manufacturing price	1.522.102
Accumulated amortization	<u>-1.521.679</u>
Book value as at 1 January 2023	<u>423</u>
Movements	
Amortisations	-301
Disposals	-672.006
Amortization on disposals	<u>672.006</u>
Balance movements	<u>-301</u>
Balance as at 31 December 2023	
Cost or manufacturing price	850.096
Accumulated amortization	<u>-849.974</u>
Book value as at 31 December 2023	<u>122</u>

Amorisation percentages: 20%

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## 2 Tangible fixed assets

	Land and buildings	Machinery	Other fixed assets	Total
	€	€	€	€
Balance as at 1 January 2023				
Cost or manufacturing price	1.890.857	11.786.172	1.603.278	15.280.307
Accumulated depreciation	-1.332.013	-11.446.737	-1.428.485	-14.207.235
Accumulated impairment losses	-129.590	-339.435	-32.507	-501.532
Book value as at 1 January 2023	<u>429.254</u>	<u>-</u>	<u>142.286</u>	<u>571.540</u>
Movements				
Additions	98.735	-	62.717	161.452
Depreciation	-54.517	-	-75.833	-130.350
Disposals	-1.006.003	-11.786.172	-962.770	-13.754.945
Depreciation on disposals	876.413	11.446.737	918.657	13.241.807
Disposal of impairment	129.590	339.435	32.507	501.532
Exchange differences	7.777	-	365	8.142
Balance movements	<u>51.995</u>	<u>-</u>	<u>-24.357</u>	<u>27.638</u>
Balance as at 31 December 2023				
Cost or manufacturing price	994.795	-	712.578	1.707.373
Accumulated depreciation	-513.546	-	-594.649	-1.108.195
Book value as at 31 December 2023	<u>481.249</u>	<u>-</u>	<u>117.929</u>	<u>599.178</u>

Depreciation percentages:  
- Land and buildings: 0-20%  
- Machinery: 10-33,33%  
- Other fixed assets: 10-33,33%

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## Financial assets

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>3 Deferred tax assets</b>		
Deferred tax assets	<u>78.031</u>	<u>297.514</u>

## Deferred tax assets

	<u>2023</u>	<u>2022</u>
	€	€
Book value as at 1 January	297.514	614.161
Income tax % change impact	-	-
Transfer from deferred tax liabilities	-	-
Write-off tax asset GRAM	-	-320.776
Currency Translation Adjustment	-496	1.234
Current year movement	-168.540	-36.383
Other movements	-50.447	39.278
Total	<u>78.031</u>	<u>297.514</u>

The deferred tax assets relate to tax losses carry-forward for Spanish, Belgium branch and due to a temporary difference related to Dutch, Norwegian and UK branches. The tax asset of the Danish manufacturing branch (former GRAM) of € 320.776 is written-down in 2022 due to plant closure. Details as follows:

Branch	Measurement amount	
Spain	232.490	247.980
Belgium	45.630	69.351
Norway	2.318	748
Netherlands	-192.684	-
United Kingdom	-9.723	-20.565
Total	<u>78.031</u>	<u>297.514</u>

As at December 31, 2023, the Company determines that it has no compensable Dutch corporate income tax losses remaining (31 December 2022: EUR 18.082.602). During the year 2023 the Company has partly cancelled these compensable tax losses in concurrence with the proposed settlement from the Dutch Tax Authorities and utilized the residual part based on the fiscal year 2023 taxable result.

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## Current assets

### 4 Inventories

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>Raw materials and consumables</b>		
Raw materials and consumables	<u>-</u>	<u>1.335.336</u>
<b>Finished products and goods for resale</b>		
Machines	18.946.338	16.186.189
Spare parts	<u>526.279</u>	<u>389.990</u>
	19.472.617	16.576.179
Provision for obsolete goods for resale	<u>-1.930.414</u>	<u>-1.053.578</u>
	<u>17.542.203</u>	<u>15.522.601</u>

The amount of write-down and loss of inventories during 2023 was EUR 460.157 (2022: 6.731.670). Management made a decision to dispose of all raw material and work in progress inventory balances remaining at year end 2022 which related to the Gastro business as a result of the factory closure in Denmark.

At 31 December 2023 there is no inventory valued at lower net realizable value.

The total costs of inventories recognized as an expense in the income statement is for 2023: EUR 57.613.960.

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## Receivables

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>5 Trade receivables</b>		
Trade debtors	9.253.442	11.980.477
Bad debts	<u>-48.099</u>	<u>-55.929</u>
	<u>9.205.343</u>	<u>11.924.548</u>
	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>6 Taxes and social security charges</b>		
Corporate income tax	711.891	533.694
VAT	<u>107.613</u>	<u>889.457</u>
	<u>819.504</u>	<u>1.423.151</u>

## 7 Cash and cash equivalents

The availability of cash balances amounting to EUR 3.814.282 (2022: EUR 2.349.887) is at the free disposal of the Company.

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## 8 Equity

Movements in equity can be specified as follows:

	Issued share capital	Share premium reserve	Other legal reserves	General reserve	Result for the year
	€	€	€	€	€
Balance as at 1 January 2023	1.980.000	66.298.836	-402.409	-48.024.702	-18.491.372
Result for the year	-	-	-	-	4.490.771
Appropriation of result	-	-	-	-18.491.372	18.491.372
Currency translation differences	-	-	81.603	-	-
Balance as at 31 December 2023	<u>1.980.000</u>	<u>66.298.836</u>	<u>-320.806</u>	<u>-66.516.074</u>	<u>4.490.771</u>
				<u>Total</u>	
					€
Balance as at 1 January 2023					1.360.353
Result for the year					4.490.771
Appropriation of result					-
Currency translation differences					81.603
Balance as at 31 December 2023					<u>5.932.727</u>

The authorized share capital amounts to EUR 9.000.000 and consists of 75.000.000 shares with a nominal value of EUR 0,12 each. As at 31 December 2023, 16.500.000 shares were issued and paid in. All shares are held by Hoshizaki Europe Holdings B.V., the Netherlands.

The other legal reserves include a currency translation reserve of an amount of EUR -320.806. This reserve is a non-distributable reserve.

### Appropriation of result for the financial year 2022

The annual report 2022 was adopted in the general meeting of shareholders held on May 11, 2023. The general meeting of shareholders has determined the appropriation of result in accordance with the proposal being made to that end.

### Proposal appropriation of result 2023

The management of the company proposes to appropriate the result as follows:

The appropriation of profit for the period 2023 in the amount of EUR 4.490.771 will be added to the other reserves.

This proposal needs to be determined by the General Meeting and has therefore not yet been processed in the annual accounts 2023 for the company.

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	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>9 Provisions</b>		
Other provisions	<u>771.759</u>	<u>1.360.858</u>

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>Other provisions</b>		
Warranty provision	<u>771.759</u>	<u>1.360.858</u>

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>10 Long-term liabilities</b>		
Liabilities to group companies	<u>-</u>	<u>-</u>

#### Long-term liabilities

	Balance as at 31 December 2023	Repayment due within 1 year	Remaining pay-back time > 1 year	Remaining pay-back time > 5 year	Interest percentage
	€	€	€	€	%
Liabilities to group companies	<u>6.700.000</u>	<u>6.700.000</u>	<u>-</u>	<u>-</u>	1,00

Repayment of the liabilities is as follows:  
- EUR 6.700.000 in 2024 will be quarterly repaid.

	<u>2023</u>	<u>2022</u>
	€	€
<b>Loan Hoshizaki Europe Holdings B.V.</b>		
Balance as at 1 January	2.763.222	5.063.222
Increase of liability to group company	7.000.000	-
Repayment of liability to group company	<u>-3.063.222</u>	<u>-2.300.000</u>
	6.700.000	2.763.222
Short-term liability to group company	<u>-6.700.000</u>	<u>-2.763.222</u>
Balance as at 31 December	<u>-</u>	<u>-</u>

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## Short-term liabilities

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>11 Liabilities to group companies</b>		
Liability to group company (holding)	8.465.319	3.885.927
Liability to group company (affiliated)	5.309.154	6.844.218
Repayment obligation loan (holding)	6.700.000	2.763.222
	<u>20.474.473</u>	<u>13.493.367</u>

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>12 Taxes and social security contributions</b>		
Value added tax	467.591	1.128.023
Payroll tax and social security contributions	413.272	621.766
	<u>880.863</u>	<u>1.749.789</u>

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>13 Other liabilities and accrued expenses</b>		
Accrued expenses	3.539.842	6.086.483
Advance payments	670.055	1.207.507
Other short-term liabilities	243.097	-
Personnel obligation closure of plant	10.938	5.559.569
	<u>4.463.932</u>	<u>12.853.559</u>

Accrued expenses mainly include amounts payable for bonuses, salary related expenses and professional fees. In 2022, other liabilities were much higher on a one-time basis due to the obligations arising from the closure of the GRAM factory.

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## Financial instruments

### General

The main financial risks the Company is exposed to are the currency risk, the interest rate risk, the liquidity risk and the credit risk. The Company's financial policy is aimed at mitigating the impact of currency and interest rate fluctuations on the result in the short term and to follow the market exchange rates and market interest rates in the long term. The Company does not hold derivatives.

### Currency risk

The main currencies causing such risk are American dollars and British pound sterling. Any risks ensuing from currency positions are regularly analysed. The Company doesn't hold currency forward contracts.

### Interest rate risk

The policy in respect of interest rate risk is aimed at mitigating the interest rate risks originating from the financing of the Company and optimizing the net interest expenses at the same time. This policy translates into a desired profile of fixed-interest and variable-interest positions including cash, with which in principle the variable-interest position does not exceed -0,51% of the net liability.

At 31 December 2023 there is no interest risk, because there are no long-term loans.

### Liquidity risk and cash flow risk

Periodically, liquidity budgets are prepared. Liquidity risks are controlled through interim monitoring and possible adjustments. The liquidity budgets take account of restricted availability of cash, among which bank guarantees and margin calls in respect of derivatives concluded.

By the end of year 2023 the Company has 2 credit facilities from MUFG as follows:

- Hoshizaki Europe BV (The Netherlands): EUR 1.000.000 available for short term working funds and EUR 93.475,41 available for long term working funds. These credit facilities have not been utilized.

### Credit risk

The Company mitigates the credit risk through credit limits for each financial institution and debtors by exclusively engaging financial institutions and debtors with a high creditworthiness. No significant concentrations of credit risk existed as at balance sheet date.

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## ***Off-balance-sheet rights, obligations and arrangements***

### **Disclosure of contingent liabilities on behalf of group companies**

Between Hoshizaki Europe B.V. and other companies belonging to the group of Hoshizaki Corporation companies, there is a direct and indirect relation regarding development, manufacturing and purchase of the products. The main part of all our products has its origin from one of the Hoshizaki Group factories in Japan, USA, UK, India, China and Turkey. For all products from Hoshizaki, the warranty of 2 years on labour and spare parts is applicable, given by the manufacturer.

### **The off-balance sheet liabilities relating to the fiscal unity**

Hoshizaki Europe B.V. forms a fiscal unity for corporate income tax and VAT purposes with its parent Hoshizaki Europe Holdings B.V. and for this reason it is jointly and severally liable for the tax liabilities of the whole fiscal unity.

### **Disclosure of operating leases**

Operating lease are as follows:

- lease for cars (within 1 year: EUR 403.068 - between 1 and 5 years: EUR 306.223, over 5 years: none)
- lease for house and offices (within 1 year: EUR 177.867 - between 1 and 5 years: EUR 290.751, over 5 years: none)

Total lease expenses for 2023 were EUR 1.000.571 (2022: EUR 1.128.937).

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## 2.6 Notes to the income statement

	<u>2023</u>	<u>2022</u>
	€	€
<b>14 Net turnover</b>		
Machines and accessories	85.393.475	98.518.319
Parts	5.904.024	9.110.084
Services	1.419.024	1.218.554
Others	455.333	370.418
	<u>93.171.856</u>	<u>109.217.375</u>

### Geographic segmentation turnover

Europe	90.105.396	100.735.543
Americas	46.575	130.252
Asia	2.704.623	8.289.781
Africa	315.262	61.799
	<u>93.171.856</u>	<u>109.217.375</u>

### 15 General and administrative expenses

	<u>2023</u>	<u>2022</u>
	€	€
<b>Personnel expenses</b>		
Wages and salaries	10.858.717	13.622.122
Social security premiums and pensions cost	2.293.196	2.224.093
	<u>13.151.913</u>	<u>15.846.215</u>

Included in the social security charges for 2023 is an amount of EUR 497.361 (2022: EUR 572.933) with respect to pension costs.

Personnel expenses are part of the general and administrative expenses (excluding other operating expenses due to closure of plant) of EUR 17.902.774 in 2023 in the statement of income and expenses (2022: EUR 23.221.349). The amount of 2022 is excluding the salary costs related to the closure of the GRAM factory.

	<u>2023</u>	<u>2022</u>
	€	€
<b>Amortisation/depreciation of intangible and tangible fixed assets</b>		
Amortisation of intangible fixed assets	301	14.116
Depreciation of tangible fixed assets	133.447	574.246
	<u>133.748</u>	<u>588.362</u>

Depreciation of tangible fixed assets in 2023 includes € 3.097 loss on sale of tangible fixed assets (2022: € 17.892).

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	<u>2023</u>	<u>2022</u>
	€	€
<b>Other reductions in value of intangible and tangible assets</b>		
Other reductions in value of property, plant and equipment	<u>-</u>	<u>501.532</u>
<b>Other reductions in value of property, plant and equipment</b>		
Impairment loss machinery	-	339.435
Impairment loss buildings and land	-	129.590
Impairment loss other fixed equipment	<u>-</u>	<u>32.507</u>
	<u>-</u>	<u>501.532</u>
	<u>2023</u>	<u>2022</u>
	€	€
<b>16 Closure of factory costs</b>		
Factory closure expenses	<u>-158.325</u>	<u>18.789.562</u>

An income of EUR 158.325 was recognized in 2023 due to lower than expected provisions/liabilities recognized for the closure of the factory.

The results of the discontinued operations, which have been included in the profit for the year 2022, were as follows:

	<u>31-12-2023</u>	<u>31-12-2022</u>
	€	€
<b>Closure of factory costs</b>		
Total sales	-	51.621.890
Cost of goods sold	-	-38.185.681
Sales, administration and general expenses	-	-4.949.328
Non operating income	-	-
Non operating expenses	-	-360.929
Impairment loss	-	-501.532
Loss on disposal of Bio Line	<u>-</u>	<u>-18.607.588</u>
Loss before tax	-	-10.983.168
Attributable tax expense	<u>-</u>	<u>-520.776</u>
Net loss attributed to the discontinued operation	<u>-</u>	<u>-11.503.944</u>

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## Financial income and expense

	<u>2023</u>	<u>2022</u>
	€	€
<b>17 Other operating income</b>		
Gains on sale of tangible fixed assets	<u>11.940</u>	<u>60.676</u>
	<u>2023</u>	<u>2022</u>
	€	€
<b>18 Interest and similar expenses</b>		
Interest expense	2.456	103.456
Interest liabilities to group companies	79.762	431
Other interest expenses	<u>63.639</u>	<u>574.142</u>
	<u>145.857</u>	<u>678.029</u>
<b>Other interest expenses</b>		
Changes in value financial instruments	<u>63.639</u>	<u>574.142</u>

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## 20 Taxation

	<u>2023</u>	<u>2022</u>
	€	€
Deferred income tax expense	-219.482	-513.278
Income tax expense from current financial year	<u>-987.556</u>	<u>-880.733</u>
Total of income tax expense	<u>-1.207.038</u>	<u>-1.394.011</u>

### Analysis tax charge

Tax over result before tax against Dutch rate	1.569.741	-1.599.696
Differences in tax rates	-17.481	-64.960
Tax related to permanent differences	41.817	118.846
Change in tax rates	-	-2.655
Prior year adjustments	427	-94.848
Non taxable income	-	-
Movement deferred taxes	-387.000	3.037.237
Other tax adjustments	<u>-466</u>	<u>87</u>
Total	<u>1.207.038</u>	<u>1.394.011</u>

Taxable profits of foreign branches are subject to local tax rates varying from 20% to 29,29%.

### Disclosure of fiscal unity for income tax

Hoshizaki Europe B.V. (HEBV) forms a fiscal unity for corporate income tax and VAT purposes with its parent Hoshizaki Europe Holdings B.V. (HEHD) and for this reason it is jointly and severally liable for the tax liabilities of the whole fiscal unity. HEHD is the tax payer and head of the fiscal unity but HEBV bears and accounts for the tax charges and/or benefits of the entire fiscal unity on behalf of HEHD. Subsequently HEBV settles on the basis of the fiscal result of the entities within the fiscal unity taking into account an allocation of the benefits of the fiscal unity to the various companies that are part of it.

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## 2.7 Other notes

### Average number of employees

	<u>2023</u>	<u>2022</u>
Average number of employees over the period working in the Netherlands	53,00	62,00
Average number of employees over the period working outside the Netherlands	<u>88,00</u>	<u>286,00</u>
Total of average number of employees over the period	<u>141,00</u>	<u>348,00</u>

The number of employees in 2022 includes employees in the Danish factory branch, closed in 2022.

	<u>2023</u>	<u>2022</u>
<b>Average number of employees per segment</b>		
Sales	46	72
Service	24	31
Administration	71	91
Production	-	154
Total	<u>141</u>	<u>348</u>

### Remuneration of managing and supervisory directors

	<u>2023</u>	<u>2022</u>
	€	€
Total of remuneration of managing and supervisory directors	<u>234.089</u>	<u>454.602</u>

A part of the directors remuneration is borne by Hoshizaki Europe Holdings B.V. and Hoshizaki Corporation.

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## Auditors fees

### *Deloitte Accountants B.V.*

	<u>2023</u>	<u>2022</u>
	€	€
Audit of the financial statements	164.300	197.688
Total	<u>164.300</u>	<u>197.688</u>

### *Other Deloitte network organisations*

	<u>2023</u>	<u>2022</u>
	€	€
Audit of the financial statements	-	35.395
Tax advisory services	8.500	35.625
Other non-audit services	17.024	45.607
Total of auditors' fees	<u>25.524</u>	<u>116.627</u>

### *Total Deloitte*

	<u>2023</u>	<u>2022</u>
	€	€
Audit of the financial statements	164.300	233.083
Tax advisory services	8.500	35.625
Other non-audit services	17.024	45.607
Total	<u>189.824</u>	<u>314.315</u>

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### Subsequent events

The Company has evaluated events from 1 January 2024 through the date the financial statements were issued. Hoshizaki Europe B.V. obtained a capital injection (EUR 20 million) after year-end balance sheet date and the intercompany loan with its parent, Hoshizaki Europe Holdings BV, is completely repaid as a consequence of this capital injection.

Amsterdam, 15 May 2024

Shiro Nishiguchi  
Director

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Shiro Nishiguchi

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Akira Tashiro  
Director

Keisuke Yamanaka  
Director

Yosuke Matsunaga  
Director

Ryuichiro Seki  
Director

DocuSigned by:

Ryuichiro Seki

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### 3. Other information

#### Reference to the auditor's opinion

The independent auditor's report is recorded on the next page.

#### Provisions of the Articles of Association relating to profit appropriation

In accordance with Article 21 of the Company's statutory regulations, the appropriation of the result is at the disposal of the General Meeting. Dutch law stipulates that distributions may only be made to the extent the company's equity is in excess of the reserves it is required to maintain by law and its Articles of Association. Moreover, no distributions may be made if the Management Board is of the opinion that, by such distribution, the Company will not be able to fulfil its financial obligations in the foreseeable future.

#### Branch offices

The Company has branch offices in the United Kingdom, Denmark, Norway, Sweden, Germany, France, Belgium, Spain and Italy.

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