



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	995 772 817
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	HAUGEN-GRUPPEN NORDIC AS
Forretningsadresse:	Delitoppen 5 1540 VESTBY

Regnskapsår

Årsregnskapets periode:	01.01.2020 - 31.12.2020
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Konsern

Mørselskap i konsern:	Ja
Konsernregnskap lagt ved:	Ja

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Stig Kongsfjell
Dato for fastsettelse av årsregnskapet:	26.03.2021

Grunnlag for avgivelse

År 2020: Årsregnskapet er elektronisk innlevert
År 2019: Tall er hentet fra elektronisk innlevert årsregnskap fra 2020

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, 19.07.2022



Resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Annen driftsinntekt	6,14	18 662 000	15 884 000
Sum inntekter		18 662 000	15 884 000
Kostnader			
Lønnskostnad	4,11	5 772 000	5 000
Avskrivning på varige driftsmidler og immaterielle eiendeler	6	1 770 000	1 929 000
Annen driftskostnad	4,6,14	25 040 000	24 215 000
Sum kostnader		32 582 000	26 150 000
Driftsresultat		-13 920 000	-10 266 000
Finansinntekter og finanskostnader			
Inntekt på andre investeringer	5	57 096 000	71 198 000
Annen finansinntekt	5	31 004 000	46 651 000
Sum finansinntekter		0	0
Annen finanskostnad	5	32 987 000	47 769 000
Sum finanskostnader		0	0
Netto finans		0	0
Ordinært resultat før skattekostnad		41 193 000	59 815 000
Skattekostnad på ordinært resultat	15	7 587 000	1 297 000
Ordinært resultat etter skattekostnad		0	0
Årsresultat	10	33 607 000	58 518 000
Totalresultat		33 607 000	58 518 000



Balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	5,15	2 283 000	438 000
Goodwill	6	1 064 000	2 290 000
Sum immaterielle eiendeler		3 346 000	2 727 000
Varige driftsmidler			
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	6,12	6 186 000	4 889 000
Sum varige driftsmidler		6 186 000	4 889 000
Finansielle anleggsmidler			
Investering i datterselskap	2,14	175 012 000	175 132 000
Lån til foretak i samme konsern	14	54 631 000	53 216 000
Sum finansielle anleggsmidler		229 643 000	228 348 000
Sum anleggsmidler		239 175 000	235 964 000
Omløpsmidler			
Varer			
Sum varer		0	0
Fordringer			
Andre fordringer		2 924 000	2 444 000
Konsernfordringer	9,14	276 376 000	327 880 000
Sum fordringer		279 300 000	330 324 000
Investeringer			
Sum investeringer		0	0
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	9,12	76 698 000	23 071 000
Sum bankinnskudd, kontanter og lignende		76 698 000	23 071 000
Sum omløpsmidler		355 998 000	353 395 000



Balanse

Beløp i: NOK	Note	2020	2019
SUM EIENDELER		595 173 000	589 359 000
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	10	24 668 000	26 300 000
Overkurs	10	20 972 000	56 971 000
Annen innskutt egenkapital		0	0
Sum innskutt egenkapital		45 641 000	83 271 000
Opptjent egenkapital			
Annen egenkapital	5,10	107 099 000	68 452 000
Sum opptjent egenkapital		107 099 000	68 452 000
Sum egenkapital		152 739 000	151 723 000
Gjeld			
Langsiktig gjeld			
Pensjonsforpliktelser	11	2 066 000	
Sum avsetninger for forpliktelser		2 066 000	0
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	12		217 000 000
Sum annen langsiktig gjeld		0	217 000 000
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Leverandørgjeld		4 679 000	4 202 000
Betalbar skatt	15	8 528 000	1 316 000
Skyldige offentlige avgifter		42 000	
Kortsiktig konserngjeld	9,14	416 094 000	212 007 000
Annen kortsiktig gjeld	5	11 025 000	3 111 000
Sum kortsiktig gjeld		440 369 000	220 636 000
Sum gjeld		442 434 000	437 636 000



Balanse

Beløp i: NOK	Note	2020	2019
SUM EGENKAPITAL OG GJELD		595 173 000	589 359 000



Konsernets resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	3,14	2 790 489 000	2 340 934 000
Annen driftsinntekt	6,14	20 459 000	19 256 000
Sum inntekter		2 810 948 000	2 360 190 000
Kostnader			
Varekostnad	14	2 012 855 000	1 654 673 000
Lønnskostnad	4,11	253 206 000	227 780 000
Avskrivning på varige driftsmidler og immaterielle eiendeler	6	15 605 000	15 669 000
Annen driftskostnad	4,6,14	363 189 000	385 739 000
Sum kostnader		2 644 855 000	2 283 860 000
Driftsresultat		166 093 000	76 330 000
Finansinntekter og finanskostnader			
Annen finansinntekt	5	31 092 000	32 839 000
Sum finansinntekter		0	0
Annen finanskostnad	5	86 402 000	82 276 000
Sum finanskostnader		0	0
Netto finans		0	0
Ordinært resultat før skattekostnad		110 783 000	26 893 000
Skattekostnad på ordinært resultat	15	23 264 000	4 867 000
Ordinært resultat etter skattekostnad	10	87 519 000	22 026 000
Årsresultat		87 519 000	22 026 000
Totalresultat		87 519 000	22 026 000
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital		87 519 000	22 026 000
Sum overføringer og disponeringer		87 519 000	22 026 000



Konsernets balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	5,15	6 202 000	1 364 000
Goodwill	6	9 634 000	12 593 000
Sum immaterielle eiendeler		15 836 000	13 957 000
Varige driftsmidler			
Tomter, bygninger og annen fast eiendom	6,12		152 753 000
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	6,12	18 409 000	20 552 000
Sum varige driftsmidler		18 409 000	173 305 000
Finansielle anleggsmidler			
Lån til foretak i samme konsern	14	54 631 000	53 216 000
Andre fordringer	7	4 869 000	5 211 000
Sum finansielle anleggsmidler		59 500 000	58 428 000
Sum anleggsmidler		93 745 000	245 690 000
Omløpsmidler			
Varer			
Varer	8,12	331 942 000	311 831 000
Sum varer		0	0
Fordringer			
Kundefordringer	12	194 843 000	219 741 000
Andre fordringer	5	28 440 000	21 282 000
Konsernfordringer	14	54 659 000	2 012 000
Sum fordringer		277 941 000	243 034 000
Investeringer			
Sum investeringer		0	0
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	9	80 347 000	27 170 000
Sum bankinnskudd, kontanter og lignende		80 347 000	27 170 000



Konsernets balanse

Beløp i: NOK	Note	2020	2019
Sum omløpsmidler		690 231 000	582 035 000
SUM EIENDELER		783 976 000	827 725 000
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	10,12	24 668 000	26 300 000
Overkurs	10	20 972 000	56 971 000
Annen innskutt egenkapital		0	0
Sum innskutt egenkapital		45 641 000	83 271 000
Opptjent egenkapital			
Annen egenkapital	5,10	161 067 000	64 888 000
Sum opptjent egenkapital		161 067 000	64 888 000
Sum egenkapital		206 708 000	148 159 000
Gjeld			
Langsiktig gjeld			
Pensjonsforpliktelser	11	13 372 000	9 166 000
Utsatt skatt	5,15	1 663 000	12 953 000
Sum avsetninger for forpliktelser		15 035 000	22 119 000
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	12,13		217 000 000
Øvrig langsiktig gjeld		2 717 000	
Sum annen langsiktig gjeld		2 717 000	217 000 000
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Leverandørgjeld		349 379 000	280 181 000
Betalbar skatt	15	14 037 000	6 155 000
Skyldige offentlige avgifter		58 408 000	46 732 000
Kortsiktig konserngjeld	14		



Konsernets balanse

Beløp i: NOK	Note	2020	2019
Annen kortsiktig gjeld	5,14	137 692 000	107 378 000
Sum kortsiktig gjeld		559 516 000	440 447 000
Sum gjeld		577 268 000	679 566 000
SUM EGENKAPITAL OG GJELD		783 976 000	827 725 000



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Significant accounting policies – Parent company and Group

Basis of preparation

The annual accounts of Haugen-Gruppen Nordic AS have been prepared in accordance with the Companies Act, the Accounting Act and accounting principles generally accepted in Norway. The annual report comprises of the income statement, balance sheet, cash flow statement and notes to the accounts, on a company and consolidated basis.

The company and consolidated accounts are prepared on a historical cost basis, on the assumption of a going concern, and in compliance with the fundamental accounting principles of congruence and prudence. Transactions are recorded at the value of the consideration as of the transaction date. Revenues are recognised in the income statement when earned, and expenses are expensed in the same period as related revenues. Gains and losses related to hedging are recognised in the income statement in the same period. Detailed explanations of relevant accounting policies are included below.

Use of estimates

The preparation of financial statements in compliance with the Accounting Act requires the use of estimates. It also requires management to exercise its judgement in the process of applying the group's accounting policies. Uncertainty is dealt with by using the best estimate, based on the information available when the annual accounts are completed. The areas involving a higher degree of judgement and complexity, or areas where assumptions and estimates are significant to the annual accounts are disclosed in the notes.

General valuation rules

Assets and liabilities are classified as current if they relate to the operating cycle, or if they fall due for payment within one year. Current assets are valued at the lower of acquisition cost and fair value. Fair value is defined as the expected future sales price less expected selling costs. Non-current assets are assets intended for long-term ownership or use. Non-current assets are valued at acquisition cost.

Exceptions to the general valuation rules are detailed below or in the relevant notes. Both the legal and economic realities of transactions and events are considered when applying accounting policies and presenting the annual accounts. Contingent liabilities are recorded when it is more likely than not the liability will be settled, and the value of the settlement can be estimated reliably.

Basis of consolidation

Subsidiaries

The consolidated financial statements include the accounts of Haugen-Gruppen Nordic AS and its subsidiaries. Subsidiaries are all entities in which the parent company has a direct or indirect controlling interest. The consolidated accounts presents the financial performance, financial position, and cash flows generated by the group's companies as one economic entity. A controlling interest is usually obtained when the Group owns more than 50% of the shares in the company, directly or indirectly. All consolidated entities prepare company accounts in accordance with the principles applied to the consolidated financial statements.

Elimination of intercompany transactions

Intercompany balances are eliminated in full.

Elimination of shares in subsidiaries

The group applies the acquisition method to account for business combinations. The acquired identifiable tangible and intangible assets, liabilities and contingent liabilities are measured at their fair values at the date of acquisition. Goodwill is initially measured as the excess of the consideration transferred over the fair value of the identifiable assets acquired and liabilities assumed in a business combination. Goodwill is amortised in the income statement over its expected useful life. Negative goodwill (badwill) is recorded when the consideration transferred is lower than the fair value of the acquired identifiable tangible and intangible assets and liabilities. Badwill is recorded in the balance sheet as a reduction to non-current assets and is recognised in the income statement over the expected useful life of the corresponding asset, but not exceeding 10 years.

Foreign currency translation related to subsidiaries



Items included in the financial statements of each of the group's entities are measured using the relevant entity's functional currency.

The results and financial position of all the group entities that have a functional currency different from the presentation currency (Norwegian kroner) are translated into the presentation currency as follows:

- Assets and liabilities of foreign operations, including goodwill and fair value adjustments arising upon consolidation, are translated into Norwegian kroner at the exchange rate on the balance sheet date.
- Revenues and expenses of foreign operations are translated to Norwegian kroner at the yearly average exchange rates.

Translation differences arising from translation is recognised directly in equity and is presented as a separate item in the reconciliation of equity.

Accounting policies for significant accounting items

Revenue recognition

Revenues are recognised in the income statement when earned. Revenue is normally recognised once delivery of goods and services has taken place, and the associated risks and returns have been transferred. Revenues are stated net of VAT, discounts, and invoiced shipping expenses.

Other income (-expenses)

Significant income and expenses not related to ordinary activities are classified as other income and expenses.

Cost recognition / matching

Expenses are expensed in the same period as related revenues. Costs not directly attributable to income are expensed as incurred. In case of restructuring or termination of operations, associated costs are expensed at the time of decision.

Property, plant and equipment

Property, plant and equipment are tangible assets that have a useful life longer than three years and a cost price above 15 TNOK. Property, plant and equipment is stated at historical cost, less accumulated depreciation and impairment losses. An asset's carrying amount is written down to its fair value if the asset's carrying amount is above its market value. When the market value is difficult to estimate, the asset's replacement cost less accumulated depreciation is used as fair value. The impairment loss is reversed to the extent that the write-down is no longer justified. Impairment losses are presented net of reversals in the accounts.

Depreciation

Ordinary depreciation is calculated by dividing the asset's acquisition cost less expected recoverable amount over the expected useful life. Similar principles apply to intangible assets that are amortised.

Leased assets

Operational leases are recognised as ordinary rent expenses and are classified within operating expenses. Leased assets are recognised in the balance sheet as assets if the leasing contract is considered a financial lease.

Intangible assets

Intangible assets that are expected to generate future revenue, such as goodwill in subsidiaries and trademarks, are recognised when the recognition criteria are met. The assets are amortised on a straight-line basis over their expected useful lives. Research and development expenditures are expensed as incurred.

Investments in subsidiaries

The cost method is applied to investments in subsidiaries in the company accounts. Investments are valued at acquisition cost less any accumulated impairment losses. Impairment losses are recognised if the carrying amount is higher than both the fair value less cost to sell and recoverable amount (net present value of future use / ownership), and the impairment is not expected to be temporary. Previous impairment charges are reversed in later periods if the conditions causing the write-down are no longer present.

The cost price is increased when funds are added through capital increases or when group contributions are made to subsidiaries. Dividend/group contributions from subsidiaries are recognised in financial income in the same year as the subsidiary makes a provision for the amount. Dividends exceeding the portion of retained equity after



the purchase are reflected as a reduction in the purchase cost. Subsidiaries receiving group contributions recognise group contributions as other paid in equity.

Other shares and interests

Other shares and interests classified as non-current assets are strategic investments where the company has no significant influence. These shares and interests are valued at cost or fair value if the impairment is not expected to be temporary. Dividends and other distributions received from subsidiaries are recognised as financial income.

Financial instruments

The Group uses various financial instruments to manage financial risks.

Currency risk

The group uses forward exchange contracts to reduce the currency risks that arise through its operational and financial activities. The group's forward contracts are classified as hedging instruments that are either:

- a. A hedge of the fair value of a booked receivable or debt in foreign currency (fair value hedging)
- b. A hedge of a probable future transaction (cash flow hedging)

Changes in fair value of forward exchange contracts that qualify for fair value hedging and are effective, are recognised in income together with the changes in fair value related to the hedged trade receivables or trade payables.

Changes in fair value of forward exchange contracts that qualifies for cash flow hedging are recognised directly in equity. Amounts recognised directly in equity are moved to the income statement as an income or expense in the same period that the hedged cash flow affects the income statement (for instance when the planned hedged sale takes place). When the planned hedged transaction is recognised in the balance sheet as a non-financial asset (for example, inventory) or a liability, the gains and losses previously recognised in equity are removed from equity and included in the initial carrying amount of the asset or liability. The accumulated amount is recognised in the income statement as income / cost of goods.

Interest rate risk

Interest expenses related to variable interest rates are recognised as incurred. Interest income/expenses are recognised in the income statement.

Inventories

Inventories are stated at the lower of purchase cost and fair value. Fair value is estimated sales costs less expenses for completion and sale. Purchase cost is determined using the first-in first out (FIFO) principle. Inventory is written-down to account for obsolete stock.

Receivables

Trade debtors and other receivables are recognised at face value less provision for bad debts. Provisions for bad debts are made based on an individual assessment of each receivable.

Foreign currency translation

Monetary items denominated in foreign currencies are valued at the exchange rate at the balance sheet date. Transactions in foreign currencies are valued at the exchange rate on the transaction date. Exchange gains and losses relating to sales and purchases in foreign currencies are recognised as finance income/expense.

Financial liabilities

Interest-bearing loans and borrowings are initially recognised at fair value less attributable transaction costs. Interest-bearing loans are classified as long term if the loan is due to be settled in more than a year. First year's instalments in long term debts are not classified as short-term liabilities.

Pension liabilities and expenses

The group has various pension schemes. The pension schemes are financed through payments to insurance companies. The company has both defined contribution plans and defined benefit plans.

Defined contribution plan

Defined contribution plans require that the group pay premiums to an insurance company. The group has no further obligations once these premiums are paid. The contribution is recognised as a payroll expense.



Defined benefit plan

A defined benefit plan is a pension plan that is not a defined contribution plan. Typical for a defined benefit plan is a pension plan that defines the amount of pension benefit an employee will receive on retirement. The pension generally depends on several factors including age, length of service, and salary. An independent actuary calculates pension expenses and pension liabilities annually, using a straight-line earning profile basis. The calculation is based on several assumptions, including discount rates, expected increases in salary and social security benefits, the expected return of plan assets and other actuarial assumptions.

Plan assets are measured at fair value and deducted from net pension liabilities. Changes in the obligation due to changes in pension plans are recognised over the estimated average remaining service period. Changes in liabilities and pension assets due to changes and deviations from the assumptions (actuarial gains) are expensed as incurred.

Net pension liabilities from under-funded pension schemes are included in the balance sheet as long-term interest free debt, while over-funded schemes are included as long-term interest free receivables if it is likely that the over-funding can be utilized. Net pension expense is classified under other operating expenses and is presented together with payroll expenses.

Income tax and deferred tax

The tax charge in the income statement includes both payable taxes for the period and changes in deferred tax. Deferred tax is calculated at relevant tax rates based on the temporary differences that exist between accounting and tax values, and any tax losses carried forward at year-end. Taxable or deductible temporary differences that reverse or may reverse in the same period are offset.

The disclosure of deferred tax assets on net deductible temporary differences that are not offset, and tax losses carried forward, is based on an expectation of future earnings. Deferred tax and tax assets that may be shown in the balance sheet are presented net. Deferred tax is reflected at nominal value.

Cash flow statement

The cash flow statement has been prepared according to the indirect method. Cash and cash equivalents include cash, bank deposits, and other short-term investments that immediately, and with minimal exchange risk, can be converted into known cash amounts, with due dates less than three months from the purchase date.

Change in accounting principles, comparable figures and reclassification.

There are no changes in accounting principles in 2020.

Major transactions and changes in group structure in 2020

The company has during 2020 executed two intercompany mergers between the parent company and two subsidiaries. Haugen-Gruppen Scandinavia AS has merged with Haugen-Gruppen Invest AS followed by a second merger into parent company Haugen-Gruppen Nordic AS. The mergers have been executed according to group continuity principle without remuneration with accounting effect from 01.01.2020. Neither of the two mergers have any effect on the group consolidated accounts.

Further in 2020 a de-merger was executed in Haugen-Gruppen Nordic AS where property and buildings together with long-term debt connected to the property was de-merged into a newly founded company 1916 Invest AS using group values. The de-merger was executed accounting wise using group continuity principle with accounting effect from 01.01.2020. The de-merger was classified as equality de-merger with unchanged ownership. The shareholders of Haugen-Gruppen Nordic AS received equivalent number of shares in 1916 Invest AS as the shareholders had in Haugen-Gruppen Nordic AS prior to the de-merger. The capital reduction was executed based on nominal value. The result until the de-merger date on 12.12.20 has been included in the group accounts. See note 2.

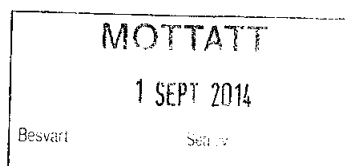
Based on the above changes the comparable numbers between 2019 and 2020 have been affected by the group structure changes in 2020. This is explained in the relevant notes to the annual accounts.



Skattedirektoratet

Saksbehandler Torstein Kinden Helleland	Deres dato 21.08.2014	Vår dato 28.08.2014
Telefon 22078139	Deres referanse Birgitte Clausen	Vår referanse 2014/582773

HAUGEN-GRUPPEN NORDIC AS
Postboks 14
1541 VESTBY



Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

Vi viser til deres brev av 21. august 2014 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for følgende selskaper;

Haugen Gruppen Nordic AS	org. nr. 995 772 817
Dalsnes AS	org. nr. 897 300 192
Norx AS	org. nr. 997 300 211
Nes Capital AS	org. nr. 997 300 238

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering de overnevnte selskaper dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn

Haugen-Gruppen Nordic AS er eid av investeringsselskapene Dalsnes AS (60 %), Norx AS (20 %), og Nes Capital AS (20 %). Investeringsselskapene er eid av islandske selskaper. Ingen av aksjonærene behersker norsk og all kommunikasjon med aksjonærene er på engelsk. Haugen-Gruppen Nordic AS er morselskap i et konsern og har datterselskaper i Sverige, Danmark, Finland og Island i tillegg til Vestby i Norge. Konsernet har virksomhet innen import og salg av nærings- og nytelsesmidler av internasjonale merkevarer i tillegg til konsernets egne varemerker. All den operative virksomheten foregår i datterselskapene. De fleste av selskapets kontraktsparter er utenlandske eller har engelsk som arbeidsspråk. Virksomheten er internasjonal og alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk. Arbeidsspråket i konsernet er engelsk. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

Skattedirektoratets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal "årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan

Postadresse
Postboks 9200 Grønland
0134 Oslo

Besøksadresse: Sentralbord
Se www.skatteetaten.no 800 80 000
Org.nr: 996250318 Telefaks
E-post: skatteetaten.no/sendepost 22 17 08 60



være på et annet språk.”

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

”Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til *”informative regnskaper for ulike grupper av regnskapsbrukere”*. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at selskapene er eid fra utlandet. Eierkretsen er begrenset. Arbeidsspråket er engelsk. Virksomheten foregår i hovedsak i utlandet. Videre er det vektlagt at selskapet driver virksomhet i en internasjonal bransje der alle aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer



Haugen-Gruppen Nordic AS

Financial statement and consolidated financial statement for the Group 2020

Board of Directors' report

Financial statement and consolidated accounts

- **Income statement**
- **Balance sheet**
- **Notes**
- **Cash flow statement**

Auditor's report



Haugen-Gruppen Nordic AS

The board of Directors' report 2020

The shareholders at 31 December:

Nes Capital AS	50 % of the shares
Norx AS	50 % of the shares

Business and location

Haugen-Gruppen Nordic AS is located and managed from Vestby. The company operates as a holding company for the Group's Nordic operations, and is the parent for HG Norway AS, Haugen-Gruppen AB, Haugen-Gruppen Oy and Haugen-Gruppen AS Denmark. The operational companies are located in Copenhagen, Norrköping/Stockholm and Helsinki, in addition to Vestby.

The company manages the Group's IT systems and performs the role as the corporate bank owner as well as managing the Nordic Supply & Finance team. There are no further operational activities within the company.

The Group operates within import and sale of food and beverages of international brands as well as the Group's own brands.

Going concern

In accordance with Accounting Act § 3-3a it is confirmed that the going concern is present. The assumption is based on profit forecasts for 2021 and the company's long-term strategic forecasts for the years ahead. The company is in a healthy financial position.

Future development

The development of the company is good. The company operates as a holding company for the operating companies and its subsidiaries' development is satisfactory. The Company will continue with its IT management in 2021, as well as selling financial & supply chain services to its subsidiaries.

Work environment and personnel

The working environment in the company is satisfactory. There have been no accidents with injuries, nor any major damage to company assets. The company has one permanent employees. Based on the number of employees the company do not see a need to initiate further measures covering the work environment.

Equality

There are no women in the board as of 31.12.2020. The board strives for balance between genders in all areas of its operations, including management positions. The Company is dedicated to give both genders a job that includes access to a professional environment, the possibility to combine work with private life. The Board is of the opinion that there is no discrimination between women and men. Continuous work is carried out to maintain equality between gender.

Environment

The Company does not pollute the environment.

Financial risk

The company do not have any long-term debt and is not exposed for volatility in the interest market. The previous long term debt has been downpaid during the year and remaining loan linked to the property in Norway was de-merged in December 2020 to 1916 Invest AS together with the property.

Cash flow statement

The increased cash flow from operating activities has been used for instalments of long-term debt as well as dividends paid out to the shareholders.

Liquidity risk

Haugen-Gruppen Nordic AS operates as the Group's InHouse Bank used by its subsidiaries. Payment terms are agreed individually with its customers and provides a predictable cash flow. The financial cash flow contributes positively in maintaining the company's future investment needs.



Statement of the financial statement

A merger has been performed during 2020 between Haugen-Gruppen Scandinavia AS and Haugen-Gruppen Invest AS followed by a merger between Haugen-Gruppen Invest AS and Haugen-Gruppen Nordic AS. Both mergers have been carried out as a simplified merger between parent company and a wholly owned subsidiaries without compensations. The mergers have been carried out with accounting group continuity principle.

A de-merger of the building including long-term debt was executed in December 2020 into a newly founded company 1916 Invest AS. Ownership terminated at the date of the de-merger. The de-merger has been carried out with group continuity principle.

The financial statement is considered by the board to give a satisfactory description of the company's income statement and balance sheet for 2020. The annual result amounted to a profit of MNOK 33.607 compared to a profit of MNOK 58.518 in 2019. The result is in line with the board's expectations for the company.

The equity ratio for the Company was 25.7 % in 2020 compared to 25.7 % in 2019.

Profit and allocation

The board proposes the following appropriation of net profit of NOK 33.606.601

Transfer to other equity	NOK 33.606.601
<u>Total allocated</u>	<u>NOK 33.606.601</u>

The Group

The board is of the opinion that all subsidiaries have had a development according to expectations and held their market positions and holdings of most major products during the year. The Group markets and distributes well-known brands to the retail and catering market in the Nordic countries.

Going concern

In accordance with Accounting Act § 3-3a it is confirmed that the going concern is present. The assumption is based on profit forecasts for 2021 and the Group's long-term strategic forecasts for the years ahead. The Group is in a healthy financial position.

Future development

The Group's main activity is to supply food, alcoholic beverages and confectionary to the Nordic retail & foodservice sector. The Group has continued its positive sales growth in core business segments. This is mainly due to the start up of distribution of General Mills products from 01.01.20 in Sweden and the brand Perfetti in Denmark during 2020. The sales growth in 2020 also reflects a general growth in the Norwegian market due to Covid-19.

The Group is facing an increasing competition from retail chains own supermarket labels, which contributes to pressure on maintaining and keeping a good profitability on the company's brands. A continuous weak NOK has affected the Group profitability which is reflected in financial costs. The Group's market position is good within most categories and well positioned for further growth.

Events after the balance sheet day

Currently the situation regarding pandemic Covid-19 continuous and impacts the Norwegian operations more than the other subsidiaries. The Group has the opinion that growth in retail will absorb a big portion of the negative effects in Foodservice in Norway. Initiatives have been implemented to minimize the risk for impact caused by COVID-19 with employees mainly work from home as one of several actions. The Group operates in the food industry which is a sector that has less impact from COVID-19 compared to other sectors. Necessary contingency plans have been implemented across the Group and are in compliance with the advise given from the local authorities.

Work environment and personnel

The working environment in the Group is satisfactory. The Group has implemented a Grate Place to Work survey both in Norway and Finland and will start up in Sweden during 2021. Various measures are being taken based on the findings in the surveys. The Group experience overall good scores in these surveys. There have been no accidents with injuries, nor any major damage to company assets.



The Group's total absence due to sickness is:

	2020	2019
Norway:	3.71 %	5.5 %
Sweden:	5.22 %	2.2 %
Denmark:	2.5 %	1.2 %
Finland:	0.87 %	1.0 %

The Group has a full-time equivalent of 256 in 2020.

Discrimination

The purpose of the Discrimination Act is to promote equality, ensure equal opportunities and rights and prevent discrimination based on ethnicity, national origin, ancestry, color, language, religion or belief. The Group is working actively and systematically to promote the purpose of the Act within our business. The activities include recruitment, pay and working conditions, promotion, development and protection against harassment.

The Group aims to provide a workplace where there is no discrimination due to disability. The Group works actively and purposefully to design and facilitate the physical conditions so that the operations different functions can be used by as many as possible. Individual arrangements of the workplace and work tasks are made for employees or applicants with disabilities.

Environment

The subsidiaries in the Group recycle plastic, cardboard and paper, and uses its own geothermal heating system for heating and cooling.

Financial risk

Objectives and strategy

The Group is exposed to credit risk and currency risk within their normal operations and aim to have an acceptable risk in these areas. The Group uses hedging instruments within foreign exchange trading.

Market Risk

The Group uses hedging instruments within foreign exchange trading. The Group is also affected by the financial turmoil in world markets. Changes in the development of different exchange cross rates affect our suppliers' choice of currency. The Group has also throughout the year experienced a greater degree of exchange rate volatility in the market, which has increased the focus on hedging. The Group operates both in the options and futures market.

Credit risk

The Group's sales are almost exclusively to the major chains in the industry. The major chains have partially guaranteed for the Group's receivables. The Group has assessed the risk of bad debts to be low.

Liquidity risk

The Group has established a Nordic InHouse Bank solution where Haugen-Gruppen Nordic AS is the owner of the internal bank. The ordinary operations agree payment terms with its customers which gives a satisfactory and predictable cash flow. The Group has implemented a factoring solution in Denmark, Sweden, Finland and Norway on selected customers as part of the Supply Chain Financing strategy. This reduces overall liquidity risk. The Group considers its liquidity as satisfactory.

Cash flow

Cash flow from operating activities is in accordance with the Group's operating profit. The net cash flow reflects instalments of long-term debt as well as dividends paid out to the shareholders. Due to increased factoring in the Group the cash flow from operating activities has improved. The surplus cash has been used to pay down long term debt.

Statement of the consolidated financial statement

The Group had a total revenue in 2020 of MNOK 2.790 compared with MNOK 2.341 in 2019. The net operating margin for the Group in 2020 is 5.9% compared to 3.2% in 2019.

The Group achieved a lower gross margin, due to changes in customer, product mix and a weak NOK.

The operating result amounted to MNOK 166.1 in 2020 compared with MNOK 76.3 in 2019.

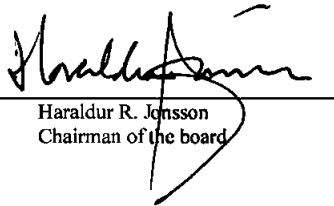


The balance sheet movement is satisfactory. The Group's equity is 26.4 % as of 31.12.20 compared with 17.9 % as of 31.12.19. The development of the Group's equity in 2020 has been as expected. The cash flow from operational activities has developed as expected in 2020.

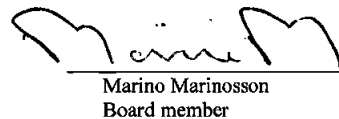
The board is of the opinion that the consolidated financial statement for 2020 gives a true and fair view of the Group's operations and position. The board are not aware of any events after the end of the financial year that significantly will change this picture.

Vestby, 24.03.2021

The Board of Haugen-Gruppen Nordic AS



Haraldur R. Jonsson
Chairman of the board



Marino Marinossón
Board member

**Income Statement****Haugen-Gruppen Nordic AS Group**

Parent (tnok)				Group (tnok)	
2019	2020		Note	2020	2019
0	0	Revenues	3,14	2 790 489	2 340 934
15 884	18 662	Other income	6,14	20 459	19 256
15 884	18 662	Total income		2 810 948	2 360 190
0	0	Cost of goods	14	2 012 855	1 654 673
5	5 772	Personnel expenses	4,11	253 206	227 780
1 929	1 770	Depreciation	6	15 605	15 669
24 215	25 040	Other operating expenses	4,6,14	363 189	385 739
26 150	32 582	Total operating cost		2 644 855	2 283 860
-10 266	-13 920	Profit/(loss) from operations		166 093	76 330
71 198	57 097	Income from investment in group companies	5	0	0
46 651	31 004	Financial income	5	31 092	32 839
47 769	32 987	Financial expenses	5	86 402	82 276
70 081	55 113	Net financial income and expenses		-55 310	-49 437
59 815	41 193	Profit/(loss) before tax		110 783	26 893
1 297	7 587	Income tax expenses	15	23 264	4 867
58 518	33 607	Net profit/(loss) for the year	10	87 519	22 026

Haugen-Gruppen Nordic AS Group

**Balance Sheet****Haugen-Gruppen Nordic AS Group**

Parent (tnok)				Group (tnok)	
2019	2020		Note	2020	2019
Assets					
Non-current assets					
Intangible assets					
438	2 283	Deferred income tax assets	5,15	6 202	1 364
2 290	1 064	Goodwill, intangible assets	6	9 634	12 593
2 727	3 346	Total intangible assets		15 836	13 957
Tangible assets					
0	0	Land, buildings and other property	6,12	0	152 753
1 474	930	Fixtures and fittings, tools, office machinery	6,12	12 812	16 817
3 415	5 256	Construction in progress	6	5 598	3 735
4 889	6 186	Total tangible assets		18 409	173 305
Financial assets					
175 132	175 012	Investments in subsidiaries	2,14	0	0
53 216	54 631	Loan to parent company	14	54 631	53 216
0	0	Other investments		0	0
0	0	Bonds and other receivables	7	4 869	5 211
228 348	229 643	Total financial assets		59 500	58 428
235 964	239 175	Total non-current assets		93 745	245 690
Current Assets					
0	0	Inventories	8,12	331 942	311 831
Receivables					
0	0	Trade receivables	12	194 843	219 741
2 444	2 924	Other receivables		28 440	21 282
36 026	124 895	Receivables intercompany	14	54 659	2 012
291 854	151 481	Receivables intercompany, cash pool	9,14	0	0
330 324	279 300	Total receivables		277 941	243 034
23 071	76 698	Cash and cash equivalents	9,12	80 347	27 170
353 395	355 998	Total current assets		690 231	582 035
589 359	595 173	Total assets		783 976	827 725

Haugen-Gruppen Nordic AS Group




Balance Sheet


Haugen-Gruppen Nordic AS Group

Parent (tnok)		Note	Group (tnok)		
2019	2020		2020	2019	
Equity and liabilities					
Equity					
Paid-in capital					
26 300	24 668	Share capital	10	24 668	26 300
56 971	20 972	Share premium reserve	10	20 972	56 971
83 271	45 641	Total paid-in capital		45 641	83 271
Retained earnings					
68 452	107 099	Other equity	5,10	161 067	64 888
68 452	107 099	Total retained earnings		161 067	64 888
151 723	152 739	Total equity		206 708	148 159
Liabilities					
Other provisions					
0	2 066	Pension liabilities	11	13 372	9 166
0	0	Deferred income tax liabilities	15	1 663	12 953
0	2 066	Total provisions		15 035	22 119
Other non-current liabilities					
217 000	0	Long term liabilities	12	0	217 000
0	0	Other long term liabilities		2 717	0
217 000	0	Total non-current liabilities		2 717	217 000
Current liabilities					
4 202	4 679	Trade payables		349 379	280 181
1 316	8 528	Current income tax liabilities	15	14 037	6 155
0	42	Public duties payable		58 408	46 732
6 043	2 717	Liabilities intercompany	14	0	0
205 964	413 376	Liabilities intercompany, cash pool	9,14	0	0
3 111	11 025	Other current liabilities	5	137 692	107 378
220 636	440 369	Total current liabilities		559 516	440 447
437 636	442 434	Total liabilities		577 268	679 566
589 359	595 173	Total equity and liabilities		783 976	827 725

Vestby, 24.03.2021

The Board of Haugen-Gruppen Nordic AS Group


Haraldur R. Jonsson
Chairman of the board


Marino Marinossion
Board member

Haugen-Gruppen Nordic AS Group



Haugen-Gruppen Nordic AS **Notes to the annual accounts for 2020**

Note 1 - Significant accounting policies

Basis of preparation

The annual accounts of Haugen-Gruppen Nordic AS have been prepared in accordance with the Companies Act, the Accounting Act and accounting principles generally accepted in Norway. The annual report comprises of the income statement, balance sheet, cash flow statement and notes to the accounts, on a company and consolidated basis.

The company and consolidated accounts are prepared on a historical cost basis, on the assumption of a going concern, and in compliance with the fundamental accounting principles of congruence and prudence. Transactions are recorded at the value of the consideration as of the transaction date. Revenues are recognised in the income statement when earned, and expenses are expensed in the same period as related revenues. Gains and losses related to hedging are recognised in the income statement in the same period. Detailed explanations of relevant accounting policies are included below.

Use of estimates

The preparation of financial statements in compliance with the Accounting Act requires the use of estimates. It also requires management to exercise its judgement in the process of applying the group's accounting policies. Uncertainty is dealt with by using the best estimate, based on the information available when the annual accounts are completed. The areas involving a higher degree of judgement and complexity, or areas where assumptions and estimates are significant to the annual accounts are disclosed in the notes.

General valuation rules

Assets and liabilities are classified as current if they relate to the operating cycle, or if they fall due for payment within one year. Current assets are valued at the lower of acquisition cost and fair value. Fair value is defined as the expected future sales price less expected selling costs. Non-current assets are assets intended for long-term ownership or use. Non-current assets are valued at acquisition cost.

Exceptions to the general valuation rules are detailed below or in the relevant notes. Both the legal and economic realities of transactions and events are considered when applying accounting policies and presenting the annual accounts. Contingent liabilities are recorded when it is more likely than not the liability will be settled, and the value of the settlement can be estimated reliably.

Basis of consolidation

Subsidiaries

The consolidated financial statements include the accounts of Haugen-Gruppen Nordic AS and its subsidiaries. Subsidiaries are all entities in which the parent company has a direct or indirect controlling interest. The consolidated accounts presents the financial performance, financial position, and cash flows generated by the group's companies as one economic entity. A controlling interest is usually obtained when the Group owns more than 50% of the shares in the company, directly or indirectly. All consolidated entities prepare company accounts in accordance with the principles applied to the consolidated financial statements.

Elimination of intercompany transactions

Intercompany balances are eliminated in full.

Elimination of shares in subsidiaries

The group applies the acquisition method to account for business combinations. The acquired identifiable tangible and intangible assets, liabilities and contingent liabilities are measured at their fair values at the date of acquisition. Goodwill is initially measured as the excess of the consideration transferred over the fair value of the identifiable assets acquired and liabilities assumed in a business combination. Goodwill is amortised in the income statement over its expected useful life. Negative goodwill (badwill) is recorded when the consideration transferred is lower than the fair value of the acquired identifiable tangible and intangible assets and liabilities. Badwill is recorded in the balance sheet as a reduction to non-current assets and is recognised in the income statement over the expected useful life of the corresponding asset, but not exceeding 10 years.

Foreign currency translation related to subsidiaries

Items included in the financial statements of each of the group's entities are measured using the relevant entity's functional currency.



Haugen-Gruppen Nordic AS **Notes to the annual accounts for 2020**

The results and financial position of all the group entities that have a functional currency different from the presentation currency (Norwegian kroner) are translated into the presentation currency as follows:

- Assets and liabilities of foreign operations, including goodwill and fair value adjustments arising upon consolidation, are translated into Norwegian kroner at the exchange rate on the balance sheet date.
- Revenues and expenses of foreign operations are translated to Norwegian kroner at the yearly average exchange rates.

Translation differences arising from translation is recognised directly in equity and is presented as a separate item in the reconciliation of equity.

Accounting policies for significant accounting items

Revenue recognition

Revenues are recognised in the income statement when earned. Revenue is normally recognised once delivery of goods and services has taken place, and the associated risks and returns have been transferred. Revenues are stated net of VAT, discounts, and invoiced shipping expenses.

Other income (-expenses)

Significant income and expenses not related to ordinary activities are classified as other income and expenses.

Cost recognition / matching

Expenses are expensed in the same period as related revenues. Costs not directly attributable to income are expensed as incurred. In case of restructuring or termination of operations, associated costs are expensed at the time of decision.

Property, plant and equipment

Property, plant and equipment are tangible assets that have a useful life longer than three years and a cost price above 15 TNOK. Property, plant and equipment is stated at historical cost, less accumulated depreciation and impairment losses. An asset's carrying amount is written down to its fair value if the asset's carrying amount is above its market value. When the market value is difficult to estimate, the asset's replacement cost less accumulated depreciation is used as fair value. The impairment loss is reversed to the extent that the write-down is no longer justified. Impairment losses are presented net of reversals in the accounts.

Depreciation

Ordinary depreciation is calculated by dividing the asset's acquisition cost less expected recoverable amount over the expected useful life. Similar principles apply to intangible assets that are amortised.

Leased assets

Operational leases are recognised as ordinary rent expenses and are classified within operating expenses. Leased assets are recognised in the balance sheet as assets if the leasing contract is considered a financial lease.

Intangible assets

Intangible assets that are expected to generate future revenue, such as goodwill in subsidiaries and trademarks, are recognised when the recognition criteria are met. The assets are amortised on a straight-line basis over their expected useful lives. Research and development expenditures are expensed as incurred.

Investments in subsidiaries

The cost method is applied to investments in subsidiaries in the company accounts. Investments are valued at acquisition cost less any accumulated impairment losses. Impairment losses are recognised if the carrying amount is higher than both the fair value less cost to sell and recoverable amount (net present value of future use / ownership), and the impairment is not expected to be temporary. Previous impairment charges are reversed in later periods if the conditions causing the write-down are no longer present.

The cost price is increased when funds are added through capital increases or when group contributions are made to subsidiaries. Dividend/group contributions from subsidiaries are recognised in financial income in the same year as the subsidiary makes a provision for the amount. Dividends exceeding the portion of retained equity after the purchase are reflected as a reduction in the purchase cost. Subsidiaries receiving group contributions recognise group contributions as other paid in equity.



Haugen-Gruppen Nordic AS **Notes to the annual accounts for 2020**

Other shares and interests

Other shares and interests classified as non-current assets are strategic investments where the company has no significant influence. These shares and interests are valued at cost or fair value if the impairment is not expected to be temporary. Dividends and other distributions received from subsidiaries are recognised as financial income.

Financial instruments

The Group uses various financial instruments to manage financial risks.

Currency risk

The group uses forward exchange contracts to reduce the currency risks that arise through its operational and financial activities. The group's forward contracts are classified as hedging instruments that are either:

- a. A hedge of the fair value of a booked receivable or debt in foreign currency (fair value hedging)
- b. A hedge of a probable future transaction (cash flow hedging)

Changes in fair value of forward exchange contracts that qualify for fair value hedging and are effective, are recognised in income together with the changes in fair value related to the hedged trade receivables or trade payables.

Changes in fair value of forward exchange contracts that qualifies for cash flow hedging are recognised directly in equity. Amounts recognised directly in equity are moved to the income statement as an income or expense in the same period that the hedged cash flow affects the income statement (for instance when the planned hedged sale takes place). When the planned hedged transaction is recognised in the balance sheet as a non-financial asset (for example, inventory) or a liability, the gains and losses previously recognised in equity are removed from equity and included in the initial carrying amount of the asset or liability. The accumulated amount is recognised in the income statement as income / cost of goods.

Interest rate risk

Interest expenses related to variable interest rates are recognised as incurred. Interest income/expenses are recognised in the income statement.

Inventories

Inventories are stated at the lower of purchase cost and fair value. Fair value is estimated sales costs less expenses for completion and sale. Purchase cost is determined using the first-in first out (FIFO) principle. Inventory is written-down to account for obsolete stock.

Receivables

Trade debtors and other receivables are recognised at face value less provision for bad debts. Provisions for bad debts are made based on an individual assessment of each receivable.

Foreign currency translation

Monetary items denominated in foreign currencies are valued at the exchange rate at the balance sheet date. Transactions in foreign currencies are valued at the exchange rate on the transaction date. Exchange gains and losses relating to sales and purchases in foreign currencies are recognised as finance income/expense.

Financial liabilities

Interest-bearing loans and borrowings are initially recognised at fair value less attributable transaction costs. Interest-bearing loans are classified as long term if the loan is due to be settled in more than a year. First year's instalments in long term debts are not classified as short-term liabilities.

Pension liabilities and expenses

The group has various pension schemes. The pension schemes are financed through payments to insurance companies. The company has both defined contribution plans and defined benefit plans.

Defined contribution plan

Defined contribution plans require that the group pay premiums to an insurance company. The group has no further obligations once these premiums are paid. The contribution is recognised as a payroll expense.



Haugen-Gruppen Nordic AS **Notes to the annual accounts for 2020**

Defined benefit plan

A defined benefit plan is a pension plan that is not a defined contribution plan. Typical for a defined benefit plan is a pension plan that defines the amount of pension benefit an employee will receive on retirement. The pension generally depends on several factors including age, length of service, and salary. An independent actuary calculates pension expenses and pension liabilities annually, using a straight-line earning profile basis. The calculation is based on several assumptions, including discount rates, expected increases in salary and social security benefits, the expected return of plan assets and other actuarial assumptions.

Plan assets are measured at fair value and deducted from net pension liabilities. Changes in the obligation due to changes in pension plans are recognised over the estimated average remaining service period. Changes in liabilities and pension assets due to changes and deviations from the assumptions (actuarial gains) are expensed as incurred.

Net pension liabilities from under-funded pension schemes are included in the balance sheet as long-term interest free debt, while over-funded schemes are included as long-term interest free receivables if it is likely that the over-funding can be utilized. Net pension expense is classified under other operating expenses and is presented together with payroll expenses.

Income tax and deferred tax

The tax charge in the income statement includes both payable taxes for the period and changes in deferred tax. Deferred tax is calculated at relevant tax rates based on the temporary differences that exist between accounting and tax values, and any tax losses carried forward at year-end. Taxable or deductible temporary differences that reverse or may reverse in the same period are offset.

The disclosure of deferred tax assets on net deductible temporary differences that are not offset, and tax losses carried forward, is based on an expectation of future earnings. Deferred tax and tax assets that may be shown in the balance sheet are presented net. Deferred tax is reflected at nominal value.

Cash flow statement

The cash flow statement has been prepared according to the indirect method. Cash and cash equivalents include cash, bank deposits, and other short-term investments that immediately, and with minimal exchange risk, can be converted into known cash amounts, with due dates less than three months from the purchase date.

Change in accounting principles, comparable figures and reclassification.

There are no changes in accounting principles in 2020.

Major transactions and changes in group structure in 2020

The company has during 2020 executed two intercompany mergers between the parent company and two subsidiaries. Haugen-Gruppen Scandinavia AS has merged with Haugen-Gruppen Invest AS followed by a second merger into parent company Haugen-Gruppen Nordic AS. The mergers have been executed according to group continuity principle without remuneration with accounting effect from 01.01.2020. Neither of the two mergers have any effect on the group consolidated accounts.

Further in 2020 a de-merger was executed in Haugen-Gruppen Nordic AS where property and buildings together with long-term debt connected to the property was de-merged into a newly founded company 1916 Invest AS using group values. The de-merger was executed accounting wise using group continuity principle with accounting effect from 01.01.2020. The de-merger was classified as equality de-merger with unchanged ownership. The shareholders of Haugen-Gruppen Nordic AS received equivalent number of shares in 1916 Invest AS as the shareholders had in Haugen-Gruppen Nordic AS prior to the de-merger. The capital reduction was executed based on nominal value. The result until the de-merger date on 12.12.20 has been included in the group accounts. See note 2.

Based on the above changes the comparable numbers between 2019 and 2020 have been affected by the group structure changes in 2020. This is explained in the relevant notes to the annual accounts.



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

The notes to the annual accounts for 2020 are presented below. All amounts are in thousand NOK, unless otherwise stated.

Note 2 - Subsidiaries and consolidated companies

Subsidiaries of the parent	HG Norway AS	Haugen- Gruppen AS Denmark	Haugen- Gruppen AB	Haugen- Gruppen OY
Office	Vestby	Hvidovre	Norrköping/Stockholm	Helsinki
Ownership	100 %	100 %	100 %	100 %
Share of voting rights	100 %	100 %	100 %	100 %
Equity according to financial statement 2020	254 299	82 739	78 839	37 450
Profit (loss) for the year 2020	0	14 795	9 007	3 715
Book value of shares in 2020	120	82 968	57 104	34 820

Haugen-Gruppen Invest AS with subsidiary were merged into Haugen-Gruppen Nordic in 2020. The mergers have been carried out as a simplified merger between parent company and a wholly owned subsidiary without compensations.

A de-merger of the building and property entered into Haugen-Gruppen Invest group was executed into a newly founded company 1916 Invest AS. The de-merger was finally approved executed in the Business Registry on 12.12.20. Group ownership terminated at the same date. The result in the ownership period until 12.12.20 has been included in the group annual accounts with a profit of TNOK 4 650.

Group companies included in sub- consolidation

	Office	Share of voting rights	Ownership
Haugen-Gruppen AS	Vestby	100 %	100 %
Vinovinvinho AS	Vestby	100 %	100 %

Haugen-Gruppen Scandinavia AS was merged into Haugen-Gruppen Invest AS in 2020. The merger was a mother/daughter merger according to continuity principle.

Exchange rates applied:	EUR	SEK	DKK
Income statement (average exchange rate)	10,7258	102,26	143,89
Balance sheet (exchange rate at 31 December)	10,4703	104,35	140,71



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Note 3 - Revenues

Group

Revenues arise mainly from the sale of food and beverage.

Geographic distribution:

Country	2020	2019
Norway	1 285 319	1 165 384
Sweden	698 432	532 431
Denmark	606 033	462 497
Finland	200 705	180 622
Total revenues	2 790 489	2 340 934

Note 4 - Payroll expense

Parent

	2020	2019
Wages and salaries	3 579	0
Payroll tax / social security	502	0
Pension expense (see note 11)	1 393	0
Other employee expenses	298	5
Total wages	5 772	5

The parent company acts as a holding company for the group's operations and had no employees in 2019 nor a managing director.

As a result of the merge with Haugen-Gruppen Scandinavia AS the company has one employee. The payroll expenses are moved from Haugen-Gruppen Scandinavia AS to Haugen-Gruppen Nordic AS. Total wages in 2019 was TNOK 3 982.

Group

	2020	2019
Wages and salaries	195 215	174 571
Payroll tax / social security	27 005	25 555
Pension expense (see note 11)	25 402	19 921
Other employee expenses	5 584	7 733
Total wages	253 206	227 780

The full-time equivalent employees in the Group were 256 in 2020 (252 in 2019)

Fees to auditors

	Parent		Group	
	2020	2019	2020	2019
Audit fee	247	228	1 488	1 401
Tax advisory services	128	25	154	48
Assurance services	0	0	10	79
Non-audit services	333	0	623	18

All amounts relating to audit fees specified above are exclusive of VAT.



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Note 5 - Specification of financial income and expenses

	<i>Parent</i>		<i>Group</i>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Financial income				
Interest income from inter-/parent- company	9 079	23 260	1 414	1 414
Other interest income	68	2 826	69	2 830
Currency gains (*)	21 857	20 565	29 609	28 595
Other financial income	0	0	0	0
Group contribution and dividends from subsidiaries	57 097	71 198	0	0
Total financial income	88 101	117 849	31 092	32 839
Financial expenses				
Interest expenses to intercompany	5 012	13 878	0	0
Other interest expenses	1 054	13 981	7 526	14 809
Currency losses (*)	26 896	19 910	77 915	66 978
Other financial costs	25	0	961	489
Total financial expenses	32 987	47 769	86 402	82 276

(*) The group uses financial instruments to hedge cash flows in foreign currencies. Unrealised currency gains and losses are presented net in the financial statements.

Financial instruments

Parent

The parent company established a full internal banking system (InHouse Bank) provided by Danske Bank AS ultimo December 2016. All currency contracts and options are reflected in Haugen-Gruppen Nordic AS.

The company's financial instruments have a total market value regarding options and forward contracts of TNOK -7 758 at 31.12.20 (TNOK -1 349 at 31.12.19) which is reflected in other current liabilities. Open options do not meet the requirements for hedge accounting and are recognized in the financial expenses of TNOK -3 795 in 2020 (TNOK 0 in 2019). The related deferred tax of 22% TNOK -872 at 31.12.20 (TNOK -297 at 31.12.19) and is reflected in the balance sheet under deferred tax assets. This has a total effect on equity of TNOK -2 039 at 31.12.20 (TNOK -1 375 as of 31.12.19), see note 10. The change in fair value booked directly in equity is net of deferred tax.

Group

The parent company reduce exposure to currency with forward exchange contracts, currency options on behalf of the Group. Gains and losses from contracts that satisfy the hedge accounting requirements are recognised in income upon maturity.

The group (InHouse Bank) had the following open contracts as of 31 December:

Currency	Nominal amount
GBP	4 700
EUR	19 900
USD	3 420

The group has currency option contracts TNOK -3 795 at 31.12.2020.

The fair value of forward contracts are provided by the group's bankers, and equal the discounted difference between the agreed forward exchange rate and the actual rate at 31th December for a forward contract with equivalent term to maturity. All forward contracts expire within the next accounting year.

All contracts except currency options are considered to satisfy the hedging requirements for accounting purposes, and gains/losses are recognized in income upon maturity.

Based on the group's hedging strategy, unsettled items are carried at fair value at the end of the financial year.



Haugen-Gruppen Nordic AS
Notes to the annual accounts for 2020

The net unrealized loss of unsettled forward contracts at 31.12.20 were TNOK -7 758 (TNOK -1 349 at 31.12.19) which is reflected in other current liabilities. Open options do not meet the requirements for hedge accounting and are recognized in the financial expenses of TNOK -3 795 in 2020 (TNOK 0 in 2019). The corresponding deferred tax liabilities recognized were at 31.12.20 TNOK -872 (TNOK -297 at 31.12.19). Following an assessment of the effectiveness of hedging relationships, this has a total effect at the group equity of TNOK -2 039 at 31.12.20 (TNOK -1 375 as of 31.12.19), see note 10. The change in fair value booked directly in equity is net of deferred tax.

Note 6 - Intangible and fixed assets

Parent

	Concessions, patents and licenses	Fixture and fittings	Construction in progress	Total at 31.12
Acquisition cost at 01.01.2020	3 849	21 693	3 415	28 957
Additions	0	0	1 841	1 841
Disposals	0	0	0	0
Acquisition cost at 31.12.2020	3 849	21 693	5 256	30 798
Acc. depreciation at 01.01.2020	1 559	20 219	0	21 778
Acc. depreciation at 31.12.2020	2 785	20 763	0	23 548
Book value at 31.12.2020	1 064	930	5 256	7 250
Depreciation for the year	1 226	544	0	1 770
Useful life Depreciation plan	3-5 years Straight-line	3 years Straight-line		
Yearly operating lease expense – Useful life 3 years		3 185		



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Group

	Intangible assets	Goodwill	Land, buildings and plants	Fixture, fittings, machines, and office eq.	Total at 31.12
Acquisition cost at 01.01.2020	162 645	48 718	239 744	98 843	549 950
Additions	0	0	0	3 420	3 420
Construction in progress	0	0	0	2 182	2 182
Disposals and scrapped assets	0	0	-239 744	-5 368	-245 112
Acquisition cost at 31.12.2020	162 645	48 718	0	99 077	310 440
Acc. depreciation at 01.01.2020	150 051	48 718	86 992	77 384	363 145
Acc. depreciation disposals and scrapped assets	0	0	-94 261	-334	-94 595
Depreciation for the year	3 987	0	7 269	4 349	15 605
Total acc. depreciation at 31.12.2020	154 038	48 718	0	81 399	284 156
Translation differences	1 027	0	0	731	1 759
Book value at 31.12.2020	9 634	0	0(**)	18 409(*)	28 043

(*) Includes construction in progress TNOK 5 598

(**) As a result of the de-merge the land and buildings are no longer a part of Haugen-Gruppen Nordic group. See more information note 2. The ownership discontinued on 11.12.20, thus depreciation until that date is part of group result in the ownership period.

Useful life	Up to 10 years	5-10 years	Up to 33 years	5-10 years
Depreciation plan	Straight-line	Straight-line	Straight-line	Straight-line

Liabilities related to unrecognised assets (leasing)	2020	2019
Office machines and equipment's	5 823	5 840
Cars	11 829	13 176
Premises	28 526	26 917
Total	46 179	45 933

The leases specified above are determined to be operational leases according to generally accepted accounting principles.



Haugen-Gruppen Nordic AS
Notes to the annual accounts for 2020

Note 7 - Receivables

Group

Book value of receivables due later than 1 year:	31.12.2020	31.12.2019
Deposits and prepaid expenses	4 869	5 211

The long-term receivables relate to prepaid distribution rights. Distribution rights are expensed as costs of goods sold over their expected useful lives.

Note 8 - Inventory

Group

Inventory consists of purchased finished goods. The provision for obsolete stock is TNOK 6 037 at 31.12.20, compared to TNOK 4 106 at 31.12.19.

Note 9 - Bank deposits

Parent

Haugen-Gruppen Nordic AS had TNOK 0 at the restricted bank deposits as of 31 December 2020.

Group

Restricted bank deposits	31.12.2020	31.12.2019
Withheld employee taxes (Norwegian subsidiaries)	3 638	4 075

The parent company established InHouse Bank provided by Danske Bank AS in December 2016. The InHouse Bank arrangement covers the parent company and its subsidiaries in Norway, Finland, Denmark and Sweden. Haugen-Gruppen Nordic AS is the legal owner of the InHouse Bank facility. The group's net deposits (withdrawals) are presented in the parent company accounts. Total InHouse Bank deposits are presented net of withdrawals. All the companies in the InHouse Bank are jointly responsible for group's liabilities under the internal bank agreement, such as overdrafts, interest and expenses. The guarantee is limited to MNOK 75. The agreement includes an overdraft facility of MNOK 45. The facility is not used at 31 December 2020. Overdraft facility of MNOK 45 was terminated 08.01.2021.

Note 10 - Equity and shareholder information

Parent

Equity changes in the year:	Share capital	Share premium reserve	Other equity	Total equity
Equity at 01.01.2020	26 300	56 971	68 452	151 723
Merger effects			4 512	4 512
De-merge effects and capital reduction	-1 632	-35 999	22 567	-15 064
Dividends			- 20 000	-20 000
Changes in hedge reserve (see note 5)			-2 039	-2 039
Net profit for the year			33 607	33 607
Equity at 31.12.2020	24 668	20 972	107 099	152 739



Haugen-Gruppen Nordic AS
Notes to the annual accounts for 2020

Share capital and shareholder information:

The share capital of TNOK 24 668 consist of 526 shares with a nominal value of NOK 46 897,85. There is only one share category in the company.

Shareholder structure:

Name	Shares	Ownership	Voting rights
Nes Capital AS	263	50 %	50 %
Norx AS	263	50 %	50 %

Group

Equity changes in the year:	Share capital	Share premium reserve	Other equity	Total equity
Equity at 01.01.2020	26 300	56 971	64 888	148 159
De-merge effects and capital reduction	-1 632	-35 999	17 917	-19 714
Net profit for the year			87 519	87 519
Dividends			-20 000	-20 000
Changes in hedge reserve (see note 5)			-2 039	-2 039
Currency translation and adjustment differences			12 782	12 782
Equity at 31.12.2020	24 668	20 972	161 067	206 708

Note 11 - Pensions

Parent

In connection with the merger one employee was transferred to the parent company. See note 4. The Parent company is therefore obliged to provide occupational pension schemes in accordance with the Mandatory Occupational Pensions Act. The company's pension schemes meet the requirements of the Act. Costs associated with the defined contribution schemes are recognised as payroll expenses and are included in the income statement to the parent company for 2020 with TNOK 82.

The parent company's benefit plan is a secured plan covering formerly employed CEO of Haugen-Gruppen Scandinavia AS.

The defined benefit plans are funded plans and gives the employee a right to defined future pension payments. The pension payments are dependent on one or more factors such as number of years in the company, salary and the size of social security benefits received from the National Insurance.

Pension expenses – defined benefit plan	2020 Funded	2019 Funded
Present value of pensions earned this year	0	0
Interest expense on the pension commitment	324	0
Return on plan assets	-495	0
Payroll tax	-1	0
Administrative expenses	167	0
Recognised actuarial losses (gains)	1 316	0
Total pension expenses	1 311	0



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Reconciliation of the funded pension plan and balance sheet amount:

Plan assets and liabilities	2020	2019
Accrued pension liabilities	15 028	0
Pension funds (market value)	-13 217	0
Accrued payroll tax	255	0
Net pension assets (-)/liabilities (+) actuarial	2 066	0

Financial assumptions	2020
Discount rate	1,70 %
Expected return on plan assets	2,70 %
Expected wage adjustment	2,25 %
Expected pension increase	2,00 %
Increase in National Insurance base amount (G)	2,00 %
Payroll tax	14,1 %

As a result of the merge with Haugen-Gruppen Scandinavia AS, the pension costs are moved from Haugen-Gruppen Scandinavia AS to Haugen-Gruppen Nordic AS. Total pension expenses in 2019 was TNOK 783.

Group

The group has pension schemes that cover a total of 256 persons. The group has defined benefit schemes that cover 7 persons and 249 persons are covered by defined contribution plans.

The defined benefit plans are only applicable to operations in Norway. The defined benefit plans are funded plans and gives the employee a right to defined future pension payments. The pension payments are dependent on one or more factors such as number of years in the company, salary and the size of social security benefits received from the National Insurance. The commitment related to the group pension scheme is covered through an insurance company.

The Norwegian companies in the group are obliged to provide occupational pension schemes in accordance with the Mandatory Occupational Pensions Act. The companies' pension schemes meet the requirements of the Act.

The subsidiaries in Sweden, Finland and Denmark have defined contribution plans.

Costs associated with the defined contribution schemes are recognised as payroll expenses and are included in the income statement for 2020 with TNOK 18 613 and TNOK 17 914 in 2019.

Pension expenses – defined benefit plan	2020 Funded	2019 Funded
Present value of pensions earned this year	1 483	1 595
Interest expense on the pension commitment	1 546	1 779
Return on plan assets	-2 277	-2 599
Payroll tax	221	222
Administrative expenses	818	802
Recognised actuarial losses (gains)	4 998	208
Total pension expenses	6 789	2 007



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Reconciliation of the funded pension plan and balance sheet amount:

Plan assets and liabilities	2020	2019
Accrued pension liabilities	74 321	68 278
Pension funds (market value)	-62 601	-60 245
Accrued payroll tax	1 652	1 133
Net pension assets (-)/liabilities (+) actuarial	13 372	9 166

Financial assumptions	2020	2019
Discount rate	1,70 %	2,30 %
Expected return on plan assets	2,70 %	3,80 %
Expected wage adjustment	2,25 %	2,25 %
Expected pension increase	2,00 %	2,00 %
Increase in National Insurance base amount (G)	2,00 %	2,00 %
Payroll tax	14,1 %	14,1 %

Note 12 - Long-term liabilities and collateral

Parent and Group

Haugen-Gruppen Nordic AS entered on 22.9.2017 into a loan facility agreement with Danske Bank. By June 2020, the Term Loan and Revolving Credit facilities were terminated with TNOK 99 000 as a final instalment. The Property loan was part of the de-merge at 12.12.20 bringing the Long-Term Debt to TNOK 0 at 31.12.20.

The facility includes the following:

Loan type 31.12.20	Facility 31.12.2020	Maturity date	Annually instalment
Multi Option Credit Facility Line (see note 9 InHouse bank cashpool)	45 000	current credit	0

The Multi Credit Facility of MNOK 45 terminated 08.01.2021.

Book value of assets pledged as collateral

Pledged assets	31.12.2020	Collateral value 31.12.20	31.12.2019	Collateral value 31.12.2019
Inventory - Haugen-Gruppen AS	136 119	100 000	139 023	550 000
Fixed assets - Haugen-Gruppen AS and Haugen-Gruppen Nordic AS	9 191	100 000	9 599	550 000
Accounts receivable - Haugen-Gruppen AS and Haugen-Gruppen Nordic AS	36 825	100 000	56 658	550 000
Property Delitoppen 5 and 7 - Haugen-Gruppen Scandinavia AS	(*)	(*)	122 562	450 000

(*) The property is de-merged and are no longer a part of the collateral in the group

According to the provisions of the Multi Credit Facility with Danske Bank AS, the group cannot create any additional pledges in assets unless the lender gives its consent (negative pledge).

Haugen-Gruppen Nordic AS (parent) is jointly responsible for 1916 Invest AS obligations regarding loans to Danske Bank. The liability is limited to MNOK 148.



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Note 13 - Guarantee

Group

Danske Bank AS has given a guarantee facility to the group of TNOK 8 000. Haugen-Gruppen Nordic AS, Haugen-Gruppen AS, Haugen-Gruppen AB and Haugen-Gruppen AS Denmark are jointly responsible for the guarantee liabilities. At 31.12.2020 the company has utilized TNOK 1 743 of the facility.

Note 14 - Related parties

Transactions with related parties are conducted on normal commercial terms in accordance with pre-defined contracts. Intercompany balances at 31.12.2020 are specified separately in the balance sheet. Please refer to note 5 - Financial income and expenses for a specification of interest income and expenses related to the group's cash pool. A group contribution from Haugen-Gruppen AS has been recognised as financial income in the profit and loss for 2020 together with dividends from Haugen-Gruppen AS Denmark.

Overview of transactions with parent companies and related parties in the group balance 2020:

Receivables parent companies/related parties	54 659
Loan interests to parent companies (*)	4 631
Loan to parent companies (*)	50 000

(*) The company has issued loans to Norx AS and Nes Capital AS of TNOK 25 000 each, with a maturity date in 2022.

The company's transactions with related parties in the parent company:

<u>Sale of services</u>	<u>2020</u>	<u>2019</u>
<u>Sale of services</u>		
IT-services provided to subsidiaries	18 010	15 884
Service fee to Haugen-Gruppen AS	616	0
<u>Purchase of services</u>	<u>2020</u>	<u>2019</u>
<u>Purchase of services:</u>		
Management fee from Haugen-Gruppen Scandinavia AS	0	4 451
Accounting services from Haugen-Gruppen AS	1 617	948
Management/Supply fee from Haugen-Gruppen AS Denmark	3 424	458

Remuneration to executive management is disclosed in note 4.

All transactions between companies in the group are conducted according to arm's length principles.



Haugen-Gruppen Nordic AS
Notes to the annual accounts for 2020

Note 15 - Tax

Parent

Tax payable:	2020	2019
Profit/loss before tax	41 193	59 815
Group contribution from subsidiaries	50 000	17 234
Received group contribution with tax effect	-50 000	-17 234
Permanent differences	-6 708	-53 921
Change in temporary differences	4 279	90
Taxable income (basis for tax payable)	38 764	5 984
Tax 22%	8 528	1 316
Tax payable on profit (loss) for the year	8 528	1 316
<i>Reconciliation of the tax expense:</i>	2020	2019
Tax payable on profit (loss) for the year	8 528	1 316
Change in deferred tax based on original tax rate	-941	-19
Tax expense	7 587	1 297
<i>Tax payable in the balance sheet at 31.12:</i>		
Tax payable on profit (loss) for the year	8 528	1 316
Tax effect of group contributions	0	0
Payable tax in the balance sheet	8 528	1 316
<i>Deferred tax/deferred tax assets (temporary differences that can be offset):</i>		
	2020	2019
Fixed assets	-552	-640
Current assets	0	0
Liabilities	-9 824	-1 348
Basis for deferred tax	-10 376	-1 988
Deferred tax/deferred tax asset (-) (22%)	-2 283	-438
Deferred tax/deferred tax asset (-) on hedging recognised directly in equity	-872	-297



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Group

Tax payable:	2020	2019
Profit/loss before tax	110 783	26 893
Permanent differences	5 493	-48 524
Eliminations/adjustments in group without tax effect	-19 070	55 150
Changes in temporary differences	8 496	10 816
Taxable income (basis for tax payable)	105 702	44 335
Tax – (nominal tax rate 22%) in Norway	17 988	6 407
Tax – (nominal tax rate 20% - 22%) outside of Norway	5 170	3 275
Tax payable on profit (loss) for the year	23 158	9 682
<i>Reconciliation of the tax expense:</i>	2020	2019
Tax payable on profit (loss) for the year	23 158	9 682
Correction last year	356	-70
Change in deferred tax	-250	-4 745
Tax expense	23 264	4 867
<i>Tax payable in the balance sheet at 31.12:</i>		
Tax payable on profit (loss) for the year	23 039	9 685
Tax payable prepaid in Sweden and Finland	-9 002	-3 551
Tax payable for previous years	0	21
Payable tax in the balance sheet	14 037	6 155
<i>Deferred tax/deferred tax assets (temporary differences that can be offset):</i>		
	2020	2019
Fixed assets *)	10 076	70 706
Current assets	0	-2 663
Liabilities	0	-9 166
Tax losses carried forward	-2 003	0
Basis for deferred tax	8 073	58 877
Deferred tax/deferred tax asset (-) in Norway (nominal tax rate 22%)	0	12 953
Deferred tax/deferred tax asset (-) outside of Norway (nominal tax rate 20% - 22%)	1 663	0
Total deferred tax/deferred tax assets (-)	1 663	12 953
Deferred tax/deferred tax asset (-) on hedging recognised directly in equity	0	-297

*) Fixed assets 2019 includes property with net value TNOK 72 369 = TNOK 15 921 deferred tax. This is part of the de-merge carried out in 2020. Thus the value in 2020=TNOK 0



Haugen-Gruppen Nordic AS Notes to the annual accounts for 2020

Deferred tax/deferred tax asset (temporary differences that cannot be offset):

	2020	2019
Fixed assets	-2 414	11 171
Current assets	-4 648	-2 251
Liabilities	-21 129	0
Tax losses carry forward	0	-15 205
	<hr/>	<hr/>
Basis for deferred tax asset (-)	-28 191	-6 285
	<hr/>	<hr/>
Deferred tax/deferred tax asset (-) in Norway (nominal tax rate 22%)	-5 552	0
Deferred tax/deferred tax asset (-) outside of Norway (nominal tax rate 20% - 22%)	-650	-1 364
	<hr/>	<hr/>
Total deferred tax/deferred tax assets (-)	-6 202	-1 364
	<hr/>	<hr/>
Deferred tax/deferred tax asset (-) on hedging recognised directly in equity	-872	0
	<hr/>	<hr/>

Note 16 - Events after the balance sheet day

After closing date of the annual accounts the world wide pandemic COVID-19 still exists. The situation still creates financial turmoil internationally. The Group operates in the food industry which is a vital part of keeping the society running. However, changes in product categories and road to market might change but the Group believe these changes will continue to balance each other out. Currently there is substantial growth in retail market and a decline in Foodservice.

The Group is exposed to changes in the development in Foreign Exchange rates which puts pressure on margins as well as a need to implement price increases. The pandemic has resulted in a weaker NOK during 2020 while the markets in Finland, Sweden and Denmark have had less such impact.

There has been some recovery of NOK in the beginning of 2020, but is still volatile.

The Group imports its products internationally and see an increased risk linked to sourcing if factories closing for a longer period of time.

A majority of the receivables are on various off-balance factoring solutions in the Nordics and the risk of bad debts is considered low however an increase in bad debts can not be excluded due to COVID-19.

**Haugen-Gruppen Nordic AS**
Financial statement and group accounts at 31.12.2020**Statement of cash flow**
(figures in TNOK)

<i>Parent</i>			<i>Group</i>	
2019	2020		2020	2019
		Cash flows from operating activities		
59 815	41 193	Profit (loss) before tax	110 783	26 893
-3 000	1 316	Taxes paid	-17 058	-10 549
0	0	Losses/(gains) on disposal of fixed assets	0	0
1 929	1 770	Depreciation	15 605	15 669
149	0	Write-down fixed assets	154	149
0	0	Change in inventory	-20 111	-2 717
373	0	Change in accounts receivable	24 897	101 601
2 606	477	Change in accounts payable	69 198	-33 112
0	2 066	Change in pension funds / obligations	4 206	-906
0	0	Effect of exchange rate changes	11 311	-3 391
0	-10 551	Items classified as investment / finance activities (*)	-19 714	0
42 542	120 963	Change in other accruals	-1 834	17 044
104 413	157 234	Net cash flow from operating activities	177 438	110 682
		Cash flows from investing activities		
0	0	Proceeds from sale of tangible assets	0	0
-2 539	-1 841	Purchase of tangible assets	-5 260	-6 107
0	0	Proceeds from sale of enterprise	0	0
0	0	Purchase of shares	0	0
0	0	Purchase of enterprise	0	0
0	0	Proceeds from other investments	0	0
-2 539	-1 841	Net cash flow from investing activities	-5 260	-6 107
		Cash flows from financial activities		
0	0	Proceeds from issuance of long term debt	0	0
0	0	Proceeds from issuance of short term debt	0	0
-88 000	-99 000	Repayment of long term debt	-99 000	-88 000
0	0	Repayment of short term debt	0	0
0	0	Net change in bank overdraft	0	0
0	0	Proceeds from equity	0	0
-7 000	-20 000	Payment of dividends	-20 000	-7 000
0	0	Proceeds of shareholder contribution	0	0
7 486	17 234	Proceeds/payment of group contribution	0	0
-87 514	-101 766	Net cash flow from financial activities	-119 000	-95 000
14 360	53 627	Net change in cash and cash equivalents	53 177	9 574
8 710	23 071	Cash and cash equivalents at beginning of period	27 170	17 595
23 071	76 698	Cash and cash equivalents at end of period	80 347	27 170

(*) Merge and de-merge effects see notes 10



To the General Meeting of Haugen-Gruppen Nordic AS

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Haugen-Gruppen Nordic AS, which comprise:

- The financial statements of the parent company Haugen-Gruppen Nordic AS (the Company), which comprise the balance sheet as at 31 December 2020, the income statement and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- The consolidated financial statements of Haugen-Gruppen Nordic AS and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2020, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion:

- The financial statements are prepared in accordance with the law and regulations.
- The accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.
- The accompanying consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company and the Group as required by laws and regulations, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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Other information

Management is responsible for the other information. The other information comprises information in the annual report, except the financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors (Management) are responsible for the preparation in accordance with law and regulations, including a true and fair view of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's and the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

Auditor's Responsibilities for the Audit of the Financial Statements

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

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to <https://revisorforeningen.no/revisjonsberetninger>

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Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors' report concerning the financial statements, the going concern assumption and the proposed allocation of the result is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the Company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Oslo, 24 March 2021
PricewaterhouseCoopers AS

Vidar Lorentzen
State Authorised Public Accountant

(This document is signed electronically)

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 Securely signed with Brevio

Revisjonsberetning

Signers:

Name	Method	Date
Lorentzen, Vidar	BANKID_MOBILE	2021-04-22 08:52

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