

Årsredovisning för
WFG Sweden AB
559025-8017

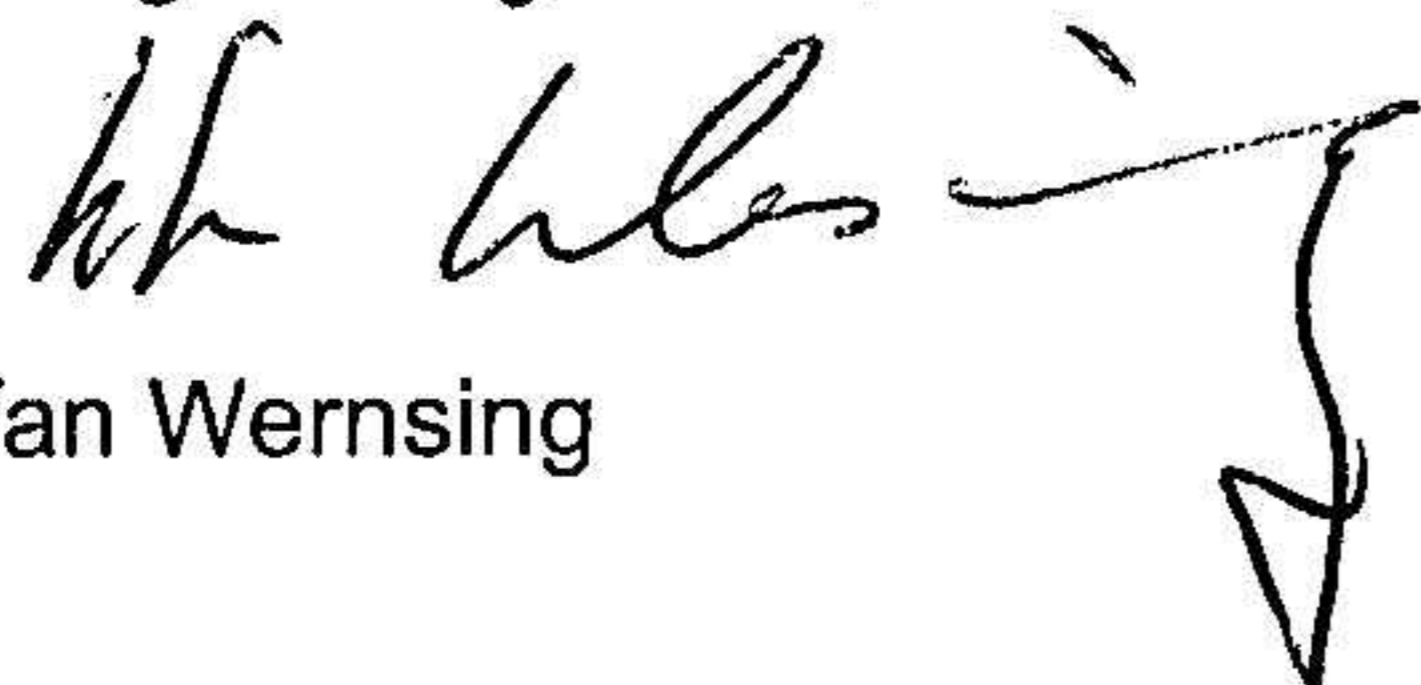
Räkenskapsåret
2023-01-01 - 2023-12-31

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Fastställelseintyg

Undertecknad styrelseledamot i WFG Sweden AB intygar härmed dels att denna kopia av årsredovisningen överensstämmer med originalet, dels att resultat- och balansräkningen fastställts på årsstämma 2024-06-28. Stämman beslutade också att godkänna styrelsens förslag till resultatdisposition.

Varberg 2024-07-05



Stefan Wernsing

Förvaltningsberättelse

Styrelsen och verkställande direktören för WFG Sweden AB, 559025-8017, med säte i Ödeshög, får härmed avge årsredovisning för räkenskapsåret 2023-01-01 - 2023-12-31.

Allmänt om verksamheten

Företaget är ett holdingföretag vars dotterföretag verkar inom livsmedelsbranschen.

Utveckling av företagets verksamhet, resultat och ställning

	2023-12-31	2022-12-31	2021-12-31	2020-12-31	Belopp i Tkr 2019-12-31
Nettoomsättning	8 447	11 802	7 830	7 252	5 367
Resultat efter finansiella poster	3 902	-84 503	-102	1 591	-1 753
Balansomslutning	478 796	272 427	313 963	262 450	207 049
Antal anställda	3	4	4	4	4
Soliditet %	66,6	44,5	42,8	50,3	38

Väsentliga händelser under räkenskapsåret

Företaget har under året förvärvat samtliga aktier i 3 N Produkter AB, 556312-6316.

Väsentliga risker och osäkerhetsfaktorer

Företaget har lån i utländsk valuta vilket innebär att svängningar i valutakurser mot den svenska kronan tillhör de mest väsentliga riskerna, tillsammans med den hårda konkurrens som finns inom dotterbolagens bransch.

Företaget ingår i en koncern med finansiellt starka ägare som kan stötta vid behov.

Eget kapital

	Aktie- kapital	Balanserad vinst	Årets vinst
Vid årets början	1 000	199 100	-78 853
Omföring av föreg års vinst		-78 853	78 853
Erhållna aktieägartillskott		194 233	
Årets resultat			3 452
Vid årets slut	1 000	314 480	3 452

Villkorade, ännu ej återbetalda, aktieägartillskott uppgår per balansdagen till 402 232 500 SEK (208 000 000 SEK).

Förslag till disposition av företagets vinst eller förlust

Styrelsen föreslår att fritt eget kapital disponeras enligt följande:

	<i>Belopp i Tkr</i>
Balanserat resultat	314 480
Årets resultat	3 451
	317 931
Balanseras i ny räkning	317 931
Summa	317 931

Vad beträffar resultat och ställning i övrigt hänvisas till efterföljande resultat- och balansräkning med tillhörande noter

2024073005957

Resultaträkning

<i>Belopp i Tkr</i>	<i>Not</i>	<i>2023-01-01- 2023-12-31</i>	<i>2022-01-01- 2022-12-31</i>
Nettoomsättning		8 447	11 802
		<u>8 447</u>	<u>11 802</u>
Rörelsens kostnader			
Övriga externa kostnader	3	-1 565	-4 232
Personalkostnader	4	-8 387	-7 427
Rörelseresultat	5	<u>-1 505</u>	<u>143</u>
Resultat från finansiella poster			
Nedskrivning av finansiella anläggningstillgångar	6	-	-68 263
Ränteintäkter och liknande resultatposter	7	12 666	815
Räntekostnader och liknande resultatposter	8	-7 259	-17 198
Resultat efter finansiella poster		<u>3 902</u>	<u>-84 503</u>
Bokslutsdispositioner	9	-450	5 650
Resultat före skatt		<u>3 452</u>	<u>-78 853</u>
Skatt på årets resultat	10	-	-
Årets resultat		<u>3 452</u>	<u>-78 853</u>

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Balansräkning

<i>Belopp i Tkr</i>	<i>Not</i>	<i>2023-12-31</i>	<i>2022-12-31</i>
TILLGÅNGAR			
Anläggningstillgångar			
Finansiella anläggningstillgångar			
Andelar i koncernföretag	11	305 012	104 802
Fordringar hos koncernföretag	12	172 557	165 554
		<u>477 569</u>	<u>270 356</u>
Summa anläggningstillgångar		<u>477 569</u>	<u>270 356</u>
Omsättningstillgångar			
Kortfristiga fordringar			
Fordringar hos koncernföretag		-	228
Aktuell skattefordran		346	324
Övriga fordringar		-	340
Förutbetalda kostnader och upplupna intäkter	13	59	68
		<u>405</u>	<u>960</u>
Kassa och bank		822	1 111
Summa omsättningstillgångar		<u>1 227</u>	<u>2 071</u>
SUMMA TILLGÅNGAR		<u>478 796</u>	<u>272 427</u>

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Balansräkning

<i>Belopp i Tkr</i>	<i>Not</i>	<i>2023-12-31</i>	<i>2022-12-31</i>
EGET KAPITAL OCH SKULDER			
<i>Eget kapital</i>	14		
<i>Bundet eget kapital</i>			
Aktiekapital		1 000	1 000
		<u>1 000</u>	<u>1 000</u>
<i>Fritt eget kapital</i>			
Balanserad vinst eller förlust		314 480	199 100
Årets resultat		3 452	-78 853
		<u>317 932</u>	<u>120 247</u>
Summa eget kapital		<u>318 932</u>	<u>121 247</u>
<i>Långfristiga skulder</i>	15		
Skulder till koncernföretag		155 127	145 155
		<u>155 127</u>	<u>145 155</u>
<i>Kortfristiga skulder</i>			
Leverantörsskulder		881	3 419
Övriga kortfristiga skulder		975	965
Upplupna kostnader och förutbetalda intäkter	16	2 881	1 641
		<u>4 737</u>	<u>6 025</u>
SUMMA EGET KAPITAL OCH SKULDER		<u>478 796</u>	<u>272 427</u>

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Noter

Not 1 Redovisningsprinciper

Belopp i Tkr om inget annat anges

Allmänna redovisningsprinciper

Årsredovisningen har upprättats i enlighet med årsredovisningslagen och Bokföringsnämndens allmänna råd BFNAR 2012:1 Årsredovisning och koncernredovisning (K3).

Värderingsprinciper m m

Tillgångar, avsättningar och skulder har värderats utifrån anskaffningsvärden om inget annat anges nedan.

Utländsk valuta

Monetära poster i utländsk valuta räknas om till balansdagens kurs. Icke-monetära poster räknas inte om utan redovisas till kursen vid anskaffningstillfället.

Valutakursdifferenser redovisas i rörelseresultatet eller som finansiell post utifrån den underliggande affärshändelsen i den period de uppstår.

Finansiella tillgångar och skulder

Finansiella instrument värderas utifrån anskaffningsvärde.

Samtliga finansiella tillgångar och skulder värderas och redovisas i enlighet med reglerna i kapitel 11 Finansiella instrument värderade utifrån anskaffningsvärdet i BFNAR 2012:1. Finansiella instrument i balansräkningen inkluderar kundfordringar och övriga fordringar, låneskulder och leverantörsskulder. Instrumenten redovisas i balansräkningen när bolaget blir part i instrumentets avtalsmässiga villkor.

Kundfordringar och övriga fordringar

Fordringar som redovisas som omsättningstillgång med undantag för poster med förfallodag mer än 12 månader efter balansdagen, vilka klassificeras som anläggningstillgångar. Fordringar tas upp till det belopp som förväntas bli inbetalt efter avdrag för individuellt bedömda osäkra fordringar.

Låneskulder och leverantörsskulder

Låneskulder och leverantörsskulder redovisas initialt till anskaffningsvärde efter avdrag för transaktionskostnader. Skiljer sig det redovisade beloppet från det belopp som skall återbetalas vid förfallotidpunkten periodiseras mellanskillnaden som räntekostnad över lånets löptid med hjälp av instrumentets effektivränta. Härigenom överensstämmer vid förfallotidpunkten det redovisade beloppet och det belopp som skall återbetalas.

Andelar i dotterföretag, intresseföretag, gemensamt styrda företag och företag med ägarintresse i

Andelar i dotterföretag, intresseföretag, gemensamt styrda företag och företag det finns ägarintresse i redovisas till anskaffningsvärde minskat med ackumulerade nedskrivningar. I anskaffningsvärdet ingår förutom inköpspriset även utgifter som är direkt hänförliga till förvärvet.

Ersättningar till anställda

Ersättningar till anställda avser alla former av ersättningar som företaget lämnar till de anställda. Kortfristiga ersättningar utgörs av bland annat löner, betald semester, betald frånvaro, bonus och ersättning efter avslutad anställning (pension). Kortfristiga ersättningar redovisas som kostnad och en skuld då det finns en legal eller informell förpliktelse att betala ut en ersättning till följd av en tidigare händelse och en tillförlitlig uppskattning av beloppet kan göras.

I företaget finns endast avgiftsbestämda pensionsplaner. Som avgiftsbestämda planer klassificeras planer där fastställda avgifter betalas och det inte finns förpliktelser att betala något ytterligare, utöver dessa avgifter.

Utgifter för avgiftsbestämda planer redovisas som en kostnad under den period de anställda utför de tjänster som ligger till grund för förpliktelsen.

Skatt

Aktuell skatt avser inkomstskatt för innevarande räkenskapsår. Aktuell skatt beräknas utifrån den skattesats som gäller per balansdagen.

Intäkter

Det inflöde av ekonomiska fördelar som företaget erhållit eller kommer att erhålla för egen räkning redovisas som intäkt. Intäkter värderas till verkliga värdet av det som erhållits eller kommer att erhållas, med avdrag för rabatter.

Not 2 Uppskattningar och bedömningar

Upprättandet av bokslut och tillämpning av redovisningsprinciper baseras ofta på ledningens bedömningar, uppskattningar och antaganden som anses vara rimliga vid den tidpunkt då bedömningen görs. Uppskattningar och bedömningar är baserade på historiska erfarenheter och ett antal andra faktorer som under rådande omständigheter anses vara rimliga. Resultatet av dessa används för att bedöma de redovisade värdena på tillgångar och skulder, som inte annars framgår tydligt från andra källor. Det verkliga utfallet kan avvika från dessa uppskattningar och bedömningar. Uppskattningar och antaganden ses över regelbundet.

Not 3 Arvode och kostnadsersättning till revisorer

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
MOORE KLN AB		
Revisionsuppdrag	<u>227</u>	<u>121</u>
	227	121

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Not 4 Anställda och personalkostnader

Medelantalet anställda

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Män	3	4
Totalt	3	4

Löner och andra ersättningar fördelade

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Övriga anställda	4 498	4 920
	4 498	4 920

Sociala kostnader

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Pensionskostnader för övriga anställda	744	711
Övriga sociala kostnader	1 607	1 796
Summa	2 351	2 507

Redovisning av könsfördelning i företagsledning

	2023-12-31	2022-12-31
<i>Andel män</i>		
Styrelsen	100 %	100 %
Övriga ledande befattningshavare	100 %	100 %

Not 5 Inköp och försäljning mellan koncernföretag

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Andel av årets totala inköp som skett från andra företag i koncernen	0 %	0 %
Andel av årets totala försäljningar som skett till andra företag i koncernen	100 %	100 %

Not 6 Nedskrivning av finansiella anläggningstillgångar

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Nedskrivningar		-68 263
Summa		-68 263

Not 7 Ränteintäkter och liknande resultatposter

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Ränteintäkter, koncernföretag	7 198	815
Ränteintäkter, övriga	0	
Orealiserade värdeförändringar skulder	5 454	
Övrigt	14	
Summa	12 666	815

Not 8 Räntekostnader och liknande resultatposter

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Räntekostnader, koncernföretag	7 092	981
Räntekostnader, övriga	0	11
Orealiserade värdeförändringar skulder		16 016
Övrigt	167	190
Summa	7 259	17 198

Not 9 Bokslutsdispositioner

	2023-01-01- 2023-12-31	2022-01-01- 2022-12-31
Mottagna koncernbidrag	12 050	5 650
Lämnade koncernbidrag	-12 500	
Summa	-450	5 650

Not 10 Skatt på årets resultat

Avstämning av effektiv skatt

	2023-01-01- 2023-12-31		2022-01-01- 2022-12-31	
	Procent	Belopp	Procent	Belopp
Resultat före skatt		3 452		-78 853
Skatt enligt gällande skattesats	20,6	-711	20,6	16 244
Ej avdragsgilla kostnader		-		-14 064
Ej skattepliktiga intäkter		-		
Ökning av underskottsavdrag utan motsvarande aktivering av uppskjuten skatt				-2 180
Utnyttjande av tidigare ej aktiverade underskottsavdrag		711		
Redovisad effektiv skatt	0,0	-	0,0	-

Outnyttjat underskott uppgår till 16 710 742 kr.

Not 11 Andelar i koncernföretag

	2023-12-31	2022-12-31
Akkumulerade anskaffningsvärden:		
-Vid årets början	173 065	150 065
-Förvärv	200 210	
-Omklassificeringar		23 000
Vid årets slut	373 275	173 065
Akkumulerade nedskrivningar		
-Vid årets början	-68 263	-
-Nedskrivningar		-68 263
Vid årets slut	-68 263	-68 263
Redovisat värde vid årets slut	305 012	104 802

Specifikation av moderföretagets innehav av aktier och andelar i koncernföretag

Dotterföretag	Antal andelar	Kapital / röstandel i %	Redovisat värde 2023	Redovisat värde 2022
3 N Produkter AB	5 000	100 %	200 210	-
CNTB Fastigheter AB	1 500	100 %	7 948	7 948
GG Handel AB	100 000	100 %	30 518	30 518
Varbergsköket AB	6 000	100 %	22 037	22 037
Vätternpotatis AB	10 000	100 %	43 339	43 339
Wernsing Food Solutions AB	6 000	100 %	960	960
			305 012	104 802

Not 12 Fordringar hos koncernföretag

	2023-12-31	2022-12-31
Akkumulerade anskaffningsvärden:		
-Vid årets början	165 554	151 486
-Tillkommande fordringar	29 903	45 818
-Reglerade fordringar	-22 900	-8 750
-Omklassificeringar		-23 000
Redovisat värde vid årets slut	172 557	165 554

Not 13 Förutbetalda kostnader och upplupna intäkter

	2023-12-31	2022-12-31
Upplupna intäkter	-	-
Övriga poster	59	68
	59	68

Not 14 Disposition av vinst eller förlust

Styrelsen föreslår att fritt eget kapital, kronor 317 931 446, disponeras enligt följande:

	2023-12-31
Balanserat resultat	314 480
Årets resultat	3 451
	317 931
Balanseras i ny räkning	317 931
	317 931

Not 15 Långfristiga skulder

	2023-12-31	2022-12-31
Skulder som förfaller senare än fem år från balansdagen		
Skulder till koncernföretag	155 127	145 155

Not 16 Upplupna kostnader och förutbetalda intäkter

	2023-12-31	2022-12-31
Upplupna personalrelaterade kostnader	2 080	1 118
Upplupna sociala avgifter	751	474
Övriga poster	50	49
	2 881	1 641

Not 17 Koncernuppgifter

Företaget är moderbolag, men med stöd av ÅRL 7 kap. 2 § upprättas inte någon koncernredovisning.

Övergripande koncernredovisning upprättas av Wernsing Food Family GmbH & Co. KG, registreringsnummer HRA 150156 med säte i Addrup-Essen, Tyskland. Koncernredovisning i den minsta koncernen upprättas av Wernsing Scandinavia Aps, CVR-nummer 30507029 med säte i Skovlund, Danmark.

Not 18 Nyckeltalsdefinitioner

Nettoomsättning

Rörelsens huvudintäkter, fakturerade kostnader, sidointäkter samt intäktskorrigeringar.

Resultat efter finansiella poster

Resultat efter finansiella intäkter och kostnader men före bokslutsdispositioner och skatter.

Balansomslutning

Företagets samlade tillgångar.

Soliditet

Justerat eget kapital (eget kapital och obeskattade reserver med avdrag för uppskjuten skatt) i procent av balansomslutning.

Varberg 2024-06-28

Stefan Wernsing
Styrelseordförande



Martinus Zwinkels

Martin Kuper

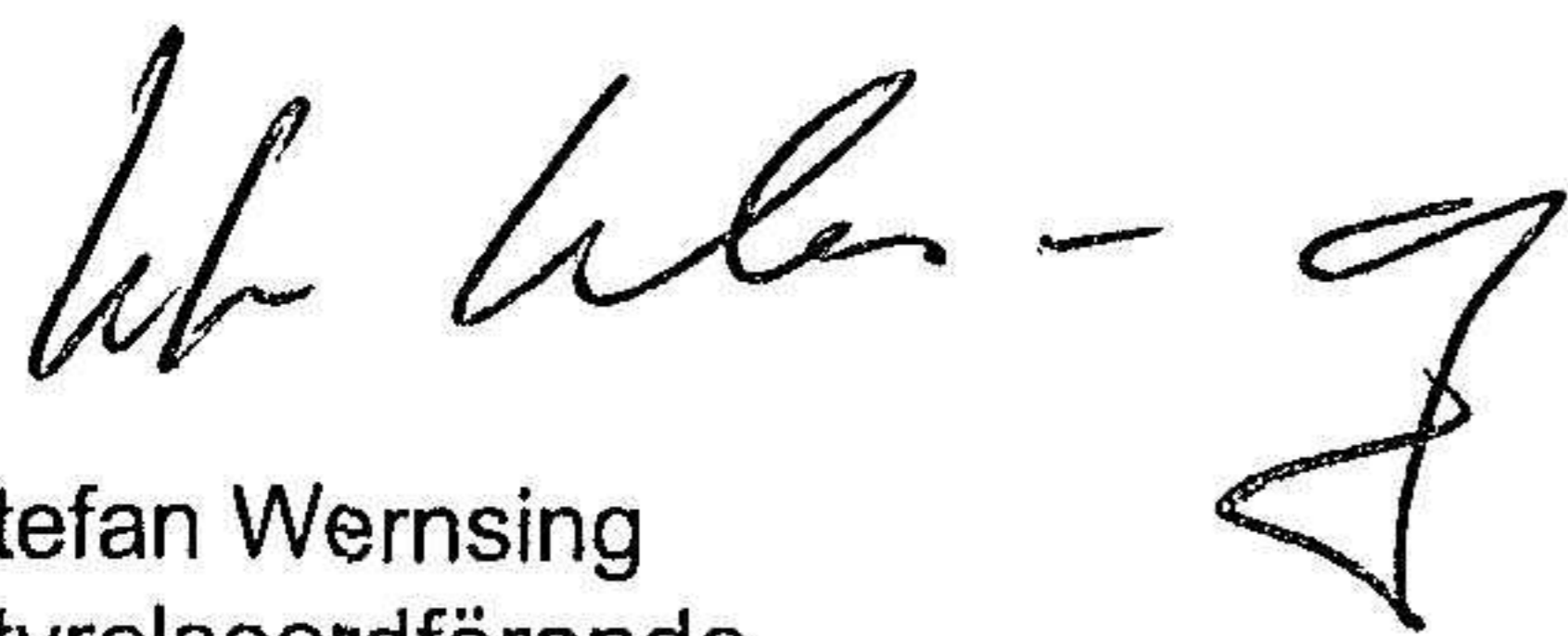
Vår revisionsberättelse har lämnats 2024-

MOORE KLN AB

Johan Erickson
Auktoriserad revisor

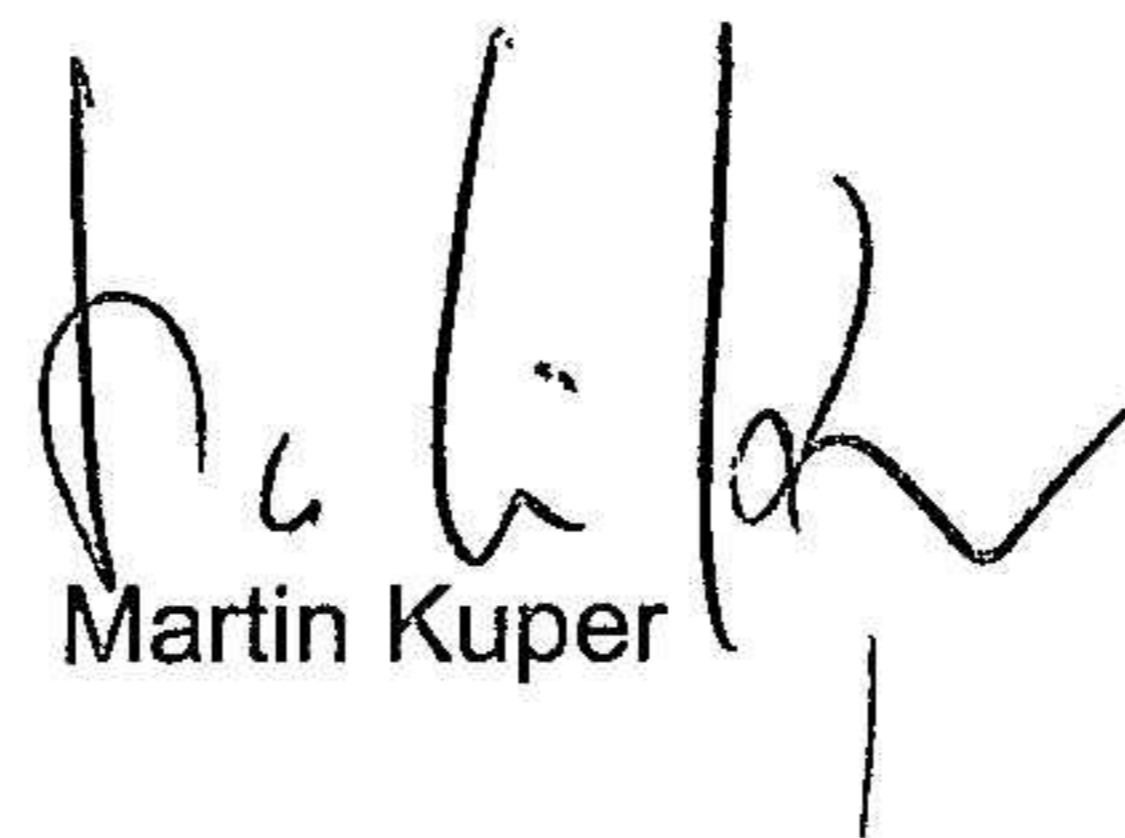
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Varberg 2024-06-28



Stefan Wernsing
Styrelseordförande

Martinus Zwinkels



Martin Kuper

Månrevisionsberättelse har lämnats 2024-06-28



Johan Erickson
Auktoriserad revisor

2024073005968

REVISIONSBERÄTTELSE

Till bolagsstämman i WFG Sweden AB
Org.nr. 559025-8017

Rapport om årsredovisningen

Uttalanden

Jag har utfört en revision av årsredovisningen för WFG Sweden AB för år 2023.

Enligt min uppfattning har årsredovisningen upprättats i enlighet med årsredovisningslagen och ger en i alla väsentliga avseenden rättvisande bild av WFG Sweden ABs finansiella ställning per den 31 december 2023 och av dess finansiella resultat för året enligt årsredovisningslagen. Förvaltningsberättelsen är förenlig med årsredovisningens övriga delar.

Jag tillstyrker därför att bolagsstämman fastställer resultaträkningen och balansräkningen.

Grund för uttalanden

Jag har utfört revisionen enligt International Standards on Auditing (ISA) och god revisionssed i Sverige. Mitt ansvar enligt dessa standarder beskrivs närmare i avsnittet "Revisorns ansvar". Jag är oberoende i förhållande till WFG Sweden AB enligt god revisorssed i Sverige och har i övrigt fullgjort mitt yrkesetiska ansvar enligt dessa krav.

Jag anser att de revisionsbevis jag har inhämtat är tillräckliga och ändamålsenliga som grund för mina uttalanden.

Styrelsens och verkställande direktörens ansvar

Det är styrelsen och verkställande direktören som har ansvaret för att årsredovisningen upprättas och att den ger en rättvisande bild enligt årsredovisningslagen. Styrelsen och verkställande direktören ansvarar även för den interna kontroll som de bedömer är nödvändig för att upprätta en årsredovisning som inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag.

Vid upprättandet av årsredovisningen ansvarar styrelsen och verkställande direktören för bedömningen av bolagets förmåga att fortsätta verksamheten. De upplyser, när så är tillämpligt, om förhållanden som kan påverka förmågan att fortsätta verksamheten och att använda antagandet om fortsatt drift. Antagandet om fortsatt drift tillämpas dock inte om styrelsen och verkställande direktören avser att likvidera bolaget, upphöra med verksamheten eller inte har något realistiskt alternativ till att göra något av detta.

Revisorns ansvar

Mina mål är att uppnå en rimlig grad av säkerhet om huruvida årsredovisningen som helhet inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag, och att lämna en revisionsberättelse som innehåller mina uttalanden. Rimlig säkerhet är en hög grad av säkerhet, men är ingen garanti för att en revision som utförs enligt ISA och god revisionssed i Sverige alltid kommer att upptäcka en väsentlig felaktighet om en sådan finns. Felaktigheter kan uppstå på grund av oegentligheter eller misstag och anses vara väsentliga om de enskilt eller tillsammans rimligen kan förväntas påverka de ekonomiska beslut som användare fattar med grund i årsredovisningen.

Som del av en revision enligt ISA använder jag professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Dessutom:

- identifierar och bedömer jag riskerna för väsentliga felaktigheter i årsredovisningen, vare sig dessa beror på oegentligheter eller misstag, utformar och utför granskningsåtgärder bland annat utifrån dessa risker och inhämtar revisionsbevis som är tillräckliga och

ändamålsenliga för att utgöra en grund för mina uttalanden. Risken för att inte upptäcka en väsentlig felaktighet till följd av oegentligheter är högre än för en väsentlig felaktighet som beror på misstag, eftersom oegentligheter kan innefatta agerande i maskopi, förfalskning, avsiktliga utelämnanden, felaktig information eller åsidosättande av intern kontroll.

- skaffar jag mig en förståelse av den del av bolagets interna kontroll som har betydelse för min revision för att utforma granskningsåtgärder som är lämpliga med hänsyn till omständigheterna, men inte för att uttala mig om effektiviteten i den interna kontrollen.
 - utvärderar jag lämpligheten i de redovisningsprinciper som används och rimligheten i styrelsens och verkställande direktörens uppskattningar i redovisningen och tillhörande upplysningar.
 - drar jag en slutsats om lämpligheten i att styrelsen och verkställande direktören använder antagandet om fortsatt drift vid upprättandet av årsredovisningen. Jag drar också en slutsats, med grund i de inhämtade revisionsbevisen, om huruvida det finns någon väsentlig osäkerhetsfaktor som avser sådana händelser eller förhållanden som kan leda till betydande tvivel om bolagets förmåga att fortsätta verksamheten. Om jag drar slutsatsen att det finns en väsentlig osäkerhetsfaktor, måste jag i revisionsberättelsen fästa uppmärksamheten på upplysningarna i årsredovisningen om den väsentliga osäkerhetsfaktorn eller, om sådana upplysningar är otillräckliga, modifiera uttalandet om årsredovisningen. Mina slutsatser baseras på de revisionsbevis som inhämtas fram till datumet för revisionsberättelsen. Dock kan framtida händelser eller förhållanden göra att ett bolag inte längre kan fortsätta verksamheten.
 - utvärderar jag den övergripande presentationen, strukturen och innehållet i årsredovisningen, däribland upplysningarna, och om årsredovisningen återger de underliggande transaktionerna och händelserna på ett sätt som ger en rättvisande bild.
- Jag måste informera styrelsen om bland annat revisionens planerade omfattning och inriktning samt tidpunkten för den. Jag måste också informera om betydelsefulla iakttagelser under revisionen, däribland de eventuella betydande brister i den interna kontrollen som jag identifierat.

Rapport om andra krav enligt lagar och andra författningar

Uttalanden

Utöver min revision av årsredovisningen har jag även utfört en revision av styrelsens och verkställande direktörens förvaltning för WFG Sweden AB för år 2023 samt av förslaget till dispositioner beträffande bolagets vinst eller förlust.

Jag tillstyrker att bolagsstämman disponerar vinsten enligt förslaget i förvaltningsberättelsen och beviljar styrelsens ledamöter och verkställande direktören ansvarsfrihet för räkenskapsåret.

Grund för uttalanden

Jag har utfört revisionen enligt god revisionssed i Sverige. Mitt ansvar enligt denna beskrivs närmare i avsnittet "Revisorns ansvar". Jag är oberoende i förhållande till WFG Sweden AB enligt god revisorssed i Sverige och har i övrigt fullgjort mitt yrkesetiska ansvar enligt dessa krav.

Jag anser att de revisionsbevis jag har inhämtat är tillräckliga och ändamålsenliga som grund för mina uttalanden.

Styrelsens och verkställande direktörens ansvar

Det är styrelsen som har ansvaret för förslaget till dispositioner beträffande bolagets vinst eller förlust. Vid förslag till utdelning innefattar detta bland annat en bedömning av om utdelningen är försvarlig med hänsyn till de krav som bolagets verksamhetsart, omfattning och risker ställer på storleken av bolagets egna kapital, konsolideringsbehov, likviditet och ställning i övrigt.

Styrelsen ansvarar för bolagets organisation och förvaltningen av bolagets angelägenheter. Detta innefattar bland annat att fortlöpande bedöma bolagets ekonomiska situation och att tillse att bolagets organisation är utformad så att bokföringen, medelsförvaltningen och bolagets ekonomiska angelägenheter i övrigt kontrolleras på ett betryggande sätt. Verkställande direktören ska sköta den löpande förvaltningen enligt styrelsens riktlinjer och anvisningar och bland annat vidta de åtgärder som är nödvändiga för att bolagets bokföring ska fullgöras i överensstämmelse med lag och för att medelsförvaltningen ska skötas på ett betryggande sätt.

Revisorns ansvar

Mitt mål beträffande revisionen av förvaltningen, och därmed mitt uttalande om ansvarsfrihet, är att inhämta revisionsbevis för att med en rimlig grad av säkerhet kunna bedöma om någon styrelseledamot eller verkställande direktören i något väsentligt avseende:

- företagit någon åtgärd eller gjort sig skyldig till någon försummelse som kan föranleda ersättningsskyldighet mot bolaget, eller
- på något annat sätt handlat i strid med aktiebolagslagen, årsredovisningslagen eller bolagsordningen.

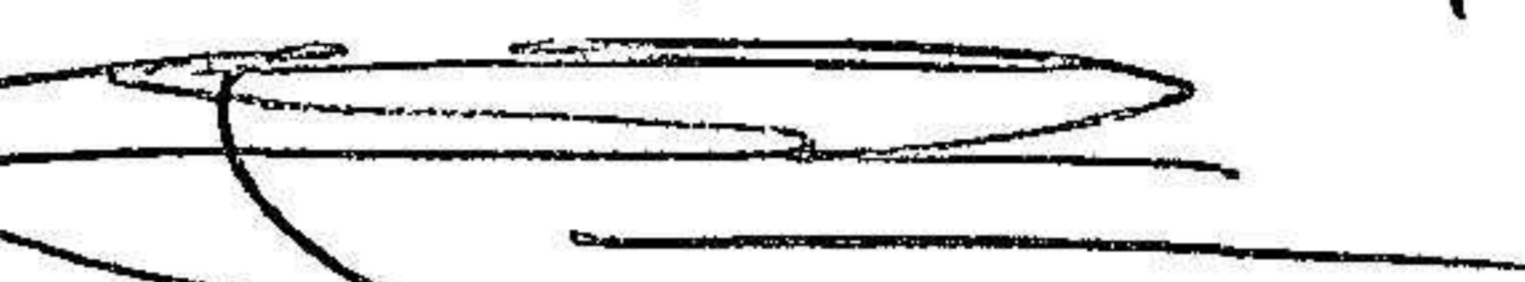
Mitt mål beträffande revisionen av förslaget till dispositioner av bolagets vinst eller förlust, och därmed mitt uttalande om detta, är att med rimlig grad av säkerhet bedöma om förslaget är förenligt med aktiebolagslagen.

Rimlig säkerhet är en hög grad av säkerhet, men ingen garanti för att en revision som utförs enligt god revisionssed i Sverige alltid kommer att upptäcka åtgärder eller försummelser som kan föranleda ersättningsskyldighet mot bolaget, eller att ett förslag till dispositioner av bolagets vinst eller förlust inte är förenligt med aktiebolagslagen.

Som en del av en revision enligt god revisionssed i Sverige använder jag professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Granskningen av förvaltningen och förslaget till dispositioner av bolagets vinst eller förlust grundar sig främst på revisionen av räkenskaperna. Vilka tillkommande granskningsåtgärder som utförs baseras på min professionella bedömning med utgångspunkt i risk och väsentlighet. Det innebär att jag fokuserar granskningen på sådana åtgärder,

områden och förhållanden som är väsentliga för verksamheten och där avsteg och överträdelser skulle ha särskild betydelse för bolagets situation. Jag går igenom och prövar fattade beslut, beslutsunderlag, vidtagna åtgärder och andra förhållanden som är relevanta för mitt uttalande om ansvarsfrihet. Som underlag för mitt uttalande om styrelsens förslag till dispositioner beträffande bolagets vinst eller förlust har jag granskat om förslaget är förenligt med aktiebolagslagen.

Göteborg den 28/6-2024



Johan Erickson

Auktoriserad revisor



Grant Thornton

2024073005971

Grant Thornton
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Wernsing Scandinavia ApS

Adelvej 9, Skovlund, 6823 Ansager

Company reg. no. 30 50 70 29

Annual report

1 January - 31 December 2023

The annual report was submitted and approved by the general meeting on the 12 July 2024

Martin Kuper
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Management's statement

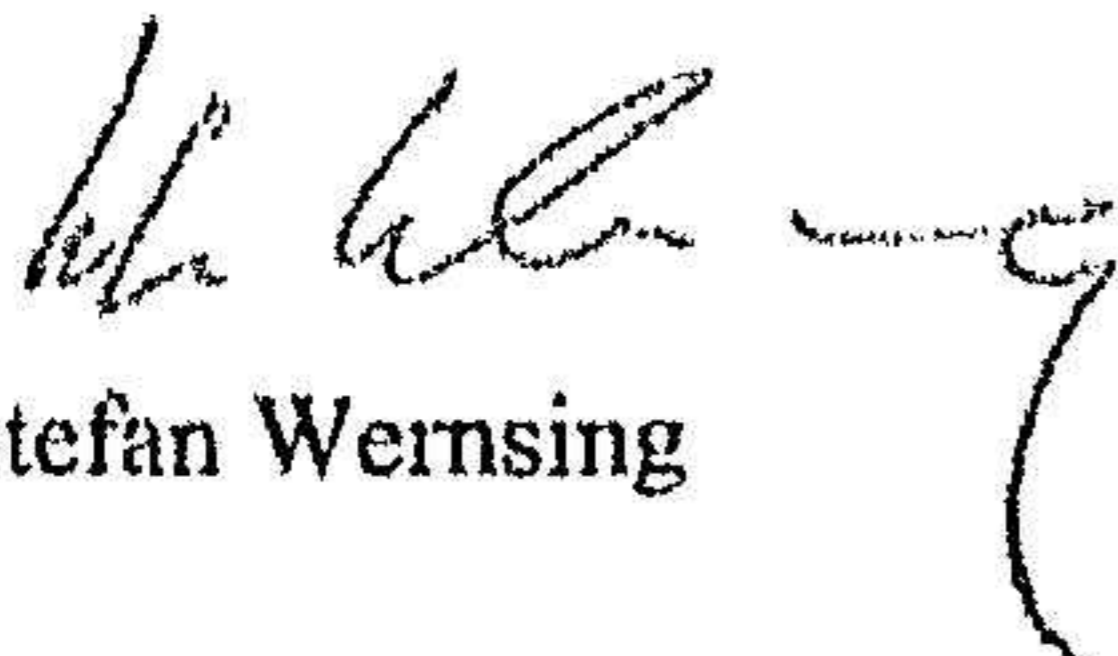
We have read and approved the specifications to the financial statements and the specifications to the tax return for the financial year 1 January - 31 December 2023.

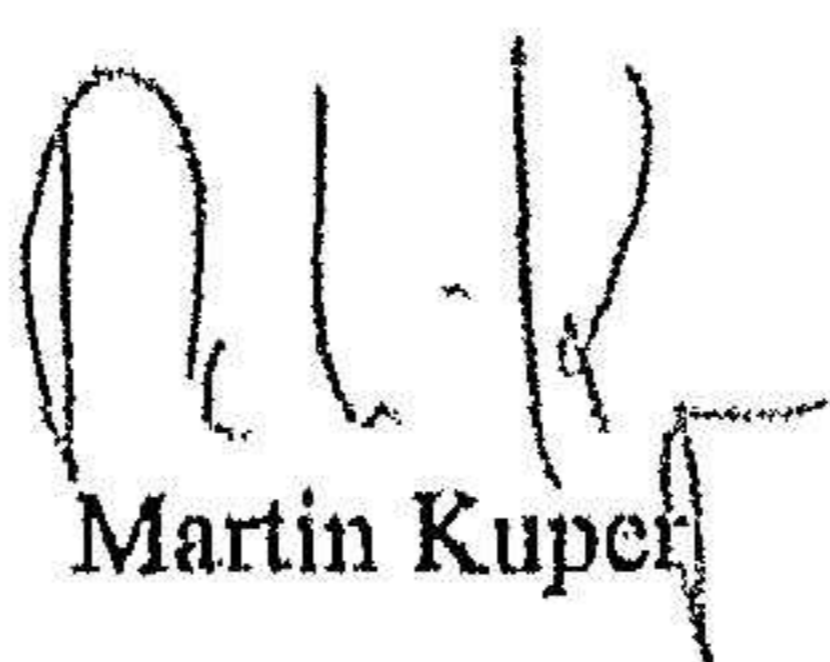
The specifications have been prepared and presented in accordance with the generally approved accounting standards and current tax legislation applicable in Denmark.

We hereby declare that, in our opinion, there are no further matters of material significance to the specifications to the financial statements or to the determination of taxable income beyond those disclosed in the specifications to the financial statements.

Ansager, 12 July 2024

Executive board


Stefan Wernsing


Martin Kuper


Martin Zwinkels

Independent auditor's report

To the Shareholders of Wernsing Scandinavia ApS

Opinion

We have audited the consolidated financial statements and the parent company financial statements of Wernsing Scandinavia ApS for the financial year 1 January to 31 December 2023, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes for both the Group the Parent Company, as well as consolidated statement of cash flows. The consolidated financial statements and the parent company financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2023, and of the results of the Group and the Company's operations as well as the consolidated cash flows for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Consolidated Financial Statements and the Parent Company Financial Statements

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

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

Independent auditor's report

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements

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

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and the parent company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the consolidated financial statements and the parent company financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements and the parent company financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

Independent auditor's report

- Evaluate the overall presentation, structure and contents of the consolidated financial statements and the parent company financial statements, including the disclosures, and whether the consolidated financial statements and the parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

Statement on Management's Review

Management is responsible for Management's Review.

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

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

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

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

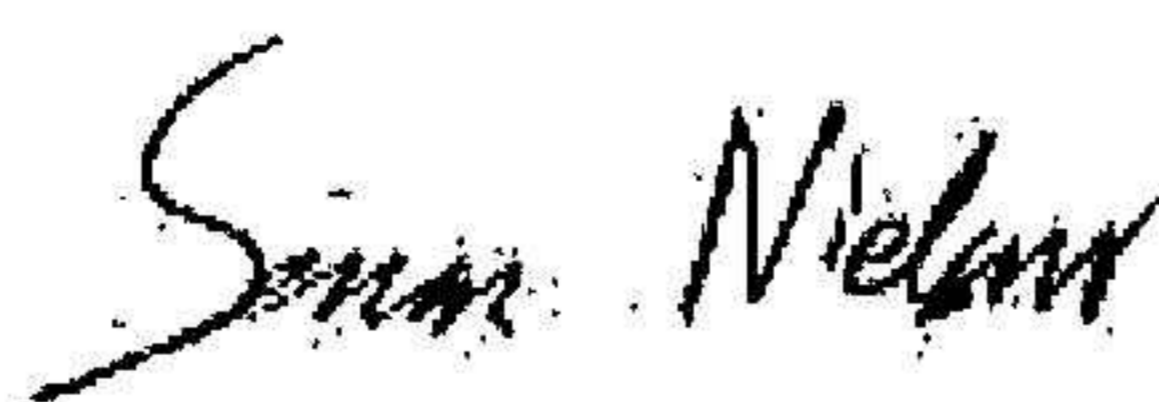
Copenhagen, 12 July 2024

Grant Thornton

Certified Public Accountants
Company reg. no. 34 20 99 36



Brian Rasmussen
State Authorised Public Accountant
mne30153



Simon Mørner Nielsen
State Authorised Public Accountant
mne46622

Company information

The company	Wernsing Scandinavia ApS Adelvej 9, Skovlund 6823 Ansager
	Phone +45 76 98 50 50
	Company reg. no. 30 50 70 29
	Financial year: 1 January - 31 December
Executive board	Stefan Wernsing Martin Kuper Martin Zwinkels
Auditors	Grant Thornton, Godkendt Revisionspartnerselskab Stockholmsgade 45 2100 København Ø
Parent company	Wernsing Food Group GmbH
Subsidiaries	WFG Denmark A/S, Skovlund, Denmark Flensted Food Group A/S, Skovlund, Denmark* Flensted Snitgrønt A/S, Skovlund, Denmark* WFG Sweden AB, Ödeshög, Sweden 3 N Produkter AB, Helsingborg, Sweden** Vätternpotatis AB, Ödeshög, Sweden** GG Handel i Skara AB, Skara, Sweden** CNTB Fastigheter AB, Skara, Sweden** Varbergsköket AB, Varberg, Sweden** Wernsing Food Solutions AB, Karlshamn, Sweden** Hallumgade Invest ApS, Kvong, Denmark Hallumgade Farming ApS, Kvong, Denmark*** Hallumgade Pig Production ApS, Kvong, Denmark*** =, *Owned by WFG Denmark A/S =, ** Owned by WFG Sweden AB =, ***Owned by Hallumgade Invest ApS

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Consolidated financial highlights

DKK in thousands.	2023	2022	2021	2020	2019
Income statement:					
Revenue	923.943	954.033	807.739	838.729	916.122
Gross profit	204.354	177.126	165.195	192.384	214.315
Profit from operating activities	48.009	-40.641	-32.270	1.346	5.875
Net financials	-14.061	-9.129	-3.209	-7.306	-10.710
Net profit or loss for the year	-13.057	-50.375	-33.898	-7.402	-4.778
Statement of financial position:					
Balance sheet total	996.810	870.651	870.651	911.706	871.858
Investments in property, plant and equipment	24.046	19.826	34.857	88.734	20.873
Equity	370.186	248.731	164.365	201.399	201.748
Cash flows:					
Operating activities	85.190	-2.491	-2.491	55.677	41.204
Investing activities	-156.301	-30.616	-30.616	-72.643	-13.417
Financing activities	95.339	9.262	9.262	35.031	-8.183
Total cash flows	24.228	-23.845	-23.845	18.065	19.604
Employees:					
Average number of full-time employees	304	300	291	305	348
Key figures in %:					
Gross margin ratio	22,1	18,6	20,5	22,9	23,4
Profit margin (EBIT-margin)	5,2	-4,3	-4,0	0,2	0,6
Solvency ratio	35,0	27,6	18,1	21,4	22,4
Return on equity	-9,1	-26,0	-19,4	-4,1	-5,1

Calculations of key figures and ratios follow the recommendations of the Danish Association of Finance Analysts.

Management's review

Description of key activities of the company

The principal activities of the parent company is to be parent company of wholly owned subsidiaries.

Food

The group is a production and trading company with production and sale of processed potato- and vegetable products together with production of dressings, saucers, and other related activities, in both Denmark and abroad.

Agricultural

Sales of piglets to the Danish market as well as export including owned plant production to the piglets production.

Uncertainties connected with recognition or measurement

There has been no insecurity by recognition and measurement of accounting entries in the annual report during the financial year.

Development in activities and financial matters

In 2023, following a very turbulent 2022, we have analyzed our business areas, including our future competitiveness and market opportunities. Over the past few years, we have developed a significantly better data foundation and substantially improved knowledge within the organization of the group, which have been utilized in our analyses and evaluations. We have decided to change our strategy to focus and simplify our business going forward, so that from 2024, we will concentrate our Danish food factories on our core area, namely potato products.

The mayonnaise-based products and dressings in the company Flensted Food Group A/S will be closed with last delivery in April 2024. The vegetable production in Flensted Snitgrønt A/S was closed down during 2023 with last delivery in December. The two activities has been presented as discontinued activities. The decision has resulted in impairment losses of DKK 38,6m related to tangible fixed assets and write down of inventories.

The Swedish market had a positive development during the year. Our precense on the Swedish market was strenghened doing the year with the acquisition of 3 N Produkter AB in Helsingborg. The purchas has been made with effect by 30 November 2023 and the activities of 3 N Produkter AB has therefore been consolidated into the group as per the 30 November 2023.

The increased prices past on to costumers in 2022 have had a positive effect in 2023.

The agriculture part of the group was positively effected by higher prices on piglets.

The management considers the results acceptable taken the extraordinary costs in to consideration.

To strenghen the equity of the company and group, the parent company have provided a tax free group contribution of DKK 130,8m (EUR 17,5m).

Management's review

Investments

The group acquired the Swedish company 3 N Produkter AB per 30 November 2023 through WFG Sweden AB.

Environmental issues

Sustainability and food safety play an important role in the group and the group has the necessary environmental approvals and approvals for food production. The group continuously invests in energy improvements and green initiatives that help reducing both the CO₂- and the plastic consumption.

Knowledge resources

The ambition of being market leading and ahead of the business' development means that the group is marked by a dynamic knowledge environment in rapid change. This places particularly high demands on the group as regards obtaining a distribution of new knowledge and it complicates an efficient standardization of the products. At the same time, the individual solutions are characterized by a complexity in which the personal knowledge of individual employees plays a crucial role.

Like previous years the group has continued to strengthened the group's knowledge and competence by hiring experienced employees as well as training programs for relevant areas.

The group has an innovation and development department focusing on NPDs and adjustment of products in order to fulfill the market demands.

Expected developments

The result and activity for the coming financial year is expected to be on a higher level compared with 2023 due to the effect of the acquisition of 3 N Produkter AB. The group focuses on efficiency improvements to ensure good competitive power.

Events occurring after the end of the financial year

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

Corporate social responsibility report pursuant to section 99 a of the Danish Financial Statements Act

Business model and engagement

The Wernsing Scandinavia ApS group is a sub-group for the Scandinavian market for the family-owned Wernsing Food Family GmbH & Co. KG. The group operates as production and trading company with production and sale of processed potato- and vegetable products as well as production of dressings, sauces, and related goods. The company has three production sites in Denmark and Sweden, respectively. Further, the company has agriculture business in Denmark with production of crops and piglets.

Management's review

The group is operated with an ambition of producing and trading in a way so that we can offer eating pleasures of the highest quality to our customers – no matter if they are professionals, food professionals, or consumers. And it is important to us that this is done in a proper way in all respects. It is not possible to operate agriculture, production, and transportation without effecting nature, the environment, and people. Thus, the group is very aware of the responsibility that we have towards the world around us and towards our employees – and each day we strive to act responsibly and sustainably through our entire value chain. Through this, we work unceasingly to find more sustainable solutions of all our operations that effect the world around us and our stakeholders.

At our factories we have the most skilled employees with years of experience and specialty within each their field. Together we care about doing things properly and all the time we are looking at whether something can be done better.

A central benchmark of the group's CSR-strategy is UN's World Goal that sets the frame for a sustainable development of the world towards 2030. From an assessment of the group's core competencies and the areas on which we can make the biggest impact, the group has initially chosen to focus on the World Goal "Responsible consumption and production". We will especially work on a more sustainable and responsible handling of nature resources and waste products, including reducing food waste.

A separate CSR-report has been prepared for the Danish Group. The CSR-report can be obtained from the website <https://flensted.dk/baeredygtighedsrapport 2023/>.

Wernsing Feinkost GmbH, a company within the parent group, has also prepared as separate CSR-report. This report can be obtained from the website <https://www.wernsing.de/>.

Environmental issues – including climate change

Policies: As a responsible producer of potato products etc., the groups has a policy of reducing the effect that its activities has on the environment and further to contribute actively to the development of sustainable solutions. Thus, as part of the group's strategy and policy the environmental impact is measured, and we work continuously on reducing this. A group goal is to continuously reduce energy consumption, water consumption, and to strengthen a sustainable use of resources.

Management's review

Risks, actions, and results: The group's most significant risks of negative climatic impact are related to the energy consumption on the group's factories. The group continuously works on reducing the energy consumption and thus the CO₂-emission in the group. We continuously invest in new machinery and improvements that are more energy effective. In the beginning of 2019, we finished the establishment of a wood chip plant at the company Flensted Food Group A/S. The wood chip plant have reduced the group's consumption of nature gas with a yearly reduction of CO₂-emission of 4.800 tons. Through the entire value chain, there is a strong focus on working on reducing food waste. For example, in Denmark we have established a cooperation with FødevareBanken (a food bank) and thus, we donate surplus products to FødevareBanken with the purpose of distributing food to shelters etc. for vulnerable citizens. We continuously invest in optimizing our factories and production to reduce energy consumption and waste rates

Social issues and employee issues

Policies: We want to be the best possible work place for our employees on which we all have a good and secure working environment, exciting challenges and further possibilities of living our potential. In Wernsing we furthermore believe that diversity creates the most creative dynamics and the best preconditions for development and results.

Risks, actions, and results: The group's employees are the biggest resource by far. Thus, the group's focus must always start with our employees for us to ensure their security and health at job in the best possible way – every single day. Thus, we work according to an overall goal of preventing accidents, damages, and stress with our employees. In 2023, different improvements have been identified and now we initiate an extra effort to minimize the number of work damages. Among other things, we will do this by focusing on “nearly-accidents” so that we can find out what causes the accidents and thus prevent them in the future. We work diligently on strengthening competencies within working environment with representatives and other employees.

Human rights

Policies: The group's policy for CSR also includes policies for human rights for compliance with relevant legislation and EU-conventions. Among other things, this means that there is a group policy to apply with EU's regulation on youth workers within the EU. The group does not allow a behaviour that restricts the employees' freedom of action, just as there is a group policy of securing equal conditions for all employees without regard to ethnic origin, skin colour, gender, nationality, religion, or other characteristics.

Risks, actions, and results: The group acknowledges the employees' right to organize. There are local agreements with several trade unions in both Denmark and Sweden. Significant raw material suppliers are requested to sign a Supplier Code of Conduct. We have a strong focus on food safety, where the group has the necessary certifications.

Fighting corruption and bribery

Policies: Wernsing tolerates no kinds of corruption or bribery.

Management's review

Risks, actions, and resultat: The group does not tolerate any kind of bribery charge. It is not allowed for the employees to receive or offer gifts, no matter the nature, that may be considered a reward with the purpose of favouring.

Target figures and policies for the underrepresented gender

Overview of the status of target figures for the underrepresented gender

	2023
Board of Directors	
Total number of members of board of Directors, excluding employee-elected members	0
Underrepresented gender in board of Directors	0 %
Target figure of underrepresented gender in board of Directors	33 %
Year of expected fulfillment	2023
Other management levels	
Total number of other management levels	11
Underrepresented gender at other management levels	36 %
Target figure of underrepresented gender at other management levels	36 %
Year of expected fulfillment	2024

The group focuses on creation of value and considering the group's size this means that in relation to organizational changes and nomination of new board – and management members the group has to focus on knowledge, competences, and experience with the individual employees.

The group is part of Wernsing Food Group GmbH with its ultimate parent company, Wernsing Food Family GmbH & Co. KG (reg. no. HR A 150156). The top management recognizes the importance of diversity in the management and emphasizes equal opportunities for all, including for both genders. At present, the management of the Danish part of the Wernsing Scandinavia ApS group consists of one woman. The board consists of the top management in Wernsing Food Group GmbH (all men). In the Swedish part of the group, the management consists of the top management in Wernsing Food Group GmbH.

The group emphasizes that the board consists of the members from the top management in the ultimate parent company in Wernsing Food Family GmbH & Co. KG because of the group's family structure. At present, the board only consists of men, but there is an ongoing process for assessment of the board's right composition where factors as skills and experience, regardless of gender, is crucial for the composition of the board. The long term goal is one woman in the board.

Target figures for the company's top management

Our policy is to choose the best qualified candidate and if equally qualified male and female candidates are available, we will prioritize the one from the underrepresented gender. We aim to achieve a better balance by 2030. The goal is set for 33 % (1 of 3).

Policies for the company's other management levels

Management's review

Our policy is to choose the best qualified candidate and if equally qualified male and female candidates are available, we will prioritize the one from the underrepresented gender. We are gender neutral in the company's other management levels. Our goal is to continue to have a gender neutrality on other management levels.

Report on the company's policy on data ethics according to section 99 d of the Danish Financial Statements Act

The group do not have a policy on data ethics. The company solely sell products B2B and therefore a policy is not considered relevant.

2024073005984

Accounting policies

The annual report for Wernsing Scandinavia ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class C enterprises (large enterprises).

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

Recognition of discontinued operations

Discontinued operations represent a considerable part of the enterprise if activities and cash flows, in operational and accounting terms, are recognised separately from the rest of the enterprise and if the entity has either been sold or demerged and held for sale and this sale is expected to be completed within one year in accordance with a formal plan. Also, discontinued operations comprise enterprises which, on acquisition, were classified as held for sale.

Post-tax profit or loss on discontinued operations and value adjustments after tax on related assets and liabilities as well as gains/losses from sales are recognised as separate items in the income statement without restating comparatives. Revenue, costs, value adjustments, and tax on the discontinued operation in question are recognised in the notes. Assets and related liabilities concerning discontinued operations are recognised as separate items in the statement of financial position without restating comparatives and the principal items are specified in the notes.

Assets relating to discontinued operations comprise non-current assets and disposal groups, the disposal of which is expected as a result of discontinued operations. Disposal groups are assets disposed of in whole by sale or similar transaction. Liabilities arising from assets concerning discontinued operations are obligations related directly to these assets and will be transferred upon transaction. Assets are classified as assets relative to discontinued operations when their carrying amount is primarily recovered through disposal within a 12-month period in accordance with a formal plan rather than through continued use.

Assets or disposal groups relative to discontinued operations are measured at the lowest value at the time of an operation being classified as a discontinued operation, or at fair value less sales costs. Assets are not depreciated or amortised as of the time they are classified as discontinued operations.

Foreign currency translation

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

Accounting policies

Fixed assets acquired and paid for in foreign currency are measured at the exchange rate prevailing at the date of the transaction.

Group enterprises abroad are considered to be independent entities. The income statements are translated at an average exchange rate for the month, and the balance sheet items are translated at the closing rates. Currency translation differences, arising from the translation of the equity of group enterprises abroad at the beginning of the year to the closing rate and from the translation of income statements from average prices to the closing rate, are recognised directly in equity in the fair value reserve in the Consolidated Financial Statement. This also applies to differences arising from translation of income statements from average exchange rate to closing rate.

Translation adjustment of balances with group enterprises abroad that are considered part of the total investment in group enterprises are recognised directly in equity in the fair value reserve. Likewise, foreign exchange gains and losses on loans and derived financial instruments for currency hedging independent group enterprises abroad are recognised directly in equity.

The consolidated financial statements

The consolidated income statements comprise the parent company Wernsing Scandinavia ApS and those group enterprises of which Wernsing Scandinavia ApS directly or indirectly owns more than 50 % of the voting rights or in other ways exercise control.

Consolidation policies

The consolidated financial statements have been prepared as a summary of the parent company's and the group enterprises' financial statements by adding together uniform accounting records calculated in accordance with the group's accounting policies.

Investments in group enterprises are eliminated by the proportionate share of the group enterprises' fair value of net assets and liabilities at the acquisition date.

In the consolidated financial statements, the accounting records of the group enterprises are recognised by 100%. The minority interests' share of the profit for the year and of the equity in the group enterprises, which are not 100% owned, is included in the group's profit and equity, but presented separately.

Purchases and sales of minority interests under continuing control are recognised directly in equity as a transaction between shareholders.

Investments in associates are measured in the statement of financial position at the proportionate share of the enterprises' equity value i calculated in accordance with the parent company's accounting policies and with proportionate elimination of unrealised intercompany gains and losses. In the income statement, the proportional share of the associates' results is recognised after elimination of the proportional share of intercompany gains and losses.

Accounting policies

The group activities in joint operations are recognised in the consolidated financial statements record by record.

Business combinations

Acquisitions completed by the 1 July 2018 or later (method of consolidation)

Acquisition of group enterprises are dealt with in accordance with the acquisition method, and afterwards the assets and liabilities of the acquired entity are measured at fair value at the date of acquisition. If it is possible to measure the value reliably, acquired contingent liabilities are measured at fair value under the item Equity investments in group enterprises.

The date of acquisition is the date when control of the acquired entity is obtained.

The cost of the acquired entity represents the fair value of the consideration agreed upon, including the considerations that are conditional on future events. Transaction costs directly attributable to the acquisition of group enterprises are recognised in the income statement as incurred.

Positive differences between the cost of the acquired entity and the identified assets and liabilities are recognised in the equity investment as goodwill, which is amortised on a straight-line basis in the income statement over the expected useful life. Amortisation of goodwill is allocated to the functions to which the goodwill relates. If the difference is negative, this is recognised immediately in the income statement.

If the allocation of the purchase price is not final, positive and negative differences from acquired group enterprises may, as a result of changes in recognition and measurement of the identified net assets, be adjusted up to 12 months from the date of acquisition. These adjustments are also reflected in the value of goodwill or negative goodwill, including depreciation already made.

If the cost includes contingent considerations, these are measured at fair value at the date of acquisition. Subsequently, contingent considerations at fair value are measured again. Value adjustments are recognised in the income statement.

In case of step-by-step acquisitions, the value of the hitherto equity holding in the acquired entity is measured again at the fair value at the date of acquisition. The difference between the carrying amount of the hitherto equity investment and the fair value is recognised in the income statement.

Business combinations (the uniting-of-interests method)

In case of intercompany business combinations, the uniting-of-interests method is applied. By this method, the two enterprises are united at carrying amounts, and differences are not identified. Any considerations exceeding the carrying amount in the acquired entity are recognised directly in equity.

The application of the uniting-of-interests method means that the business combination is implemented as if the two enterprises always were united by modification of comparative figures.

Accounting policies

Non-controlling interests

Non-controlling interests constitute a share of the group's total equity. By distribution of net profit, profit or loss for the year is distributed on the share attributable to the non-controlling interests and the share attributable to the parent's shareholders respectively.

Income statement

Revenue

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Revenue is measured at the fair value of the consideration promised exclusive of VAT and taxes and less any discounts relating directly to sales.

Cost of sales

Cost of sales comprises costs concerning purchase of raw materials and consumables less discounts and changes in inventories.

Other operating income

Other operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets, operating loss and conflict compensation as well as salary reimbursements received. Compensation is recognized when it is overwhelmingly probable that the company will receive the compensation.

Other external expenses

Other external expenses comprise expenses incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Included in other external costs are also research and development projects which do not meet the recognition criteria for the balance sheet.

Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members.

Depreciation, amortisation, and write-down for impairment

Depreciation, amortisation, and write-down for impairment comprise depreciation on, amortisation of, and write-down for impairment of intangible and tangible assets, respectively.

Other operating expenses

Other operating expenses comprise items of secondary nature as regards the principal activities of the enterprise, including losses on the disposal of intangible and tangible assets.

Accounting policies

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Results from investments in group enterprises

After full elimination of intercompany profit or loss less amortised consolidated goodwill, the equity investment in the individual entities are recognised in the income statement of the parent as a proportional share of the entities' post-tax profit or loss.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The parent and the Danish group enterprises are subject to Danish rules on compulsory joint taxation of Danish group enterprises. The parent acts as an administration company in relation to the joint taxation. This means that the total Danish income tax payable by the Danish group companies is paid to the tax authorities by the company.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

Statement of financial position

Intangible assets

Acquired rights

Acquired rights are measured at cost less accrued amortisation. Acquired rights are amortised on a straightline basis over the expected period, however, for a maximum of 10 years.

Goodwill

Acquired goodwill is measured at cost with deduction of accumulated amortisation. Goodwill is amortised over the estimated useful life, which is determined on the basis of management's experience in the individual business areas. Goodwill is amortised on a straightline basis over the amortisation period, which is set at between 10 and 20 years. The amortisation period is determined on the basis of an expected pay-back period, being the longer for strategical acquirees with a strong market position and an expected longterm earnings profile.

Accounting policies

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and write-down for impairment. Land is not subject to depreciation.

The depreciable amount is cost less any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, the depreciation is discontinued.

If the amortisation period or the residual value is changed, the effect on amortisation will, in future, be recognised as a change in the accounting estimates.

The cost comprises acquisition cost and costs directly associated with the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing, and the individual component representing a material part of the total cost.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life and the residual value of the individual assets:

	Useful life	Residual value
Buildings	10-50 years	0 %
Plant and machinery	5-20 years	0-30 %
Other fixtures and fittings, tools and equipment	3-10 years	0 %

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Property, plant, and equipment in progress

Property, plant, and equipment in progress are measured and recognised as the total costs incurred. When the work has been completed, the total value is transferred to the relevant item under property, plant, and equipment and is amortised from the date of entry into service.

Leases

Leases are regarded as operating leases. Payments in connection with operating leases and other lease agreements are recognised in the income statement for the term of the contract. The group's total liabilities concerning operating leases and lease agreements are recognised under contingencies, etc.

Accounting policies

Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets as well as equity investments in group enterprises are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. write-down for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Investments

Investments in group enterprises

Investments in group enterprises are recognised and measured by applying the equity method. The equity method is used as a method of consolidation.

Investments in group enterprises are recognised in the statement of financial position at the proportionate share of the enterprise's equity value. This value is calculated in accordance with the parent's accounting policies with deductions or additions of unrealised intercompany gains and losses as well as with additions or deductions of the remaining value of positive or negative goodwill calculated in accordance with the acquisition method. Negative goodwill is recognised in the income statement at the time of acquisition of the equity investment. If the negative goodwill relates to contingent liabilities acquired, negative goodwill is not recognised until the contingent liabilities have been settled or lapsed.

Consolidated goodwill is amortised over its estimated useful life, which is determined on the basis of the management's experience with the individual business areas. Consolidated goodwill is amortised on a straight-line basis over the amortisation period, which represent 10-20 years. The depreciation period is determined on the basis of an assessment that these are strategically acquired enterprises with a strong market position and a long-term earnings profile.

Investments in group enterprises with a negative equity value are measured at DKK 0, and any accounts receivable from these enterprises are written down to the extent that the account receivable is uncollectible. To the extent that the parent has a legal or constructive obligation to cover a negative balance that exceeds the account receivable, the remaining amount is recognised under provisions.

Accounting policies

To the extent the equity exceeds the cost, the net revaluation of equity investments in group enterprises transferred to the reserve under equity for net revaluation according to the equity method. Dividends from group enterprises expected to be adopted before the approval of this annual report are not subject to a limitation of the revaluation reserve. The reserve is adjusted by other equity movements in group enterprises.

Newly acquired or newly established companies are recognised in the financial statement as of the time of acquisition. Sold or liquidated companies are recognised until the date of disposal.

On the acquisition of enterprises, the acquisition method, the uniting-of-interests method or the book value method is applied, cf. the above description under Business combinations.

Inventories

Inventories are measured at cost on the basis of weighted measured average prices. In cases when the net realisable value is lower than the cost, the latter is written down for impairment to this lower value.

Costs of goods for resale, raw materials, and consumables comprise acquisition costs plus delivery costs.

Costs of manufactured goods and work in progress comprise the cost of raw materials, consumables, direct wages, and indirect production costs. Indirect production costs comprise indirect materials and wages, maintenance and depreciation of machinery, factory buildings, and equipment used in the production process, and costs for factory administration and factory management. Borrowing expenses are not recognised in cost.

Life stock is measured at market value as stated by Research Center for Agriculture Ø90.

The net realisable value for inventories is recognised as the estimated selling price less costs of completion and selling costs. The net realisable value is determined with due consideration of negotiability, obsolescence, and the development of expected market prices.

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value. In order to meet expected losses, impairment takes place at the net realisable value.

Prepayments

Prepayments recognised under assets comprise incurred costs concerning the following financial year.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand.

Equity

Reserve for foreign currency translation

The reserve for foreign currency translation arises when translating accounting items in foreign currency.

Accounting policies

The reserve is dissolved once the value adjustments have been applied or reversed.

The reserve is distributable.

Income tax and deferred tax

As administration company, Wernsing Scandinavia ApS is liable to the tax authorities for the subsidiaries' corporate income taxes.

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

The company is jointly taxed with consolidated Danish companies. The current corporate income tax is distributed between the jointly taxed companies in proportion to their taxable income and with full distribution with reimbursement as to tax losses. The jointly taxed companies are comprised by the Danish tax prepayment scheme.

Joint taxation contributions payable and receivable are recognised in the statement of financial position as "Tax receivables from group enterprises" or "Income tax payable to group enterprises"

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Adjustments take place in relation to deferred tax concerning elimination of unrealised intercompany gains and losses.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

Provisions

Provisions comprise expected costs of warranty commitments and guarantee liabilities. Provisions are recognised when the group has a legal or actual commitment resulting from a previously occurred event and when it is probable that the settlement of the liability will result in consumption of the financial resources of the group.

Accounting policies

Provisions are measured at net realisable value or at fair value. If the fulfilment of a liability is expected to take place far in the future, the liability is measured at fair value.

Liabilities other than provisions

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Statement of cash flows

The cash flow statement shows the cash flows of the group for the year, divided in cash flows deriving from operating activities, investment activities and financing activities, respectively, the changes in the liabilities, and group' cash and cash equivalents at the beginning and the end of the year, respectively.

A cash flow statement for the parent has not been prepared as the cash flows of the enterprise are included in the consolidated cash flow statement, cf. section 86, subsection 4, of the Danish Financial Statements Act.

The effect on cash flows derived from the acquisition and sale of enterprises appears separately under cash flows from investment activities. In the statement of cash flows, cash flows derived from acquirees are recognised as of the date of acquisition, and cash flows derived from sold enterprises are recognised until the date of sale.

Cash flows from operating activities

Cash flows from operating activities are calculated as the group's share of the profit adjusted for non-cash operating items, changes in the working capital, and corporate income tax paid. Dividend income from equity investments are recognised under "Interest income and dividend received".

Cash flows from investment activities

Cash flows from investment activities comprise payments in connection with the acquisition and sale of enterprises and activities as well as the acquisition and sale of intangible assets, property, plant, and equipment, and investments, respectively.

Cash flows from financing activities

Cash flows from financing activities include changes in the size or the composition of the group's share capital and costs attached to it, as well as raising loans, repayments of interest-bearing payables and payment of dividend to shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand with deduction of short-term bank debts and short-term securities with a maturity less than 3 months that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

Accounting policies

Segmental statement

Information on activity and geographical markets is provided. The segmental statement complies with the consolidated accounting policies, risks, and management control systems of the company.

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Income statement 1 January - 31 December

DKK thousand.

Note	Group		Parent	
	2023	2022	2023	2022
3	923.943	954.033	0	0
Other operating income	4.781	5.466	0	0
Costs of raw materials and consumables	-556.918	-592.063	0	0
Other external expenses	-167.452	-190.310	-779	-926
Gross profit	204.354	177.126	-779	-926
5	-123.123	-146.535	0	0
Depreciation, amortisation, and impairment	-32.147	-69.429	0	0
Other operating expenses	-1.075	-1.803	0	0
Operating profit	48.009	-40.641	-779	-926
Income from investments in group enterprises	0	0	-29.388	-46.687
Other financial income from group enterprises	0	0	18.122	2.764
Other financial income	1.940	343	443	223
6	-16.001	-9.472	-15.069	-7.407
Pre-tax net profit or loss	33.948	-49.770	-26.671	-52.033
7	-3.790	-605	-22	264
8	-43.215	0	0	0
9	-13.057	-50.375	-26.693	-51.769
Net profit or loss for the year				
Break-down of the consolidated profit or loss:				
Shareholders in Wernsing Scandinavia ApS	-26.693	-51.769		
Non-controlling interests	13.636	1.394		
	-13.057	-50.375		

Balance sheet at 31 December

DKK thousand.

Note	Group		Parent		
	2023	2022	2023	2022	
Assets					
Non-current assets					
10	Acquired concessions, patents, licenses, trademarks, and similar rights	1.103	857	0	0
11	Goodwill	7.178	10.212	0	0
	Total intangible assets	8.281	11.069	0	0
12	Land and buildings	357.764	334.801	0	0
13	Plant and machinery	143.275	132.540	0	0
14	Other fixtures, fittings, tools and equipment	15.565	8.635	0	0
15	Property, plant and equipment in progress and prepayments for property, plant and equipment	17.628	5.072	0	0
	Total property, plant, and equipment	534.232	481.048	0	0
16	Investments in group enterprises	0	0	338.593	125.118
	Total investments	0	0	338.593	125.118
	Total non-current assets	542.513	492.117	338.593	125.118
Current assets					
	Raw materials and consumables	62.093	66.259	0	0
	Manufactured goods and goods for resale	74.183	89.066	0	0
	Life stock	16.215	15.200	0	0
	Total inventories	152.491	170.525	0	0

Balance sheet at 31 December

DKK thousand.

Note	Assets		Parent		
	Group 2023	Group 2022	2023	2022	
	Trade receivables	136.724	111.675	0	0
	Receivables from group enterprises	0	0	428.730	535.811
17	Deferred tax assets	0	0	145	312
	Income tax receivables	0	1.194	0	0
	Tax receivables from group enterprises	0	0	292	715
	Other receivables	10.165	8.733	0	60
18	Prepayments	6.297	3.401	0	108
	Total receivables	153.186	125.003	429.167	537.006
	Cash and cash equivalents	94.194	55.884	5.430	11.455
8	Assets from discontinued operations	54.426	0	0	0
	Total current assets	454.297	351.412	434.597	548.461
	Total assets	996.810	843.529	773.190	673.579

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Balance sheet at 31 December

DKK thousand.

Note	Group		Parent		
	2023	2022	2023	2022	
Equity and liabilities					
Equity					
19	Contributed capital	286.633	286.633	286.633	286.633
	Reserve for foreign currency translation	-5.866	-9.712	-5.864	-9.712
	Retained earnings	67.829	-36.279	67.829	-36.279
	Equity before non- controlling interest.	348.596	240.642	348.598	240.642
20	Non-controlling interests	21.590	8.089	0	0
	Total equity	370.186	248.731	348.598	240.642
Provisions					
21	Provisions for deferred tax	5.690	920	0	0
22	Other provisions	1.308	1.127	0	0
	Total provisions	6.998	2.047	0	0
Liabilities other than provisions					
23	Mortgage debt	18.404	27.166	0	0
24	Payables to shareholders and management	396.208	0	384.756	0
	Total long term liabilities other than provisions	414.612	27.166	384.756	0

Balance sheet at 31 December

DKK thousand.

Note	Group		Parent	
	2023	2022	2023	2022
Equity and liabilities				
	8.234	7.553	0	0
	76.449	70.908	248	210
	42.329	451.289	39.442	432.727
	84	0	146	0
	63.165	35.835	0	0
8	14.753	0	0	0
	205.014	565.585	39.836	432.937
	619.626	592.751	424.592	432.937
	996.810	843.529	773.190	673.579

1 Subsequent events**2 Special items****4 Fees for auditor****26 Disclosures on fair value****25 Charges and security****27 Contingencies****28 Related parties**

Consolidated statement of changes in equity

DKK thousand.

	Contributed capital	Reserve for foreign currency translation	Retained earnings	Non- controlling interests	Total
Equity 1 January 2022	286.633	4.142	-133.240	6.830	164.365
Profit or loss for the year brought forward	0	0	-51.769	1.394	-50.375
Foreign currency translation adjustments	0	-13.854	0	0	-13.854
Group contribution	0	0	148.730	0	148.730
Distributed dividends	0	0	0	-135	-135
Equity 1 2023	286.633	-9.712	-36.279	8.089	248.731
Profit or loss for the year brought forward	0	0	-26.693	13.636	-13.057
Foreign currency translation adjustments	0	3.846	0	0	3.846
Group contribution	0	0	130.801	0	130.801
Distributed dividends	0	0	0	-135	-135
	286.633	-5.866	67.829	21.590	370.186

Statement of changes in equity of the parent

DKK thousand.

	Contributed capital	Reserve for foreign currency translation	Retained earnings	Total
Equity 1 January 2022	286.633	4.142	-133.240	157.535
Profit or loss for the year brought forward	0	0	-51.769	-51.769
Foreign currency translation adjustments	0	-13.854	0	-13.854
Group contribution	0	0	148.730	148.730
Equity 1 January 2023	286.633	-9.712	-36.279	240.642
Profit or loss for the year brought forward	0	0	-26.693	-26.693
Foreign currency translation adjustments	0	3.848	0	3.848
Group contribution	0	0	130.801	130.801
	286.633	-5.864	67.829	348.598

Notes

DKK thousand.

1. Subsequent events

No events have occurred subsequent to the balance sheet date, which would have material impact on the financial position of the company.

2. Special items

Special items include significant income and expenses of a special nature relative to the enterprise's ordinary operating activities, such as the cost of extensive structuring of processes and fundamental structural adjustments and any related gains on disposal and losses which, over time, have a significant impact. Special items also include other significant amounts of a nonrecurring nature.

As mentioned in the management commentary, the net profit or loss for the year is affected by a number of factors that differ from what is considered by management to be part of operating activities.

Special items for the year are specified below, indicating where they are recognised in the income statement.

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Notes

DKK thousand.

2. Special items (continued)

	Group		Parent	
	2023	2022	2023	2022
Expenses:				
Impairment of current assets exceeding the usual writedown for impairment	3.500	0	3.500	0
Impairment of non-current assets	35.069	27.969	35.069	27.969
Costumer claim	0	1.000	0	1.000
	<u>38.569</u>	<u>28.969</u>	<u>38.569</u>	<u>28.969</u>
Special items are recognised in the following items in the financial statements:				
Result for the year after tax on discontinued operations	-38.569	0	0	0
Other operating costs	0	-1.000	0	0
Depreciation, amortisation, and impairment	0	-27.969	0	0
Income from investments in subsidiaries	0	0	-38.569	-28.969
Profit of special items, net	<u>-38.569</u>	<u>-28.969</u>	<u>-38.569</u>	<u>-28.969</u>

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Notes

DKK thousand.

3. Revenue**Segmental statement**

Activities – primary segment:

	<u>Food</u>	<u>Agriculture</u>	<u>Total</u>
Group	845.521	78.422	923.943

Geographical – secondary segment:

	<u>Denmark</u>	<u>Sweden</u>	<u>Other countries in EU</u>	<u>Countries outside EU</u>	<u>Total</u>
Group	387.202	416.146	108.532	12.063	923.943

4. Fees for auditor

	<u>Group 2023</u>	<u>2022</u>
Total fee for Grant Thornton, Certified Public Accountants	1.661	1.228
Fees for auditors performing statutory audit	580	507
Tax consultancy	153	112
Assurance engagements	15	27
Other services	913	582
	<u>1.661</u>	<u>1.228</u>
Total fee for Moore Stephens KLN AB	770	674
Fees for auditors performing statutory audit	657	674
Other services	113	0
	<u>770</u>	<u>674</u>

Notes

DKK thousand.

	Group		Parent	
	2023	2022	2023	2022
5. Staff costs				
Salaries and wages	101.718	123.028	0	0
Pension costs	7.738	10.036	0	0
Other costs for social security	12.011	12.493	0	0
Other staff costs	1.656	978	0	0
	123.123	146.535	0	0
Executive board	716	636	0	0
Average number of employees	304	300	0	0
6. Other financial expenses				
Financial costs, group enterprises	14.493	7.406	14.040	7.306
Other financial costs	1.508	2.066	1.029	101
	16.001	9.472	15.069	7.407
7. Tax on net profit or loss for the year				
Tax of the results for the year, parent company	332	105	-146	-715
Adjustment for the year of deferred tax	3.458	500	168	451
	3.790	605	22	-264

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Notes

DKK thousand.

8. Discontinued operations

In the course of 2023, as a part of the group's future strategy, the management has decided to discontinue the business segments "delicatesse" in Flensted Food Group A/S and the salat factory in Flensted Snitgrønt (separate segments), which, as a result, is recognised in a separate item in the income statement as "Post-tax net profit or loss for the year on discontinued operations".

In the autumn of 2023, the group decided to close these activities and focus on the potato business instead in the Danish Food companies. The close down of the activities was not completed at the reporting date and, as a result, the net assets to be transferred are currently recognised in the statement of financial position as discontinued operations.

The comparative figures for 2022 have not been adjusted for discontinued operations.

	Group 2023	2022
Breakdown of post-tax net profit or loss for the year of discontinued operations into principal items:		
Revenue	129.919	0
Expenses	-136.842	0
Impairment of net assets to selling price	-38.569	0
Amortisation and depreciation	-5.880	0
Pre-tax profit or loss	-51.372	0
Tax on results	8.157	0
Post-tax net profit or loss for the year of discontinued operations	-43.215	0
Breakdown of assets and liabilities concerning discontinued operations into principal items:		
Property, plant, and equipment	27.375	0
Current assets	27.051	0
Assets, discontinued operations	54.426	0
Accounts payable	14.753	0
Liabilities, discontinued operations	14.753	0
Net assets, discontinued operations	39.673	0

The sales price is expected to exceed the carrying amount of the net assets.

Notes

DKK thousand.

	Parent	
	2023	2022
9. Proposed distribution of net profit		
Allocated from retained earnings	-26.693	-51.769
Total allocations and transfers	-26.693	-51.769
	Group	
	31/12 2023	31/12 2022
10. Acquired concessions, patents, licenses, trademarks, and similar rights		
Cost 1 January 2023	2.029	2.036
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	0	-7
Additions during the year	457	0
Cost 31 December 2023	2.486	2.029
Amortisation and write-down 1 January 2023	-1.172	-965
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	0	5
Amortisation for the year	-211	-212
Amortisation and write-down 31 December 2023	-1.383	-1.172
Carrying amount, 31 December 2023	1.103	857

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Notes

DKK thousand.

	Group	
	31/12 2023	31/12 2022
11. Goodwill		
Cost 1 January 2023	95.061	97.524
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	136	-2.463
Additions concerning company transfer	6.177	0
Cost 31 December 2023	101.374	95.061
Amortisation and write-down 1 January 2023	-84.849	-79.874
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	-163	2.103
Amortisation for the year	-1.872	-3.007
Writedown for the year	-7.312	-4.071
Amortisation and write-down 31 December 2023	-94.196	-84.849
Carrying amount, 31 December 2023	7.178	10.212
12. Land and buildings		
Cost 1 January 2023	534.793	539.820
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	402	-7.247
Additions concerning company transfer	79.763	0
Additions during the year	1.407	2.220
Transfers	-103.348	0
Cost 31 December 2023	513.017	534.793
Depreciation and write-down 1 January 2023	-199.992	-175.208
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	-224	2.549
Depreciation for the year	-11.349	-12.337
Writedown for the year	-23.500	-14.996
Transfers	79.812	0
Depreciation and write-down 31 December 2023	-155.253	-199.992
Carrying amount, 31 December 2023	357.764	334.801

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Notes

DKK thousand.

	Group	
	31/12 2023	31/12 2022
13. Plant and machinery		
Cost 1 January 2023	518.732	508.823
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	619	-10.422
Additions concerning company transfer	32.142	0
Additions during the year	9.261	15.320
Disposals during the year	-25.255	-2.390
Transfers	-33.306	7.401
Cost 31 December 2023	502.193	518.732
Depreciation and write-down 1 January 2023	-386.192	-361.439
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	-621	7.286
Depreciation for the year	-23.181	-24.560
Writedown for the year	-4.257	-8.822
Reversal of depreciation, amortisation and writedown, assets disposed of	23.558	1.343
Transfers	31.775	0
Depreciation and write-down 31 December 2023	-358.918	-386.192
Carrying amount, 31 December 2023	143.275	132.540

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Notes

DKK thousand.

	Group	
	31/12 2023	31/12 2022
14. Other fixtures, fittings, tools and equipment		
Cost 1 January 2023	15.855	15.681
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	3	-49
Additions concerning company transfer	5.235	0
Additions during the year	2.417	769
Disposals during the year	-1.165	-546
Transfers	713	0
Cost 31 December 2023	23.058	15.855
Depreciation and write-down 1 January 2023	-7.220	-6.136
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	-14	42
Depreciation for the year	-1.416	-1.343
Writedown for the year	0	-81
Reversal of depreciation, amortisation and writedown, assets disposed of	1.157	298
Depreciation and write-down 31 December 2023	-7.493	-7.220
Carrying amount, 31 December 2023	15.565	8.635
15. Property, plant and equipment in progress and prepayments for property, plant and equipment		
Cost 1 January 2023	5.072	11.760
Translation by use of the exchange rate valid on balance sheet date 31 December 2023	13	-804
Additions concerning company transfer	5.778	0
Additions during the year	10.961	1.517
Disposals during the year	-619	0
Transfers	-3.577	-7.401
Cost 31 December 2023	17.628	5.072
Carrying amount, 31 December 2023	17.628	5.072

Notes

DKK thousand.

	Parent	
	31/12 2023	31/12 2022
16. Investments in group enterprises		
Acquisition sum, opening balance 1 January 2023	277.126	240.354
Additions during the year	239.015	36.772
Cost 31 December 2023	516.141	277.126
Writedown, opening balance 1 January 2023	-152.008	-91.467
Results for the year before goodwill amortisation	-29.388	-46.687
Translation adjustment at year-end rate	3.848	-13.854
Writedown 31 December 2023	-177.548	-152.008
Carrying amount, 31 December 2023	338.593	125.118

Group enterprises:

	Domicile	Equity interest
WFG Denmark A/S	Skovlund, Denmark	100 %
Flensted Food Group A/S	Skovlund, Denmark*	100 %
Flensted Snitgrønt A/S	Skovlund, Denmark*	100 %
WFG Sweden AB	Ödeshög, Sweden	100 %
3 N Produkter AB	Helsingborg, Sweden**	100 %
Vätternpotatis AB	Ödeshög, Sweden**	100 %
GG Handel i Skara AB	Skara, Sweden**	100 %
CNTB Fastigheter AB	Skara, Sweden**	100 %
Varbergsköket AB	Varberg, Sweden**	100 %
Wernsing Food Solutions AB	Karlshamn, Sweden**	100 %
Hallungade Invest ApS	Kvong, Denmark	100 %
Hallungade Farming ApS	Kvong, Denmark***	100 %
Hallungade Pig Production ApS	Kvong, Denmark***	10 %
=	*Owned by WFG Denmark A/S	%
=	** Owned by WFG Sweden AB	%
=	***Owned by Hallungade Invest ApS	%

Notes

DKK thousand.

	Parent	
	31/12 2023	31/12 2022
17. Deferred tax assets		
Deferred tax assets 1 January 2023	313	763
Deferred tax of the results for the year	-168	-451
	145	312

Deferred tax assets concerns tax losses to carry forward. Deferred tax assets are expected to be used within the joint taxation group.

18. Prepayments

Prepayments consists of prepaid expenses concerning insurance premiums and subscriptions.

19. Contributed capital

The share capital consists of 2.866.325 shares, each with a nominal value of DKK 100.

Within the latest five years, no changes in the share capital have taken place.

	Group	
	31/12 2023	31/12 2022
20. Non-controlling interests		
Non-controlling interests 1 January 2023	8.089	6.830
Share of the results for the year	13.636	1.394
Dividend	-135	-135
	21.590	8.089
21. Provisions for deferred tax		
Provisions for deferred tax 1 January 2023	920	420
Deferred tax of the results for the year	-4.699	500
Deferred tax acquired company	9.469	0
	5.690	920

Deffered tax concerns intangible and tangible fixed assets, prepaid costs, inventories and tax loss to carry forward.

Group

Notes

DKK thousand.

	<u>31/12 2023</u>	<u>31/12 2022</u>
22. Other provisions		
Other provisions 1 January 2023	1.127	5.620
Change of the year in other provisions	181	-4.493
	<u>1.308</u>	<u>1.127</u>
Maturity is expected to be:		
0-1 years	1.308	1.127
	<u>1.308</u>	<u>1.127</u>
23. Mortgage debt		
Total mortgage debt	26.638	34.719
Share of amount due within 1 year	-8.234	-7.553
	<u>18.404</u>	<u>27.166</u>
Share of liabilities due after 5 years	<u>0</u>	<u>0</u>

	Group		Parent	
	<u>31/12 2023</u>	<u>31/12 2022</u>	<u>31/12 2023</u>	<u>31/12 2022</u>
24. Payables to shareholders and management				
Total payables to shareholders and management	396.208	0	384.756	0
Share of amount due within 1 year	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Total payables to shareholders and management	<u>396.208</u>	<u>0</u>	<u>384.756</u>	<u>0</u>
Share of liabilities due after 5 years	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>

The loan will be renegotiated with effect of 1 January 2028. It is therefore not possible to state how much of the loan is due for payment later than 5 years from the balance sheet date.

Notes

DKK thousand.

25. Charges and security

The company Flensted Food Group A/S has granted negative pledge to Skandinaviska Enskilda Banken, Denmark deriving from sale of goods and services relating to Salling A/S.

As collateral for mortgage loans, tDKK 26.638, security has been granted on land and buildings representing a carrying amount of tDKK 139.329 at 31 December 2023.

26. Disclosures on fair value

Group

	Biological assets / Life stock
Fair value at 31 December 2023	16.215
Unrealised change in fair value of the year recognised in the statement of financial activity	967

Life stock is measured at market value as stated by Research Center for Agriculture Ø90.

27. Contingencies

Contingent assets

The group has an unrecognized tax asset of DKK 10m in Denmark and DKK 13m in Sweden.

Contingent liabilities

The company has issued a self-declaration guarantee against the subsidiary's balance with mortgage credit institutions. The debt amounts to tDKK 26.638 at balance sheet date.

The company is subject to a jointly co-registration of VAT with Flensted Food Group A/S, Flensted Snitgrønt A/S and WFG Denmark A/S and unlimited jointly and severally liable with the other jointly cooperated VAT-companies for the total VAT

Joint taxation

The company acts as administration company for the group of companies subject to the Danish scheme of joint taxation and is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, to pay the total corporation tax.

Notes

DKK thousand.

27. Contingencies (continued)

Joint taxation (continued)

The company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

The liability relating to obligations in connection with withholding tax on dividends, interest, and royalties represents an estimated maximum of DKK 0.

Any subsequent adjustments of corporate taxes or withholding taxes, etc., may result in changes in the company's liabilities.

28. Related parties

Controlling interest

Wernsing Food Family GmbH & Co. KG, Kartoffelweg 1, 49632 Essen (Oldenburg), Germany Majority shareholder

Wernsing Food Group GmbH, Kartoffelweg 1, 49632 Essen (Oldenburg), Germany Majority shareholder

Transactions

All transactions are made on market terms.

Consolidated financial statements

The ultimate parent company in which the company is included as a subsidiary, is Wernsing Food Family Group GmbH & Co. KG. The consolidated annual accounts can be obtained on www.bundesanzeiger.de.

Notes

DKK thousand.

	Group	
	2023	2022
29. Adjustments		
Depreciation, amortisation, and impairment	73.096	69.429
Profit from disposal of non-current assets	-959	79
Other financial income	-1.941	-343
Other financial expenses	16.001	9.471
Tax on net profit or loss for the year	-4.367	605
Other provisions	181	-4.493
Other adjustments	4.605	-4.847
	86.616	69.901
30. Change in working capital		
Change in inventories	10.860	-48.376
Change in receivables	-49.256	10.885
Change in trade payables and other payables	47.625	11.314
Other changes in working capital	774	0
	10.003	-26.177

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