Danish Bake Holding ApS

Dortheavej 10, 2400 København NV
CVR no. 38 75 07 98

Annual report 2020

Approved at the Company's annual general meeting on
Chairman:

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Danish Bake Holding ApS for the financial year 1 January - 31 December 2020.

The consolidated financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act, and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Company at 31 December 2020 and of the results of the Group's and the Company's operations and of the consolidated cash flows for the financial year 1 January - 31 December 2020.

Further, in our opinion, the Management's review gives a fair review of the development in the Group's and the Company's operations and financial matters and the results of the Group's and the Company's operations and financial position.

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

Copenhagen, 29 April 2021

Executive Board:

Jason Anthony Cotta

Board of Directors:

Henrik Brandt *Chairman*	Graham Turner	Karen Kochevar
Niels-Olof Robert Campbell Furuhjelm	Jean-Philippe Pierre Paul Barade	Tiemo Andreas Grimm

Independent auditor's report

To the shareholders of Danish Bake Holding ApS

Opinion
We have audited the consolidated financial statements and the parent company financial statements of Danish Bake Holding ApS for the financial year 1 January – 31 December 2020, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group and the Parent Company, and a consolidated statement of comprehensive income and a consolidated cash flow statement. The consolidated financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act, and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group at 31 December 2020 and of the results of the Group's operations and cash flows for the financial year 1 January – 31 December 2020 in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act.

Further, in our opinion, the parent company financial statements give a true and fair view of the financial position of the Parent Company at 31 December 2020 and of the results of the Parent Company's operations for the financial year 1 January – 31 December 2020 in accordance with the Danish Financial Statements Act.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements and the parent company financial statements" (hereinafter collectively referred to as "the financial statements") section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence
We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

Statement on the Management’s review
Management is responsible for the Management's review.
Our opinion on the financial statements does not cover the Management’s review, and we do not express any assurance conclusion thereon.

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

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

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

Management's responsibilities for the financial statements
Management is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act and for the preparation of parent company financial statements that give a true and fair view in accordance with the Danish Financial Statements Act.

Moreover, Management is responsible for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the 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 financial statements unless Management either intends to liquidate the Group or the Parent 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 financial statements

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

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

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Parent Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Parent Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Parent Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient and 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.

Copenhagen, 29 April 2021
EY
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Thomas Bruun Kofoed
State Authorised Public Accountant
mne28677

Peter Andersen
State Authorised Public Accountant
mne34313

Management's review

Key figures (for the group)

DKK 000	2020 12 months	2019 12 months	2018 12 months	2017 6 months
Revenue	927.033	1.157.446	1.000.119	300.761
Gross Profit	689.261	877.662	757.014	226.347
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	**34.245**	**141.659**	**113.189**	**23.358**
Earnings before interest, taxes, depreciation and amortisation (EBITDA) before special items	36.736	146.436	114.824	57.439
Operating profit	-161.862	-80.779	-28.812	-15.937
Financial income and financial expenses, net	-68.384	6.756	-104.655	-27.846
Profit/Loss for the year	-227.519	-69.596	-113.712	-41.687
Total assets	3.145.866	3.028.814	3.008.532	2.476.780
Total equity	1.538.680	1.566.029	929.675	1.029.326
Cash flow from operating activities	8.942	73.089	96.096	38.700
Acquisition of property, plant and equipment	-61.404	-160.965	-184.181	-55.657
Cash flows for the year	176.634	-24.680	21.470	54.493
Operating margin	-17,5%	-7,0%	-2,9%	-5,3%
Return on assets	-5,1%	-2,4%	-1,0%	0,7%
Current ratio	91,6%	35,9%	11,7%	9,7%
Equity ratio	48,4%	51,1%	30,4%	41,6%
Return on equity	-14,8%	-5,7%	-11,7%	-4,0%
Average number of employees	1.298	1.336	1.175	993
Number of stores at 31 December	119	114	98	81

Financial ratios

The financial ratios have been calculated as follows:

Operating margin	$\frac{\text{Operating profit (EBIT) x 100}}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit/loss from operating activities x 100}}{\text{Average assets}}$
Current ratio	$\frac{\text{Current assets x 100}}{\text{Current liabilities}}$
Equity ratio	$\frac{\text{Equity excl. non-controlling interests, year-end x 100}}{\text{Total equity and liabilities, year-end}}$
Return on equity	$\frac{\text{Profit/loss for the year excl. non-controlling interests x 100}}{\text{Average equity excl. non-controlling interests}}$
Profit/loss from operating activities	Operating profit excluding other operating expenses and special items

Management's review

Danish Bake Holding ApS was founded in June 2017 for the purpose of the acquisition of 100% of the shares in Danish Bake A/S through Danish Bake Group ApS.

The Group's main activities are in Lagkagehuset A/S in Denmark, Danish Bake UK Ltd. in the UK and Danish Bake NYC LLC in the US, operating our retail bakeries under the Ole & Steen, Lagkagehuset brand.

Danish Bake Holding ApS is owned by Cidron Garonne Limited (72%) and DanishBread S.à.r.l. (18%), which are controlled by Nordic Capital Fund VIII and L Catterton Europe IV, respectively. The remaining shares are treasury shares and a few key members of the company and board.

The purpose of the Group is to run a premium concept within the bakery and café segment in Denmark and internationally. The consolidated financial statements of Danish Bake Holding ApS for the period 1 January – 31 December 2020 ("the period") comprise Danish Bake Holding ApS and its subsidiaries (together referred to as "the Group").

The Group has prepared financial statements that comply with IFRS as adopted by EU applicable as at 31 December 2020, together with the comparative period data for the year ended 31 December 2019, as described in the summary of significant accounting policies.

Financial review

2020 started well for Lagkagehuset, following the plans established in late 2019. However, the arrival of COVID-19 in all our markets drove significant adverse impact to our business plan, our operating model and our commercial performance. Combinations of complete and or partial lockdowns, travel restrictions, displacement of customers and the protection of our teams and customers necessitated complete evaluation of the total business. The flexibility and agility of our teams and the loyalty of our customers has been outstanding throughout.

In Denmark given our position as a trusted baker and part of the food network, we were able to stay open and trading in most of our locations, we have had between 10-13 locations closed at any time in 2020. With of course all the controls and guidelines in place to protect the health of our teams and our customers, we have traded successfully in many stores, most notably shop in shop locations, drive thru and more residential locations. Sadly, this success has not been enough to offset the impact of the closed locations, the dramatic downturn in business travelers (impacted stores at airport and train stations) and the total loss of overseas visitors. Management has worked to secure as many jobs as possible and has used the governmental furlough schemes as required. No other funds have been accessed or financial support has been received from the state.

For our international markets starting with the UK, our London locations were closed completely for the 3 months of the first lockdown, we started a staged reopening as we entered early summer with all London location reopened by October, we have then traded safely and compliantly through being fully open including indoor dining back to takeaway and delivery only as we entered the Christmas season. For the half of our locations in more residential areas, sales have been reduced by between 20-40%, whereas office and tourist locations have been more significantly impacted by between 60-80%.

In New York, we have 3 locations, Union Square with a more residential base has remained open through 2020, the other 2 locations with customer bases almost entirely business and tourists were closed from March to September. Sales performance was back on the previous year by between 60-80%.

Given these truly unprecedented events and impacts, management has steered the organisation to an outcome that has protected jobs and livelihoods and has continued to serve our customers. Through these actions we have retained the support of our lenders. In December 2020, the credit facility was renewed by Lenders and extended to end of 2023. Our owners also remain confident in the management and the long-term growth and success of the business. In December 2020 they injected DKK 200 million to support the continued expansion across markets and in particularly in London and New York.

Management is confident of current cash holdings and cost controls, and the forecast is secured for re-opening the markets soon again and getting back to the original expansion strategy of the company.

Group revenue for the period 1 January – 31 December 2020 amounted to DKK 927 million (2019: DKK 1,157 million), while loss for the period amounted to DKK 228 million (2019: DKK 70 million). The balance sheet showed an equity of DKK 1,539 million on 31 December 2020 (2019: DKK 1,566 million). Gross profit for the period amounted to DKK 689 million (2018: DKK 878 million), and EBITDA before special items for the period amounted to DKK 37 million (2018: DKK 146 million).

In 2020, Lagkagehuset opened 3 new and closed one store in Denmark. The number of new establishments is lower than planned, as management decided to slow down expansion until COVID market conditions improve.

In 2019, it was decided to move and close all bakery areas at our Amerikavej location in Copenhagen and consolidate at Priorparken at our new state of the art bakery in order to secure quality, service level improvements and scale efficiencies. This complex change project was completed in March 2020 on time and with no impact on product quality or service levels. With the envisioned exit of the Amerikavej lease agreement in 2021, an impairment related to additional capitalised refurbishment obligation of DKK 5.5 million is included in the Annual Report 2020.

Management's review

Financial review (continued)
In London and despite the considerable challenges presented by the pandemic, we continue to build on our successful portfolio and added two new stores in 2020 all of which are performing in line with our expectations. The feedback from customers remains very positive and the roll-out of new stores in London will accelerate in 2021 with expected 5-6 new openings, which is expected to contribute further to the positive development in earnings as the post COVID-19 market conditions also improve.

In total five new stores were opened in 2020, which was significantly less than originally planned, and instead important efforts and digital investments were made across the business to secure future growth and efficiencies across the business. In particular, efforts to better serve our most loyal customers were successful and resulted in more than doubling of the member base of our loyalty customer program during 2020.

It is expected that all markets will start normalizing during second half of 2021 and end year being close to pre COVID except for specific locations like airports and heavy tourist and traffic areas which we expect to take longer to normalize.

Results for the year are considered unsatisfactory, driven purely by the extraordinary market circumstances of COVID-19. This performance and adversity have enabled us to look anew at the whole of our business and its operating model, so we have developed a new strategy plan as we closed 2020. This plan when successfully implemented in 2021 will deliver a transformation in our Danish market, starting with the store operating model, improving the customer experience whilst freeing up time for the teams to spend more time with our customers. Centralizing our ordering systems will enable maximum availability and minimum waste from our completely vertically integrated business. Building upon our artisanal skill and heritage in baking and confectionary will continue bringing truly excellent products to our customers, and finally expanding our digital footprint and loyalty customer program will bring even more value and better services to our customers. This work in totality will improve our customer experience, our team experience in Denmark. It will thereafter be implemented in London & New York and will ultimately enable an even faster pace of growth as we head into 2021 and beyond.

Non-financial matters
In Denmark, the bakery segment in 2020 was still characterized by a consumer trend moving towards more freshly and premium baked products rather than packaged products, which leads to higher growth rates within premium baked products and in particular cake. Café sales and coffee being affected by lockdowns temporarily though. Therefore, an increased share of retailers is offering non packaged bakery products in supermarkets, etc. This development combined with niche bakeries with products of very high quality and the consumers having continued focus on food quality in general entails increased requirements for bakers in terms of product quality and service.

Both in Denmark and internationally, there are consumer trends within food moving towards on-the-go solutions, which creates growth opportunities within food and coffee offerings. With the loyalty program and our App solution supporting easy use, click and collect, take away is a significant growth driver looking forward.

Financial risks
Due to its operations, investments and financing, the Group is exposed to changes in interest rates. The Company manages the Group's financial risks and liquidity, including capital sourcing and investment of surplus liquidity, centrally. Under the Group's financial policy, the risk profile is kept low to ensure that interest rate and credit risks arise only because of commercial circumstances, however COVID-19 solely had an extraordinary impact in 2020.

The Group has activities in the UK and is therefore exposed towards potential negative effects from the decision to leave the EU. So far, the Group has not experienced any negative impact from Brexit.

With the establishment in New York the Group is also influenced by the fluctuation of the US dollar, however due to the small share of the Group, the overall risk is still very limited.

Management evaluates the capital structure of The Group on an ongoing basis. At 31 December 2020, the Group's interest-bearing debt to credit institutions amounted to DKK 477 million based on an overall credit facility of DKK 550 million at 31 December 2020. Covenant requirements for the credit facility have been reported on an ongoing basis, and existing RCF was in year extended to 31 December 2023. Cash and cash equivalents amounted to DKK 222 million, there was a net debt of DKK 255 million and additional DKK 812 million in leasing liabilities and DKK 48 million in holiday accrual and other debt at 31 December 2020.

In 2020, the Group received a capital increase of DKK 200 million from the owners to further invest in the international expansion and the capital structure is considered satisfactory for the business.

Knowledge resources
For the continued growth of the Group, it is important to attract and retain highly skilled employees, including bakers, pastry chefs and store managers. To meet customers' needs and to ensure the best possible customer experience, focus is on high product quality and a high level of hospitality, which requires strong competencies of our employees, which are built up by ongoing training and education.

Impact on the external environment
The Group's activities are not considered to have significant effect on the external environment and climate, and therefore, no separate policy has been prepared in this respect. For further description, see below under 'Statutory CSR report'.

Management's review

Statutory CSR report
The Group strives to act socially responsible in a market that changes every day and has defined several focus areas that are directly linked to operations.

Environment
As part of being socially responsible, the Group strives to limit the environmental impact of the operations.

An inherent part of operating a fresh food business is the risk of food waste. Reducing food waste is thus a continuous effort without also reducing customer experience. A part of the work is carried out in stores and productions where charity organisations supporting social responsibility can pick up excess products. Moreover, certain excess products are reused in production, e.g. for rye granola, rye bread chips or semi-finished products. Assortment changes and reduction in end-of-day planograms were initiated to reduce overall waste in 2020. With the significant changes that COVID brought to the marketplace, being it general sales levels, restrictions or new habits, the relative waste to sales increased in 2020.

A large initiative was in 2020 introduced to digitalize and centralize order planning. Enabling data and projections to support the teams in matching demand and products produced better, aiming at reducing waste by 3%-p by end of 2021 versus 2020.

Making freshly baked products every day, and striving to ensure that also the last customer of the day is presented with a relevant and fresh selection, finished product waste will always be a part of operating our business. However, to further reduce food waste a cooperation with external provider Too Good To Go has been initiated in Denmark. Offering expected end of day products at very low price. Target is to save 1 million of products in 2021 and further reduce overall food waste.

Social and employee conditions
The Group employs both skilled and unskilled employees with more than 2,700 employees in total. Many apprentices are trained and educated each year, and focus is on having a great base of skilled bakers and pastry chefs in our bakeries to uphold the craftsmanship and product quality of the trade.

Our employees are our greatest assets; therefore, we work to create a safe and healthy working environment with a high level of employee satisfaction. To ensure a sound and safe working environment, the Group conducts workplace assessments for all employees in accordance with legislation, at least every third year. The outcome of the workplace assessments results in specific action plans to solve issues, if any.

An ongoing eNPS (employee satisfactory measurement) has been implemented across the group in 2020 and first reports being assembled in January 2021. The purpose of this measurement is to continuously have employees report on whether they would recommend working with us to friends and families. This is a clear message to whether we succeed in making our company the best place to work and track and report the development over time. The reporting and feedback are expected at a quarterly basis for the leaders to act and interact based on the numerical development and the comments attached.

Further a Whistleblower (WB) policy and system supported by our Code of Conduct was approved by the management and board during 2020, using an external WB platform supporting anonymous access, reporting to executive management, the Board and access to an external female representative. This is to secure that any critical matter is not restricted and reported in the best and most secure way for the employee or business partner.

The Group has assessed that there is a risk of occupational injuries and stress in both stores and bakeries. During 2020, there has been increased sickness absence of store staff, bakers and pastry staff, which has been approached via workplace assessment and local initiatives are set in to improve areas identified. COVID pandemic had a significant impact to this development.

Our focus on improving the working environment has entailed that employee job satisfaction increased in 2020. The efforts will continue now also using monthly eNPS scoring in 2021.

Anticorruption
The most material risk was found to be employees within procurement and conclusion of contracts. As the Group has a zero-tolerance policy for corruption and bribery, and to minimize the risk thereof, the central management of procurement and conclusion of contracts has been a continued focus area.

The Group have asked all contracted suppliers to sign and commit to an updated Vendor Code of Conduct (the "VCOC") which sets out the overall principles which Ole & Steen / Lagkagehuset requires Ole & Steen / Lagkagehusets employees, suppliers, and vendors ("business partners") to operate, behave and live by.

The Group has not prepared a separate human rights policy or direct climate policy, as it is assessed that Group does not have a significant effect.

Management's review

Account of the gender composition of Management
The Group's policy is to always recruit the best qualified person for a given job, and diversity is considered a strength. The Group is continuously working on harmonizing the gender composition including the gender composition of senior managers.

Currently, one out of six board members is female. The target remains to maintain the number of female board members so that at least one or more board members are female at the end of 2021.

At other management levels, the Group has more female than male managers and thus not an equal gender composition. In connection with recruitment for senior positions, we are focused on seeing candidates of both genders, but qualifications will always be the decisive factor.

By the end of 2020 female managers comprised of 71%.

Events after the balance sheet date and impact of COVID-19
The COVID-19 effects on market conditions are still influencing and reducing the customer flow in key traffic locations in Denmark, in inner London and on Manhattan and thus limiting the financial progress also in 2021. The staged reopening plan is following the governmental recommendations and only few stores has yet to reopen.

The Group feels confident that current cash holdings and cost controls are adequate, and the forecast is secured for a slow normalisation across the markets.

No other events have occurred after the balance sheet date that may materially affect the assessment of the Company's financial position.

Outlook
The Group has originally had an expectation of an increase in turnover due to innovation, loyalty program and new store openings and an improved result for 2020 compared to the 2019 result. However, in March 2020 management identified a significant negative effect of COVID-19 in the form of less sales, mainly because of the operational restrictions and needed closure of some stores.

As it is currently uncertain how this develops, it is difficult to qualify expectations for 2021, but it is Management's expectation that 2021 will improve to 2020, even if still effected hard in first half of the year.

Corporate governance
The Board of Directors and the Executive Board of Danish Bake Holding ApS continuously work to ensure that the Group's management structure and control systems are appropriate and work satisfactorily. Management regularly evaluates whether this is the case.

The framework for planning Management's duties is the Danish Companies Act, the Danish Financial Statements Act, the Company's articles of association and ethical guidelines as well as good practice for entities within the same industry. Being owned by a private equity funds, the Company complies with the Danish Venture and Private Equity Association's (DVCA) guidelines on responsible ownership and corporate governance. Internal procedures have been drawn up to ensure active, effective, and profitable management of the Group.

Shareholders
On an ongoing basis, the Board of Directors reviews whether the Group's capital structure serves the best interests of both the Company and its stakeholders. The overriding goal is to ensure a capital structure that supports long- term profitable growth.

The Company's share capital is divided into A, B, C and D shares. The D and C shares carry preferential rights to non-cash interest, equivalent to 4% and 12% p.a. (compound). The A and B shares receive the amount remaining after distribution to the D and C shares.

The Company is owned by Cidron Garonne Limited (72%) and DanishBread S.à.r.l. (18%), which are controlled by Nordic Capital Fund VIII and L Catterton Europe IV, respectively. The Board of Directors comprise independent members and representatives of Nordic Capital VIII and L Catterton Europe IV. Independent board members are Henrik Brandt (Chairman), Graham Turner and Karen Kochevar. Nordic Capital VIII is represented on the Board by Robert Furuhjelm and Tiemo Grimm, while L Catterton Europe IV is represented by Jean Philippe Barade.

The Board of Directors' duties
The Board of Directors of Danish Bake Holding ApS oversees that the Executive Board pursues the objectives, strategies and business procedures adopted by the Board of Directors. The Board of Directors receives systematic updates from the Executive Board at meetings and through written and oral reports provided on a regular basis.

The members of the Board of Directors of Danish Bake Holding ApS meet six times a year according to a fixed schedule. An annual strategy seminar is held to lay down the Company's vision, goals and strategy. In between the ordinary board meetings, the Board receives written updates on the Company's and the Group's results and financial position. Extraordinary meetings are convened as required.

Management's review

Remuneration for Management

To attract and retain managerial skills, the Executive Board and other executive officers are paid according to duties, value creation and terms in comparable entities. Their remuneration includes incentives to ensure consistency between the interests of Management and the owners, and the incentive schemes reflect both short-term and long-term goals.

Management and some of the members of the Board of Directors of Danish Bake Holding ApS and few key employees participate in the Company's investment incentive program. Treasury shares are sold and acquired as part of the incentive program.

In addition to the incentive program, certain key employees are offered performance-based bonus. Remuneration of the Executive Board and the Board of Directors is disclosed in a note to the financial statements.

Dividend policy

Dividend is distributed with due regard to the consolidation of equity required to ensure the Group's continued expansion and existing agreements with sources of financing.

The Board of Directors proposes that no dividend is paid for the financial year 2020.

Recommendations for active ownership and corporate governance for private equity funds

The Danish Venture and Private Equity Association (DVCA) has issued guidelines on responsible ownership and corporate governance for private equity funds and entities controlled by private equity funds.

These recommendations comprise guidelines on disclosures in the Management's review, including corporate governance, financial risks, employees, strategies, etc.

The guidelines have adopted a "comply or explain" approach to corporate governance that companies can follow by either complying with the recommendations or explaining why they have not complied. The Management of Danish Bake Holding ApS, as described above, generally complies with the DVCA's recommendations with the one exception that the description of projected developments in revenue and earnings is limited due to the general uncertainty relating to market developments in 2020 and for competitive reasons.

Consolidated income statement

Note	DKK 000	2020	2019
3	**Revenue**	**927.033**	**1.157.446**
	Cost of sales	-237.772	-279.784
	Gross Profit	**689.261**	**877.662**
4	Staff costs	-444.162	-523.371
5	Other external expenses	-207.823	-204.293
5	Other operating expenses	-540	-3.562
5	Special items	-2.491	-4.777
9, 10	Amortisation, depreciation and impairment	-196.107	-222.438
	Operating profit	**-161.862**	**-80.779**
6	Financial income	13.709	75.571
7	Financial expenses	-82.093	-68.815
	Profit/loss before tax	**-230.246**	**-74.023**
8	Tax for the year	2.727	4.427
	Profit/loss for the year	**-227.519**	**-69.596**
	Attributable to:		
	Equity holders of the parent	-227.136	-70.592
	Non-controlling interests	-383	996
	Profit/loss for the year	**-227.519**	**-69.596**

Consolidated statement of comprehensive income

Note	DKK 000	2020	2019
	Profit/loss for the year	**-227.519**	**-69.596**
	Other comprehensive income		
	Other comprehensive income to be reclassified to profit or loss in subsequent periods:		
	Currency translation of foreign entities	281	-1.580
	Total comprehensive income for the year	**-227.238**	**-71.176**
	Attributable to:		
	Equity holders of the parent	-226.581	-71.983
	Non-controlling interests	-657	807
	Total comprehensive income for the year	**-227.238**	**-71.176**

Consolidated balance sheet at 31 December

Note	DKK 000	2020	2019
	ASSETS		
	Non-current assets		
9	**Intangible assets**		
	Goodwill	1.417.593	1.417.593
	Brand	210.400	210.400
	Development projects	19.306	15.783
	Other acquired intangible assets	733	1.654
		1.648.032	1.645.430
10	**Property, plant and equipment**		
	Plant and machinery	126.074	136.083
	Fixtures and fittings, other plant and equipment	58.237	65.157
	Leasehold improvements	303.581	328.580
	Prepayments for property, plant and equipment	874	1.973
	Right-of-use assets	729.592	738.170
		1.218.358	1.269.963
11	**Other non-current assets**		
	Other non-current receivables	13.136	13.269
		13.136	13.269
	Total non-current assets	2.879.526	2.928.662
	Current assets		
13	Inventories	19.913	19.997
12	Trade and other receivables	14.734	14.046
	Prepayments	10.171	20.912
16	Cash	221.522	45.197
	Total current assets	266.340	100.152
	TOTAL ASSETS	3.145.866	3.028.814

Consolidated balance sheet at 31 December

Note	DKK 000	2020	2019
	EQUITY AND LIABILITIES		
	Equity		
14	Share capital	1.191	1.150
	Share premium	1.976.952	1.776.991
	Retained earnings	-453.746	-226.960
	Currency translation reserve	-1.627	-2.182
	Equity attributable to equity holders of the parent	**1.522.770**	**1.548.999**
	Non-controlling interests	15.910	17.030
	Total equity	**1.538.680**	**1.566.029**
	Non-current liabilities		
8	Deferred tax liabilities	35.123	38.284
15	Provisions	22.864	22.169
16	Debt to credit institutions	477.435	388.284
19	Lease liabilities	733.215	712.231
16	Other non-current financial liabilities	47.875	23.031
	Total Non current liabilities	**1.316.512**	**1.183.999**
	Current liabilities		
15	Provisions	6.500	1.000
19	Lease liabilities	78.437	92.237
8	Corporation tax payable	32	841
16, 17	Trade and other payables	205.705	184.708
	Total current liabilities	**290.674**	**278.786**
	Total liabilities	**1.607.186**	**1.462.785**
	TOTAL EQUITY AND LIABILITIES	**3.145.866**	**3.028.814**

Consolidated statement of changes in equity

DKK 000	Share Capital	Share Premium	Retained Earnings	Currency translation reserve	Total	Non-controlling interests	Total Equity
As at 1 January 2020	1.150	1.776.991	-226.960	-2.182	1.548.999	17.030	1.566.029
Comprehensive income for the year							
Profit/loss for the year	0	0	-227.136	0	-227.136	-383	-227.519
Other comprehensive income	0	0	0	555	555	-274	281
Total comprehensive income for the year	0	0	-227.136	555	-226.581	-657	-227.238
Transactions with owners							
Capital increase	41	199.961	0	0	200.002	0	200.002
Transfer	0	0	463	0	463	-463	0
Purchase of treasury shares	0	0	-113	0	-113	0	-113
Sale of treasury shares	0	0	0	0	0	0	0
Total transactions with owners	41	199.961	350	0	200.352	-463	199.889
At 31 December 2020	1.191	1.976.952	-453.746	-1.627	1.522.770	15.910	1.538.680

DKK 000	Share Capital	Share Premium	Retained Earnings	Currency translation reserve	Total	Non-controlling interests	Total Equity
As at 1 January 2019	1.000	1.066.181	-152.938	-413	913.830	15.845	929.675
Comprehensive income for the year							
Profit/loss for the year	0	0	-70.592	0	-70.592	996	-69.596
Other comprehensive income	0	0	0	-1.769	-1.769	189	-1.580
Total comprehensive income for the year	0	0	-70.592	-1.769	-72.361	1.185	-71.176
Transactions with owners							
Capital increase	150	710.810	0	0	710.960	0	710.960
Purchase of treasury shares	0	0	-3.430	0	-3.430	0	-3.430
Sale of treasury shares	0	0	0	0	0	0	0
Total transactions with owners	150	710.810	-3.430	0	707.530	0	707.530
At 31 December 2019	1.150	1.776.991	-226.960	-2.182	1.548.999	17.030	1.566.029

Consolidated statement of cash flows

Note	DKK 000	2020	2019
	Profit/loss for the year	-227.519	-69.596
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and impairment of property, plant and equipment	186.203	210.538
	Amortisation and impairment of intangible assets	9.904	11.900
	Gain/loss on disposal of property, plant and equipment	540	3.562
	Finance income	-13.709	-75.571
	Financial expenses	82.093	68.815
	Tax for the year	-2.727	-4.427
	Other adjustments of non cash operating items	6.195	2.750
	Cash flow from operations before changes in working capital	40.980	147.971
18	Change in working capital	31.134	-17.533
	Cash flow from operations	72.114	130.438
	Interest income, received	12.032	10.371
	Interest expenses, paid	-73.961	-68.815
	Cash flow from ordinary activities before tax	10.185	71.994
8	Income tax paid	-1.243	1.095
	Cash flow from operating activities	**8.942**	**73.089**
20	Acquisitions, business combinations	0	-1.991
10	Acquisition of intangible assets	-12.506	-10.680
10	Acquisition of property, plant and equipment	-61.404	-160.965
10	Sale of property, plant and equipment	1.714	2.821
11	Change in rental deposits	133	325
	Cash flow from investing activities	**-72.063**	**-170.490**
16	Proceeds of debt to credit institutions	89.151	128.284
16	Repayments, leases	-75.806	-70.201
16	Other non-current liabilities	26.521	18.068
15	Purchase of treasury shares	-113	-3.430
15	Cash capital increase	200.002	0
	Cash flow from financing activities	**239.755**	**72.721**
	Cash flows for the year	176.634	-24.680
	Cash and cash equivalents at 1 January	45.197	76.145
	Foreign currency translation of cash and cash equivalents	-309	-6.268
	Cash and cash equivalents 31 December	**221.522**	**45.197**

Notes to the consolidated financial statements

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The financial statements section of the annual report for the period 1 January – 31 December 2020 comprises the consolidated financial statements of Danish Bake Holding ApS and its subsidiaries (the "Group" or the "Danish Bake Holding Group"). The comparative figures cover the period 1 January – 31 December 2019.

The consolidated financial statements of Danish Bake Holding ApS have been prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional Danish disclosure requirements for financial statements prepared by large class C enterprises.

Danish Bake Holding ApS is incorporated and domiciled in Denmark.

New financial reporting standards

All new or amended standards (IFRS) and interpretations (IFRIC) as adopted by the EU and which are effective for the financial year beginning on 1 January 2020 have been adopted. The implementation of these new or amended standards and interpretations had no material impact on the financial statements. The accounting policies have been applied consistently during the financial year and for the comparative figures. For standards implemented prospectively the comparative figures are not restated.

New financial reporting standards not yet adopted

The IASB has issued a number of new or amended standards and interpretations with effective date after 31 December 2020. None of the standards are expected to have a significant effect for Danish Bake Holding ApS.

Reporting currency

The consolidated financial statements are presented in Danish kroner (DKK'000) which is the functional currency of Danish Bake Holding ApS.

Foreign currencies

For each of the reporting entities in the Group, including subsidiaries and foreign associates, a functional currency is determined. The functional currency is the currency used in the primary financial environment in which the reporting entity operates. Transactions denominated in currencies other than the functional currency are foreign currency transactions.

On initial recognition, foreign currency transactions are translated to the functional currency at the exchange rate on the transaction date. Foreign exchange differences arising between the rate on the transaction date and the rate on the date of settlement are recognised in profit or loss as financial income or financial expenses.

At the end of a reporting period, receivables and payables and other monetary items denominated in foreign currencies are translated to the functional currency at the exchange rate on the balance sheet date.

The difference between the exchange rates on the balance sheet date and on the date the receivable or payable was recognised in the latest reporting period is recognised in profit or loss as financial income or financial expenses.

In the consolidated financial statements, the statements of comprehensive income of Group entities with a functional currency other than DKK are translated at the exchange rate on the transaction date, and the balance sheet items are translated at closing rates. An average exchange rate for each month is used as the exchange rate at the transaction date in so far as this does not significantly distort the presentation of the underlying transactions. Foreign exchange differences arising on translation to the DKK presentation currency are recognised in other comprehensive income (OCI) in a separate translation reserve under equity. On disposal of a reporting entity, the component of other comprehensive income relating to that particular reporting entity is reclassified to profit or loss.

Control

The consolidated financial statements comprise the Parent Company and subsidiaries controlled by the Parent Company. Control means a parent company’s power to direct a subsidiary’s financial and operating policy decisions. Besides the above power, the parent company should also be able to yield a return from its investment.

In assessing if the parent company controls an entity, de facto control is taken into consideration as well.

The existence of potential voting rights which may currently be exercised or converted into additional voting rights is considered when assessing if an entity can become empowered to direct another entity’s financial and operating decisions.

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Preparation of consolidated financial statements

The consolidated financial statements are prepared as a consolidation of the parent company's and the individual subsidiaries' financial statements, which are prepared according to the Group's accounting policies. On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends, and realised and unrealised gains on intra-group transactions are eliminated. Unrealised gains on transactions with associates are eliminated in proportion to the Group's interest in the entity. Unrealised losses are eliminated in the same way as unrealised gains if they do not reflect impairment.

In the consolidated financial statements, the accounting items of subsidiaries are recognised in full. Non-controlling interests' share of the profit/loss for the year and of the equity of subsidiaries which are not wholly-owned are included in the Group's profit/loss and equity, respectively, but are disclosed separately.

Acquisitions and disposals of non-controlling interests which are still controlled are recognised directly in equity as a transaction between shareholders.

External business combinations

Recently acquired entities are recognised in the consolidated financial statements from the date of acquisition. Entities sold or otherwise disposed of are recognised up to the date of disposal.

The date of acquisition is the date when the group actually obtains control of the acquiree.

The acquisition method is applied to the acquisition of new entities of which the Group obtains control. The acquirees' identifiable assets, liabilities and contingent liabilities are measured at fair value at the date of acquisition. Identifiable intangible assets are recognised if they are separable or arise from a contractual right. Deferred tax related to the revaluations is recognised.

Positive differences (goodwill) between, on the one hand, the consideration for the acquiree, the value of non-controlling interests in the acquired entity and the fair value of any previously acquired equity investments and, on the other hand, the fair value of the assets, liabilities and contingent liabilities acquired are recognised as goodwill under "Intangible assets". Goodwill is measured at cost less any accumulated impairment losses.

Negative differences (negative goodwill) are recognised in the income statement at the date of acquisition.

Upon acquisition, goodwill is allocated to the cash-generating units, which subsequently form the basis for impairment testing. Goodwill and fair value adjustments in connection with the acquisition of a foreign entity with a functional currency different from the presentation currency used in the consolidated financial statements are accounted for as assets and liabilities belonging to the foreign entity and are, on initial recognition, translated into the foreign entity's functional currency using the exchange rate at the transaction date.

The consideration paid for an entity consists of the fair value of the agreed consideration in the form of assets transferred, liabilities assumed and equity instruments issued. If part of the consideration is contingent on future events or compliance with agreed terms, such part of the consideration is recognised at fair value at the date of acquisition. Subsequent adjustments of contingent considerations are recognised in the income statement.

Where, at the date of acquisition, the identification or measurement of acquired assets, liabilities or contingent liabilities or the determination of the consideration is associated with uncertainty, initial recognition will take place on the basis of provisional amounts. If it turns out subsequently that the identification or measurement of the consideration transferred, acquired assets, liabilities or contingent liabilities was incorrect on initial recognition, the statement will be adjusted retrospectively, including goodwill, until 12 months after the acquisition, and comparative figures will be restated. Hereafter, any adjustments are recognised as misstatements.

Gains or losses from disposal of subsidiaries which result in loss of control are calculated as the difference between, on the one hand, the fair value of the selling price less selling expenses and, on the other hand, the carrying amount of net assets.

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income statement

Revenue
Income from the sale of goods for resale and finished goods is recognised in revenue is recognised when a store sells the goods to the customer. Payment is usually due when the customer picks up the goods in the store.

For the customer loyalty program, a performance obligation is recognized at the date of recognition of the sale triggering the allocation of bonus point. The performance obligation is measured at the estimated fair value of the bonus point allocated. Revenue is recognized when the customer uses the bonus points.

Income from the rendering of services is recognised as revenue as the services are rendered.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Cost of sales
Cost of sales includes the cost of goods used in generating the year's revenue.

Staff costs
Staff costs include wages and salaries, including compensated absence and pension to the Group's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Other external expenses
Other external expenses include the year's expenses relating to the Group's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Other operating expenses
Other operating expenses comprise items of a secondary nature relative to the Group's core activities, including gains or losses on the sale of fixed assets.

Special items
Significant income and expenses which is considered non-recurring are presented in the income statement in a separate line item labelled "Special items" in order to distinguish these items from other income statement items.

Amortisation/depreciation
The item comprises amortisation/depreciation of intangible assets and property, plant and equipment, as well as any impairment losses recognised for these assets during the period.

The basis of amortisation, which is calculated as cost less any residual value, is amortised on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Acquired intangible assets, 5-10 years
Goodwill, indefinite
Brand, indefinite

The residual value is determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further amortisation charges are recognised. In case of changes in the residual value, the effect on the amortisation charges is recognised prospectively as a change in accounting estimates.

The basis of depreciation, which is calculated as cost less any residual value, is depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Plant and machinery, 5-15 years
Fixtures and fittings, other plant and equipment, 3-5 years
Leasehold improvements, 10 years
Right-of-use assets, up to 20 years

The residual value is determined at the time of acquisition and are reassessed every year. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised. In case of changes in the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial income and expenses
Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Tax for the year
The parent company is covered by the Danish rules on mandatory joint taxation of the Group's Danish subsidiaries. Subsidiaries are included in the joint taxation arrangement from the date at which they are included in the consolidated financial statements and up to the date when they are no longer consolidated.

The parent company acts as management company for the joint taxation arrangement and consequently settles all corporate income tax payments with the tax authorities.

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

Tax for the year, which comprises the current income tax charge, joint taxation contributions and deferred tax adjustments, including adjustments arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets
Acquired IP rights are measured at cost less accumulated amortisation and impairment losses.

Goodwill and brand is initially recognised at cost. Subsequently, goodwill and brand is measured at cost less accumulated impairment losses. Goodwill and brand is not amortised and impairment losses on goodwill are not reversed.

The carrying amount of goodwill is allocated to the Group's cash-generating units at the date of acquisition. Impairment is performed once a year as of 31 December or more frequently if events or changes in circumstances indicate that there is an impairment.

Separately acquired intangible assets are measured on initial recognition at cost including directly attributable costs. Intangible assets acquired in a business combination are measured at fair value at the acquisition date. Expenditures relating to internally generated intangible assets, are recognised in profit or loss when incurred.

Intangible assets with a finite useful life are amortised over their useful life and reviewed for impairment whenever there is an indication that the asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at each year end.

Intangible assets with indefinite useful lives (goodwill and brand) are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Property, plant and equipment
Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Gains or losses are calculated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses.

Right-of-use assets
The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment testing of non-current assets
The carrying amount of intangible, and property, plant and equipment and right-of-use assets is assessed for impairment on an annual basis.

The carrying amount of goodwill is allocated to the Group's cash-generating units at the date of acquisition. Impairment testing is performed once a year as of 31 December or more frequently if events or changes in circumstances indicate that there is an impairment. An impairment loss is recognised if the recoverable amount of the cash-generating unit to which goodwill has been allocated is less than the carrying amount of the cash-generating unit. Identification of cash-generating units is based on the internal financial reporting structure.

Impairment tests are conducted on assets or groups of assets when there is evidence of possible impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and expenses required to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

Receivables
Receivables are measured at amortised cost.

Write-downs on trade receivables are based on the simplified expected credit loss model. Credit loss allowances on individual receivables are provided for when objective indications of credit losses occur such as customer bankruptcy and uncertainty about the customers' ability and/or willingness to pay, etc. In addition to this, allowances for expected credit losses are made on the remaining trade receivables based on a simplified approach.

Prepayments
Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash
Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Equity
Currency translation reserve
Foreign exchange differences arising on translation of Group entities to the DKK presentation currency are recognised in other comprehensive income (OCI) in a separate currency translation reserve under equity. On disposal of a reporting entity, the component of other comprehensive income relating to that particular reporting entity is reclassified to profit or loss.

Share premium
Share premium can be used for dividend.

Treasury shares
Purchases and sales of treasury shares are taken directly to equity under "Retained earnings".

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.
Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

As management company for all the entities in the joint taxation arrangement, the parent company is liable for payment of the subsidiaries' income taxes vis à vis the tax authorities as the subsidiaries pay their joint taxation contributions. Joint taxation contributions payable or receivable are recognised in the balance sheet as income tax receivables or payables.

Liabilities

The Group's liabilities include provisions, lease liabilities, trade and other payables, credit facilities and convertible loans. Liabilities are classified as current if they fall due for payment within one year or earlier. If this condition is not met, they are classified as non-current liabilities. Non-current liabilities include earn-out amounts and other liabilities.

Provisions

Provisions relates to refurbishment obligations relating to the Group's leased premises. The refurbishment obligation is calculated as the present value of the estimated net costs of refurbishment when leased premises are vacated. This will occur no earlier than the end of the expected useful life.

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Trade and other payables

Trade payables are obligations to pay for goods or services acquired in the normal course of business. Trade payables are initially reported at fair value and, subsequently, at amortised cost using the effective interest method.

Other payables comprise amounts owed to staff, including wages, salaries and holiday pay; amounts owed to the public authorities, including taxes payable and VAT.

Credit facilities

Debt to credit institutions are at initial recognition measured at fair value less transaction cost and subsequently measured at amortised cost.

Convertible loans

Convertible loans are broken down into a liability element and an equity element based on the relevant instrument of debt. On initial recognition, the liability is recognised at the fair value of a similar liability without a conversion right. The remaining amount of the convertible loan is recognised as equity. On subsequent recognition, the liability is measured at amortised cost until converted or repaid. The equity element is not remeasured after initial recognition.

Notes to the consolidated financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair value measurement

The Group uses the fair value concept in connection with certain disclosure requirements and for recognition of financial instruments. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date ("exit price").

The fair value is a market-based and not an entity-specific measurement. The entity uses the assumptions that the market participants would use for the pricing of the asset or liability based on the current market conditions, including risk assumptions. The entity's purpose of holding the asset or settling the liability is thus not taken into account when the fair value is determined.

The fair value measurement is based on the principal market. If a principal market does not exist, the measurement is based on the most advantageous market, i.e. the market that maximises the price of the asset or liability less transaction and transport costs.

All assets and liabilities measured at fair value, or in respect of which the fair value is disclosed, are categorised into levels within the fair value hierarchy based on the lowest level input that is significant to the entire fair value measurement, see below:

Level 1: Quoted priced in an active market for identical assets or liabilities

Level 2: Inputs other than quoted prices included in Level 1 that are observable either directly or indirectly

Level 3: Inputs that are not based on observable market data (valuation techniques that use inputs that are not based on observable market data)

Cash flow statement

The cash flow statement shows the Group's net cash flows broken down according to operating, investing and financing activities, the year's changes in cash and cash equivalents as well as the cash and cash equivalents at the beginning and the end of the year.

Cash flows from operating activities are calculated as the profit/loss for the year adjusted for non cash operating items, changes in working capital and paid corporate income tax.

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

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

Cash and cash equivalents comprise cash, short term bank loans and short term securities which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Notes to the consolidated financial statements

2 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements and estimates

In the process of applying the Group's accounting policies, Management has made the following judgements and estimates, which have the most significant effect on the amounts recognised in the consolidated financial statements:

Goodwill and brand, Intangible assets with indefinite useful life and impairment

Goodwill and brand are expected to have an indefinite useful life and are therefore not subject to amortisation. The useful life of the brand "Lagkagehuset" is assessed to be indefinite, based on the history and strength of the brand. Management reviews this assessment annually to determine whether the indefinite life continues to be supportable.

Management reviews goodwill and brand for impairment at least once a year. This requires Management to make an estimate of the projected future cash flows from the continuing use of the cash-generating unit and also to choose a suitable discount rate for those cash flows. Management allocates the brand "Lagkagehuset" to the entity Lagkagehuset A/S. Reference is made to note 9 of the consolidated financial statements.

Refurbishment obligations

Provision covering refurbishment obligations is viewed per market and the individual lease contracts. Any estimates is based on quotes for the different types of leases or previous termination, where applicable.

Right-of-use assets

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

In calculating the present value of lease payments, the Group uses its incremental borrowing rate of 2.45% - 5.5% in the years 2019 - 2020, at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

The right-of-use assets are depreciated over the contractual lease period, up to 20 years from reporting date.

Notes to the consolidated financial statements

3 REVENUE

DKK 000	2020	2019
Revenue disaggregated based on geographical markets:		
Denmark	833.497	964.290
International	93.536	193.156
Total revenue	**927.033**	**1.157.446**

The allocation of revenue to geographical markets is disclosed. The Company only operates within one business segment, operation of bakeries. Therefore, no separate segment information has been given regarding activities.

The Group's sales to BtC customers are cash sales without any variable consideration. Payment of the transaction price is due immediately when the customer purchases the goods and takes delivery in the store, alternatively, with a few days' delay in using payment cards. A minor part of the net revenue is to BtB customers and is carried out by invoicing, thereby a receivable is recognized. Please refer to note 12 Trade and other receivables.

For the customer loyalty program, a performance obligation is recognized at the date of recognition of the sale triggering the allocation of bonus point. The performance obligation is measured at the estimated fair value of the bonus point allocated. The estimated fair value is inherently subject to some uncertainty with respect to actual future redemption. Revenue is recognized when the customer uses the bonus points, which could be in a considerable time period.

4 STAFF COSTS

DKK 000	2020	2019
Wages and salaries	399.229	466.738
Pensions, defined contribution	25.278	27.473
Other social security costs	9.379	11.988
Other staff costs	12.766	21.950
Included in special items	-2.491	-4.778
Total staff costs	**444.162**	**523.371**
Average number of full-time employees	1.298	1.336
Remuneration to Executive Board and Board of Directors*	4.368	8.335

**) For 2020 Remuneration to the Executive Board and Board of Directors have been disclosed in total in accordance with section 98 B(3) of the Danish Financial Statements Act.*

Management including selective board members and a few key employees participate in an investment programme as part of the overall incentive plan. The purpose is to ensure consistency between the interests of the Company's management, key employees and owners, and the scheme reflects both short-term and long-term goals.

Notes to the consolidated financial statements

5 EXPENSES

FEES PAID TO AUDITORS APPOINTED AT THE ANNUAL GENERAL MEETING

DKK 000	2020	2019
Fee related to statutory audit	1.084	716
Fees for tax advisory services	1.090	84
Assurance engagements	18	38
Other assistance	895	830
Total	**3.087**	**1.668**

SPECIAL ITEMS

Special Items are presented in the Income statement in a separate line item labelled ‘Special items’ in order to distinguish these items from other income statement items. Special items consists of non-recurring income and expenses in connection with acquisitions and other non-recurring cost.

DKK 000	2020	2019
Restructuring cost	2.491	4.777
Total	**2.491**	**4.777**

Restructuring cost relates to non-recurring cost in connection with changes in management for the Group and acquired companies.

OTHER OPERATING EXPENSES

DKK 000	2020	2019
Loss on the sale or scrapping of non-current assets	540	3.562
Total	**540**	**3.562**

6 FINANCIAL INCOME

DKK 000	2020	2019
Foreign exchange gains	12.030	10.372
Interest income, Parent company*	0	52.159
Other interest income	1.679	13.040
Total finance income	**13.709**	**75.571**

**) Shareholder loans were converted to Equity in 2019 and a Transfer Pricing study was performed, which lead to a adjustment of interest on shareholder loans.*

7 FINANCIAL EXPENSES

DKK 000	2020	2019
Foreign exchange losses	25.887	4.009
Interest expenses, bank	20.749	12.235
Interest on lease liabilities	25.397	42.481
Other financial expenses	10.060	10.090
Total finance expenses	**82.093**	**68.815**

Notes to the consolidated financial statements

8 INCOME TAX

Income tax is specified as follows:

DKK 000	2020	2019
Income tax is specified as follows:		
Current tax for the year	434	848
Deferred tax for the year	-3.161	-5.275
Total	**-2.727**	**-4.427**
Calculated 22% tax of the result before tax	**-50.654**	**-16.285**
Tax effect of:		
Non-taxable income	0	-14.344
Non-deductible costs	228	-1.370
Adjustments in respect of deferred tax of previous years in foreign subsidiaries	1.227	0
Not recognised deferred tax assets	45.972	26.619
Adjustment of the tax rates in foreign subsidiaries relative to the 22%	500	953
Total	**-2.727**	**-4.427**
Effective tax rate	**1,2%**	**6,0%**
Deferred tax 1 January	**38.284**	**42.458**
Adjustments of deferred tax in profit and loss	-3.161	-5.275
Other adjustments	0	1.101
Deferred tax 31 December	**35.123**	**38.284**
Deferred tax is recognised in the balance sheet as:		
Deferred tax liability	35.123	38.284
Deferred tax 31 December	**35.123**	**38.284**
Deferred tax is related to:		
Intangible assets	46.287	46.288
Property plant and equipment	-11.164	-8.004
Tax losses carried forward	0	0
Deferred tax 31 December	**35.123**	**38.284**

The group has tax losses of DKK 157.6 million (2019: DKK 19.9 million) that are available indefinitely for offsetting against future taxable profit. In 2020 the deferred tax assets have not been recognised in respect of these losses due to uncertainty in timing to offset future taxable profit. If the Group was able to recognize all unrecognized deferred tax assets the value 31 December 2020 would be DKK 68.4 million.

Notes to the consolidated financial statements

9 INTANGIBLE ASSETS

DKK 000	Goodwill	Brand	Develop-ment projects	Acquired intangible assets	Total
Cost or valuation					
At 31 December 2018	**1.415.602**	**210.400**	**23.581**	**3.253**	**1.652.836**
Additions	0	0	10.680	0	**10.680**
Acquisitions through business combinations	1.991	0	0	0	**1.991**
At 31 December 2019	**1.417.593**	**210.400**	**34.261**	**3.253**	**1.665.507**
Additions	0	0	12.506	0	12.506
At 31 December 2020	**1.417.593**	**210.400**	**46.767**	**3.253**	**1.678.013**
Amortisation and impairment					
At 31 December 2018	**0**	**0**	**7.411**	**766**	**8.177**
Amortisation for the period	0	0	11.067	833	11.900
At 31 December 2019	**0**	**0**	**18.478**	**1.599**	**20.077**
Amortisation for the period	0	0	8.983	921	9.904
At 31 December 2020	**0**	**0**	**27.461**	**2.520**	**29.981**
Carrying Value					
At 31 December 2018	1.415.602	210.400	16.170	2.487	1.644.659
At 31 December 2019	**1.417.593**	**210.400**	**15.783**	**1.654**	**1.645.430**
At 31 December 2020	**1.417.593**	**210.400**	**19.306**	**733**	**1.648.032**
Expected useful lives:	**Indefinite**	**Indefinite**	**5 years**	**5 - 10 years**	

The Group's goodwill and brand assets mainly arise from the business combinations of Danish Bake A/S and Modern Standard Coffee Ltd. as well as other asset acquisitions.

Goodwill and brand assets arising on business combinations are considered to have indefinite life and therefore not subject to amortisation, but are reviewed annually for impairment, or more frequently if there are any indicators of impairment that are noted during the year.

Cash-generating units

Goodwill from a business combination is allocated to cash-generating units in which synergies are expected to be generated from the acquisition. A cash-generating unit represents the smallest identifiable group of assets that together have cash inflows that are largely independent of the cash inflows from other assets. Management has concluded that the Group has only one cash-generating unit for impairment testing purposes, since goodwill is related to the cash flows from the Group as a whole. Therefore, impairment testing has been done at the level of one cash-generating unit.

Recoverable amount

When testing for impairment, the Group estimates a recoverable amount for goodwill and for brand assets. The recoverable amount is the higher of the asset or cash-generating unit's fair value less costs of disposal and its value in use. Fair value is measured based on level 3 - Valuation techniques.

The Group has performed an impairment test on goodwill and other intangible assets as of 31 December 2020 and 31 December 2019 on a fair value less cost to sell basis (FVLCTS). Management has based the FVLCTS by estimating the present value of future cash flows from a nine-year forecast and corresponding to the Group's budget for 2021-2023. Key parameters in the forecast are expected international establishments and rollout, growth in revenue, cost development and expected maintenance CAPEX. Management expects, that the negative impact from the COVID-19 pandemic will be gradually reduced during 2021, so that the Group's markets by the end of 2021 generally are at the level before the COVID-19 outbreak early 2020. Although stores at airport and train stations might be impacted for a longer period. Management expects to continue the expansion both at the current markets and new international locations. Management has applied a terminal value rate of 2%. The cash flows assume a discount factor of 11% for 2020 (2019: 11%). Discount factor before tax for 2020 12.6% (2019: 12.6%).

The Board of Directors has approved the inputs to the impairment testing and is satisfied that the judgements made are appropriate.

The results of the impairment tests for goodwill and brand showed that the recoverable amount exceeded the carrying value and that there was no impairment loss to be recognised.

Due to impact from COVID-19 in 2020/2021, the Management has performed a sensitivity analysis on the result of the impairment test, which shows (other things being equal) that an increase of the applied WACC with 1.0%-point will not result in impairment, and that an decrease of the applied EBITDA-margin in the terminal value with 2.6%-point will not result in impairment.

Notes to the consolidated financial statements

10 PROPERTY PLANT AND EQUIPMENT

DKK 000	Plant and machinery	Fixtures and fittings, other plant and equipment	Leasehold improve-ments	Prepay-ments for property, plant and equipment	Right-of-use assets	Total
Cost						
At 31 December 2018	**135.563**	**78.595**	**327.212**	**11.798**	**845.399**	**1.398.567**
Additions	33.561	31.967	93.464	1.973	32.449	193.414
Acquisitions through business combinations	0	0	0	0	1.692	1.692
Transferred	3.209	559	7.136	-10.904	0	0
Disposals	-3.919	-5.938	-8.270	-894	-2.657	-21.678
Reassessment	0	0	0	0	43.340	43.340
Currency translation	1.189	835	5.130	0	15.775	22.929
At 31 December 2019	**169.603**	**106.018**	**424.672**	**1.973**	**935.998**	**1.638.264**
Additions	5.354	16.856	38.751	443	72.855	134.259
Disposals	-14.097	-734	-20.639	-1.436	0	-36.906
Reassessment	0	0	0	0	39.407	39.407
Transferred	-48	-75	123		0	0
Currency translation	-1.888	-2.460	-11.489	-106	-24.108	-40.051
At 31 December 2020	**158.924**	**119.605**	**431.418**	**874**	**1.024.152**	**1.734.973**

DKK 000	Plant and machinery	Fixtures and fittings, other plant and equipment	Leasehold improve-ments	Prepay-ments for property, plant and equipment	Right-of-use assets	Total
Depreciation and impairment						
At 31 December 2018	**12.613**	**21.417**	**39.908**	**0**	**96.095**	**170.033**
Depreciation for the year	24.850	19.389	63.490	0	94.434	202.163
Impairment losses	0	0	0	0	8.375	8.375
Depreciation on disposed assets	-4.140	-237	-8.261	0	-2.657	-15.295
Currency translation	197	292	955	0	1.581	3.025
At 31 December 2019	**33.520**	**40.861**	**96.092**	**0**	**197.828**	**368.301**
Depreciation for the year	13.303	21.996	48.869	0	96.535	180.703
Impairment losses*	0	0	5.500	0	0	5.500
Depreciation on disposed assets	-13.656	-617	-20.379	0	0	-34.652
Currency translation	-317	-872	-2.245	0	197	-3.237
At 31 December 2020	**32.850**	**61.368**	**127.837**	**0**	**294.560**	**516.615**
Carrying Value						
At 31 December 2018	122.950	57.178	287.304	11.798	749.304	1.228.534
At 31 December 2019	**136.083**	**65.157**	**328.580**	**1.973**	**738.170**	**1.269.963**
At 31 December 2020	**126.074**	**58.237**	**303.581**	**874**	**729.592**	**1.218.358**
Expected useful lives:	**5 - 15 years**	**3 - 5 years**	**10 years**		**2 - 20 years**	

**) Impairment losses are a write down of assets and installations of DKK 5.5 million in connection with exit of an CPU in Copenhagen.*

Notes to the consolidated financial statements

11 OTHER NON-CURRENT ASSETS

DKK 000	Other non-current receivables
Cost or valuation	
At 31 December 2018	**13.594**
Additions	447
Acquisitions through business combinations	0
Disposals	-1.020
Currency translation	248
At 31 December 2019	**13.269**
Additions	922
Acquisitions through business combinations	0
Disposals	-716
Currency translation	-339
At 31 December 2020	**13.136**

Carrying Value	
At 31 December 2018	13.594
At 31 December 2019	**13.269**
At 31 December 2020	**13.136**

Notes to the consolidated financial statements

12 TRADE AND OTHER RECEIVABLES

DKK 000	2020	2019
Trade receivables	6.854	12.689
Other receivables	7.880	1.357
Total	**14.734**	**14.046**
Trade receivables from third-party customers	7.084	12.902
Allowance for expected credit losses	-230	-213
Total	**6.854**	**12.689**

Expected loss

The Group is according to IFRS 9 using the simplified expected credit loss model. The model implies that the expected loss over the lifetime of the asset is recognised in the profit and loss immediately and is monitored on an ongoing basis until realisation. The Group has limited overdue trade receivables and historically there has been minimal losses on trade receivables. The inputs to the expected credit loss model reflect this.

As per 31 December 2020 the Group's impairment for expected loss is included in the trade receivables.

Expected credit loss on receivables from trade receivables for 2020 can be specified as follows:

DKK 000	Expected Loss Rate	Gross Receivable	Expected loss	Net receivable
Not Due	1,7%	5.176	90	5.086
Less than 30 days	0,0%	800	0	800
Between 31 and 60 days	0,0%	603	0	603
Between 61 and 90 days	38,5%	156	60	96
Between 91 and 120 days	75,0%	20	15	5
More than 121 days	19,8%	329	65	264
Total	**3,4%**	**7.084**	**230**	**6.854**

No significant losses were recognised during 2020.

Expected credit loss on receivables from trade receivables for 2019 can be specified as follows:

DKK 000	Expected Loss Rate	Gross Receivable	Expected loss	Net receivable
Not Due	0,0%	5.614	0	5.614
Less than 30 days	0,0%	6.628	1	6.627
Between 31 and 60 days	2,1%	245	5	240
Between 61 and 90 days	15,4%	73	11	62
Between 91 and 120 days	12,8%	117	15	102
More than 121 days	80,6%	225	181	44
Total	**1,7%**	**12.902**	**213**	**12.689**

No significant losses were recognised during 2019.

Notes to the consolidated financial statements

13 INVENTORIES

DKK 000	2020	2019
Raw materials	16.572	16.593
Finished goods and goods for resale	3.341	3.404
Total	**19.913**	**19.997**

No significant write-down of inventories has been realised in 2020 and 2019.

14 SHARE CAPITAL AND TRESURY SHARES

Share capital

DKK 000	2020	2019
Share capital:		
Opening balance	1.150	1.000
Capital increase	41	150
Total	**1.191**	**1.150**

The share capital consists of 12,212,510 A shares, 72,787,490 B shares, 15,013,081 C shares and 19,057,700 D Shares of DKK 0.01 nominal value each. Each A share carries one voting right, each B share carries ten voting rights, each C share carries one voting right, and each D share carries one voting right.

Treasury shares

DKK 000	Number	Nominal value	Share of capital	Purchase/ sales sum
At 31 December 2019	**2.909.262**	**28.525**		
Purchased in the year	35.280	353	0,03%	113
At 31 December 2020	**2.944.542**	**28.878**		**113**

Treasury shares are acquired, among other reasons, to be used in the incentive plan intended for members of the Executive Board, selective board members and other key employees.

15 PROVISIONS

The provisions relates to refurbishment obligations regarding leases and premises:

DKK 000	Refurbish-ment obligations
At 31 December 2018	**20.419**
Provisions arising in the year	1.995
Unwinding of discount	275
Currency translation	480
At 31 December 2019	**23.169**
Provisions arising in the year	6.575
Unwinding of discount	249
Currency translation	-629
At 31 December 2020	**29.364**

DKK 000	2020	2019
Total current	6.500	1.000
Total non-current	22.864	22.169

Notes to the consolidated financial statements

16 FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Changes in liabilities arising from financing activities

DKK 000	1 January 2019	Business combi-nations	Cash flows	Non cash flow changes	31 December 2019
Current interest-bearing loans and borrowings	776.160	0	0	-776.160	**0**
Non-current interest-bearing loans and borrowings	260.000	0	128.284	0	**388.284**
Lease liabilities	781.971	1.692	-70.201	91.006	**804.468**
Other non-current liabilities	4.963	0	18.068	0	**23.031**
Total liabilities from financing activities	**1.823.094**	**1.692**	**76.151**	**-685.154**	**1.215.783**

DKK 000	1 January 2020	Business combi-nations	Cash flows	Non cash flow changes	31 December 2020
Current interest-bearing loans and borrowings	0	0	0	0	**0**
Non-current interest-bearing loans and borrowings	388.284	0	89.151	0	**477.435**
Lease liabilities	804.468	0	-75.806	82.990	**811.652**
Other non-current liabilities	23.031	0	26.521	-1.677	**47.875**
Total liabilities from financing activities	**1.215.783**	**0**	**39.866**	**81.313**	**1.336.962**

Contractual undiscounted cash flows:

2020	Carrying amount	Fair Value	Total	< 1 year	2 – 5 years	> 5 years
Financial liabilities:						
Financial liabilities measured at amortised costs						
Secured bank loan	477.435	477.435	515.232	0	515.232	0
Other non current financial liabilities	47.875	47.875	107.869	0	0	107.869
Trade and other payables	205.705	205.705	205.705	205.705	0	0
Total financial liabilities	**731.015**	**731.015**	**828.806**	**205.705**	**515.232**	**107.869**
Assets:						
Financial assets measured at amortised costs						
Trade and other receivables	14.734	14.734	14.734	14.734	0	0
Deposits	13.136	13.136	13.136	0	0	13.136
Cash	221.522	221.522	221.522	221.522	0	0
Total financial assets	**249.392**	**249.392**	**249.392**	**236.256**	**0**	**13.136**
Net	**481.623**	**481.623**	**579.414**	**-30.551**	**515.232**	**94.733**

Notes to the consolidated financial statements

16 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

2019	Carrying amount	Fair Value	Total	< 1 year	2 – 5 years	> 5 years
Financial liabilities:						
Financial liabilities measured at fair value						
Earn-Out consideration	3.507	3.507	3.506	1.753	1.753	0
Financial liabilities measured at amortised costs						
Secured bank loan	388.284	388.284	402.845	0	402.845	0
Other non current financial liabilities	19.524	19.524	51.906	0	0	51.906
Trade and other payables	184.708	184.708	184.708	184.708	0	0
Total financial liabilities	**596.023**	**596.023**	**642.965**	**186.461**	**404.598**	**51.906**
Assets:						
Financial assets measured at amortised costs						
Trade and other receivables	14.046	14.046	14.046	14.046	0	0
Deposits	13.269	13.269	13.269	0	0	13.269
Cash	45.197	45.197	45.197	45.197	0	0
Total financial assets	**72.512**	**72.512**	**72.512**	**59.243**	**0**	**13.269**
Net	**523.511**	**523.511**	**570.453**	**127.218**	**404.598**	**38.637**

Fair value of Earn-out consideration

Fair Value is measured based on level 3 - Valuation techniques, for which the lowest level input that is significant to the fair value measurement is unobservable. Fair Value of Earn-Out consideration is measured based on weighted probabilities of assessed possible payments discounted to present value.

Fair value

Financial liabilities consists of current/short termed liabilities and revolving credit facility. The revolving credit facility are subject to a variable interest rate. Thus, the fair value of the financial assets and liabilities measured at amortised costs is considered equal to the book value.

Financial instruments risk management, capital management

The Group's activities expose it to a variety of financial risks: market risk (including foreign currency exchange risk and interest rate risk), credit risk, and liquidity risk. The Group has established principles for overall risk management, which seek to minimise potential adverse effects on the Group's performance.

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. For the Group, market risk comprises foreign currency risk and interest rate risk.

COVID-19

Due to the unpresented event of COVID-19, the Group's activities has been impacted in 2020 and 2021 will likely be impacted as well, however not to the same extend. Despite the challenges presented by the pandemic, the Group continues to expand the portfolio across the markets post COVID-19 with the capital injection provided in 2020.

Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group´s exposure to the risk of changes in foreign exchange rates relates primarily to the Group's international operating activities. The Group's revenues and expenses are mainly denominated in DKK and GBP, with limited revenues and expenses in USD. The majority of the Group's expenses are cost of sale, employee costs, other external expenses which are denominated in the subsidiary company's functional currency and as consequence the expenses are linked with the revenue. Since revenues and expenses to a large extent are directly linked is the Group exposure to foreign currency risk limited.

The main risk are therefore deemed to the financing of the net investments in the Group's activities United Kingdom and United States. A change of 5% in the exchange rate for GBP and USD compared to DKK, will have a total effect of the result by approximately DKK 7 million before tax.

Notes to the consolidated financial statements

16 FINANCIAL ASSETS AND FINANCIAL LIABILITIES CONTINUED

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to interest rate risk arises mainly from the revolving credit facility and leases held by the Group. The Group regularly monitors its interest rate risk.

Interest rate sensitivity

The following demonstrates the sensitivity to a reasonably possible change in interest rates. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

A 0.5%-point increase in interest rates of the credit facility and the lease liabilities would, all other things being equal, impact earnings before tax negatively by DKK 5.7 million (2019: DKK 3.5 million) and equity negatively by DKK 5.7 million (2019: DKK 3.5 million).

Credit risk

The Group's sales to BtC customers are cash sales. Payment of the transaction price is due immediately when the customer purchases the goods and takes delivery in the store, alternatively, with a few days' delay in using payment cards. A minor part of the net revenue is to BtB customers and is carried out by invoicing, thereby a receivable is recognized.

The Group are using the simplified expected credit loss model according to IFRS 9. The model implies that the expected loss over the lifetime of the asset is recognised in the profit and loss immediately and is monitored on an ongoing basis until realisation. The Group has limited overdue trade receivables and historically there has been minimal losses on trade receivables. The inputs to the expected credit loss model reflects this.

Capital Management

For the purpose of the Group's capital management, capital includes issued capital, share premium, and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise shareholder value and to maintain an optimal capital structure. The Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, issue new shares or return capital to shareholders.

In order to strengthen equity, the company's capital owners made a capital increase as of 29 December 2020. The total capital increase amounts to DKK 200 million.

Credit facilities

Management evaluates the capital structure of The Group on an ongoing basis. At 31 December 2020, the Group's interest- bearing debt to credit institutions amounted to DKK 477 million based on an overall credit facility of DKK 550 million at 31 December 2020 including bank guarantees. Covenant requirements for the credit facility have been reported on an ongoing basis and in April 2020 they were waived by our lenders due to COVID-19 market challenges, up until then all conditions have been met. The credit facility was renewed in December 2020 and extended until late 2023. Cash and cash equivalents amounted to DKK 222 million, there was a net debt of a negative DKK 255 million and DKK 805 million in leasing liabilities at 31 December 2020. Unused credit facilities, amounted to approximately DKK 227 million at 31 December 2020.

Holiday accrual

The Group has utilized the new legislation in Denmark which provides an option to keep paid leave under the administration of the company, as long as the paid leave is indexed each year until the employee retire. The indexing follows the market rate and is considered to be of low risk as there is an option of volunteering repayment.

Notes to the consolidated financial statements

16 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

DKK 000	2020	2019
Financial assets at amortised cost:		
Trade receivables	6.854	12.689
Deposits	13.136	13.269
Other receivables	7.880	1.357
Total financial assets	**27.870**	**27.315**
Total current	**14.734**	**14.046**
Total non-current	**13.136**	**13.269**
Financial liabilities,		
Interest-bearing loans and borrowings:		
Secured bank loan	477.435	388.284
Other non current financial liabilities	40.645	13.720
Total interest-bearing loans and borrowings	**518.080**	**402.004**
Other financial liabilities:		
Other non current financial liabilities	7.230	9.311
Trade payables	126.002	123.193
Other payables	79.703	61.515
Total other financial liabilities	**212.935**	**194.019**
Total current	**205.705**	**184.708**
Total non-current	**525.310**	**411.315**

Secured bank loan

This loan has been utilised from the revolving credit facility with the bank, with a total facility as of 31 December 2020 of DKK 550 million (2019: DKK 550 million). The agreement expires in December 2023. The agreement includes covenants.

This facility has an interest rate range of CIBOR+ (2.75% - 4.75%) and is secured by the shares of Danish Bake A/S and Lagkagehuset A/S.

17 TRADE AND OTHER PAYABLES

DKK 000	2020	2019
Trade payables	126.002	123.193
Other payables	79.703	61.515
Total	**205.705**	**184.708**

18 CHANGE IN NET WORKING CAPITAL

DKK 000	2020	2019
Change in inventories	84	-2.604
Change in receivables	10.053	-6.751
Change in trade and other payables	20.997	-8.178
Total change in working capital	**31.134**	**-17.533**

Notes to the consolidated financial statements

19 LEASING

DKK 000	Property	Equipment	Total
Leasing assets			
At 31 December 2018	**734.693**	**14.611**	**749.304**
Additions	25.781	6.668	32.449
Acquisitions through business combinations	1.692	0	1.692
Reassessment	43.664	-324	43.340
Currency translation	13.937	256	14.193
Depreciation for the period	-88.768	-5.665	-94.433
Impairment losses	-8.375	0	-8.375
At 31 December 2019	**722.624**	**15.546**	**738.170**
Additions	71.236	1.619	72.855
Acquisitions through business combinations	0	0	0
Reassessment	39.407	0	39.407
Currency translation	-24.119	-186	-24.305
Depreciation for the period	-90.646	-5.889	-96.535
Impairment losses	0	0	0
At 31 December 2020	**718.502**	**11.090**	**729.592**

Reference is made to note 2 for a description of:
- exposure to potential cash flows
- process for determining the internal borrowing rate

DKK 000	2020	2019
Leasing liabilities		
Within one year	78.437	92.237
Between one and five years	441.653	399.623
More that five years	291.562	312.608
Total leasing liabilities	811.652	804.468
Contractual undiscounted cash flows		
Within one year	96.514	116.854
Between one and five years	465.752	481.620
More that five years	294.349	346.512
Total lease payments undiscounted	856.615	944.986
Lease liabilities recognised in the balance sheet	811.652	804.468
Current liabilities	78.437	92.237
Non-current liabilities	733.215	712.231
Lease payments in the year	101.203	112.682
Interest expenses in the year related to leases	25.397	42.481
Expenses relating to lease of low value assets	0	0
Expenses relating to short-term lease	0	0
Variable lease payments (included in other external expenses)	10.736	12.257

The Group has lease contracts for rent that contains variable payments based on revenue. The terms are negotiated by management. Since revenue and variable payments are directly linked, the Group exposure to variable payments is limited.

Notes to the consolidated financial statements

20 BUSINESS COMBINATIONS

Acquisitions in 2019

On 1 February 2019, the Group acquired property, plant and equipment, leases, deposits, employees and related obligations of Søren Bager ApS. Søren Bager ApS operates one bakery store in Holte in Denmark. The purchase price amounts to DKK 2,000 thousand. The transferred consideration is paid with cash. The fair values of the identifiable assets and liabilities of Søren Bager ApS as at the date of acquisition were Goodwill 1,991 tDKK and other assets and liabilities DKK 9 thousand. The goodwill is tax deductible.

The business combination has a very limited effect on the financial statements for 2019.

Acquisitions in 2020

There has not been any business acquisitions during 2020.

21 GROUP INFORMATION

The consolidated financial statements of the Group include the following subsidiaries:

31 December 2020

Name	Ownership
Danish Bake Group ApS	100%
Danish Bake A/S	100%
Lagkagehuset A/S	100%
Danish Bake UK Ltd.	100%
Ole & Steen Coffee Ltd.*	100%
Modern Standard Coffee Ltd.*	51%
Modern Standard Coffee ApS	51%
Modern Standard Service Ltd.*	34%
Danish Bake USA Inc.	100%
Danish Bake NYC LLC	100%
Danish Bake Broadway 873 LLC	100%
Danish Bake Intercontinental LLC	100%
Danish Bake Bryant Park LLC	100%
Danish Bake Broadway 1155 LLC (Dormant)	100%
Danish Bake Production LLC	100%

**) Ole & Steen Coffee Ltd (reg. no. 11147665), Modern Standard Coffee Ltd (reg. no. 09226610) and Modern Standard Services Ltd (reg. no. 11189616) are exempt from audit requirements according to the UK Companies Act 2006, section 479A.*

The consolidated financial statements of the Group include the following subsidiaries:

31 December 2019

Name	Ownership
Danish Bake Group ApS	100%
Danish Bake A/S	100%
Lagkagehuset A/S	100%
Danish Bake UK Ltd.	100%
Ole & Steen Coffee Ltd.*	100%
Modern Standard Coffee Ltd.*	51%
Modern Standard Coffee ApS	51%
Modern Standard Service Ltd.*	34%
Danish Bake USA Inc.	100%
Danish Bake NYC LLC	100%
Danish Bake LIC Inc.(Dormant)	100%
Danish Bake Broadway 873 LLC	100%
Danish Bake Intercontinental LLC	100%
Danish Bake Bryant Park LLC	100%
Danish Bake Broadway 1155 LLC (Dormant)	100%
Danish Bake Production LLC	100%

**) Ole & Steen Coffee Ltd (reg. no. 11147665), Modern Standard Coffee Ltd (reg. no. 09226610) and Modern Standard Services Ltd (reg. no. 11189616) are exempt from audit requirements according to the UK Companies Act 2006, section 479A.*

Notes to the consolidated financial statements

22 COMMITMENTS AND CONTINGENCIES

COLLATERAL

The Group has provided the shares of the subsidiaries Danish Bake A/S and Lagkagehuset A/S as security for the revolving credit facility. As of 31 December 2020 DKK 323 million (2019: DKK 423 million) is drawn on the revolving credit facility including bank guarantees.

OTHER CONTINGENT LIABILITIES

Other contingent liabilities, DKK 29,829 thousand (2019: DKK 33,841 thousand), include the Group's bank guarantees in relation to leaseholds.

23 OTHER FINANCIAL OBLIGATIONS

No other financial obligations.

24 RELATED PARTY DISCLOSURES

The Group has registered the following shareholders with 5% or more equity interest:

- Cidron Garonne Limited, 71.63%, Esplanade ST, Heller Jersey JE2 3QA Jersey
- DanishBread S.à.r.l., 17.91%, 10, Rue Antoine Jans L-1820 Luxembourg

The Group's related parties with significant influence include the Group's Board of Directors, Executive Board and Key Management in the parent company and close family members of these persons. Related parties also include companies in which this circle of persons has significant interests.

Management remuneration are disclosed in note 4.

Loans from parent companies are disclosed in note 16, interest income and expenses are disclosed in note 6 and 7.

Purchase and sale of treasury notes are disclosed in note 14.

25 EVENTS AFTER THE REPORTING PERIOD

The COVID-19 effects on market conditions are still influencing and reducing the customer flow in key traffic locations in Denmark, in inner London and on Manhattan and thus limiting the financial progress also in 2021. The staged reopening plan is following the governmental recommendations and only few stores has yet to reopen.

The Group feels confident that current cash holdings and cost controls are adequate, and the forecast is secured for a slow normalisation across the markets.

No other events have occurred after the balance sheet date that may materially affect the assessment of the Company's financial position.

Parent company income statement

Note	DKK 000	2020	2019
	Other external expenses	-2.413	-1.224
	Gross Profit	**-2.413**	**-1.224**
3	Staff costs	-1.589	-1.588
	Operating profit	**-4.002**	**-2.812**
4	Financial income	25.947	90.484
5	Financial expenses	-67	-18
	Profit before tax	**21.878**	**87.654**
6	Tax for the year	-4.889	-4.946
	Profit for the year	**16.989**	**82.708**

Parent company balance sheet at 31 December

Note	DKK 000	2020	2019
	ASSETS		
	Non-current assets		
7	**Investments**		
	Investments in subsidiaries	1.266.431	1.066.429
		1.266.431	1.066.429
	Total non-current assets	1.266.431	1.066.429
	Current assets		
	Receivables from group entities	814.568	799.587
	Cash	3.353	1.184
	Total current assets	817.921	800.771
	TOTAL ASSETS	2.084.352	1.867.200

Parent company balance sheet at 31 December

Note	DKK 000	2020	2019
	EQUITY AND LIABILITIES		
	Equity		
8	Share capital	1.191	1.150
	Share premium account	1.976.952	1.776.991
	Retained earnings	99.722	82.846
	Total equity	**2.077.865**	**1.860.987**
	Current liabilities		
	Corporation tax payable	4.890	5.095
	Trade and other payables	1.597	1.118
	Total liabilities	**6.487**	**6.213**
	TOTAL EQUITY AND LIABILITIES	**2.084.352**	**1.867.200**

1 SIGNIFICANT ACCOUNTING POLICIES
2 SPECIAL ITEMS
9 TREASURY SHARES
10 COMMITMENTS AND CONTINGENCIES
11 RELATED PARTY DISCLOSURES
12 REMUNERATION TO EXECUTIVE BOARD AND BOARD OF DIRECTORS
13 RECOMMENDED APPROPRIATION OF PROFIT

Parent company statement of changes in equity

DKK 000	Share Capital	Share Premium	Retained Earnings	Total
Equity at 1 January 2020	**1.150**	**1.776.991**	**82.846**	**1.860.987**
Capital increase	41	199.961	0	200.002
Transfer through appropriation of profit	0	0	16.989	16.989
Purchase of treasury shares	0	0	-113	-113
Equity at 31 December 2020	**1.191**	**1.976.952**	**99.722**	**2.077.865**

Notes to the parent financial statements

1 SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The Parent company financial statements for 2020 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to medium-sized reporting class C entities.

Effective from the financial year 2020, the Company has implemented amending act no. 1716 of 27 December 2018 to the Danish Financial Statements Act. The implementation of the amending act has not affected the Company's accounting policies on recognition and measurement of assets and liabilities. The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Omission of a cash flow statement
With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement is prepared for the parent company, as its cash flows are reflected in the consolidated cash flow statement.

Reporting currency
The financial statements are presented in Danish kroner (DKK'000).

Foreign currency translation
On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.
Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to administration etc.

Staff costs
Staff costs include wages and salaries, including compensated absence and pension to the Group's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Profit from investments in subsidiaries
The item includes dividends from investments in subsidiaries and associates. Dividend distributions that either exceed the profit for the year or where the carrying amount of the investments exceeds the consolidated carrying amounts of the subsidiary's net assets will indicate impairment for which reason an impairment test will have to be conducted.

The item includes dividend received from subsidiaries.

Financial income and expenses
Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance payment of tax scheme, etc.

Tax
Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet

Investments in subsidiaries
Investments in subsidiaries and associates are measured at cost, which includes the cost of acquisition calculated at fair value plus direct costs of acquisition. If there is evidence of impairment, an impairment test is conducted. Where the carrying amount exceeds the recoverable amount, a write down is made to such lower value.

Notes to the Parent financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment testing of non-current assets
The carrying amount of investments in subsidiaries is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Receivables
Receivables are measured at amortised cost.

The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Receivables in respect of which there is no objective evidence of individual impairment are tested for objective evidence of impairment on a portfolio basis. The portfolios are primarily based on the debtors' domicile and credit ratings in line with the Company's risk management policy. The objective evidence applied to portfolios is determined based on historical loss experience.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Cash
Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Equity

Treasury shares
Purchases and sales of treasury shares are taken directly to equity under "Retained earnings".

Income taxes
Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

As management company for all the entities in the joint taxation arrangement, the parent company is liable for payment of the subsidiaries' income taxes vis à vis the tax authorities as the subsidiaries pay their joint taxation contributions. Joint taxation contributions payable or receivable are recognised in the balance sheet as income tax receivables or payables.

Notes to the Parent financial statements

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

2 SPECIAL ITEMS

In order to strengthen equity, the company's capital owners made a capital increase as of December 29, 2020. The total capital increase amounts to DKK 200,002 thousand.

Notes to the Parent financial statements

3 STAFF COSTS

DKK 000	2020	2019
Wages and salaries	-1.589	-1.588
Total staff costs	**-1.589**	**-1.588**
Average number of full-time employees	0	0

For 2019 and 2020 remuneration to the Executive Board and Board of Directors have not been disclosed in accordance with section 98 B(3) of the Danish Financial Statements Act. Refer to note 4 of the consolidated financial statements for disclosure of remuneration to Executive Board and Board of Directors.

4 FINANCIAL INCOME

DKK 000	2020	2019
Interest income, group entities	25.947	90.484
Total financial income	**25.947**	**90.484**

5 FINANCIAL EXPENSES

DKK 000	2020	2019
Interest expenses, parent company	58	0
Other financial expenses	9	18
Total financial expenses	**67**	**18**

6 TAX FOR THE YEAR

DKK 000	2020	2019
Estimated tax charge for the year	4.889	4.946
Total	**4.889**	**4.946**

7 INVESTMENTS

DKK 000	Investment in subsidiaries
Cost	
Cost at 1 January 2020	1.066.429
Additions in the year	200.002
At 31 December 2020	**1.266.431**
Carrying Value	
At 31 December 2020	**1.266.431**

Name	Country	Ownership
Danish Bake Group ApS	Denmark	100%
Danish Bake A/S	Denmark	100%
Lagkagehuset A/S	Denmark	100%
Danish Bake UK Ltd.	United Kingdom	100%
Ole & Steen Coffee Ltd.	United Kingdom	100%
Modern Standard Coffee Ltd.	United Kingdom	51%
Modern Standard Coffee ApS	Denmark	51%
Modern Standard Service Ltd.	United Kingdom	34%
Danish Bake USA Inc.	United States	100%
Danish Bake NYC LLC	United States	100%
Danish Bake Broadway 873 LLC	United States	100%
Danish Bake Intercontinental LLC	United States	100%
Danish Bake Bryant Park LLC	United States	100%
Danish Bake Broadway 1155 LLC (Dormant)	United States	100%
Danish Bake Production LLC	United States	100%

Notes to the Parent financial statements

8 SHARE CAPITAL

DKK 000	2020	2019
Share capital:		
Opening balance	1.150	1.000
Capital increase	41	150
Total	**1.191**	**1.150**

The share capital consists of 12,212,510 A shares, 72,787,490 B shares, 15,013,081 C shares and 19,057,700 D Shares of DKK 0.01 nominal value each.

Each A share carries one voting right, each B share carries ten voting rights, each C share carries one voting right, and each D share carries one voting right.

9 TREASURY SHARES

DKK 000	Number	Nominal value	Share of capital	Purchase/ sales sum
At 31 December 2019	**2.909.262**	**28.525**		
Purchased in the year	35.280	353	0,03%	113
At 31 December 2020	**2.944.542**	**28.878**		**113**

Treasury shares are acquired, among other reasons, to be used in the incentive plan intended for members of the Executive Board and other key employees.

10 COMMITMENTS AND CONTINGENCIES

COLLATERAL

The Company has provided the shares of the subsidiaries Danish Bake A/S and Lagkagehuset A/S as security for the revolving credit facility. As of 31 December 2020 DKK 323 million (2019: DKK 423 million) is drawn on the revolving credit facility including bank guarantees.

OTHER CONTINGENT LIABILITIES

As management company, the Company is jointly taxed with other Danish group entities and is jointly and severally with other jointly taxed group entities for payment of income taxes as well as withholding taxes.

The company has issued a letter of support toward the subsidiaries Ole Steen Coffee Ltd., Modern Standard Coffee Ltd., Modern Standard Service Ltd. and Modern Standard Coffee ApS, in which the company guarantees to financially support the operations of the subsidiaries until 30 September 2022.

11 RELATED PARTY DISCLOSURES

The Group has registered the following shareholders with 5% or more equity interest:

- Cidron Garonne Limited, 71.63%, Esplanade ST, Heller Jersey JE2 3QA Jersey
- DanishBread S.à.r.l., 17.91%, 10, Rue Antoine Jans L-1820 Luxembourg

The parent company applies an exemption provision in section 98c (1) of the Danish Financial Statements Act. 3, concerning transactions with related parties, as they have been made with wholly owned subsidiaries.

Refer to note 24 of the consolidated financial statements regarding the related party transactions.

12 REMUNERATION TO EXECUTIVE BOARD AND BOARD OF DIRECTORS

Refer to note 4 of the consolidated financial statements for disclosure of remuneration to Executive Board and Board of Directors.

13 RECOMMENDED APPROPRIATION OF PROFIT

DKK 000	2020	2019
Recommended appropriation of profit		
Retained earnings	16.989	82.708
Total	**16.989**	**82.708**