Ottensten A/S

Alstrup Allé 7, 8361 Hasselager

CVR no. 17 61 25 06

Annual report for the period

1 January to 31 December 2024

Adopted at the annual general meeting on 28 April 2025

Philip Baruch
Chairman

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Statement by management on the annual report

The supervisory board and executive board have today discussed and approved the annual report of Ottensten A/S for the financial year 1 January - 31 December 2024.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2024 and of the results of the company's operations for the financial year 1 January - 31 December 2024.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 28 April 2025

Executive board

Linas Daunys	Joanna Agnieszka Drzazga	Darius Uldinskas

Supervisory board

Philip Baruch chairman	Mads Hvelplund	Henrik Ottensten
Jesper Bo Jørgensen		

Independent auditor's report

To the shareholders of Ottensten A/S

Opinion

We have audited the financial statements of Ottensten A/S for the financial year 1 January - 31 December 2024, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2024 and of the results of the company's operations for the financial year 1 January - 31 December 2024 in accordance with the Danish Financial Statements Act.

Basis for Opinion

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

Management's responsibilities for the financial statements

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

In preparing the financial statements, management is responsible for assessing the company's 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 company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

Independent auditor's report

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

- Identify and assess the risks of material misstatement of the 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 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 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 company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

- Plan and perform the audit of the Financial Statements to obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business units as a basis for forming an opinion on the Financial Statements. We are responsible for the direction, supervision and review of the audit work performed. 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.

Independent auditor's report

Statement on management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether 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 management's review provides the information required under the Danish Financial Statements Act.

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

Copenhagen, 28 April 2025

Baker Tilly Denmark
Godkendt Revisionspartnerselskab
CVR no. 35 25 76 91

Peter Aagesen
State Authorised Public Accountant
mne41287

Company details

The company	Ottensten A/S Alstrup Allé 7 8361 Hasselager	
	CVR no.:	17 61 25 06
	Reporting period:	1 January - 31 December 2024
	Incorporated:	1 February 1994
	Domicile:	Aarhus
Supervisory board	Philip Baruch, chairman Mads Hvelplund Henrik Ottensten Jesper Bo Jørgensen	
Executive board	Linas Daunys Joanna Agnieszka Drzazga Darius Uldinskas	
Auditors	Baker Tilly Denmark Godkendt Revisionspartnerselskab Poul Bundgaards Vej 1, 1. 2500 Valby	

Management's review

Business review

The company's main activity is sale of industrial solutions, such as air-powered tools, as well as portable and stationary piston compressors.

The prodycets are sold to the woodworking industry, including furniture, window, packaging, and construction companies.

Part of the product range is sold through independent dealers thoughout the country.

Financial review

The company's income statement for the year ended 31 December 2024 shows a profit of DKK 8.178.559, and the balance sheet at 31 December 2024 shows equity of DKK 80.519.544.

Effective from 1 July 2024, the company has transferred its operating activities to its subsidiary Ottensten Danmark ApS, which will henceforth operate as the sales entity in Denmark under similar terms as the group’s other subsidiaries.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Income statement 1 January - 31 December

	Note	2024	2023
		DKK	DKK
Gross profit		**2.375.462**	**3.942.923**
Staff costs	1	-2.423.509	-4.225.995
Profit/loss before amortisation/depreciation and impairment losses		**-48.047**	**-283.072**
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-91.410	-98.172
Profit/loss before net financials		**-139.457**	**-381.244**
Income from investments in subsidiares		7.887.508	8.345.518
Financial income	2	502.908	240.229
Financial costs	3	-72.400	-38.709
Profit/loss before tax		**8.178.559**	**8.165.794**
Tax on profit/loss for the year		0	0
Profit/loss for the year		**8.178.559**	**8.165.794**

Recommended appropriation of profit/loss

Proposed dividend for the year	3.000.000	3.000.000
Reserve for net revaluation under the equity method	6.447.729	8.329.186
Retained earnings	-1.269.170	-3.163.392
	8.178.559	**8.165.794**

Balance sheet 31 December

	Note	2024 DKK	2023 DKK
Assets			
Other fixtures and fittings, tools and equipment	4	0	613.730
Tangible assets		**0**	**613.730**
Investments in subsidiaries	5	58.344.523	50.191.886
Fixed asset investments		**58.344.523**	**50.191.886**
Total non-current assets		**58.344.523**	**50.805.616**
Finished goods and goods for resale		0	3.248.842
Stocks		**0**	**3.248.842**
Trade receivables		0	1.411.993
Receivables from related parties		11.339.249	7.559.569
Other receivables		1.643	20.843
Prepayments		178.149	89.580
Receivables		**11.519.041**	**9.081.985**
Cash at bank and in hand		**11.221.444**	**15.390.161**
Total current assets		**22.740.485**	**27.720.988**
Total assets		**81.085.008**	**78.526.604**

Balance sheet 31 December

	Note	2024	2023
		DKK	DKK
Equity and liabilities			
Share capital		1.000.000	1.000.000
Reserve for net revaluation under the equity method		44.480.518	39.449.886
Retained earnings		32.039.026	33.308.196
Proposed dividend for the year		3.000.000	3.000.000
Equity		**80.519.544**	**76.758.082**
Trade payables		197.067	406.448
Payables to related parties		0	98.584
Other payables		368.397	1.263.490
Total current liabilities		**565.464**	**1.768.522**
Total liabilities		**565.464**	**1.768.522**
Total equity and liabilities		**81.085.008**	**78.526.604**
Contingent assets	6		
Contingent liabilities	7		
Mortgages and collateral	8		
Related parties and ownership structure	9		

Statement of changes in equity

	Share capital	Reserve for net revaluation under the equity method	Retained earnings	Proposed dividend for the year	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 1 January	1.000.000	39.449.886	33.308.196	3.000.000	76.758.082
Ordinary dividend paid	0	0	0	-3.000.000	-3.000.000
Exchange adjustment, foreign	0	-1.417.097	0	0	-1.417.097
Net profit/loss for the year	0	6.447.729	-1.269.170	3.000.000	8.178.559
Equity at 31 December	**1.000.000**	**44.480.518**	**32.039.026**	**3.000.000**	**80.519.544**

Notes

		2024	2023
		DKK	DKK
1	**Staff costs**		
	Wages and salaries	2.235.958	3.845.911
	Pensions	129.877	240.586
	Other social security costs	33.285	51.010
	Other staff costs	24.389	88.488
		2.423.509	**4.225.995**
	Number of fulltime employees on average	7	7
2	**Financial income**		
	Interest received from related parties	71.335	58.579
	Other financial income	431.573	179.731
	Exchange gains	0	1.919
		502.908	**240.229**
3	**Financial costs**		
	Other financial costs	15.491	38.709
	Exchange loss	56.909	0
		72.400	**38.709**

Notes

4 Tangible assets

	Other fixtures and fittings, tools and equipment
	DKK
Cost at 1 January	2.004.910
Additions for the year	280.000
Disposals for the year	-2.284.910
Cost at 31 December	0
Impairment losses and depreciation at 1 January	1.391.180
Depreciation for the year	91.410
Reversal of impairment and depreciation of sold assets	-1.482.590
Impairment losses and depreciation at 31 December	0
Carrying amount at 31 December	**0**

Notes

		2024	2023
		DKK	DKK
5	**Investments in subsidiaries**		
	Cost at 1 January	10.742.000	10.742.000
	Additions for the year	3.122.000	0
	Cost at 31 December	13.864.000	10.742.000
	Revaluations at 1 January	39.449.886	39.456.132
	Exchange rate adjustment	-1.417.097	1.715.720
	Profit of the year	7.903.835	8.329.186
	Received dividend	-1.456.101	-10.051.152
	Revaluations at 31 December	44.480.523	39.449.886
	Carrying amount at 31 December	**58.344.523**	**50.191.886**

Investments in subsidiaries are specified as follows:

Name	Registered office	Ownership interest
Ottensten Polska Sp. z o.o.	Poland	100%
Ottensten Latvia SIA	Latvia	100%
UAB Ottensten Lietuva	Lithuania	90%
Ottensten Eesti OÜ	Estonia	100%
Ottensten Ukraine LTD	Ukraine	70%

Notes

6 Contingent assets

The company has a tax loss carried forward of T.DKK 28,327. The nominal value of these losses is 22%, a total of T.DKK 6,232. The amount is included in the balance sheet at DKK 0 due to uncertainty of the utilization of the tax losses.

7 Contingent liabilities

The company is jointly taxed with danish parent company Ottensten Holding ApS as the management company. The company has unlimited joint and serveral liabillity.

Other contingent liabiliteis.

Lease and rental obligations include a lease obligation of T. DKK 113 in total as of 31. december 2024.

8 Mortgages and collateral

As security for the company's debt to the bank. The company's mortgage has been granted on the company's account receivable/debtors and inventory for a value of T.DKK 12,500. The book value is T.DKK 0.

9 Related parties and ownership structure

The company is included in the consolidated financial statement of the parent company Ottensten Holding ApS.

The consolidated financial statement for Ottensten Holding ApS can be obtained from Erhvervsstyrelsen.

Accounting policies

The annual report of Ottensten A/S for 2024 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2024 is presented in DKK

Pursuant to sections §110 subsection 1, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and work in progress and other operating income less costs of raw materials and consumables and other external expenses.

Accounting policies

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Expenses for raw materials and consumables

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other operating income

The item Other operating income includes items of a secondary nature relative to the company's activities, including gains on the sale of intangible assets and items of property, plant and equipment, operating losses, indemnities relating to operating losses and conflicts as well as payroll refunds. Indemnities are recognised when it is more probable than not that the company is going to be indemnified.

Other external costs

Other external costs include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees.

Depreciation, amortisation and impairment of equipment

Depreciation, amortisation comprise the year's depreciation, amortisation of equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Accounting policies

Income from investments in subsidiaries, associates and participating interests

The proportionate share of the profit/loss for the year of subsidiaries is recognised in the company's income statement after full elimination of intra-group profits/losses.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, 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

Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	3.5 years

The depreciation base is determined taking into account the asset's residual value and is reduced by any impairments. The depreciation period and residual value are determined at the time of acquisition and reviewed annually. If the residual value exceeds the asset's book value, depreciation ceases.

Investments in subsidiaries

Investments in subsidiaries are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, plus or less unrealised intra-group gains or losses and plus or less any remaining value of positive or negative goodwill stated according to the purchase method. Negative goodwill is recognised in the income statement on acquisition. Where the negative goodwill relates to contingent liabilities having been taken over, the negative goodwill is not recognised until the contingent liabilities have been settled or no longer exist.

Investments in subsidiaries and associates are measured in the parent company financial statements using the equity method.

Accounting policies

Investments in participating interests that are not associates are measured at cost in the parent company financial statements.

Associates are measured using the equity method, and participating interests that are not associates are measured at cost in the consolidated financial statements.

Investments in subsidiaries, associates and participating interests with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

Stocks

Stocks are measured at cost using the FIFO method. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

Inventories are measured at cost, which includes purchase price plus the costs regarding transport and other cost.

The net realisable value of stocks is calculated as the expected selling price less direct costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Impairment of fixed assets

Tangible fixed assets and equity interests in subsidiaries and associates are assessed annually for indications of impairment, besides depreciation. If there are indications of impairment, will an impairment test is performed for each individual asset or group of assets that generate independent cash flows. The assets are impaired to their recoverable amount, which is the higher of the present value and the net selling price (recovery price), if it is lower than the carrying amount. An impairment loss on a group of assets is allocated so that goodwill is impaired first and then the remaining assets are impaired proportionately.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets. Write-down is made to the lower of the recoverable amount and the carrying amount.

The recoverable amount is the higher of the net present value and the value in use less expected costs to sell. The net present value is determined as the present value of the anticipated net cash flows from the use of the asset or group of assets and the anticipated net cash flows from the disposal of the asset or group of assets after the end of their useful life.

Accounting policies

Receivables

Receivables are measured at amortised cost.

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 is impaired, an impairment loss for that individual asset is recognised.

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

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Equity

Reserve for Net revaluation under the equtiy Method

The reserve for net revaluation under the equity method relates to net revaluation in subsidiaries and associates in relation to cost price.
The reserve can be eliminated through losses, realization of equity interests, or changes in accounting estimates. The reserve cannot be recorded with a negative amount.

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Accounting policies

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Liabilities

Financial liabilities are recognized upon borrowing at the proceeds received after deducting transaction costs incurred. Financial liabilities are measured at amortized cost, in subsequent periods, which is the capitalized value using the effective interest rate, so that the difference between the net proceeds and the nominal value is recognized in the income statement over the life of the loan. Financial liabilities also include the capitalized lease liability on finance lease contracts.

Other debt liabilities are measured at net realizable value.

Foreign currency translation

Transactions in foreign currencies are converted at the transaction date rate on initial recognition. Exchange rate differences arising between the transaction date rate and the rate on the settlement date are recognized in the income statement as a financial item.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates 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 latest financial statements is recognised in the income statement as financial income or financial expenses.

Foreign subsidiaries considers to be independent units. Income statements are converted at an average exchange rate for the month, and balance sheet items are converted at the balance sheet date exchange rates. Exchange differences arising from the converting of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates and from the converting of income statements from average rates to the balance sheet date exchange rates are recognized directly in equity.