

ANNUAL REPORT
2019



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KEY FIGURES 2019

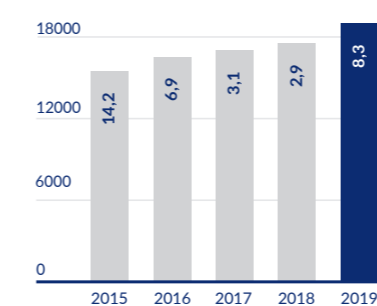
MNOK	2019	2018	2017	2016	2015	
INCOME STATEMENT						
Operating revenues	18,966.0	17,507.4	17,013.3	16,508.2	15,445.6	
EBITDA	1,106.9	896.8	915.6	972.5	964.0	
EBIT	663.8	535.0	569.6	633.9	648.4	
Profit before tax	649.1	535.1	576.6	650.3	660.1	
Net profit for the year	451.7	353.2	401.5	463.9	461.8	
BALANCE SHEET						
Non-current assets	3,028.2	2,562.3	2,490.5	2,627.6	2,705.7	
Current assets	3,566.0	2,715.3	2,940.3	2,352.1	2,451.4	
Equity	1,684.2	1,448.6	1,346.0	1,238.1	1,060.4	
Long-term liabilities	1,275.9	791.5	850.4	946.5	990.3	
Current liabilities	3,634.2	3,037.4	3,234.5	2,795.0	3,106.4	
LIQUIDITY						
Change in cash and cash equivalents	646.0	-309.5	246.9	-114.3	320.0	
KEY FIGURES						
Liquidity ratio (%)	1	98.1	89.4	90.9	84.2	78.9
Profit ratio (%)	2	3.7	3.3	3.6	4.2	4.6
Inventory turnover rate	3	6.4	7.8	7.7	7.4	7.3
Total return (%)	4	23.5	25.4	27.7	31.2	33.3
Gearing ratio (%)	5	25.5	27.4	24.8	24.9	20.6
Sales per full-time equivalent	6	6.7	6.5	6.9	6.3	6.0

DEFINITIONS - KEY FIGURES

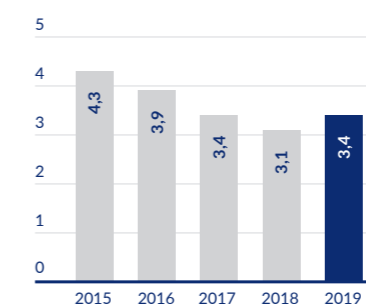
1. Current assets as a percentage of current liabilities
2. Operating profit/loss + financial income as a percentage of operating revenues
3. Operating revenues / (assets - current liabilities - deferred tax liabilities + current interest-bearing liabilities)

4. Profit ratio * inventory turnover rate
5. Equity 31 Dec * 100 / total assets
6. Operating revenues / full-time equivalents

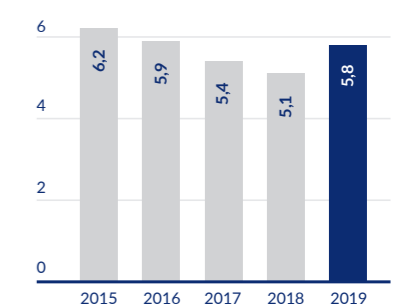
OPERATING REVENUES (MNOK)
SALES GROWTH (%)



PROFIT MARGIN BEFORE TAX (%)



OPERATING MARGIN - EBITDA (%)





VISION:

A healthier
and fresher
future

FULL-TIME EQUIVALENTS IN
THE GROUP:

2,825

Of which 841 work in foreign
businesses.

SALES IN 2019:

BNOK 19

THIS IS BAMA

BAMA is the Norwegian market leader within fruit, vegetables and other fresh produce. We have also established several businesses in the Nordic region and Europe. This offers opportunities but also confers significant responsibility in the areas where we operate.

BAMA is one of Norway's oldest privately-owned retail companies and in 2020 had been in operation for 134 years.

Our business concept is to create responsible, green growth through fresh and healthy products based on collaboration along our entire value chain.

We stimulate increased consumption and growth in all stages and act holistically along the entire value chain. To do this, we focus on planning and predictability and are flexible when it is required.

We assume responsibility for sustainable solutions that ensure good quality from field to fork and participate in all parts of society to inspire healthier lifestyles.

OUR MAIN OBJECTIVES

- Create profitable growth for our customers
- Be a growth driver in the market and increase consumption of healthy products
- Offer the most sustainable products
- Strengthen our customers' competitiveness and profitability

CORE VALUES

Our values are of major importance for our customers, partners and employees. At BAMA we must be:

- **Goal-oriented:**
We deliver growth, solutions, results and quality and can be relied on.
- **Responsible:**
We display high levels of integrity and act ethically and responsibly, internally and externally.
- **Inspiring:**
We inspire healthy lifestyles, through active engagement and communication.
- **Team players:**
We collaborate to create good solutions and contribute to a good working environment.





Moving forward, development and innovation will play a crucial role in stimulating increased production of our products and profitable growth in all areas.



A SUCCESSFUL 2019 – NEW GOALS FOR 2020

2019 was another good year for the BAMA Group. The Group posted sales of almost BNOK 19.

However, after a good start to 2020 the situation changed dramatically. The COVID-19 pandemic has created challenges for some of our Norwegian operations, as well as our European subsidiaries. Changed shopping habits, a demanding price picture, major fluctuations in demand in the international market, and a significantly weakened NOK exchange rate have all had a major impact.

However, we are now seeing a gradual easing of restrictions in Norway and the rest of Europe. Many people are returning to their former lives, including a desire to eat healthier and more short-travelled food. BAMA's strong links with Norwegian production and goal of increasing the consumption of fruit and vegetables have never been more important.

TRENDSETTER

Norwegian fruit and vegetables are important for BAMA and our customers. That's why we support Norwegian farmers and help them focus on increased production and new products and enjoy good market access. It is extremely pleasing to see interest in Norwegian food growing. Through innovation and product development we will contribute to further growth in consumption of Norwegian fruit and vegetables.

Consumers are showing significant interest in healthy food and considering ethics and sustainability when they shop. Engagement in environmental issues is higher than at any time in the last thirty years. These trends are impacting both shopping habits and eating patterns. BAMA is making good progress developing and launching products that make it quick and easy to eat healthily, and that inspire increased consumption of fruit and vegetables in line with the health authorities' recommendations. This work will continue to be a high priority in the years to come.

EXCITING ACQUISITIONS AND NEW OPPORTUNITIES

BAMA's core business is fruit and vegetables, but over the years we have expanded

in both Norway and the rest of Europe. In 2019, BAMA Nordic was established following the acquisition of Saba Fresh Cuts. The company is active in both Sweden and Finland, which has further extended BAMA's sphere of operations.

Several of our business areas in Europe are generating impressive growth. Nature's Pride in the Netherlands is a leading European player in many products. Avocados ripened by Nature's have become the Group's largest individual product.

With more companies and a stronger presence in Europe, BAMA changed its vision from "Making Norway healthier and fresher" to "A healthier and fresher future".

The Group generated sales growth of 8.3 per cent in 2019. Some of this growth is attributable to the acquisition of foreign businesses.

FURTHER GROWTH

With 2019 behind us, we must now generate new profitable growth through ongoing efficiency improvements along our entire value chain. New technology and competence development will contribute to efficient processes. Generating new growth will require us to constantly develop methods for delivering even fresher products and ensuring a high rate of innovation in line with consumers' wishes.

I would also like to emphasise the importance of sustainable solutions for the entire company. Responsible green growth, the transition to a circular economy, high product quality and use of renewable resources are the main pillars of our sustainability strategy.

Sustainability covers many things, and that's why the entire organisation is working on 23 goals to be achieved by 2024. Reducing food wastage, optimising packaging and identifying new transport methods are just some of the areas we are systematically addressing. It is also important to continue to engage in effective dialogue with our suppliers on all

continents to ensure ethical and environmentally friendly trading.

MAJOR CHALLENGES IN ALL MARKETS

Parts of the Group will be impacted by the COVID-19 situation for some time to come, and the year certainly has not turned out how we imagined. However, the major digitalisation measures we took in 2019 are now starting to bear fruit. The roll-out of our "Digital Workplace" has played a key role in enabling the entire Group to deal with the pandemic. It has helped us maintain effective collaboration across international boundaries, and with our customers and partners.

Increasing use of artificial intelligence and machine learning will present new opportunities in the years ahead, and efforts to establish a more digital business will continue in earnest.

WHAT TO EXPECT IN 2020?

The entire market is in flux. This is naturally affecting BAMA. Fruit and vegetables, freshly processed and sandwich products, flowers, drinks and new product areas. Moving forward, development and innovation will play a crucial role in stimulating increased consumption of our products and profitable growth in all areas.

Our target of "20 in 20" refers to our goal of achieving sales of BNOK 20 in 2020.

BAMA has become a major player with a solid position and significant responsibility. New, profitable growth is one of our goals going forward, which will require everyone to contribute to further development of our strong value chain collaboration and pull in the same direction.

BAMA has a talented workforce with extensive expertise. Together we must ensure good results along the entire value chain in the interest of public health and our customers.


Rüdne Flaen
CEO

THE BAMA MODEL

As the Norwegian market leader in fresh fruit, berries, vegetables, salads and potatoes, BAMA assumes significant responsibility. We must satisfy our pledge of offering the most sustainable products and to fulfil our responsibility to increase the consumption of fruit and vegetables. The Group adopts a holistic approach along the entire value chain both in Norway and abroad. The “BAMA model” describes our approach to this work.

The dynamic and value-chain-based model reflects our favoured holistic approach. Detailed planning and predictability shall secure sustainable production, increased consumption and profitability in all stages from a long-term perspective.

BAMA collaborates with skilled and innovative producers, leading development and research bodies, committed societal contributors, the authorities

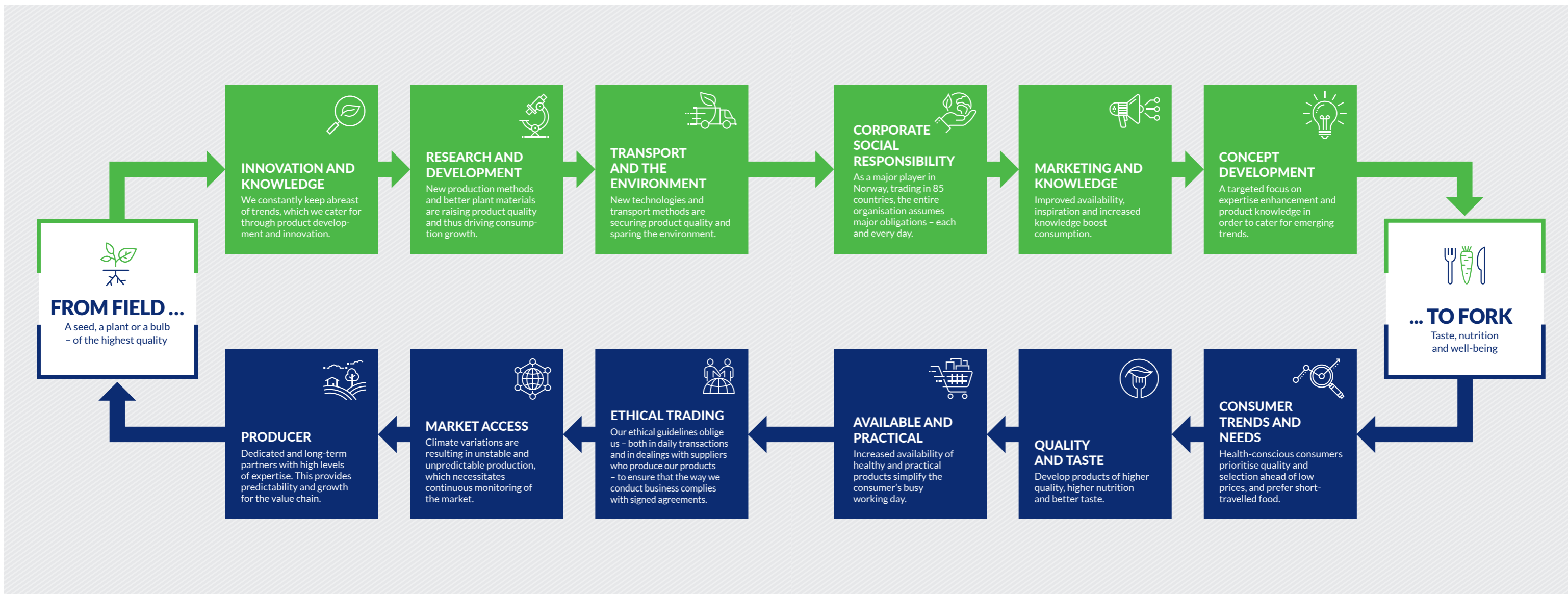
and with customers who appreciate having an abundant selection of fruit and vegetables. This allows us to develop new products, better packaging, efficient logistics solutions and targeted marketing measures.

We have made major joint investments in research and development along our entire value chain, all the way from the producer to the consumer. The BAMA model, which draws on expertise at all

stages, is a unique form of collaboration in a European context.

BAMA's most important societal task, which we perform in close collaboration with our customers, is to help to boost consumption growth in accordance with the authorities' overarching nutritional and health targets.

The BAMA model makes a significant contribution to this important work.



CORPORATE GOVERNANCE 2019

BAMA Gruppen AS is a leading company and a trend-setting social player within fresh and freshly processed fruit, vegetables, potatoes and flowers in Norway and the rest of Europe. The company operates in a global market, which entails a significant responsibility in terms of food safety and corporate social responsibility. Effective corporate governance shall contribute to increased growth, value creation and a good reputation.

CORPORATE GOVERNANCE

In accordance with the Norwegian Limited Liability Companies Act, the company's board is responsible for ensuring that the company's business and administration are properly organised. BAMA Gruppen AS is run as an autonomous and independent company. It has a group structure under which the respective business areas are constituted as independent limited companies, with own boards with corresponding responsibility for the individual companies.

CORE VALUES

BAMA Gruppen AS demands honesty and fairness in all matters relating to its business activities. In their conduct, all staff and representatives shall promote the company's core values, comply with applicable regulations and legislation at all times and perform their work in accordance with good business practice. BAMA Gruppen's ethical guidelines can be viewed at BAMA.no

BUSINESS OPERATIONS

BAMA Gruppen's Articles of Association establish that the company's objects comprise performing trading, industrial and investment business and other related activities, including participating in other companies.

BAMA's vision – "A healthier and fresher future" – gives clear guidance on the company's societal role, decisions and conduct. The company's business concept is to create responsible, green growth through fresh and healthy products,

based on collaboration along our entire value chain.

SHARE CAPITAL AND DIVIDENDS

At the end of 2019, the Group's equity totalled MNOK 1,684.2, which corresponds to an equity ratio of 25.5 per cent. The board has proposed the distribution of a dividend for the 2019 financial year in line with the Group's finance policy, which stipulates a market-based return on invested capital for the shareholders.

SHAREHOLDERS

BAMA Gruppen AS has four shareholders: NorgesGruppen ASA (45.55%), Banan II AS (33.66%), Rema Industrier AS (19.8%) and Macase AS (0.99%). The company's share capital comprises 303 shares each with a nominal value of NOK 3,000.

There is one share category and each share carries one vote.

TRADABILITY

The company's Articles of Association and shareholder agreement contain provisions on the tradability of the shares.

GENERAL MEETING

The annual general meeting is held once a year by the end of June. Notice of the general meeting, the notice's contents and publication of the agenda documents comply with the requirements laid down by the Norwegian Limited Liability Companies Act and the rules of procedure for general meetings.

CORPORATE ASSEMBLY AND BOARD OF DIRECTORS

The board comprises eight members who are elected for a term of two years. The general meeting elects the board chair. There are three employee representatives on the board. No representatives of the general management team sit on the board. The owners exercise their influence through the board and in the general meeting. The board's tasks and duties are regulated in the adopted rules of procedure for the board, including handling matters of a competition-sensitive nature relating to the company's customers. Eight board meetings were held in 2019.

In accordance with an agreement entered into with employee representative bodies, BAMA Gruppen AS has no corporate assembly.

RISK MANAGEMENT AND INTERNAL CONTROL

The company adopts a proactive approach to risk management, in which significant responsibility is delegated downwards in the organisation in line with the Group's core values. The Group's risk management is bundled in a central staff function, which monitors the various risk areas in the Group and implements ad hoc measures.

Corporate governance complies with the Norwegian Code of Practice from October 2019 where such is expedient based on the company's operations.



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BAMA's vision – "A healthier and fresher future" – gives clear guidance on the company's societal role, decisions and conduct.



REPORT FROM THE BOARD OF DIRECTORS 2019

NATURE AND LOCATION OF BUSINESS

The Group sells fresh fruit, berries, vegetables, potatoes, processed products, fresh drinks, flowers and other products with a limited shelf life. The Group is headquartered in Oslo and has divisions and subsidiaries throughout Norway. The Group also performs activities in Sweden, Finland, the Netherlands and Poland.

GOING CONCERN

The annual financial statements for 2019 have been prepared in accordance with the provisions of the Norwegian Accounting Act and generally accepted accounting practice in Norway. The board confirms that the company fulfils all the prerequisites necessary to continue as a going concern.

WORKING ENVIRONMENT AND PERSONNEL

BAMA aims to be the most attractive employer within its own and comparable industries. The company consciously strives to create a good working environment and our annual work satisfaction survey revealed high levels of satisfaction with the workplace. BAMA has continued its "BAMA Pluss" initiative – a programme focusing on employee health and welfare. In 2019, total sickness absence for the Norwegian business amounted to 6.1 per cent, compared with 5.6 per cent the previous year.

In 2019, BAMA Gruppen AS's total sickness absence rate closed on 5.1 per cent, compared with 4.6 per cent in 2018. There were no lost-time work injuries

resulting in absence in excess of the statutory employer period in 2019.

EQUALITY AND NON-DISCRIMINATION

At the end of the year, BAMA Gruppen AS employed 620 permanent staff, comprising 138 women and 482 men. The board comprised eight members, all of whom were men. Two members of the seven-strong management group were women.

The Group employed an average of 2,825 full-time equivalents in 2019, of whom 841 worked in foreign businesses.

As an express overarching principle, the Group shall promote equality in order to ensure that everyone is afforded equal opportunities. The Group has traditionally recruited from male-dominated environments, and this continues to be the case. The percentage of women is particularly low within goods handling. We are endeavouring to raise the percentage of women in this area through better facilitation and use of technical aids. BAMA also wishes to employ more women in management positions and in future will develop measures to increase the percentage of female managers in the Group.

ENVIRONMENTAL REPORTING

BAMA assumes responsibility for the entire value chain and is a driver of more sustainable development. We make sustainability requirements of our suppliers and transporters, both in Norway and abroad. The Group affects

the external environment through transport, processing and packaging and has adopted a sustainability strategy for responsible green growth. Our most important environmental goal is to reduce food wastage, and we are making good progress towards our target of halving food wastage from 2015 to 2025. We constantly strive to improve the efficiency of our transport and reduce emissions of greenhouse gases, including by using ships and trains whenever possible.

BAMA Gruppen AS is certified as an Eco-Lighthouse. Recertification takes place every three years and 82 per cent of our Norwegian units were certified as of 31 December 2019.

FINANCIAL PERFORMANCE AND POSITION

Total consolidated sales amounted to BNOK 19.0 in 2019. This represents a year-on-year increase of BNOK 1.5 (8.3 per cent). All the Group's business areas delivered across-the-board growth.

The consolidated profit for the year after tax came in at MNOK 451.7, compared with MNOK 353.2 in 2018.

The parent company's profit for the year after tax closed on MNOK 222.0, compared with MNOK 239.0 in 2018.

The Group's financial position is satisfactory. At the reporting date, the Group had cash and cash equivalents of MNOK 1,266.7. At the end of the year, total assets amounted to BNOK 6.6, compared with BNOK 5.3 twelve months

previously. At the same date, consolidated equity totalled MNOK 1,684.2, which corresponds to an equity ratio of 25.5 per cent.

The parent company's financial position is satisfactory. At the reporting date, the parent company had cash and cash equivalents of MNOK 457.9. At the end of the year, total assets amounted to BNOK 2.8, compared with BNOK 2.6 twelve months previously. Equity in the parent company totalled MNOK 806.8, which corresponds to an equity ratio of 28.3 per cent.

The consolidated net cash flow from operating activities closed the year on MNOK 1,159.1, compared with MNOK 376.2 in 2018.

The net cash flow from operating activities in the parent company was MNOK 134.2, compared with MNOK -53.3 the previous year. Dividends and Group contributions from subsidiaries are included in financing activities.

The World Health Organization declared the Coronavirus outbreak a global public health emergency on 30 January 2020 and a global pandemic on 11 March 2020. The economic consequences of the outbreak constitute events after the reporting date for the 2019 financial statements and have negatively impacted parts of BAMA. The HoReCa, Service Market, Industry and Flowers business areas in particular experienced sales reductions as a result of the Coronavirus outbreak.

In the board's opinion the presented income statement and balance sheet and associated notes provide a true and fair view of the company's and the Group's operations and position at the end of the year.

OUTLOOK

BAMA bears a significant social responsibility and shall be a model business with regard to sustainable development. As Norway's leading supplier of fruit and vegetables, we have a duty to promote healthy dietary and lifestyle choices. While many Norwegians appreciate the importance of a healthy lifestyle, on average they still only eat 3.4 of the recommended 5 a day. Only three out of ten adults get enough exercise and many have difficulty sleeping.

This makes it important for BAMA to encourage consumers to eat more plant-based food such as fruit and vegetables, to ensure sustainable consumption and healthier lifestyles. We will achieve this through measures such as effective marketing and communication, our inspiration and knowledge concept "Eat, Move, Sleep" and our "5 a day" campaigns, which we run in close collaboration with the authorities.

BAMA operates in the global market and shall be a leading premise-provider with regard to ethical trading. We have high ethical standards and collaborate with suppliers in the countries in which we trade to ensure sustainable production and development.

BAMA has a strong presence within Norwegian production. We want to inspire Norwegian consumers to choose even more Norwegian produce. BAMA works with innovative and expert producers and provides vital support for Norwegian agriculture and farmers. BAMA will continue to encourage Norwegians to eat more locally sourced food, including through the research projects we initiate and participate in and our season calendar for the consumer market.

BAMA shall continue to spearhead the development of fresh quality produce through targeted research, focusing on environmentally friendly and sustainable solutions, a strong ability to innovate and efficient purchasing and logistics solutions.

BAMA's core business is fruit and vegetables, but in recent years we have expanded our categories in several areas, both in Norway and Europe. BAMA Nordic, which was established in 2019, is active in both Sweden and Finland. The BAMA Group also has operations in the Netherlands and Poland.

Global climate changes are making it increasingly difficult to access quality products, both globally and locally. Consequently, the BAMA Group continually works with suppliers to diversify risk and satisfy demand in Norway and the other markets we operate by prioritising long-term agreements and good relationships with our producers across the world. In a world characterised by an



increasingly volatile global goods supply, a long-term approach and predictability often help to secure priority for our deliveries.

FINANCIAL RISK

The BAMA Group operates a joint finance policy for the Group's companies. This policy provides guidance on managing and limiting financial risk and defines and establishes frameworks and guidelines for operation of the finance function. The Group's objectives include securing sufficient financial leeway to achieve strategic and operating targets and supporting operations by arranging efficient financing and liquidity both locally and centrally. The Group shall endeavour to achieve a low risk profile within the framework of the finance policy.

The Group is exposed to financial risk in the form of interest rate, currency and liquidity risk. BAMA Gruppen AS's finance function is organised as a central unit which deals with ongoing follow-up and

management of the liquidity situation and financial risk. Interest rate risk primarily attaches to the NIBOR, EURIBOR and STIBOR money market interest rates, which essentially form the basis for the Group's bank deposits and borrowings. The Group's operating business is not deemed to be exposed to any interest rate risk. The Group is exposed to fluctuations in exchange rates, primarily in EUR, and hedges currency on forward purchases on an ongoing basis.

A high volume of transactions is processed at BAMA each day. Consequently, the finance policy addresses ongoing liquidity requirements through a targeted minimum level that also includes unused committed credit limits. The Group's activities make a daily contribution to liquidity, and the Group utilises a group account scheme to efficiently distribute liquidity.

The risk of bad debts within the Group's overall trade receivables portfolio is deemed to be low. The company

continually assesses the credit of and monitors customers with unpaid overdue invoices. In addition, an in-house credit department chases up overdue payments collaborating with an external debt collection company where necessary. In recent years bad debts have been low in relation to the Group's sales. The board deems the Group's liquidity to be satisfactory.

Financial risk is discussed in more detail in Note 15.

NET PROFIT AND APPROPRIATION OF THE PROFIT FOR THE YEAR

BAMA Gruppen AS posted a net profit for the year of MNOK 222.0. The board proposes a dividend of MNOK 271.0 and that MNOK 49.0 be transferred from other equity. After these transactions, as of 31 December 2019, the company had total equity of MNOK 806.8, which corresponds to an equity ratio of 28.3 per cent.

Oslo, 18 June 2020
BAMA Gruppen AS

Kristian Nergaard
Chair

Knut Hartyig Johansson

Runar Hollevik

Trond Bentestuen

Stein Aukner

Rune O. Dalsaune

Jostein Hestøy

Bjarte Gravdal

Rune Flaen
President and CEO

INCOME STATEMENT

for the period 1 Jan-31 Dec

PARENT COMPANY			GROUP		
2018	2019	NOK '000	NOTE	2019	2018
OPERATING REVENUES					
8,494,547	9,029,746	Sales revenues	1	18,887,743	17,451,857
125,601	127,412	Other operating revenues		78,266	55,565
8,620,148	9,157,158	Total operating revenues		18,966,009	17,507,422
OPERATING EXPENSES					
8,034,000	8,432,617	Cost of goods sold		13,743,422	12,994,081
479,514	512,294	Salaries and personnel costs	2.4	2,304,999	2,085,831
43,486	42,712	Depreciation and amortisation of property, plant and equipment and intangible assets	5	443,108	361,745
-10	169	Bad debts		3,440	3,457
65,954	170,499	Other operating expenses	2	1,807,224	1,527,279
8,622,944	9,158,291	Total operating expenses		18,302,193	16,972,393
-2,796	-1,133	Operating profit		663,816	535,029
FINANCIAL INCOME AND FINANCIAL EXPENSES					
256,582	213,002	Income from investments in subsidiaries	6	0	0
0	0	Income from investments in associates	6	5,831	5,453
12,248	16,951	Other financial income	3	25,570	28,940
4,819	3,036	Other financial expenses	3	46,161	34,367
264,011	226,917	Net financial items		-14,760	26
261,215	225,784	Profit before tax		649,056	535,055
22,212	3,769	Tax expense	9	197,392	181,837
239,003	222,015	NET PROFIT FOR THE YEAR		451,664	353,218
		Net income attributable to non-controlling interests		53,922	47,092
		Net income attributable to owners of the parent		397,742	306,126
TRANSFERS					
212,000	271,000	Proposed dividend			
27,003	-48,985	Transferred to other equity			
239,003	222,015	Total			

BALANCE SHEET

for the period 1 Jan–31 Dec

PARENT COMPANY		GROUP			
31 DEC 2018	31 DEC 2019	BALANCE SHEET NOK '000	NOTE	31 DEC 2019	31 DEC 2018
NON-CURRENT ASSETS					
INTANGIBLE ASSETS					
126,717	108,501	Logistics and management systems	5	168,062	135,261
0	0	Goodwill	5	302,190	133,418
70,158	68,609	Deferred tax assets	9	134,354	98,559
196,875	177,110	Total intangible assets		604,606	367,238
PROPERTY, PLANT AND EQUIPMENT					
0	0	Land	12	492,196	395,389
57,347	53,965	Buildings and construction-related fittings etc.	12	1,198,610	1,118,845
53,389	48,200	Transport means, machinery, equipment, etc.	12	647,351	581,163
110,736	102,165	Total property, plant and equipment	5	2,338,157	2,095,397
NON-CURRENT FINANCIAL ASSETS					
670,934	670,934	Investments in subsidiaries	6	0	0
1,840	1,840	Investments in associates	6	66,500	75,490
80	80	Investments in other shares and units	6	10,878	14,658
198,907	186,907	Other long-term receivables	8	8,070	9,492
871,761	859,811	Total non-current financial assets		85,448	99,640
1,179,372	1,139,086	Total non-current assets		3,028,211	2,562,275
CURRENT ASSETS					
42,929	64,795	Inventories	12	462,150	397,276
RECEIVABLES					
745,119	823,530	Trade receivables	7, 12	1,499,145	1,399,458
358,958	363,406	Other current receivables	7	338,052	297,893
1,104,077	1,186,936	Total receivables		1,837,197	1,697,351
281,909	457,934	Cash and cash equivalents	13	1,266,687	620,676
1,428,915	1,709,665	Total current assets		3,566,034	2,715,303
2,608,287	2,848,751	Total assets		6,594,245	5,277,578

PARENT COMPANY		GROUP			
31 DEC 2018	31 DEC 2019	EQUITY AND LIABILITIES NOK '000	NOTE	31 DEC 2019	31 DEC 2018
EQUITY					
PAID-IN EQUITY					
909	909	Share capital	11	909	909
356,250	356,250	Share premium		356,250	356,250
357,159	357,159	Total paid-in equity		357,159	357,159
RETAINED EARNINGS					
498,594	449,609	Other equity		1,202,313	976,470
0	0	Non-controlling interests		124,744	115,014
855,753	806,768	Total equity	10	1,684,216	1,448,643
LIABILITIES					
PROVISIONS					
101,030	87,926	Pension liabilities	4	78,208	92,828
101,030	87,926	Total provisions		78,208	92,828
OTHER LONG-TERM LIABILITIES					
0	0	Liabilities to credit institutions	12	1,197,650	692,106
0	0	Other long-term liabilities		0	6,585
0	0	Total long-term liabilities		1,197,650	698,691
CURRENT LIABILITIES					
667,076	844,282	Trade payables	7	1,247,268	1,059,630
0	1,711	Tax payable	9	185,020	89,431
163,439	170,202	Public charges payable		301,297	276,237
212,000	271,000	Proposed dividend	10	323,352	258,252
608,989	666,862	Other current liabilities	7	1,577,234	1,353,866
1,651,504	1,954,057	Total current liabilities		3,634,171	3,037,416
1,752,534	2,041,983	Total liabilities		4,910,029	3,828,935
2,608,287	2,848,751	Total equity and liabilities		6,594,245	5,277,578

STATEMENT OF CASH FLOWS

for the period 1 Jan–31 Dec

PARENT COMPANY			GROUP	
2018	2019	NOK '000	2019	2018
CASH FLOW FROM OPERATING ACTIVITIES				
261,215	225,784	Profit before tax	649,056	535,055
0	0	Tax paid for the period	-138,202	-165,036
-256,582	-213,002	Dividends/Group contributions from subsidiaries and associates recognised in income statement	-5,831	-5,453
-1,063	-1,219	Loss/gain from sale of non-current assets	-4,583	-8,435
43,486	42,712	Depreciation and amortisation	443,108	361,745
0	0	Impairment of non-current financial assets	885	0
-5,440	-21,866	Change in inventories	-64,874	-35,118
21,000	-78,411	Change in trade receivables	-99,687	-111,812
-103,782	177,206	Change in trade payables	187,638	-105,267
-21,964	-14,111	Difference between recognised pension cost and contributions/payments in pension schemes	-34,368	-34,027
9,825	17,106	Change in other accruals and prepayments	225,956	-55,448
-53,305	134,199	Net cash flow from operating activities	1,159,098	376,204
CASH FLOW FROM INVESTING ACTIVITIES				
6,290	5,294	Proceeds from sale of property, plant and equipment	33,608	18,721
-16,470	-20,000	Purchase of property, plant and equipment and intangible assets	-362,387	-254,378
0	0	Proceeds from sale of shares and units	0	6,759
0	-50	Purchase of shares and units	-254,707	-143,245
-10,180	-14,756	Net cash flow from investing activities	-583,486	-372,143
CASH FLOW FROM FINANCING ACTIVITIES				
12,000	12,000	Change in long-term receivables	1,422	-4,675
0	0	Change in long-term liabilities	326,700	-27,834
0	0	Capital injection	529	0
272,378	256,582	Dividends received	0	0
-240,000	-212,000	Dividends paid	-258,252	-281,085
44,378	56,582	Net cash flow from financing activities	70,399	-313,594
-19,107	176,025	Net change in cash and cash equivalents	646,111	-309,533
301,016	281,909	Cash and cash equivalents at start of period	620,676	930,209
		Cash and cash equivalents purchased companies	0	0
281,909	457,934	Cash and cash equivalents at end of period	1,266,687	620,676



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ACCOUNTING POLICIES

(All figures in NOK '000)

The annual financial statements have been prepared in accordance with the provisions of the Norwegian Accounting Act and generally accepted accounting practice in Norway.

REORGANISATION

All spin-offs and mergers are implemented with accounting and tax continuity.

USE OF ESTIMATES

The preparation of financial statements in accordance with the Norwegian Accounting Act requires the use of estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. Areas which make extensive use of discretionary judgements, involve a high degree of complexity, or areas where assumptions and estimates are material to the annual financial statements are described in the notes.

FOREIGN CURRENCY

Receivables and payables in foreign currencies are valued at the exchange rate at the balance sheet date.

Realised currency gains and losses relating to the goods flow are recognised under operating revenues and operating expenses.

Other currency effects are classified under financial items.

SALES REVENUES

Revenues from the sale of goods and services are recognised at the fair value of the consideration received, net of Value Added Tax, returns, rebates and other discounts. Sales of goods are recognised in income when the Group entity has delivered its products to the customer and there are no unfulfilled obligations that could affect the customer's acceptance of the delivery.

Services are recognised in income as they are performed.

TAX

The tax expense in the income statement

comprises both tax payable for the accounting period and changes in deferred tax. Deferred tax is calculated at the rate of 22 per cent (Norway) on the basis of temporary differences between the carrying amounts and tax base, as well as any tax losses carried forward at the end of the financial year. Tax-increasing and tax-reducing temporary differences that reverse or may reverse in the same period are offset.

Deferred tax assets are recognised in the balance sheet to the extent that it is probable that these may be utilised.

CLASSIFICATION AND VALUATION OF BALANCE SHEET ITEMS

Current assets and current liabilities include items that fall due for payment within one year of the time of acquisition and items relating to the goods circulation. Other items are classified as non-current assets/long-term liabilities.

Current assets are valued at the lower of cost and fair value. Current liabilities are recognised at nominal value in the balance sheet on the date they are incurred.

Long-term liabilities are recognised at nominal value in the balance sheet on the date they are incurred.

RESEARCH AND DEVELOPMENT

Development costs are recognised in the balance sheet to the extent that a future financial benefit can be identified as deriving from the development of an identifiable intangible asset and the expenses can be reliably measured. Otherwise costs are expensed on an ongoing basis.

Development costs recognised in the balance sheet are amortised on a straight-line basis over their useful economic lives. Research costs are expensed on an ongoing basis.

The cost of software and expenses relating to the implementation and adaptation of the Group's logistics and management systems

are recognised in the balance sheet and amortised on a straight-line basis over their useful economic lives.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment is recognised in the balance sheet and depreciated over its estimated useful life. Direct maintenance of operating assets is recognised under operating expenses on an ongoing basis, while improvements and upgrades are added to the operating asset's cost and depreciated in line with the asset. If the recoverable amount of the operating asset is lower than its book value, the asset is written down to its recoverable amount. The recoverable amount is the higher of the net sales value and value in use.

The value in use is the present value of the future cash flows that the asset is expected to generate.

FORWARD CONTRACTS AND INTEREST SWAPS

Forward contracts that hedge future receipts and payments in foreign currency are not recognised in the financial statements. Realised gains/losses on interest swaps are recognised in income.

SHARES IN SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

Subsidiaries are companies over which the parent company exercises control, and thus a controlling influence over the entity's financial and operating strategy, normally through ownership of more than half of the voting rights. Investments of 20–50 per cent of voting rights and significant influence are recognised as investments in associates.

Investments in subsidiaries and associates are recognised in accordance with the cost method in the single entity financial statements. The cost is increased when funds are added as a result of capital increases, or when subsidiaries receive Group contributions. Dividends received are essentially recognised as income in the income statement. Dividends that exceed

the share of retained earnings after the purchase are recognised as a cost reduction. Dividends/Group contributions from subsidiaries are recognised in the same year in which the subsidiary provides for the relevant amount.

Dividends from other companies are recognised as financial income once the dividend has been approved.

Investments in associates are recognised in the consolidated financial statements in accordance with the equity method. The application of this method results in the book value in the balance sheet corresponding to the share of the equity in the associate, adjusted for any residual excess values arising on the purchase and unrealised internal profits. The share of results in the income statement is based on the share of the result after tax in the associates, adjusted for any amortisation of excess values and unrealised profits. The share of results is recognised in the income statement under financial items.

Joint ventures are recognised in the financial statements in accordance with the gross method.

INVENTORIES

Bought-in goods are valued at the lower of cost and estimated sales price less costs to sell.

Goods produced in-house are valued at full cost of manufacture written down for potential obsolescence in accordance with generally accepted accounting practice.

RECEIVABLES

Trade and other receivables are recognised in the balance sheet at nominal value less provisions for bad debts.

Provisions for bad debts are made on the basis of individual assessments of the relevant receivables.

CURRENT INVESTMENTS

Current investments (shares and units

deemed to be current assets) are valued at market value at the balance sheet date.

Dividends and other distributions received from the companies in which investments are made are recognised in income as other financial income.

PENSIONS

The parent company and the subsidiaries are obliged to operate occupational pension schemes in accordance with the Norwegian Act on Mandatory Occupational Pension Schemes. The companies' pension schemes satisfy the requirements of the above Act and the Group operates both defined contribution and defined benefit schemes. For companies with defined contribution schemes the pension cost for the year equates to paid-in contributions.

In the case of defined benefit schemes, the pension cost and pension liabilities are calculated in accordance with the linear earnings method based on the expected final salary. The calculation is based on a number of assumptions, including those relating to discount rates, future wage adjustments, pensions and other payments from the National Insurance Scheme, the future return on pension assets and actuarial assumptions for mortality and voluntary departures. Pension assets are valued at fair value and deducted from net pension liabilities in the balance sheet. Changes in the net pension liability due to changes in pension schemes are recognised over the estimated residual vesting period.

Changes in the liability and pension assets attributable to changes and deviations in calculation assumptions (estimate changes) are allocated over the expected average residual vesting period if the deviations at the start of the year exceed 10 per cent of the higher of gross pension liabilities and pension assets.

STATEMENT OF CASH FLOWS

The statement of cash flows has been prepared in accordance with the indirect method. Cash and cash equivalents include

cash, bank deposits and other current, liquid investments.

BASIS OF CONSOLIDATION

Subsidiaries are defined as companies over which Bama Gruppen AS exercises a controlling influence by controlling more than 50 per cent of the votes, directly or indirectly.

Subsidiaries are recognised in the consolidated financial statements in accordance with the acquisition method. The consolidated financial statements are prepared as if the Group were a single economic entity.

All material transactions and intercompany balances are eliminated on consolidation. Acquired subsidiaries are recognised in the consolidated financial statements based on the parent company's cost.

Cost is allocated to identifiable assets and liabilities in the subsidiary. Any residual value in the consolidated financial statements is treated as goodwill and amortised in line with the underlying conditions. Other excess values are amortised in the consolidated financial statements over the expected lifetime of the purchased assets.

Non-controlling interests are recognised in the balance sheet on a separate line as the non-controlling interest's share of net assets and liabilities.

The non-controlling interest's share is recognised in consolidated equity.

On consolidation the balance sheets of foreign subsidiaries are translated at the closing rate, while the income statement is translated at the average rate for the period. Any material transactions are translated at the daily transaction rate.

All translation differences are recognised directly as changes in equity.

The following companies are included in the consolidated financial statements. The shareholdings reflect the Group's direct and indirect shareholdings:

PARENT COMPANY	SUBSIDIARY	REGISTERED OFFICE	SHAREHOLDING
BAMA Gruppen AS	5 Om Dagen AS	Oslo	100.00%
BAMA Gruppen AS	Rågodt AS	Oslo	100.00%
BAMA Gruppen AS	Jobbfukt AS	Oslo	100.00%
BAMA Gruppen AS	Fruktengros AS	Oslo	100.00%
BAMA Gruppen AS	BAMA International AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Invest AS	Skien	100.00%
BAMA Gruppen AS	BAMA Torgrisk AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Dagligvare AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Storkjøkken AS	Oslo	100.00%
BAMA Gruppen AS	BaRe Frukt & Grønt AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Eiendom AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Pakkerier AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Ferske Drikker AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Blomster Holding AS	Oslo	100.00%
BAMA Gruppen AS	BAMA Industri AS	Oslo	92.10%
BAMA Gruppen AS	BAMA Logistikk AS	Skien	51.04%
BAMA Gruppen AS	BaRe AS	Oslo	50.00%
BAMA Invest AS	BAMA Packaging AS	Oslo	50.10%
BAMA Pakkerier AS	Lågen Potetpakkeri AS	Steinsholt	87.37%
BAMA Pakkerier AS	Hvebergsmoen Potetpakkeri AS	Grue	67.15%
BAMA Pakkerier AS	Larvik Løk AS	Larvik	50.00%
BAMA Pakkerier AS	Mjøsgrønt AS	Stange	50.00%
BaRe Frukt & Grønt AS	BaRe Nord AS	Mo i Rana	100.00%
BaRe Frukt & Grønt AS	BaRe Frukt og Grønt Telemark AS	Skien	51.04%
BAMA Eiendom AS	Lågendalspakkeriet AS	Steinsholt	100.00%
BAMA Eiendom AS	Nyland Syd AS	Oslo	100.00%
BAMA Eiendom AS	Silovegen 10 AS	Oslo	100.00%
BAMA Eiendom AS	Nedre Rommen AS	Oslo	100.00%
BAMA Eiendom AS	BaGa Eiendom AS	Tønsberg	75.00%
BAMA Eiendom AS	Koppholen 13 AS	Oslo	100.00%
BAMA Eiendom AS	Kværnertomta AS	Oslo	100.00%
BAMA Dagligvare AS	Frukt-Grønt Spesialisten AS	Lier	93.35%
BAMA Dagligvare AS	BAMA Dagligvare Larvik AS	Larvik	61.53%
BAMA Dagligvare AS	Olav Aakre AS	Tromsø	50.00%

PARENT COMPANY	SUBSIDIARY	REGISTERED OFFICE	SHAREHOLDING
BAMA Storkjøkken AS	BAMA Storkjøkken BVT AS	Stokke	66.00%
BAMA Storkjøkken AS	BAMA Storkjøkken Oslo AS	Oslo	72.00%
BAMA Blomster Holding AS	BAMA Blomster Trading AS	Asker	100.00%
BAMA Blomster Holding AS	BAMA Blomster AS	Asker	100.00%
BAMA Blomster Holding AS	BaRe Blomster AS	Oslo	100.00%
BAMA Blomster Holding AS	Xpol B.V.	Netherlands	70.11%
BAMA Blomster AS	Lyssand Blomstersalg AS	Os	50.00%
BAMA Blomster Trading AS	BAMA Bloemen Holland B.V.	Netherlands	100.00%
BAMA Industri AS	Nordic Lunch AS	Oslo	100.00%
BAMA Logistikk AS	Sandvik Transport AS	Notodden	100.00%
BAMA Logistikk AS	K. Skovly Transport AS	Rygge	100.00%
BAMA Storkjøkken Oslo AS	Augusta Arnesen AS	Oslo	72.00%
BAMA Storkjøkken Oslo AS	Carl Heftye AS	Oslo	72.00%
BAMA Storkjøkken Oslo AS	Carl Heftye Cash & Carry AS	Oslo	72.00%
BAMA Storkjøkken Oslo AS	W. Køltzow AS	Oslo	62.35%
BAMA Invest AS	BAMA Telemark AS	Skien	51.04%
BAMA Ferske Drikker AS	Nordic Juices AS	Oslo	50.00%
BAMA International AS	Nature's Management B.V.	Netherlands	99.00%
BAMA International AS	BAMA Nordic AB	Sweden	100.00%
BAMA Nordic AB	Nordic Lunch AB	Sweden	91.00%
Nordic Lunch AB	Lillesjø Food AB	Sweden	100.00%
BAMA Nordic AB	BAMA Fresh Cuts AB	Sweden	100.00%
BAMA Nordic AB	BAMA Fresh Cuts Oy	Finland	100.00%

THE FOLLOWING REORGANISATIONS WERE IMPLEMENTED IN THE GROUP IN 2019:

BAMA International AS transferred its shareholdings in Nordic Lunch AB, Sweden (100%), Gastroba Utvecklings AB, Sweden (50%) and CQ Foods AB, Sweden (50%) as shareholder contributions to BAMA Nordic AB, Sweden. Nordic Lunch AB implemented a share swap, exchanging 9 per cent of its shares for the non-controlling interests of the subsidiary Lillesjø Food AB.

OTHER CHANGES

BAMA International AS purchased BAMA Nordic AB, Sweden (100%).
BAMA Nordic AB, Sweden purchased BAMA Fresh Cut AB, Sweden (100%) and BAMA Fresh Cut OY, Finland (100%).
BAMA Invest AS purchased a 50.1% shareholding in BAMA Packaging AS.

NOTE 1 SALES REVENUES

(ALL FIGURES IN NOK '000)

GEOGRAPHIC ALLOCATION	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Sales in Norway – Group companies	8,577,562	8,055,996	0	0
Sales in Norway – external	452,184	438,551	14,108,748	14,112,998
Rest of Europe	0	0	4,778,995	3,338,859
Total	9,029,746	8,494,547	18,887,743	17,451,857

NOTE 2 SALARIES AND PAYROLL COSTS, NUMBER OF EMPLOYEES, REMUNERATION, EMPLOYEE LOANS ETC.

SALARIES AND PAYROLL COSTS	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Salaries	360,935	317,978	1,842,224	1,645,263
Employer's national insurance contributions	60,405	66,526	272,708	257,731
Pension costs etc.	41,617	45,820	89,526	85,499
Other benefits	49,337	49,190	100,541	97,338
Total	512,294	479,514	2,304,999	2,085,831
Average number of full-time equivalents	449	450	2,825	2,701

BENEFITS PAID TO SENIOR EXECUTIVES

	CEO	THE BOARD
Salary/Directors' fees	7,635	1,050
Share of pension premium	23	0
Other benefits	186	0

The CEO has an agreement providing severance pay until the age of 67 and a bonus agreement comprising a fixed and a performance-related element. Benefits in addition to the general scheme are financed through the company's operations and are unsecured. Please refer to Note 4.

REMUNERATION PAID TO AUDITORS	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Statutory auditing	495	435	4,990	3,138
Accounting and tax consultancy	615	600	1,794	1,915
Other consultancy	369	359	960	2,046

LOANS TO EMPLOYEES

Total loans to employees amounted to NOK 4,752 in the parent company and NOK 8,377 in the Group.

NOTE 3 FINANCIAL ITEMS

OTHER FINANCIAL INCOME	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Interest income	10,531	6,429	17,498	10,753
Interest income from Group companies	6,420	5,819	0	0
Other financial income	0	0	8,071	18,187
Total other financial income	16,951	12,248	25,570	28,940

OTHER FINANCIAL EXPENSES	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Interest expenses	1,233	724	35,377	25,860
Other financial expenses	1,803	4,094	10,784	8,507
Total other financial expenses	3,036	4,819	46,161	34,367

NOTE 4 PENSIONS

The Group operates both defined contribution and defined benefit pension schemes.

The parent company operates defined benefit pension schemes covering 460 current employees and 162 pensioners. The corresponding figures for the Group are 1,426 and 284, respectively. The schemes provide the right to defined future benefits.

The new AFP scheme is a defined benefit multi-entity scheme. The companies covered by the LO-NHO agreement have an actual financial liability as a result of the agreement on the new AFP scheme. However, there is insufficient information to facilitate inclusion of the liability in the annual financial statements. Consequently, no liability has been recognised in the balance sheet in respect of the new AFP scheme.

The parent company operates a pension scheme for one employee and three pensioners that is financed from the company's operations.

	PARENT COMPANY		GROUP	
	SECURED PLAN	UNSECURED PLAN	SECURED PLAN	UNSECURED PLAN
Present value of accrued pension entitlements for the year	22,532	-5,254	48,097	-5,254
Interest expense on pension liabilities	8,538	0	15,151	0
Yield on pension assets	-11,355	0	-19,808	0
Actuarial losses/(gains) recognised in the income statement	3,352	0	2,116	0
Plan change effect and curtailment recognised in income statement	0	0	4,819	0
Share of estimate deviations from curtailed agreement	0	0	0	0
Adm. expenses, employer's national insurance contributions	4,788	0	8,457	0
Net pension costs	27,855	-5,254	58,832	-5,254
Estimated pension liabilities	-364,815	-82,584	-656,496	-84,371
Pension assets (at market value)	270,078	0	510,787	0
Actuarial losses/(gains) not recognised in the income statement	114,398	0	183,709	0
Employer's national insurance contributions	-13,358	-11,644	-20,193	-11,644
Prepaid pensions (net pension liability)	6,303	-94,228	17,808	-96,016
RECOGNISED IN THE BALANCE SHEET				
Net pension liability recognised in the balance sheet		-87,926		-78,208

ECONOMIC ASSUMPTIONS

Discount rate	1.80%
Projected yield on fund assets	4.20%
Forecast salary increase	2.25%
Expected adjustment in the National Insurance Scheme's Basic Amount (G)	2.00%
Forecast adjustment of current pension	2.00%

Standard insurance industry assumptions have been used as actuarial assumptions for demographic factors and departures.

NOTE 5 PROPERTY, PLANT AND EQUIPMENT/INTANGIBLE ASSETS

PARENT COMPANY

	INTANGIBLE ASSETS	BUILDINGS, FITTINGS, ETC.	MACH., EQUIP., TR. MEANS	TOTAL
Cost 1 Jan	320,559	92,285	151,459	564,303
Reclassification	0	0	0	0
Additions, purchased operating assets	4,661	0	15,339	20,000
Disposals	0	-27,189	-40,996	-68,185
Cost 31 Dec	325,220	65,096	125,802	516,118
Accumulated dep., amort. and impairments 31 Dec	-216,719	-11,131	-77,602	-305,451
Book value 31 Dec	108,501	53,965	48,200	210,667
Depreciation and amortisation for the year	22,877	3,382	16,452	42,712
Total depreciation and amortisation for the year				0
Useful economic life	10 years	5–25 years	3–10 years	
Depreciation/amortisation method	Straight-line	Straight-line	Straight-line	

GROUP

	LAND	BUILDINGS, FITTINGS, ETC.	MACH., EQUIP., TR. MEANS	TOTAL
Cost 1 Jan	395,389	1,805,206	1,949,907	4,150,503
Reclassification/currency adjustments	60,657	-50,713	-57,703	-47,759
Additions on purchase of Group companies	5,665	90,604	197,343	293,612
Additions	30,485	50,074	238,931	319,490
Disposals	0	-27,343	-253,105	-280,448
Cost 31 Dec	492,196	1,867,828	2,075,373	4,435,398
Accumulated dep. and impairments 31 Dec	0	-669,218	-1,428,022	-2,097,240
Book value 31 Dec	492,196	1,198,610	647,351	2,338,157
Depreciation for the year	0	76,542	200,856	277,398
Useful economic life		5–25 years	3–10 years	
Depreciation method		Straight-line	Straight-line	
Lease obligations not recognised in the balance sheet, operating assets (annual lease)		140,000		

	INTANGIBLE ASSETS	GOODWILL	TOTAL
Cost 1 Jan	346,117	485,983	832,100
Reclassification/currency adjustment	1,075	0	1,075
Additions on purchase of Group companies	19,485	302,303	321,788
Additions	42,897	0	42,897
Disposals	-492	0	-492
Cost 31 Dec	409,082	788,286	1,197,368
Accumulated amort. and impairments 31 Dec	-241,020	-486,096	-727,116
Book value 31 Dec	168,062	302,190	470,252
Amortisation for the year	30,366	135,344	165,710
Impairments for the year	0	0	0
Useful economic life	10 years	5 years	
Amortisation method	Straight-line	Straight-line	
Total amortisation for the year			443,108

NOTE 6 SHARES IN SUBSIDIARIES AND OTHER COMPANIES

Investments in subsidiaries are valued in accordance with the cost method in the parent company and written down in the event of impairments not deemed to be temporary in nature.

COMPANY NAME	REG. OFFICE	SHARE-HOLDING	VOTING SHARE	BOOK VALUE	PROFIT/LOSS 2019
Rågodt AS	Oslo	100.00%	100.00%	5,406	-6
BAMA Ferske Drikker AS	Oslo	100.00%	100.00%	12,252	7
Jobbfrukt AS	Oslo	100.00%	100.00%	13,860	39
Fruktengros AS	Oslo	100.00%	100.00%	1,150	10
BAMA Dagligvare AS	Oslo	100.00%	100.00%	340	126,987
BAMA Storkjøkken AS	Oslo	100.00%	100.00%	62,093	57,451
BaRe Frukt & Grønt AS	Oslo	100.00%	100.00%	240	77,870
BAMA Eiendom AS	Oslo	100.00%	100.00%	294,023	29,305
BAMA Pakkerier AS	Oslo	100.00%	100.00%	23,229	3,112
5 Om Dagen AS	Oslo	100.00%	100.00%	120	-8
BAMA International AS	Oslo	100.00%	100.00%	54,514	51,770
BAMA Invest AS	Oslo	100.00%	100.00%	13,175	-88
BAMA Torgfrisk AS	Oslo	100.00%	100.00%	122	-5
BAMA Blomster Holding AS	Oslo	100.00%	100.00%	120,521	15,154
BAMA Industri AS	Lier	92.10%	92.10%	62,327	63,709
BAMA Logistikk AS	Skien	51.04%	51.04%	7,512	4,043
BaRe AS	Oslo	50.00%	50.00%	100	-10
Total investments in subsidiaries				670,984	429,340

ASSOCIATES IN THE PARENT COMPANY VALUED IN ACCORDANCE WITH THE COST METHOD:

COMPANY NAME	REGISTERED OFFICE	SHAREHOLDING	VOTING RIGHTS	BOOK VALUE	PROFIT/LOSS 2019
Tromspotet AS	Lenvik	34.00%	34.00%	1,840	188

ASSOCIATES IN GROUP:

COMPANY NAME	REG. OFFICE	SHAREHOLDING	COST 31 DEC 2019
Tromspotet AS	Lenvik	40.69%	2,102
Grofondet AS	Oslo	33.33%	55,331
Meum Fukt & Grønt AS	Sandefjord	49.00%	8,000
Telefrukt AS	Sauherad	45.00%	1,800
Kara Transport AS	Vågsøy	50.00%	1,852
Total			69,085

COMPANY NAME	VALUE 1 JAN 2019	PROFIT/LOSS FOR THE YEAR/ OTHER CHANGES	CONSOLIDATED BOOK VALUE 31 DEC 2019	INCOME FROM INVESTMENTS IN ASSOCIATES
Tromspotet AS	2,461	274	2,735	187
Grofondet AS	59,958	-8,839	51,119	5,995
Meum Fukt & Grønt AS	1,995	1,033	3,028	868
Telefrukt AS	10,584	-1,296	9,289	-1,057
Kara Transport AS	492	-164	329	-162
Total	75,490	-8,992	66,500	5,831

Other investments are valued at the lower of cost and fair value.

JOINT VENTURES RECOGNISED IN ACCORDANCE WITH THE GROSS METHOD:

COMPANY NAME	REG. OFFICE	SHAREHOLDING AND VOTING AND PARTICIPATION RIGHTS	SHARE OF PROFIT/ LOSS 2019
Gastroba Utvecklings AB	Sweden	50.00%	1,915
Arctic Spółka z o.o.	Poland	50.00%	6,789
Nature's Produce sp. z o.o.	Poland	43.75%	17

INVESTMENTS IN OTHER SHARES AND UNITS – PARENT COMPANY:

COMPANY NAME	BOOK VALUE
Norwegian Fruit and Vegetables Marketing Board	20
Units Interfrukt SA	60
Total	80

INVESTMENTS IN OTHER SHARES AND UNITS – GROUP:

COMPANY NAME	BOOK VALUE
Interfrukt SA	480
Art Nor AS	325
Grinder Felleslager AS	440
Naustveien 17 AS	100
Floriss Drift AS	1,897
Bamto Nordic A/S, Denmark	910
CQ Foods AB, Sweden	5,172
Misc. smaller shareholdings	1,554
Total	10,878

NOTE 7 INTRAGROUP BALANCES

PARENT COMPANY	TRADE RECEIVABLES		OTHER CURR. RECEIV.	
	2019	2018	2019	2018
Group companies	722,584	703,542	273,050	257,858
Other	100,946	41,577	90,356	101,100
Total	823,530	745,119	363,406	358,958

	TRADE PAYABLES		OTHER CURR. LIABILITIES	
	2019	2018	2019	2018
Group companies	282,525	153,781	111,514	108,890
Other	561,757	513,295	555,348	500,099
Total	844,282	667,076	666,862	608,989

NOTE 8 OTHER LONG-TERM RECEIVABLES

	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Intragroup loans	186,907	198,907	0	0
Pension assets, contribution fund	0	0	5	2,997
Other receivables	0	0	8,065	6,495
Total	186,907	198,907	8,070	9,492

NOTE 9 TAXES

TAX IN PARENT COMPANY:

	2019	2018
THE TAX EXPENSE FOR THE YEAR COMPRISES THE FOLLOWING:		
Corporation tax payable	2,219	0
Change in deferred tax	1,550	22,212
Total tax expense for the year	3,769	22,212

	2019	2018
TAX PAYABLE FOR THE YEAR COMPRISES:		
Profit on ordinary activities before tax	225,784	261,215
Permanent differences	-208,653	-178,494
Change in temporary differences	-6,944	-82,203
Utilised tax loss carryforward	-99	-518
Basis for tax payable	10,088	0
Tax payable on net profit for the year (22%/23%)	2,219	0

	2019	2018
TAX PAYABLE IN THE BALANCE SHEET COMPRISES:		
Tax payable on net profit for the year	2,219	-17,139
Tax effect, Group contributions paid	0	0
Tax effect, Group contributions received	0	17,139
Tax effect of SkatteFUNN tax credit scheme for R&D projects	-508	0
Tax payable in the balance sheet	1,711	0

BREAKDOWN OF DEFERRED TAX BASIS

	31 DEC 2019	31 DEC 2018
Non-current assets	-6,950	-27,933
Current assets	0	0
Liabilities	-304,970	-290,937
Other differences	62	66
Total basis for calculation of deferred tax	-311,859	-318,803
Other differences	0	0
Tax loss carryforward	0	-99
Total temporary differences not included in calculation of deferred tax	0	-99
Basis for calculation of deferred tax	-311,859	-318,902
Deferred tax assets in balance sheet	68,609	70,158
Tax rate	22%	22%

TAX IN GROUP:

	2019	2018
THE TAX EXPENSE FOR THE YEAR COMPRISES THE FOLLOWING:		
Corporation tax payable (Norway and abroad)	232,230	158,134
Other changes	5,990	-348
Net change in deferred tax	-40,828	24,051
Total tax expense for the year	197,392	181,837

	2019	2018
TAX PAYABLE IN THE BALANCE SHEET COMPRISES:		
Profit on ordinary activities before tax	649,056	535,055
Permanent differences and eliminations on consolidation	264,391	251,219
Change in temporary differences	100,261	-74,883
Utilised tax loss carryforward	-4,148	-23,851
Basis for tax payable	1,009,560	687,540
Tax payable	239,108	158,134
Prepaid tax/settled tax effect Group contributions	-54,088	-68,703
Tax payable 31 Dec in the balance sheet	185,020	89,431

The tax rate is 22 per cent in Norway, 19–25 per cent in the Netherlands, 19 per cent in Poland and 21.4 per cent in Sweden.

BREAKDOWN OF DEFERRED TAX BASIS

	31 DEC 2019	31 DEC 2018
TEMPORARY DIFFERENCES NORWEGIAN GROUP COMPANIES		
Non-current assets	-101,894	-86,619
Current assets	-1,501	-518
Liabilities	-553,261	-415,669
Other differences	655	341
Tax loss carryforward	-10,111	-15,919
Total basis for calculation of deferred tax	-666,112	-518,384
Total non-reversing temporary differences	11,430	12,363
Total temporary differences not included in calculation of deferred tax	11,430	12,363
Basis for calculation of deferred tax assets	-654,682	-506,020
DEFERRED TAX IN BALANCE SHEET		
Net deferred tax assets/liabilities Norwegian companies	144,030	111,324
Deferred tax foreign companies	-9,676	-12,765
Net deferred tax assets/liabilities	134,354	98,559

Deferred tax is calculated at a rate of 22 per cent in Norway, 25 per cent in the Netherlands and 21.4 per cent in Sweden.

NOTE 10 EQUITY

PARENT COMPANY

	SHARE CAPITAL	SHARE PREMIUM	OTHER EQUITY	TOTAL
Equity 1 Jan	909	356,250	498,594	855,753
Net profit for the year			222,015	222,015
Proposed dividend			-271,000	-271,000
Equity 31 Dec	909	356,250	449,609	806,768

GROUP

	SHARE CAPITAL	SHARE PREMIUM	OTHER EQUITY	NON-CONTROLLING INTERESTS	TOTAL
Equity 1 Jan	909	356,250	976,470	115,014	1,448,643
Changes in equity, translation differences, etc.			99,101	8,160	107,261
Net profit for the year			397,742	53,922	451,664
Proposed dividend			-271,000	-52,352	-323,352
Equity 31 Dec	909	356,250	1,202,313	124,744	1,684,216

NOTE 11 SHARE CAPITAL AND SHAREHOLDER INFORMATION

The company's share capital of NOK 909,000 comprises 303 shares each with a nominal value of NOK 3,000. All shares confer equal voting rights.

OWNERSHIP STRUCTURE

	OFFICE MUNICIPALITY	SHAREHOLDING
NorgesGruppen ASA	Oslo	45.55%
Banan II AS	Oslo	33.66%
Rema Industrier AS	Oslo	19.80%
Macase AS	Oslo	0.99%

Banan II AS is wholly controlled by the Board Chair Kristian Nergaard and his related parties. Macase AS is wholly controlled by the CEO Rune Flaen.

NOTE 12 LONG-TERM LIABILITIES – MORTGAGES AND GUARANTEES

	PARENT COMPANY		GROUP	
	2019	2018	2019	2018
Liabilities maturing after more than five years	0	0	680,977	151,712
Liabilities maturing in less than five years	0	0	516,673	540,394
Liabilities to credit institutions	0	0	1,197,650	692,106
Liabilities secured by mortgages etc.			884,495	692,106
Liabilities to credit institutions	0	0	899,255	692,106

BAMA Gruppen AS has issued a negative pledge for its own and the Group's total exposure with DNB and Handelsbanken. BAMA Gruppen AS has issued a rental guarantee for the subsidiary Nyland Syd AS. BAMA Gruppen AS has issued a rental guarantee for the subsidiary Nordic Lunch AB in the amount of MSEK 22 which matures on 31 October 2027.

BAMA International AS has issued a negative pledge for its own and the Group's total exposure with Handelsbanken. BAMA International AS has entered into an agreement for a multi-currency revolving drawdown facility in the total amount of MNOK 600 together with BAMA Gruppen AS and BAMA Nordic AB. The drawdown facility has a term of 4 years and matures on 29 January 2023. If the principal amount outstanding at the maturity date is significant, the loan will be prolonged.

The companies that participate in the group account scheme are jointly and severally liable for a guarantor declaration with a nominal value of MNOK 75. Nyland Syd AS has pledged a first-priority mortgage on property and mortgaged a receivable for BAMA Eiendom AS. K. Skovly Transport AS has issued a transport guarantee in favour of Østfold County Authority in the amount of NOK 335. BAMA Logistikk AS has issued a transport guarantee in favour of Telemark County Authority in the amount of NOK 747. Sandvik Transport AS has issued a transport guarantee in favour of the Norwegian Public Roads Administration in the amount of NOK 1,672. BAMA Gruppen AS has issued a payment guarantee in favour of Zespri N.V. in the amount of EUR 375. BAMA Storkjøkken Oslo AS has issued a transport licence guarantee in the amount of NOK 249.

Nature's Management B.V. has also mortgaged future rental income from the company's properties and balances with other companies in the Nature's Group. The underlying agreements are contingent on unchanged ownership conditions.

	PARENT COMPANY		GROUP	
BOOK VALUE OF MORTGAGED ASSETS	2019	2018	2019	2018
Land and buildings	0	0	1,238,498	1,006,782
Machinery, equipment, etc.	0	0	74,049	100,555
Trade receivables	0	0	589,246	460,887
Inventories	0	0	104,979	82,838
Total	0	0	2,006,772	1,651,062

NOTE 13 RESTRICTED FUNDS

The item bank deposits includes restricted funds of NOK 18,150 for the parent company and NOK 61,624 for the Group.

NOTE 14 RELATED PARTIES

All transactions with Group companies, associates and other related parties are conducted on commercial terms and principles.

The parent company's sales primarily comprise sales of goods and services to the subsidiaries.

The Group sells a significant volume of goods to some of its owner companies and their related companies.

NOTE 15 FORWARD EXCHANGE CONTRACTS AND INTEREST SWAPS

FORWARD EXCHANGE CONTRACTS

The Group hedges material income and expense flows in foreign currency through hedging transactions, primarily forward contracts.

The parent company has entered into forward exchange contracts to reduce currency risk, primarily for EUR and USD transactions. Unrealised losses amounted to MNOK 9.96. All forward contracts expire during the next accounting year.

INTEREST SWAPS

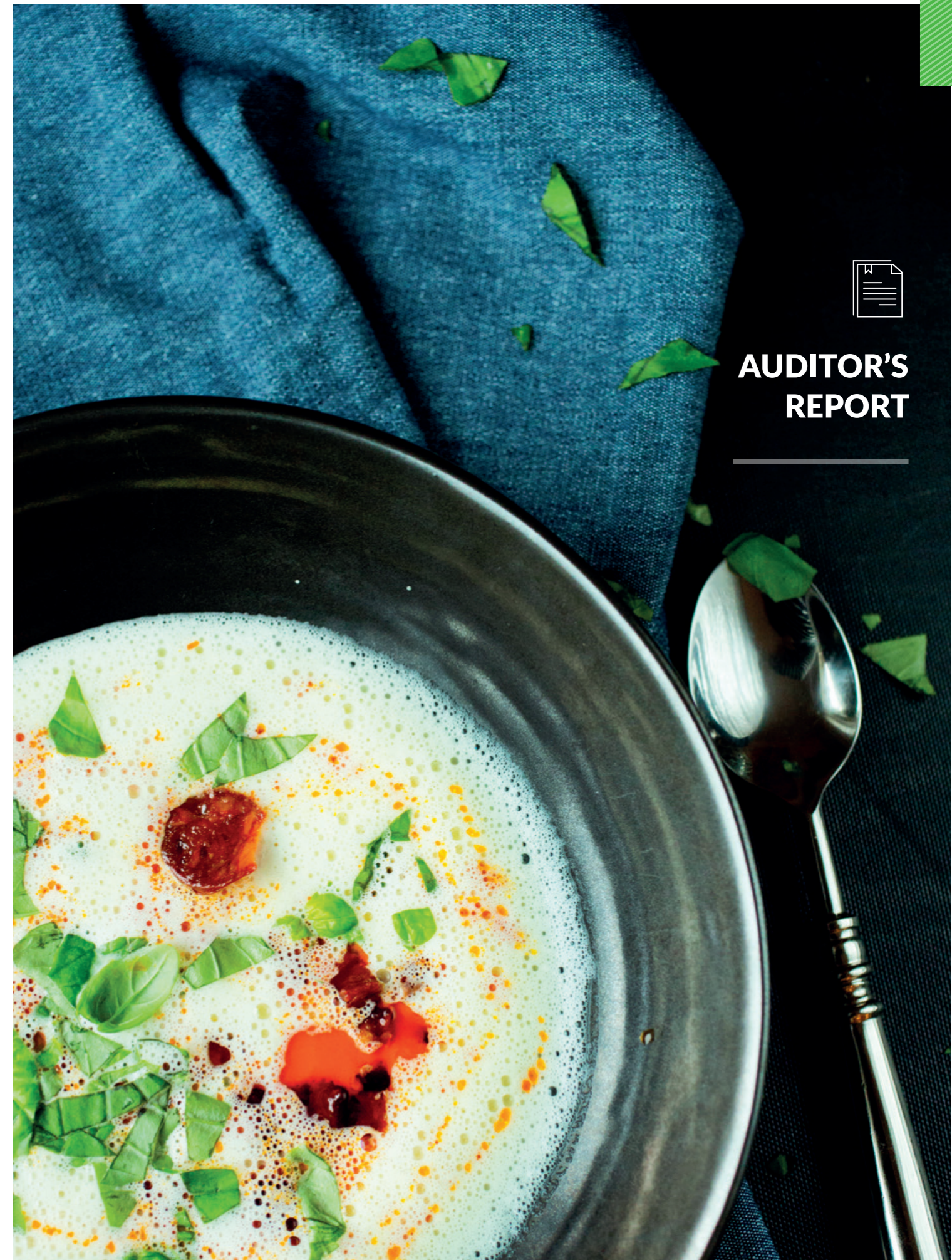
Nature's Management B.V. has long-term loans which are primarily exposed to variable interest and thus to fluctuations in short-term interest rates. The company hedges long-term liabilities against

fluctuations in interest rates through interest swaps, which convert variable interest rates to fixed interest rates.

As of 31 December 2019, Nature's Management B.V. had three interest swaps with a negative fair value of EUR 543,667. The loan's variable interest rate linked to EURIBOR has been converted to a fixed interest rate of 3 per cent linked to a nominal amount of EUR 12,630,000 at the year-end. The interest swaps were entered into in 2013 and 2015 and have maturities of five to ten years. Payment and other terms are similar to those for the underlying loan agreement. The realised loss in 2019 has been recognised in the income statement. The unrealised loss on interest swaps will be carried forward to 2020 and will not be recognised in income until it has been finally realised.



AUDITOR'S REPORT



Uavhengig revisors beretning

Til generalforsamlingen i Bama Gruppen AS

Uttalelse om revisjonen av årsregnskapet

Konklusjon

Vi har revidert Bama Gruppen AS sitt årsregnskap.

Årsregnskapet består av:	Etter vår mening:
<ul style="list-style-type: none"> Selskapsregnskapet, som består av balanse per 31. desember 2019, resultatregnskap og kontantstrømoppstilling for regnskapsåret avsluttet per denne datoen og noter, herunder et sammendrag av viktige regnskapsprinsipper, og Konsernregnskapet, som består av balanse per 31. desember 2019, resultatregnskap og kontantstrømoppstilling for regnskapsåret avsluttet per denne datoen og noter, herunder et sammendrag av viktige regnskapsprinsipper. 	<ul style="list-style-type: none"> Er årsregnskapet avgitt i samsvar med lov og forskrifter Gir selskapsregnskapet et rettviseende bilde av den finansielle stillingen til Bama Gruppen AS per 31. desember 2019 og av selskapets resultater og kontantstrømmer for regnskapsåret som ble avsluttet per denne datoen i samsvar med regnskapslovens regler og god regnskapsskikk i Norge Gir konsernregnskapet et rettviseende bilde av den finansielle stillingen til konsernet Bama Gruppen AS per 31. desember 2019 og av konsernets resultater og kontantstrømmer for regnskapsåret som ble avsluttet per denne datoen i samsvar med regnskapslovens regler og god regnskapsskikk i Norge.

Grunnlag for konklusjonen

Vi har gjennomført revisjonen i samsvar med lov, forskrift og god revisjonsskikk i Norge, herunder de internasjonale revisjonsstandardene International Standards on Auditing (ISA-ene). Våre oppgaver og plikter i henhold til disse standardene er beskrevet i Revisors oppgaver og plikter ved revisjon av årsregnskapet. Vi er uavhengige av selskapet slik det kreves i lov og forskrift, og har overholdt våre øvrige etiske forpliktelser i samsvar med disse kravene. Etter vår oppfatning er innhentet revisjonsbevis tilstrekkelig og hensiktsmessig som grunnlag for vår konklusjon.

Annen informasjon

Ledelsen er ansvarlig for annen informasjon. Annen informasjon består av årsberetningen og annen informasjon i årsrapporten, men inkluderer ikke årsregnskapet og revisjonsberetningen.

Vår uttalelse om revisjonen av årsregnskapet dekker ikke annen informasjon, og vi attesterer ikke den andre informasjonen.

I forbindelse med revisjonen av årsregnskapet er det vår oppgave å lese annen informasjon identifisert ovenfor med det formål å vurdere hvorvidt det foreligger vesentlig inkonsistens mellom annen informasjon og årsregnskapet, kunnskap vi har opparbeidet oss under revisjonen, eller hvorvidt den tilsynelatende inneholder vesentlig feilinformasjon.

Dersom vi, på bakgrunn av arbeidet vi har utført, konkluderer med at disse andre opplysningene inneholder vesentlig feilinformasjon, er vi pålagt å uttale oss om dette. Vi har ingenting å rapportere i så henseende.

Styret og daglig leders ansvar for årsregnskapet

Styret og daglig leder (ledelsen) er ansvarlig for å utarbeide årsregnskapet i samsvar med lov og forskrifter, herunder for at det gir et rettviseende bilde i samsvar med regnskapslovens regler og god regnskapsskikk i Norge. Ledelsen er også ansvarlig for slik intern kontroll som den finner nødvendig for å kunne utarbeide et årsregnskap som ikke inneholder vesentlig feilinformasjon, verken som følge av misligheter eller utilsiktede feil.

Ved utarbeidelsen av årsregnskapet må ledelsen ta standpunkt til selskapets og konsernets evne til fortsatt drift og opplyse om forhold av betydning for fortsatt drift. Forutsetningen om fortsatt drift skal legges til grunn for årsregnskapet så lenge det ikke er sannsynlig at virksomheten vil bli avvirket.

Revisors oppgaver og plikter ved revisjonen av årsregnskapet

Vårt mål er å oppnå betryggende sikkerhet for at årsregnskapet som helhet ikke inneholder vesentlig feilinformasjon, verken som følge av misligheter eller utilsiktede feil, og å avgi en revisjonsberetning som inneholder vår konklusjon. Betryggende sikkerhet er en høy grad av sikkerhet, men ingen garanti for at en revisjon utført i samsvar med lov, forskrift og god revisjonsskikk i Norge, herunder ISA-ene, alltid vil avdekke vesentlig feilinformasjon som eksisterer. Feilinformasjon kan oppstå som følge av misligheter eller utilsiktede feil. Feilinformasjon blir vurdert som vesentlig dersom den enkeltvis eller samlet med rimelighet kan forventes å påvirke økonomiske beslutninger som brukerne foretar basert på årsregnskapet.

For videre beskrivelse av revisors oppgaver og plikter vises det til:
<https://revisorforeningen.no/revisjonsberetninger>.

Uttalelse om andre lovmessige krav

Konklusjon om årsberetningen

Basert på vår revisjon av årsregnskapet som beskrevet ovenfor, mener vi at opplysningene i årsberetningen om årsregnskapet, forutsetningen om fortsatt drift og forslaget til anvendelse av overskuddet er konsistente med årsregnskapet og i samsvar med lov og forskrifter.

Konklusjon om registrering og dokumentasjon

Basert på vår revisjon av årsregnskapet som beskrevet ovenfor, og kontrollhandlinger vi har funnet nødvendig i henhold til internasjonal standard for attestasjonsoppdrag (ISAE) 3000 «Attestasjonsoppdrag som ikke er revisjon eller forenklet revisorkontroll av historisk finansiell informasjon», mener vi at ledelsen har oppfylt sin plikt til å sørge for ordentlig og oversiktlig registrering og dokumentasjon av selskapets og konsernets regnskapsopplysninger i samsvar med lov og god bokføringsskikk i Norge.

Oslo, 18. juni 2020
BDO AS


Roger Telle-Hansen
statsautorisert revisor



“

*A healthier and
fresher future.*

BAMA GRUPPEN AS

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