

**CIMBRIA HOLDINGS LIMITED**  
**ANNUAL REPORT AND**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2020**  
**COMPANY NUMBER: 08136928**

THURSDAY



\*AAE4S335\*

A54

30/09/2021

#117

COMPANIES HOUSE

**CIMBRIA HOLDINGS LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**

<b><u>Contents</u></b>	<b><u>Page</u></b>
Directors and Company Information	1
Strategic Report	2 – 4
Directors' Report	5
Statement of Directors' Responsibilities	6
Independent Auditor's Report to the Members of Cimbria Holdings Limited	7 – 10
Statement of Income	11
Balance Sheet	12
Statement of Changes in Equity	13
Notes to the Financial Statements	14 – 22

**CIMBRIA HOLDINGS LIMITED**

**DIRECTORS AND COMPANY INFORMATION**

Directors:	R.N. Batkin A.C. Frost
Registered Office:	Abbey Park Stoneleigh Kenilworth Warwickshire CV8 2TQ
Registered number:	08136928
Auditor:	KPMG LLP Chartered Accountants and Registered Auditor One Snowhill Snow Hill Queensway Birmingham B4 6GH
Bank:	HSBC 8 Victoria Street London EC4N 4TR

**CIMBRIA HOLDINGS LIMITED**  
**STRATEGIC REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2020**

**Business review and principal activities**

The principal activity of Cimbria Holdings Limited (the “Company”) is that of a holding company. The directors are not aware, at the date of this report, of any likely major changes in the Company’s activities in the next year.

The Company is a wholly owned subsidiary of AGCO International Limited (“AIL”), a company which is incorporated in the United Kingdom (“UK”). The ultimate parent undertaking and controlling party is AGCO Corporation, a SEC registered company incorporated in the United States of America (“USA”).

The directors continue to monitor the results of A/S Cimbria (the “Cimbria trading group”), a subsidiary of the Company incorporated in Denmark, after the purchase of the Cimbria trading group by AGCO Corporation in 2016. The Company does not anticipate any material changes to the Cimbria trading group or its operations in the coming period.

As shown in the Company’s Statement of Income on page 11, the loss after taxation for the year ended 31 December 2020 was 1,000 DKK (2019: 1,000 DKK).

As at 31 December 2020, the Company’s net assets totalled 646,678,000 DKK (2019: 646,679,000 DKK), as shown at page 12 of these financial statements.

The impact of the COVID-19 pandemic on the Company’s results has not been significant given the principal activity continues to be that of a holding company and its source of income is generated from its subsidiary undertakings.

**Going concern**

The directors have assessed the effects and impact of the COVID-19 pandemic on the Company’s operations, financial resources and in particular, the going concern assumption. As at 31 December 2020, the Company has made a loss after taxation of 1,000 DKK (2019: 1,000 DKK) and has net assets of 646,678,000 DKK (2019: 646,679,000 DKK). The directors have prepared monthly cashflow forecasts for a period of 12 months from the date of approval of the financial statements. At the end of the forecast period, the cash balance is positive and the Company has no financial obligations.

In addition to its own cash reserves, the Company has access to a group cash pooling agreement with AIG. As at 31 December 2020, the Company had a cash pooling balance of Nil DKK (2019: Nil DKK). Through other Group companies, the Company also has access via the cashpool to a revolving credit facility (total facility value \$800m), plus an additional €117.5m of currently unutilised term loan capacity, that would afford the Company access to additional funding.

## **CIMBRIA HOLDINGS LIMITED**

### **STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020 (*continued*)**

#### **Going concern (*continued*)**

The assessment of the directors with regard to the going concern basis of preparation is subject to the group cash pooling facility being available. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. In forming their conclusion, the directors have made appropriate inquiries of the parent group as to its latest results and financial position, including the impact that COVID-19 is having on the operations of the parent group, and have not identified any matters which impact its conclusions regarding the ability of the Company to continue as a going concern.

After considering the entity's balance sheet as at the year end alongside its cash flow projections, and in conjunction with the availability of funding from other Group companies, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

#### **Principal risks and uncertainties**

The financial results of the Company depend entirely upon the value generated from its subsidiaries, which in turn rely on the agricultural industry and the factors that affect the global agricultural industry such as farm income, debt levels, land values, commodity prices, crop yields and government policies or subsidies.

The results will also be affected by economic conditions such as interest rates and exchange rate levels. It is the Company's policy to hedge significant foreign currency cash flows either by natural hedges or by entering into foreign exchange contracts.

#### **Statement by the directors in relation to performance of their statutory duties in accordance with Section 172(1) Companies Act 2006**

Section 172 of the Companies Act 2006, requires directors to take into consideration the interests of stakeholders in their decision-making having regard to the matters set out in Section 172(1) (a)-(f). The following section sets out how the directors have engaged with the Company's stakeholders during the year.

The Company is wholly owned by AGCO International Limited, and the directors consider the impact of the Company's activities on its immediate parent. Any decisions taken will be aligned to the strategy and standards of the Group and be made in the best interests of all stakeholders.

The Company has no employees or customers. The Company acts as an interim holding company to the Group and consequently has intra-group receivables and intra-group payables. The directors consider the impact of the Company's activities on the Group and other stakeholders. The Company's stakeholders are consulted routinely on funding decisions and compliance with Group policies with the aim of maximising returns on amounts advanced or deposited for the benefit of its shareholder.

**CIMBRIA HOLDINGS LIMITED**

**STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2020 *(continued)***

**Brexit statement**

On 31 January 2020, the UK left the European Union (“Brexit”). The transition period ended on 31 December 2020. The Company has considered the impact Brexit may have on any entities in which the Company hold an investment. Given the Company’s investments are located primarily outside the UK, the Company has not experienced any material consequences as a result of Brexit, either to the subsidiaries or the Company itself.

**By order of the board:**

DocuSigned by:  
*Adam Frost*  
53DB6392797949D...

**A.C. Frost**  
**Director**  
Abbey Park  
Stoneleigh  
Kenilworth  
Warwickshire  
CV8 2TQ

**29 September 2021**

## **CIMBRIA HOLDINGS LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2020**

The directors present their Annual Report and the audited financial statements for the year ended 31 December 2020.

#### **Results and dividends**

The Statement of Income for the year is set out on page 11. The directors do not recommend the payment of a dividend (2019: Nil DKK).

#### **Directors**

The directors during the year under review and up to the date of signing the financial statements were:

R.N. Batkin  
A.C. Frost

#### **Political contributions**

The Company made no political contributions during the current or prior year.

#### **Disclosure of information to auditor**

The directors who held office at the date of approval of this directors' report confirm that:

- so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each director have taken all steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.


#### **Other information**

An indicator of likely future developments in the business and particulars of significant events which have occurred since the end of the financial year have been included in the Strategic Report above.

#### **Auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

#### **By order of the board:**

DocuSigned by:  
  
53DB6392797949D...

**A.C. Frost**  
**Director**  
Abbey Park  
Stoneleigh  
Kenilworth  
Warwickshire  
CV8 2TQ

**29 September 2021**

## **CIMBRIA HOLDINGS LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.



## **Independent auditor's report to the members of Cimbria Holdings Limited**

### **Opinion**

We have audited the financial statements of Cimbria Holdings Limited ("the company") for the year ended 31 December 2020 which comprise the Statement of income, Balance sheet, Statement of changes in equity and related notes, including the accounting policies in note 4.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Going concern**

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

## **Independent auditor's report to the members of Cimbria Holdings Limited (continued)**

### **Fraud and breaches of laws and regulations – ability to detect**

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud (“fraud risks”) we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included enquiring of directors and inspection of policy documentation as to AGCO International Limited’s policies and procedures to prevent and detect fraud that apply to this group company as well as enquiring whether the directors have knowledge of any actual, suspected or alleged fraud.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions. We did not identify any additional fraud risks.

We performed procedures including identifying journal entries and other adjustments to test based on risk criteria. These risk criteria included those posted by senior finance management, those posted to unusual accounts and those with descriptions which included certain key words. No journals were found in the year with these risk criteria.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors (as required by auditing standards), and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

The company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

This company, as a holding company, is not subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements.

#### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

## **Independent auditor's report to the members of Cimbria Holdings Limited (continued)**

### *Context of the ability of the audit to detect fraud or breaches of law or regulation (continued)*

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

### **Strategic report and directors' report**

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

### **Directors' responsibilities**

As explained more fully in their statement set out on page 6, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

## **Independent auditor's report to the members of Cimbria Holdings Limited (continued)**

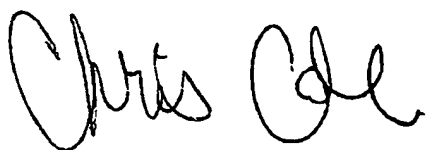
### **Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

### **The purpose of our audit work and to whom we owe our responsibilities**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



**Chris Cole (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
One Snowhill  
Snow Hill Queensway  
Birmingham  
B4 6GH  
United Kingdom

**29 September 2021**

**CIMBRIA HOLDINGS LIMITED****STATEMENT OF INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2020**

	<b>Note</b>	<b>2020 DKK'000</b>	<b>2019 DKK'000</b>
Other operating income		-	-
<b>Operating profit</b>		-	-
Administrative expenses	6	-	-
Finance expenses	5	(1)	(1)
<b>Loss before taxation</b>		(1)	(1)
Tax on loss	8	-	-
<b>Loss for the financial year and total comprehensive loss</b>		(1)	(1)

All amounts relate to continuing operations.

The Company has no recognised gains or losses for the current and preceding periods other than the losses shown above.


The notes on pages 14 to 22 form an integral part of the financial statements.

**CIMBRIA HOLDINGS LIMITED****BALANCE SHEET  
AT 31 DECEMBER 2020**

	Note	2020 DKK'000	2019 DKK'000
<b>Fixed assets</b>			
Investments	9	646,519	646,519
<b>Current assets</b>			
Cash at bank and in hand		159	160
<b>Creditors: Amounts falling due within one year</b>		-	-
<b>Net current assets</b>		159	160
<b>Net assets</b>		<u>646,678</u>	<u>646,679</u>
<b>Capital and reserves</b>			
Called up share capital	11	6,479	6,479
Share premium account		641,440	641,440
Profit and loss account		(1,241)	(1,240)
<b>Total equity</b>		<u>646,678</u>	<u>646,679</u>

The notes on pages 14 to 22 form an integral part of the financial statements.

These financial statements were approved by the board of directors on 29 September 2021 and were signed on its behalf by:

DocuSigned by:  
  
 53DB6392797949D...

**A.C. Frost**  
**Director**

Company number: 08136928

**29 September 2021**

**CIMBRIA HOLDINGS LIMITED****STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2020**

	<b>Called up share capital DKK'000</b>	<b>Share premium account DKK'000</b>	<b>Profit and loss account DKK'000</b>	<b>Total DKK'000</b>
Balance at 1 January 2019	6,479	641,440	(1,239)	646,680
<b>Total comprehensive loss for the year</b>				
Loss for the year	-	-	(1)	(1)
Total comprehensive loss for the year	-	-	(1)	(1)
<b>Balance at 31 December 2019</b>	<b>6,479</b>	<b>641,440</b>	<b>(1,240)</b>	<b>646,679</b>
Balance at 1 January 2020	<b>6,479</b>	<b>641,440</b>	<b>(1,240)</b>	<b>646,679</b>
<b>Total comprehensive loss for the year</b>				
Loss for the year	-	-	(1)	(1)
Total comprehensive loss for the year	-	-	(1)	(1)
<b>Balance at 31 December 2020</b>	<b>6,479</b>	<b>641,440</b>	<b>(1,241)</b>	<b>646,678</b>

The notes on pages 14 to 22 form an integral part of the financial statements.

## **CIMBRIA HOLDINGS LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020**

#### **1. Reporting entity**

Cimbria Holdings Limited (the “Company”) is incorporated in the UK and its company number is 08136928. The address of the Company’s registered office is Abbey Park, Stoneleigh, Kenilworth, CV8 2TQ, UK.

The Company’s principal activity is that of holding company.

The Company is a wholly owned subsidiary of AGCO International Limited (“AIL”), a company incorporated in the UK. The ultimate parent undertaking and controlling party is AGCO Corporation, a company incorporated in the USA.

#### **2. Basis of preparation**

The financial statements have been prepared in accordance with applicable UK accounting standards including Financial Reporting Standard 102 – *‘The Financial Reporting Standard applicable in the UK and Republic of Ireland’* (“FRS 102”), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis.

The financial statements are presented in Danish Kroner (DKK), and rounded to the nearest 1,000 DKK. The functional currency of the Company is Danish Kroner, due to the fact that the majority of the Company’s transactions are completed in Danish Kroner.

The Company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare group financial statements. The financial statements therefore present information about the Company as an individual undertaking and not about its group. The Company is consolidated within the consolidated financial statements of AGCO Corporation, an SEC registered company incorporated in the USA. Copies of the consolidated financial statements of AGCO Corporation may be obtained from 4205 River Green Parkway, Duluth, Georgia, 30096, USA.

The Company is considered to be a qualifying entity in these financial statements, hence, the individual accounts of the Company have also adopted the following disclosure exemptions available under FRS102:

- The requirement to present a statement of cash flows and related notes
- Reconciliation of the number of shares outstanding from beginning to end of the period.
- The disclosures required by FRS102.11 (Basic Financial Instruments) and FRS102.12 (Other Financial Instrument issues) in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.
- Key management personnel compensation.



## CIMBRIA HOLDINGS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020 (*continued*)

#### 2. Basis of preparation (*continued*)

##### Going concern

The directors have assessed the effects and impact of the COVID-19 pandemic on the Company's operations, financial resources and in particular, the going concern assumption. As at 31 December 2020, the Company has made a loss after taxation of 1,000 DKK (2019: 1,000 DKK) and has net assets of 646,678,000 DKK (2019: 646,679,000 DKK). The directors have prepared monthly cashflow forecasts for a period of 12 months from the date of approval of the financial statements. At the end of the forecast period, the cash balance is positive and the Company has no financial obligations.

In addition to its own cash reserves, the Company has access to a group cash pooling agreement with AIG. As at 31 December 2020, the Company had a cash pooling balance of Nil DKK (2019: Nil DKK). Through other Group companies, the Company also has access via the cashpool to a revolving credit facility (total facility value \$800m), plus an additional €117.5m of currently unutilised term loan capacity, that would afford the Company access to additional funding.

The assessment of the directors with regard to the going concern basis of preparation is subject to the group cash pooling facility being available. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. In forming their conclusion, the directors have made appropriate inquiries of the parent group as to its latest results and financial position, including the impact that COVID-19 is having on the operations of the parent group, and have not identified any matters which impact its conclusions regarding the ability of the Company to continue as a going concern.

After considering the entity's balance sheet as at the year end alongside its cash flow projections, and in conjunction with the availability of funding from other Group companies, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

#### 3. Significant judgements and estimates

The preparation of financial statements in conformity with FRS 102 requires management to make significant judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. The directors have reviewed the estimates and underlying assumptions used in preparing these accounts, the impairment review of the carrying value of the Company's investments has been deemed as a significant judgement in the accounts. Other than the impairment there are no other critical estimates or judgements to disclose.

## **CIMBRIA HOLDINGS LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020 (*continued*)**

#### **4. Principal accounting policies**

##### **a. Investments**

Fixed asset investments are stated at cost less provision for impairment.

##### **b. Impairment**

At each reporting date fixed assets are revised to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in statement of income.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in statement of income.

##### **c. Foreign currency translation**

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the profit and loss account.

##### **d. Taxation**

Tax on the loss for the year comprises current and deferred tax. Tax is recognised in the statement of income except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

**CIMBRIA HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020 (continued)****4. Principal accounting policies (continued)****d. Taxation (continued)**

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**e. Interest and dividends**

Interest income and payable are recognised in statement of income as they accrue, using the effective interest method. Dividend income is recognised in the statement of income on the date of the Company's right to receive payments is established.

**5. Finance expenses**

	2020 DKK'000	2019 DKK'000
Bank charges	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>

**6. Expenses and auditor's remuneration**

There is no charge to the Statement of Income in respect of administrative expenses and in auditor's remuneration in the current or preceding year as the audit fee, as detailed below, was paid by another group company.

	2020 DKK'000	2019 DKK'000
Auditor's remuneration for audit of these financial statements	<u>30</u>	<u>30</u>

No amounts were received by the Company's auditor in respect of non-audit services.

**CIMBRIA HOLDINGS LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2020 (continued)**

**7. Directors and employees**

The directors are employed and remuneration is paid by another group company. The allocation of remuneration for qualifying services provided to the Company during the period is negligible (2019: Negligible).

The Company has no employees and no staff costs.

**8. Taxation**

*Total tax expense recognised in the Statement of Income*

	2020		2019	
	DKK'000	DKK'000	DKK'000	DKK'000
<b>Current tax:</b>				
Current tax on income for the year	-		-	
Adjustment in respect of prior periods	-		-	
<b>Total current tax</b>		-		-
<b>Deferred tax:</b>				
Origination and reversal of timing differences	-		-	
Change in tax rate	-		-	
<b>Total deferred tax</b>		-		-
<b>Total tax</b>		-		-

	2020			2019		
	DKK'000	DKK'000	DKK'000	DKK'000	DKK'000	DKK'000
	Current Tax	Deferred Tax	Total Tax	Current Tax	Deferred Tax	Total Tax
Recognised in:						
Statement of Income	-	-	-	-	-	-
	-	-	-	-	-	-

**CIMBRIA HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020 (continued)****8. Taxation (continued)***Reconciliation of effective tax rate*

The current tax charge for the year is the same as (2019: the same as) the standard rate of corporation tax in the UK of 19% (2019: 19%).

	2020 DKK'000	2019 DKK'000
Loss for the year	(1)	(1)
Total tax expense	-	-
Loss excluding taxation	<u>(1)</u>	<u>(1)</u>
Tax using the UK corporation tax rate of 19% (2019: 19%)	-	-
Total tax expense included in Statement of Income	<u>-</u>	<u>-</u>

An increase in the UK corporation tax rate from 17% to 19% (effective from 1 April 2020) was substantively enacted on 17 March 2020, and the UK deferred tax asset as at 31 December 2020 has been calculated based on this rate. In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. This will have a consequential effect on the Company's future tax charge. If this rate change had been substantively enacted at the current balance sheet date the deferred tax asset would have increased by £83,000.

**9. Fixed asset investments**

	Subsidiary undertakings DKK'000	Total DKK'000
<b>Cost:</b>		
At 1 January 2020 and 31 December 2020	<u>646,519</u>	<u>646,519</u>
<b>Net book value:</b>		
At 1 January 2020 and 31 December 2020	<u>646,519</u>	<u>646,519</u>

The Company has investments in the following subsidiary undertakings. The directors are of the opinion that the value of the investments is at least equal to the amounts at which they are included in the financial statements.

Interests in subsidiary undertakings marked with an asterisk (see pages 20 – 21) are owned indirectly by the Company through one or more of its subsidiary undertakings.

**CIMBRIA HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020 (continued)****9. Fixed asset investments (continued)**

<b>Name of Company subsidiary undertakings</b>	<b>Country of registration and operation</b>	<b>Type of holding</b>	<b>Proportion held</b>	<b>Principal activity</b>
<b>XBA FinCo APS</b>	Denmark	Ordinary & Preference	100%	Administration company
* XBA MidCo APS	Denmark	Ordinary & Preference	100%	Administration company
* XBA BidCo APS	Denmark	Ordinary & Preference	100%	Administration company
* A/S Cimbria	Denmark	Ordinary & Preference	100%	Holding company
* Cimbria (UK) Limited	England	Ordinary & Preference	100%	Dormant
* Cimbria Bulk Equipment A/S	Denmark	Ordinary & Preference	100%	Dormant
* Cimbria East Africa Limited	Kenya	Ordinary & Preference	100%	Sale of agriculture equipment
* Cimbria Far East (M) SDN. BHD.	Malaysia	Ordinary & Preference	100%	Supply and installation of harvest agriculture equipment
* Cimbria Heid GmbH	Austria	Ordinary & Preference	100%	Construction, production and sale of industrial processing equipment
* Cimbria Heid Italia Srl	Italy	Ordinary & Preference	100%	Dissolved on 22 December 2020
* Cimbria HMD S.R.O	Czech Republic	Ordinary & Preference	100%	Production of machinery and technology in agriculture industry
* Cimbria LLC	Russia	Ordinary & Preference	100%	Dormant
* Cimbria Manufacturing A/S	Denmark	Ordinary & Preference	100%	Development and production of equipment for agro-industry
* Cimbria Norge AS	Norway	Ordinary & Preference	100%	Dissolved on 30 June 2017
* Cimbria S.R.L	Italy	Ordinary & Preference	100%	Development and production of equipment for agro-industry
* Cimbria Unigrain (Thailand) Ltd	Thailand	Ordinary & Preference	48%	Dissolved on 8 November 2018
* Cimbria Unigrain A/S	Denmark	Ordinary & Preference	100%	Design, sale and assembly of Turnkey Manufacturing plants and process lines for the agro-industry.

**Bold** – direct investment / \* - indirect investment.

**CIMBRIA HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020 (continued)****9. Fixed asset investments (continued)**

<b>Name of Company subsidiary undertakings</b>	<b>Registered address</b>
XBA FinCo APS	Fartofvej 22, 7700 Thisted, Denmark
XBA MidCo APS	Fartofvej 22, 7700 Thisted, Denmark
XBA BidCo APS	Fartofvej 22, 7700 Thisted, Denmark
A/S Cimbria	Fartofvej 22, 7700 Thisted, Denmark
Cimbria (UK) Limited	Genesis 5 Church Lane, Heslington, York, YO10 5DQ, UK
Cimbria Bulk Equipment A/S	Industrivej Syd I A Birk, 7400 Herning, Denmark
Cimbria East Africa Limited	Muiiri Lane 10 off Langata Road, PO Boks 24580, 00502 Karen Nairobi, Kenya
Cimbria Far East SDN BHD	Lot 8521, Persiaran Industri Galla, 70200 Seremban, Negeri Sembilan, Malaysia
Cimbria Heid GmbH	Heid - Werkstrasse 4, 2000, Stockerau, Austria
Cimbria Heid Italia Srl	40026 Imola (BO), Via Colombarotto 2, Italy
Cimbria HMD S.R.O	Svitavska 1224, 57001 Litomyšl, Czech Republic
Cimbria LLC	3rd Ste of Yamskogo Polya, House 28, Office 301, Moscow, 125040, Russian Federation
Cimbria Manufacturing A/S	Fartofvej 22, 7700 Thisted, Thisted, Denmark
Cimbria Norge AS	Storgaten 16 1890 Rakkestad, 0128 Rakkestad, Norway
Cimbria S.R.L	40026 Imola (BO), Via Colombarotto 2, Italy
Cimbria Unigrain (Thailand) Ltd	Thanapoom Tower, 10th Floor, Suite C, 1550 New Percburi Road, Makasan Rajathevl, Bangkok 10400, Thailand
Cimbria Unigrain A/S	Praestejordan 6, 7700, Thisted, Denmark

**10. Deferred taxation**

The deferred tax asset has been calculated based on the rate of 19% (2019: 17%) substantively enacted at the balance sheet date.

	<b>2020 Recognised DKK'000</b>	<b>2020 Unrecognised DKK'000</b>	<b>2019 Recognised DKK'000</b>	<b>2019 Unrecognised DKK'000</b>
Tax losses carried forward	-	<b>261</b>	-	234
Deferred tax asset (see below)	-	<b>261</b>	-	234

As at 31 December 2020, deferred tax assets of 261,000 DKK (2019: 234,000 DKK) have not been provided due to uncertainty over when the Company will have sufficient taxable profits to utilise the deferred tax asset. The value of the unrecognised gross tax losses were 1,374,000 DKK (2019: 1,374,000 DKK) and there is no expiry date as to when these unused taxed losses are applied.

**CIMBRIA HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020 (continued)****11. Called up share capital**

<b>Allotted, called up and fully paid:</b>	<b>2020</b>	<b>2019</b>
<b>Equity:</b>	<b>DKK</b>	<b>DKK</b>
8,744,689 ordinary A shares of 0.01 each	<b>87,447</b>	87,447
1,040,000 ordinary B shares of 0.01 each	<b>10,400</b>	10,400
12% redeemable preference shares of 0.01 each	<b>6,381,348</b>	6,381,348
	<b><u>6,479,195</u></b>	<b><u>6,479,195</u></b>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. Ordinary "A" shares and Ordinary "B" shares are treated as one class of shares and shall rank *pari passu* in all respects.

The rights attached to the preferences shares are as follows:

- no right to vote;
- the right to a 12% dividend payable on board recommendation;
- no right to redemption unless the Company chooses to redeem the shares;
- the right to participate in the assets of the Company on a liquidation before the holders of the other classes of shares and paid 100% of the issue price and unpaid dividends.

The redeemable preference shares are equity instruments as the Company has no obligation to deliver cash as a result of contractual terms.

The Company must provide notice of redemption in no less than 10 business days in writing to the holders of preference shares as is specified in such notice.

**12. Related party transactions**

AGCO Corporation is required to publish consolidated financial statements incorporating the results of the Company and consequently, in accordance with FRS 102 (section 33.1A), transactions with group entities are not disclosed within these financial statements. AGCO Corporation is established under the law of the USA. There are no other related party transactions.

**13. Ultimate parent undertaking and controlling party**

The immediate parent undertaking and controlling party is AGCO International Limited, a company whose registered office is at Abbey Park, Stoneleigh, Kenilworth, CV8 2TQ, UK.

The ultimate parent undertaking and controlling party is AGCO Corporation, a company whose principal executive offices are at 4205 River Green Parkway, Duluth, Georgia, 30096, USA.

Copies of the consolidated financial statements can be obtained from AGCO Corporation at the above address.