

VILLEROY & BOCH GUSTAVSBERG AB

Org.nr 556441-9918

2021070817606

ÅRSREDOVISNING

2020

Styrelsen och verkställande direktören för Villeroy & Boch Gustavsberg AB får härmed avge årsredovisning för räkenskapsåret 2020-01-01 -- 2020-12-31.

Årsredovisningen omfattar

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Fastställelseintyg

Undertecknad styrelseledamot i Villeroy & Boch Gustavsberg AB intygar, dels att denna kopia av årsredovisningen överensstämmer med originalet, dels att resultat- och balansräkning har fastställts på ordinarie bolagsstämma den 18 juni 2021.
Bolagsstämman beslöt även att godkänna styrelsens förslag till vinstdisposition.

Gustavsberg den 6/7 2021



Marianne Jarnhed

FÖRVALTNINGSBERÄTTELSE

Om inte annat anges redovisas alla belopp i svenska tkr (tkr).

Verksamhetens art och inriktning

Villeroy & Boch Gustavsberg AB är en av norra Europas ledande producenter av badrumsprodukter. I koncernen ingår varumärkena Gustavsberg, Villeroy & Boch och Vатette, med fokus på produkter inom badrum och badrumskopplingar. Utöver detta säljer företaget hushållsporslin från Villeroy & Boch. Bolaget har sitt säte i Gustavsberg.

Villeroy & Boch Gustavsberg AB är främst verksamt i Norden samt Baltikum. Företaget exporterar även till andra länder. I Finland, Norge och Danmark drivs verksamheten som dotterbolag.

Ägarförhållanden

Villeroy & Boch Gustavsberg AB är ett helägt dotterbolag till den tyska koncernen Villeroy & Boch AG, med säte i Mettlach, Tyskland. Därmed tillhör bolaget en av Europas största producenter av badrumsinredningar och hushållsporslin.

Väsentliga händelser under räkenskapsåret 2020

2020 var ett speciellt år på många sätt och för många människor och företag, orsakat av den pandemi som fortfarande är ett faktum. För Villeroy & Boch Gustavsberg AB visade sig 2020 bli ett bra år affärsmässigt men på andra plan förde det förstås också med sig negativa effekter.

Inför 2020 var marknadsprognoserna att den svaga trenden över nybyggnationer och projekt skulle fortsätta från året innan, men kompenseras till viss del av renoveringar. Vid pandemins början var bolagets prognoser för affärsområdet Bath & Wellness därmed försiktiga.

De försiktiga prognoserna till trots, blev det aldrig någon egentlig nedgång och från maj låg försäljningen i nivå med eller bättre än både budget och förgående år, månad efter månad, vilket resulterade i ett historiskt bra resultat för 2020. Det var de privata hushållens konsumtion med stort fokus på hemmet och renoveringar som skapade en mycket stor efterfrågan. Effekten av pandemin handlade därmed mer om brist på tillgång på material för bolagets del. En del av systerfabrikerna i Europa var nedstängda under våren vilket orsakade begränsningar i leveransförmågan andra halvåret.

Flera åtgärder för att begränsa smittan och skydda personalen infördes; arbete hemifrån där möjligt, användning av skyddsmateriel, skiftövergångsplanering och förbättrade hygienrutiner för personal som behövde vara på plats. Krisledningsgruppen aktiverades och utvecklingen följdes noga veckovis. Dessa åtgärder är fortfarande i bruk.

Under 2020 fyllde fabriken i Vårgårda 100 år, något som skulle ha firats stort under parollen "Vårgårda – 100 år av innovation". Jubileet har uppmärksammats genom digitala kanaler och med specifik logotype. Dessutom lanserades flera nya produkter från just Vårgårda; duscharna "Round" och "Square", den nya köksblandaren "Atlantic" med elektronisk avstängningsventil, samt ett nytt sortiment av blandare med namnet "Epic" i utförande krom, mässing och mattsvart. Förhoppningsvis kan 101-årsdagen firas fysiskt under trevliga former 2021 istället.

FÖRVALTNINGSBERÄTTELSE

Väsentliga händelser efter räkenskapsårets utgång

Styrelsen bedömer, att viruset Covid-19, kan tänkas påverka företaget negativt, men att effekten av Covid-19 bedöms vara hanterbar (april 2021).

Förväntningar på framtiden

Bolaget har startat 2021 på samma sätt som föregående år slutade, med en stark orderingång och bra försäljning.

Det förväntas en avmattning i hushållens renoveringar under andra delen av året men bolaget har många aktiviteter på gång som riktar sig till proffsmarknaden. Man har lanserat nya lösningar som t ex Vাতে Väggenomföringssystem V6 och ett nytt blandarsortiment vilket tagits emot mycket väl av våra kunder. Bolaget arbetar även vidare med olika digitala lösningar för att förenkla för återförsäljare och kunder.

Ett stort värdegrundsprojekt lanserades inom koncernen under 2020 och det arbetet tar bolaget nu vidare inom Norden. Målet är att alla anställda ska veta vad som förväntas och vad som är viktigt för bolagets fortsatta framgång.

Väsentliga risker och osäkerhetsfaktorer

Eftersom verksamheten i Villeroy & Boch Gustavsberg AB är internationell, med både inköp och försäljning i utländska valutor finns en valutarisk. Denna hanterar bolaget genom valutasäkringar.

Verksamheten innehåller också en osäkerhet kring prisutveckling för mässing, då denna råvara används i tillverkningen av kranar och kopplingar i Vårgårda. Risken hanterar bolaget genom mässingsterminer.

Miljöpåverkan

Verksamheten består av två produktionsanläggningar i Gustavsberg Ekobacken och Vårgårda. Verksamheten är certifierad enligt ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 och ISO 50001:2018, verksamheten i Vårgårda är även registrerad enligt EMAS.

Verksamheten i Gustavsberg består av montering, porslinsbearbetning och lager.

Bolaget äger också en sedan tidigare avslutad deponi i Gustavsberg som har övertäckts i enlighet med avslutningsplan, beslutad av Länsstyrelsen i Stockholms län. Övertäckningen av deponin är godkänd av Länsstyrelsen som överlåtit tillsynsansvaret till Värmdö kommun.

Intill deponin finns ytterligare en fastighet som även den övertäckts i enlighet med plan som godkänts av Värmdö Kommun. Det har gjorts en lakvattenutredning i syfte att klargöra hur deponins lakvatten påverkar mottagande recipient, utredningen påvisar inga betydande konsekvenser för recipienten eller omgivande miljö.



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VILLEROY & BOCH GUSTAVSBERG AB

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FÖRVALTNINGSBERÄTTELSE

Verksamheten i Vårgårda tillverkar sanitets- och teknisk armatur. Fabriken rymmer en komplett produktionskedja och behandlar alla moment i tillverkningen från mässingtacka till färdig produkt.

Verksamhet som bedrivs i Vårgårda är tillståndspliktig enligt miljöskyddslagen. Tillståndet avser VVS-armatur och omfattar tillverkning av kranar/blandare och kopplingar, ytbehandling av dessa samt förbrukning av smältgods.

Produkterna som tillverkas i Vårgårda är mycket strängt kontrollerade. Emissioner av metaller till vatten är testade enligt gällande normer. Alla produkter är tillverkade av 4MS godkända legeringar.

Enligt Nordiska kommittén för Byggbestämmelser (NKB) ligger blandarna under gällande gränsvärden i alla Nordiska länder. För att blandarna ska klara kraven från typgodkännandeorgan i Norden och övriga marknader ska blandarnas övriga ingående material som är i direkt kontakt med dricksvattnet godkännas av KTW (Kunststoffe im Trinkwasser), FDA (Food and Drug Administration) eller WRAS (Water Research Center) eller liknande. Det innebär att samtliga material i blandarna är godkända ur livsmedelssynpunkt.

Hållbarhetsrapportering

Bolaget omfattas av den hållbarhetsrapport som koncernen upprättar. Rapporten återfinns under <https://www.villeroyboch-group.com/en/investor-relations/publications/annual-reports.html>

Flerårsjämförelse *

		2020	2019	2018	2017	2016
Nettoomsättning	tkr	992 106	945 892	943 553	894 349	822 012
Resultat efter finansiella poster	tkr	109 137	65 872	76 070	74 449	59 728
Balansomslutning	tkr	962 253	832 347	765 059	708 024	616 437
Soliditet	%	50%	46%	44%	40%	37%
Avkastning på eget kapital	%	25%	18%	25%	29%	30%
Avkastning på sysselsatt kapital	%	18%	14%	21%	23%	20%
Antal anställda	st	303	316	313	307	310

* För definitioner av nyckeltal, se not 39.

Resultatdisposition	TKR
Från föregående år balanserad vinst	269 083 259
Fond för verkligt värde	6 473 000
Årets vinst	65 827 727
Vinstmedel till förfogande	341 383 986
<i>Styrelsens förslag till disposition</i>	
Balanseras i ny räkning	341 383 986
Summa	341 383 986

VILLEROY & BOCH GUSTAVSBERG AB

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RESULTATRÄKNINGAR

2021070817610

TKR	Not	2020-01-01 --2020-12-31	2019-01-01 --2019-12-31
Rörelsens intäkter m.m.			
Nettoomsättning	3	992 106	945 892
Kostnad för såld vara		-749 417	-718 551
		242 689	227 341
Övriga rörelseintäkter	4	10 900	13 061
		253 589	240 402
Rörelsens kostnader			
Försäljningskostnader	6	-127 781	-130 193
Administrationskostnader		-12 848	-10 268
Realisationsresultat försäljning av fastighet		711	840
Övriga rörelsekostnader	9	-2 322	-23 649
		-142 240	-163 270
Rörelseresultat	5, 6, 7, 8	111 349	77 132
Resultat från finansiella poster			
Ränteintäkter och liknande	10	6 179	311
Räntekostnader och liknande	11	-8 391	-11 571
		-2 212	-11 260
Resultat efter finansiella poster		109 137	65 872
Bokslutsdispositioner	12	-24 242	-21 794
Resultat före skatt		84 895	44 078
Skatt på årets resultat	13	-19 067	-9 365
Årets resultat		65 828	34 713

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BALANSRÄKNINGAR

TKR	Not	2020-12-31	2019-12-31
Tillgångar			
Anläggningstillgångar			
<i>Immateriella anläggningstillgångar</i>			
Koncessioner, patent, licenser, varumärken samt liknande rättigheter	14	225	343
		<u>225</u>	<u>343</u>
<i>Materiella anläggningstillgångar</i>			
Byggnader och mark	15	95 646	91 056
Maskiner och andra tekniska anläggningar	16	49 423	55 963
Inventarier, verktyg och installationer	17	10 378	10 775
Pågående nyanläggningar och förskott avseende materiella anläggningstillgångar	18	2 955	8 799
		<u>158 402</u>	<u>166 593</u>
<i>Finansiella anläggningstillgångar</i>			
Andelar i koncernföretag	19	38 041	38 041
Andra långfristiga värdepappersinnehav	20	14	14
Uppskjuten skattefordran	21	723	62
Andra långfristiga fordringar	22	14 385	14 272
		<u>53 163</u>	<u>52 389</u>
Summa anläggningstillgångar		211 790	219 325
Omsättningstillgångar			
<i>Varulager m.m.</i>			
Råvaror och förnödenheter		45 912	48 033
Varor under tillverkning		25 559	25 438
Färdiga varor och handelsvaror		78 549	68 121
		<u>150 020</u>	<u>141 592</u>
<i>Kortfristiga fordringar</i>			
Kundfordringar		185 366	156 992
Fordringar hos koncernföretag		306 749	195 362
Aktuell skattefordran		0	4 402
Övriga fordringar		15 393	11 607
Derivat	23	10 495	916
Förutbetalda kostnader och upplupna intäkter	24	2 429	2 137
		<u>520 432</u>	<u>371 416</u>
<i>Kassa och bank</i>	25, 34	<u>80 011</u>	<u>100 014</u>
Summa omsättningstillgångar		750 463	613 022
Summa tillgångar		962 253	832 347

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VILLEROY & BOCH GUSTAVSBERG AB

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BALANSRÄKNINGAR

2021070817612

TKR	Not	2020-12-31	2019-12-31
Eget kapital och skulder			
Eget kapital			
<i>Bundet eget kapital</i>			
Aktiekapital	26	20 000	20 000
Reservfond		5 000	5 000
		25 000	25 000
<i>Fritt eget kapital</i>			
Fond för verkligt värde		6 473	1 413
Balanserat resultat		269 083	234 370
Årets resultat		65 828	34 713
	27	341 384	270 496
Summa eget kapital		366 384	295 496
Obeskattade reserver	28	140 352	116 109
Avsättningar			
Avsättningar för pensioner och liknande förpliktelser	29	4 413	4 893
Uppskjuten skatteskuld	21	2 162	188
Övriga avsättningar	30	32 356	32 263
Summa avsättningar		38 931	37 344
Långfristiga skulder			
Skulder till koncernföretag	31	138 214	143 896
Summa långfristiga skulder		138 214	143 896
Kortfristiga skulder			
Leverantörsskulder		112 766	105 706
Derivat	23	3 508	303
Aktuella skatteskulder		3 923	0
Övriga skulder		22 632	14 198
Upplupna kostnader och förutbetalda intäkter	32	135 543	119 295
Summa kortfristiga skulder		278 372	239 502
Summa eget kapital och skulder		962 253	832 347

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FÖRÄNDRINGAR I EGET KAPITAL

2021070817613

TKR	Aktiekapital	Reservfond	Fond för verkligt värde	Övrigt fritt eget kapital	Summa eget kapital
Belopp vid årets ingång	20 000	5 000	1 413	269 083	295 496
Värdeförändring derivat			6 373		6 373
Skatteeffekt värdeförändring derivat			-1 313		-1 313
Årets resultat				65 828	65 828
Belopp vid årets utgång	20 000	5 000	6 473	334 911	366 384

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VILLEROY & BOCH GUSTAVSBERG AB

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KASSAFLÖDESANALYSER

2021070817614

TKR	Not	2020-01-01 --2020-12-31	2019-01-01 --2019-12-31
Den löpande verksamheten			
Rörelseresultat		111 349	77 132
Justering för poster som inte ingår i kassaflödet	33	20 973	24 301
Erhållen ränta		497	311
Betald ränta		-8 391	-8 926
Betald inkomstskatt		-9 429	-12 684
Kassaflöde från den löpande verksamheten före förändringar av rörelsekapital		114 999	80 134
Förändringar av rörelsekapital			
Förändring av varulager/pågående arbete		-8 428	-7 417
Förändring av kundfordringar		-28 374	15 048
Förändring av övriga kortfristiga fordringar		-125 044	-131 905
Förändring av leverantörsskulder		7 060	11 490
Förändring av övriga kortfristiga skulder		27 888	-12 281
Kassaflöde från den löpande verksamheten		-11 899	-44 931
Investeringsverksamheten			
Förvärv av immateriella anläggningstillgångar		0	0
Förvärv av materiella anläggningstillgångar		-7 991	-14 756
Övriga förändringar finansiella anläggningstillgångar		-113	-429
Kassaflöde från investeringsverksamheten		-8 104	-15 185
Finansieringsverksamheten			
Upptagna lån		0	0
Amortering lån		0	0
Kassaflöde från finansieringsverksamheten		0	0
Årets kassaflöde/förändring av likvida medel		-20 003	-60 116
Likvida medel vid årets början		100 014	160 130
Likvida medel vid årets slut	34	80 011	100 014

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REDOVISNINGSPRINCIPER OCH NOTER

2021070817615

Not 1 Redovisnings- och värderingsprinciper

Företagets årsredovisning har upprättats i enlighet med årsredovisningslagen och BFNAR 2012:1 (K3). Tillämpade principer är oförändrade jämfört med föregående år.

De viktigaste redovisnings- och värderingsprinciperna som har använts vid upprättande av de finansiella rapporterna sammanfattas nedan.

Kassaflödesanalys

Kassaflödesanalysen har upprättats i enlighet med BFNAR 2012:1 (K3) kap. 7 enligt indirekt metod. Kassaflödesanalysen visar företagets förändringar av likvida medel under räkenskapsåret och omfattar endast transaktioner som medfört in- och utbetalningar.

Principer resultaträkningen

Intäkter

Intäkter redovisas till det verkliga värdet av den ersättning som erhållits eller kommer att erhållas, med avdrag för mervärdesskatt, rabatter, returer och liknande avdrag.

Varuförsäljning

Intäkter från försäljning av varor redovisas när varorna levererats och äganderätten har överförts till kunden, varmed samtliga villkor är uppfyllda:

- Företaget har överfört de väsentliga risker och fördelar som är förknippade med varornas ägande,
- företaget inte längre har något sådant engagemang i den löpande förvaltningen som vanligtvis förknippas med ägande och utövar inte heller någon reell kontroll över de sålda varorna,
- inkomsten kan beräknas på ett tillförlitligt sätt,
- de ekonomiska fördelar som är förknippade med transaktionen sannolikt kommer att tillfalla företaget, och
- de utgifter som uppkommit eller som förväntas uppkomma till följd av transaktionen kan beräknas på ett tillförlitligt sätt.

Övriga rörelseintäkter

Övriga rörelseintäkter avser intäkter från aktiviteter utanför företagets huvudsakliga verksamhet.

Försäkringsersättning

Vid driftsstopp, skador och liknande som helt eller delvis täcks av Företagets försäkringsskydd redovisas en beräknad försäkringsersättning när denna kan beräknas på ett tillförlitligt sätt. Försäkringsersättningar redovisas i posten Övriga rörelseintäkter.

Utdelning och ränteintäkter

Utdelningsintäkter redovisas när ägarens rätt att erhålla betalning har fastställts.

Ränteintäkter redovisas fördelat över löptiden med tillämpning av effektivräntemetoden. Effektivräntan är den ränta som gör att nuvärdet av alla framtida in- och utbetalningar under räntebindningstiden blir lika med det redovisade värdet av fordran.

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REDOVISNINGSPRINCIPER OCH NOTER

Leasing

Samtliga leasingavtal redovisas enligt reglerna för operationell leasing vilket innebär att de kostnadsförs linjärt över leasingperioden.

Låneutgifter

Samtliga låneutgifter kostnadsförs i den period som de hänförs till och redovisas i posten *Räntekostnader och liknande*.

Principer balansräkningen

Materiella anläggningstillgångar

Materiella anläggningstillgångar redovisas initialt till anskaffningsvärde inklusive utgifter för att få tillgången på plats och i skick för att kunna användas enligt intentionerna med investeringen. I anskaffningsvärdet ingår inköpspriset och andra direkt hänförliga utgifter såsom utgifter för leverans, hantering, installation, montering, lagfarter och konsulttjänster. Korttidsinventarier och inventarier av mindre värde kostnadsförs löpande. Materiella anläggningstillgångar värderas därefter till anskaffningsvärdet minskat med ackumulerade av- och nedskrivningar.

Avskrivningar

Avskrivning av materiella anläggningstillgångar görs av tillgångens/komponentens avskrivningsbara belopp över dess nyttjandeperiod och påbörjas när tillgången/komponenten tas i bruk. Avskrivning görs linjärt. Följande nyttjandeperioder tillämpas:

	2020	2019
Byggnader	30-33 år	30-33 år
Maskiner och andra tekniska anläggningar	3-20 år	3-20 år
Inventarier, verktyg och installationer	3-20 år	3-20 år

Borttagande från balansräkningen

Materiella anläggningstillgångar tas bort från balansräkningen vid utrangering eller avyttring eller när inte framtida ekonomiska fördelar väntas från användning, utrangering eller avyttring av tillgången.

När materiella anläggningstillgångar avyttras bestäms realisationsresultatet som skillnaden mellan försäljningspriset och tillgångens redovisade värde och redovisas i resultaträkningen i någon av posterna *Övriga rörelseintäkter* eller *Övriga rörelsekostnader*.

Prövning av nedskrivningsbehov av materiella anläggningstillgångar

Per varje balansdag görs en bedömning av om det föreligger någon indikation på att en tillgångs värde är lägre än dess redovisade värde. Finns det en sådan indikation beräknas tillgångens återvinningsvärde. Om återvinningsvärdet understiger redovisat värde görs en nedskrivning som kostnadsförs.

Andelar i dotterföretag

Andelar i dotterföretag värderas till anskaffningsvärde eventuellt minskat med nedskrivningar. Utdelningar från dotterföretag redovisas som intäkt.

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REDOVISNINGSPRINCIPER OCH NOTER

2021070817617

Varulager

Varulagret värderas enligt lägsta värdets princip, dvs till det lägsta av anskaffningsvärdet och nettoförsäljningsvärdet. Anskaffningsvärdet inkluderar alla utgifter som är hänförliga till tillverkningsprocessen samt lämplig andel av tillhörande tillverkningsomkostnader, baserat på normal kapacitet. Anskaffningsvärdet beräknas enligt först in, först ut-principen. Nettoförsäljningsvärdet är det uppskattade pris som varan kan säljas för enligt villkor som är normala i verksamheten minskat med eventuella tillämpliga försäljningskostnader som direkt kan hänföras till försäljningstransaktionen.

Fordringar och skulder i utländsk valuta

Monetära poster i utländsk valuta räknas om till balansdagens kurs och de valutakursdifferenser som uppkommer redovisas i resultaträkningen. Valutakursvinster och -förluster avseende rörelserelaterade fordringar och skulder i utländsk valuta redovisas i posterna *Övriga rörelseintäkter* och *Övriga rörelsekostnader*. Övriga valutakursvinster och -förluster redovisas under rubriken Resultat från finansiella poster.

Finansiella instrument

Finansiella instrument värderas i enlighet med ÅRL 4.14 a-e och kapitel 12. Finansiella instrument redovisas som en finansiell tillgång eller finansiell skuld i balansräkningen när bolaget blir part av instrumentets avtalsmässiga villkor. En finansiell tillgång tas bort från balansräkningen när den avtalsenliga rätten till kassaflödet från tillgången har upphört eller reglerats.

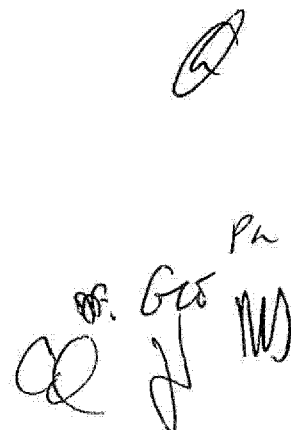
Värdering av finansiella tillgångar och skulder

Finansiella tillgångar och skulder har vid första redovisningstillfället värderats till verkligt värde. De finansiella instrumenten har klassificerats i någon av nedanstående värderingskategorier. Klassificeringen av instrumenten i olika kategorier ligger till grund för hur de finansiella instrumenten ska värderas och hur värdeförändringar ska redovisas. Efterföljande värdering av finansiella instrument sker antingen till verkligt värde eller upplupet anskaffningsvärde. Derivat värderas till verkligt värde baserat på en diskonteringsmodell där observerbara indata används.

- Lånefordringar och kundfordringar är finansiella tillgångar som har fastställda eller fastställbara betalningar men inte är derivatinstrument. Finansiella tillgångar i denna kategori värderas till upplupet anskaffningsvärde.
- Övriga finansiella skulder är finansiella skulder som företaget inte har klassificerat i värderingskategorin "Finansiella tillgångar och skulder som innehas för handel". Finansiella skulder i denna kategori värderas till upplupet anskaffningsvärde.

Nedskrivningar av finansiella anläggningstillgångar

Bedömning görs vid varje balansdag om det finns någon indikation på att de finansiella tillgångar som tillhör värderingskategorin 'Lånefordringar och kundfordringar' har minskat i värde. Nedskrivningsbehovet bedöms individuellt, och om det kan antas att värdenedgången är bestående justeras värdet på tillgången.



REDOVISNINGSPRINCIPER OCH NOTER

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Säkringsredovisning

När det finns en ekonomisk relation mellan säkringsinstrumentet och den säkrade posten som överensstämmer med företagets mål för riskhantering tillämpas säkringsredovisning om kraven för detta är uppfyllda. Säkringsförhållandet är dokumenterat senast när säkringen ingås, där dokumentationen innefattar företagets mål för riskhantering, identifiering av den säkrade posten, säkringsinstrumentet och den säkrade risken samt metod för bedömning av effektivitet. Säkringsförhållandet förväntas vara mycket effektivt för den period som säkringen har identifierats.

Kassaflödessäkringar av prognosticerade transaktioner

För säkring av valutarisk i förväntade kassaflöden används valutaterminer.

För säkring av prISRISK för förändring i mässingpriser hänförlig till prognosticerade inköp av mässing används mässingderivat.

Den del av värdeförändringen på säkringsinstrumentet som bestämts vara en mycket effektiv säkring av ett kassaflöde redovisas i 'Fond för verkligt värde'. Resterande del av värdeförändringen redovisas i resultaträkningen. Värdeförändringar som redovisats i 'Fond för verkligt värde' påverkar resultatet samtidigt som den prognosticerade transaktionen påverkar resultaträkningen alternativt när den inte längre förväntas inträffa.

Inkomstskatter

Inkomstskatt utgörs av aktuell skatt och uppskjuten skatt. Inkomstskatt redovisas i resultaträkningen utom då den underliggande transaktionen redovisas i eget kapital varvid även tillhörande skatteeffekt redovisas i eget kapital. Aktuella skattefordringar och skatteskulder respektive uppskjutna skattefordringar och skatteskulder kvittas i de fall det finns en legal kvittningsrätt.

Aktuell skatt

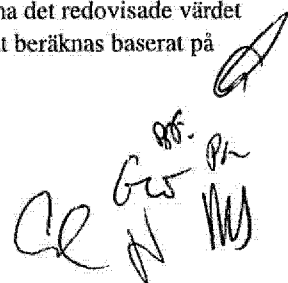
Aktuell skatt är skattekostnaden för innevarande räkenskapsår som avser årets skattepliktiga resultat och den del av tidigare räkenskapsårs inkomstskatt som ännu inte redovisats. Aktuell skatt värderas till det sannolika beloppet enligt de skattesatser och skatteregler som gäller på balansdagen.

Uppskjuten skatt

Uppskjuten skatt redovisas på temporära skillnader mellan det redovisade värdet på tillgångar och skulder i de finansiella rapporterna och det skattemässiga värdet som används vid beräkning av skattepliktigt resultat. Uppskjuten skatt redovisas enligt den skattemässiga balansräkningsmetoden. Uppskjutna skatteskulder redovisas för i princip alla skattepliktiga temporära skillnader, och uppskjutna skattefordringar redovisas i princip för alla avdragsgilla temporära skillnader i den omfattning det är sannolikt att beloppen kan utnyttjas mot framtida skattepliktiga överskott. Obeskattade reserver redovisas inklusive uppskjuten skatteskuld.

Det redovisade värdet på uppskjutna skattefordringar omprövas varje balansdag och reduceras till den del det inte längre är sannolikt att tillräckliga skattepliktiga resultat kommer att finnas tillgängliga för att utnyttjas, helt eller delvis, mot den uppskjutna skattefordran.

Värderingen av uppskjuten skatt baseras på hur företaget, per balansdagen, förväntar sig att återvinna det redovisade värdet för motsvarande tillgång eller reglera det redovisade värdet för motsvarande skuld. Uppskjuten skatt beräknas baserat på de skattesatser och skatteregler som har beslutats före balansdagen.



REDOVISNINGSPRINCIPER OCH NOTER

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Likvida medel

Likvida medel består av kassamedel och disponibla tillgodohavanden hos banker och andra kreditinstitut och andra kortfristiga, likvida placeringar som lätt kan omvandlas till känt belopp och som är utsatta för obetydlig risk för värdefluktuationer. Sådana placeringar har en löptid på maximalt tre månader.

I likvida medel i kassaflödesanalysen ingår företagets tillgodohavanden på koncernens koncernkonto.

Ersättningar till anställda

Kortfristiga ersättningar

Kortfristiga ersättningar till anställda, exempelvis löner, semesterersättningar och bonus, är ersättningar till anställda som förfaller inom 12 månader från balansdagen det år som den anställde tjänat in ersättningen. Kortfristiga ersättningar värderas till det odiskonterade beloppet som företaget förväntas betala till följd av den outnyttjade rättigheten.

Ersättningar efter avslutad anställning

Företaget tillhandahåller ersättningar efter avslutad anställning i form av pensioner genom olika avgiftsbestämda planer.

Avgiftsbestämda pensionsplaner

Företaget betalar fastställda avgifter till andra juridiska personer avseende flera statliga planer och försäkringar för enskilda anställda. Företaget har inga legala eller informella förpliktelser att betala ytterligare avgifter utöver betalningar av den fastställda avgiften som redovisas som en kostnad i den period där den relevanta tjänsten utförs.

Förmånsbestämda pensionsplaner

Andra pensionsplaner än avgiftsbestämda planer utgör förmånsbestämda pensionsplaner. Företaget behåller här den legala förpliktelsen för eventuella förmåner, även om förvaltningstillgångar har reserverats för finansiering av den förmånsbestämda planen. Förvaltningstillgångar kan innefatta särskilt identifierade tillgångar i en pensionsstiftelse och försäkringsbrev som är förvaltningstillgångar.

Företaget har förmånsbestämda planer i egen regi hos Försäkringsbolaget PRI Pensionsgaranti och värderar därmed denna i enlighet med den erhållna uppgiften. Förpliktelsen värderas till det belopp som PRI beräknar årligen.

Ersättning vid uppsägning

Avsättning för avgångsvederlag redovisas när företaget har en legal eller informell förpliktelse att avsluta anställning före dess upphörande eller att lämna ersättning vid uppsägning genom erbjudande för att uppmuntra frivillig avgång. Avsättning görs för den delen av uppsägningslönen som den anställde får utan arbetsplikt med tillägg för sociala avgifter vilket representerar den bästa uppskattningen av den ersättning som förväntas krävas för att reglera förpliktelsen.

Avsättningar och eventalförpliktelser

Avsättningar

Avsättningar för legala processer, förlustkontrakt eller andra krav redovisas när företaget har en legal eller informell förpliktelse till följd av en inträffad händelse, det är sannolikt att ett utflöde av resurser kommer att krävas för att reglera förpliktelsen och beloppet kan uppskattas på ett tillförlitligt sätt. Tidpunkten eller beloppet för utflödet kan fortfarande vara oviss.

BB, Geo, Pr, CR, N, M

REDOVISNINGSPRINCIPER OCH NOTER

Omstruktureringsreserv

En avsättning för omstrukturering av verksamhet redovisas då företaget måste fullfölja omstruktureringen till följd av en legal eller informell förpliktelse. En informell förpliktelse föreligger när företaget har en fastställd och utförlig omstruktureringsplan och de som berörs har en välgrundad uppfattning om att omstruktureringen kommer att genomföras.

Eventualförpliktelser

Som eventualförpliktelse redovisas en befintlig förpliktelse till följd av inträffade händelser, men som inte redovisas som skuld eller avsättning eftersom det inte är sannolikt att ett utflöde av resurser kommer att krävas för att reglera förpliktelsen eller förpliktelsens storlek inte kan beräknas med tillräcklig tillförlitlighet.

Obeskattade reserver

Till följd av kopplingen mellan redovisning och beskattning redovisas obeskattade reserver i företaget. Dessa består till 20,6% av uppskjuten skatt.

Kassaflödesanalys

Kassaflödesanalysen visar företagets förändringar av företagets likvida medel under räkenskapsåret. Kassaflödesanalysen har upprättats enligt den indirekta metoden. Det redovisade kassaflödet omfattar endast transaktioner som medfört in- och utbetalningar.

Not 2 Uppskattningar och bedömningar

När finansiella rapporter upprättas måste styrelsen och den verkställande direktören i enlighet med tillämplade redovisnings- och värderingsprinciper göra vissa uppskattningar, bedömningar och antaganden som påverkar redovisning och värdering av tillgångar, avsättningar, skulder, intäkter och kostnader. De områden där sådana uppskattningar och bedömningar kan ha stor betydelse för företaget, och som därmed kan påverka resultat- och balansräkningarna i framtiden, beskrivs nedan.

Osäkerhet i uppskattningen

Nedan följer information om uppskattningar och antaganden som har den mest betydande effekten på redovisning och värdering av tillgångar, skulder, intäkter och kostnader. Utfallet från dessa kan avvika väsentligt.

Nedskrivningar

För att bedöma nedskrivningsbehovet beräknas återvinningsvärdet för varje tillgång eller kassagenererande enhet baserat på förväntade framtida kassaflöde och med användning av en lämplig ränta för att kunna diskontera kassaflödet. Osäkerheter ligger i antaganden om framtida kassaflöde och fastställande av en lämplig diskonteringsränta.

Nyttjandeperioder för avskrivningsbara tillgångar

Per varje balansdag görs en genomgång av gällande bedömningar av nyttjandeperioder för avskrivningsbara tillgångar. Osäkerheten i dessa bedömningar beror på teknisk inkurans som kan förändra användningsperioden.

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REDOVISNINGSPRINCIPER OCH NOTER

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Varulager

Per varje balansdag görs en beräkning av nettoförsäljningsvärdet för varulagret varmed de mest tillförlitliga uppgifter som finns tillgängliga beaktas. Det framtida försäljningsvärdet kan påverkas av framtida teknologi och andra marknadsdrivna förändringar som kan minska framtida försäljningspriser.

Miljöåtagande

Per varje balansdag görs en bedömning av bolagets miljöreserv, varmed de mest tillförlitliga uppgifter som finns tillgängliga beaktas.

Garantiåtagande

Per varje balansdag görs en bedömning av bolagets reserv för garantiärenden, varmed de mest tillförlitliga uppgifter som finns tillgängliga beaktas.

Not 3 Nettoomsättning	2020	2019
<i>Nettoomsättningen fördelas på följande geografiska marknader</i>		
Norden	973 496	924 104
Europa, exkl Norden	11 631	13 182
Övriga marknader	6 979	8 606
	992 106	945 892
Not 4 Övriga rörelseintäkter	2020	2019
Provisionsintäkter	7 489	7 867
Valutakursvinster på fordringar och skulder av rörelsekaraktär	1 944	4 676
Övriga rörelseintäkter	1 467	518
	10 900	13 061
Not 5 Ersättningar till revisor	2020	2019
<i>Ernst & Young AB</i>		
Revisionsuppdrag	535	484
	535	484

Med revisionsuppdrag avses revisors arbete för den lagstadgade revisionen och med revisionsverksamhet olika typer av kvalitetssäkringstjänster.

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REDOVISNINGSPRINCIPER OCH NOTER

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Not 6 Leasingavtal - Operationell leasing leasetagare	2020	2019
<i>Under året har företagets operationella leasingavgifter uppgått till:</i>	11 340	11 144
<i>Framtida minimileaseavgifter för icke uppsägningsbara leasingavtal, förfaller till betalning enligt följande:</i>		
Inom 1 år	6 594	7 562
Mellan 1 år och 5 år	4 784	9 518
Efter 5 år	0	871
	11 378	17 951

Företaget är leasetagare genom operationella leasingavtal avseende framför allt butiks- och lagerlokaler, bilar och truckar. Summan av årets kostnadsförda leasingavgifter avseende operationella leasingavtal uppgår till 11 340 tkr (11 144 tkr). I beloppet ingår hyra för lokaler med 5 457 tkr (5 485 tkr).

Not 7 Personal	2020	2019
<i>Medelantal anställda</i>		
Medelantalet anställda bygger på av bolaget betalda närvarotimmar relaterade till en normal arbetstid.		
<i>Medelantalet anställda har varit</i>		
Kvinnor	95	101
Män	208	215
Totalt för bolaget	303	316

Löner och ersättningar

Löner, ersättningar, sociala kostnader och pensionskostnader har utgått med följande belopp:

Löner och ersättningar

Styrelse och verkställande direktör	0	0
Övriga anställda	137 976	133 712
	137 976	133 712

¹⁾ Varav tantiem och dylikt 0 0

VD uppbär inte lön från det svenska bolaget.

Sociala kostnader

Pensionskostnader för styrelse och verkställande direktör	0	0
Pensionskostnader övriga anställda	10 805	10 244
Övriga sociala kostnader	42 762	45 885
	53 567	56 129

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REDOVISNINGSPRINCIPER OCH NOTER

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Könsfördelning i styrelsen och företagsledning

Styrelsen

Kvinnor	1	2
Män	5	5

Företagsledning

Kvinnor	3	3
Män	4	4

Not 8 Avskrivningar på immateriella- och materiella anläggningstillgångar

Avskrivningar per tillgångsslag:

	2020	2019
Koncessioner, patent, licenser, varumärken samt liknande rättigheter	117	118
Byggnader och mark	3 180	3 064
Maskiner och andra tekniska anläggningstillgångar	10 791	9 146
Inventarier, verktyg och installationer	2 209	2 330
	16 297	14 658

Avskrivningar per funktion:

Kostnad för sålda varor	9 750	7 737
Försäljningskostnader	1 489	1 602
Administrationskostnader	5 058	5 319
	16 297	14 658

Not 9 Övriga rörelsekostnader

	2020	2019
Ökning miljöreserv	0	21 492
Övriga poster	2 322	2 157
	2 322	23 649

Not 10 Ränteintäkter och liknande

	2020	2019
Ränteintäkter från koncernföretag	345	103
Ränteintäkter från övriga företag	152	208
Valutakursvinster	5 682	0
	6 179	311

Not 11 Räntekostnader och liknande

	2020	2019
Räntekostnader från koncernföretag	7 113	7 524
Räntekostnader från övriga företag	1 278	1 402
Valutakursförluster	0	2 645
	8 391	11 571

Handwritten signatures and initials:
 Cel, G25, BS, Ph, MS

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REDOVISNINGSPRINCIPER OCH NOTER

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Not 12 Bokslutsdispositioner	2020	2019
Skillnad mellan bokförda avskrivningar och avskrivningar enligt plan	1 266	7 900
Avsättning periodiseringsfonder	22 976	13 894
	24 242	21 794

Not 13 Skatt på årets resultat	2020	2019
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De huvudsakliga komponenterna i skattekostnaden för räkenskapsåret och förhållandet mellan förväntad skattekostnad baserat på svensk effektiv skattesats och redovisad skattekostnad i resultaträkningen är enligt följande:

Resultat före skatt	84 895	44 078
Skatt enligt gällande skattesats 21,4% (21,4%)	-18 168	-9 433

Skatteeffekt av:

Justering av tidigare års skatt	0	-23
Ej avdragsgilla kostnader	-278	-313
Ej skattepliktiga intäkter	0	4
Andra skattemässiga justeringar av resultatet	24	825
Redovisad aktuell skatt	-18 422	-8 940

Skattekostnaden består av följande komponenter:

<i>Aktuell skatt</i>		
På årets resultat	-18 422	-8 940
<i>Uppskjuten skatt</i>		
Förändring av temporära skillnader	-645	-425
Redovisad skatt	-19 067	-9 365

Not 14 Koncessioner, patent, licenser, varumärken samt liknande rättigheter	2020-12-31	2019-12-31
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Ingående anskaffningsvärde	470	470
Inköp	0	0
Utgående ackumulerade anskaffningsvärden	470	470

Ingående avskrivningar	-127	-10
Årets avskrivningar	-118	-117
Utgående ackumulerade avskrivningar	-245	-127

Redovisat värde	225	343
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REDOVISNINGSPRINCIPER OCH NOTER

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Not 15 Byggnader och mark	2020-12-31	2019-12-31
Ingående anskaffningsvärde	115 903	115 903
Inköp	900	0
Omklassificeringar	6 870	0
Utgående ackumulerade anskaffningsvärden	123 673	115 903
Ingående avskrivningar	-24 847	-21 783
Årets avskrivningar	-3 180	-3 064
Utgående ackumulerade avskrivningar	-28 027	-24 847
Redovisat värde	95 646	91 056
Not 16 Maskiner och andra tekniska anläggningar	2020-12-31	2019-12-31
Ingående anskaffningsvärde	278 417	280 823
Inköp	3 913	10 647
Försäljningar/utrangeringar	-485	-32 819
Omklassificeringar	338	19 766
Utgående ackumulerade anskaffningsvärden	282 183	278 417
Ingående avskrivningar	-222 454	-246 120
Försäljningar/utrangeringar	485	32 812
Årets avskrivningar	-10 791	-9 146
Utgående ackumulerade avskrivningar	-232 760	-222 454
Redovisat värde	49 423	55 963
Not 17 Inventarier, verktyg och installationer	2020-12-31	2019-12-31
Ingående anskaffningsvärde	27 767	26 485
Inköp	1 764	1 220
Försäljningar/utrangeringar	-1 272	-541
Omklassificeringar	50	603
Utgående ackumulerade anskaffningsvärden	28 309	27 767
Ingående avskrivningar	-16 992	-15 201
Försäljningar/utrangeringar	1 270	539
Årets avskrivningar	-2 209	-2 330
Utgående ackumulerade avskrivningar	-17 931	-16 992
Redovisat värde	10 378	10 775
Not 18 Pågående nyanläggningar och förskott avseende materiella anläggningstillgångar	2020-12-31	2019-12-31
Ingående anskaffningsvärde	8 799	26 279
Inköp/utbetalningar under året	1 414	2 889
Omklassificeringar	-7 258	-20 369
Redovisat värde	2 955	8 799

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REDOVISNINGSPRINCIPER OCH NOTER

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Not 19 Andelar i koncernföretag	2020-12-31	2019-12-31
Ingående anskaffningsvärde	56 859	56 859
Utgående ackumulerade anskaffningsvärden	56 859	56 859
Ingående nedskrivningar	-18 818	-18 818
Utgående ackumulerade nedskrivningar	-18 818	-18 818
Redovisat värde	38 041	38 041

	Organisa- tions- nummer	Företagets säte	Antal andelar	Kapital- andel	Bokfört värde
<i>Direkt ägda:</i>					
VilleroY & Boch Gustavsberg OY	0369392-2	Helsingfors	5 300	100%	8 524
VilleroY & Boch Danmark A/S	10049032	Rödovre	511	100%	8 940
VilleroY & Boch Norge AS	983367828	Lörenskog	1 800	100%	20 577
					38 041

Tillägg för företag som inte konsolideras:	Årets	
	Eget kapital	resultat
VilleroY & Boch Gustavsberg OY	61 816	3 505
VilleroY & Boch Danmark A/S	25 199	1 024
VilleroY & Boch Norge AS	75 343	12 829

Not 20 Andra långfristiga värdepappersinnehav	2020-12-31	2019-12-31
Ingående anskaffningsvärde	14	14
Utgående ackumulerade anskaffningsvärden	14	14
Redovisat värde	14	14

Not 21 Uppskjutna skatter	2020-12-31	2019-12-31
Uppskjutna skatter som uppstår till följd av temporära skillnader:		
Derivat - uppskjuten skattefordran	723	62
Derivat - uppskjuten skatteskuld	-2 162	-188
	-1 439	-126
Uppskjuten skattefordran	723	62
Uppskjuten skatteskuld	-2 162	-188
	-1 439	-126

Skattesatsen för beräkning av uppskjuten skatt uppgår till 20,6 % (20,6%)

CE
 Prof. Gw PL
 MS

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REDOVISNINGSPRINCIPER OCH NOTER

2021070817627

Not 22 Andra långfristiga fordringar

	2020-12-31	2019-12-31
Ingående fordran	14 272	13 843
Aktuariell vinst/förlust	113	429
Utgående fordran	14 385	14 272
Redovisat värde	14 385	14 272

Fordran avser kvarstående diskonterad köpeskilling från fastighetsaffärer som genomförts under 2013 och 2014 .

Not 23 Derivat/säkringsredovisning

Säkringsredovisning tillämpas för de valutaterminer som ingåtts för att säkra bolagets valutarisk. Den säkrade posten utgörs av prognosticerade nettokassaflöden i olika utländska valutor för inköp av insatsmaterial och försäljning i andra länder än Sverige. Nedan presenteras omfattningen och verkliga värdena på de valutaderivat som innehas per respektive balansdag som ingår i en säkringsrelation. Nominella belopp med positiva belopp avser derivat där valutan köps, och negativa nominella belopp avser att valutan säljs i derivatet.

2020-12-31	Nom. belopp (valuta, TCCY) återstående löptid				Redovisat värde (verkligt värde) TKR
	- 1 år	1 - 5 år	5 år -	Totalt	
Finansiella tillgångar (derivat) som ingår i en säkringsrelation					
Valutaderivat (EUR/DKK)	9 050			9 050	1
Valutaderivat (EUR/NOK)	38 000			38 000	175
Valutaderivat (CNY/SEK)	6 300			6 300	26
Finansiella skulder (derivat) som ingår i en säkringsrelation					
Valutaderivat (EUR/AUD)	700			700	-99
Valutaderivat (EUR/DKK)	12 650			12 650	-5
Valutaderivat (USD/SEK)	3 000			3 000	-1 935
Valutaderivat (EUR/SEK)	6 000			6 000	-1 469

2019-12-31	Nom. belopp (valuta, TCCY) återstående löptid				Redovisat värde (verkligt värde) TKR
	- 1 år	1 - 5 år	5 år -	Totalt	
Finansiella tillgångar (derivat) som ingår i en säkringsrelation					
Valutaderivat (EUR/DKK)	23 100			23 100	71
Finansiella skulder (derivat) som ingår i en säkringsrelation					
Valutaderivat (EUR/AUD)	700			700	-103
Valutaderivat (USD/SEK)	3 300			3 300	-95
Valutaderivat (CNY/SEK)	5 700			5 700	-105

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VILLEROY & BOCH GUSTAVSBERG AB

Org.nr 556441-9918

REDOVISNINGSPRINCIPER OCH NOTER

2021070817628

Säkringsredovisning tillämpas även för de mässingsderivat som ingått för att säkra bolagets mässingsrisk. Den säkrade posten utgörs av prognostiserade inköp av mässing. Nedan presenteras omfattningen och de verkliga värdena på de mässingsderivat som innehas per respektive balansdag som ingår i en säkringsrelation.

2020-12-31	Nom. belopp (valuta, TCCY) återstående löptid				Redovisat värde (verkligt värde) TKR
	- 1 år	1 - 5 år	5 år -	Totalt	
Finansiella tillgångar (derivat) som ingår i en säkringsrelation					
Mässingsderivat	948	528		1 476	10 293
Finansiella skulder (derivat) som ingår i en säkringsrelation					
Mässingsderivat	0	0		0	0

2019-12-31	Nom. belopp (valuta, TCCY) återstående löptid				Redovisat värde (verkligt värde) TKR
	- 1 år	1 - 5 år	5 år -	Totalt	
Finansiella tillgångar (derivat) som ingår i en säkringsrelation					
Mässingsderivat	682	62		744	845
Finansiella skulder (derivat) som ingår i en säkringsrelation					
Mässingsderivat	0	0		0	0

Not 24 Förutbetalda kostnader och upplupna intäkter

	2020-12-31	2019-12-31
Förutbetalda hyror och leasingavgifter	554	400
Upplupen bonus från leverantörer	269	157
Övriga personalrelaterade fordringar	290	292
Övriga poster	1 316	1 288
	2 429	2 137

Not 25 Kassa och Bank

	2020-12-31	2019-12-31
Outnyttjad checkräkningskredit uppgår till	0	0

Not 26 Aktiekapital

Aktiekapitalet i företaget består enbart av till fullo betalda stamaktier med ett nominellt värde om 1 tkr per aktie. Alla aktier har samma rätt till utdelning och återbetalning av insatt kapital samt motsvarar en röst på företagets bolagsstämma.

	2020-12-31	2019-12-31
Antal aktier vid årets ingång	20 000	20 000
Antal aktier vid årets utgång	20 000	20 000

VILLEROY & BOCH GUSTAVSBERG AB

Org.nr 556441-9918

REDOVISNINGSPRINCIPER OCH NOTER

2021070817629

Not 27 Resultatdisposition

Från föregående år balanserad vinst	269 083
Fond för verkligt värde	6 473
Årets vinst	65 828
Vinstmedel till förfogande	341 384

Styrelsens förslag till disposition

Balanseras i ny räkning	341 384
Summa	341 384

Not 28 Obeskattade reserver

	2020-12-31	2019-12-31
Avskrivningar utöver plan	30 967	29 700
Periodiseringsfonder	109 385	86 409
Summa avsatt till obeskattade reserver	140 352	116 109
Uppskjuten skatt på obeskattade reserver uppgår till	28 913	23 918

Not 29 Avsättningar för pensioner och liknande förpliktelser

	2020-12-31	2019-12-31
Ingående balans	4 893	5 340
Värdeförändring	-480	-447
Redovisat värde	4 413	4 893

Avsättningen avser förmånsbestämda planer i egen regi hos Försäkringsbolaget PRI Pensionsgaranti. Förpliktelsen värderas till det belopp som PRI beräknar årligen. Hela avsättningen omfattas av tryggandelagen.

Not 30 Övriga avsättningar

	Om- strukturer- ing	Miljöreserv	Garantier	Övrig avsättning	Summa
Vid årets början 2020-01-01	194	17 418	14 458	193	32 263
Tillkommande avsättningar	2 647	475	15 458	252	18 832
Belopp som tagits i anspråk	-822	-3 459	-14 458	0	-18 739
Redovisat värde vid årets slut 2020-12-31	2 019	14 434	15 458	445	32 356

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Org.nr 556441-9918

REDOVISNINGSPRINCIPER OCH NOTER

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	Om- strukturer- ing	Miljöreserv	Garantier	Övrig avsättning	Summa
Vid årets början 2019-01-01	2 474	4 274	12 668	224	19 640
Tillkommande avsättningar	0	16 704	14 458	0	31 162
Belopp som tagits i anspråk	-2 280	-3 560	-12 668	-31	-18 539
Redovisat värde vid årets slut 2019-12-31	194	17 418	14 458	193	32 263

Avsättningar för omstrukturering avser kvarvarande utbetalningar för arbetsbefriad personal. Bolaget har en avsättning för miljöåtaganden. Bolaget har en avsättning för garantiåtaganden för att täcka framtida krav i enlighet med de allmänna villkoren i branschen.

Not 31 Långfristiga skulder

Skulder till koncernföretag

	2020-12-31	2019-12-31
Inom 2 till 5 år	138 214	143 896
Amortering efter 5 år	0	0
	138 214	143 896

Not 32 Upplupna kostnader och förutbetalda intäkter

	2020-12-31	2019-12-31
Upplupna semesterlöner inkl sociala avgifter	18 984	18 443
Upplupen kostnad avseende kundbonus	99 862	84 211
Förpliktelser på realiserade fastighetsförsäljningsavtal	345	385
Övriga poster	16 352	16 256
	135 543	119 295

Not 33 Justering för poster som inte ingår i kassaflödet

	2020-12-31	2019-12-31
Avskrivningar	16 298	14 658
Orealiserade valutakursvinster/ -förluster	5 060	-2 645
Förändring av övriga avsättningar	-387	12 288
Övriga justeringsposter	2	0
	20 973	24 301

Not 34 Likvida medel

	2020	2019
Kassa och bank	80 011	100 014
Belopp vid årets slut	80 011	100 014

Likvida medel består av kassamedel och disponibla tillgodohavanden hos banken och andra kreditinstitut och andra kortfristiga, likvida placeringar som lätt kan omvandlas till känt belopp och som är utsatta för obetydlig risk för värdefluktuationer. Sådana placeringar har en löptid på maximalt tre månader.

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VILLEROY & BOCH GUSTAVSBERG AB

Org.nr 556441-9918

REDOVISNINGSPRINCIPER OCH NOTER

2021070817631

Not 35 Ställda säkerheter och eventalförpliktelser	2020-12-31	2019-12-31
<i>Ställda säkerheter</i>	<i>Inga</i>	<i>Inga</i>
<i>Eventalförpliktelser</i>		
Eventalförpliktelser, FPG/PRI	88	98

Not 36 Koncernuppgifter

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

Bolaget är helägt dotterbolag till Villeroy & Boch AG (020/100/0087), med säte i Mettlach, Tyskland, som upprättar koncernredovisning.

Det utländska moderföretagets koncernredovisning finns att tillgå hos Villeroy & Boch AG på adress:

Villeroy & Boch AG Sanitärfabrik
Box 1120
D-66688 Mettlach
Germany

Bolaget upprättar enligt 7 kap 31 a § inte någon lagstadgad hållbarhetsrapport. Hållbarhetsrapporten för koncernen där bolaget ingår upprättas av moderföretaget Villeroy & Boch AG (020/100/00087) med säte i Mettlach och går att finna på följande adress:

<https://www.villeroyboch-group.com/en/investor-relations/publications/sustainability-reports.html>

Not 37 Inköp och försäljning mellan koncernföretag	2020	2019
Andel av nettoomsättningen som avser koncernföretag	26,5%	28,9%
Andel av rörelsekostnaderna som avser koncernföretag	27,7%	29,4%

Not 38 Väsentliga händelser efter räkenskapsårets slut

Styrelsen bedömer, att utbrottet av viruset Covid-19, kan tänkas påverka företaget negativt, men att effekten av Covid-19 bedöms vara hanterbar (april 2021).

Not 39 Definitioner av nyckeltal

Soliditet

Justerat eget kapital i procent av balansomslutning.

Avkastning på sysselsatt kapital

Resultat efter finansiella poster med tillägg för räntekostnader i relation till sysselsatt kapital.

Sysselsatt kapital

Genomsnittlig balansomslutning minskad med icke räntebärande skulder.

Avkastning på eget kapital

Resultat efter finansiella poster i procent av genomsnittligt justerat eget kapital.

REDOVISNINGSPRINCIPER OCH NOTER

2021070817632

Värmdö 2021-06-09

Georg Lörz

Ordförande/Verkställande direktör

Patrik Rydelius

Arbetsgagarrepresentant

James Nutting

Vice Verkställande direktör

Björn Fredblad

Arbetsgagarrepresentant

Marianne Jarnhed

Vice Verkställande direktör

Carl Lejon

Vår revisionsberättelse har lämnats 2021-06-09

Ernst & Young AB

Annika Engström

Auktoriserad revisor



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Revisionsberättelse

Till bolagsstämman i Villeroy & Boch Gustavsberg AB, org.nr 556441-9918

Rapport om årsredovisningen

Uttalanden

Vi har utfört en revision av årsredovisningen för Villeroy & Boch Gustavsberg AB för räkenskapsåret 2020.

Enligt vår uppfattning har årsredovisningen upprättats i enlighet med årsredovisningslagen och ger en i alla väsentliga avseenden rättvisande bild av Villeroy & Boch Gustavsberg ABs finansiella ställning per den 31 december 2020 och av dess finansiella resultat och kassaflöde för året enligt årsredovisningslagen. Förvaltningsberättelsen är förenlig med årsredovisningens övriga delar.

Vi tillstyrker därför att bolagsstämman fastställer resultaträkningen och balansräkningen.

Grund för uttalanden

Vi har utfört revisionen enligt International Standards on Auditing (ISA) och god revisionssed i Sverige. Vårt ansvar enligt dessa standarder beskrivs närmare i avsnittet *Revisorns ansvar*. Vi är oberoende i förhållande till Villeroy & Boch Gustavsberg AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens och verkställande direktörens ansvar

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

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

Revisorns ansvar

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

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

- identifierar och bedömer vi riskerna för väsentliga felaktigheter i årsredovisningen, vare sig dessa beror på oegentligheter eller misstag, utformar och utför granskningsåtgärder bland annat utifrån dessa risker och inhämtar revisionsbevis som är tillräckliga och ändamålsenliga för att utgöra en grund för våra uttalanden. Risker för att inte upptäcka en väsentlig felaktighet till följd av oegentligheter är högre än för en väsentlig felaktighet som beror på misstag, eftersom oegentligheter kan innefatta agerande i maskopi, förfalskning, avsiktliga utelämnanden, felaktig information eller åsidosättande av intern kontroll.
- skaffar vi oss en förståelse av den del av bolagets interna kontroll som har betydelse för vår revision för att utforma granskningsåtgärder som är lämpliga med hänsyn till omständigheterna, men inte för att uttala oss om effektiviteten i den interna kontrollen.
- utvärderar vi lämpligheten i de redovisningsprinciper som används och rimligheten i styrelsens och verkställande direktörens uppskattningar i redovisningen och tillhörande upplysningar.
- drar vi en slutsats om lämpligheten i att styrelsen och verkställande direktören använder antagandet om fortsatt drift vid upprättandet av årsredovisningen. Vi drar också en slutsats, med grund i de inhämtade revisionsbevisen, om det finns någon väsentlig osäkerhetsfaktor som avser sådana händelser eller förhållanden som kan leda till betydande tvivel om bolagets förmåga att fortsätta verksamheten. Om vi drar slutsatsen att det finns en väsentlig osäkerhetsfaktor, måste vi i revisionsberättelsen fästa uppmärksamheten på upplysningarna i årsredovisningen om den väsentliga osäkerhetsfaktorn eller, om sådana upplysningar är otillräckliga, modifiera uttalandet om årsredovisningen. Våra slutsatser baseras på de revisionsbevis som inhämtas fram till datumet för revisionsberättelsen. Dock kan framtida händelser eller förhållanden göra att ett bolag inte längre kan fortsätta verksamheten.
- utvärderar vi den övergripande presentationen, strukturen och innehållet i årsredovisningen, däribland upplysningarna, och om årsredovisningen återger de underliggande transaktionerna och händelserna på ett sätt som ger en rättvisande bild.

Vi måste informera styrelsen om bland annat revisionens planerade omfattning och inriktning samt tidpunkten för den. Vi måste också informera om betydelsefulla iakttagelser under revisionen, däribland de eventuella betydande brister i den interna kontrollen som vi identifierat.



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Rapport om andra krav enligt lagar och andra författningar

Uttalanden

Utöver vår revision av årsredovisningen har vi även utfört en revision av styrelsens och verkställande direktörens förvaltning för Villeroy & Boch Gustavsberg AB för räkenskapsåret 2020 samt av förslaget till dispositioner beträffande bolagets vinst eller förlust.

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

Grund för uttalanden

Vi har utfört revisionen enligt god revisionssed i Sverige. Vårt ansvar enligt denna beskrivs närmare i avsnittet *Revisorns ansvar*. Vi är oberoende i förhållande till Villeroy & Boch Gustavsberg AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens och verkställande direktörens ansvar

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

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

Revisorns ansvar

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

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

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

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

Som en del av en revision enligt god revisionssed i Sverige använder vi professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Granskningen av förvaltningen och förslaget till dispositioner av bolagets vinst eller förlust grundar sig främst på revisionen av räkenskaper. Vilka tillkommande granskningsåtgärder som utförs baseras på vår professionella bedömning med utgångspunkt i risk och väsentlighet. Det innebär att vi fokuserar granskningen på sådana åtgärder, områden och förhållanden som är väsentliga för verksamheten och där avsteg och överträdelse skulle ha särskild betydelse för bolagets situation. Vi går igenom och prövar fattade beslut, beslutsunderlag, vidtagna åtgärder och andra förhållanden som är relevanta för vårt uttalande om ansvarsfrihet. Som underlag för vårt uttalande om styrelsens förslag till dispositioner beträffande bolagets vinst eller förlust har vi granskat om förslaget är förenligt med aktiebolagslagen.

Stockholm den 2021-06-09

Ernst & Young AB


Anpika Engeström
Auktoriserad revisor

CONSOLIDATED FINANCIAL STATEMENTS

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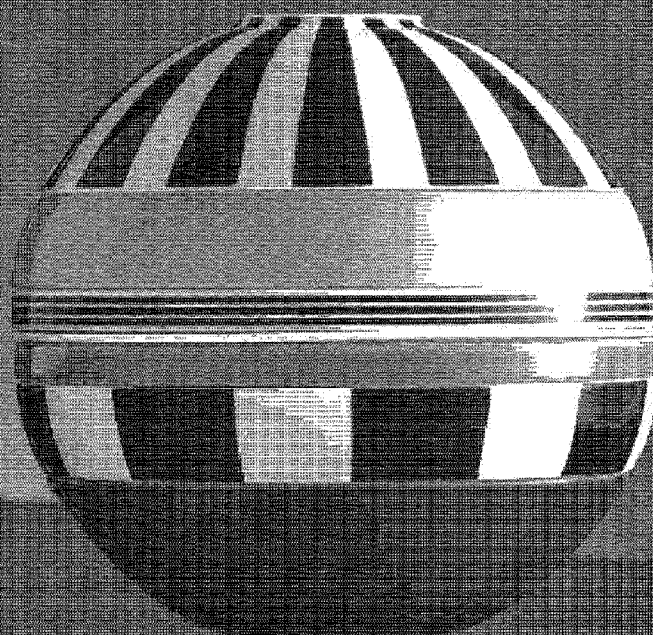
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CONSOLIDATED BALANCE SHEET

as of 31 December 2020

in € million	Notes	31/12/2020	31/12/2019
Assets			
Non-current assets			
Intangible assets	5	40.2	39.6 ⁽¹⁾
Property, plant and equipment	6	166.7	187.9
Right-of-use Assets	7	40.7	42.0
Investment property	8	5.8	6.4
Investments accounted for using the equity method	9	1.6	1.4
Other financial assets	10	17.4	17.5
		272.4	294.8
Other non-current assets	14	2.2	3.0
Deferred tax assets	11	35.9	37.8
		310.5	334.6
Current assets			
Inventories	12	163.1	176.4
Trade receivables	13	115.6	143.2
Other current assets	14	25.1	20.7
Income tax receivables	15	2.0	5.3
Cash and cash equivalents	16	297.8	210.3
		603.6	555.9
Total assets		914.3	890.5

in € million	Notes	31/12/2020	31/12/2019
Equity and Liabilities			
Equity attributable to Villeroy & Boch AG shareholders			
■ Issued capital	17	71.9	71.9
■ Capital surplus	18	193.6	193.6
■ Treasury shares	19	-15.0	-15.0
■ Retained earnings	20	104.0	95.2 ⁽¹⁾
■ Revaluation surplus	21	-107.6	-98.1
		246.9	247.6
Equity attributable to minority interests			
	22	4.8	4.6
Total equity		251.7	252.2
Non-current liabilities			
■ Provisions for pensions	26	193.0	189.9
■ Non-current provisions for personnel	27	17.0	18.5
■ Other non-current provisions	28	21.8	23.8
■ Non-current financial liabilities	29	105.0	70.0
■ Non-current lease liabilities	30	30.5	30.2
■ Other non-current liabilities	31	30.5	28.9
■ Deferred tax liabilities	11	3.6	3.2
		401.1	364.5
Current liabilities			
■ Current provisions for personnel	27	15.3	15.4
■ Other current provisions	28	31.4	31.7
■ Current financial liabilities	29	10.2	42.5
■ Current lease liabilities	30	10.6	13.1
■ Other current liabilities	31	98.5	95.6
■ Trade payables	32	85.6	81.3
■ Income tax liabilities		9.7	4.2 ⁽¹⁾
		261.5	273.8
Total liabilities		662.6	638.3
Total equity and liabilities		914.3	890.5

⁽¹⁾ Changes to the previous year according to IAS 8 14(b) (Description in note 1 of the notes)

CONSOLIDATED INCOME STATEMENT

for the period 1 January to 31 December 2020

in € million	Notes	01/01/2020 – 31/12/2020	01/01/2019 – 31/12/2019
Revenue	33	800.9	833.3
Costs of sales	34	-478.5	-479.6
Gross profit		322.4	353.7
Selling, marketing and development costs	35	-232.0	-271.1
General administrative expenses	36	-40.9	-46.0 ⁽¹⁾
Other operating income	37	8.9	102.8
Other operating expenses	38	-17.0	-37.3
Result of associates accounted for using the equity method	39	0.2	-0.2
Operating result (EBIT)		40.7	101.9
Interest income and other finance income	40	1.3	1.5
Interest expenses and other finance expenses	41	-6.2	-6.2
Financial result		-4.9	-6.7
Earnings before taxes		35.8	95.2
Income taxes	42	-12.9	-15.8 ⁽¹⁾
Group result		22.9	79.4
Thereof attributable to:			
Villeroy & Boch AG shareholders		22.6	79.2
Minority interests	43	0.3	0.2
Group result		22.9	79.4
Earnings per share		in€	in€
■ Earnings per ordinary share	44	0.83	2.98 ⁽¹⁾
■ Earnings per preference share	44	0.88	3.03 ⁽¹⁾

⁽¹⁾ Changes to the previous year according to IAS 8.14(b) (Description in note 1 of the notes)
 During the reporting period there were no dilution effects

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the period 1 January to 31 December 2020

in € million	2020	2019
Group result	22.9	79.4⁽¹⁾
Other comprehensive income		
Items to be reclassified to profit or loss:		
■ Gains or losses on translations of exchange differences	-0.3	-3.1
■ Gains or losses on cash flow hedges	-0.9	-4.3
■ Deferred income tax effect on items to be reclassified to profit or loss	-1.9	-0.9
Items not to be reclassified to profit or loss:		
■ Actuarial gains or losses on defined benefit plans	-9.1	-18.0
■ Gains or losses on value changes of securities	0.1	0.5
■ Deferred income tax effect on items not to be reclassified to profit or loss	2.6	5.6
Total other comprehensive income	-9.5	-20.2
Total comprehensive income net of tax	13.4	59.2⁽¹⁾
Thereof attributable to:		
■ Villeroy & Boch AG shareholders	13.1	59.0 ⁽¹⁾
■ Minority interests	0.3	0.2
Total comprehensive income net of tax	13.4	59.2⁽¹⁾

⁽¹⁾ Changes to the previous year according to IAS 8.14(d) – (Description in note 1 of the notes)

CONSOLIDATED STATEMENT OF EQUITY

for the period 1 January to 31 December 2020

in € million	Equity attributable to Villeroy & Boch AG shareholders						Equity attributable to minority interests	Total equity
	Issued capital	Capital surplus	Treasury shares	Retained earnings	Revaluation surplus	Total		
Notes	17	18	19	20	21		22	
As of 01/01/2019	71.9	193.6	-15.0	31.1	-77.9	203.7	4.9	208.6⁽¹⁾
Group result				79.2		79.2	0.2	79.4 ⁽¹⁾
Other comprehensive income					-20.2	-20.2	0.0	-20.2
Total comprehensive income net of tax				79.2	-20.2	59.0	0.2	59.2⁽¹⁾
Dividend payments				-15.1		-15.1	-0.5	-15.6
As of 31/12/2019	71.9	193.6	-15.0	95.2	-98.1	247.6	4.6	252.2⁽¹⁾
As of 01/01/2020	71.9	193.6	-15.0	95.2	-98.1	247.6	4.6	252.2
Group result				22.6		22.6	0.3	22.9
Other comprehensive income					-9.5	-9.5		-9.5
Total comprehensive income net of tax				22.6	-9.5	13.1	0.3	13.4
Dividend payments				-13.8		-13.8	-0.1	-13.9
As of 31/12/2020	71.8	193.6	-15.0	104.0	-107.6	246.9	4.8	251.7

⁽¹⁾ Changes to the previous year according to IAS 8(14(b)). (Description in note 1 of the notes)

CONSOLIDATED CASH FLOW STATEMENT

for the period 1 January to 31 December 2020

in € million	Notes	01/01/2020 – 31/12/2020	01/01/2019 – 31/12/2019
Group result		22.9	79.4 ⁽¹⁾
Depreciation of non-current assets	45	45.5	41.7
Change in non-current provisions		-11.9	7.5
Profit from disposal of fixed assets		+1.2	+88.0
Change in inventories, receivables and other assets		52.6	-17.6
Change in liabilities, current provisions and other liabilities		19.9	21.1 ⁽¹⁾
Taxes paid/received in the financial year		0.4	-8.3
Interest paid in the financial year		-2.9	-3.1
Interest received in the financial year		1.7	0.8
Other non-cash income/expenses	49	9.5	11.4
Cash flow from operating activities	49	136.5	44.9⁽¹⁾
Purchase of intangible assets, property, plant and equipment		-19.9	-31.6 ⁽¹⁾
Investment in non-current financial assets and cash payments		-3.1	-4.7
Payments for the acquisition of consolidated companies		1.0	–
Cash receipts from disposals of fixed assets		4.6	5.0
Cash receipts from disposals of real estate Luxembourg		0.0	114.0
Cash flow from investing activities	50	-17.4	82.7⁽¹⁾
Cash proceeds from long-term borrowing	29	35.0	92.5
Cash repayments of amounts borrowed	29	-32.3	-38.1
Cash repayments of lease liabilities	30	-18.9	-14.2
Dividends paid to minority shareholders	22	-0.1	-0.5
Dividends paid to shareholders of Villeroy & Boch AG	23	-13.8	-15.1
Cash flow from financing activities	51	-30.1	24.6
Sum of cash flows		89.0	152.2
Balance of cash and cash equivalents as of 01.01.		210.3	57.6
Change based on total cash flows		89.0	152.2
Changes due to exchange rates		-1.5	0.5
Net increase in cash and cash equivalents		87.5	152.7
Balance of cash and cash equivalents as of 31.12.	16+52	297.8	210.3

⁽¹⁾ Changes to the previous year according to IAS 8,14(b) – (Description in note 1 of the notes)

NOTES

GENERAL INFORMATION

Villeroy & Boch Aktiengesellschaft, domiciled in Mettlach, Saarferstrasse 1-3, is a listed stock corporation under German law. It is the parent company of the Villeroy & Boch Group. The Villeroy & Boch Group is a leading international ceramic manufacturer. As a full-service provider for the bathroom and the "perfectly laid table", our operating business is divided into two divisions: Bathroom and Wellness, and Tableware. Villeroy & Boch AG is listed in the Prime Standard operated by Deutsche Börse AG.

In line with section 315f of the HGB (German Commercial Code), the consolidated financial statements as at 31 December 2020 were prepared in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union. The consolidated financial statements are supplemented by additional explanatory notes in accordance with section 315f HGB.

The financial year is the calendar year. The consolidated financial statements were prepared in euro. Unless stated otherwise, all amounts are disclosed in millions of euro (€ million).

The annual financial statements of Villeroy & Boch AG and the consolidated financial statements of Villeroy & Boch Aktiengesellschaft are published in the Bundesanzeiger (Federal Gazette).

The Management Board of Villeroy & Boch AG approved the consolidated financial statements for submission to the Supervisory Board on 8 February 2021. The Supervisory Board is responsible for examining the consolidated financial statements and declaring whether it approves the consolidated financial statements.

The COVID-19 pandemic also impacted the business activities of Villeroy & Boch AG. There has therefore been continuous analysis and monitoring of potential accounting effects and consequences for the financial position and financial performance of the Villeroy & Boch Group since the crisis began. The main accounting effects included the more comprehensive elimination of idle capacity costs arising from temporary plant shutdowns and restrictions, closures of the Group's own tableware shops and short-time work in various areas (note 12). The latter also had a considerable impact on the presentation of staff costs, which were reduced by the recognised claims for reimbursement

(note 47). Consequences for the goodwill impairment test (note 5) and impairment losses on trade receivables (note 13) also had to be taken into account. However, this did not result in any changes to the accounting policies applied to date.

The following section describes the main IFRS accounting policies as adopted by the Villeroy & Boch Group in accordance with the relevant provisions.

1. ACCOUNTING POLICIES

Modifications due to the adoption of accounting principles

With the exception of the IFRS regulations requiring mandatory application for the first time in the financial year, the accounting policies applied are essentially the same as those applied in the previous year. The changes to the IFRS regulations effective for the first time in the 2020 financial year are presented under note 63 and had no material effect on the accounting policies of the Villeroy & Boch Group.

In addition, various new financial reporting standards were published that are not mandatory for reporting periods ending 31 December 2020. The Villeroy & Boch Group has not adopted these early. The effects of these new regulations on current and future reporting periods, and on foreseeable transactions, are not considered material. Information on developments within the IFRS framework can be found in note 63.

Intangible assets

Acquired intangible assets are capitalised at the cost necessary to bring the asset to its working condition. Internally generated intangible assets are only capitalised in the year of their creation if they meet the requirements of IAS 38. Initial measurement is at cost including attributable overheads.

The IFRS Interpretations Committee (IFRIC) published a "Tentative Agenda Decision" on IAS 38 at the beginning of December 2020. This clarified that customisation expenses incurred in connection with software as a service (SaaS) arrangements that do not result in writing additional code cannot be capitalised as a separate (acquired) intangible asset as in accounting for leasehold improvements. The

previous accounting of customisation expenses incurred in connection with an SaaS arrangement and previously capitalised as intangible assets was reviewed again based on this. We have now applied the IFRIC-10 interpretation regarding the accounting for these costs. As we consider the impact of this change in accounting to be relevant, we have amended our accounting retrospectively. Intangible assets and retained earnings declined by €2.6 million, €1.7 million of this related to the 2018 financial year. The tax effect of this was included in retained earnings at €+0.8 million and in the previous year's tax liabilities at €-0.8 million. General and administrative expenses increased by €1.5 million, reducing income taxes by €0.5 million. Expenses of €1.0 million were incurred for this in the current financial year.

Items with a limited useful life are reduced by straight-line amortisation over their useful life. Amortisation only begins when the assets are placed in service. Useful lives are generally between three and six years. Amortisation is essentially included in general and administrative expenses. Assets with an indefinite useful life, such as goodwill, are only written down if there is evidence of impairment. To determine whether this is the case, the historical cost is compared with the recoverable amount. The recoverable amount is defined as the higher of the net selling price and the value in use of the respective asset. The net selling price represents the proceeds that could be generated in an arm's length transaction after deduction of all disposal costs incurred. The value in use is calculated by discounting the (net) cash flows attributable to the asset using the discounted cash flow method, applying an appropriate long-term interest rate before income taxes. Rates of revenue and earnings growth are taken into consideration in the underlying calculations. The cash flows recognised are usually derived from current medium-term planning, with payments in the years beyond the planning horizon derived from the situation in the final year of the planning period. Planning premises are based on current information. Reasonable assumptions on macroeconomic trends and historical developments are also taken into account.

Any impairment losses identified are recognised in profit or loss. If the reason for the recognition of an impairment loss ceases to exist in a future period, the impairment loss is reversed accordingly. The reversal of impairment losses on capitalised goodwill is prohibited. Annual impairment testing for capitalised goodwill is performed at divisional level.

Property, plant and equipment

Property, plant and equipment are carried at cost less depreciation in accordance with the useful life. Acquisition cost includes all net costs necessary to bring the asset to its working condition. Production cost is determined on the basis of the directly attributable costs of the asset plus the pro rata materials and manufacturing overheads. Maintenance and repair costs for property, plant and equipment are recognised in profit or loss.

If an asset consists of several components with significantly different useful lives, the individual elements are depreciated in accordance with their individual service potential. Property, plant and equipment are depreciated on a straight-line basis over their useful life.

The following useful lives are applied, unchanged from the previous year, throughout the Group:

ASSET CLASS	Useful life in years
Buildings (predominantly 33 years)	20 – 50
Operating facilities	10 – 20
Kilns	5 – 15
Technical equipment and machinery	5 – 12
Vehicles	4 – 8
IT equipment	3 – 6
Other operating and office equipment	3 – 10

The estimated useful lives are reviewed regularly.

In addition to ordinary depreciation, impairment losses are recognised on property, plant and equipment if the value in use or the net realisable value of the respective asset concerned has fallen below the depreciated cost. If the reasons for the recognition of an impairment loss cease to exist in a future period, the impairment loss is reversed accordingly.

Property, plant and equipment under construction are carried at cost. Finance costs that arise directly during the creation of a qualifying asset are capitalised. Depreciation on assets under construction only begins when the assets are completed and used in operations.

Leases

A lease is a contract that establishes the right to use an asset (the lease asset) for an agreed period in return for payment of a fee.

If the Villeroy & Boch Group leases assets for a total period of fewer than twelve months, or if these are low-value assets, the lease payments are recognised as an expense on a straight-line basis over the lease term.

For all other leases in which the Villeroy & Boch Group is the lessee, the present value of the future leasing payments is carried as a liability. Lease payments are divided into payments of principal and interest in accordance with the effective interest method. Correspondingly, the right to use the lease asset is capitalised at the inception of the lease, generally at the present value of the liability plus directly attributable costs and restoration and demolition obligations. Payments made prior to the inception of the lease and rental incentives granted by the lessor are also included in the carrying amount of the right-of-use asset. The right-of-use asset is depreciated on a straight-line basis over the shorter of the term of the lease and the useful life of the lease asset. The regulations for calculating and recognising impairment losses on assets also apply to capitalised right-of-use assets.

The liability is remeasured if the expected lease payments change, e.g. as a result of index-linked fees or new assessments of contractual options. The new carrying amount is adjusted in equity with a corresponding adjustment of the capitalised carrying amount of the right-of-use asset. On 28 May 2020, the IASB published an amendment to IFRS 16 that provides an optional practical expedient for lessees from assessing whether a rent concession related to COVID-19 is a lease modification (see note 63).

Lessees can elect to account for such rent concessions in the same way as they would if they were not lease modifications. This results in accounting for the concession as a variable lease payment in the period in which the event or condition that triggers the reduced payment occurs. Villeroy & Boch AG applies the expedient described to all rent concessions that satisfy the requirements. The effects are described in note 30 Non-current and current lease liabilities.

Variable lease payments not linked to an index or interest rate are recognised as an expense when incurred.

The present value of the lease payments is calculated using the incremental borrowing rate derived from the interest reference rates for the money market yields in the transaction currency. These interest reference rates are supplemented by a risk premium dependent on the term of the lease that reflects the company's credit rating and is

based on the difference in yield to first-class bonds with a term of up to 15 years. All facts and circumstances that offer an economic incentive to exercise renewal options or not to exercise termination options are taken into account when determining the term of leases. Changes in the term of a lease as a result of exercising or not exercising such options are only taken into account when they are reasonably certain.

Leases in which the Villeroy & Boch Group is the lessor and does not transfer the significant risks and rewards of the use of the asset to the partner are recognised as operating leases. The lease asset continues to be reported under non-current assets and the lease payments are recognised as rental income on a straight-line basis over the lease term. If the lessee receives the significant risks and rewards of the use of the asset, the present value of the outstanding minimum lease payments is recognised as a finance lease receivable. Payments by the lessee are recognised as payments of principal or interest income. Interest income is recognised over the lease term using the effective interest method.

Government grants

Government grants are measured at fair value and not recognised until the Group has complied with the conditions attaching to it and the grant has been received. Grants and subsidies received for the acquisition or construction of property, plant and equipment and intangible assets reduce their cost insofar as they can be allocated to the individual assets; otherwise, they are recognised as deferred income and subsequently reversed depending on the degree of fulfilment.

Investment property

Land and buildings held to earn regular rental income (investment property) are reported separately from assets used in operations. Mixed-use property is classified proportionately as a financial investment if the leased portion of the building could be sold separately. If this criterion is not met, the entire property is classified as investment property if the owner-occupied portion is insignificant. Investment property is carried at amortised cost. Depreciation is performed in the same way as for property, plant and equipment used in operations. Market values are calculated by independent experts and by in-house staff. The experts contracted typically calculate

market values using the gross rental method. In these cases, the market value is also calculated using the asset value method as a control. The basis for the internal determination of market values are mainly the official comparative prices from the land value maps of expert committees, supplemented by property-specific fair values for the respective structures.

Investments accounted for using the equity method

An associate is a company over which the Villeroy & Boch Group has significant influence. The Villeroy & Boch Group has significant influence when it has the opportunity to participate in the financial and operating policy decisions of the investee without control or joint management. Investments in associates are accounted for using the equity method, under which the cost at the acquisition date is adjusted to reflect the proportionate future results of the respective associate, among other factors. Resulting changes in equity are reported in the operating result in the statement of comprehensive income.

Financial instruments

Financial instruments arise from contracts which lead to a financial asset or financial liability or an equity instrument. They are recognised in the statement of financial position as soon as the Villeroy & Boch Group concludes a contract to this effect. In accordance with IFRS 9, based on the characteristics of the contractual cash flows and the nature of the respective business model, each financial instrument is allocated to one of four measurement categories in accordance with the classification described in note 54 and, depending on the category chosen, measured either at amortised cost or fair value. Financial instruments are derecognised when the claim for settlement expires.

Inventories

Inventories are carried at the lower of acquisition or production costs and net realisable value. The production costs of inventories include the directly allocable direct costs (e.g. material and labour costs allocable to construction) and overheads incurred in the production process. Measurement is performed using the standard cost method. For the majority of raw materials, supplies and merchandise, acquisition cost is determined using the moving average method and contains all expenses incurred in order to bring such inventory items to their present location and condition. Value allowances are recognised to

an appropriate extent for inventory risks arising from the storage period and/or impaired realisability. Net realisable value is defined as the proceeds that are expected to be realised less any costs incurred prior to the sale. In the event of an increase in the net realisable value of inventories written down in prior periods, write-downs are reversed in profit or loss as a reduction of the cost of goods sold in the statement of comprehensive income.

Increases in production costs per unit due to production stoppages or underutilisation are accounted for by an appropriate cost adjustment for idle capacity.

Receivables

On recognition, trade receivables and other current receivables are carried at their transaction price less expected losses over the agreed payment period. An additional impairment loss is recognised if there are objective indications that a receivable may be defaulted on. The loss allowances to be recognised are calculated in the amount of the expected losses over the total remaining term. Non-current receivables are initially measured at cost using the effective interest method. A provision is recognised for the potential risk of default that could arise within the next 12 months. If the credit risk increases significantly during the term of the contract, the impairment loss is increased by the amount of a possible default over the total remaining term. Examples of indications include a deterioration in the rating or becoming past due by more than 90 days. The impairment loss is increased if there are further objective indications that a receivable may be defaulted on, such as filing for insolvency.

Impairment is used to adequately reflect the default risk, while actual cases of default result in the derecognition of the respective asset.

Cash and cash equivalents

Cash and short-term investments (cash equivalents) are defined as cash on hand, demand deposits and time deposits with an original term of up to three months. Cash is carried at its amortised cost. In the case of cash equivalents, interest income is recognised in profit or loss on a pro rata basis.

Pension obligations

Provisions equal to the defined benefit obligations (DBO) already earned are recognised for obligations under defined benefit pension plans. The expected future increase in salaries and pensions are also taken into account. If pension

obligations are covered in full or in part by fund assets, the market value of these assets is offset against the DBO if these assets are classified as trust assets and administered by third parties. Actuarial gains and losses, such as those arising from the change in the discounting factor or assumed mortality rates, are recognised in the revaluation surplus. Of the annual pension costs, the service cost is reported in staff costs and the interest cost in net other finance costs.

Provisions are not recognised for defined contribution plans as the payments made are recognised in staff costs in the period in which the employees perform the services granting entitlement to the respective contributions.

Other provisions

Provisions are recognised for legal or constructive obligations to third parties arising from past events where an outflow of resources is likely to be required to settle the obligation and the amount of this outflow can be reliably estimated. Provisions are carried at the future settlement amount based on a best estimate. Provisions are discounted as necessary.

Liabilities

Financial liabilities and other liabilities are recognised at fair value and subsequently measured at amortised cost.

Contingent liabilities

Contingent liabilities are possible obligations, predominantly arising from guarantees, which were established in the past but whose actual existence is dependent on the occurrence of a future event and where recourse is not likely as at the end of the reporting period. Contingent liabilities are not recognised in the statement of financial position.

Revenue recognition

Revenue from the sale of goods is recognised when the related performance obligation has been fulfilled by transferring the goods to the customer. Goods are deemed to have been transferred when the customer gains control of them. For wholesale transactions, the time at which this occurs must be assessed based on the individually agreed terms of delivery. For consignment or commission agency models, revenue is recognised at the time of resale to the end customer. In the Group's retail outlets, revenue is recognised immediately at the time of the transaction when the goods are paid for, whereas in the Group's online shops, revenue is recognised when goods are delivered to customers.

Regarding the key terms of payment, the Group grants commercial customers terms of payment specific to their country and industry, though these do not usually exceed 90 days. Similarly, the agreement of advance and down-payments is not uncommon for individual customer groups. The underlying contracts do not include significant financing components in either scenario.

The amount of revenue to be recognised is determined by the transaction price, i.e. the amount of consideration that Villeroy & Boch is expected to receive in exchange for the transfer of goods – less trade discounts, rebates, and customer bonuses. Unlike trade discounts and rebates, bonuses are not granted on invoices – rather, they are subsequent, performance-based repayments made to customers. As soon as it is assumed that the customer has satisfied the agreed terms for granting bonuses, this amount is deferred as a revenue deduction by way of a corresponding liability. Projections for customers bonuses deferred over a year are prepared on the basis of data specific to the customer and country (the most likely amount method). Some contracts allow customers to return products within a set period. These rights of return give rise to variable consideration, which is recognised at its expected value. Estimates of variable consideration are not limited as the uncertainty regarding the amounts to be included is only temporary because projections are constantly updated.

Furthermore, Villeroy & Boch also generates revenue from licensing its brand rights to third parties. The underlying performance obligation is fulfilled by the licensee during the term of the contract by way of production under the label of the Villeroy & Boch Group. The resulting sales-based licensee income is recognised on an accrual basis in accordance with the terms of the licensee agreement.

Recognition of miscellaneous income and expenses

Dividend income is recognised when a legal claim to payment arises. Interest income is deferred on the basis of the nominal amount and the effective interest method. Rental income from investment property is recognised on a straight-line basis over the term of the relevant lease. Revenue from intercompany transactions is only realised when the assets ultimately leave the Group. Operating expenses are recognised in profit or loss as incurred economically. Rental expenses from short-term leases, i.e. contracts with a term of not more than 12 months, and rental expenses from contracts for low-value assets are recognised on a straight-line basis over the agreed period.

Rental expenses on the basis of variable lease payments that were not taken into account in the measurement of the right-of-use asset are recognised in profit or loss.

Research and development costs

Research costs arise as a result of original and planned investigation undertaken in order to gain new scientific or technical knowledge or understanding. In accordance with IAS 38, they are expensed as incurred. Development costs are expenses for the technical and commercial implementation of existing theoretical knowledge. Development ends with the start of commercial production or utilisation. Costs incurred during development are capitalised if the conditions for recognition as an intangible asset are met. Due to the risks existing until market launch, these conditions are regularly not met in full.

Taxes

Income tax expense represents the total of current and deferred taxes. Current and deferred taxes are recognised in income unless they are associated with items taken

directly to equity. In these cases, the corresponding taxes are also recognised directly in equity.

Current tax expense is determined on the basis of the taxable income for the financial year. Taxable income differs from the result for the year reported in the statement of comprehensive income, as it excludes those income and expense items that are only taxable or tax-deductible in prior/subsequent periods or not at all. The current tax liabilities of the Villeroy & Boch Group are recognised on the basis of the applicable tax rates. Deferred taxes are calculated in the individual countries on the basis of the expected tax rates at the realisation date. These comply with the legislation in force or substantially enacted as at the end of the reporting period.

Rounding of amounts

Unless stated otherwise, all amounts reported in the financial statements and the notes are rounded to full millions of euro with one decimal place.

SUMMARY OF SELECTED VALUATION METHODS

Item	Measurement methods
ASSETS	
Intangible assets	
• Goodwill	(Amortised) cost (Subsequent measurement: Impairment test)
• Other acquired intangible assets	(Amortised) cost
• Internally generated intangible assets	Cost (direct costs and directly attributable overheads)
Property, plant and equipment	(Amortised) cost
Investment property	(Amortised) cost
Financial assets	
• Category: Loans and receivables	(Amortised) cost using the effective interest method
• Securities: shares, etc.	At fair value in OCI without realisation of gains or losses on disposal
• Category: Hedging instruments	At fair value in OCI (ineffective parts: at fair value through profit or loss)
Inventories	Lower of cost or net realisable value
Trade receivables	(Amortised) cost using the effective interest method
Cash and cash equivalents	Nominal value
Non-current assets held for sale	Lower of carrying amount and fair value less costs to sell
EQUITY AND LIABILITIES	
Provisions	
Provisions for pensions	Projected unit credit method
Provisions for personnel	
• Termination benefits	Discounted settlement amount (most likely)
• Other long-term employee benefits	Projected unit credit method
• Other provisions	Discounted settlement amount (most likely)
Financial liabilities	
• Other liabilities	At amortised cost through profit or loss
• Hedging instruments	At fair value in OCI (ineffective parts: at fair value through profit or loss)
Trade payables	(Amortised) cost using the effective interest method

Management estimates and assumptions

In preparing the consolidated financial statements, assumptions and estimates were required to a certain extent that affected the reporting and the amount of the recognised assets, liabilities, income, expenses and contingent liabilities. These affect, for example, the assessment of control options for determining the basis of consolidation, impairment testing for the assets recognised in the statement of financial position, the Group-wide determination of economic lives, the assessment of the contractual term of leases, the timing of the settlement of receivables, the amount of variable purchase prices (see note 31), assessments of the risk of default and the expected loss given default, the evaluation of the utilisation of tax loss carryforwards and the recognition of provisions.

The main sources of estimate uncertainty are future measurement factors such as interest rates, assumptions of future financial performance and assumptions on the risk situation and interest rate development. The underlying assumptions and estimates are based on the information available when these consolidated financial statements were prepared. At the end of the year under review, there were no assumptions concerning the future or other major sources of estimation uncertainty at the end of the reporting period with a significant risk of requiring a material adjustment to the carrying amounts of assets and liabilities within the next financial year. These also include estimation uncertainty in conjunction with the COVID-19 crisis, which manifests, for example, in uncertainty in forecasts or the calculation of probabilities of default. In individual cases, actual values may deviate from the projected amounts. Changes are recognised as soon as better information becomes available. The carrying amounts of the affected items are presented separately in the respective notes.

2. BASIS OF CONSOLIDATION

In addition to Villeroy & Boch AG, the consolidated financial statements include all 14 (previous year: 14) German and 39 (previous year: 41) foreign subsidiaries that Villeroy & Boch AG – directly or indirectly – controls and has included in consolidation. The change in the basis of consolidation of the Villeroy & Boch Group was as follows:

VILLEROY & BOCH AG AND CONSOLIDATED COMPANIES:

	Ger- many	Abroad	Total	Total
As at 1 January 2020	14	41	55	56
Additions due to acquisition (a)	–	–	–	1
Disposals due to liquidation (b)	–	–	–	-1
Disposals due to asset sale (c)	–	-1	-1	-1
Disposals due to merger (d)	–	-1	-1	–
As at 31 December 2020	14	39	53	55

(a) Addition due to acquisition:

In the previous year, Villeroy & Boch AG acquired all shares in HoL Badshop und Service GmbH, which is an inactive shelf company.

(b) Disposal due to liquidation:

Villeroy & Boch Tableware Japan K.K. was liquidated on 15 October 2019 after its operating activities were suspended in 2018 as a result of the change in the sales model.

(c) Disposal due to sale of a Group company/sale of assets:

In the current financial year, Vilbomex S.A. de C.V., Ramos Arizpe (Mexico) and Intermat – Beteiligungs- und Vermittlungsgesellschaft mbH, Mettlach (Germany) sold all shares in Vilbomex Inmobiliaria S. de R.L. de C.V., Ramos Arizpe (Mexico) to Porcelana Corona de México, S.A. de C.V., Mexico, on 23 December 2020, effective 31 December 2020. The purchase price was set in euro and was € 8.2 million. The first purchase price instalment of € 1.0 million was paid on 24 December 2020. The remaining purchase price is due in four further instalments in December of the corresponding year. Based on this, the purchase price was discounted using an adequate risk-adjusted interest rate (€ 0.2 million). Thus, a residual purchase price receivable of € 7.0 million is reported as at 31 December 2020. The company sold had net assets in the amount of € 6.5 million. This essentially comprised non-current assets (€ 5.7 million) and inventories (€ 0.7 million), resulting in a gain on deconsolidation of € 1.5 million. Furthermore, write-downs on the assets sold to net asset value of € 3.4 million were

recognised even before the sale. Taking into account the gain on deconsolidation and other effects in connection with changes in market cultivation, this resulted in a total net expense included in the non-operating result of €4.7 million. Furthermore, there were write-downs on temporary deferred tax assets and tax receivables to net asset value of €1.8 million in total prior to the disposal of our sanitary ware plant. The total impact on consolidated net profit was therefore €6.5 million.

In the previous year, on 6 December 2019, Villeroy & Boch S.à.r.l., Luxembourg, sold all shares in the property company

Rollingergrund Premium Properties SA to a property project developer. The main asset of this company was the land on which stood the dismantled tableware plant in Luxembourg. In terms of the substance of the transaction, this direct share transaction is an indirect disposal of property assets (see note 31).

(d) Disposals due to merger:

To optimise the Group's structure, Villeroy & Boch Tableware Oy, Finland, was merged with Villeroy & Boch Gustavsberg Oy, Finland, on 1 January 2020.

Other disclosures

The primary purposes and registered offices of the individual companies of the Villeroy & Boch Group are as follows:

NUMBER OF GROUP COMPANIES

	Germany	Abroad	2020	Germany	Abroad	2019
Shareholding: 100 %						
Division						
Bathroom and Wellness	3	24	27	3	24	27
Tableware	4	20	24	4	21	25
Other business purposes	8	2	10	8	3	11
Reconciliation	-1	-9	-10	-1	-9	-10
Total	14	37	51	14	39	53
Shareholding: 50 % to 99 %						
Bathroom and Wellness	-	2	2	-	2	2
Group total	14	39	53	14	41	55

Property and operator companies for restaurants in the Villeroy & Boch Group are shown in the "Other business purposes" category. Some companies, such as Villeroy & Boch AG, operate in both divisions. Multiple entries are eliminated in the "Reconciliation" line.

Details of the subsidiaries not wholly owned in which the Villeroy & Boch Group holds significant non-controlling interests can be found in note 22. Further information on the structure of the Villeroy & Boch Group can be found under "Business model of the Group" in the management report.

Furthermore, the Villeroy & Boch consolidated financial statements include one associate accounted for using the equity method (see note 9). The most recent annual financial statements available in accordance with local law

were used as the basis for accounting using the equity method. Adjustments in accordance with IFRS were dispensed with on the grounds of materiality.

As at 31 December 2020, the Villeroy & Boch Group still recognises immaterial shares in two Group companies founded in the 2019 financial year as financial assets (see note 10(a)). These unconsolidated subsidiaries are not material to the presentation of the earnings, asset and financial situation of the Villeroy & Boch Group, either individually or cumulatively (see note 62).

The list of shareholdings in accordance with section 313(2) HGB is shown in note 62.

The Villeroy & Boch Group uses the following national options as regards the audit and disclosure of annual financial statement documents:

The Villeroy & Boch Group is exercising the exemption from the preparation, audit and disclosure of separate financial statements and possibly a separate management report provided for by section 264(3) HGB for nearly all German subsidiaries in the 2020 financial year. The formal requirements have been satisfied by the respective Group company and by Villeroy & Boch AG. The companies in question are indicated accordingly in the list of shareholdings (see note 62). The consolidated financial statements of Villeroy & Boch AG are the exempting consolidated financial statements for these companies.

An audit by an external auditor was waived in accordance with section 479A UK of the 2006 UK Companies Act for Villeroy & Boch (UK) Limited, London, entered in the commercial register of England and Wales under 00339567. The two Dutch companies Ucosan B.V., Roden, and Villeroy & Boch Tableware B.V., Oosterhout, exercise the options relating to the preparation, publication and auditing of annual financial statements in accordance with Article 2:403(1b) of the Dutch Civil Code. The accounting data of both companies, as consolidated subsidiaries, are included in the consolidated financial statements of Villeroy & Boch AG, which have been filed with the Dutch commercial register.

In accordance with section 314 of the Luxembourg Commercial Code, no consolidated financial statements or Group management report are prepared for Villeroy & Boch S.à.r.l., Pétence de Septfontaines-lez-Luxembourg. The accounting data of the company is included as a consolidated subsidiary in the consolidated financial statements of Villeroy & Boch AG, which have been filed with the Luxembourg commercial and companies register.

3. CONSOLIDATION PRINCIPLES

The annual financial statements of the companies included in the Villeroy & Boch Group's consolidated financial statements are prepared in accordance with uniform Group accounting principles and included in the consolidation. The end of the reporting period for the consolidated companies is the same as for Villeroy & Boch AG as the ultimate parent company. The consolidated financial statements include the transactions of these companies that are considered subsidiaries and associated companies to the Villeroy & Boch AG at the reporting date.

Subsidiaries are those companies in which the Villeroy & Boch AG can determine the relevant business activities unilaterally –

either directly or indirectly. The relevant business activities include all activities that have an essential influence on the profitability of the company. Domination is given only if the Villeroy & Boch AG can control the relevant activities of the subsidiary company, has a legal claim to variable returns on investment in the subsidiary company and can influence the amounts of dividends. In general, domination within the Villeroy & Boch Group is given when the Villeroy & Boch AG holds a direct or indirect majority of the voting rights. Potential substantial voting rights are also taken into account. Consolidation begins on the date on which control becomes possible and ends when this possibility no longer exists.

As part of capital consolidation, the acquisition costs of the subsidiaries at the acquisition date are offset against the remeasured equity interest attributable to them. Any positive differences arising are recognised as goodwill (see note 1 – Accounting policies: Intangible assets). Negative differences are recognised immediately in profit or loss after being checked again. Incidental costs of acquisition for business combinations are recognised in other operating expenses. Any hidden reserves and liabilities identified as a result of subsequent consolidation are carried forward in the same way as the corresponding assets and liabilities.

Non-controlling interests in the acquired company are measured in the amount of the corresponding share of the identifiable net assets of the acquired company and reported in equity under "Non-controlling interests" in the consolidated statement of financial position of Villeroy & Boch AG (see note 22). Transactions with non-controlling interests that do not result in a loss of control are recognised as an equity transaction. For a business acquisition achieved in stages, the acquirer's previously held equity interest in the acquiree, as at the time it achieves control is remeasured in profit or loss. Subsequent adjustments of contingent purchase price components are recognised in profit or loss.

With respect to the elimination of intercompany balances, the reconciled receivables and liabilities of the companies included in consolidation are offset against each other. Revenue, income and expenses between the consolidated companies are eliminated, as are intercompany profits and losses from non-current assets and inventories. The results of subsidiaries acquired or sold in the course of the year are included in the consolidated statement of comprehensive income from the actual acquisition date or until the actual disposal date accordingly.

If any differences in tax expenses are expected to reverse in later financial years, deferred taxes are recognised for consolidation measures in profit or loss.

When including an associated company in consolidation for the first time, the differences arising from initial consolidation are treated in accordance with the principles of full consolidation.

Shares in affiliates companies of minor significance are recognised at fair value (see note 10 (a)). Changes in value are added to the reserve for miscellaneous gains and losses on remeasurement, as these are held for strategic purposes.

In this financial year, the composition of the consolidated entity was examined regularly. The Villeroy & Boch AG dominates all subsidiaries up to this date. The consolidation principles applied in the previous year were retained.

4. CURRENCY TRANSLATION

On the basis of the single-entity financial statements, all transactions denominated in foreign currencies are recognised at the prevailing exchange rate at the date of their occurrence. They are measured at the closing rate as at the end of the respective reporting period. The single-entity

statements of financial position of consolidated companies prepared in foreign currencies are translated into euro in accordance with the functional-currency concept. For all foreign Group companies, the functional currency is the respective national currency, as these companies perform their business activities independently from a financial, economic and organisational perspective. For practical reasons, assets and liabilities are translated at the middle rate at the end of the reporting period, while all statement of comprehensive income items are translated using average-monthly rates. Differences resulting from the translation of the financial statements of foreign subsidiaries are recognised outside profit or loss (see note 21(a)). Currency effects arising from net investments in foreign Group companies are also reported in the revaluation surplus (see note 21(b)). They continue to be reported in this item of the statement of financial position even in the event of a partial repayment of the net investment. When consolidated companies leave the consolidated group, any exchange rate differences previously not affecting the net income are reversed to profit or loss.

The euro exchange rates of key currencies changed as follows during the past financial year:

CURRENCY

€1 =		Exchange rate at end of reporting period		Average exchange rate	
		2020	2019	2020	2019
Swedish krona	SEK	10.03	10.45	10.49	10.57
Chinese renminbi Yuan	CNY	8.02	7.62	7.84	7.74
US dollar	USD	1.23	1.12	1.13	1.12
Australian dollar	AUD	1.59	1.60	1.65	1.61
Thai baht	THB	36.73	33.42	35.45	34.96
Norwegian krone	NOK	10.47	9.66	10.70	9.85
Hungarian forint	HUF	363.89	330.53	350.71	326.00
Mexican peso	MXN	24.42	21.22	24.17	21.63
Romanian leu	RON	4.87	4.78	4.82	4.73

NOTES TO THE CONSOLIDATED BALANCE SHEET

5. INTANGIBLE ASSETS

Intangible assets developed as follows:

in € million	Concessions, patents, licences and similar rights	Goodwill	Total
Accumulative cost			
As at 1 Jan. 2019	22.5	40.3	62.8
Currency adjustments	–	-0.1	-0.1
Additions	2.2	–	2.2
Disposals	-1.2	–	-1.2
Reclassifications	0.6	–	0.6
As at 1 Jan. 2020	24.1	40.2	64.3
Currency adjustments	-0.2	0.2	0.0
Additions	3.1	–	3.1
Disposals	-1.2	–	-1.2
As at 31 Dec. 2020	25.8	40.4	66.2
Accumulative amortisation and impairment			
As at 1 Jan. 2019	15.1	8.8	23.9
Currency adjustments	0.1	–	0.1
Amortisation	0.9	–	0.9
Impairment losses	0.2	–	0.2
Disposals	-0.4	–	-0.4
As at 1 Jan. 2020	15.9	8.8	24.7
Amortisation	1.0	–	1.0
Impairment losses	0.7	–	0.7
Disposals	-0.4	–	-0.4
As at 31 Dec. 2020	17.2	8.8	26.0
Residual carrying amounts			
As at 31 Dec. 2020	8.6	31.6	40.2
As at 31 Dec. 2019	8.2	31.4	39.6

The asset group "Concessions, patents, licences and similar rights" essentially includes key money capitalised by subsidiaries for rented retail space worth €1.7 million (previous year: €2.4 million), capitalised software licences in the amount of €1.9 million (previous year: €1.9 million) and emission allowances of €4.5 million (previous year: €3.4 million).

Goodwill in the amount of €31.6 million (previous year: €31.4 million) was allocated to the Bathroom and Wellness Division as the relevant cash-generating unit. The key figures for the Bathroom and Wellness Division are presented in the segment report in note 53. Capitalised goodwill was tested for impairment on the basis of the calculation of value in use. To do so, the present value of future excess cash flows

from this division was determined in line with planning.

The forecast cash flows were calculated taking into account the possible effects of the COVID-19 pandemic. These are discounted over the detailed planning period until 2024 using an interest rate before income tax of 5.2% p.a. (previous year: 5.8% p.a.), while subsequent cash flows are discounted using an interest rate before income tax of 4.6% p.a. (previous year: 5.2% p.a.) applying a growth rate. Moderate growth is shown by applying a growth discount of 1.0%. The present value calculated in this way was greater than the net assets of the division, so that no impairment loss was required to be recognised on this item. Management does not currently consider any change in a key measurement parameter possible that would result in a write-down.

6. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment used in operations developed as follows in the year under review:

in € million	Land and buildings	Technical equipment and machinery	Other equipment, operating and office equipment	Property, plant and equipment under construction	Total
Accumulative cost					
As at 1 Jan. 2019	196.8	345.5	93.8	27.0	664.2
Currency adjustments	0.9	1.6	0.4	0.5	3.4
Additions	1.7	7.0	4.3	16.4	29.4
Disposals	-1.4	-5.3	-6.4	-	-13.1
Reclassifications	5.8	21.3	0.7	-24.4	2.3
As at 1 Jan. 2020	203.8	370.1	92.8	19.5	686.2
Currency adjustments	-3.2	-7.5	-1.2	-0.9	-12.8
Additions	0.9	4.3	3.9	7.7	16.8
Disposals	-5.6	-14.6	-5.1	-0.1	-25.4
Reclassifications	1.8	9.2	0.9	-11.9	0.0
As at 31 Dec. 2020	197.7	361.5	91.3	14.3	664.8
Accumulative depreciation and impairment					
As at 1 Jan. 2019	123.8	280.0	77.2	-	481.0
Currency adjustments	0.3	1.2	0.3	-	1.8
Depreciation	4.8	13.2	6.6	-	24.6
Impairments	-	-	0.4	-	0.4
Disposals	-2.2	-5.3	-6.3	-	-13.8
Reclassifications	4.5	0.1	-0.3	-	4.3
As at 1 Jan. 2020	131.2	289.2	77.9	-	498.3
Currency adjustments	-1.7	-5.4	-1.0	-	-8.1
Depreciation	3.5	14.0	6.0	-	23.5
Impairments	0.1	3.6	0.2	-	3.9
Disposals	-2.2	-12.0	-5.3	-	-19.5
Reclassifications	-	-	-	-	-
As at 31 Dec. 2020	130.9	289.4	77.8	-	498.1
Residual carrying amounts					
As at 31 Dec. 2020	66.8	72.1	13.5	14.3	166.7
As at 31 Dec. 2019	72.6	80.9	14.9	19.5	187.9

We acquired property, plant and equipment worth €16.8 million (previous year: €29.4 million). At €11.6 million (previous year: €24.5 million), our investments primarily concentrated on the Bathroom and Wellness Division. We mainly invested in the modernisation of our production. The focus was on sanitary ware production, mainly in Mettlach (Germany), Saraburi (Thailand), Hódmezővásárhely (Hungary) and Valence d'Agen (France). An injection robot was installed at Roeselare (Belgium), and moulds were acquired for new wellness products in Roden (Netherlands).

We invested €5.2 million (previous year: €4.9 million) in the Tableware Division. New machinery and tools valued at €3.5 million (previous year: €1.8 million) were acquired for production at our Merzig and Torgau plants. Work to create a shuttle picking system continued at our logistics centre in Merzig. The installation of an ISO cup press began in the Torgau plant.

Facilities worth €11.9 million were completed and integrated into operational value added in the reporting period (previous year: €25.5 million). €5.3 million related

to Thailand, where there was investment in casting and glazing. The optimisation of casting and glazing processes were also invested in at the sanitary ware plant in Mettlach. The production site in Hungary uses new facilities worth €2.3 million. New casting equipment and new glazing robots accounted for the majority of this. In the previous year, new facilities were used for the first time mainly in Germany (€4.0 million), Mexico (€5.1 million) and Thailand (€3.9 million).

The disposals in the financial year of €25.4 million (previous year: €13.1 million) and the cumulative depreciation of €23.5 million (previous year: €13.8 million) predominantly result from the scrapping of assets already written down in full that can no longer be used. The disposal of the sanitary ware plant in Ramos Arizpe (Mexico) is included at €5.7 million.

A write-down on key money of €0.7 million was recognised for the shops in Bordeaux, Metz, Lille and Toulouse. Write-downs of €3.1 million were incurred in connection with the disposal of the plant in Mexico.

7. RIGHT-OF-USE ASSETS

The Villerooy & Boch Group leases (as the lessee) sales premises, warehouses, office space, other facilities and movable assets where this is the most economical means of sourcing.

Capitalised right-of-use assets developed as follows in the year under review:

in € million	Land and buildings	Other equipment, operating and office equipment	Total
Accumulative cost			
As at 1 Jan. 2019	-	-	-
Additions from initial use of IFRS 16	42.1	5.4	47.5
Additions	6.9	2.3	9.2
Disposals	-	-0.1	-0.1
Reclassifications	-	0.7	0.7
As at 1 Jan. 2020	49.0	8.3	57.3
Currency adjustments	-0.8	-0.1	-0.9
Additions	15.3	2.5	17.8
Disposals	-2.5	-0.5	-3.0
As at 31 Dec. 2020	61.0	10.2	71.2
Accumulative depreciation and impairment			
As at 1 Jan. 2019	-	-	-
Currency adjustments	0.0	0.1	0.1
Depreciation	11.2	2.6	13.8
Impairments	1.2	-	1.2
Disposals	-	-0.1	-0.1
Reclassifications	-	0.3	0.3
As at 1 Jan. 2020	12.4	2.9	15.3
Currency adjustments	-0.2	0.0	-0.2
Depreciation	12.6	3.0	15.6
Impairments	0.2	0.0	0.2
Disposals	-2.2	0.0	-2.2
Reclassifications	1.8	0.0	1.8
As at 31 Dec. 2020	24.6	5.9	30.5
Residual carrying amounts			
As at 31 Dec. 2020	36.4	4.3	40.7
As at 31 Dec. 2019	36.6	5.4	42.0

In the financial year, we capitalised new right-of-use assets worth € 17.8 million (previous year: € 9.2 million). Additions in the financial year mostly result from the renewal and extension of existing leases.

The disposals in the financial year predominantly resulted from the premature termination of contracts.

A carrying amount of € 0.4 million was reclassified from property, plant and equipment (see note 6) to this item in the previous year.

Straight-line depreciation of €15.6 million (previous year: €13.8 million) is based on the following useful lives of the assets as at 31 December 2020:

in € million	2020	2019
Land and buildings	1–27 years	2–27 years
Other equipment, operating and office equipment	1–7 years	2–7 years

The right-of-use assets capitalised at the inception of a lease are offset by corresponding current and non-current lease liabilities (see note 30), which are repaid by ongoing rental payments. Long-term lease liabilities accrue interest (see note 30).

The Villeroy & Boch Group exercises both options of not capitalising leases with a total term of not more than twelve months or leases for low-value assets. Expenses for leases and lease payment components not capitalised break down as follows in the 2020 financial year:

in € million	31/12/2020	31/12/2019
Expenses for variable payments for property leases	-7.9	-8.5
Expenses for short-term property leases	-1.0	-3.0
Expenses for leases of low-value assets	-1.4	-1.5
Expenses for short-term leases for movable assets	-0.6	-1.4
Expenses for variable payments for leases for movable assets	0.0	-0.1
Expenses for retrospective amendments to leases	-0.1	-
Expenses for leases not included in capitalisation	-11.0	-14.5

Expenses from variable rental payments mostly result from the rental of retail space for which the rent is wholly or partially dependent on the revenue generated on the respective space. Only the variable portion of the revenue-based rent is recognised directly in profit or loss. Contractually agreed minimum revenue-based rent is recognised as part of the cost of the respective right-of-use asset.

The Villeroy & Boch Group currently leases (as the lessor) selected free land and buildings that are capitalised as property, plant and equipment (see note 6). The significant

risks and rewards of these properties remain with Villeroy & Boch. Income of €1.9 million (previous year: €1.9 million) was generated from these operating leases. We expect the following future minimum lease payments from our lessees:

in € million	2020	2019 ⁽¹⁾
Due within next 12 months	0.8	0.5
Due between 13 and 24 months	0.7	0.4
Due between 25 and 36 months	0.3	0.3
Due between 37 and 48 months	0.3	0.3
Due between 49 and 60 months	0.3	0.3
Due between 61st month and end of contract	2.3	3.0
Total expected lease payments	4.7	4.8

⁽¹⁾ Correction of the previous year value according to IAS 8:14 (b)

Income of €0.4 million was generated from subletting unused properties held under uncancelled leases (previous year: €0.5 million). Any ancillary costs and other obligations are borne by the sublessees. The subleases end before or at the expiry date of the Group's lease on the respective property. We expect the following future minimum lease payments from our sublessees:

in € million	2020	2019 ⁽¹⁾
Due within next 12 months	0.3	0.4
Due between 13 and 24 months	0.3	0.3
Due between 25 and 36 months	0.1	0.3
Due between 37 and 48 months	0.0	0.1
Due between 49 and 60 months	0.0	0.0
Due between 61st month and end of contract	0.0	0.0
Total expected incoming payments from leases	0.7	1.1

⁽¹⁾ Correction of previous year value according to IAS 8:14 (b)

The Villeroy & Boch Group also leases (as the lessor) selected space in investment property (see note 8).

8. INVESTMENT PROPERTY

Investment property developed as follows:

in € million	Land	Buildings	Asset not used for business purposes	
			2020	2019
Accumulative cost				
As at 1 Jan.	0.3	62.9	63.2	67.8
Additions	–	–	–	–
Transfer	–	–	–	-4.6
As at 31 Dec.	0.3	62.9	63.2	63.2
Accumulative depreciation and impairment				
As at 1 Jan.	–	56.8	56.8	60.8
Depreciation	–	0.6	0.6	0.6
Transfer	–	0.0	0.0	-4.6
As at 31 Dec.	–	57.4	57.4	56.8
Residual carrying amounts				
As at 31 Dec.	0.3	5.5	5.8	6.4

This item includes property in Saarland (Germany) and France.

Properties in Germany were reclassified to property, plant and equipment in the previous reporting year (see note 6). In line with the classification described above, the total market value of the properties reported in this item was €12.3 million as at 31 December 2020 (previous year: €12.5 million). These market values are categorised in level 3 of the fair value hierarchy of IFRS 13.

The Group generated the following amounts from its investment property:

in € million	31/12/2020	31/12/2019
Rental income	0.5	0.5
Property management and similar expenses	0.0	-0.1

Rent is expected to develop as follows:

in € million	31/12/2020	31/12/2019
Due within next 12 months	0.5	0.5
Due between 13 and 24 months	0.5	0.4
Due between 25 and 36 months	0.5	0.4
Due between 37 and 48 months	0.5	0.4
Due between 49 and 60 months	0.5	0.4
Due between 61st month and end of contract	5.5	4.5
Total expected lease payments	8.0	6.6

Future rents rise in line with the trend in the consumer price index applicable at the time. The tenants usually bear all maintenance expenses.

9. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

Since the 2020 financial year, the Villeroy & Boch Group accounts for just one company using the equity method in accordance with IAS 28.

Villeroy & Boch AG sold its shares in Villeroy & Boch Lifestyle India Private Limited, India, effective 5 October 2020. The purpose of the company was the sale of tableware products in India. The purchase price and the result from the disposal of this equity investment were immaterial to these consolidated financial statements.

The unlisted company still recognised, which is domiciled in Germany and to which section 313(3) HGB applies, is not allocated to any division.

10. OTHER FINANCIAL ASSETS

Other financial assets include:

in € million	31/12/2020	31/12/2019
Shares in non-consolidated affiliated companies (a)	0.7	0.7
Equity investments (b)	2.1	2.1
Loans (c)	2.4	2.4
Securities (d)	12.2	12.3
Total	17.4	17.5

(a) This item contains the shares in Villeroy & Boch Innovations GmbH, Mettlach (see note 2). Business relationships with this company are presented in note 57.

(b) A 2.29% holding in the share capital of V & B Fliesen GmbH, Merzig, with a carrying amount of €2.1 million (previous year: €2.1 million) is reported under equity investments.

(c) In connection with the gradual sale of the plant property in Gustavsberg, Sweden, a loan receivable was granted to Porslinsfabriksstaden AB, Gustavsberg, Sweden, a company of the IKANO Bostad Group, in 2013. The loan, which is denominated in Swedish krona, has an equivalent value of €0.5 million (previous year: €0.5 million) and a remaining term of one year. A repayment of €1.6 million was made in December 2019. The final repayment of around €0.5 million is expected in December 2021. A bank guarantee from Svenska Handelsbanken AB (publ), Stockholm, Sweden, and transferred ownership rights to material assets serve as collateral for the loan.

In addition, loans to third parties essentially include mandatory government loans from France.

Loans to third parties mature as follows:

in € million	2020	2019
Gross carrying amount as at 31 Dec.	2.4	2.4
Of which: Neither impaired nor past due as at end of reporting period	2.4	2.4
! Due within one year	0.8	0.1
! Due in two to five years	0.3	1.0
! Due in more than five years	1.3	1.3

(d) Listed bonds, equities and investment funds are recognised as securities at their current market value, not affecting net income. Changes in value are recognised in equity in the revaluation surplus (see note 21(f)) and reclassified to retained earnings on disposal of the respective security. The investments break down as follows:

in € million	31/12/2020	31/12/2019
Special assets provided by the ordinary shareholders	1.4	1.5
Other free assets	10.8	10.8
Total	12.2	12.3

On the occasion of the 100-year anniversary of the Mettlach mosaic factory on 17 January 1970, the ordinary shareholders provided a fund intended to pay for the professional education and training of employees of the Villeroy & Boch Group and their families, the promotion of research and science and for the Investor Relations and Corporate Governance of the Villeroy & Boch Group. The capital is invested to achieve an optimal return.

These items are assigned to level 1 in the fair value hierarchy of IFRS 13.

11. DEFERRED TAX ASSETS AND LIABILITIES

The following deferred taxes are reported in the statement of financial position:

in € million	31/12/2020	31/12/2019
Deferred tax assets from temporary differences	27.1	30.1
Deferred tax assets from tax loss carryforwards	8.8	7.7
Deferred tax assets	35.9	37.8
Deferred tax liabilities	3.8	3.2

Deferred tax assets from tax loss carryforwards amounted to €8.8 million (previous year: €7.7 million) and relate to loss carryforwards at German and foreign Group companies. Deferred taxes from temporary differences are due to different carrying amounts in the consolidated statement of financial position and the tax base in the following items:

in € million	Notes	Deferred tax assets		Deferred tax liabilities	
		31/12/2020	31/12/2019	31/12/2020	31/12/2019
Intangible assets	5	0.1	0.1	1.0	1.7
Property, plant and equipment	6	0.1	0.9	2.2	2.8
Rights of use	7	0.0	0.0	5.9	6.9
Financial assets	10	0.2	0.3	0.1	0.2
Inventories	12	0.0	0.0	3.0	2.4
Other assets	14	0.5	0.1	0.4	0.1
Special tax items		0.0	0.0	4.9	4.2
Provisions for pensions	26	35.6	33.6	8.6	6.6
Other provisions	28	5.8	7.9	0.1	0.0
Lease liabilities	30	5.9	7.1	0.0	0.0
Other liabilities		2.0	1.8	0.7	0.0
Subtotal		50.2	51.8	26.9	24.9
Offsetting of deferred tax assets/liabilities		-23.1	-21.7	-23.1	-21.7
Deferred taxes from temporary differences		27.1	30.1	3.8	3.2

The €-3.0 million change in deferred tax assets from temporary differences to €27.1 million (previous year: €30.1 million) is essentially attributable to the increase in deferred taxes on provisions for pensions of €1.3 million (see note 30).

Deferred tax assets are recognised only to the extent that it is probable that the corresponding tax benefit will be recovered. In addition to the past results of operations and the respective business expectations for the foreseeable future,

the assessment of probability also takes into account the tax loss carryforwards subject to restrictions on offsetting.

Deferred tax assets not likely to be recovered decreased from €25.8 million to €21.2 million in the current financial year. A reversal of the difference was therefore recognised in profit or loss.

As at the end of the financial year, the company reported tax loss carryforwards subject to restrictions on offsetting of €70.8 million (previous year: €80.6 million).

12. INVENTORIES

Inventories were composed as follows as at the end of the reporting period:

in € million	31/12/2020	31/12/2019
Raw materials and supplies	25.3	24.9
Work in progress	15.6	20.9
Finished goods and goods for resale	122.2	130.2
Advance payments	–	0.4
Carrying amount	163.1	176.4

Inventories were broken down between the individual divisions as follows:

in € million	31/12/2020	31/12/2019
Bathroom and Wellness	104.5	114.0
Tableware	58.6	62.4
Total	163.1	176.4

The significant reduction in inventories in the Bathroom and Wellness Division by €9.5 million to €104.5 million is due mainly to the reduction of large ceramic parts following the scaling back and closure of plants due to the COVID-19 pandemic and the sale of the sanitary ware plant in Ramos Arizpe (Mexico). Currency effects and the additional write-down for items difficult to sell also had an impact.

A valuation allowance of €26.2 million was recognized for inventory risks arising from the storage period or reduced usability. In the financial year, the write-downs on inventories increased by €5.1 million.

13. TRADE RECEIVABLES

Trade receivables are carried at their transaction price less expected losses over the agreed payment period on first-time recognition. Villeroy & Boch grants its customers country- and industry-specific payment terms. The geographical allocation of these receivables by customer domicile was as follows:

in € million	31/12/2020	31/12/2019
Germany	22.5	25.3
Rest of euro zone	25.9	26.8
Rest of world	72.7	93.2
Gross carrying amount	121.1	147.3
Write-down due to expected losses (level 1)	-0.7	-0.5
Write-down due to objective indications (level 2)	-4.6	-3.7
Write-downs	-5.3	-4.2
Receivables from affiliated, non-consolidated companies	0.0	0.1
Total trade receivables	115.8	143.2

€81.2 million (previous year: €104.0 million) of trade receivables from third parties relate to the Bathroom and Wellness Division and €34.6 million (previous year: €39.1 million) to the Tableware Division. Receivables from affiliated, unconsolidated companies amount to €0.0 million (previous year: €0.1 million) (see note 37).

Impairment losses are recognised using a two-stage approach as the individual receivables are mainly short-term and therefore do not contain significant financing components. The risk of default on un-impaired receivables is essentially covered by insurance.

In the first stage, the loss expected by the agreed payment date is recognised as an impairment loss. Uninsured receivables are managed by using limits based on insurance classification and an internal rating. Expected losses are calculated primarily on the basis of external and internal customer ratings and the associated historic probabilities of default.

An additional impairment loss is recognised if there are objective indications that a customer may default on a receivable (stage 2). The loss allowances to be recognised are calculated in the amount of the expected losses over the total remaining term. The following matrix is used to determine the expected credit losses. This is based on observed past loss rates, supplemented by future-oriented estimates.

The receivables were composed as follows:

in € million	2020		2019	
	Gross	Write-downs	Gross	Write-downs
Items neither impaired nor past due	95.9	–	106.8	–
Not impaired but past due	10.9	–	23.5	–
Impaired but not past due¹⁾	7.7	-0.4	13.4	-0.5
Impaired and past due	6.6	-4.9	3.7	-3.7
Customer in default for 90 days or less	0.7	-0.3	0.8	-0.8
Customer in default between 91 and 360 days	2.3	-1.4	1.8	-1.8
Customer in default for 361 days or more	3.5	-3.2	1.1	-1.1
Total gross amount	121.1	-5.3	147.4	-4.2
Write-downs	-5.3	–	-4.2	–
Net carrying amount	115.8	–	143.2	–

¹⁾ Receivables not covered by credit insurance.

There is trade credit insurance for trade receivables. This covers most of the Villeroy & Boch Group's receivables. The cover note or recoverable collateral are limited by limits defined for customers or customer groups. The risk on uninsured receivables that are not individually impaired is taken into account by a general flat-rate write-down derived from past data and experience. These receivables declined by €5.7 million from €13.4 million to €7.7 million in the reporting year. If there were objective indications of a possible default as a result, in the second step an additional impairment loss was recognised, and the receivable was reported as impaired and past due.

Impairment developed as follows in the two stages:

Write-downs account for 4.4% of the total amount of trade payables (previous year: 2.8%). There are no significant concentrations of default risks within the Group as such risks are distributed across a large number of customers. The risk of a potential increase in insolvency rates due to the current COVID-19 situation was taken into account in step 1 impairment. Furthermore, the assessment of the effects of current economic conditions and the forecast direction of developments as at the end of the reporting period did not cause an increase in the expected loss rates for trade receivables as against the previous year.

in € million	2020			2019		
	Level 1	Level 2	Total	Level 1	Level 2	Total
As at 1 Jan.	0.5	3.7	4.2	0.5	2.5	3.0
Additions	0.3	2.2	2.5	0.5	1.9	2.4
Currency adjustments	-0.0	-0.4	-0.4	-0.3	0.1	-0.2
Utilisation	-0.0	-0.5	-0.5	-0.2	-0.3	-0.5
Reversals	-0.1	-0.4	-0.5	0.0	-0.5	-0.5
As at 31 Dec.	0.7	4.6	5.3	0.5	3.7	4.2

14. OTHER NON-CURRENT AND CURRENT ASSETS

Other assets are composed as follows:

in € million	Carrying amount			Carrying amount		
	31/12/2020	Less than 1 year	More than 1 year	31/12/2019	Less than 1 year	More than 1 year
Advance payments and deposits	2.6	-1.1	1.7	4.1	2.2	1.9
Fair values of hedging instruments	1.9	1.4	0.5	0.7	0.6	0.1
Contract assets	1.2	1.2	-	1.3	1.3	-
Miscellaneous other assets	14.0	14.0	-	8.6	8.6	-
Total financial instruments*	19.9	17.7	2.2	14.7	12.7	2.0
Other tax receivables	5.7	5.7	-	6.2	6.2	-
Prepaid expenses	1.7	1.7	-	1.8	1.8	-
Total other assets	27.3	25.1	2.2	22.7	20.7	2.0

*Financial instruments are described in note 54.

As at the end of the reporting period, the Group's hedging instruments comprised currency futures (€0.9 million; previous year: €0.6 million) and brass swaps (€1.0 million; previous year: €0.1 million).

Capitalised security deposits in the amount of €1.9 million (previous year: €1.9 million) were provided to the respective lessors in cash. The fair value of these deposits is equal to their carrying amounts.

Contract assets comprise licence claims included but not yet invoiced of €1.2 million (previous year: €1.3 million), €1.2 million of the assets recognised as at the end of the previous year (previous year: €1.6 million) were invoiced to licensees in the 2020 financial year and new claims of €1.2 million (previous year: €1.6 million) were recognised.

Claims of €0.1 million (previous year: none), recognised as at 31 December of the previous year were reversed through profit or loss.

"Miscellaneous other assets" include receivables from the sale of the non-current assets of the plant in Mexico; receivables from the French government from the "crédit d'impôt pour la compétitivité et l'emploi"; receivables from various states under government subsidy programmes for short-time work employment caused by the COVID-19 pandemic; receivables from other investees; rent receivables; creditors with debit balances and a number of individual items. In total, government grants of €5.8 million were received in connection with the COVID-19 pandemic in the 2020 financial year. These are essentially recognised in staff costs and in other operating income.

Other tax receivables in the amount of €5.7 million (previous year: €6.2 million) primarily include VAT credit of €3.1 million (previous year: €4.4 million).

Prepaid expenses mainly include rent payments and insurance premiums.

In cases of doubt regarding the collectability of receivables, write-downs were recognised and offset directly against the carrying amounts by the persons responsible for the respective portfolios. Loss allowances for current assets are recognised using the simplified, two-stage approach. As in the previous year, there were no past due receivables in this item as at 31 December 2020. There are no significant concentrations of default risks within the Group as such risks are distributed across a large number of contractual partners.

15. INCOME TAX RECEIVABLES

The income tax receivables of €2.0 million (previous year: €5.3 million) primarily include outstanding corporate income tax assets, €1.1 million (previous year: €0.9 million) of this figure relates to foreign group companies.

16. CASH AND CASH EQUIVALENTS

Cash and cash equivalents were composed as follows as at the end of the reporting period:

in € million	31/12/2020	31/12/2019
Cash on hand incl. cheques	0.3	0.4
Current bank balances	95.8	53.9
Cash equivalents	201.7	156.0
Total cash and cash equivalents	297.8	210.3

Cash is held solely in the short term and at banks of good credit standing that are predominantly members of a deposit protection system (see note 34). Accordingly, we do not anticipate any defaults within the next twelve months. We continually observe the creditworthiness of our banking partners in order to counteract any significant increase in default risk.

17. ISSUED CAPITAL

The issued capital of Villeroy & Boch AG as at the end of the reporting period was unchanged at €71.9 million and is divided into 14,044,800 fully paid-up ordinary shares and 14,044,800 fully paid-up non-voting preference shares. Both share classes have an equal interest in the share capital.

The holders of non-voting preference shares receive a dividend from the annual unappropriated surplus that is € 0.05 per share higher than the dividend paid to holders of ordinary shares, or a minimum preferred dividend of € 0.13 per preference share. If the unappropriated surplus in a given financial year is insufficient to cover the payment of this preferred dividend, any amount still outstanding shall be paid from the unappropriated surplus of subsequent financial years, with priority given to the oldest amounts outstanding. The preference dividend for the current financial year is only paid when all amounts outstanding are satisfied. This right to subsequent payment forms part of the profit entitlement for the respective financial year from which the outstanding dividend on preference shares is granted. Each ordinary share grants one vote.

The numbers of different shares outstanding were as follows:

Number of shares	2020	2019
Ordinary shares		
Ordinary shares outstanding – unchanged –	14,044,800	14,044,800
Preference shares		
Ordinary shares issued – unchanged –	14,044,800	14,044,800
Treasury shares, as at 31 December – unchanged –	1,663,029	1,663,029
Shares outstanding	12,361,771	12,361,771

A resolution of the General Meeting of Shareholders on 23 March 2018 authorised the Management Board of Villeroy & Boch AG to acquire ordinary treasury shares and/or preference treasury shares in accordance with the following rules:

- a) Until 22 March 2023 inclusively, the Management Board is authorised to acquire ordinary or preference shares of the company up to an amount of ten percent of the share capital of the company at the time this authorisation becomes effective or, if lower, ten percent of the share capital of the company at the time this authorisation is exercised. The authorisation to acquire treasury shares granted to the company by the General Meeting of Shareholders on 22 March 2013 will be revoked after the new authorisation takes effect, to the extent that it has not yet been utilised. The shares acquired on the basis of this authorisation together with other treasury shares already acquired by the company and still owned or attributable to it in accordance with sections 71a et seq. of the German Stock Corporation Act (AktG) must not account for more than 10% of the share capital. The acquisition can be restricted to the shares of just one class.

At the discretion of the Management Board, preference treasury shares can be acquired either on the stock exchange (1) or on the basis of a public offer to all preference shareholders or on the basis of an invitation to all preference shareholders to submit offers to sell in accordance with the principle of equal treatment (2). At the discretion of the Management Board, ordinary treasury shares can be acquired either on the basis of a public offer to all ordinary shareholders or on the basis of an invitation to all ordinary shareholders to submit offers to sell in accordance

with the principle of equal treatment (2) or from individual ordinary shareholders by disapplying the put options of the other ordinary shareholders (3).

(1) If acquired on the stock exchange, the consideration paid per preference treasury share by the company (not including additional costs of acquisition) must be within 10% of the average closing prices for the company's shares on the Xetra trading system (or a similar successor system) on the Frankfurt stock exchange for the last five trading days before the acquisition date.

(2) If preference/ordinary treasury shares are acquired on the basis of a public purchase offer to all shareholders of a particular class or a public invitation to submit offers to sell

■ in the event of a public purchase offer to all preference/ordinary shareholders, the purchase price offered per share (not including additional costs of acquisition), or

■ in the event of a public invitation to all preference/ordinary shareholders to submit offers to sell, the thresholds of the price range stipulated by the company (not including additional costs of acquisition)

must be within 20% of the average closing prices for the company's preference treasury shares on the Xetra trading system (or a similar successor system) on the Frankfurt stock exchange for the last five trading days before the day on which the public purchase offer or the public invitation to submit offers to sell is publicly announced.

If the relevant share price deviates substantially following the publication of a public purchase offer (or all preference/ordinary shareholders or the public invitation to all preference/ordinary shareholders to submit offers to sell, the purchase offer or the invitation to submit offers to sell can be adjusted. In the event of this, the average closing prices for the company's shares on the Xetra trading system (or a similar successor system) on the Frankfurt stock exchange on the third, fourth and fifth trading day before the day of the announcement of the adjustment is taken as a basis.

The volume of the purchase offer or the invitation to submit offers to sell can be limited. If, in the case of a public purchase offer or a public invitation to submit offers to sell, the volume of the preference/ordinary treasury shares tendered exceeds the planned buyback volume, the acquisition can be conducted in the ratio of the issued or offered preference/ordinary treasury shares; the right of preference/ordinary shareholders to tender their preference/ordinary treasury shares in proportion to their ownership interests is excluded in this respect.

Preferential treatment of smaller amounts of up to 100 preference/ordinary treasury shares per preference/ordinary shareholder and commercial rounding to avoid notional fractions of shares can be provided for. Any further put options of preference/ordinary shareholders are therefore precluded.

The public offer to all preference/ordinary shareholders or the invitation to all preference/ordinary shareholders to submit offers to sell can provide for further conditions.

(3) If ordinary treasury shares are acquired from individual shareholders by disapplying the put options of the other ordinary shareholders, the purchase price must not be more than 5% higher than the closing prices for the company's preference treasury shares on the Xetra trading system (or a similar successor system) on the Frankfurt stock exchange on the day before the acquisition offer. Acquisition at a price below the relevant price as defined above is possible.

b) The Management Board is authorised to use the shares acquired on the basis of the above authorisation under a) or one or more prior authorisations for all legally permitted purposes. The treasury shares can be sold on the stock market or on the basis of an offer to all shareholders, in accordance with the principle of equal treatment, and used for the following purposes in particular:

(1) The preference treasury shares can be sold in a way other than on the stock market or on the basis of an offer to all shareholders if the cash purchase price to be paid is not significantly less than shares already listed on the stock market with essentially the same features. The price is not significantly less if the

purchase price is not more than 5% less than the average closing prices for the company's preference treasury shares on the Xetra trading system (or a similar successor system) for the last five trading days before disposal. The number of preference treasury shares sold in this way, together with the number of other shares sold or issued from authorised capital during the term of this authorisation with pre-emption rights disappplied in accordance with section 186(2) sentence 4 AktG, and the number of shares that can arise as a result of exercising options or convertible rights or fulfilling the conversion obligations of options or convertible bonds issued during the term of this authorisation with pre-emption rights disappplied in accordance with section 186(3) sentence 4 AktG must not exceed 10 % of the share capital, neither at the time of this authorisation becoming effective nor being exercised.

- (2) The treasury preference or ordinary shares can be issued against non-cash consideration, particularly in connection with the acquisition of companies, shares in companies or interests in them and mergers of companies, as well as for the purpose of acquiring other assets including rights and receivables.
 - (3) The preference or ordinary treasury shares can be redeemed without the redemption or its execution requiring a further resolution of the General Meeting of Shareholders. They can also be redeemed by way of simplified procedure without a capital reduction by adjusting the notional pro rata amount of share capital of the company attributable to the other shares. If redeemed by way of simplified procedure, the Management Board is authorised to adjust the number of shares in the Articles of Association. Ordinary treasury shares can only be redeemed without the simultaneous redemption of at least a corresponding number of preference treasury shares if the pro rata amount of share capital of the total preference treasury shares outstanding does not exceed half of the share capital as a result.
 - (4) The preference treasury shares can be distributed to shareholders as a distribution in kind in addition to or instead of cash distribution.
- c) All the above authorisations can be utilised individually or collectively, on one or several occasions, in full or in part, in pursuit of one or more purposes. The authorisations under a) and b), items (1) and (2) can also be utilised by dependent companies or companies majority owned by Villeroy & Boch AG or by third parties acting on their behalf or on behalf of Villeroy & Boch AG. The above authorisations cannot be utilised for the purposes of trading in treasury shares (section 71(1) nos. 8 sentence 2 AktG).
 - d) The Management Board can exercise the above authorisations under a) to c) only with the approval of the Supervisory Board.
 - e) The pre-emption rights of shareholders to treasury shares acquired on the basis of the authorisation in accordance with a) above or one or more prior authorisations are disappplied if they are utilised in accordance with the above authorisations under b), items (1) and/or (2). Shareholders also have no pre-emption rights if the treasury shares acquired are sold on the stock market in accordance with b). In the event of a disposal of the treasury shares acquired by way of an offer to all shareholders as per b), the Management Board is authorised to disapply the pre-emption rights of the holders of shares of once class to shares of the respective other class, if the respective offer price is not more than 5% less than the average closing prices for the company's preference treasury shares on the Xetra trading system (or a similar successor system) on the last five trading days before the offer is announced. If the treasury shares acquired are sold by way of an offer to all shareholders or a distribution in kind in accordance with b) (4), the Management Board is authorised to disapply the pre-emption rights of shareholders for fractional amounts.

18. CAPITAL RESERVES

The capital reserves are unchanged at € 193.6 million.

19. TREASURY SHARES

As in the previous year, the cost for the 1,683,029 preference treasury shares was € 15.0 million. Under IAS 32.33, the total cost of these shares reduces equity. All transactions were performed on the stock market on the basis of the applicable

resolutions of the General Meeting of Shareholders and with the approval of the Supervisory Board. There were no share transactions with related parties. Treasury shares are not entitled to dividends. The utilisation of the preference shares held is restricted by the resolutions adopted.

20. RETAINED EARNINGS

The retained earnings of the Villeroy & Boch Group in the amount of € 104.0 million (previous year: € 95.2 million) contain the retained earnings of Villeroy & Boch AG and the proportionate results generated by consolidated subsidiaries since becoming part of the Group.

in € million	2020	2019
As at 1 Jan.	95.2	31.1
Consolidated earnings attributable to Villeroy & Boch AG shareholders	22.8	79.2
Dividend distribution	-13.8	-15.1
As at 31 Dec.	104.0	95.2

21. REVALUATION SURPLUS

The revaluation surplus comprises the reserves of "Other comprehensive income":

in € million	2020	2019	Change
Items to be reclassified to profit or loss:			
█ Currency translation of financial statements of foreign group companies (a)	-6.9	-11.4	4.5
█ Currency translation of long-term loans classified as net investments in foreign group companies (b)	-9.2	-4.4	-4.8
█ Cash flow hedges (c)	-1.5	-0.6	-0.9
█ Deferred tax effect on items to be reclassified to profit or loss (d)	-7.4	-5.5	-1.9
Items not to be reclassified to profit or loss:			
█ Actuarial gains and losses on defined benefit obligations (e)	-117.0	-107.9	-9.1
█ Other valuation results (f)	0.3	0.2	0.1
█ Deferred tax effect on items not to be reclassified to profit or loss (g)	34.1	31.5	2.6
As at 31 December	-107.6	-98.1	-9.5

(a) Reserve for currency translation of financial statements of foreign group companies

Results of group companies that report in foreign currency are translated into euro in accordance with the functional currency concept (see note 4). The translation of these financial statements resulted in a net effect of € +4.5 million in the 2020 financial year (previous year: € -6.4 million).

(b) Reserve for currency translation of long-term loans classified as net investments in foreign group companies

Within the Villeroy & Boch Group there are loans that finance a net investment in a foreign operation. Loans in foreign currency are measured using the respective closing rate at the end of the reporting period. Currency effects from

loans classified as a net investment are therefore reported in this revaluation surplus. This net change in equity in the period under review amounted to € -4.8 million (previous year: € 2.1 million).

(c) Reserve for cash flow hedges

The Villeroy & Boch Group uses financial derivatives to reduce the risks of planned operating currency and brass transactions (see note 54). These hedges are reported at fair value in the statement of financial position as other assets (see note 14) or other liabilities (see note 31). Changes in fair value amounted to € -1.3 million in the period under review (previous year: € -0.8 million). Cumulative prior-period changes in value in the amount of € 0.4 million (previous year: € -2.3 million) were reclassified to profit or loss in the year under review as the hedged item was also recognised in profit or loss at the same time. The net change in equity in the period under review amounted to € 0.9 million (previous year: € -3.1 million).

(d) Reserve for deferred tax effect on items to be reclassified to profit or loss

As at the end of the reporting period this reserve also includes the deferred tax on the recognised cash flow hedge reserve. This developed as follows:

in € million	2020	2019
As at 1 January	-5.5	-4.6
Additions	-2.2	-1.1
Disposals	0.3	0.2
As at 31 December	-7.4	-5.5

On settlement of the respective hedging instrument the deferred taxes recognised in this reserve will be reclassified to profit or loss.

(e) Reserve for actuarial gains and losses on defined benefit plans

The reserve for actuarial gains and losses on defined benefit plans (see note 26) arises on the re-measurement of benefit obligations as a result of the modification at the end of the reporting period of actuarial parameters, such as the discount rate, the benefit period or the long-term salary trend. In the reporting period, this item changed by € -0.1 million from € -107.9 million to € -117.0 million (see note 26).

(f) Reserve for miscellaneous gains and losses on measurement

This reserve comprises:

in € million	2020	2019	Change
Valuation results on securities	0.1	0.2	-0.1
Valuation results on long-term obligations to employees	0.2	0.0	0.2
As at 31 December	0.3	0.2	0.1

The Villeroy & Boch Group recognises listed securities (see note 10 c). These financial instruments are measured at their respective fair value. The fair value is the market price and is assigned to the first level of the fair value hierarchy. Changes in value during the holding period are recognised in the revaluation surplus in equity. Gains and losses reported in this item by the time of derecognition remain in the reserves. In the reporting period, this item changed by € -0.1 million from € 0.2 million to € 0.1 million (see note 10).

Provisions for personnel (see note 27) include long-term obligations to employees of Villeroy & Boch (Thailand) Co. Ltd. that are recognised in the amount of the actuarial present values. Actuarial gains and losses, such as those arising from the change in the discounting factor or assumed mortality rates, are recognised in this item. In the reporting period, this item changed by € 0.2 million from € 0.0 million to € 0.2 million.

(g) Reserve for deferred tax effect on items not to be reclassified to profit or loss

As at the end of the reporting period, this reserve exclusively contained the deferred tax on the reserve for actuarial gains and losses on defined benefit plans. This resulted in a change in net equity in the financial year of € 1.2 million (previous year: € 5.6 million).

22. EQUITY ATTRIBUTABLE TO MINORITY INTERESTS

Non-controlling interests in equity amounted to €4.8 million (previous year: €4.6 million). As in the previous year, there are non-controlling interests in two Group companies (see note 62).

Combined, these Group companies are as follows as at the end of the reporting period:

in € million	Argent Australia Pty. Ltd., Australia	Mondial S.A., Romania	Total 2020	Total 2019
Percentage of minority interests	54.6%	0.5%		
Non-current assets	5.9	11.3		
Current assets	13.3	16.7		
Non-current liabilities	-6.9	-1.3		
Current liabilities	-4.6	-6.6		
Net assets	8.8	20.1		
Net assets of minority interests	4.8	0.0	4.8	4.6
Revenue	19.1	42.1		
Result	0.5	3.1		
Thereof attributable to minority interests	0.3	0.0	0.3	0.2
Total of comprehensive income	0.0	3.1		
Thereof attributable to minority interests	0.0	0.0	0.0	0.0
Dividend payment to minority interests	-0.5	-	-0.5	-0.5

This combined financial information contains transactions with other companies of the Villeroy & Boch Group that were eliminated in consolidation, such as liabilities for purchased goods and unearned intercompany profits. Our principles of consolidation are described in note 3.

0.50 € per ordinary share
 0.55 € per preference share.

The proposal for the appropriation of profits is for a dividend of:

Ordinary share: 7.0 million €
 Preference share: 7.7 million €
 14.7 million €

23. DISTRIBUTABLE AMOUNTS AND DIVIDENDS

The information presented here relates to the appropriation of the retained earnings of Villeroy & Boch AG calculated in accordance with German commercial law.

The net loss of Villeroy & Boch AG for 2020 amounted to €28.1 million. Taking into account the profit carryforward of €42.9 million, the unappropriated surplus amounts to €14.7 million.

At the next General Meeting of Shareholders on 26 March 2021, the Management Board of Villeroy & Boch AG will propose that the unappropriated surplus be used to distribute a dividend as follows:

If the company still holds treasury shares at the time of the resolution on the appropriation of profits, the dividend payment for the preferred capital will be reduced by the amount attributable to the treasury shares. The amount attributable to treasury shares is to be carried forward to new account.

The dividend shown in the table below was paid to the bearers of Villeroy & Boch shares in previous years:

Eligible share class	13/07/2020 and 04/11/2020		03/04/2019	
	Dividend per unit in €	Total dividend in € million	Dividend per unit in €	Total dividend in € million
Ordinary shares	0.50	7.0	0.55	7.7
Preference shares	0.55	8.8	0.60	7.4
		15.8		15.1

24. CAPITAL MANAGEMENT

The primary goals of central capital management in the Villeroy & Boch Group are ensuring liquidity and access to the capital markets at all times. This provides the Group with freedom of action and sustainably increases its enterprise value.

The Villeroy & Boch Group's non-current sources of finance consist of:

in € million	31/12/2020	31/12/2019
Equity	251.7	252.2
Provisions for pensions (note 26)	193.0	189.9
Financial liabilities (note 29)	105.0	70.0
Non-current sources of finance	549.7	512.1

25. VOTING RIGHT NOTIFICATIONS

In accordance with section 160(1) no. 8 of the German Stock Corporation Act (AktG), the published content of disclosures on holdings in Villeroy & Boch AG reported in accordance with section 20(1) or (4) AktG or in accordance with section 33(1) or (2) of the German Securities Trading Act (WpHG) (sections 21 et seq. WpHG of the version applicable prior to 3 January 2018) must be disclosed.

The content of disclosures in accordance with sections 33 et seq. WpHG (sections 21 et seq. WpHG of the version applicable prior to 3 January 2018) as at the time of going to press is shown below.

(1) On 11 November 2016, *Ms. Thales von Boch-Reichel, Germany*, informed us in accordance with section 21(1) WpHG that her share of the voting rights in Villeroy & Boch AG exceeded the threshold of 3% on 9 November 2016 and amounted to 3.16% (444,020 voting rights) at this date.

(2) On 11 November 2016, *Ms. Alida-Kirstien von Boch-Gallau, Germany*, informed us in accordance with section 21(1) WpHG that her share of the voting rights in Villeroy & Boch AG exceeded the threshold of 3% on 9 November 2016 and amounted to 3.16% (444,020 voting rights) at this date.

(3) *Villeroy and Boch Saarüfer GmbH, Mettlach, Germany*, informed us in accordance with section 41(4) WpHG on 15 January 2016:

Since 26 November 2015, Villeroy & Boch Saarüfer GmbH, Mettlach, Germany, has held instruments in accordance with section 25a(1) no. 2 WpHG that could theoretically enable it to purchase voting shares of Villeroy & Boch AG under certain conditions (purchase option). This relates to a share of the voting rights of 98.73% or 13,866,852 voting rights, meaning that the thresholds of 5%, 10%, 15%, 20%, 25%, 30%, 50% and 75% could theoretically be exceeded. There are not currently any voting rights due to instruments in accordance with section 25 WpHG or any voting rights in accordance with sections 21, 22 WpHG.

(4) On 13 June 2014, *Baroness Ghislaine de Schorlemer, Luxembourg*, informed us in accordance with section 21(1) of the German Securities Trading Act (WpHG) that her share of the voting rights in Villeroy & Boch AG exceeded the thresholds of 3% and 5% on 27 February 2014 as a result of inheritance (testator: Baron Antoine de Schorlemer) and amounted to 5.92% (831,575 voting rights) at this date. On 13 June 2014, Baroness Ghislaine de Schorlemer, Luxembourg, further informed us in accordance with section 21(1) WpHG that her share of the voting rights in Villeroy & Boch AG returned to below the thresholds of 3% and 5% on 28 March 2014 and has amounted to 0% since this date.

(5) On 13 June 2014, *Mr. Christophe de Schorlemmer, Luxembourg*, informed us in accordance with section 21(1) WpHG that his share of the voting rights in Villeroy & Boch AG exceeded the threshold of 3% on 28 March 2014 and amounted to 3.16% (444,307 voting rights) at this date.

(6) On 13 June 2014, *Ms. Gabrielle de Schorlemmer-de Theux, Luxembourg*, informed us in accordance with section 21(1) WpHG that her share of the voting rights in Villeroy & Boch AG exceeded the threshold of 3% on 28 March 2014 and amounted to 3.16% (444,308 voting rights) at this date.

(7) On 11 June 2014, *Ms. Caroline de Schorlemmer-d'Huart, Belgium*, informed us in accordance with section 21(1) WpHG that her share of the voting rights in Villeroy & Boch AG exceeded the threshold of 3% on 28 March 2014 and amounted to 3.16% (444,308 voting rights) at this date.

(8) Since 20 February 2013, *Villeroy and Boch Saarüfer GmbH, Mettlach, Germany*, has held financial instruments or other instruments in accordance with section 25a WpHG that could theoretically enable it to purchase voting shares of Villeroy & Boch AG under certain conditions (purchase option). This relates to a share of the voting rights of 98.73% or 13,866,852 voting rights, meaning that the thresholds of 5%, 10%, 15%, 20%, 25%, 30%, 50% and 75% could theoretically be exceeded. There are not currently any voting rights due to financial or other instruments in accordance with section 25 WpHG or any voting rights in accordance with sections 21, 22 WpHG.

(9) On 14 February 2011, *Mr. Luitwin-Gisbert von Boch-Galhau, Germany*, notified us in accordance with section 21(2) WpHG that his share of the voting rights in Villeroy & Boch AG exceeded the threshold of 15% on 17 November 2010 and amounted to 17.74% (2,491,132 voting rights) as at this date. 13.94% of this (1,957,696 voting rights) is attributable to him in accordance with section 22(1) sentence 1 no. 4 WpHG, 1.10% of which (154,000 voting rights) also in accordance with section 22(1) sentence 1 no. 6 WpHG. A further 3.37% (472,726

voting rights) is attributable to him in accordance with section 22(1) sentence 1 no. 6 WpHG. Of the following shareholders, 3% or more of the voting rights are attributable to him in each case:

- ¶ Luitwin Michel von Boch-Galhau
- ¶ Siegfried von Boch-Galhau

(10) On 29 May 2010, *Dr. Alexander von Boch-Galhau, Germany*, notified us in accordance with section 21(1) WpHG that his share of the voting rights in Villeroy & Boch AG fell below the threshold of 5% on 18 May 2010 and has amounted to 4.13% (580,250 voting rights) since this date. 1.42% of this (200,000 voting rights) is attributable to him in accordance with section 22(1) sentence 1 no. 4 WpHG.

The shareholders listed below notified us in accordance with section 127(2) WpHG (section 41(2) WpHG of the version applicable prior to 3 January 2018) that their shares of the voting rights in our company were as follows as at the dates stated below:

(1) 18.42% of voting rights are attributable to *Mr. Luitwin Michel von Boch-Galhau, Germany*, as at 1 April 2002; 1.55% of shares with voting rights are attributable to him in accordance with section 22(1) sentence 1 no. 1 WpHG.

(2) 7.41% of voting rights are attributable to *Mr. Wendelin von Boch-Galhau, Germany*, as at 1 April 2002; 6.80% of shares with voting rights are attributable to him in accordance with section 22(1) sentence 1 no. 4 WpHG.

(3) 7.14% of voting rights are attributable to *Mr. Franziskus von Boch-Galhau, Germany*, as at 1 April 2002; 0.74% of shares with voting rights are attributable to him in accordance with section 22(1) sentence 1 no. 1 WpHG.

26. PROVISIONS FOR PENSIONS

There are various defined benefit pension plans within the Villeroy & Boch Group. The regional distribution of the provisions recognised for these pensions were as follows:

in € million	31/12/2020	31/12/2019
Germany	169.7	186.5
Rest of euro zone	10.1	10.6
Rest of world	13.2	12.8
Provisions for pensions	193.0	189.9

In Germany there are a final salary plan and several earnings points plans. A final salary plan is available in Sweden. The pension plans in Sweden, Switzerland, Norway and Mexico are partially backed by the investment of financial assets with external managers.

In the Villeroy & Boch Group, 7,818 people (previous year: 8,261) have a defined benefit pension plan. Their regional distribution is as follows:

Headcount	31/12/2020	31/12/2019
Germany		
Members	2,190	2,362
Vested former members	1,264	1,230
Pensioners	2,371	2,360
Total	5,825	5,952
Rest of euro zone		
Members	381	422
Vested former members	27	27
Pensioners	78	76
Total	486	524
Rest of world		
Members	1,060	1,357
Vested former members	176	170
Pensioners	271	258
Total	1,507	1,785
Persons with a commitment	7,818	8,261

Provisions for pensions were measured by using the following company-specific parameters:

in %	2020		2019	
	a	Range	a	Range
Discount rate	0.7	0.0–7.0	1.0	0.2–7.0
Expected long-term wage and salary trend	2.4	0.0–5.6	2.5	1.0–5.6
Expected long-term pension trend	1.2	0.0–1.3	1.3	0.0–3.4

Average values (a) are calculated as a weighted mean on the basis of present values. The discount rate is determined on the basis of senior fixed-interest corporate bonds. The country-specific discount rates range from 0.0% in Sweden to 7.0% in Mexico. In the previous year, the country-specific discount rates ranged from 0.25% in Switzerland to 7.0% in Mexico. A discount rate of 0.70% (previous year: 1.00%) is used in Germany. In estimating future salary and pension trends, the length of service with the company and other labour market factors are taken into consideration. The pension obligations for the German companies in the Group are measured, as in the previous year, using the biometric data of the 2018 G Heubeck mortality tables. Country-specific mortality tables were used in the other group companies.

The pension plans are presented below in summary because, as in the previous year, the majority of these provisions relate to German companies.

The present value of defined benefit obligations can be reconciled to the provision reported in the statement of financial position as follows:

in € million	31/12/2020	31/12/2019
Present value of defined benefit obligations	219.0	214.6
Fair value of plan assets	-25.0	-24.7
Carrying amount	193.0	189.9

The present value of pension obligations developed as follows:

in € million	2020	2019
As at 1 Jan	214.6	200.7
Current service cost	2.6	2.3
Interest income and interest expenses	2.1	3.4
Actuarial gains and losses arising from		
▮ changes in demographic assumptions	0.1	0.0
▮ changes in financial assumptions	6.6	18.2
▮ changes in other assumptions	3.1	0.9
Past service cost	1.0	0.9
Gains or losses from settlements	0.0	-0.1
Contributions from plan participants	0.2	0.4
Benefits paid	-12.7	-11.9
Settlement payments	0.0	-0.1
Disposals	-0.2	0.0
Currency changes arising from non-euro-denominated plans	0.4	-0.1
As at 31 Dec	218.0	214.6

There were the following changes to plan assets:

in € million	2020	2019
As at 1 Jan	24.7	23.5
Interest income and interest expenses	0.1	0.4
Revenue from plan assets without interest	0.3	0.0
Gains and losses from plan assets	0.4	1.1
Contributions from the Villeroy&Boch Group as employer	0.4	0.4
Contributions from plan participants	0.2	0.4
Benefits paid	-1.7	-1.2
Currency changes arising from non-euro-denominated plans	0.6	0.1
As at 31 Dec	25.0	24.7

The plan assets are distributed among the companies in Switzerland (24.7%), Norway (6.5%), Sweden (68.7%) and Mexico (0.1%). Their portfolio structure was as follows:

	31/12/2020		31/12/2019	
	in € million	%	in € million	%
▮ Annuities/annuity funds	16.1	65	10.4	42
▮ Equities/equity funds	0.0	0	6.6	23
▮ Property/REITs	2.6	10	2.2	9
▮ Cash and cash equivalents	0.1	0	0.1	0
Investments on an active market	18.8	75	18.3	74
Insurance policies	8.2	25	6.4	26
Plan assets	25.0	100	24.7	100

Risks

The risks associated with defined benefit obligations in the Villeroy & Boch Group essentially relate to the basic actuarial assumptions for the future on the basis of past developments in the calculation of the carrying amount. This present value is influenced by discounting rates in particular, whereby the present low interest rate is contributing to a relatively high pension provision. A continuing decline in returns on the capital market for prime industrial bonds would result in a further rise in obligations. A simulation calculation is presented in the section below "Sensitivities, forecast development and duration".

There are risks within plan assets, such as equity price risk and issuer default risk, as a result of the selection of the individual investments and their composition in a securities account. Given the small overall volume of plan assets, the Villeroy & Boch Group considers these risks to be appropriate and non-critical overall. The return on plan assets is assumed in the amount of the discounting rates determined on the basis of senior, fixed rate industrial bonds. If the actual returns on plan assets fall short of the discounting rates used, the net obligation under pension plans will increase.

Sensitivities, forecast development and duration

The sensitivity analysis for the present values of obligations shown below takes into account the change in one assumption while the other variables are not changed compared to the original calculation:

The interval for disclosing sensitivities was changed to +/-0.1 percentage points in the current financial year (previous year: +/-0.25%).

An alternative valuation of pension obligations was carried out to determine the effects of the amount of pension obligations in the event of changes in the underlying parameters. It is not possible to extrapolate these values on a straight-line basis in the event of differing changes in assumptions, nor to add them together in the event of combinations of changes in individual assumptions.

The following development in the present value of obligations is forecast for the subsequent year:

in € million	Forecast 2021	Forecast 2020
Defined benefit obligations as at 31 Dec. 2020 or 2019 resp.	218.0	214.6
Forecast service cost	2.5	2.8
Forecast interest costs	1.8	2.1
Forecast pension payments	-13.0	-12.6
Forecast defined benefit obligations	209.1	206.9

In determining the forecast pension obligations, the demographic assumptions about the composition of participants are taken from the current scenario. The calculation of pension obligations in the coming year is based on the situation on the valuation date.

The weighted duration of pension provisions in the Villeroy & Boch Group as at 31 December 2020 was 13.2 years (previous year: 13.2 years). The weighted duration for the pension plans of German companies amounted to 12.1 years (previous year: 12.0 years).

	Change in actuarial assumption	Effect on defined benefit obligation as at	
		31/12/2020	31/12/2019
Present value of defined benefit obligations		218.0	214.6
Discount rate	Increase by 0.1 %	214.5	207.7
	Reduction by 0.1 %	221.6	222.4
Pension trend	Increase by 0.1 %	219.8	219.5
	Reduction by 0.1 %	216.1	211.3

27. NON-CURRENT AND CURRENT PROVISIONS FOR PERSONNEL

Provisions for personnel at the Villeroy & Boch Group are based on the legal, tax and economic circumstances of the respective country. These provisions developed as follows in the reporting period:

in € million	Non-current provisions for:					Total	Current provisions	Total amount
	Anniversary bonuses	Severance pay	Partial retirement	Other				
As at 1 Jan. 2019	6.8	5.9	3.4	1.0	17.1	15.2	32.3	
Currency adjustments	0.0	0.3	0.0	0.0	0.3	0.2	0.5	
Utilisation	-0.5	-2.7	-2.0	-0.1	-5.3	-13.5	-18.8	
Reversals	0.0	0.0	0.0	0.0	0.0	-0.8	-0.8	
Additions	1.2	4.1	0.4	0.7	6.4	14.3	20.7	
Reclassifications	-	-	0.0	0.0	0.0	-	0.0	
As at 1 Jan. 2020	7.5	7.6	1.8	1.6	18.5	15.4	33.9	
Currency adjustments	-0.1	-0.3	0.0	0.0	-0.4	-0.3	-0.7	
Utilisation	-0.6	-1.5	-1.2	-0.1	-3.4	-12.2	-15.6	
Reversals	-0.1	0.0	0.0	0.0	-0.1	-0.6	-0.7	
Additions	0.6	1.0	0.4	0.3	2.3	13.2	15.5	
Reclassifications	-	-	0.0	0.1	0.1	-0.2	-0.1	
As at 31 Dec. 2020	7.3	6.8	1.0	1.9	17.0	15.3	32.3	

Provisions for anniversary bonuses are recognised by Group companies that have undertaken to pay their employees corresponding cash or non-cash benefits on the occasion of work anniversaries. Villeroy & Boch AG recognises an obligation of €5.4 million (previous year: €5.4 million). This corresponds to 73.1% (previous year: 72.0%) of this provision. As in the previous year, these provisions were measured applying the biometric assumptions of the 2018 G Heubeck mortality tables.

The provisions for severance pay are recognised for legally required termination benefits that, for instance, must be paid when an employee changes employer or retires. These are generally non-recurring payments for employees in Thailand, Austria, Italy, Australia, Romania and India. 48.0% of the provision relates to the claims of employees of Villeroy & Boch Thailand (previous year: 49.9%) and 29.4% to the claims of employees of Villeroy & Boch Austria GmbH (previous year: 30.3%).

Under the partial retirement programme, employees have the option to reduce their working hours in accordance with certain personal requirements for a period determined by law prior to retirement. 85.2% of the provision relates to the employees of Villeroy & Boch AG (previous year: 91.0%).

The increase in other non-current provisions for personnel is essentially due to the creation of a fund to be used as an instrument for coping with demographic change and financing measures for health prevention, the improvement of working conditions and support for working hours according to life phases.

Current provisions for staff mainly include provisions for variable remuneration bonuses in the amount of €14.5 million (previous year: €14.9 million).

The measurement of current and non-current provisions for staff is based on external expert opinions, the past data available and government regulations.

28. OTHER NON-CURRENT AND CURRENT PROVISIONS

Other non-current and current provisions developed as follows in the period under review:

in € million	Other non-current provisions	Other current provisions for:						Total	Total amount
		Restructuring	Warranties	Recultivation and demolition	Legal and consultancy fees	Miscellaneous			
As at 1 Jan. 2019	8.8	–	6.6	4.2	2.0	7.2	20.0	28.8	
Currency adjustments	0.0	0.0	0.0	–	0.0	0.0	0.0	0.0	
Utilisation	-1.6	–	-0.9	-0.9	-0.7	-3.6	-6.1	-7.9	
Reversals	-0.1	–	-0.2	-2.5	-0.3	-0.9	-3.9	-4.0	
Additions	16.2	10.4	0.7	4.4	3.0	3.9	22.4	38.6	
Reclassifications	0.7	–	–	–	–	-0.7	-0.7	0.0	
As at 1 Jan. 2020	23.8	10.4	6.2	5.2	4.0	5.9	31.7	55.5	
Currency adjustments	0.0	0.0	0.0	–	-0.1	-0.1	-0.2	-0.2	
Utilisation	-1.8	-2.2	-0.5	-0.2	-2.3	-3.2	-8.4	-10.2	
Reversals	-0.1	-3.4	-0.1	0.0	-1.2	-0.4	-5.1	-5.2	
Additions	1.8	3.2	0.7	0.0	2.1	4.4	10.4	12.2	
Reclassifications	-2.4	–	–	2.4	–	0.6	3.0	0.6	
As at 31 Dec. 2020	21.3	8.0	6.3	7.4	2.5	7.2	31.4	52.7	

In particular, non-current provisions relate to recultivation and demolition obligations for several properties at existing or former production sites and to obligations to remove leasehold improvements.

Provisions for recultivation and demolition obligations for properties in France, Germany and Sweden of € 193 million were recognised in the past financial year. Contrary to expectations as at 31 December 2019, only € 0.8 million of the € 4.4 million forecast was utilised. This was due to delays on account of the COVID-19 pandemic. We expect these measures to result in utilisation amounting to € 4.7 million in the coming financial year. € 0.1 million (previous year: € 0.9 million) was invested in the restoration and renovation of the former tableware plant in Luxembourg in the 2020 financial year. We expect expenses of € 1.8 million from this project in Luxembourg in the coming financial year.

In December 2019, a restructuring plan has been defined to continue the development of our Group in terms of efficient structures. The measures under this transformation and efficiency programme comprise all functions and markets of the Villeroy & Boch Group. The local employee representatives were informed accordingly. The anticipated restructuring costs for staff were estimated at € 9.2 million

in total as at 31 December 2019. The restructuring provision for staff declined by € 2.0 million to € 7.2 million in the 2020 financial year as a result of the expansion and partial implementation of the restructuring plan, in particular for our foreign subsidiaries. Other costs directly attributable to this restructuring programme decreased from € 1.2 million to € 0.8 million as a result of utilisation and reversals. This obligation was calculated on the basis of company-specific updated empirical values. Provisions for these costs were recognised in full and are essentially included in selling, marketing and development expenses and in general and administrative expenses. The provision recognised is expected to be utilised in full within the next 12 months.

The Villeroy & Boch Group typically sold its products with a warranty specific to the country and sector. The provision for warranties was measured on the basis of past division-specific data. In addition, current information on any new risks in connection with new materials, changes in production processes or other factors influencing quality were also taken into account in measurement.

Miscellaneous other provisions included provisions for commission, licensing fees and a large number of individual items.

29. NON-CURRENT AND CURRENT FINANCIAL LIABILITIES

Interest-bearing liabilities to banks are reported under financial liabilities as at 31 December 2020. These developed as follows in the financial year:

in € million	Non-current financial liabilities	Current financial liabilities	Total amount
As at 1 Jan. 2019	25.0	33.1	58.1
Cash changes	70.0	-2.5	67.5
Non-cash changes:			
I Offsetting (see note 16)	—	-13.1	-13.1
I Interest capitalisation	—	0.3	0.3
I Reclassifications	-25.0	25.0	0.0
I Reclassifications from initial use of IFRS 16	—	-0.3	-0.3
As at 1 Jan. 2020	70.0	42.5	112.5
Cash changes	35.0	-19.7	15.3
Non-cash changes:			
I Offsetting (see note 16)	—	-12.5	-12.5
I Interest capitalisation	—	-0.1	-0.1
As at 31 Dec. 2020	105.0	10.2	115.2

There are non-current financial liabilities of € 105.0 million (previous year: € 70.0 million) as at 31 December 2020. In January and September 2020, Villeroy & Boch AG entered into agreements for two further long-term loans with two different German credit institutions. In total, there are five long-term bullet loans as at the end of the reporting period (previous year: three). A bank loan of € 20.0 million matures in 2022, a loan of € 10.0 million in 2023, two loans of € 25.0 million each in 2024 and a loan of € 25.0 million in 2025. The interest is payable quarterly or annually. The loans include negative pledges on the part of Villeroy & Boch

AG. One long-term loan agreement will end prematurely in the event of a change of control at Villeroy & Boch AG.

The long-term bank loan of € 25.0 million, which was reclassified to current financial liabilities in the previous year, was repaid on time.

Net receivables from and liabilities to banks were consolidated and amounted to € 12.5 million (previous year: € 13.1 million) (see note 16). The requirements for offsetting have been met and it is intended to settle them on a net basis.

30. NON-CURRENT AND CURRENT LEASE LIABILITIES

Lease liabilities relate exclusively to future payment obligations from the long-term rental of assets (see note 7). They are recognised at the present value of the payments to be made to the lessor over the lease term. Current and non-current lease liabilities developed as follows in the financial year:

in € million	Long term Lease liability	Short term Lease liability	Total amount
As at 1 Jan. 2019	–	–	–
Additions due to first-time application of IFRS 16	35.2	12.3	47.5
Cash changes	–	-14.2	-14.2
Non-cash changes:			
■ First-time application	8.9	–	8.9
■ Finance leases	–	0.3	0.3
■ Interest capitalisation	0.8	0	0.8
■ Reclassifications	-14.7	14.7	0
■ Currency adjustments	0	0	0
As at 1 Jan. 2020	30.2	13.1	43.3
Cash changes	–	-18.9	-18.9
Non-cash changes:			
■ First-time application	17.8	–	17.8
■ Interest capitalisation	-0.9	0	-0.9
■ Reclassifications	-16.6	16.6	0
■ Currency adjustments	0	0	0
As at 31 Dec. 2020	30.5	10.8	41.3

Interest expenses for lease liabilities of €-0.9 million were recognised in profit or loss in the financial year (previous year: €-0.8 million).

The Group's undiscounted obligations from capitalised leases are due as follows:

in € million	2020	2019
Due within next 3 months	3.8	4.0
Due between 4 and 12 months	9.0	10.6
Due between 13 and 24 months	9.7	11.1
Due between 25 and 36 months	6.8	7.7
Due between 37 and 48 months	5.2	4.9
Due between 49 and 60 months	3.3	3.0
Due between 61st month and end of contract	5.3	5.4
Total undiscounted lease payments	43.1	46.6
Interest portion included	-1.8	-3.3
Recognised lease liability	41.3	43.3

Some leases contain price adjustment clauses in addition to renewal, purchase and termination options. Such options are only included in the calculation of the lease liability when it is reasonably certain that the lease will be renewed or not terminated. Variable lease payments not linked to the development of an index or price, such as revenue-based rent components, are also not permitted to be included in lease liabilities. These unrecognised contract clauses could result in the following theoretical additional payments:

in € million	31/12/2020	31/12/2019
Future potential outflows due to		
• variable lease payments	1.5	1.0
• renewal and termination options	3.2	3.2
• residual value guarantees	–	–
• penalties	0.0	0.1
• leases for which the asset has not yet been provided	0.6	0.8
	5.3	5.1

In addition to payments of principal and interest for the recognised lease liability, amounts recognised in the statement of cash flow also include payments for unrecognised short-term leases and for leases for low-value assets. Payments of principal are reported under cash flows from financing activities and payments of interest are reported under cash flows from operating activities.

The use of the option under the amendment to IFRS 16 "COVID-19-Related Rent Concessions" (see note 1) reduced rental expenses by €1.9 million in the 2020 financial year, €0.4 million of which relates to non-substantial leases. Furthermore, lease liabilities include €0.3 million in rent reductions to be paid in the coming months.

in € million	Notes	31/12/2020	31/12/2019
Cash flow from operating activities			
• Expenses for short-term leases	7	-1.6	-4.3
• Expenses for leases for low-value assets	7	-1.4	-1.5
• Expenses for variable lease payments	7	-7.9	-8.5
• Miscellaneous lease expenses	7	-0.2	-0.1
• Income from the rental of property, plant and equipment	7	1.6	1.9
• Income from sub-leases	7	0.4	0.5
• Income from the rental of investment property	8	0.8	0.5
• Interest expenses for lease liabilities	30	-0.9	-0.8
Change in cash flow from operating activities		-9.0	-12.3
Cash flow from financing activities			
• Payments for the principal portion of lease liabilities	30	-18.9	-14.2
Change in cash flow from financing activities		-18.9	-14.2
Total change in cash and cash equivalents from cash outflow for leases		-27.9	-26.5

31. OTHER NON-CURRENT AND CURRENT LIABILITIES

Other non-current and current liabilities were composed as follows:

in € million	Carrying amount			Carrying amount		
	31/12/2020	Remaining term		31/12/2019	Remaining term	
		Less than 1 year	More than 1 year		Less than 1 year	More than 1 year
Bonus liabilities	45.7	45.7	–	41.9	41.9	–
Fair values of hedging instruments	3.4	0.7	2.7	1.3	0.6	0.7
Advance payments received on account of orders	7.6	7.6	–	4.1	4.1	–
Liabilities to affiliated, non-consolidated companies	0.3	0.3	–	0.4	0.4	–
Miscellaneous other liabilities	33.1	6.2	26.9	30.4	3.4	27.0
Total financial instruments*	90.1	60.5	29.6	78.1	50.4	27.7
Personnel liabilities	19.1	19.1	–	19.8	19.8	0.1
Other tax liabilities	14.8	14.8	–	12.4	12.4	–
Deferred income	5.0	4.1	0.9	4.1	3.0	1.1
Total carrying amount	129.0	98.5	30.5	114.5	85.6	28.9

* Financial instruments are described in note 54.

The measurement of hedging instruments (see note 54) includes currency hedges in the amount of €3.4 million (previous year: €1.3 million).

Advance payments received on account of orders are classified as contract liabilities in accordance with IFRS 15. €2.9 million of the advance payments recognised as at 31 December 2019 (previous year: €3.7 million) were settled by deliveries in the 2020 financial year.

Miscellaneous other liabilities included, among other things, a long-term obligation from the sale of the plant site in Luxembourg in the amount of €24.7 million. The plant site was sold on 6 December 2019 in conjunction with a company disposal. The assets of the sold company consisted almost exclusively of its land. The purchaser intends to develop the land in line with building law and subsequently market it. The purchase price for all shares is based on the maximum area that can be developed on this land. This density of development will be determined by the final development plan that has yet to be submitted and approved. As the purchase price is linked to the potential variability of development density, this is a transaction with a correspondingly variable purchase price. The purchaser made a purchase price payment of €114.0 million in 2019. Due to the linking with a possible variability of the building density, this is a transaction with a correspondingly variable purchase price. Any change in development density will lead to an adjustment of the purchase price.

The transaction was therefore measured taking into account various scenarios considered possible. These six scenarios considered possible consider a different density of development combined with an estimated probability of occurrence of between 0% and 80%. The likeliest scenario with a probability of occurrence of 80% resulted in a fair value (level 3) of €89.3 million. This meant the recognition of income in the above amount for the 2019 financial year, and results in the recognition of a repayment obligation of €24.7 million. Owing to delays in the planning process, due in part to the effects of the COVID-19 pandemic, the buyer is not expected to submit a development plan before the end of the first quarter of 2021. The measurement of the repayment obligation was therefore unchanged as at 31 December 2020. As the approval process is likely to be protracted, a legally binding development plan is not expected until the start of 2022 at the earliest.

Other liabilities also include a government loan of €1.1 million to mitigate the consequences of the COVID-19 pandemic. Miscellaneous other liabilities also include debtors with credit balances and a number of individual items.

Other tax liabilities primarily included VAT in the amount of €9.5 million (previous year: €7.8 million) and payroll and church tax in the amount of €4.3 million (previous year: €4.0 million).

Deferred income essentially consisted of the free allocation of emission allowances (see note 5), compensation for a long-term rental agreement with the City of Luxembourg in conjunction with the former plant site, rent payments received and government grants for property, plant and equipment (see note 6).

Miscellaneous other liabilities to affiliated, unconsolidated companies mainly comprise an interest-bearing loan from these subsidiaries in the context of general cash clearing (see note 57).

32. TRADE PAYABLES

Based on the domicile of the respective Group company, trade payables related to:

in € million	31/12/2020	31/12/2019
Germany	38.7	32.3
Rest of euro zone	11.7	9.4
Rest of world	37.2	39.6
Carrying amount as at 31 Dec.	85.6	81.3

NOTES TO THE CONSOLIDATED INCOME STATEMENT

33. REVENUE

Revenue breakdown

The Villeroy & Boch Group generates revenue from the sale of goods and merchandise. The income generated from the licence business is also reported as a component of consolidated revenue. A breakdown of revenue – by type of revenue and by division and region – is shown in segment reporting under note 53.

Contract balances

Please see the relevant sections for information on the development of contract balances in relation to trade receivables (note 13), contract assets (note 14) and contract liabilities – these correspond to the statement of financial position item “Advance payments” (note 31).

Revenue of €2.9 million (previous year: €3.7 million) was recognised in the 2020 financial year that was included in net advance payments (€4.1 million) at the start of the reporting period. The amount of revenue recognised in the

2020 financial year from performance obligations that were settled in prior periods was €1.8 million (previous year: €2.1 million).

Performance obligations

Please see “Revenue recognition” under note 1 “Accounting policies” for detailed information on performance obligations in contracts with customers.

As at the end of the reporting period, the total amount of outstanding performance obligations, i. e. the Group's orders on hand, was €100.8 million, €100.8 million of which are expected to be fulfilled in the coming twelve months and €0.0 million of which thereafter. The previous year's orders on hand amounted to €44.8 million; orders €44.8 million were considered to be deliverable in the short term. The amounts stated do not include subsequent deductions to be granted or revenue-based income anticipated from licence business.

34. COST OF SALES

Cost of sales comprises the cost of the products and merchandise sold. In accordance with IAS 2, this includes not only directly allocable costs such as the cost of materials, staff costs and energy costs, but also overheads and allocable depreciation of production facilities.

35. SELLING, MARKETING AND DEVELOPMENT COSTS

This item contains the costs of marketing and distribution, the field sales force and advertising and logistics, licence costs and research and development expenses.

The expenses for research and technical development broke down into:

in € million	2020	2019
Bathroom and Wellness	-11.5	-12.2
Tableware	-3.7	-4.4
Total	-15.2	-16.6

36. GENERAL ADMINISTRATIVE EXPENSES

General administrative expenses comprise staff costs and non-staff operating expenses incurred in management and administrative functions.

37. OTHER OPERATING INCOME

Other operating income is composed as follows:

in € million	2020	2019
Exchange rate gains	2.6	5.7
Reversal of provisions *	1.6	4.4
Reversal of liabilities	0.8	0.3
Reimbursement for damages	0.5	0.6
Reversal of write-downs on receivables	0.5	0.5
Book profits on the disposal of non-current assets	0.4	0.2
Rental income due to leases	0.1	0.0
Income from the sale of a property in Luxembourg	-	87.7
Other	2.4	3.4
Total	8.9	102.8

* not including amounts in other statement of consolidated income items.

38. OTHER OPERATING EXPENSES

Other operating expenses were composed as follows:

in € million	2020	2019
Consulting services	-3.4	-5.3
Exchange rate losses	-2.9	-0.7
Addition to write-downs on receivables	-2.2	-2.5
Reorganisation costs	-1.5	-0.6
Service Costs	-0.7	-1.1
Book losses on the disposal of non-current assets	-0.7	-0.2
Addition to write-downs on other receivables	-0.3	-0.5
Costs for maintenance/repairs	-0.1	-0.3
Costs for recultivation and demolition	-	-18.7
Other	-6.1	-7.4
Total	-17.9	-37.3

39. RESULTS OF FINANCIAL ASSETS ACCOUNTED FOR USING THE EQUITY METHOD

This item includes the pro rata result from the investment in two associated companies in the amount of €0.2 million (previous year: €-0.2 million). Further details can be found in note 9.

40. INTEREST INCOME AND OTHER FINANCIAL INCOME

Financial income consisted of:

in € million	2020	2019
Interest income from:		
■ Cash and cash equivalents	0.5	0.8
■ Loans and receivables	0.2	0.2
Total interest income	0.7	1.0
Dividends from securities available-for-sale	0.2	0.3
Other financial income	0.4	0.2
Total financial income	1.3	1.5

41. INTEREST EXPENSES AND OTHER FINANCIAL EXPENSES

Finance expenses related to:

in € million	2020	2019
Interest expenses from:		
■ Provisions	-2.0	-4.2
■ Lease liabilities	-0.9	-0.8
■ Overdraft facilities	-1.7	-2.0
■ Non-current loans	-1.2	-0.8
■ Other borrowing	0.0	0.0
Total interest expenses	-5.8	-7.8
Other finance expenses	-0.4	-0.4
Total finance expenses	-6.2	-8.2

The interest expense of provisions declined by €2.2 million to €-2.0 million, essentially on account of the adjustment of the discount rate used to measure pension obligations and Villeroy & Boch AG's anniversary obligations. The interest expense from the remeasurement of the pension provision has changed significantly year-on-year as the interest rate for 2019 of 1.00% was applied in the reporting period and the interest rate of 1.75% for 2018 was applied in the previous year (see note 26). The current pension interest rate of 0.7% will not affect net interest income until 2021.

The interest expense of the anniversary obligations declined year-on-year as the discount rate used for the anniversary obligations has been reduced from 0.55% as at 31 December 2019 to currently 0.40%.

Other financial expenses are at the same level as in the previous year. They relate to the use of currency derivatives outside hedge accounting and to losses on the disposal of securities. These currency derivatives are used in the context of our hedging strategy for foreign currencies (see note 34).

42. INCOME TAXES

Income taxes include the taxes on income paid or due and deferred taxes. The German tax law applicable in the 2020 financial year stipulates a tax rate of 30% (previous year: 30%) for the German companies of the Villeroy & Boch Group, taking different trade tax rates into account. The respective country-specific income tax rates used for foreign companies vary from 9.0% to 30.0% (previous year: 9.0% to 30.0%).

in € million	2020	2019
Taxes paid or due in Germany	-1.0	-4.8
Taxes paid or due outside Germany	-10.3	-7.6
Current taxes	-11.3	-12.4
Deferred taxes	-1.6	-3.4
Income taxes	-12.9	-15.8

The expected income tax expense (current and deferred) based on the overall German tax rate of 30.0% differs from the reported income tax expense as follows:

in € million	2020	2019
Earnings before taxes (EBT)	35.8	95.2
Expected income tax (EBT x tax rate of 30.0%)	-10.8	-28.5
Differences arising from foreign tax rates	-2.6	-5.3
Tax effects arising from:		
Non-deductible expenses	-6.4	-2.3
Adjustment/write-downs on deferred taxes	0.2	-7.0
Tax-free income	-2.8	19.1
Tax in previous years	-0.9	-4.0
Change of tax rates	-0.7	0.2
Other deferred taxes	0.3	0.4
Actual income tax expense	-12.9	-15.8
Actual tax rate in %	36.0	16.6

The reconciliation of the deferred tax assets and liabilities recognised in the statement of financial position to the deferred taxes recognised in the income statement is as follows:

in € million	2020	2019
Change in statement of financial position item:		
I Deferred tax assets (note 10)	-1.9	1.3
I Deferred tax liabilities (note 10)	0.6	-0.9
Sub-total	-1.3	0.4
I Pass to other comprehensive income (note 21(d))	-0.8	-4.6
I Currency adjustments	0.5	0.8
Deferred taxes recognised in income statement	-1.6	-3.4

43. MINORITY INTERESTS

Non-controlling interests in consolidated earnings amounted to € 0.3 million (previous year: € 0.2 million). Group companies with non-controlling interests are shown in the list of shareholdings (see note 62). The key figures are presented in note 22.

44. EARNINGS PER SHARE

Earnings per share are calculated by dividing the portion of consolidated net income attributable to the shareholders of Villeroy & Boch AG by the weighted number of shares outstanding:

Ordinary shares	31/12/2020	31/12/2019
Number of shares outstanding	14,044,800	14,044,800
Pro rata consolidated net income (in € million) *	11.7	41.8
Earnings per share (in €) *	0.83	2.98
Preference shares	31/12/2020	31/12/2019
Number of shares outstanding	12,361,771	12,361,771
Pro rata consolidated net income (in € million) *	10.9	37.4
Earnings per share (in €) *	0.88	3.03

* each in relation to the shares outstanding

The portion of consolidated net income attributable to the shareholders of Villeroy & Boch AG is allocated in accordance with the appropriation of earnings set out in

the Articles of Association (see note 17). The development in treasury shares is described in note 19. There were no dilution effects during the reporting periods.

45. DEPRECIATION, AMORTISATION AND IMPAIRMENTS

Depreciation, amortisation and impairments in the financial year broke down as follows:

in € million	2020	2019
Amortisation of intangible assets	-1.0	-0.9
Impairment losses on intangible assets	-0.7	-0.2
Depreciation of property, plant and equipment	-23.5	-24.6
Impairment losses on property, plant and equipment	-3.9	-0.4
Depreciation of right-of-use assets	-15.6	-13.8
Impairment losses on right-of-use assets	-0.2	-1.2
Depreciation of investment property	-0.6	-0.6
Total depreciation, amortisation and impairments	-45.5	-41.7

Depreciation is based on standard Group useful lives (see note 1).

46. COST OF MATERIALS

The cost of materials comprised the following:

in € million	2020	2019
Cost of raw materials and supplies (including primary products)	-121.1	-132.7
Cost of purchased goods	-123.1	-122.4
	-244.2	-255.1
Cost of purchased services	-34.5	-39.5
Total cost of materials	-278.7	-294.6

47. PERSONNEL EXPENSES

Personnel expenses were composed as follows:

in € million	2020	2019
Wages and salaries	-215.1	-240.6
Post-employment benefits:		
↓ Expenses for defined benefit plans (see note 26)	-3.9	-3.2
↑ Income from settlement of defined benefit obligations (see note 26)	0.0	0.1
↓ Expenses for defined contribution plans	-16.2	-17.9
Termination benefits	-6.5	-11.7
Other services	-30.5	-34.3
Total staff costs	-272.2	-307.6

The cost of defined contribution pension plans essentially relates to employer contributions to statutory pension schemes.

"Other benefits" include employer contributions to health insurance, trade association dues and similar expenses.

Average number of employees

NUMBER OF EMPLOYEES		
	2020	2019
Wage earners	3,748	4,040
Salaried employees	3,653	3,806
Average	7,401	7,846

Of the workforce as a whole, a total of 2,637 people are employed in Germany (previous year: 2,753), with the remaining 4,764 employed outside Germany (previous year: 5,093). The divisions employ:

NUMBER OF EMPLOYEES		
	2020	2019
Bathroom and Wellness	4,752	5,065
Tableware	2,102	2,220
Other	547	561
Average	7,401	7,846

48. OTHER TAXES

The cost of other taxes was €-4.6 million in the reporting period (previous year: €-3.7 million). Companies based in Germany accounted for €-1.1 million (previous year: €-0.9 million) and Group companies abroad for €-3.5 million (previous year: €-2.8 million).

"Other taxes" include mainly real estate tax expenses of €-2.2 million (previous year: €-1.5 million), expenses for the French "contribution économique territoriale" of €-0.7 million (previous year: €-0.7 million) and the French "taxe organique" of €-0.1 million (previous year: €-0.1 million).

NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

49. CASH FLOW FROM OPERATING ACTIVITIES

Cash flow from operating activities is calculated by using the indirect method. Here, the Group result after taxes is adjusted for non-cash income and expenses, such as depreciation and amortisation, and changes in operating assets affecting cash are taken into account.

The cash flow from operating activities amounted to €136.5 million (previous year: €44.9 million). This unusually high cash flow was mainly due to the good Group result (€22.9 million) in spite of the COVID-19 crisis, reduction of trade receivables (€27.4 million) and inventories (€13.3 million). Furthermore, the increase in trade payables (€4.3 million) and other liabilities (€14.3 million) – mainly higher advance payments and bonus liabilities – also contributed to the improvement in cash flow from operating activities.

The "Other non-cash income and expenses" item includes:

in € million	2020	2019
Interest from the provision for pensions and similar obligations	-2.0	4.2
Expenses/income from deferred taxes	3.1	4.3
Additions to tax provisions	4.6	2.4
Other non-cash items	-0.3	0.5
Total	9.4	11.4

50. CASH FLOW FROM INVESTING ACTIVITIES

The cash flow from investing activities of €-17.4 million (previous year: €82.7 million) mainly included payments for investments in property, plant and equipment and intangible assets in the 2020 financial year of €19.9 million (previous year: €31.6 million) and in non-current financial assets of €3.1 million (previous year: €4.7 million), which were offset by proceeds from the disposal of assets amounting to €4.6 million (previous year: €5.0 million). It also includes the proceeds from the first purchase price instalment from the sale of the Mexican sanitary ware plant of €1.0 million (see note 2.c).

In the previous year it had included the proceeds from the sale of the former plant property in Luxembourg of €114.0 million.

51. CASH FLOW FROM FINANCING ACTIVITIES

Net cash used in financing activities amounted to €-30.1 million (previous year: €24.6 million). This mainly includes payments of lease liabilities of €18.9 million (previous year: €14.2 million) and the dividend paid in two tranches in the 2020 financial year of €13.8 million in total (previous year: €15.1 million). This is offset in the amount of €2.7 million (previous year: €54.4 million) by the increase in financial liabilities.

52. CASH AND CASH EQUIVALENTS

As at the end of the reporting period, cash and cash equivalents amounted to €297.8 million (previous year: €210.3 million), an increase of €87.5 million as against the previous year.

NOTES TO THE GROUP SEGMENT REPORT

53. GROUP SEGMENT REPORT

The Villeroy & Boch Group is divided into the operating divisions described below, which bundle the Group activities for our product business. The divisions are consistent with the internal organisational and reporting structure and are the reportable segments as defined by IFRS 8.

The Bathroom and Wellness Division manufactures ceramic sanitary ware, ceramic kitchen sinks, bathroom furniture, bathtubs and shower tubs, whirlpools, bath and kitchen fittings and accessories. The product range is rounded off by shower toilets, installation systems, outdoor-system pools and accessories, among other things.

The Tableware Division covers the complete assortment "for the perfectly laid table", consisting of tableware, crystal/glass and cutlery, supplemented by accessories, kitchen and tableware textiles as well as a selection of gift articles.

In addition to net revenues, the operating result of the divisions is the key performance indicator and used as a basis for decisions on the allocation of resources and for determining the divisions' earnings power. Furthermore, the rolling operating return on net assets is also used to measure the earnings power of the Group and the individual divisions. This is calculated from the operating net assets as at the end of the month as an average of the last twelve months in relation to earnings before interest and taxes (before central function expenses). Group financing and income taxes are managed on a Group-wide basis and are not allocated to the individual divisions. Pricing for interdivision transfers is based on standard market conditions.

The divisions of the Villeroy & Boch Group generated the following revenue:

in € million	Revenue from sales of goods to external customers		Revenue from licence		Intersegment revenue		Total	
	2020	2019	2020	2019	2020	2019	2020	2019
Bathroom and Wellness	538.9	553.4	0.2	0.6	0.0	0.0	539.1	554.0
Tableware	257.3	272.8	1.9	3.7	0.0	0.0	259.2	276.5
Transition/Other	–	–	2.6	2.8	0.0	0.0	2.6	2.8
Total segment revenue	796.2	826.2	4.7	7.1	0.0	0.0	800.9	833.3
Eliminations	0.0	0.0	–	–	–	–	0.0	0.0
Consolidated revenue	796.2	826.2	4.7	7.1	0.0	0.0	800.9	833.3

The operating result of the two divisions was calculated as operating segment earnings (EBIT) as follows:

in € million	31/12/2020	31/12/2019
Bathroom and Wellness	41.9	42.2
Tableware	7.8	7.3
Non-operating result ⁽¹⁾	-9.0	52.4
Operating result (EBIT)	40.7	101.9
Net finance cost (see notes 40 and 41)	-4.9	-6.7
Earnings before taxes	35.8	95.2
Income taxes (see note 42)	-12.9	-15.8
Group result	22.9	79.4

⁽¹⁾ For changes in the Non-operating result (see Group Management Report; Results of operations; page 31 ff)

The following assets and liabilities were assigned to the divisions:

in € million	Assets		Liabilities		Net assets	
	31/12/2020	31/12/2019	31/12/2020	31/12/2019	31/12/2020	31/12/2019
Bathroom and Wellness	375.8	422.9	170.8	160.5	205.0	262.4
Tableware	148.7	158.3	78.0	72.7	70.7	85.6
Reconciliation	389.8	309.3	413.8	405.1	-24.0	-95.8
Total	914.3	890.5	662.6	638.3	251.7	252.2

The rolling net operating assets of the two divisions were as follows as at the end of the reporting period:

in € million	Rolling assets		Rolling liabilities		Rolling net assets	
	31/12/2020	31/12/2019	31/12/2020	31/12/2019	31/12/2020	31/12/2019
Bathroom and Wellness	386.4	411.4	140.9	141.7	255.5	269.7
Tableware	151.2	153.7	69.5	68.8	81.7	84.9
Total	547.6	565.1	210.4	210.5	337.2	354.6

Segment assets include intangible assets, property, plant and equipment, right-of-use assets, inventories, trade receivables and other assets. Segment liabilities include provisions, trade payables, lease liabilities and other liabilities.

Reconciliation essentially includes financial assets, cash and cash equivalents, investment property, deferred tax assets, provisions for pensions, financial liabilities and deferred tax liabilities.

Other segment information:

in € million	to intangible assets and property, plant and equipment		to right-of-use assets		Total	
	31/12/2020	31/12/2019	31/12/2020	31/12/2019	31/12/2020	31/12/2019
Bathroom and Wellness	14.2	26.3	8.3	17.7	22.5	44.0
Tableware	5.7	5.3	9.5	39.0	15.2	44.3
Total	19.9	31.6	17.8	56.7	37.7	88.3

Depreciation and amortisation relates to the intangible assets, property, plant and equipment and right-of-use assets allocated to the individual divisions. € 3.9 million (previous year: € 1.2 million) of write-downs related to the Bathroom and Wellness Division. Write-downs of € 0.9 million (previous year: € 0.6 million) related to the Tableware Division in the current financial year.

in € million	Intangible assets and property, plant and equipment		right-of-use assets		Total	
	31/12/2020	31/12/2019	31/12/2020	31/12/2019	31/12/2020	31/12/2019
Bathroom and Wellness	-19.9	-20.6	-5.8	-4.2	-25.7	-24.8
Tableware	-5.2	-5.5	-9.0	-9.6	-15.0	-15.1
Total	-25.1	-26.1	-15.6	-13.8	-40.7	-39.9

The following table shows the revenue from external customers and non-current assets by domicile of the respective national companies:

in € million	Revenue from sales of goods to external customers		Non-current assets*	
	31/12/2020	31/12/2019	31/12/2020	31/12/2019
German companies	400.1	409.0	92.1	95.9
Registered office in the rest of the euro zone	121.9	139.3	45.6	45.4
Registered office outside the euro zone	274.2	277.9	119.7	138.4
Total	796.2	826.2	257.4	279.7

* in accordance with IFRS 8.33 (b)

OTHER NOTES

54. FINANCIAL INSTRUMENTS

The recognition of primary and derivative financial instruments is based on their allocation to the four measurement categories defined in IFRS 9. The following measurement categories were used in the Villeroy & Boch group in the reporting period:

- Debt instruments such as trade receivables, bank balances and trade payables, which are held primarily to generate contractually agreed cash flows and whose cash flows relate to payments of interest and principle payments on an outstanding nominal value, are recognised at *"amortised cost"*. Changes in value are recognised in the statement of profit or loss.
- Debt instruments that are not intended to be held to maturity and equity instruments that are not held for trading are recognised *"at fair value through other comprehensive income"*. These financial instruments are measured at fair value. Changes in value during the year are recognised in the reserves. The gains and losses that accrue in the reserves over time are recycled to profit or loss when a debt instrument is derecognised. When an equity instrument is derecognised, the accrued gains and losses are reclassified to retained earnings.
- All other financial instruments are recognised *"at fair value through profit or loss"*. Positive and negative changes in fair value are recognised in profit or loss.
- In the *"hedges"* category, the Villeroy & Boch Group uses financial derivatives exclusively to reduce the risks of planned operating transactions (cash flow hedge). These are recognised in the statement of financial position at fair value. The connection between the hedged item and the hedging instrument is documented at the inception of the hedge. Changes in fair value that prove effective in accordance with IFRS 9 are reported outside profit or loss. Effectiveness means that any change in the market value of the hedge will be offset by an opposing change in the fair value of the hedging instrument. The cumulative changes in value taken to equity are later reported in profit or loss in the period in which the hedged item is recognised in the statement

of comprehensive income. Ineffective portions of the change in fair value are taken directly to profit or loss when they arise.

List of financial instruments

The Villeroy & Boch consolidated statement of financial position contains the following financial instruments in accordance to IFRS 9:

The assets side of the statement of financial position shows cash and cash equivalents (note 16), trade receivables (note 13), other financial assets (note 10) and other assets at cost in accordance with IFRS 9 (note 14). This does not include:

- (a) Other financial assets of €15 million (previous year: €15.1 million) measured at fair value through OCI (note 10).
 - (b) Other assets of €8.6 million (previous year: €8.0 million) not recognised in accordance with IFRS 9 and cash flow hedges measured at fair value of €1.9 million (previous year: €0.7 million). The other assets not recognised under IFRS 9 are tax receivables, contract assets and prepaid expenses (see note 14).
- The equity and liabilities side of the statement of financial position shows trade payables (note 33), financial liabilities (note 30) and other liabilities at cost in accordance with IFRS 9 (note 32). This does not include:
- (c) Other liabilities of €40.0 million (previous year: €36.4 million) not recognised in accordance with IFRS 9 and cash flow hedges measured at fair value of €3.4 million (previous year: €1.3 million). The other liabilities not recognised under IFRS 9 are personnel liabilities, other tax liabilities and deferred income (see note 32).

Owing to the short maturities of cash and cash equivalents, trade receivables, other receivables, trade payables and other liabilities, it is assumed that the fair values are the carrying amounts. The fair values of other receivables and held-to-maturity investments are calculated as the present values of future expected payments. Standard, matched maturity interest rates are used for discounting. The fair values of currency forwards and foreign currency positions are determined using market prices as at the end of the reporting period.

Basis of fair value measurement

As in the previous year, the fair values of recognised financial instruments are calculated, in the case of hedge transactions, on the basis of market prices of the parameters on which the derivatives are based, such as current and forward rates, and yield curves. Stock exchange prices are used to measure the securities of the Villeroy & Boch support fund and free investments (see note 10). These are level 1 inputs as referred to by the fair value hierarchy of IFRS 13. The evaluation of other financial assets measured at fair value through OCI was carried out at level 2. All other calculations of fair value for accounting or disclosure purposes used level 3 inputs, such as contract or internal planning data.

Management of financial instruments

A common feature of all primary and derivative financial instruments is a future claim to cash. Accordingly, the Villeroy & Boch Group is subject in particular to risks of volatility in exchange rates, interest rates and market prices. To limit these risks, the Villeroy & Boch Group has a functional and effective risk management system with a clear functional organisation. Further information on the implemented risk management system can be found under "Risk management system" in the management report.

Management of exchange rate risks

Exchange rate risk refers to the uncertainty of fluctuations in the fair value or future cash flows from financial instruments due to changes in exchange rates. The Villeroy & Boch Group uses currency futures to hedge these risks. The procedure for hedging exchange rate fluctuations is described in the management report under "Management of exchange rate risks". The following currency futures will be carried out after the end of the reporting period 31. December 2020:

in € million	Assets as at end of reporting period		Liabilities as at end of reporting period	
	Transaction volume	Changes in fair value	Transaction volume	Changes in fair value
Within the next three months	10.5	0.1	7.0	0.1
In three to six months	9.1	0.1	9.4	0.2
In six to twelve months	20.8	0.1	15.3	0.4
After twelve months	24.6	0.6	34.2	2.7
Total	65.0	0.9	65.9	3.4

The Villeroy & Boch Group recognised the following transactions as at the previous year's reporting date:

in € million	Assets as at end of reporting period		Liabilities as at end of reporting period	
	Transaction volume	Changes in fair value	Transaction volume	Changes in fair value
Within the next three months	5.1	0.1	10.1	0.2
In three to six months	7.8	0.1	6.3	0.2
In six to twelve months	16.5	0.3	8.2	0.2
After twelve months	23.5	0.1	53.5	0.7
Total	52.9	0.6	78.1	1.3

As at the reporting date, around 30% of planned foreign currency revenues in various currencies were still unhedged. This essentially relates to the foreign currencies Chinese yuan, Swedish krona, Norwegian krone and pound sterling. In the event of a change in the respective exchange rates of +/-10% and assuming that all other variables remained constant, the carrying amounts at 31 December 2020 would have been €5.0 million higher/lower (previous year: €7.5 million). As in the previous year, these two scenarios would have had no effect on the statement of comprehensive income.

Management of commodity price risks

Commodity price risk refers to the uncertainty of fluctuations in the fair value or future cash flows from financial instruments due to changes in market prices. The hedging strategy of the Villeroy & Boch Group is described in the management report under "Management of other price change risks".

The following cash flows from the brass commodity swaps in place are due after the balance sheet date 31 December 2020:

in € million	Assets as at end of reporting period		Liabilities as at end of reporting period	
	Transaction volume	Changes in fair value	Transaction volume	Changes in fair value
Within the next three months	1.0	0.1	–	–
In three to six months	0.9	0.2	–	–
In six to twelve months	1.8	0.3	–	–
After twelve months	2.0	0.4	–	–
Total	5.7	1.0	0.0	0.0

The Villerooy & Boch Group recognised the following transactions as at the previous year's reporting date:

in € million	Assets as at end of reporting period		Liabilities as at end of reporting period	
	Transaction volume	Changes in fair value	Transaction volume	Changes in fair value
Within the next three months	0.7	0.0	-	-
In three to six months	0.7	0.0	-	-
In six to twelve months	1.5	0.1	-	-
After twelve months	-	-	-	-
Total	2.9	0.1	0.0	0.0

On the basis of production planning, there is an unhedged brass position of 1,224 tonnes in total as at the end of the reporting year for the following financial year (previous year: 1,956 tonnes). In the event of a change in brass prices of +/-10% and assuming that all other variables remained constant, the carrying amounts at 31 December 2020 would have been €0.6 million higher/lower (previous year: €0.8 million). As in the previous year, these two scenarios would have had no effect on the statement of comprehensive income in 2020.

General procurement market risk is explained in the management report.

Management of interest rate risks

Interest rate risk refers to the uncertainty of fluctuations in the fair value or future cash flows from financial instruments due to changes in market interest rates. The management method used is described in the management report under "Management of interest rate risks".

The Villerooy & Boch Group is exposed to market fluctuations arising from its existing interest positions. According to a sensitivity analysis before tax effects, in the event of a theoretical change in interest rates in the 2020 financial year of +/-50 bp and assuming all other variables remained constant, the net finance cost would have been +/-€0.1 million (previous year: +/-€0.6 million).

Management of default and credit risks

Default and credit risks describe the uncertainty of a contractual party meeting its obligations, such as customers for trade receivables or banks for cash investments. The Villerooy & Boch Group has taken extensive measures to reduce this risk, which are described in the management report under "Management of default and credit risks".

Management of liquidity risks

A sufficient liquidity reserve is maintained to ensure that the Villerooy & Boch Group is able to meet its obligations and remain financially flexible at all times. The strategy applied is described in the management report under "Management of liquidity risks". Financial instruments in the form of cash and cash equivalents (see note 15) and borrowings (see note 29) are used to manage liquidity. Based on the contractual maturities of financial liabilities, cash outflows are expected in the following time bands:

Cash outflow expected in the following time bands

in € million	Carrying amount as at 31 Dec.	Gross	Within three months	Between three months and one year	Between one and five years	More than five years
Trade payables	81.3	81.3	81.3	–	–	–
Current and non-current financial liabilities (a)	112.5	129.1	30.7	25.9	72.5	–
Lease liabilities	43.3	46.4	4.0	10.5	26.7	5.2
Other liabilities	76.8	76.6	59.5	13.9	3.4	–
Cash flow hedge liabilities (b)	1.3	78.0	10.1	14.4	53.5	–
Total as at 31 Dec. 2019	315.2	411.8	185.6	64.7	156.1	5.2
Trade payables	85.6	85.6	85.6	–	–	–
Non-current and current financial liabilities (a)	115.2	131.6	22.9	0.8	107.9	–
Lease liabilities	41.3	43.2	3.8	9.0	25.1	5.3
Other liabilities	129.0	129.0	89.8	35.8	3.4	–
Cash flow hedge liabilities (b)	3.4	65.9	7.0	24.8	34.1	–
Total as at 31 Dec. 2020	374.5	455.3	209.1	70.4	170.5	5.3

(a) The cash flow from current and non-current financial liabilities includes future interest payments of €3.9 million (previous year: €3.6 million) that will not be incurred until after 31 December 2020. Current financial liabilities of €12.3 million (previous year: €13.1 million) were consolidated in the balance sheet (see note 29).

(b) The transaction volume of cash flow hedge liabilities in the amount of €65.9 million (previous year: €78.0 million) is offset by the opposing effects of the respective hedged items. As at the end of the reporting period, a net effect of €3.4 million (previous year: €1.3 million) is forecast, equal to the statement of financial position item. €0.1 million of this will be settled in the next three months (previous year: €0.2 million).

In liquidity planning, recognised liabilities are carried at their payment amount on maturity. This takes into account future interest not shown in the statement of financial position as at the end of the reporting period as it is not incurred until later financial years.

Net income from financial instruments

In the reporting year the Villeroy & Boch Group generated a net result of €-4.9 million (previous year: €-6.7 million) from the use of primary and derivative financial

instruments. €-0.1 million (previous year: €-0.3 million) of this related to derivative financial instruments and €-4.8 million (previous year: €-6.4 million) to primary financial instruments. The decline is due in part to interest expenses on pensions (see note 37).

55. CONTINGENT LIABILITIES AND COMMITMENTS

There were the following contingent liabilities and commitments in the Villeroy & Boch Group:

in € million	31/12/2020	31/12/2019
Guarantees	0.9	0.9
Trustee obligations	0.0	0.0

The maximum guarantee commitments assumed that can be claimed from the Villeroy & Boch Group are shown. Guarantees were essentially provided by Villeroy & Boch AG to the benefit of banks and lessors.

56. OTHER FINANCIAL OBLIGATIONS

There were the following financial obligations as at the end of the reporting period:

in € million	31/12/2020	31/12/2019
Obligations arising from orders placed:		
■ for investments in property, plant and equipment	3.6	6.0
■ for investments in right-of-use assets	0.6	0.8
■ for investments in intangible assets	0.2	0.3

70.4% of the obligations to acquire property, plant and equipment in the amount of €3.6 million related to Villeroy & Boch AG, followed by Villeroy & Boch (Thailand) Co. Ltd. (10.1%) and Villeroy & Boch Trading (Shanghai) Co. Ltd. (7.5%). In the previous year, 63.8% related to Villeroy & Boch AG, followed by Villeroy & Boch (Thailand) Co. Ltd. (20.6%) and Villeroy & Boch Magyarország Kft. (8.2%).

The obligations to acquire right-of-use assets result from leases that have already been signed for which the asset has not yet been provided for use (see note 30).

57. RELATED PARTY DISCLOSURES

Related company disclosures

In the course of our operating activities, we purchase materials, inventories and services from a large number of business partners around the world. This includes business partners in which the Villeroy & Boch Group holds equity interests and some that have relationships with companies or members of the executive bodies of Villeroy & Boch AG. All transactions are conducted at arm's-length conditions.

Villeroy & Boch AG, Germany, is the ultimate controlling entity of the Villeroy & Boch Group. Transactions between Villeroy & Boch AG and its subsidiaries and between individual subsidiaries primarily relate to the exchange of work in process, finished goods and merchandise and services. These transactions were eliminated in accordance with the consolidation principles (see note 3) and are not discussed in this section.

The Villeroy & Boch Group accounts for one company using the equity method (see note 9). No goods or services were provided to or by this German company. From the perspective of the Villeroy & Boch Group, the volume of financial assets and liabilities attributable to the associated company was immaterial.

The Villeroy & Boch recognises two companies with no material impact on the assets, financial and earnings

position of the Group as other financial assets (see note 10). Villeroy & Boch AG mainly delivered tableware products worth €18 thousand to these companies in the financial year (previous year: €110 thousand). The Group recognises net trade receivables of €6 thousand (previous year: €73 thousand) (see note 13). The Group recognises an interest-bearing loan of €299 thousand under other current liabilities (see note 31). There is also a cash pool liability of €89 thousand.

There were no other significant transactions with related companies in the period under review. All transactions are conducted at arm's-length conditions.

Related person disclosures

The Group's related persons include shareholders able to significantly influence Villeroy & Boch AG, persons in key positions and relatives of these persons.

Members of the Supervisory Board and the Management Board are considered persons in key positions. The following table lists all remuneration of this group of persons:

in € million	2020	2019
Current employee benefits	4.4	4.5
Post-employment benefits	3.2	2.9
Other long-term benefits	0.2	0.2
Termination benefits	0.0	–
Total	7.8	7.6

Relatives of this group of persons employed within the Villeroy & Boch Group receive the compensation based on their position/function paid independently of the identity of the person in that position.

There were no other significant transactions with related persons in the period under review. All transactions are conducted at arm's-length conditions.

58. REMUNERATION OF THE SUPERVISORY BOARD AND MANAGEMENT BOARD

Supervisory Board remuneration

In accordance with the Articles of Association of Villeroy & Boch AG, the members of the Supervisory Board are entitled to claim reimbursement for the expenses incurred as a result of their work. They also receive fixed basic remuneration and a variable remuneration component.

The fixed annual basic remuneration for each member of the Supervisory Board amounts to €24,000. The Chairman receives an additional €53,000, while the Deputy Chairman receives an additional €16,500. Members of the Supervisory Board receive a fee of €1,500 for each meeting of the full Supervisory Board. The Chairman of the Audit Committee receives €10,000 p.a. and the Chairmen of the Investment Committee and the Human Resources Committee each receive €4,000 p.a. in addition to their basic remuneration, while the members of the respective committees each receive an additional €2,500 p.a.

The members of the Supervisory Board receive variable remuneration of an additional €195 for each cent per share

by which the dividend payable to shareholders exceeds 10.5 cents. The shareholder dividend is calculated as the average of the dividends paid for one preference share or one ordinary share.

The aforementioned remuneration is paid together with any value added tax incurred. Members are only entitled to receive remuneration on a pro rata basis for their term of office.

The members of the Supervisory Board of Villeroy & Boch AG received the following remuneration for performing their duties in the financial year:

In € thousand	Fixed remuneration	Meeting fees	Variable remuneration for 2019	Total	Previous year
Yves Eisen ²⁾ (until 12/2019)	0	0	8	8	106
Dr Alexander von Böch-Galhau ^{2), 3), 4)}	84	12	8	104	64
Ralf Runge ³⁾	42	8	8	58	62
Dietmar Langenfeld ^{2), 3)} (until 08/2020)	13	5	8	26	48
Dominique Villeroy de Galhau ¹⁾	26	12	8	46	48
Dietmar Geuskens ^{2), 4)}	27	9	8	44	48
Christina Rosenberg ³⁾	26	12	8	46	48
Prof. Dr Annette Kohler ¹⁾ (until 02/2020)	6	1	8	15	53
Peter Prinz Wittgenstein (until 10/2020)	38	6	0	44	2
Baron Louis de Schorlemer ²⁾	26	12	8	46	43
Thomas Kannengießer	24	12	8	44	43
Barbel Werwie ^{2), 4)}	25	12	8	45	43
Sabine Süpke ^{2), 3)}	27	12	8	47	45
Werner Jäger (until 03/2018) ²⁾	0	0	0	0	2
Francesco Grioli (until 03/2018) ²⁾	0	0	0	0	2
Susanne Ollmann (until 03/2018)	0	0	0	0	2
Dr Renate Neumann-Schäfer (until 03/2018)	0	0	0	0	2
Susanne Heckelsberger ^{1), 3)}	14	6	0	20	0
Thomas Scheier	12	8	0	20	0
Andreas Schmid ³⁾	7	4	0	11	0
Rounding	-2	0	2	0	-1
Total	395	131	98	624	660

¹⁾ Audit Committee

²⁾ Investment Committee

³⁾ Human Resources Committee

⁴⁾ Remuneration is deducted in accordance with DGB guidelines for the deduction of supervisory board remuneration.

^{*} Chairman of the respective committee

A total expense of €983 thousand was reported in the Group result for the 2020 financial year (previous year: €1,034 thousand). In addition to the fixed remuneration paid and the meeting fees for 2020, this figure includes €110 thousand (previous year: €205 thousand) for the provision for variable remuneration for 2020, €305 thousand for purchased consulting services (previous year: €122 thousand), insurance premiums of €100 thousand (previous year: €100 thousand) and the reimbursement of other expenses in the amount of €48 thousand (previous year: €55 thousand).

Management Board remuneration

An expense of €5,099 thousand (previous year: €4,755 thousand) is reported in the income statement for the 2020 financial year. This figure is composed of fixed (€1,815 thousand; previous year: €1,714 thousand) and variable salary components (€1,708 thousand; previous year: €1,650 thousand) as well as expenses for pension benefits and similar obligations of active members of the Board of Management amounting to €1,576 thousand (previous year: €1,390 thousand). The variable remuneration is composed of a one-year remuneration in the amount of €1,350 thousand (previous year: €605 thousand) and a remuneration for several years in the amount of €358 thousand (previous year: €1,045 thousand). The target agreement was amended in the current 2020 financial year, specifically as regards short-term targets, on account of the COVID-19 pandemic. The fixed remuneration includes remuneration in kind of €76 thousand (previous year: €148 thousand), including €3 thousand (previous year: €2 thousand) relating to insurance premiums. Provisions for pensions for former members of the Management Board amount to €20,765 thousand (previous year: €20,618 thousand). In the financial year, former members of the Management Board received pension benefits totalling €1,637 thousand (previous year: €1,572 thousand). The provisions of section 314(3) sentence 1 HGB in conjunction with section 286(5) HGB apply with respect to the disclosure of the individual remuneration paid to members of the Management Board up to and including the 2021 financial year.

59. AUDITORS' FEES AND SERVICES

The fees for the auditor Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft were broken down as follows:

in € million	2020	2019
Audits of financial statements	0.4	0.4
Other assurance or valuation services	—	—
Tax advisory services	—	—
Other services	0.0	0.0

60. DECLARATION OF CONFORMITY WITH THE GERMAN CORPORATE GOVERNANCE CODE IN ACCORDANCE WITH SECTION 161 AKTG

The declaration of conformity with the German Corporate Governance Code prescribed by section 161 AktG (German Stock Corporation Act) for the 2020 financial year was submitted by the Management Board and the Supervisory Board of Villeroy & Boch AG on 16 December 2020. The declarations are permanently available to shareholders on the Internet.

61. EVENTS AFTER THE END OF THE REPORTING PERIOD

Villeroy & Boch AG's 2020 financial year was very much influenced by the COVID-19 pandemic. In particular, our divisions were affected by the state-ordered lockdowns in the first half of 2020. The repercussions of this included revenue losses that eroded contribution margins as well as negative effects on production and inventories. These negative effects were almost offset in the third and fourth quarter, though there are still risks to our business development on account of the continued uncertainty entailed by the pandemic. Although the tightened measures to combat the pandemic continued in January 2021 and until the reporting date, there have been no or only minor negative effects on the business development so far.

Overall, the COVID-19 pandemic is currently the greatest risk to the global economy. In order to counter the challenges of new lockdowns in various countries, we are able to resort to proven measures on the basis of the experience gathered over the past year. These include accelerating e-commerce business, strict cost management and the use of government subsidy programmes, such as temporary employment. Thanks to our strong orders on hand and the considerable liquidity and the cash funds available, we feel we are well prepared for the future.

Otherwise there are currently no significant events that occurred after the end of the financial year.

62. LIST OF SHAREHOLDINGS

The shareholdings of the Villeroy & Boch Group are listed in accordance with section 313(2) HGB,* below:

in%	Fully consolidated subsidiaries	Villeroy & Boch AG investment		
		Direct	Indirect	Total
	Germany			
1.	Gästehaus Schloss Saareck Betreibergesellschaft mbH, Mettlach ¹⁾	100	–	100
2.	Heinrich Porzellan GmbH, Selb ¹⁾	100	–	100
3.	Hol Badshop und Service GmbH, Mettlach ¹⁾	100	–	100
4.	INTERMAT – Beteiligungs- und Vermittlungsgesellschaft mbH, Mettlach ¹⁾	100	–	100
5.	Keraco GmbH, Wadgassen	100	–	100
6.	Sales Design Vertriebsgesellschaft mbH, Merzig ¹⁾	100	–	100
7.	Sanipa Badmöbel Treuchtlingen GmbH, Treuchtlingen ¹⁾	100	–	100
8.	V & B International GmbH, Mettlach ¹⁾	100	–	100
9.	VilboCeram GmbH, Mettlach ¹⁾	100	–	100
10.	Villeroy & Boch Creation GmbH, Mettlach ¹⁾	100	–	100
11.	Villeroy & Boch Gastronomie GmbH, Mettlach ¹⁾	100	–	100
12.	Villeroy & Boch Interior Elements GmbH, Mettlach ¹⁾	100	–	100
13.	Villeroy & Boch K-Shop GmbH, Mettlach ¹⁾	100	–	100
	Abroad			
14.	Argent Australia Pty. Ltd., Brisbane (Australia)	45.36	–	45.36
15.	Dalifi Asset S.A., Luxemburg (Luxembourg)	–	100	100
16.	EXCELLENT INTERNATIONAL HOLDINGS LIMITED, Hongkong (China)	100	–	100
17.	Kiinteistö Oy, Helsinki (Finland)	–	100	100
18.	Mondial S.A., Lugoj (Romania)	99.45	–	99.45
19.	Uoosan B.V., Roden (Netherlands)	100	–	100
20.	V AND B SOUTH AFRICA PTE LTD., Claremont (South Africa)	100	–	100
21.	Vilboimex S.A. de C.V., Ramos Arizpe (Mexico)	–	100	100
22.	Vilbona Mexiko S.A. de C.V., Ramos Arizpe (Mexico)	–	100	100
23.	Villeroy & Boch (Schweiz) AG, Lenzburg (Switzerland)	–	100	100
24.	Villeroy & Boch (Thailand) Co. Ltd., Saraburi (Thailand)	16.51	83.49	100
25.	Villeroy & Boch (U.K.) Ltd., London (UK)	–	100	100
26.	Villeroy & Boch Arti della Tavola S.r.l., Mailand (Italy)	0.2	99.8	100
27.	Villeroy & Boch Asia Pacific Pte. Ltd., Singapur (Singapore)	100	–	100
28.	Villeroy & Boch Australia Pty. Ltd., Brookvale (Australia)	–	100	100
29.	Villeroy & Boch Austria GmbH, Mondsee (Austria)	100	–	100
30.	Villeroy & Boch Belgium S.A., Brüssel (Belgium)	99.99	0.01	100
31.	Villeroy & Boch Czech s.r.o., Prag (Czech Republic)	100	–	100
32.	Villeroy & Boch Danmark A/S, Redovre (Denmark)	–	100	100
33.	Villeroy & Boch Gustavsberg AB, Gustavsberg (Sweden)	100	–	100

34.	Villeroy & Boch Gustavsberg Oy, Helsinki (Finland)	–	100	100
35.	Villeroy & Boch Hoger S.L., Barcelona (Spain)	44	56	100
36.	Villeroy & Boch Magyarország Kft., Hódmezővásárhely (Hungary)	100	–	100
37.	Villeroy & Boch MC S.à.r.l., Monaco (Monaco)	99.99	0.01	100
38.	Villeroy & Boch Norge AS, Lorenskog (Norway)	–	100	100
39.	Villeroy & Boch OOO, Moskau (Russia)	100	–	100
40.	Villeroy & Boch Polska Sp. z o.o., Warschau (Poland)	–	100	100
41.	Villeroy & Boch S.à.r.l., Falencerie de Septfontaines-lez-Luxembourg, Luxembourg (Luxembourg)	100	–	100
42.	Villeroy & Boch Sales India Private Limited, Mumbai (India)	99.99	0.01	100
43.	Villeroy & Boch Tableware (Far East) Ltd., Hongkong (China)	–	100	100
44.	Villeroy & Boch Tableware B.V., Oosterhout (Netherlands)	100	–	100
45.	Villeroy & Boch Tableware Ltd., Toronto (Canada)	–	100	100
46.	Villeroy & Boch Trading (Shanghai) Co. Ltd., Shanghai (China)	100	–	100
47.	Villeroy & Boch Ukraine TOV, Kiev (Ukraine)	100	–	100
48.	Villeroy & Boch USA Inc., New Jersey (USA)	–	100	100
49.	Villeroy & Boch Wellness N.V., Roeselare (Belgium)	99.99	0.01	100
50.	Villeroy et Boch Arts de la Table S.A.S., Paris (France)	–	100	100
51.	Villeroy et Boch S.A.S., Paris (France)	100	0	100
52.	Villeroy et Boch Valence d'Agen S.A.S., Valence d'Agen (France)	–	100	100
	Affiliated, unconsolidated companies	Direct	Indirect	Total
53.	Villeroy & Boch Innovations GmbH, Mettlach (Germany)	100	–	100
54.	Villeroy & Boch Ventures GmbH, Mettlach (Germany)	–	100	100

¹⁾ Section 264 (3) HGB is applied to this subsidiary.

²⁾ Section 313(3) p. 4 HGB is applied to one German investment.

63. DEVELOPMENTS WITHIN THE IFRS FRAMEWORK

The following pronouncements by the international standardsetter, the IASB (International Accounting Standards Board), were endorsed by the EU and are required to be applied for financial years beginning after 31 December 2019:

Standard	Name
IFRS	16 Amendments to IFRS 16: COVID-19 related Rent Concessions
IFRS	3 Amendments to IFRS 3: Definition of a Business
IAS	1/8 Amendments to IAS 1 and 8: Definition of Material
IFRS/IAS	7/9/39 Amendments to IFRS 7 and 9 and IAS 39: Interest Rate Benchmark Reform (Phase 1)
Conceptual framework	Amendments to references to the Conceptual Framework in IFRS Standards

The application of the amendment to IFRS 16 "COVID-19-Related Rent Concessions" is presented in note 1 "Accounting policies". The effects on the 2020 financial year are presented in note 7. As set out in the 2019 Annual Report, the other changes will have no material effect on the accounting policies of the Villeroy & Boch Group.

The application of all IASB pronouncements endorsed by the EU was mandatory for the current 2020 financial year. An exception to this was the amendment to IFRS 16 "COVID-19-Related Rent Concessions", which was optional.

The following IASB pronouncements were adopted by the EU and were not yet effective for the past 2020 financial year:

Standard	Name
New standards	
-	
Amendments to existing standards	
IFRS	4 Extension of the Temporary Exemption from Applying IFRS 9

In the 2020 financial year, there was only one amendment to existing standards that had already been endorsed by the EU but that was not yet effective for the past financial year. The amendment postpones the set end to the temporary

exemption from applying IFRS 9 in IFRS 4 to financial years beginning on or after 1 January 2023.

The following IASB pronouncements were not yet endorsed by the EU:

Standard	Name
New standards	
IFRS	17 IFRS 17 Insurance Contracts (including changes to IFRS 17, issued in June 2020)
Changes and additions to existing standards	
IFRS/IAS	7/9/41 16/39 Changes to IFRS 4, 7, 9 and 16 as well as IAS 39: Reform of the reference interest rate benchmarks (Phase 2) (issued in August 2020)
IFRS	1/9/ 16/41 Annual Improvements to IFRS – Cycle 2018-2020
IFRS	3 Changes to IFRS 3 – Reference to the conceptual framework (issued in May 2020)
IAS	37 Changes to IAS 37 – Onerous contracts: Costs for fulfilling a contract (issued in May 2020)
IAS	16 Changes to IAS 16 – Property, plant and equipment: Recognition of revenues, before an asset is in an operational status (issued in May 2020)
IAS	1 Changes to IAS 1 – Classification of liabilities as short- or long term (including the change to IAS 1 – Classification of liabilities as short- or long term – Shift of the time of coming into effect, issued in July 2020)

The new IFRS 17 "Insurance Contracts" applies to all contracts in which the entity is required to pay compensation on the occurrence of an uncertain future event. Typical examples for a manufacturing company include product warranties given by a manufacturer, assets and liabilities relating to pension obligations or short positions from residual value guarantees issued. An explicit exemption from or opting for IFRS 9 will presumably have only an immaterial effect on the Villeroy & Boch Group. Subject to endorsement in EU law, the standard will be effective from 1 January 2023. The effective date was postponed by two years from 1 January 2021 by the amendment to IFRS 17, published on 27 June 2020.

Amendment to IFRS 3 "Reference to the Conceptual Framework" updates IFRS 3 to the effect that the standard now relates to the 2018 Conceptual Framework rather than the 1989 Conceptual Framework. Two additions were also added. Subject to endorsement in EU law, the standard will be effective from 1 January 2022.

The amendment to IAS 37 "Onerous Contracts - Costs of Fulfilling a Contract" states that the "costs of fulfilling a

contract” consist of the “costs that relate directly to the contract”. These can be either the incremental costs of fulfilling that contract (e.g. direct labour costs, materials) or an allocation of costs that relate directly to fulfilling that and other contracts (e.g. the allocation of the write-down for an item of property, plant and equipment used in fulfilling the contract). Subject to endorsement in EU law, the standard will be effective from 1 January 2022.

The amendment to IAS 16 “Property, Plant & Equipment: Proceeds before Intended Use” prohibits deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the cost of producing those items, in profit or loss. Subject to endorsement in EU law, the standard will be effective from 1 January 2022.

The amendment to IAS 1 “Classifications of Liabilities as Current or Non-Current” clarify the classification of liabilities as current or non-current. In future, only rights in place at the end of the reporting period should affect the classification of a liability. Interpretation guidance was also added for the “right to defer settlement by at least twelve months” and “settlement”. Subject to endorsement in EU law, the standard will be effective from 1 January 2023. The effective date was postponed by one year from 1 January 2022 by the amendment to IAS 1, published on 15 July 2020. According to present knowledge, the new standards listed above will have only an immaterial effect on the Villeroy & Boch Group.

The European Commission has resolved not to endorse the following IASB pronouncements in European law:

Standard	First-time adoption
IFRS 14 Regulatory Deferral Accounts (issued on 30 January 2014)	01/01/16
Amendments to IFRS 10 and IAS 26: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (issued on 11 September 2014)	undefined

As they have not been implemented in EU law, the Villeroy & Boch Group is not permitted to apply these regulations in the preparation of exempting consolidated financial statements in accordance with section 315c (1) HGB. The Villeroy & Boch Group would not be affected by either regulation.

Mettlach, 8 February 2021


Frank Göring


Gabriele Schupp


Georg Lörz


Dr. Markus Wernicke

ADDITIONAL INFORMATION

INDEPENDENT AUDITOR'S REPORT

TO VILLEROY & BOCH AKTIENGESELLSCHAFT

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND OF THE GROUP MANAGEMENT REPORT

Opinions

We have audited the consolidated financial statements of Villeroy & Boch Aktiengesellschaft, Mettlach, and its subsidiaries (the Group), which comprise the consolidated balance sheet as of 31 December 2020, consolidated income statement, consolidated statement of comprehensive income, consolidated statement of equity and consolidated statement of cash flows for the fiscal year from 1 January to 31 December 2020 and the notes to the consolidated financial statements, including a summary of significant accounting policies. In addition, we have audited the group management report of Villeroy & Boch Aktiengesellschaft for the fiscal year from 1 January to 31 December 2020. We have not audited the content of the components of the group management report mentioned in the appendix to the auditor's report and the Company information listed there outside the annual report, which is referred to in the group management report.

In our opinion, on the basis of the knowledge obtained in the audit,

■ the accompanying consolidated financial statements comply, in all material respects, with the IFRSs as adopted by the EU, and the additional requirements of German commercial law pursuant to Sec. 315c (4) HGB ["Handelsgesetzbuch": German Commercial Code] and, in compliance with these requirements, give a true and fair view of the assets, liabilities and financial position of the Group as of 31 December 2020 and of its financial performance for the fiscal year from 1 January to 31 December 2020, and

■ the accompanying group management report as a whole provides an appropriate view of the Group's position. In all material respects, this group management report is consistent with the consolidated financial statements,

complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our opinion on the group management report does not cover the content of the components of the group management report referred to in the appendix to the auditor's report.

Pursuant to Sec. 322 (3) Sentence 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the group management report.

Basis for the opinions

We conducted our audit of the consolidated financial statements and of the group management report in accordance with Sec. 317 HGB and the EU Audit Regulation (No. 537/2014, referred to subsequently as "EU Audit Regulation") and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements and of the group management report" section of our auditor's report. We are independent of the group entities in accordance with the requirements of European law and German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. In addition, in accordance with Art. 16 (2) f) of the EU Audit Regulation, we declare that we have not provided non-audit services prohibited under Art. 5 (1) of the EU Audit Regulation. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions on the consolidated financial statements and on the group management report.

Key audit matters in the audit of the consolidated financial statements

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the fiscal year from 1 January to 31 December 2020. These matters were addressed in the context of our audit of the consolidated

financial statements as a whole, and in forming our opinion thereon; we do not provide a separate opinion on these matters.

Below, we describe what we consider to be the key audit matters:

1. Sale of shares in Rollingergrund Premium Properties SA

Reasons why the matter was determined to be a key audit matter

On 6 December 2019, Villeroy & Boch S.à.r.l., Luxembourg, sold 100% of the shares in Rollingergrund Premium Properties SA (RPP) as part of a share deal. The assets of RPP almost exclusively comprised real estate in Luxembourg. The acquirer intends to gain construction rights for the property. In the past fiscal year, unresolved issues regarding the construction were discussed with the authorities several times. However, at present, a corresponding building plan has not yet been submitted to the competent authorities of the city of Luxembourg, which is why the building density and therefore the actual buildable land available have not yet been determined.

To measure the provisional purchase price, which has already been paid in full, the parties applied a certain buildable area that would lead to a higher building density compared to other land in this municipal area. Subsequent more/less land in the building plan that is to be approved leads to a corresponding adjustment of the purchase price. We have once again determined this to be a key audit matter in our audit, as the calculation of the final purchase price and therefore the current repayment obligation as a result of liabilities largely depend on the estimate of the actual buildable land made by the executive directors and external experts. These estimates are based on judgment.

Auditor's response

We inspected the underlying contract and additional internal records to obtain an understanding of significant key points of the transaction, particularly the determination of the provisional purchase price using the purchase price formula in the contract and potential subsequent adjustments of the purchase price. We interviewed the employees at Villeroy & Boch who were involved with the contract negotiations regarding the further development of discussions with the competent authorities in Luxembourg about the building plan and the assumptions made, particularly related to the estimate of the actual buildable

land. We also inspected the documents that were submitted to the authorities of Luxembourg.

Our audit procedures did not reveal any reservations concerning the accounting treatment of the sale of shares in RPP.

Reference to related disclosures in the consolidated financial statements

The disclosures on the sale of shares in RPP, including the accounting policies applied, are contained in the notes to the consolidated financial statements (notes 1, 2c and 3f).

2. Measurement of inventories

Reasons why the matter was determined to be a key audit matter

Inventories constitute a significant item in the consolidated financial statements. They are measured at acquisition or production cost. For this purpose, the standard costs used during the year are adjusted to the respective actual costs at the end of the year with the help of revaluation factors. The adjustment is highly dependent on the assumptions with regard to the overhead costs of the production process that have to be included, the fixed costs that are not related to production and the determination of the planned capacity utilization (normal utilization). Due to the plant closures lasting several weeks as a result of the coronavirus, it was particularly important to adjust idle capacity costs and account for state subsidies. In addition, corresponding valuation allowances take into account inventory risks arising from the period of storage and/or reduced usability. In particular, the determination of the impairment rates and the allocation to various valuation classes in the IT-supported impairment procedure as well as the evaluation of whether additional manual impairment losses are necessary, which are not taken into account in this impairment procedure, are at the discretion of the Company's executive directors.

Auditor's response

In our audit, we obtained an understanding of the Company's internal processes and procedures and examined the underlying controls of the measurement of inventories. We verified the method used to calculate the standard costs and examined this at item level for each business division for anomalies and changes compared to the prior year using data analytic procedures. We analyzed the revaluation factors used for the adjustment of the standard costs to the actual costs on a spot check basis. We also examined

whether production-related overhead costs were only taken into account in the calculation of the production costs to the extent that they are incurred with normal utilization of technical and personnel production capacities. In particular, we analyzed the change in overhead costs and the planned production capacity compared to the prior year. We examined the planned and actual output by making a prior-year comparison and inspecting the production reports of the production plants. We also verified the adjustment of effects from the plant closures as a result of the coronavirus in terms of methodical accuracy and, in the course of this, analyzed the recognition of state subsidies.

We examined the suitability of the IT-supported impairment procedure for the assessment of inventory risks with the assistance of internal experts. We compared the computational logic of the model with the accounting policies used by the Company and mathematically verified it on a sample basis. We further assessed the impairment losses calculated on the basis of past experience through analytical comparisons with the impairment of individual items and of total inventory applied in prior years and, based on this, discussed the requirement for additional manual impairment losses with the executive directors. Our audit did not lead to any reservations concerning the measurement of inventories.

Reference to related disclosures in the consolidated financial statements

The Company's disclosures regarding the accounting policies used for the inventories are included in the notes to the consolidated financial statements (note 1 and note 12).

3. Recognition and measurement of provisions for personnel-related restructuring measures and recultivation and restoration obligations

Reasons why the matter was determined to be a key audit matter

Other provisions, which represent a significant balance sheet item in the consolidated financial statements of Villerooy & Boch AG, contain provisions for personnel-related restructuring measures planned in Germany and abroad in connection with the transformation and efficiency improvement program launched in the prior year as well as the planned store closures in the Tableware business division. Measures in additional locations abroad decided on in the prior fiscal year were communicated and their implementation initiated, which was taken into account

accordingly in the accounting for provisions. In addition, the item contains material provisions for various recultivation and restoration obligations from now-idle or leased factories in France, Germany and Sweden. These matters recognized in the prior year are once again determined to be a key audit matter, as the recognition and measurement continue to be based on estimates and assumptions by the executive directors regarding the probability and amount of a possible claim, reversal or increase and thus require a high degree of judgment.

Auditor's response

As part of our audit procedures regarding the personnel-related restructuring measures in the consolidated financial statements, we analyzed the current implementation of measures decided on in the prior year and discussed adjustments, delays and, in particular, additions related to individual measures with representatives of the Company. We also examined internal records, such as the minutes of the Management Board and Supervisory Board. In addition, we verified the calculation of the total provisions as well as individual matters on a sample basis and checked for plausibility using personnel measures implemented in the past, particularly regarding the severance payments for each employee. With regard to matters already recognized in the prior year, the verification of the claim as a result of the implementation and the reversal of the provision were an additional key audit matter.

Our audit procedures related to provisions for recultivation and restoration obligations comprised interviews with the executive directors and other employees within the Company involved with these matters regarding the status of discussions with the respective authorities. Here, the progress of individual projects was also consistent with our expectations and we discussed which conclusions can be drawn from this for the existing provision. In this respect, we also inspected internal and external communication and, on this basis, evaluated the scenarios developed as well as potential effects on the most recent assessment with regard to the recognition criteria found in IAS 37.14 et seq. Furthermore, we evaluated its consistency with internal reporting (risk report) and verified the calculation of the provision both in terms of methodical and clerical accuracy. Our audit did not lead to any reservations concerning the recognition and measurement of provisions for personnel-related restructuring measures as well as recultivation and restoration obligations.

Reference to related disclosures in the consolidated financial statements

Disclosures of the Company on personnel-related restructuring measures and recultivation and restoration obligations, including the accounting policies applied, are contained in the notes to the consolidated financial statements (note 1 and note 28).

4. Disposal of Vilbomex Inmobiliaria, S. de R.L. de C.V., Mexico

Reasons why the matter was determined to be a key audit matter

In the fiscal year, the Management Board and Supervisory Board of Villeroy & Boch AG decided to sell the Mexican sanitary ware factory and adjust the market cultivation within the Bathroom and Wellness business division in Mexico. Prior to the transaction, significant components of the fixed assets required for production had been contributed to the former real estate company Vilbomex Inmobiliaria, S. de R.L. de C.V., Mexico (Inmobiliaria). By agreement dated 23 December 2020 and with effect from 31 December 2020, Inmobiliaria was subsequently sold to Porcelane Corona de México, S.A. de C.V., Mexico (PCM), and was therefore deconsolidated. The purchase price has to be repaid in five installments within a period of four years. Furthermore, due to the disposal and the adjustment of the market cultivation, the Group recognized additional impairment losses on fixed and current assets remaining in the Group as well as provisions for personnel-related measures.

The effects from the disposal of Vilbomex Inmobiliaria were determined to be a key audit matter on account of the complexity and large number of accounting effects. In addition, the assessment of the recoverability of assets remaining in the Group, expenses resulting from the personnel-related measures as well as potential tax risks require management to make decisions based on judgment.

Auditor's response

We analyzed the corresponding protocols and documents on the disposal of Inmobiliaria as well as the underlying contract, and discussed the implementation of the adjustment of the market cultivation with the Management Board. With regard to the disposal, we examined the discount rate determined for discounting the purchase price by inspecting creditworthiness assessments carried out by an independent party and analyzed the agreements on promissory notes and liens. The latter were also used to evaluate the recoverability

of the purchase price receivable; for this purpose, we also received proof of payment of the first purchase price installment. The deconsolidation of Inmobiliaria was examined in terms of methodological and clerical accuracy. In addition, we assessed the valuation of fixed assets, which were deposited beforehand, by means of documents and correspondence regarding the purchase price negotiations. In the overall assessment of the contract, we verified the impairment losses recognized on fixed assets remaining in the Group as well as the assessment of the recoverability of tax items relevant in this context and assessed whether all existing risks were adequately accounted for by investigating additional documents and interviewing management.

Our audit procedures did not reveal any reservations concerning the accounting treatment of the sale of shares in Inmobiliaria.

Reference to related disclosures in the consolidated financial statements

Disclosures of the Company on the disposal of Inmobiliaria, including the accounting policies applied, are contained in the notes to the consolidated financial statements (note 2c).

Other information

The Supervisory Board is responsible for the Report of the Supervisory Board pursuant to Sec. 171 (2) AktG ["Aktiengesetz": German Stock Corporation Act] and the declaration of compliance with the corporate governance code of the Supervisory Board pursuant to Sec. 361 AktG. In all other respects, the executive directors are responsible for the other information. The other information comprises the components of the annual report mentioned in the appendix.

Our opinions on the consolidated financial statements and on the group management report do not cover the other information, and consequently we do not express an opinion or any other form of assurance conclusion thereon. In connection with our audit, our responsibility is to read the other information and, in so doing, to consider whether the other information

■ is materially inconsistent with the consolidated financial statements, with the group management report or our knowledge obtained in the audit, or

■ otherwise appears to be materially misstated.

Responsibilities of the executive directors and the Supervisory Board for the consolidated financial statements and the group management report

The executive directors are responsible for the preparation of the consolidated financial statements that comply, in all material respects, with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Sec. 315e (1) HGB, and that the consolidated financial statements, in compliance with these requirements, give a true and fair view of the assets, liabilities, financial position and financial performance of the Group. In addition, the executive directors are responsible for such internal control as they have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the executive directors are responsible for assessing the Group's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting unless there is an intention to liquidate the Group or to cease operations, or there is no realistic alternative but to do so.

Furthermore, the executive directors are responsible for the preparation of the group management report that, as a whole, provides an appropriate view of the Group's position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a group management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the group management report. The Supervisory Board is responsible for overseeing the Group's financial reporting process for the preparation of the consolidated financial statements and of the group management report.

Auditor's responsibilities for the audit of the consolidated financial statements and of the group management report

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole

are free from material misstatement, whether due to fraud or error, and whether the group management report as a whole provides an appropriate view of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our opinions on the consolidated financial statements and on the group management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Sec. 317 HGB and the EU Audit Regulation and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and this group management report.

We exercise professional judgment and maintain professional skepticism throughout the engagement. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and of the group management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of arrangements and measures (systems) relevant to the audit of the group management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of these systems.
- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.

- ¶ Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements and in the group management report or, if such disclosures are inadequate, to modify our respective opinions. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to be able to continue as a going concern.
- ¶ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Sec. 315e (1) HGB.
- ¶ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express opinions on the consolidated financial statements and on the group management report. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinions.
- ¶ Evaluate the consistency of the group management report with the consolidated financial statements, its conformity with [German] law, and the view of the Group's position it provides.
- ¶ Perform audit procedures on the prospective information presented by the executive directors in the group management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate opinion on

the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

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

We also provide those charged with governance with a statement that we have complied with the relevant independence requirements, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, the related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

Other legal and regulatory requirements

Report on the assurance in accordance with Sec. 317 (3b) HGB on the electronic reproduction of the consolidated financial statements and the group management report prepared for publication purposes

Opinion

We have performed assurance work in accordance with Sec. 317 (3b) HGB to obtain reasonable assurance about whether the reproduction of the consolidated financial statements and the group management report (hereinafter the "ESEF documents") contained in the attached electronic file `villeroy-boch_186746.zip` and prepared for publication purposes complies in all material respects with the requirements of Sec. 328 (1) HGB for the electronic reporting format ("ESEF format"). In accordance with German legal requirements, this assurance only extends to the conversion of the information contained in the consolidated financial statements and the group management report into the ESEF format and therefore relates neither to the information contained in this reproduction nor to any other information contained in the abovementioned electronic file.

In our opinion, the reproduction of the consolidated financial statements and the group management report contained in

the abovementioned attached electronic file and prepared for publication purposes complies in all material respects with the requirements of Sec. 328 (1) HGB for the electronic reporting format. We do not express any opinion on the information contained in this reproduction nor on any other information contained in the abovementioned file beyond this reasonable assurance opinion and our audit opinion on the accompanying consolidated financial statements and the accompanying group management report for the fiscal year from 1 January 2020 to 31 December 2020 contained in the "Report on the audit of the consolidated financial statements and of the group management report" above.

Basis for the opinion

We conducted our assurance work on the reproduction of the consolidated financial statements and the group management report contained in the abovementioned attached electronic file in accordance with Sec. 317 (3b) HGB and Exposure Draft of IDW Assurance Standard: Assurance in Accordance with Sec. 317 (3b) HGB on the Electronic Reproduction of Financial Statements and Management Reports Prepared for Publication Purposes (IDW Ass 410). Our responsibilities under that standard are further described in the "Group auditor's responsibilities for the assurance work on the ESEF documents" section. Our audit firm applied the standards for the quality assurance system set forth in IDW Quality Control Standard: "Anforderungen an die Qualitätssicherung in der Wirtschaftsprüferpraxis" [Requirements for Quality Control in the Practice of Public Auditors] (IDW QS 1).

Responsibilities of the executive directors and the Supervisory Board for the ESEF documents

The executive directors of the Company are responsible for the preparation of the ESEF documents including the electronic reproduction of the consolidated financial statements and the group management report in accordance with Sec. 328 (1) Sentence 4 No. 1 HGB and for the tagging of the consolidated financial statements in accordance with Sec. 328 (1) Sentence 4 No. 2 HGB.

In addition, the executive directors of the Company are responsible for such internal control as they have considered necessary to enable the preparation of ESEF documents that are free from material non-compliance with the requirements of Sec. 328 Abs. 1 HGB for the electronic reporting format, whether due to fraud or error.

The executive directors of the Company are also responsible for the submission of the ESEF documents together with the auditor's report and the attached audited consolidated financial statements and the audited group management report as well as other documents to be published to the operator of the Bundesanzeiger [German Federal Gazette]. The Supervisory Board is responsible for overseeing the preparation of the ESEF documents as part of the financial reporting process.

Group auditor's responsibilities for the assurance work on the ESEF documents

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material non-compliance with the requirements of Sec. 328 (1) HGB, whether due to fraud or error. We exercise professional judgment and maintain professional skepticism throughout the engagement. We also:

- Identify and assess the risks of material non-compliance with the requirements of Sec. 328 (1) HGB, whether due to fraud or error, design and perform assurance procedures responsive to those risks, and obtain assurance evidence that is sufficient and appropriate to provide a basis for our assurance opinion.
- Obtain an understanding of internal control relevant to the assurance on the ESEF documents in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an assurance opinion on the effectiveness of these controls.
- Evaluate the technical validity of the ESEF documents, i.e., whether the electronic file containing the ESEF documents meets the requirements of Delegated Regulation (EU) 2019/815, in the version valid as of the reporting date, or the technical specification for this electronic file.
- Evaluate whether the ESEF documents enable an XHTML reproduction with content equivalent to the audited consolidated financial statements and to the audited group management report.
- Evaluate whether the tagging of the ESEF documents with inline XBRL technology (iXBRL) enables an appropriate and complete machine-readable XBRL copy of the XHTML reproduction.

Further information pursuant to Art. 10 of the EU Audit Regulation

We were elected as auditor of the consolidated financial statements by the annual general meeting, which was postponed to 30 October 2020 due to the restrictions issued to stem the coronavirus pandemic. Subject to this postponed election, we were appointed by the Supervisory Board on 15 September 2020. We have been the group auditor of Villeroy & Boch Aktiengesellschaft without interruption since fiscal year 2009.

We declare that the opinions expressed in this auditor's report are consistent with the additional report to the audit committee pursuant to Art. 11 of the EU Audit Regulation (long-form audit report).

In addition to permissible legal services, we have provided to group entities the following services that are not disclosed in the consolidated financial statements or in the group management report:

German Public Auditor responsible for the engagement
The German Public Auditor responsible for the engagement is Mr. Heiko Hummel.

Appendix to the auditor's report:

1. Parts of the group management report whose content is unaudited

We have not audited the content of the following parts of the group management report:

- the Group declaration on corporate governance published on the website cited in the group management report, which is part of the group management report.

Furthermore, we have not audited the content of information which is not part of the management report. This relates to any information whose disclosure in the group management report is not required pursuant to Secs. 315, 315a or Secs. 315b to 315d HGB or GAS 20.

- General comments on sustainability in section 3.1
- Combined Responsibility Statement in section 8.

2. Further other information

"Other information" comprises the following component of the annual report, which we were provided with prior to issuing this auditor's report:

- the group non-financial report.

"Other information" further comprises the prescribed components of the annual report, which were provided to us prior to us issuing this auditor's report, including, but not limited to the following sections:

- the "Report of the Supervisory Board" and
- the "Corporate Governance Report";

but not the consolidated financial statements, nor the disclosures in the group management report included in our audit or our associated auditor's report.

The other information also comprises the other parts of the annual report, which we expect to receive after we have issued our independent auditor's report, in particular the sections:

- "The Group at a Glance"
- "Divisions"
- "Letter to Shareholders"
- "Executive Bodies of the Company"
- "Villeroy & Boch's Shares"

3. Company information outside the annual report, which has been referred to in the group management report

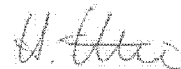
"Other information" also includes the following information outside the annual report, which is referred to in the group management report:

- the sustainability report.

Besides the cross-references under "3. Components of the group management report not included in the audit of content", the group management report contains additional cross-references to the Group's websites. The information to which the aforementioned cross-references refer is not part of the annual report.

Stuttgart, 10 February 2021

Ernst & Young GmbH
Wirtschaftsprüfungsgesellschaft



Hummel
Wirtschaftsprüfer
[German Public Auditor]



Waldner
Wirtschaftsprüfer
[German Public Auditor]

MANDATES OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

MANDATES OF THE MANAGEMENT BOARD

FRANK GÖRING

Chairman of the Management Board

a) V & B Fliesen GmbH, Merzig, Germany within the Group

b) Villeroy & Boch Innovations GmbH, Mettlach, Germany

ANDREAS PFEIFFER (until 31 July 2020)

Management Board member responsible for Bathroom and Wellness Division

b) within the Group: Villeroy & Boch Magyarország Kft.,

Hódmezővásárhely, Hungary

Villeroy & Boch Trading (Shanghai) Co., Ltd.,

Shanghai, China

GEORG LÖRZ (since 1 August 2020)

Management Board member responsible for Bathroom and Wellness Division

b) within the Group: Villeroy & Boch Magyarország Kft.,

Hódmezővásárhely, Hungary

Villeroy & Boch Trading (Shanghai) Co., Ltd.,

Shanghai, China

GABRIELE SCHUPP

Management Board member responsible for Tableware Division

b) within the Group: Villeroy & Boch Innovations

GmbH, Mettlach, Germany

DR MARKUS WARNCKE

Chief Financial Officer

b) within the Group: Villeroy & Boch Innovations

GmbH, Mettlach, Germany

MANDATES OF THE SUPERVISORY BOARD

LUITWIN GISBERT VON BOCH-GALHAU

Honorary member of the Supervisory Board

DR ALEXANDER VON BOCH-GALHAU

Chairman of the Supervisory Board

(since 15 January 2020)

Management Consultant

b) Union Stiftung, Saarbrücken, Germany

RALF RUNGE *

First Vice Chairman of the Supervisory Board

Chairman of the Villeroy & Boch Euro Works Council (since 7 February 2020)

Chairman of the Villeroy & Boch AG Central Works Council

Chairman of the Faïencerie Merzig Works Council (until 31 January 2021)

DIETMAR GEUSKENS* (until 31 January 2021)

District Manager of IG BCE Saarbrücken, Germany

a) Steag New Energies GmbH, Saarbrücken, Germany

SUSANNE HECKELSBERGER (since 1 July 2020)

Management Consultant/Managing Director SH

Financial Management Consulting GmbH Stuttgart,

Germany

PROF DR ANNETTE G. KÖHLER (until 29 February 2020)

University professor and owner of the Chair of

Accounting, Auditing and Controlling at the

University of Duisburg-Essen, Germany

a) UniCredit Bank AG, Munich, Germany

DMG Mori AG, Bielefeld, Germany

b) DKSIF Holding AG, Zurich, Switzerland

THOMAS KANNENGIESSER *

Senior Product Manager Bathroom and Wellness
Division at Villeroy & Boch AG

DIETMAR LANGENFELD * (until 30 June 2020)

- Chairman of the Villeroy & Boch AG Central
Works Council (until 31 January 2020)
- Chairman of the Sanitary Ware Plant Mettlach
Works Council (until 31 January 2020)

CHRISTINA ROSENBERG

Management Consultant at innotail, Munich,
Germany

- a) Hugo Boss AG, Metzingen, Germany (since 7 May 2020)
- b) Josef Treter GmbH & Co. KG, Munich, Germany

SABINE SÜPKE *

Board secretary of the IG BCE Hesse-Thuringia,
Germany

- a) KSBG Kommunale Beteiligungsgesellschaft GmbH & Co. KG,
Essen, Germany

THOMAS SCHERER * (since 1 July 2020)

Chairman of the Sanitary Ware Plant Mettlach
Works Council (since 1 February 2020)

ANDREAS SCHMID (since 30 October 2020)

Management Consultant and President of the
Administrative Board Helvetica Capital AG, Zurich,
Switzerland

- b) Zurich Airport AG, Zurich, Switzerland (Chairman)
- Steiner AG, Zurich, Switzerland
- Wirz Partner Holding AG, Zurich, Switzerland (Chairman)
- Nüssli AG, Hüttwilen, Switzerland (Chairman)
- Categroup Holding AG, Opfikon, Switzerland

LOUIS DE SCHORLEMER

Managing Director at Corporate Diplomat Sprl,
Brussels, Belgium

- b) Lift Me Off, Ltd., Aylesbury, UK (until 31 January 2020)

BÄRBEL WERWIE *

Chairwoman of the Villeroy & Boch AG Central
Works Council

PETER PRINZ WITTGENSTEIN

(from 23 January 2020 to 30 October 2020)

- Former second Vice Chairman of the Supervisory
Board
- Management Consultant

DOMINIQUE VILLEROY DE GALHAU

General Director of La Financière Tiepolo SAS,
Paris, France

- a) Momentum Asset Management S.A., Luxembourg
(Chairman)
- b) Adolphe de Galhau'sche Sophienstiftung, Wallerfangen,
Germany (Chairman)

ROLAND STRASSER * (since 10 February 2021)

Regional Director of the Rhineland-Palatinate/Saar-
land branch of the Mining, Chemical and Energy
Industries Union (IG BCE)

- a) BASF SE, Ludwigshafen, Germany
- V & B Fliesen GmbH, Merzig, Germany
- AbbVie Komplementär GmbH, Ludwigshafen, Germany

* Employee representative

a) Memberships of other statutory supervisory boards within the meaning of section 125 of the German Stock Corporation Act (AktG)

b) Memberships of comparable domestic and foreign controlling bodies of commercial enterprises within the meaning of section 125 of the
Stock Corporation Act (AktG)

COMPANY CALENDAR 2021

26 March 2021 – Virtual General Meeting of Shareholders

22 April 2021 – Report on the first three months of 2021

20 July 2021 – Report on the first half of 2021

20 October 2021 – Report on the first nine months 2021

IMPRINT

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DISCLAIMER

Forward-looking statements

This annual report contains forward-looking statements based on management estimates of future developments at the time this report was prepared. These statements are subject to risks and uncertainties that Villeroy & Boch is largely unable to influence or precisely evaluate. Among other things, this includes the future economic and legal market conditions, the behaviour of other market participants and expected synergy effects. If these or other uncertain factors were to occur in reality or the assumptions underlying the forward-looking statements were to prove incorrect, the actual results could deviate from the expected results described herein. Villeroy & Boch does not intend to update these forward-looking statements after the reporting date in order to reflect future events or developments.

Rounding differences

The percentages and figures in this report may be subject to rounding differences.

Technical discrepancies

There may be discrepancies between the accounting documents contained in this report and the accounting documents submitted to the Bundesanzeiger (Federal Gazette) due to technical reasons (e.g. conversion of electronic formats). In this case, the version submitted to the Bundesanzeiger shall be binding. This report has been translated into English. In the event of variances, the German version shall take precedence over the English translation.