A COMO

ANNUAL REPORT 2023

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European single electronic reporting format (ESEF) and PDF version

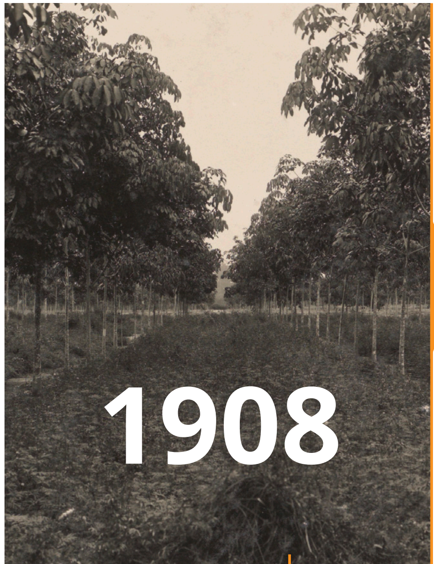
This copy of the Annual Report is the PDF/printed version of the 2023 Annual Report of ACOMO N.V. This version has been prepared for ease of use and does not contain ESEF information as specified in the Regulatory Technical Standards on ESEF (Delegated Regulation (EU) 2019/815). The auditor's opinion was issued with the official annual financial report, not this unofficial copy. In case of any discrepancies between the unofficial copy and the official version, the official version prevails.

The official annual financial report (ESEF reporting package) is available on the Acomo website, www.acomo.nl/investor-publications.

THE ACOMO GROUP

Acomo's group companies enhance access to plant-based and natural food ingredients and solutions through sustainable supply chains. We provide peace of mind to our wide and diverse customer base in the food and beverage industry by bridging the needs of both customers and suppliers.

TIMELINE



1908

Acomo's predecessor, N.V. Rubber Cultuur Maatschappij Amsterdam (RCMA), listed on the Amsterdam stock exchange

2000

Tovano joins the Group as a subsidiary of Catz International

New name: **Acomo**, formerly known as Amsterdam Commodities N.V.

1982

RCMA is subject to a reverse take-over by Catz International

2006

Tefco EuroIngredients was acquired by Acomo

2009

Snick EuroIngredients joins the Group

2010

Red River Commodities, Red River-Van Eck, Van Rees Group and **King Nuts & Raaphorst** join the Group

2014

SIGCO Warenhandelsgesellschaft joins the Group

2015

Snick and **Tefco EuroIngredients** integrated into a single EuroIngredients proposition

2019

Royal Van Rees Group celebrates 200 years

2016

Catz International celebrates 160 years of trading business

2017

Delinuts was acquired by Acomo

2020

Acomo completes acquisition of **Tradin Organic**

2023

Red River Commodities celebrates 50 years

AT A GLANCE

Sales

2023

€1.3B

2022

€1.4B

EBITDA (adjusted)

2023

€92M

2022

€108M

Solvency ratio

2023

55%

2022

48%

Earnings per share (adjusted)

2023

€1.52

2022

€2.07

Net debt/EBITDA leverage ratio

2023

2.2x

2022

2.7x

Proposed full-year dividend

2023

€1.15

2022

€1.25

1,151

Number of employees (FTE)

98%

plant-based products

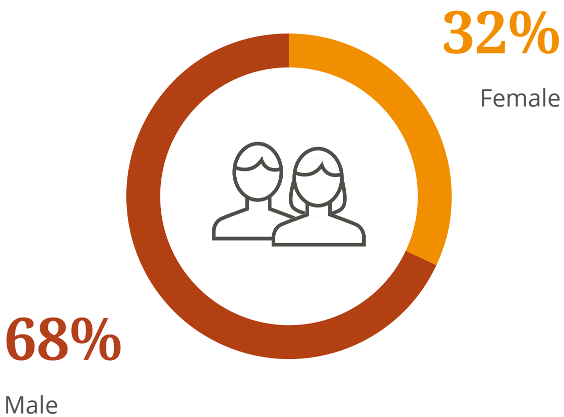
-16%

2023 vs 2022

GHG emissions reduction (Scope 1 & 2)

32

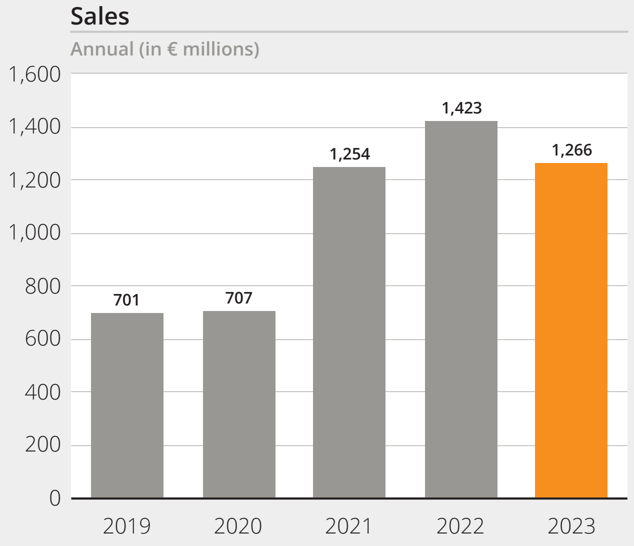
Nationalities

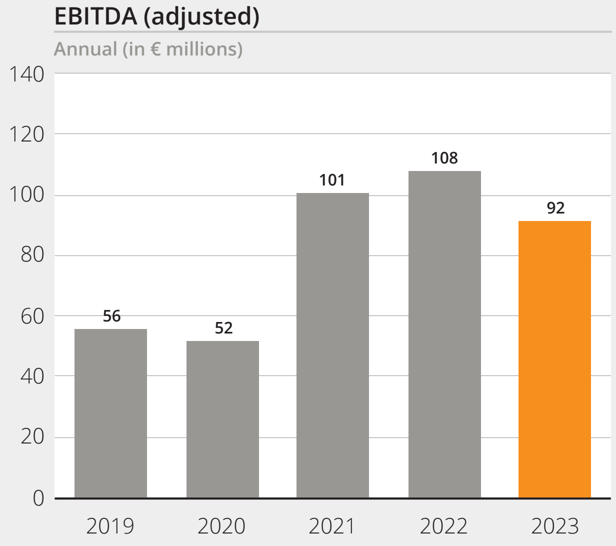


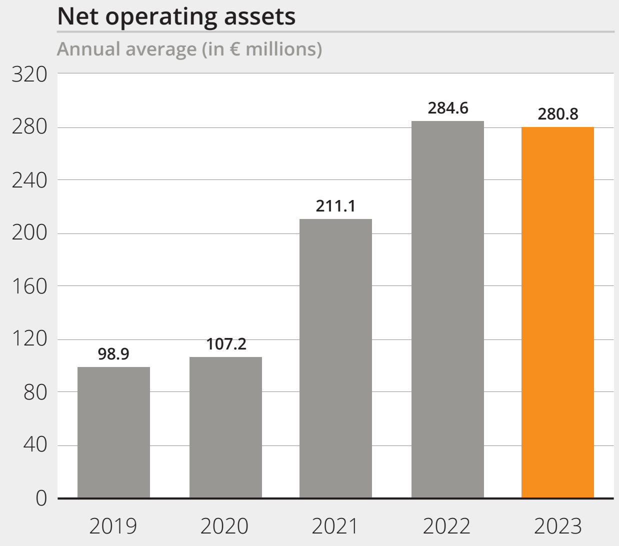
29%

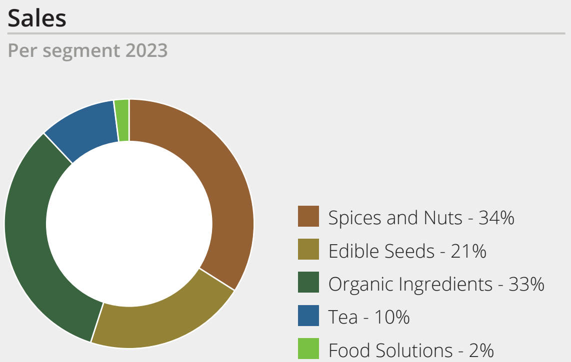
of sales organic certified

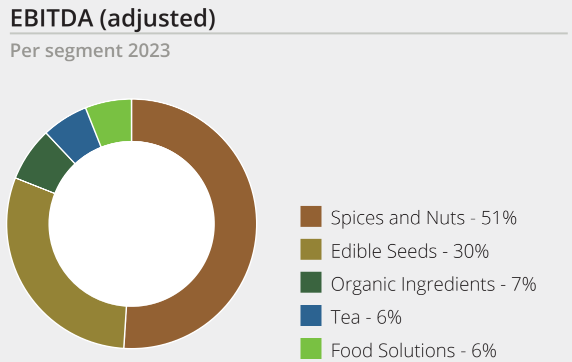
KEY DATA

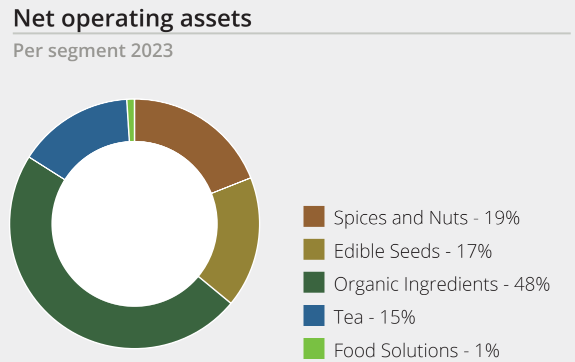

Sales
Annual (in € millions)
1,600
1,400
1,200
1,000
800
600
400
200
0
701
707
1,254
1,423
1,266
2019
2020
2021
2022
2023

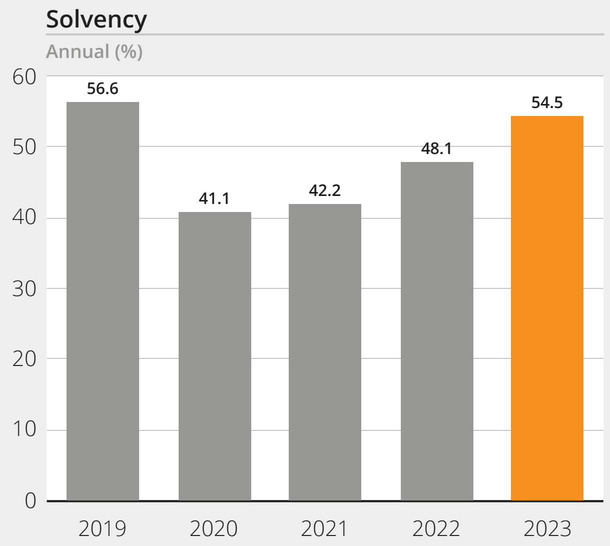

EBITDA (adjusted)
Annual (in € millions)
140
120
100
80
60
40
20
0
56
52
101
108
92
2019
2020
2021
2022
2023

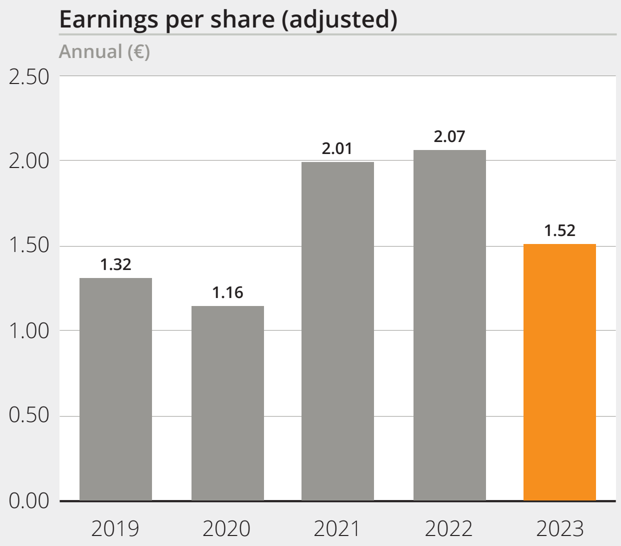

Net operating assets
Annual average (in € millions)
320
280
240
200
160
120
80
40
0
98.9
107.2
211.1
284.6
280.8
2019
2020
2021
2022
2023

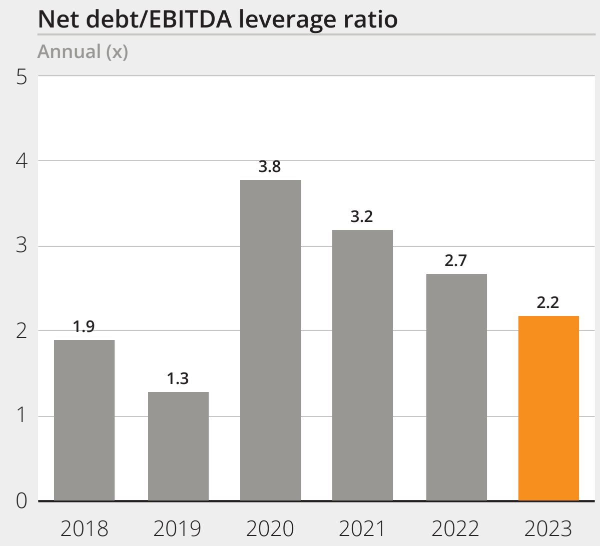

Sales
Per segment 2023
Spices and Nuts - 34%
Edible Seeds - 21%
Organic Ingredients - 33%
Tea - 10%
Food Solutions - 2%


EBITDA (adjusted)
Per segment 2023
Spices and Nuts - 51%
Edible Seeds - 30%
Organic Ingredients - 7%
Tea - 6%
Food Solutions - 6%


Net operating assets
Per segment 2023
Spices and Nuts - 19%
Edible Seeds - 17%
Organic Ingredients - 48%
Tea - 15%
Food Solutions - 1%







"All segments contributed to the record cash flow generation in 2023 and a further reduction of the net debt of the Group resulting in an improved leverage ratio of 2.2x"

"Acomo has grown over the decades from a global trading company into a comprehensive food ingredients Group. Today, our companies add value for our customers and suppliers through a wide range of activities, from customer-specific product development and market intelligence, to processing, packing, agronomics, and quality assurance. It is my priority to optimally facilitate Acomo's companies to expand and extend such value-added offerings to their customers: it is in these activities where our signature is most distinct. The year 2023 was marked by major challenges in our Organic segment and to a lesser extent in our Tea business. The other segments performed very well, proving the value of a diversified portfolio. Acomo remains well-positioned to drive further growth and create long-term value for all our stakeholders."

Allard Goldschmeding
Executive Director

LETTER FROM THE EXECUTIVE DIRECTOR

"Strong operational performance despite geopolitical instability"

Dear shareholders,

It has been a turbulent year for the world and its markets. High inflation has been the defining economic story of 2023, affecting food prices around the world as well as volumes and margins. After years of COVID-related supply chain disruptions, global logistics regained its footing and customers around the world have started to destock their warehouses, reducing demand for many shelf-stable ingredients. Meanwhile, the war in Ukraine remains ongoing, impacting the production and availability of crucial crops such as sunflower seeds. I am pleased to report that Acomo has demonstrated resilience and stability in the face of these challenges. I would like to use this opportunity to update you on the important trends in each segment and share with you some of the Board's priorities for the coming year.

Performance by segment

Acomo has delivered a strong operational performance overall, with strong working capital turns translating into a reduced debt position. This performance was driven by excellent results in the Spices and Nuts, Edible Seeds, and Food Solutions segments. The other Acomo segments, Tea and Organic Ingredients, were substantially affected by global economic and market developments.

Organic Ingredients was impacted by several challenges this year. In addition to the reported atypical losses incurred on cocoa hedging contracts due to record cocoa prices, the high inflation and rising food costs resulted in reduced consumer demand for organic ingredients more broadly. Acomo continues to work closely with Tradin's management and employees to address these challenges in 2024. We remain fully confident in the organic market opportunities and in Tradin's ability to leverage these to deliver a profitable contribution to the Group. Meanwhile, the company is taking important steps to ensure the continued inclusion of smallholder farmers in sustainable supply chains after implementation of the EU Deforestation Regulation. To read more about the effects of this regulation and Tradin's pioneering role in this area, please refer to the spotlight on page 77.

The past year has been the best in history for the **Spices and Nuts** segment. The demand for nuts continues to be strong, driven by a growing trend toward healthy and plant-based nutrition. Our inventory position remains excellent, enabling us to provide customers with peace of mind and security of supply that represents significant added value. Demand for tropical products such as coconut also remained at a sustained high level over the past year. Henk Moerman, who has been at the helm of Catz International for 25 years, has delivered yet another excellent performance. On behalf of the Board, I want to thank him personally for his dedication and unmatched contribution to Acomo's growth over the past decades. Under his leadership, Catz International has been both the foundation Acomo was built upon, as well as the cornerstone of the Group's annual performance.

Henk's strong legacy will surely be a lasting inspiration. To mark his retirement and his succession by Albert Berisa, we have asked Henk to share some words about the past, present, and future of Catz International in the spotlight on pages 67 and 68.

Edible Seeds also had an excellent year, especially in North America, where the segment delivered further growth and strong margins. Our companies were able to strengthen their positions in their product segments and successfully launch innovations such as the popular SunButter® Jammies™. You can learn more about this product in our spotlight on page 73.

The **Tea** segment was one of the segments most impacted by global economic developments this year. The combination of high inflation and developments in relevant countries put significant pressure on sales volumes, although margins remained intact. Limited availability of foreign currencies in countries such as Egypt led to a drop in demand as customers were unable to import tea in the desired volumes. The segment will continue to invest in products with higher margins and more added value, such as speciality teas. More about this promising trend can be read in our spotlight on page 81.

The **Food Solutions** segment had the strongest year in its history, showing continued growth and a growing appetite for expansion beyond its traditional target markets in the Benelux. Snick's high-quality dry and wet blends have demonstrated broad appeal to customers and consumers, and the company's innovations are an inspiring example of the added value that Acomo can offer to customers. We invite you to read the spotlight on page 85 to find out more about the promising developments in this segment.

Strategic developments and goals

There were several strategic developments that deserve to be highlighted this past year. The first of these was the EU Corporate Sustainability Reporting Directive (CSRD), which went into effect in 2023. The CSRD requires corporations operating in the EU to deliver an annual limited assurance report on sustainability metrics and performance as of 2024. This framework gives Acomo the opportunity to improve its sustainability performance in a measured and more targeted manner, and to obtain more structured insights into all Group sustainability efforts and their resulting performance. Our double materiality assessment, an important first step towards ongoing CSRD compliance, was completed.

At the end of 2022, Acomo extended its loan. In line with the Group's priorities, sustainability-linked features (KPIs) were included in the loan agreement, with the intention to activate these in 2023. These features are now fully implemented. A further noteworthy development is that we have intensified shareholder interaction as a first step to a more comprehensive investor relations approach.

As for Acomo's strategic priorities for the coming year, it is our aim to maximally facilitate the group companies to offer added value to all our stakeholders through their activities. Such added value is not limited to activities such as the processing and packaging of ingredients, but may also be found in our market intelligence and our ability to provide peace of mind to customers, for example in the domains of sustainability or food safety.

I look forward to seeing you at our Annual General Meeting to discuss our results and Acomo's future. The Annual General Meeting will take place on 26 April 2024 at the Hilton Hotel in Rotterdam. More details will be published at a later date.

Rotterdam, 8 March 2024

Allard Goldschmeding, *Executive Director*

"Added value to all our stakeholders through the activities of our Group companies"

THE ACOMO GROUP

Group overview

ACOMO N.V. ('Acomo' or 'the Company') is the holding company of an international group of companies (collectively 'the Acomo Group' or 'the Group') active in the worldwide sourcing, trading, processing, packaging, and distribution of conventional and organic food ingredients and solutions for the food and beverage industry.

Structure

Acomo is a public limited liability company listed on the Amsterdam stock exchange (AEX: ACOMO). Acomo is the holding company of the Group and has its office at Beursplein 37, 3011 AA Rotterdam, the Netherlands. It manages and financially controls the Group's investments and oversees its subsidiaries in the areas of finance, treasury, internal auditing, risk management, legal, tax, IT, business development, mergers and acquisitions, ESG, HR, and other matters. Furthermore, the holding company provides and arranges the Group's financing. Large investment decisions require holding authorization. All obligations and legal responsibilities that apply to a listed company, including the preparation of semi-annual and annual reports and maintaining communications with shareholders, potential investors, AFM, Euronext, and other stakeholders, are part of the tasks of the holding company.

Acomo is the shareholder of and has legal control over the Group's subsidiaries. The subsidiaries are the operating companies of the Group. They are autonomous entities that perform trading and processing activities in their own name and for their own account, largely autonomously under the responsibility and financial control of their own management. Specific trading and financial guidelines and risk limits are in place by operating company, product, and activity. More information on corporate governance can be found in the chapter Corporate Governance (see page 40).

The subsidiaries perform the activities of the Group across five segments: Spices and Nuts (see pages 64-68), Edible Seeds (see pages 70-73), Organic Ingredients (see pages 74-77), Tea (see pages 78-81), and Food Solutions (see pages 82-85).

Financial objectives

Acomo's primary financial objective is realizing long-term, sustainable growth of shareholders' value by fulfilling the mission of the Company, allowing for consistent dividend pay-outs representing above-market dividend returns. Acomo's operational and financial selection criteria are strict, as we do not want to compromise our existing activities, other achievements, or the values of the Group.

Among the financial objectives of the Company and its subsidiaries are:

- Achieving an annual net profit of more than 15% of shareholders' equity in the long term;
- Maintaining adequate credit lines to ensure the financing of our subsidiaries' activities at all times, regardless of price volatility;
- Safeguarding and strengthening our capability to generate future profits by maintaining a strong balance sheet and healthy financial ratios; and
- Maintaining the Group's consistent dividend policy, paying out a substantial portion of the annual net profit to our shareholders in cash every year. The pay-out ratio is subject to the free cash flow and solvency position of the Group.

Facts and figures

The product range comprises more than 600 plant-based conventional and organic products including spices, coconut products, nuts, dried fruits, edible seeds, tea, (organic) cocoa, (organic) coffee, edible oils, and food solutions.

Operates in **19** countries

Active in more than **100** countries

More than **600** products

The group companies of Acomo are active in **5** segments

Spices and Nuts
- Catz International
- Tovano
- King Nuts & Raaphorst
- Delinuts

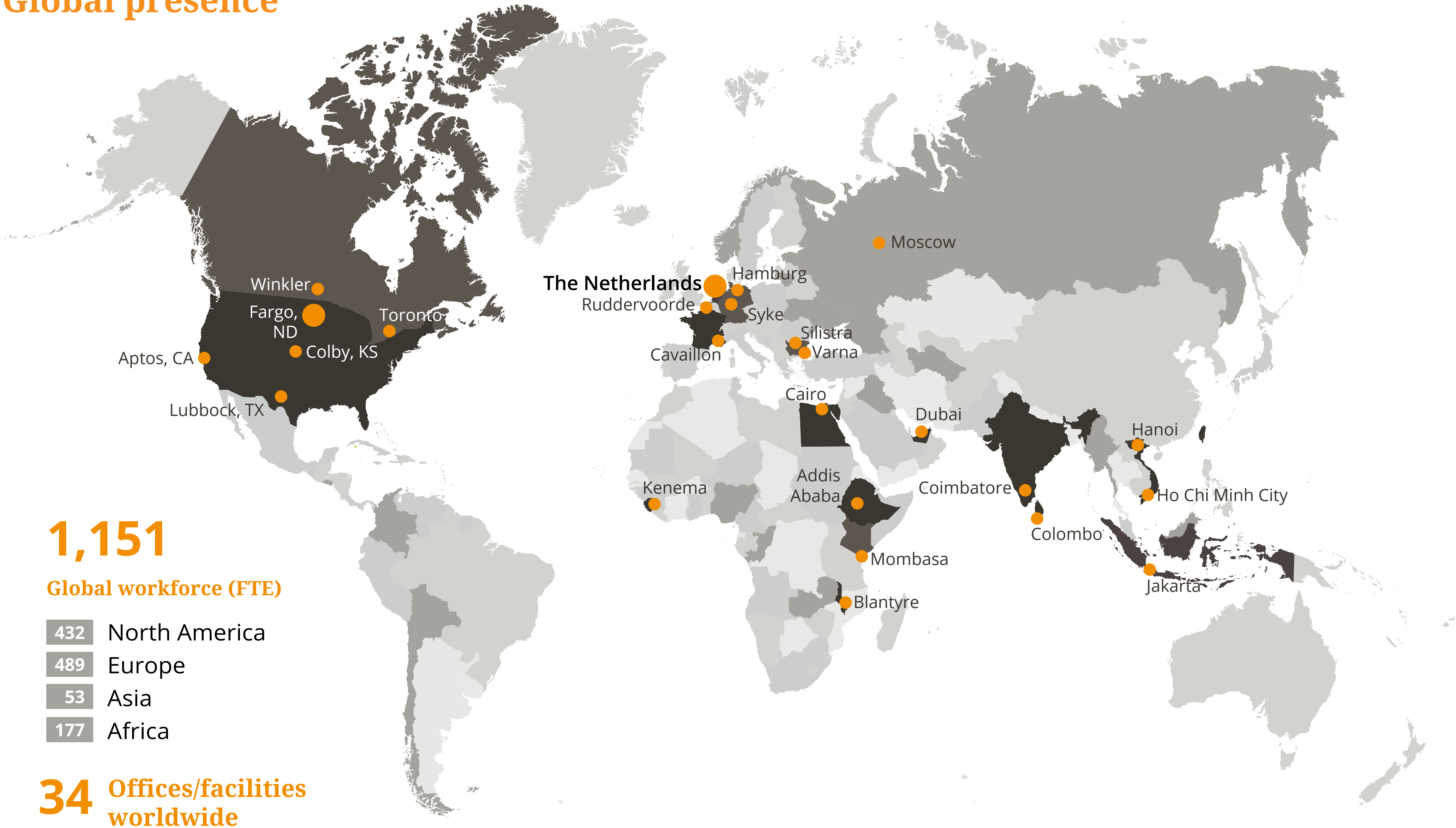
Edible Seeds
- Red River Commodities
- Red River Global Ingredients
- Red River – Van Eck
- Food Ingredients Service Center Europe (FISCe)
- SIGCO Warenhandelsgesellschaft

Organic Ingredients
- Tradin Organic

Tea
- Royal Van Rees Group

Food Solutions
- Snick EuroIngredients

Global presence



1,151

Global workforce (FTE)

432	North America
489	Europe
53	Asia
177	Africa

34 **Offices/facilities worldwide**

9 **Offices and facilities in the Netherlands in:**
Amsterdam, Bodegraven, Ede, Etten-Leur, Maasdijk, Middenmeer and Rotterdam.

HOW WE CREATE VALUE

What we do

Acomo's group companies source, trade, process, package, and distribute conventional and organic food ingredients and solutions. Our product range consists of plant-based, natural and healthy products and comprises more than 600 items including spices, coconut products, nuts, dried fruits, edible seeds, tea, (organic) cocoa, (organic) coffee, edible oils, and food solutions. Our companies contract and purchase the products at the source for physical delivery and enrich them with value added processing and services. Through careful control of food safety, quality standards, and other requirements, we bridge the specific needs of multiple stakeholders and allow them to fully focus on their core activities.

In order to optimize our global sourcing, we have regular contacts with growers and farmers and collect various types of information relevant to crops, the environment, and social conditions. We provide growers peace of mind by contracting to buy harvested products that meet our quality standards. We aggregate farmers, offer agricultural extension services, and organize postharvest activities to facilitate certifications, including organic, within our supply chains. This enables us to maintain high quality standards and keep buyers fully informed of market developments and product availability. We help our customers reduce volatility in the costs of their products by providing long-term pricing, meeting their need for price certainty. To ensure the quality and safety of products, we apply quality control programmes, work with certified partners, and continuously invest in our facilities. By bridging the distance between origin and destination of products, we are able to reliably supply high-quality products, on time, according to specifications.

Acomo adds further value throughout our sustainable supply chains with a range of activities, including storage and vendor-managed inventory solutions, processing, packaging and distribution. In collaboration with our customers, we also develop new products and tailor-made solutions according to their specifications.

Our mission

Acomo's mission is to enhance access to plant-based and natural food ingredients and solutions through sustainable supply chains. We provide peace of mind to our wide and diverse customer base in the food and beverage industry by bridging the needs of both customers and suppliers. Acomo's keys to success are its strategic pillars and core values as described below.

Our strategy

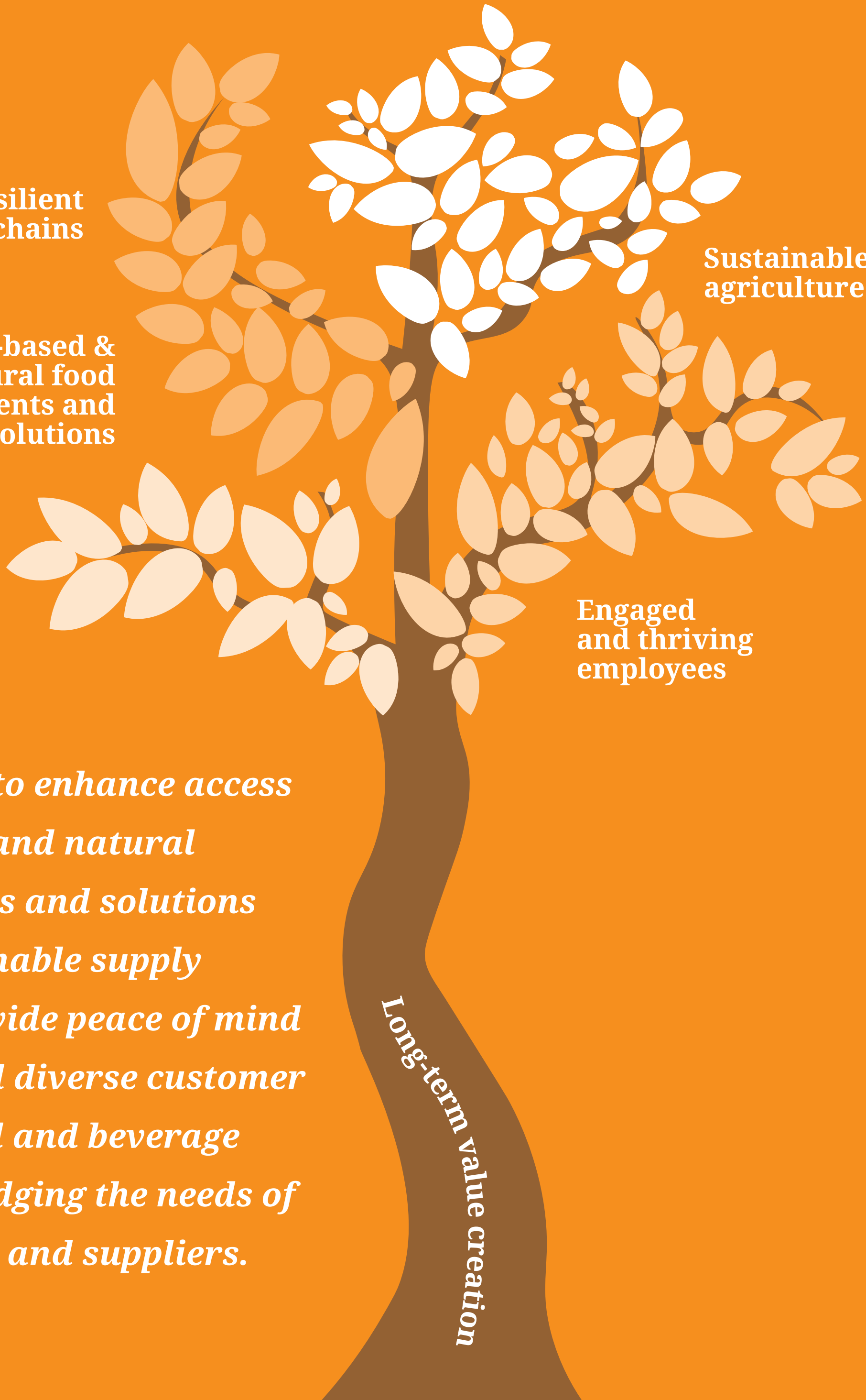
Acomo's strategy is founded on five strategic pillars, visualized on page 17: long-term value creation, plant-based and natural food ingredients and solutions, responsible and resilient supply chains, sustainable agriculture, and engaged and thriving employees.

Our values

The Acomo Group and its companies observe four core values in their relationships with shareholders, customers, suppliers, and other partners. These are entrepreneurship, reliability, integrity, and accountability. These values are the cornerstones of how we conduct our business.

Our value creation model on page 21 summarizes how we create long-term value for all our stakeholders.

Our strategy



Our mission

Our mission is to enhance access to plant-based and natural food ingredients and solutions through sustainable supply chains. We provide peace of mind to our wide and diverse customer base in the food and beverage industry by bridging the needs of both customers and suppliers.

Our values

Entrepreneurship

Reliability

Integrity

Accountability

For the benefit of our stakeholders

Customers

Shareholders

Our people

Suppliers

Society

Planet

Our strategic pillars

Long-term value creation
Acomo creates long-term, sustainable value for our stakeholders by maximizing opportunities and innovation. We seek to facilitate an optimal balance between independent drive for entrepreneurship and accountability on the one hand, and collaboration and synergy on the other. By facilitating the exchange of knowledge between our companies, we promote mutual learning and tap into the Group’s collective strengths to improve both financial and non-financial results.

Plant-based and natural food ingredients and solutions

Acomo accelerates the protein transition by enhancing access to healthy, safe, plant-based and natural food ingredients and solutions. We make an impact throughout the value chain by leveraging our specialized knowledge and innovative expertise in both organic and conventional products. Health consciousness and environmental awareness are the dominant trends in consumer demand within our target markets today. The vast majority of Acomo’s products are plant-based and have many health and nutritional benefits.

Responsible and resilient supply chains

Acomo takes responsibility in its supply chains by fostering transparency and resilience, and by ensuring compliance with legal and regulatory standards. We also invest in sustainable supply chains by honouring ethical business practices, labour standards, and social and environmental aspects when purchasing products and services. We are a reliable partner to our suppliers and customers.

Sustainable agriculture

Acomo supports the protection, resilience and restoration of ecosystems by providing education, supporting innovations, and sourcing certified ingredients. We promote the use and development of sustainable agricultural methods, ensuring attention to biodiversity, soil health, water management, organic practices, and innovation. We work with external certification programmes in several of our segments to ensure sustainable sourcing.

Engaged and thriving employees

Acomo recognizes and appreciates that people are our most important asset and that their capabilities, engagement, and talent determine our success. We ensure a work environment where people can thrive by attracting, developing, and rewarding employees for their contribution and commitment. Acomo promotes the use of personal development plans and employee satisfaction evaluations in its companies to ensure that every person feels valued and respected. Acomo offers leadership talent early opportunities to demonstrate competence and pursue a well-defined path to future career growth within the Group.

Our values

The Acomo Group and its companies observe four core values in their relationships with shareholders, customers, suppliers, and other partners. These values are the cornerstones of how we conduct our business.

Entrepreneurship

Acomo's heritage lies with Dutch merchants who ventured across the world to seek new products and open up new markets in the 17th century. Acomo and its companies continue to channel their curiosity and commercial spirit, whilst also adhering to contemporary ideals of socially responsible entrepreneurship. Together with our partners we are continuously exploring new opportunities for improvement and expansion.

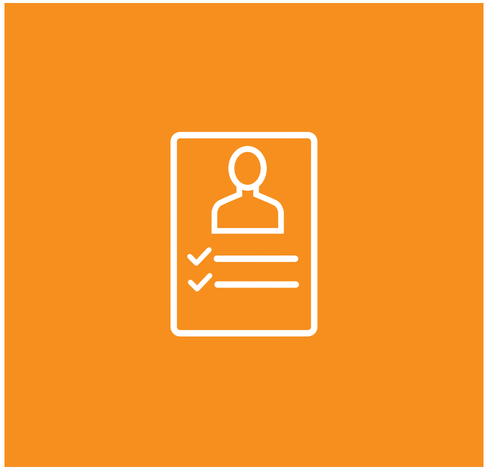
Reliability

The purpose of Acomo is to bridge the needs of stakeholders within the value chains in which it operates and provide peace of mind to all partners. We maintain the highest standards of quality and food safety and keep buyers fully informed of market developments and product availability. Our philosophy defines the way we do business: always as a reliable and trustworthy partner.

Integrity

The Acomo Group treats its business as it treats its products: with respect for integrity. We value honesty and respect, and we comply with all applicable laws.

The Acomo Code of Conduct outlines our shared ethical standards for conducting business throughout the world, in alignment with international frameworks and guidelines for sustainable business such as the Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises. We count on one another to act as stewards of the organization.



Accountability

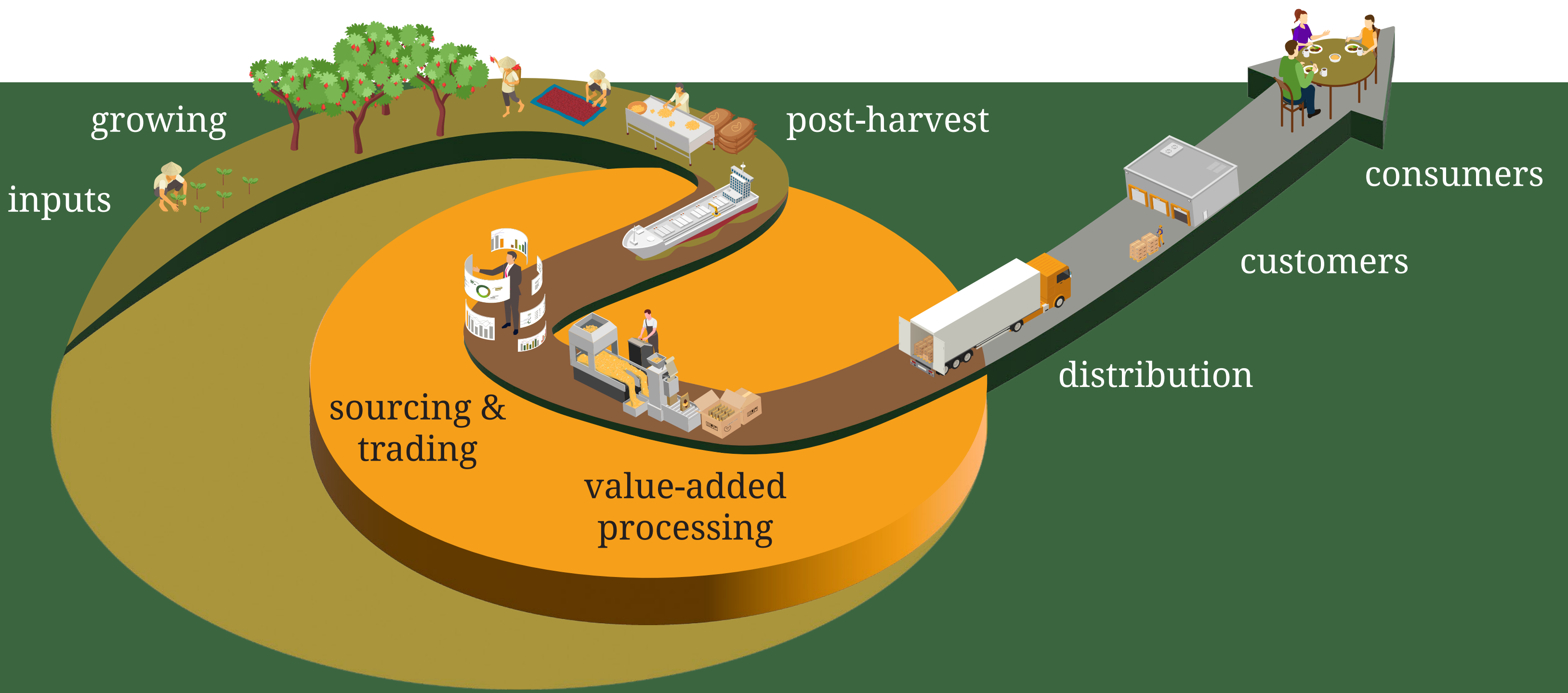
Acomo believes in responsible, long-term growth. We strive for a balance between people, planet and profit. We believe that our food products and ingredients should be sustainably sourced and traceable to their origins, and we pursue accountability across the value chain. Our ESG objectives ensure that ecological sustainability, social responsibility, and good governance are embedded throughout the operations of the Acomo companies. Our companies' leadership is accountable for their results, and we maintain straightforward incentives to reward entrepreneurship.

Our role in the value chain

Our companies – bundled in the segments Spices and Nuts, Edible Seeds, Organic Ingredients, Tea, and Food Solutions – are active throughout the value chain and add value through a range of operations. We differentiate between two value streams: one that contains our sourcing and trading activities, and another focused on value-added processing.

Sourcing and trading: We source natural agricultural products from all over the world through our worldwide networks of trusted suppliers of both conventional and organic ingredients. Our long-standing partnerships enable us to reliably source the right quality and quantities to meet customer needs, delivering on time and according to specifications, regardless of price volatility. We aggregate farmers, offer agricultural extension services, and organize post-harvest activities. By providing access to world markets, we help our suppliers to sell their products across the globe and promote economic growth and employment in our products' regions of origin.

Value-added processing: Complementary to our trading activities, we add additional value for our customers and partners in a multitude of ways. We conduct market research and gather intelligence, as well as providing services such as storage, blending, cleaning, heat treatment, processing, and vendor-managed inventory solutions. Our specialized expertise and capabilities ensure that we deliver high-quality and food-safe ingredients and solutions to our customers in the food and beverage industry around the world.



Our value creation model

HUMAN
We employ talented, skilled and dedicated people with exceptional trading knowledge.

1,151 number of employees (FTE)

68% male **32%** female

INTELLECTUAL
Our in-depth market knowledge, worldwide sourcing capabilities, and global network help us bridge the needs of our customers.

200+ years of trading experience

MANUFACTURED
We maintain sites for food processing, blending, heat treatment, and packaging, and also work with external parties.

14 processing sites

84% of in scope entities GFSI-certified

NATURAL RESOURCES
We aim for business innovation and more sustainable value chains.

More than **600** agricultural food products

FINANCIAL
Our shareholders and banks supply funds that Acomo uses to create long-term value and drive growth.

€239.8 million net debt (average)

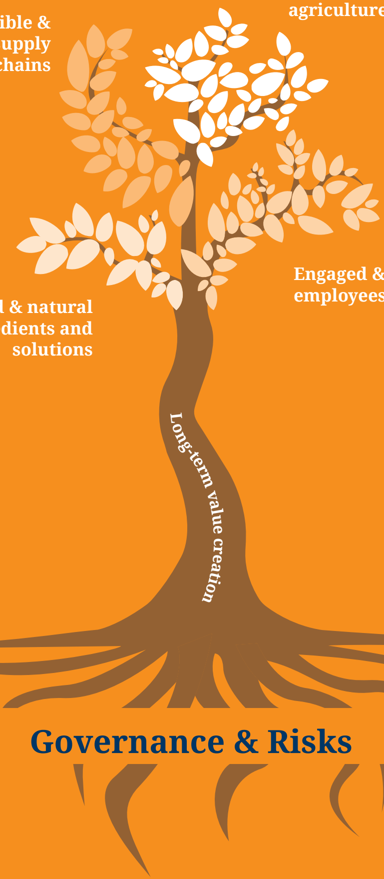
€408.7 million shareholders' equity (average)

SOCIAL/RELATIONSHIP
We build valuable long-term relationships with our main stakeholders: employees, shareholders, customers, suppliers, banks, and NGOs.

CATZ CHARITY FOUNDATION

Catz Charity Foundation

Strategy



Governance & Risks

Mission

Our mission is to enhance access to plant-based and natural food ingredients and solutions through sustainable supply chains. We provide peace of mind to our wide and diverse customer base in the food and beverage industry by bridging the needs of both customers and suppliers.

€94.9 million employee benefit expenses

€1.1 million sales per employee

€1.3 billion sales

>98% plant-based products

29% of sales organic certified

7.3% adjusted EBITDA as % of sales

€1.52 EPS (adjusted)

nationaal archief

Partnership with National Archives

LONG-TERM VALUE CREATION

PLANT-BASED AND NATURAL FOOD INGREDIENTS AND SOLUTIONS

RESPONSIBLE AND RESILIENT SUPPLY CHAINS

SUSTAINABLE AGRICULTURE

ENGAGED AND THRIVING EMPLOYEES

ENVIRONMENTAL

SOCIAL

GOVERNANCE

The value creation model of Acomo, based on the International Integrated Reporting Council framework, describes how Acomo creates long-term value for all its stakeholders.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE

General

Road to sustainable growth

We are convinced that a balance between people, planet and profit is essential to long-term value creation. We play a connecting role in the food value chain, empowering us to build bridges between suppliers and customers and improve sustainability whilst providing value-added solutions. As a company operating internationally and working with suppliers in many developing countries, Acomo contributes to accelerating economic and social development in these areas of the world.

Together with our partners, we invest in business innovation and build more sustainable value chains to achieve our goals of environmental protection, social equity, and good governance.

Stakeholder dialogue

While Acomo sees opportunities to create broad, positive impact, we also recognize the limitations of a single company in the face of social and environmental challenges. Hence, we seek collaboration with our stakeholders to maximize our impact and realize practical solutions.

We engage with internal and external stakeholders to develop our business and to ensure we have a positive impact on society. Stakeholder engagement is critical to delivering our vision and our strategies. Stakeholder views are a key input in our materiality assessment on sustainability.

We engage, build partnerships, and collaborate with a wide range of stakeholders. Our key stakeholders include our employees, shareholders, customers, suppliers and contractors, financial institutions, industry organizations, funds, NGOs, governments and institutions, society and the communities where we operate, academia, opinion leaders, and peers. With some of these stakeholders, we have direct and frequent contacts (e.g. employees, shareholders, suppliers, and customers), whilst others are engaged in dialogue on a thematic basis (e.g. governments, industry organizations, NGOs, and experts).

Apart from the frequent and organized stakeholder engagement as part of our materiality assessment, we maintain an ongoing dialogue with our stakeholders to understand how they relate to the changing business environment and affect the long-term purpose and strategy of Acomo. The Board of Acomo is closely involved in these stakeholder dialogues.

Sustainability governance

Our governance approach is described in detail in the chapter ‘Corporate Governance’. On sustainability, the governance approach includes:

- Establishing clear responsibilities and accountabilities for our governance bodies.
- Having strong risk identification and management processes.
- Putting in place a clear framework of policies to guide our operations.
- Embedding sustainability into our governance, to ensure that environmental and social factors are considered in our business decision making.
- Engaging with our stakeholders inside and outside the business and conducting a regular (double) materiality assessment.

Within Acomo the key roles, responsibilities and accountabilities for sustainability include:

- The **Board of Directors**, which formally approves our sustainability strategy. Within the Board there is a broad range of competencies including ESG.
- The **Sustainability Committee**, chaired by a non-executive director and responsible for the Group framework for sustainability. The committee met twice last year and reviewed sustainability performance in both meetings.
- The **Sustainability Manager**, to secure our focus on sustainability as a key topic for the Group. He manages the Group execution of our sustainability strategy.
- The **Group Sustainability Team** is responsible for the development of sustainability policies, action programmes and communication. With their expertise on the sustainability topics, the team members empower all our group companies and employees across our business to lead and deliver on our strategic ambitions

Reporting non-financial information

The Acomo ESG efforts are grounded in our business strategy, confirmed with our stakeholders, and aligned with international frameworks and guidelines for sustainable business.

Sustainability frameworks and guidelines that govern Acomo's ESG efforts include the OECD's Guidelines for Multinational Enterprises and the United Nations Sustainable Development Goals (SDGs).

Acomo reports its impact and performance based on the internationally recognized standards of the Global Reporting Initiative (GRI). Acomo complies with the 'In accordance with' – Core option. The GRI Content Index is available in the Responsibility section of our website.

The Acomo ESG strategy aligns with (newly) applicable legislation, such as the existing Non-Financial Reporting Directive (NFRD) and the upcoming Corporate Sustainability Reporting Directive (CSRD). We conducted a double materiality assessment as part of our preparation for the CSRD.

Materiality assessment

We want to make sure that we focus our ESG efforts and reporting on the topics that matter most for our business and our stakeholders. Therefore, we regularly conduct a materiality assessment in which engagement with key internal and external stakeholders is critical.

Next to the existing single materiality assessment, Acomo conducted a double materiality analysis in preparation for the requirements of the CSRD in 2023. The double materiality analysis helps to determine whether a certain sustainability topic should be included in a company's sustainability report.

The double materiality assessment aims to identify, understand, and prioritize the material impacts, risks, and opportunities related to Acomo's sustainability topics. In this extensive process, Acomo gathered input from internal and external stakeholders on relevant sustainability topics (environmental, social, and governance) and the related (actual/potential) negative or positive impacts, risks, and opportunities. The result of the double materiality analysis forms the basis for the strategy and decision-making regarding the management of the most material impact, risk, and opportunities (IROs) related to the relevant sustainability topics.

The double materiality assessment based on internal and external stakeholders inputs consisted of the following phases:

- **Phase 1:** Identification of the shortlist of sustainability topics and their related sub-topics that are relevant to our business and stakeholders by analyzing various internal and external sources such as our previously conducted (single) materiality assessment, documentation of peers, and international standards and frameworks.

- **Phase 2:** Understanding our value chain and the (potential) impacts of the draft shortlist of sustainability topics within this chain. Next to that, a key list of stakeholders was determined in this phase to assess related IROs of sustainability matters in Phase 3.

- **Phase 3:** Assessment of the list of sustainability topics from an inside-out (impact materiality) and outside-in (financial materiality) perspective through a wide range of stakeholder interviews, workshops, and discussions with management. The interviews aimed to capture the perspectives and specific expertise of internal and external stakeholders, thereby enriching the understanding of the impact and financial materiality of the identified sustainability topics. This exercise resulted in an extensive impact, risk, and opportunity (IRO) register.

- **Phase 4:** A review of impact materiality by scoring the impacts in terms of severity and likelihood, and a review of financial materiality by scoring the risks and opportunities in terms of the size of potential financial effects and likelihood.

- **Phase 5:** We concluded the final list of material sustainability topics, based on a consolidation of impact and financial materiality assessment results following active contribution and validation by the Acomo Board.

We mapped the identified material sustainability topics against our strategic pillars and the ESRS standards. This helps ensure we focus our efforts on the impacts, risks, and opportunities related to each sustainability topic that are the most material to our business. We will incorporate the material sustainability topics into our strategy and governance structure. This will drive action and impact and help to ensure the 2024 reporting on these topics is ready for external (limited) assurance, in compliance with CSRD requirements.

Our sustainability strategy

Acomo's mission is to enhance access to plant-based and natural food ingredients and solutions through sustainable supply chains.

Based on our Company strategy (see page 17) we have linked the most relevant material topics to our strategic pillars. These are rooted in the ESG foundation and are the material topics that Acomo will prioritize in its ESG efforts. The other material topics are termed 'ESG foundation', which are often within Acomo's control.

Sustainability-related goals

In 2022, Acomo amended and extended its main financing agreement. The parties initiated the inclusion of sustainability-linked features into the agreement which were made effective as of 28 August 2023. This first set of sustainability targets serves as a base for further target setting on the material sustainability topics.

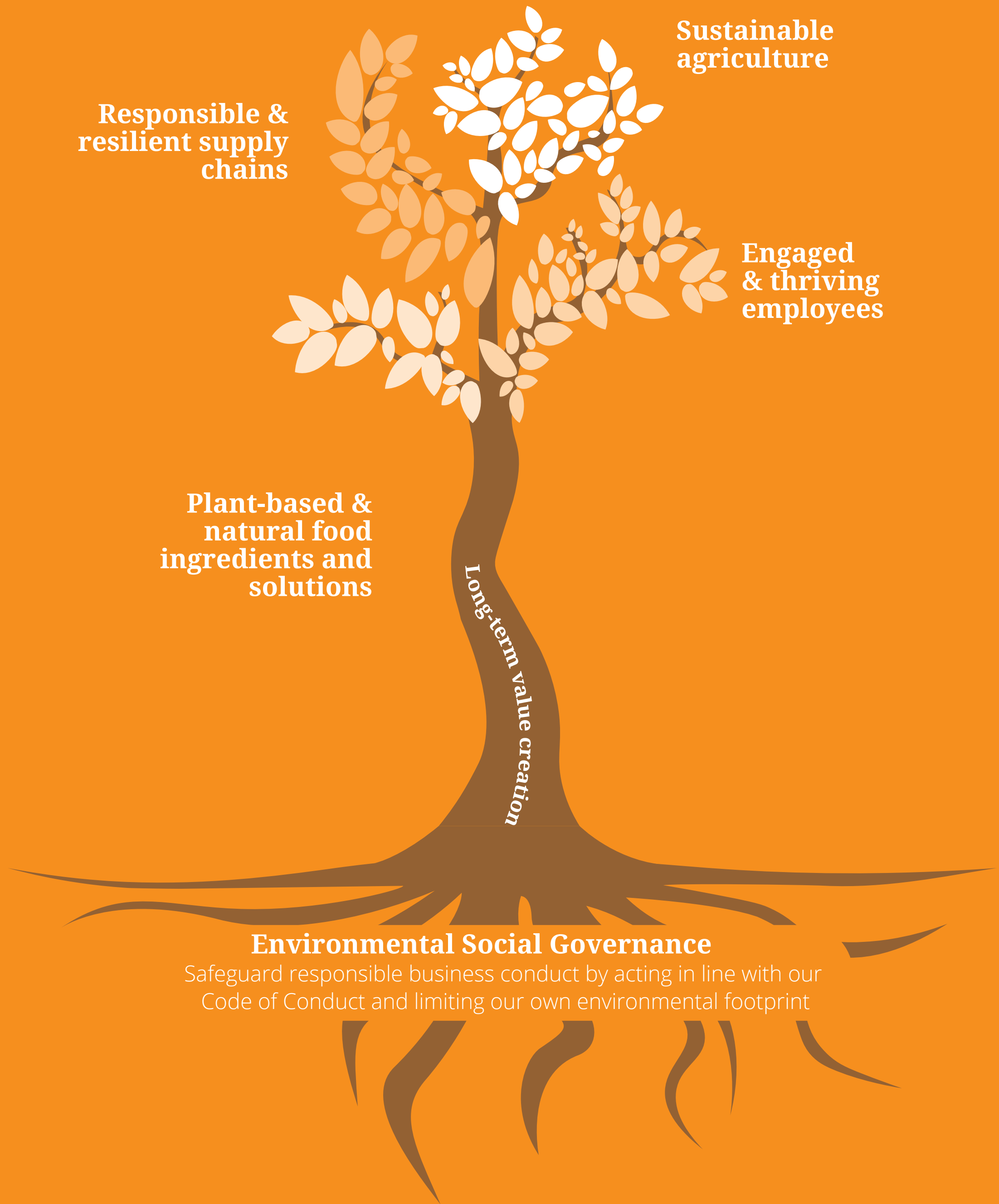
Plant-based and natural food ingredients
- 2030: 100% GFSI certified own operations
- 2030: 90% GFSI certified third party operations

Responsible and resilient supply chains
- 2030: 100% signed Supplier Code of Conduct
- 2030: 100% high risk suppliers audited

Environmental
- 2030: 40% GHG emissions (Scope 1&2) reduction (vs 2022)
- 2030: 100% renewable electricity
- 2030: 60% waste separation

Social
- 2030: 30% women in senior management positions

Acomo will define targets for the remaining strategic pillars as part of the CSRD preparations.



Materiality matrix

Strategic theme	Material topics	ESRS standard	Indicators	Targets
Plant-based & natural food ingredients and solutions	Product quality & food safety	ESRS S4 – Consumers & End-users	• Plant-based products • Food safety own operations • Food safety third party operations	2030: 100% GFSI certified own operations 2030: 90% GFSI certified third party operations
Responsible & resilient supply chains	Human rights and fair labour practices in the value chain	ESRS S2 – Workers in the Value Chain	• Suppliers with Code of Conduct • Suppliers' social and environmental responsibility audit	2030: 100% signed Supplier Code of Conduct 2030: 100% high-risk suppliers audited
	Product traceability & transparency	ESRS S4 – Consumers & End-users		
Sustainable agriculture	Biodiversity	ESRS E4 – Biodiversity & Ecosystems	• Sourcing of sustainable products	
Engaged & thriving employees	Talent attraction, retention, and development	ESRS S1 – Own Workforce	• Employee training • Performance and career development reviews • Employee satisfaction reviews	
	Safe and secure working conditions	ESRS S1 – Own Workforce	• Occupational health and safety	
Environmental	Climate change	ESRS E1 – Climate Change	• Energy consumption • GHG emissions (Scope 1 & 2) • Business travel & employee commuting (Scope 3) • Total waste • Waste separation • Primary packaging material • Package-to-product ratio • Water consumption	2030: 40% GHG emissions (Scope 1&2) reduction 2030: 100% renewable electricity 2030: 60% waste separation
Social	Diversity & inclusion	ESRS S1 – Own Workforce	• Male to female ratio • Age structure of employees • Nationalities of employees • Workforce composition	2030: 30% women in senior management positions
Governance	Responsible corporate governance & ethics	ESRS G1 – Business Conduct	• Business integrity	

Strategic pillars

Long-term value creation

Long-term value creation

Acomo creates long-term, sustainable value for our stakeholders by maximizing opportunities and innovation. We seek to facilitate an optimal balance between independent drive for entrepreneurship and accountability on the one hand and collaboration and synergy on the other. By facilitating the exchange of knowledge between our companies, we promote mutual learning and tap into the Group's collective strengths to achieve both financial and non-financial results.

Plant-based and natural food ingredients and solutions

Product quality and food safety

Food products have an undeniable impact on society and are closely linked to quality of life and health care. Providing healthy and nutritious food is both a social responsibility and a business consideration, as consumers worldwide are increasingly demanding healthier foods. Acomo accelerates the protein transition by promoting healthy, safe, and natural plant-based food ingredients and solutions. We aim to increase transparency regarding the nutritional values of our products whilst further optimizing the health benefits of our products. Together with suppliers and customers, we develop product innovations that lead to healthier alternatives and products that are safe for people with allergies.

We minimize food safety risks for our customers and consumers through strict control policies in our facilities. Food safety begins at the farms that grow the products we source, process, and distribute. We therefore work closely with our suppliers to ensure that the products we buy are safe and compliant with relevant regulations. We add value for our customers by investing in equipment to improve the food safety level of microbacterially sensitive products.

Responsible and resilient supply chains

Product traceability and transparency

Acomo works together with suppliers, customers, NGOs, governments, and other partners towards building supply chains that are transparent, sustainable and resilient. By bridging the needs of suppliers and customers, we have a unique position that enables us to recognize and understand sustainability challenges and opportunities of both parties. Technology is at the top of our agenda, as we firmly believe it can play a transformative role in agriculture.

Human rights and fair labour practices in the value chain

We source our products from all over the world, including countries with social and environmental issues of concern. Some of the main risks in the food supply chain are related to human rights and biodiversity. Human rights risks are present in the cultivation and farming as well as the post-harvest processing stages of agricultural production. It is our responsibility to honour ethical business practices, labour standards, and social and environmental aspects when purchasing products and services. The Acomo Code of Conduct and Supplier Code outline our shared ethical standards for conducting business. We assess and prioritize social and environmental risks in the supply chains through the execution of due diligence projects.

Sustainable agriculture

Biodiversity

Acomo supports the protection, resilience and restoration of ecosystems by providing education, supporting innovations, and sourcing certified ingredients. We promote the use and development of sustainable agricultural methods, ensuring attention to biodiversity, soil health, water management, organic practices, and innovation. We work with external certification programmes in several of our segments to ensure sustainable sourcing.

Engaged and thriving employees

Talent attraction, retention, and development

Acomo recognizes and appreciates that people are our most important asset and that their capabilities, engagement and talent determine our success. We ensure a work environment where people can thrive by attracting, developing, and rewarding employees for their contribution and commitment. Acomo promotes the use of personal development plans and employee satisfaction evaluations in its companies to ensure that every person feels valued and respected. Acomo offers leadership talent early opportunities to demonstrate competence and pursue a well-defined path to future career growth within the Group.

Safe and secure working conditions

To ensure a healthy and safe work environment for our employees, Acomo companies have developed and implemented a series of measures to ensure compliance with the highest standards.

ESG foundation

Environmental

Climate change

We operate in a world undergoing climate change and significant environmental degradation. Greenhouse gas emissions are an important indicator for measuring the environmental impact. These emissions are categorized into three groups or 'scopes'. Scope 1 covers direct emissions from owned or controlled sources. Scope 2 covers indirect emissions from the generation of purchased electricity, steam, heating and cooling consumed by the reporting company. Scope 3 includes all other indirect emissions that occur in a company's value chain. Whilst the direct environmental footprint of Acomo companies is relatively small, we make a conscious effort to further reduce it. We measure the energy consumption in our own processing facilities and have created baselines to understand our impact on the environment, identify energy saving opportunities, and communicate about improvements.

Resource scarcity and environmental pollution drive us to improve material efficiency. We are determined to explore opportunities to make the packaging of our products more sustainable and limit the use of non-recyclable plastics. We continuously seek to reduce waste and simultaneously improve the separation of waste to enhance recyclability.

Social

Diversity and inclusion

We promote a culture of mutual respect with no tolerance for discrimination or harassment. The organization and its people share a responsibility for a work environment that is safe, engaging, inclusive, and conducive to personal and professional growth. Diversity in the workforce is crucial in such an environment. The Acomo Board reports its diversity objectives and results annually in the Corporate Governance Statement of the Company's Annual Report.

Governance

Responsible corporate governance and ethics

The Acomo Group is committed to conducting its business with honesty, integrity and respect, and complies with all applicable laws. We safeguard responsible business conduct by acting in line with our Code of Conduct, which outlines our shared ethical standards for conducting business throughout the world. We monitor and assess our corporate governance structure to ensure compliance with the Dutch Corporate Governance Code. Our standards and principles align with international frameworks and guidelines for sustainable business such as the OECD Guidelines for Multinational Enterprises and apply to all employees of the Acomo Group worldwide. We count on one another to act as stewards of the organization. In line with the Code of Conduct, Acomo has a whistle-blower procedure that applies for all companies within the Group. This procedure ensures that all stakeholders of the Acomo Group have the possibility to confidentially report any alleged irregularities of a general, operational and financial nature.

Acomo is subject to taxation in the many countries in which it operates. The tax the Company pays in different parts of the world contributes to its wider economic and social impact. Acomo acts in accordance with all applicable laws and always aims to comply with the spirit as well as the letter of the law. Acomo believes public trust in tax systems for companies is essential for social stability and does not use contrived or abnormal tax structures that are intended for tax avoidance. The Company pays an appropriate amount of tax according to where value is created within the normal course of commercial activity. Any transfer pricing is calculated using the arm's-length principle. Acomo does not use so-called tax havens for tax avoidance.

Strategic pillar metrics

Long-term value creation

Indicator	2023	2022	2021	2020	2019
Earnings per share (adjusted)					
€	1.52	2.07	2.01	1.16	1.32

Plant-based and natural food ingredients and solutions

Indicator	2023	2022	2021	2020	2019
Plant-based products					
% of sales	98%	98%	98%	98%	98%
Food safety own operations					
% of in scope entities GFSI certified	84%	84%[1]	91%	88%	82%
Food safety third party operations					
% of in scope external operations GFSI certified	80%	82%[1]	69%	74%	69%

1 *Restatement*

Responsible and resilient supply chains

Indicator	2023	2022	2021	2020	2019
Compliance suppliers with Code of Conduct					
% of suppliers	86%	84%	80%	48%	45%
Suppliers' social and environmental responsibility audit					
% of suppliers	21%	18%[1]	14%	7%	-

1 *Restatement*

Sustainable agriculture

Indicator	2023	2022	2021	2020	2019
Sourcing of sustainable products					
% of tea certified	57%	55%	62%	60%	60%
% of coffee certified	15%	12%	14%	-	-
% of cocoa certified	61%	50%	66%	-	-
% of palm oil certified	94%	87%	85%	98%	96%

Engaged and thriving employees

Indicator	2023	2022	2021	2020	2019
Occupational health and safety					
Recordable injury rate (per 200,000 hours worked)	1.79	1.23	-	-	-
Employee training					
Average training hours (per FTE)	4.95	3.44	-	-	-
Performance and career development review					
% of employees	92%	92%	90%	76%	72%
Employee satisfaction review					
% of employees	46%	16%	21%	32%	-

ESG foundation metrics

Environmental

Indicator	2023	2022	2021	2020	2019
Energy					
Energy consumption & intensity					
GJ	157,730	166,346[1]	140,597	72,091	78,761
% of which renewable energy	8.7%	6.2%[1]	1.8%	4.7%	4.2%
GJ/MT product	0.60	0.60[1]	0.46	0.33	0.35
Greenhouse gas (GHG) emissions					
GHG emissions (scope 1 + scope 2) & intensity					
MT CO_2	12,001	14,230[1]	14,899	9,689	10,100
Kg CO_2/MT product	45.63	51.66[1]	49.04	43.98	44.86
Business travel & employee commuting (scope 3) & intensity					
MT CO_2	2,472	1,718	1,251	775	-
Kg CO_2/FTE	2,037	1,443	1,090	1,101	-
Waste					
Total waste & intensity					
MT	3,262	3,064	2,302	2,117	1,936
Kg/MT product	12.40	11.12	7.94	9.61	8.60
Waste separation					
% of separation	35%	26%	32%	23%	16%
Packaging					
Primary packaging material per type					
MT plastic	1,728	2,905	2,651	2,141	-
MT paper	2,099	3,418	3,689	3,149	-
MT other materials	159	348	81	245	-
Package-to-product ratio					
Kg primary packaging material/kg product	0.02	0.02	0.02	0.03	-
Water					
Water consumption & intensity					
m^3	32,895	47,025	47,794	21,096	-
m^3/MT product	0.13	0.17	0.16	0.10	-

1 *Restatement*

Social

Indicator	2023	2022	2021	2020	2019
Male/female ratio					
% male	68%	68%	69%	67%	70%
% female	32%	32%	31%	33%	30%
Age structure of employees					
% <30 year	19%	17%	17%	18%	19%
% 30 < 40 year	31%	34%	30%	28%	28%
% 40 < 50 year	25%	26%	28%	28%	30%
% 50+ year	25%	23%	25%	26%	23%
Nationalities of employees					
# of nationalities	32	32	31	20	22
Workforce composition					
% permanent	92%	94%	95%	-	-
% non-permanent	8%	6%	5%	-	-

Governance

Indicator	2023	2022	2021	2020	2019
Business integrity					
# of substantiated whistleblower reports	4	2	1	2	-
# of whistle-blower report investigations finalized	4	2	2	1	-

ESG performance

Long-term value creation
Acomo creates long-term sustainable value for its stakeholders by maximizing opportunities and innovation. Acomo and many of its subsidiaries have a long history of building long-lasting relationships with partners. Through various acquisitions, the Group has differentiated its product portfolio, sourcing network, and end markets over the years. Acomo is well-positioned to serve growing and attractive markets in both conventional and organic plant-based food ingredients and solutions. Increasing collaboration between the operating companies allows Acomo to create added value throughout the segments.

The sustainability-linked features within the amended and extended Group facility agreement were activated during 2023. Acomo reaffirmed the Group's consistent dividend policy in 2023 with a proposed full-year dividend of €1.15. During the year, the Acomo companies supplied customers with food ingredients and solutions with a total value of €1,266 million. Employees were paid €94.9 million for their services. Banks were paid €15.4 million in interest. Acomo paid €13.9 million in corporate income tax.

Plant-based and natural food ingredients and solutions
The vast majority (>98%) of the products sourced, traded, processed, packaged, and distributed by the Acomo companies are plant-based and natural, and associated with many health and nutritional benefits.

Almost all our entities (84%) meet the requirements of global food manufacturers and retailers under a GFSI-recognized food safety management system. Nevertheless, requirements and norms are becoming more stringent. Several of the facilities of the Acomo entities underwent an unannounced audit in 2023, ensuring their commitment and alignment to the highest quality and food safety standards. Acomo companies maintain SQF, BRC, IFS and FSSC 22000 food safety certifications. Similar schemes are implemented by a vast majority (80%) of our third party operators who execute processing and packaging activities for goods owned by the Acomo operating companies.

Quality Managers from the Acomo companies participated in working groups of industry organizations to keep aligned with upcoming changes and share practices with other companies. In 2023, we organized the annual Acomo Quality & Food Safety training programme at the SnickEuroIngredients premises in Ruddervoorde (BE), bringing together the Quality Managers of the Group. In this programme, new food safety developments were discussed such as the detection of chemical contaminants within foods and newly introduced regulation. Best practices on those and other developments were shared within the Group.

Responsible and resilient supply chains
Acomo further developed its environmental and social supply chain due diligence programme in 2023 in preparation for the upcoming EU legislation on corporate sustainability due diligence throughout global value chains. A provisional deal was reached on the Corporate Sustainability Due Diligence Directive (CSDDD), alongside topical due diligence legislation on deforestation-free supply chains (EUDR) and forced labour. Companies are expected to integrate due diligence into their policies; identify actual or potential adverse human rights and environmental impacts; prevent or mitigate potential impacts; bring to an end or minimize actual impacts; establish and maintain a complaints procedure; and monitor the effectiveness of the due diligence policy and measures.

Acomo published the Acomo Human Rights Policy and the Environmental Policy in 2023. We believe that business can only succeed sustainably when and where human rights are protected and respected and when operated in a manner that protects the environment. We aim to prevent and address any negative impacts we may have on the rights of those whom we employ, do business with, or interact with along our supply chain. Consequently, we updated the Acomo SPEAK UP! platform on the Acomo website. Other than internal stakeholders, e.g. employees, now external (value chain) partners also have the opportunity to confidentially report any alleged or suspected misconduct or wrongdoing. The whistle-blower procedure was expanded and the accessibility of the Acomo SPEAK UP! platform improved by establishing a dedicated link on the website of the Acomo companies, which directly provides access to the Acomo SPEAK UP! platform.

In 2023, a working group with representatives from the Acomo companies was established to draft a Due Diligence procedure. The cornerstone of the Acomo Due Diligence approach is the risk classification of the suppliers and ingredients. We decided to end our participation in the Public Private Partnership Sustainable Insights of Agri Commodity Flows. Instead, we opted for a Group membership of the Supplier Ethical Data Exchange (SEDEX) platform. SEDEX is an innovative and effective supply chain management solution, helping to indicate risks and improve supply chain practices. Several of the Acomo companies were already onboarded on the platform and have started mapping and matching their supply chains in the system. This will be followed by a risk assessment and successive compliance check on any high-risk suppliers. In 2024 the remaining Acomo companies will join the SEDEX platform to carry out the supply chain due diligence.

After an assessment of risks amongst its product categories and geographies, Catz International applied for and received funds for a project to eradicate child labour in ginger (Nigeria origin) and coconut (Philippines origin) production. In partnership with the Royal Dutch Spice Association, Catz nvestigates the specific risks of child labour within the selected supply chains and implement concrete measures to prevent child labour where necessary. Phase A of this project, in which an NGO conducted desk-based research and collected field-level data, ran from 2021 until 2023. On the basis of this research, it was decided to continue to phase B for the ginger project in Nigeria. To start, ginger producers and communities were selected to participate in the project. A local NGO is currently conducting research in these communities on what the best steps are to mitigate the root causes of child labour.

A new EU law, the EU Deforestation Regulation, is impactful for the Group, especially for Tradin Organic. The EUDR dictates that from 31 December 2024, cocoa, coffee, soy and palm oil (and a few other commodities outside our scope) can only enter the EU market if it is demonstrated that these products were not grown on recently deforested land. New border and custom controls will be set up for every in- and outgoing shipment of products in scope. Tradin Organic is working closely together with suppliers and farmer cooperatives to prepare for this and ensure inclusive compliance. Critical to compliance is data availability, amongst which geolocation data for all involved fields, regularly analyzed on deforestation patterns & risk, as well as full batch traceability including timebound harvest data. Digitalization of farm management and transactions made is key to making this process faster and more efficient. Read more about the latest technology applied by Tradin Organic in the Spotlight on page 77.

Sustainable agriculture

Acomo aims to build its partners' capabilities to cultivate and produce sustainably. In several product groups, certification programmes covering significant percentages of the traded volumes are established to protect natural ecosystems from harmful agricultural cultivation and ensure fair social circumstances for farmers and workers. From the Acomo product sales is 29% certified according to the organic integrity standards. Several of our companies (Royal Van Rees Group, Tradin Organic and Delinuts) successfully underwent the transition audit process for the Rainforest Alliance Chain of Custody certification and are now compliant with the Rainforest Alliance 2020 Certification Program, which fosters not only transparency but also responsible business practices by companies throughout the supply chain. Furthermore, in June 2023, Catz International became an official member of the Sustainable Spices Initiative (SSI). The SSI aims to sustainably transform the mainstream spices sector, thereby securing future sourcing and stimulating economic growth in producing countries. As a member, Catz committed to the SSI objectives on sustainable sourcing of spices. In 2022-2023, several Acomo companies applied for RSPO Group Membership, including Tradin Organic, Kingnuts & Raaphorst, and Delinuts. In addition to certification, Acomo has initiated and implemented efforts over the past year aimed at sustainable agroforestry, regenerative agriculture projects, and the reduction of agrochemical usage.

In 2023, Tradin Organic kicked off a €2.5 million project supported by the European Union (EU) to scale its sustainable cocoa project in Sierra Leone. Over the next three years, Tradin Organic and its consortium of partners will work on deforestation prevention and improving cocoa farmers' livelihoods by further building regenerative agroforestry systems. Tradin Organic and its partners organize sourcing, training, seedling distribution, and community projects through an intricate network of 153 Farmer Field Schools. The investment will be used to merge and scale two existing programmes to boost productivity and livelihoods whilst protecting nature and biodiversity. In the Child Protection Program, 50 additional Village Saving and Loan Associations will be set up next to the existing 57. VSLAs are farmer-led micro-banks in which the farmers save together and loan to each other, preventing debt and allowing their children to go to school. In the Agroforestry Program, thousands more farmers will be trained on dynamic agroforestry with partner Ecotop and plant over 1,000 hectares with various crops and trees.

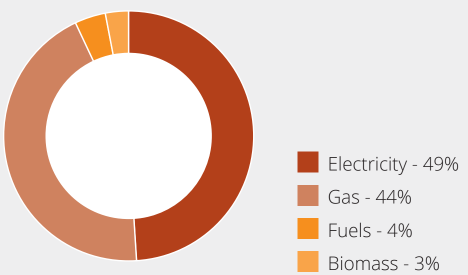
The agroforestry systems being developed in Sierra Leone are designed to be balanced and resilient to climate change. The importance of these conditions for global cocoa production is increasing, as conventional agriculture is under pressure from rising energy and input prices and increasingly affected by erosion, droughts and storms. In Sierra Leone, Tradin Organic uses a Regenerative Organic Certified system. Regenerative Organic goes beyond organic and requires farmers to actively improve soil health and biodiversity. In addition, Tradin Organic will further explore the generation of 'carbon removal units', a way in which farmers could be rewarded for the additional carbon sequestered by the trees on their farms. This could offer companies with Net Zero targets an impactful way to offset any unavoidable emissions.

Engaged and thriving employees

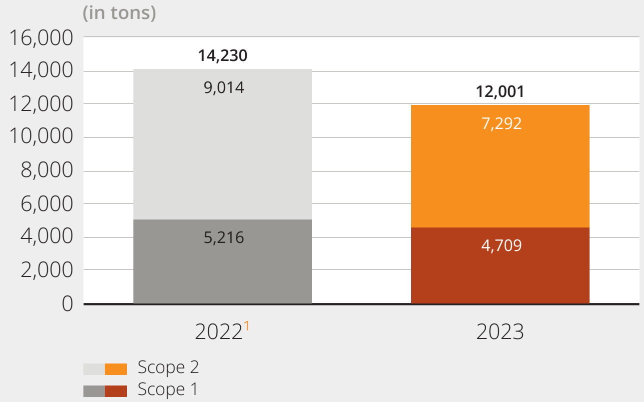
Acomo recognizes the crucial importance of engaged and thriving employees for the success of the Group. In addition to attracting new talent, it is of the utmost importance to develop and retain talent within the Group. In 2023, 92% of the employees received a regular performance and career review. Staff across the Group has followed a variety of technical, educational, language, and compliance training workshops and programmes in 2023. At Red River Commodities, various employee programmes were started, including extensive onboarding training programmes and 'pay for skills' initiatives to develop staff and reduce turnover.

Several companies strengthened occupational health and safety systems, including through additional training of staff. Snick EuroIngredients made a range of investments in 2023 to improve the ergonomic working environment of the production employees, including the implementation of lifting aids at all workplaces, mobile and height-adjustable work tables and high-lift pallet trucks. At Red River-Van Eck and FISCe, employees were offered the opportunity to participate in a Preventative Medical Examination. Red River Commodities investigated and validated the need to hearing conservation programme to protect workers hearing for its facilities. A dust hazard analysis audit was completed at Fargo Processing and Wildlife facilities. A dust hazard analysis is a systematic review and assessment of processing equipment and facilities to address and manage combustible dust hazards to ensure safety of plant personnel and operations. Efforts continue to address priority items found during audit.

Energy consumption

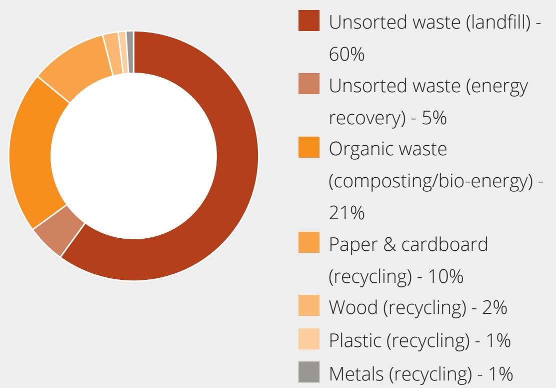


CO_2 emissions by scope



1 *Restatement*

Waste generated by type



Environmental

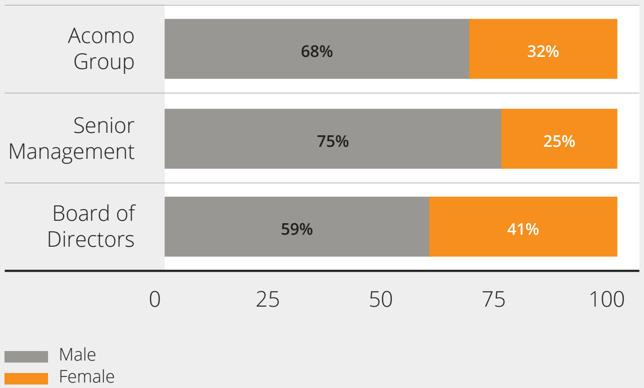
The absolute consumption of energy as well as the intensity ratios based on the production volumes decreased for the group companies in 2023. Energy consumption went down by 5%, mainly due to lower gas consumption. Electricity efficiency improvements were made in the North America operations by additional installment of LED lighting. In 2023, we conducted Energy Efficiency Directive (EED) energy audits for our EU operational activities and submitted the reports to the relevant government agencies. The EED energy audit provides a detailed overview of all energy flows within the Company, as well as insights into possible savings measures and their expected effects. We will follow-up on the identified savings potential in the years to come. The share of renewable energy as part of the total energy consumption increased to 8.7%. Starting in September 2023, Red River Commodities began purchasing Renewable Energy Certificates (RECs) from wind power for its North Dakota facilities. Tradin Organic installed 610 solar panels on the roof of its warehouses at the sunflower oil processing plant in Bulgaria. Combined with the existing biomass steam generator in Bulgaria, this makes the plant even more sustainable.

GHG Scope 1 and 2 emissions saw a sharp decrease of 16% compared to 2022. As described above, the Acomo companies consumed less energy and the share of renewable energy increased due to the purchase of green electricity in the US and the installment of solar panels in Bulgaria. Further reduction plans are focused on the purchase and production of renewable energy as well as improving energy efficiency. We established a focused reduction planning for the two Acomo companies with the biggest environmental footprint, while the other companies are covered by the savings measures as defined by the EED reports. We are preparing for the upcoming Corporate Sustainability Reporting Directive (CSRD) by finetuning the calculation of the Greenhouse Gas (GHG) emissions for the scopes of the Greenhouse Gas Protocol. Acomo has reported business travel and employee commuting as part of the scope 3 emissions. In 2024, Acomo will focus on obtaining more data to calculate meaningful scope 3 emissions, including outsourced logistics, external warehousing, external processing, and purchased goods.

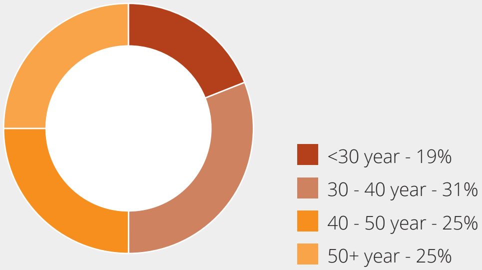
Water consumption within the operational activities of the Acomo companies decreased significantly. This was mainly due to an improvement in the water application of one of the production lines during the sterilization of cocoa mass at the organic cocoa processing location Crown of Holland in Middenmeer (NL).

The figures show that our packaging-to-product ratio is rather low, and the packaging materials we use are almost exclusively mono-materials. Most of the waste streams relate to the unpacking of materials at our facilities. Through various initiatives within the operations, waste separation was improved (from 26% in 2022 to 35% in 2023) to enable recycling of materials to boost circularity. The main improvements were made through the collection of cardboard in the North America operations to reduce the volumes of waste going to landfill.

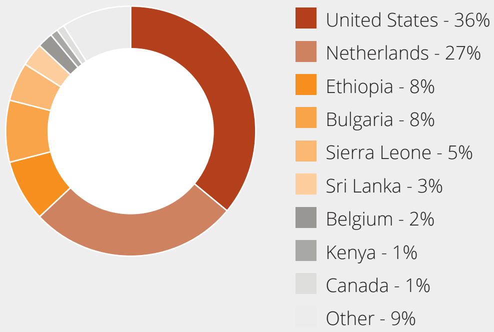
Male/female distribution



Age structure



Top-10 nationalities



Social

Acomo aims to build and maintain a diverse and inclusive work environment that prohibits discrimination and harassment and offers equal opportunities for all employees. Acomo has published and implemented a new Group-wide Diversity and Inclusion policy in 2023. The Diversity and Inclusion policy sets specific, appropriate and ambitious targets in order to achieve a good balance in gender diversity and the other diversity and inclusion aspects of relevance to the Company.

Several dimensions of diversity are represented in our Company. First, our employee base consists of 32 different nationalities. The gender distribution within the Acomo Group is 32% women and 68% men. The Board of Directors comprised 41% women and 59% men in 2023, while the Acomo senior management consisted of 25% women and 75% men.

Governance

Acomo's principles for a responsible work environment are articulated in the Acomo Code of Conduct. Misconducts can be reported through the updated Acomo SPEAK UP! platform, available on the Acomo website. Reports made in 2023 were thoroughly examined by Internal Audit and the outcomes were reported to the Board.

The Board of Directors, through the Audit Committee, is responsible for monitoring of the integrity and quality of the Company's financial reporting and internal risk management and control systems. More information on the Company's risk management and the 2023 developments can be found in the chapters Corporate Governance and Risk Management and Control.

EU Taxonomy

The EU Taxonomy Regulation is a common classificationclassification system, establishing a list of environmentally sustainable economic activities, which entered into force in July 2020. The EU Taxonomy Regulation should play an important role in helping the EU scale up sustainable investment and implement the European Green Deal.

The EU Taxonomy Regulation establishes six environmental objectives:

- Climate change mitigation;
- Climate change adaptation;
- Sustainable use and protection of water and marine resources;
- Transition to a circular economy;
- Pollution prevention and control; and
- Protection and restoration of biodiversity and ecosystems.

In 2022, the EU adopted the second Delegated Act on sustainable activities for climate change adaptation and mitigation objectives. In 2023 the sustainable activities for the other four environmental objectives were published. The results of this classification need to be reported annually on a company specific basis. In the first stage, companies must examine whether an activity is described in the Delegated Acts, as only those activities are 'eligible' for the EU Taxonomy. As a second step, an analysis needs to be conducted to determine whether the economic activity is 'aligned' with the specified technical screening criteria in the Delegated Acts within the Taxonomy. These technical screening criteria mean that an economic activity must make a substantial contribution to the environmental objective and, in addition, may not cause any significant damage ('do no significant harm') to the other environmental objectives. In addition, companies must comply with the minimum safeguards with regard to human rights and good business conduct with regard to bribery, corruption, fair competition, and taxes ('minimum safeguards').

EU Taxonomy KPIs

	Revenue	CapEx	OpEx
Taxonomy eligible and aligned activities (%)	-	8.0	-
Taxonomy eligible activities (%)	-	11.1	6.2
Taxonomy non-eligible activities (%)	100	88.9	93.8
Total (x € million)	1,266	2.6	11.6

EU Taxonomy - KPIs

For 2023, Acomo is subject to reporting the share of Taxonomy-'eligible' and 'aligned' activities contributing to the objectives of climate mitigation and/or adaptation, and the share of 'eligible' activities contributing to the other environmental objectives in Revenue, Capital Expenditures, and Operating Expenses.

EU Taxonomy - Revenue

None of the Group's revenue-generating activities are currently described in the Delegated Acts. Hence, the EU Taxonomy-eligible and aligned revenue for 2023 is 0%. If the specific economic activities for the Acomo companies are added to the Delegated Acts, the eligibility percentage for the Acomo turnover will increase significantly.

EU Taxonomy - Capital Expenditures

Only a small part of the Acomo 2023 investments in the intangible assets, property, plant, and equipment are currently described under the activities of the Delegated Acts. These are investments in emission-free and low emission internal transport equipment, installation of energy efficient lighting and installation of PV systems. The investments in the vehicles and machinery category comprise 40% of the 2023 total, of which 11.1% qualifies as 'eligible'. We have analyzed the capital expenditures of 2023 and assessed if they met the 'substantial contribution' and 'do no significant harm' criteria. Due to the technicality of the criteria and the strict documentation requirements, only the investments in LED lighting and PV-systems can currently be reported as 'aligned'. Please refer to the EU Taxonomy table on pages 142-143 for more details.

EU Taxonomy - Operating Expenses

Only a small part of our total operating costs is currently described under the activities of the Taxonomy. According to the Delegated Acts, this should cover direct, non-capitalized costs related to research and development, measures for renovation of buildings, short-term leases, maintenance and repair, and all other direct expenses related to the day-to-day maintenance of tangible fixed assets. The total costs of these activities amounted to €11.6 million in 2023, representing 10% of total operating expenses. Of these costs, 6.2% relates to assets or processes related to taxonomy-oriented economic activities, including the lease and maintenance of electric forklifts and the operation of a biomass steam generator. We have analyzed the operational expenditures of 2023 and assessed if they met the 'substantial contribution' and 'do no significant harm' criteria. Due to the technicality of the criteria and the strict documentation requirements, we are currently not able to report any of the expenditures as 'aligned'. Please refer to the EU Taxonomy table on pages 142-143 for more details.

'Minimum safeguards'

As a Dutch listed company, we adhere to all applicable rules and regulations in the countries where we are active. The Acomo Code of Conduct outlines our shared ethical standards for conducting business. The principles align with international frameworks and guidelines such as The Dutch Corporate Governance Code and OECD Guidelines for Multinational Enterprises, and apply to all employees of the Acomo Group worldwide. Moreover, Acomo has a Supplier Code of Conduct to clarify our expectations in the areas of business integrity, labour practices, health & safety, and environmental management.

CATZ CHARITY FOUNDATION

The Catz Charity Foundation was founded after the deadly tsunami in 2004 with the objective to channel individual initiatives of Catz International employees and other partners. The foundation focuses on small-scale projects with reliable partners and minimal overhead costs to ensure that all donations maximally benefit those who need it. The Catz Charity Foundation supports several local organizations with financial and material donations. The foundation aims to help vulnerable people in their most basic living conditions, such as shelter, food and education.

In 2023 the Catz Charity Foundation was able to support the following:

Blessed Generation, a foundation that provides food, medicine, and education to nearly 1,000 Kenyan children and young adults.

Doctors Without Borders, who provided medical assistance to people in Southern Turkey and Northern Syria affected by the earthquakes in February.

Stichting Kansarmen Sri Lanka in a project for clean drinking water and sanitary facilities at a school in the UVA Province of Sri Lanka.

A **Wilde Ganzen** project: supporting the replacement of two cars for transport of disabled patients in Fodo, on the Nias Island in Indonesia.

Help Mij Leven Foundation, which is committed to helping Brazilian children in need. CCF contributed to a project that provided lunches to 240 children at a soccer school.

An **emergency response initiative** by the Malawi office of sister company Van Rees. Blankets, food, pots and pans were provided to communities that were affected by the cyclone Freddy.

A **Wilde Ganzen** project: purchase of an ambulance for the transport of patients from the Central and East Lombok districts in Indonesia to clinics and hospitals.

The international microfinancing foundation **Deki**, in its Cooperatives programme to create and support new agricultural cooperatives and train farmers in good agricultural practices in Togo.

For more information: www.catzcharityfoundation.nl. For donations please transfer your funds to: IBAN NL79ABNA0439501385.
The Catz Charity Foundation is a Dutch public benefits organization (ANBI registered).

FROM A SMALL TRADING COMPANY TO A GLOBAL FOOD INGREDIENT GROUP

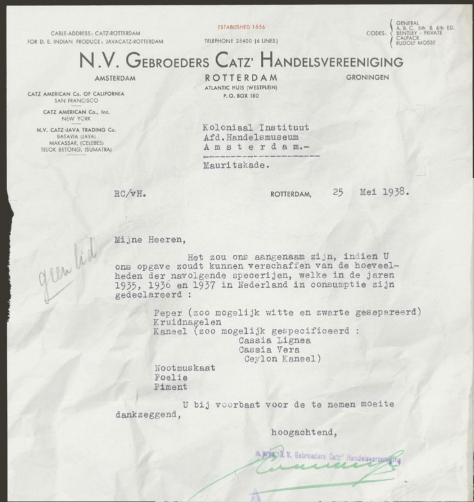
presented in partnership with the National Archives

Today, Acomo is known as a globally operating group of companies sourcing, trading, processing, packaging, and distributing plant-based and natural food ingredients and solutions. Consumers around the world enjoy products that have, at one point or another, passed through our hands for value-added processing. But long before Acomo became the household name it is now, a small trading company in Groningen by name of the Catz Brothers' Trading Association was already laying the foundations for over one and a half century of spectacular growth. This history is documented in the Dutch National Archives by photographs and documents that highlight the range and sophistication of Catz' trading activities through the years.

The first photograph shows Bernhard Catz and his son Emile Catz at work in their offices in Groningen in 1911. We see Bernhard with a telephone on his desk, while his son is working on a typewriter. Combined with the made-to-measure window blinds and the heating radiator with decorative elements, the image shows a modern and professional office equipped with the latest communication technology and material comforts.

The Catz family business traded in bakery and tropical products. At the time, they were particularly renowned for their specialities: vials of 'supra fine Genoa oil' – olive oil named after the Italian port city, sold in the Netherlands as a salad dressing – and medicinal cod liver oil.

Besides oils, Catz was also a major trader of spices – a branch that remains at the heart of Catz International's activities to this day. Correspondence between the Catz company and what is now called the Royal Tropical Institute – can be found in the National Archives in The Hague. In letters dating back to the 1930s, Catz inquires as to the volumes of spices consumed in the Netherlands in the preceding years. Such correspondence confirms that Catz was already conducting market research at the time, assessing the level of demand for white and black pepper, cloves, cinnamon, nutmeg, mace, and allspice. Catz spices were packed and sold in small spice jars labelled with the 'De Vulkaan' (The Vulcano) brand.



ESTABLISHED 1856

CABLE-ADDRESS: CATZ-ROTTERDAM
FOR D. E. INDIAN PRODUCE: JAVACATZ-ROTTERDAM

TELEPHONE 25400 (6 LINES)

CODES: GENERAL, A. B. C. 5th & 6th ED., BENTLEY - PRIVATE, CALPACK, RUDOLF MOSSE

N.V. GEBROEDERS CATZ' HANDELSVEREENIGING

AMSTERDAM — ROTTERDAM — GRONINGEN

ATLANTIC HUIS (WESTPLEIN)
P.O. BOX 180

CATZ AMERICAN Co. OF CALIFORNIA
SAN FRANCISCO

CATZ AMERICAN Co., Inc.
NEW YORK

N.V. CATZ-JAVA TRADING Co.
BATAVIA (JAVA)
MAKASSAR, (CELEBES)
TELOK BETONG, (SUMATRA)

Koloniaal Instituut
Afd. Handelsmuseum
A m s t e r d a m.-
Mauritskade.

RC/vH. ROTTERDAM, 25 Mei 1938.

geen lid

Mijne Heeren,

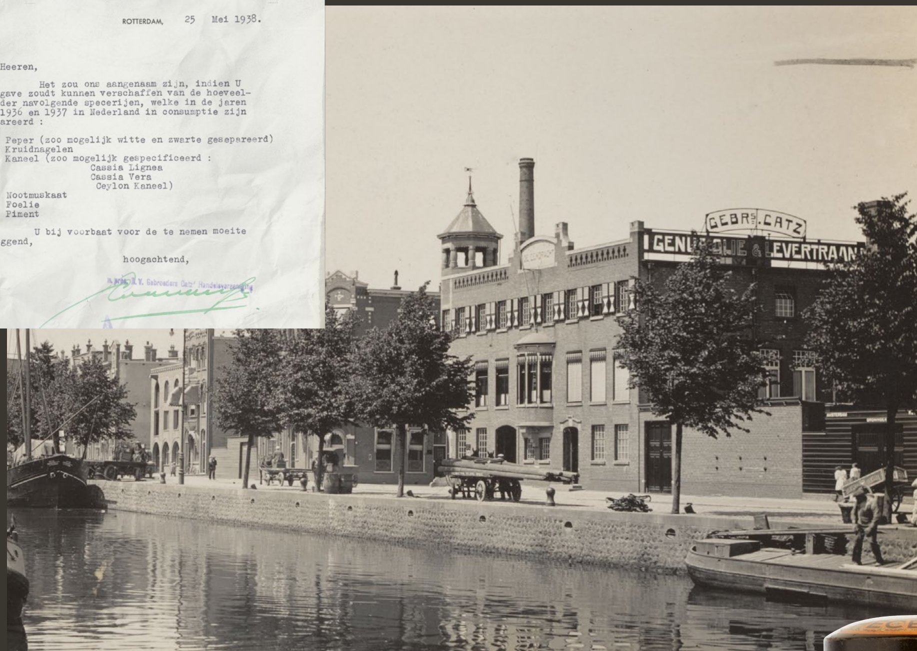
Het zou ons aangenaam zijn, indien U ons opgave zoudt kunnen verschaffen van de hoeveelheden der navolgende specerijen, welke in de jaren 1935, 1936 en 1937 in Nederland in consumptie zijn gedeclareerd :

Peper (zoo mogelijk witte en zwarte gesepareerd)
Kruidnagelen
Kaneel (zoo mogelijk gespecificeerd :
Cassia Lignea
Cassia Vera
Ceylon Kaneel)
Nootmuskaat
Foelie
Piment

U bij voorbaat voor de te nemen moeite dankzeggend,

hoogachtend,

N.V. Gebroeders Catz' Handelsvereeniging



In our final photo, we see the newly completed processing facility 'de Eendracht' (Unity) in Groningen. The building, designed by architect P.M.A. Huurman, was acclaimed as "fully furnished according to the requirements of modern time with central heating, electric lighting and motive power". The building doubles as a warehouse storing casks of honey, molasses, candied citrus peels, et cetera for the confectionery industry.

Some fifty years later, Catz International – by then a leading trading house of tropical products with its headquarters in Rotterdam – would purchase the ailing Rubber Culture Society 'Amsterdam' through a successful reverse takeover, marking the birth of 'Amsterdam Commodities' (or, in short, Acomo) as a group of international trading companies. And the rest, as they say, is history: as the Group grew and expanded into a wider range of value-added processing activities, the 'commodities' were eventually dropped from the name. Today, Acomo is simply Acomo – but the Catz Brothers' entrepreneurial and pioneering spirit, as well as their profound knowledge of the global spice trade, remain a crucial part of our Group's DNA.

THE BOARD OF DIRECTORS

Bernard Stuivinga[1]
(1956, m, Dutch)
Non-Executive Chair

Non-Executive Chair since April 2017. Prior to this he served as Chair of the Supervisory Board from 2002. End of current term: 2026.

Attorney-at-Law and Tax Advisor.

Yoav Gottesman[2]
(1952, m, British)
Non-Executive Director

Non-Executive Director since April 2017. Prior to this he served as member of the Supervisory Board from 2002. End of current term: 2024.

Former Director of various companies, predominantly in the commodity and food industry. Private Investor in technology and private equity ventures.

Machtelt Groothuis[2]
(1970, f, Dutch)
Non-Executive Director

Non-Executive Director since April 2017. Prior to this she served as member of the Supervisory Board from 2013. End of current term: 2027.

Entrepreneurial Impact Investor, currently at Rubio Impact Ventures, and Boardroom Advisor.

1 *Audit Committee*
2 *Remuneration and Selection & Appointment Committee*

Jan Niessen[1]
(1963, m, Dutch)
Non-Executive Director

Non-Executive Director since April 2017. Prior to this he served as member of the Supervisory Board from 2011. End of current term: 2027.

Managing Director of Mont Cervin Sarl.

Victoria Vandeputte[1]
(1971, f, Belgian)
Non-Executive Director

Non-Executive Director since September 2021. End of current term: 2025.

Chief Innovation & Marketing Officer at Diversi Foods and Non-Executive Director at Ackermans & van Haaren, former Global Director Category Management at CSM Bakery Solutions.

Allard Goldschmeding
(1964, m, Dutch)
Executive Director

Executive Director since April 2016. End of current term: 2024.

Non-Executive Director at Plukon Food Group, former CFO Pork at VION Food (a.i.), former VP/regional CFO at KraftHeinz, former Principal Archstone Consulting, former VP Corporate Control at Sara Lee Corp.

1 *Audit Committee*

“The past year was an important one for corporate governance, not just for Acomo but for all major corporations with activities in the EU. Companies prepared for the EU Corporate Sustainability Reporting Directive (CSRD, requiring to provide limited assurance reports on their sustainability metrics and performance as of 2024. The Directive provides a helpful framework to track and quantify sustainability efforts and results, empowering the Group to increase its sustainability impact in a targeted, measured and well-structured way. Acomo continues to emphasize its full commitment to its mission to enhance access to plant-based and natural food ingredients and solutions through sustainable supply chains. We embrace the CSRD as an opportunity to keep us on track and accelerate our global impact in providing high-quality, sustainable plant-based options to customers and consumers around the world.”

Bernard Stuivinga
Non-Executive Chair

CORPORATE GOVERNANCE

Governance structure

Introduction

Acomo is incorporated and based in the Netherlands. Consequently, its governance structure is based on the requirements of Dutch legislation and the Company’s Articles of Association, complemented by internal policies and procedures. Given the worldwide exposure of Acomo’s businesses, the international context is of vital importance, and international developments are closely monitored. Acomo has always sought to develop its governance in line with the Dutch Corporate Governance Code (‘the Code’, see www.mccg.nl) and international best practices. Any substantial changes in Acomo’s corporate governance structure will be submitted for approval to the Annual General Meeting of Shareholders (‘the AGM’).

On 20 December 2022, the Corporate Governance Monitoring Committee published an update to the Code, replacing the previous version (2016). The revised Code applies to financial years starting on or after 1 January 2023. Hence, ACOMO N.V. will account for compliance with the updated Code for the first time as part of the assessment over the 2023 reporting year. The update of the Code mainly concerns 1. long-term value creation, 2. diversity & inclusion, 3. the role of shareholders, and 4. technological developments.

Acomo supports, monitors, and ensures compliance with the principles and best practice provisions stated in the 2016 version of the Code while maintaining some of its departures from the Code (see page 43) and explaining any deviations from its best-practice provisions. An extensive assessment of the compliance with the individual principles of the Code can be found on the Acomo website. We continue to monitor and assess our corporate governance structure to ensure compliance with the Code, applicable laws and regulations, and relevant developments.

Board of Directors

The task of the Board is to manage the Company, which includes responsibility for the performance of the Group as well as the implementation of the Company’s role, objectives, and long-term strategy within the risk profile, taking into account corporate social responsibility aspects that are relevant to the Company. The Board is a one-tier board, and the responsibility of the directors is collective, considering their respective roles as executive directors and non-executive directors. The majority of directors are non-executive directors, who essentially have a supervisory role. The Company currently has one Executive Director.

A list of the current directors, with their dates of appointment and their other major appointments, is set out in the chapter The Board of Directors on pages 38-39.

Roles and responsibilities

The following matters are the joint responsibility of the Board: structural and constitutional matters, corporate governance, sustainability, approval of dividends, approval of overall strategy for the Company, approval of significant transactions or arrangements in relation to mergers, acquisitions, joint ventures and disposals, capital expenditure, contracts, litigation, financing, and pensions.

The Non-Executive Directors of the Board have, however, delegated the operational running of the Group to the Executive Director with the delegation and allocation of certain activities as indicated above to him respectively which are to be carried out in line with pre-determined authorization limits as set by the Board. The Executive

Skills	Stuivinga	Gottesman	Groothuis	Niessen	Vandeputte
International business experience	x	x	x	x	x
Industry knowledge		x	x	x	x
M&A experience	x	x	x	x	
Finance, audit & risk	x			x	x
Governance, regulatory compliance & legal	x		x	x	
Sustainability & CSR			x		x
Investor relations	x	x	x	x	x

Director reports to the Board and is able to delegate any of his powers and discretions.

The role of non-executive directors is to supervise the Group activities of executive directors and the general course of affairs of Acomo. Non-executive directors support executive directors with solicited and unsolicited advice. In the fulfilment of their task, non-executive directors look in the first place to the interests of the Group, taking into consideration the fair interests of all parties concerned.

The supervision of non-executive directors includes the following aspects:

- Realization of the Company’s objectives and strategy with attention to the risks related to the Company’s activities, strategy, and consideration for its corporate social responsibility;
- Process of financial reporting;
- Observance of laws and regulations;
- Sound corporate governance; and
- Relations with shareholders.

Acomo Group Specialists support the Board with expertise and advice in executing the Company's strategy and business priorities and providing the required updates and information on industry transforming topics such as sustainability, cybersecurity and digitization.

Diversity and inclusion

Acomo pays close attention to diversity, including gender diversity, in the profiles of new directors of the Board in accordance with section 166, subsection 2 of the Dutch Civil Code.

On 1 January 2022, ‘the Act’ on a balanced ratio of men and women on management and supervisory boards has entered into force. The Act provides for a gender quota (at least 1/3 men and 1/3 women) for the non-executive directors of public limited liability companies listed on a regulated market in the Netherlands; and a self-imposed, appropriate and ambitious target for the supervisory board, management board and senior management of large (public) limited liability companies in the Netherlands, with an obligation to draw up a plan and to report on this in their management report and to the Social Economic Council in the Netherlands (SER).

For Acomo, both the non-executive directors’ quota and the target for the executive Board members and senior management will apply. Acomo adheres to the gender quota for the non-executive directors. Acomo has published and implemented a new Group-wide Diversity and Inclusion policy in 2023. The Diversity and Inclusion policy sets specific, appropriate and ambitious targets in order to achieve a good balance in gender diversity and the other D&I aspects of relevance to the Company. For more information please refer to our Diversity and Inclusion policy which can be found on the website.

Composition and appointment

Non-executive directors are appointed for a term of four years with the possibility of re-appointment for consecutive four-year, or shorter, terms.

The term is based on the requirement for experience and in-depth expertise in the sourcing, trading, processing, packaging, and distribution of conventional and organic food ingredients and solutions. Reappointment of non-executive directors can take place at the end of each term after careful consideration of their past performance and the adequacy of their profile to the desired composition of the Board.

Executive director appointments are for a maximum period of four years with the possibility of re-appointment for consecutive four-year terms, in line with best practice provision 2.2.1 of the Code.

In compliance with this best practice provision, the Board of Directors has drawn up a rotation schedule in order to avoid, as much as possible, a situation in which multiple non-executive Board members retire at the same time. The rotation terms are included in The Board of Directors section as part of this report on pages 38-39 and are also available on our corporate website.

On 27 October 2023, the Company issued a press release about the early resignation of the CEO for personal reasons, effective 1 November 2023. There were no other events of early retirement of a member of the Board of Directors.

The Board is the authorized body to adopt resolutions to issue common shares and/or grant rights to acquire common shares up to a maximum of 10% of the issued share capital. The Board is the authorized body to adopt resolutions to restrict or exclude pre-emptive rights in relation to the issue of common shares and/or the granting of rights to acquire common shares. Shares held by Board members of the Company on whose Board of Directors they serve are considered to be long-term investments. In accordance with provision 2.7.5 of the Code, we report that no transactions occurred in 2023 between the Company and legal or natural persons who hold at least 10% of the shares in the Company.

Best practice provision 2.8.1 of the Code is not applicable to the Company as there were no takeover events or situations that occurred in 2023.

Information following the Takeover Directive Decree is included on page 140.

The rules regarding meetings, decision-making and working procedures of the Board of Directors can be found in the Articles of Association and the Board's Rules of Procedure. Both documents are published on the Company's website: www.acomo.nl/corporate-governance.

Committees of the Board

Acomo has two Board committees: an Audit Committee and a Remuneration and Selection & Appointment Committee. The committees have an advisory role based on a mandate from the Board. Only the Board has decision-making power. Each committee reports its deliberations, findings and recommendations after each meeting to the full Board. The committees operate pursuant to terms of reference set by the Board in accordance with the law and the Code. The terms of reference are available on our website.

Audit Committee

The Audit Committee undertakes preparatory work for the Board's decision-making regarding the supervision of the integrity and quality of the Company's financial and sustainability reporting and the effectiveness of the Company's internal risk management and control systems as referred to in best practice provisions 1.2.1 to 1.2.3 of the Code. It focuses among other things on the supervision of the executive Board members with regard to: I. relations with, and compliance with recommendations and follow-up of comments by, the internal and external auditors, and any other external party involved in auditing the sustainability reporting; II. the funding of the Company; and III. the Company's tax policy.

The Audit Committee consists of at least two members. All members of the Audit Committee are non-executive directors of the Board. More than half of the members of the committee are independent within the meaning of best practice provision 2.1.8 of the Code.

Remuneration and Selection & Appointment Committee

The Remuneration and Selection & Appointment Committee assists and advises the Board in fulfilling its responsibilities with respect to determining the Company's remuneration strategy and principles for directors of the Board, to draft proposals to the Board for the remuneration policy for directors of the Board, as well as the implementation of the remuneration policy for the directors of the Board and to report to stakeholders, through the Company's Annual Report, on these matters. The committee also periodically assesses the executive directors compensation and participation in benefit/incentive plans. The committee has overall responsibility for evaluating and proposing the Acomo Group's executive directors and employee compensation and benefit and incentive plans, policies, and programmes.

The committee further recommends individuals to the Board for selection and appointment as both executive and non-executive directors of the Board, as well as for selection and appointment of members of the committee. It also reviews the Group's senior management development to help assure appropriate succession planning in the Company's executive ranks and oversees Acomo's activities in the areas of leadership and organization development. The committee supports the Board in adopting appropriate standards and practices for the Company's corporate governance structure, and leads the Board in its periodic performance review.

Annual General Meeting of Shareholders

Acomo's shareholders meet at least once a year in a General Meeting, which normally takes place in Rotterdam, the Netherlands. When deemed necessary in the interests of the Company, an Extraordinary General Meeting may be convened by resolution of the Board.

Important matters that require the approval of the General Meeting of Shareholders are:

- Adoption of the annual accounts;
- Adoption of profit appropriation and additions to reserves;
- Adoption of the proposed dividends;
- Remuneration policy of the executive directors of the Board following a proposal by the non-executive directors of the Board;
- Remuneration of the non-executive directors of the Board;
- Discharge from liability of the executive directors of the Board for their management;
- Discharge from liability of the non-executive directors of the Board for their supervision;
- Appointment of the external auditor;
- Appointment, suspension or dismissal of the members of the Board; and
- Adoption of amendments to the Articles of Association on a proposal by the Board.

The minutes and the resolutions of the Annual General Meeting are recorded in writing and made available to the shareholders on our website no later than three months after the meeting.

The Annual General Meeting of shareholders was held on Friday 21 April 2023.

Voting rights

Each of Acomo's ordinary shares is entitled to one vote. There are no voting restrictions, and there is no certification of shares. Shareholders may vote by proxy. The voting rights attached to any company shares held by the Company are suspended as long as they are held in treasury. Resolutions of the General Meeting are adopted by an absolute majority of votes cast, except where Dutch law or Acomo's Articles of Association provide for a special majority.

Departures from the Code

Acomo complies with the relevant principles and best practice provisions of the Code, except for the following departures as stated and explained below.

Principle 2.2.2 Appointment and reappointment periods – non-executive directors: Considering the requirement for experience and in-depth expertise in the sourcing, trading, processing, packaging, and distribution of conventional and organic food ingredients and solutions, no maximum number of terms has been determined for the appointment of non-executive directors of the Board. Non-executive directors can be reappointed at the end of each term after careful consideration of their past performance and the adequacy of their profile to the desired composition of the Board.

Principle 2.3.7 Vice-Chair of the Board: Considering the size of the Board and the close cooperation of the Board members, the appointment of a Board Vice-Chair is not deemed necessary. Hence, the tasks of a Board Vice-Chair are currently performed by the Non-Executive Directors of the Board collectively.

Principle 2.3.10 Company secretary: According to the Code, the Board should be supported by the Company secretary. No Company secretary has been appointed. The Board considers itself adequately equipped to manage the responsibility and procedures of a Company secretary. Where required, outside experts and knowledgeable parties are consulted.

Principle 3.1.2 Remuneration policy: In the policy of 2020, the Company established short-term objectives based on the performance of the Company. At the AGM on 26 April 2024 a new remuneration policy will be proposed containing long-term objectives in line with the Code.

Statement by the Executive Director

Control and responsibility statement

In accordance with best practice 1.4.3 of the Code, the Executive Director confirms that:

- This report provides sufficient insights into any failings in the effectiveness of the internal risk management and control systems as set out in the Risk Management and Control section of this report, where no major failings were identified in the 2023 financial year;
- The internal risk management and control systems provide reasonable assurance that the 2023 financial reporting does not contain any material inaccuracies. The Risk Management and Control section of this annual report provides further details;
- Based on the current state of affairs, it is justified that the financial reporting is prepared on a going concern basis. Compliance with the Code is evident in factors such as Acomo's strong cash position, the available credit facilities, the Group's risk management, and the Group's ability to meet its obligations without substantial restructuring or selling of its assets. For more detailed information, please refer to the Business Performance section of this annual report together with Risk Management as set out in Note 3 to the Consolidated Financial Statements section of this annual report; and
- This report states those material risks and uncertainties that are relevant to the expectation of Acomo's continuity for the period of 12 months after the preparation of the report. The Risk Management and Control section of this annual report together with the Business Performance section provide a clear substantiation of the abovementioned statement.

Corporate Governance Statement

The information required to be included in this Corporate Governance Statement as described in articles 3, 3a and 3b of the Dutch Decree on the contents of Directors' Report ('the Decree') is incorporated and published in the Corporate Governance section of the Acomo website.

Rotterdam, 8 March 2024

A.W. Goldschmeding, *Executive Director*

Report of the Non-Executive Directors

This report provides further information on the way the Non-Executive Directors performed their duties in 2023.

Board meetings

Formal meetings of the Board are scheduled one year in advance. Outside of these meetings, the Board receives briefings and updates from key executives and senior management on developments and issues that concern or have an impact on the Group's business. Further recurring agenda items for Board meetings are updates on financials, strategy, HR, IT, sustainability, internal audit, and treasury topics.

In its meetings, the Board also discusses the further development of the Group's business activities through acquisitions and investment projects in line with Acomo's long-term strategy. In addition to the scheduled meetings each year, the Board meets as and when warranted by particular circumstances and engages in informal discussions.

Strategic review

Once per year, the Group's long-term value creation strategy is reviewed in-depth by the Board during a scheduled one-day business strategy session. The executive members of the Board submit detailed supporting documents for preparation. The goal of this review is to monitor the implementation and execution of the Board-approved long-term value creation strategy and associated main risks. The Board pays special attention to the implementation of the Group's long-term value creation strategy by referring to the business performance and the potential collaborations within the operating entities, as well as investigating possible mergers and acquisitions. During the session, the Board discusses the executive members' input in order to reach outcomes that fortify the Company's strategy and mitigate associated main risks.

To ensure that the Board has an in-depth understanding of the Group's business and activities, members of the Board regularly visit the group companies. During November 2023 the Board had a working visit to Red River Commodities in Fargo, North Dakota, where they met with local management and employees, and were present at the official celebration of the 50th anniversary of Red River Commodities.

Attendance

2023	Physical Board meetings	Virtual Board meetings	Audit Committee	Remuneration and Selection & Appointment Committee
Stuivinga	4/4	6/6	3/3	
Gottesman	4/4	6/6		4/4
Groothuis	4/4	6/6		4/4
Niessen	4/4	5/6	3/3	
Vandeputte	4/4	5/6	3/3	

Personal information

Personal information about each Non-Executive Director, as required in principle 2.1.2 of the Code, can be found in chapter The Board of Directors on pages 38-39.

Independence

The Board currently considers all Non-Executive Directors to be independent of Acomo as defined in the Code, except for Mr Niessen, since he indirectly owns more than 10% of Acomo shares. However, the Board has ascertained that Mr Niessen in fact acts critically and independently. The Company believes that maintaining continuity in its Board is fundamental to delivering long-term shareholder value.

Evaluation accountability

Every year, the Board evaluates its performance as a whole as well as that of its individual members and the functioning of the auditor. This review is conducted in the absence of executive directors, through collective and individual discussions between the Chair and non-executive directors. In the opinion of the Board, the functioning of the Board as a whole and of its individual members as well as the functioning of the auditor were satisfactory in the light of the current structure, size and strategy of the Company.

The Board as a whole remains responsible for the way in which the Board committees perform its tasks and for the preparatory work carried out by the committees. The committees all submitted reports on their meetings to the Board which proved satisfactory. Currently, the Board is performing a self-assessment and has considered the recommended guidance per the Code to appoint an external expert to supervise the evaluation as an upcoming agenda point for discussion.

Meetings

Audit Committee

Composition: Mr Niessen (Chair), Mr Stuivinga and Mrs Vandeputte. The Audit Committee met three times. In general, all meetings are attended by the Executive Directors, Internal Audit manager, Group Controller and the external auditor, PwC.

In 2023, the Audit Committee discussed reports from the Internal Audit function and the external auditor, including PwC's audit plan and the Board report. The Audit Committee receives and discusses updates on integrity issues (including the fraud & whistle-blower report), claims and litigation, compliance, corporate governance, and any actions taken by management, if applicable. The external audit fees were discussed and approved. The Audit Committee finalized the selection process in connection with the mandatory external audit firm rotation. As a result of this selection process, the Board will propose to the Annual General Meeting to appoint EY Accountants, as the new external auditor for the 2024 reporting year.

Remuneration and Selection & Appointment Committee

Composition: Mrs Groothuis (Chair) and Mr Gottesman. Mr Stuivinga also attended all committee meetings in 2023. The Remuneration and Selection & Appointment Committee met four times this year.

The Chair of the Remuneration and Selection & Appointment Committee provided regular updates to the Board of the discussions that took place. The committee presented its findings and proposals to the Board and prepared the Board's Remuneration Report for 2023, which is included in this Annual Report.

Board

In 2023, the Board of Directors held 10 formal meetings. The Board also convened without the presence of the Executive Directors, either before or after each meeting.

Internal Audit function

The Board of Directors regularly obtains input from the Internal Audit function on the adequacy of the risk management process and the effectiveness of internal controls in place to manage and mitigate the key risks. Certain elements also require continuous reporting to be available. The Group risk profile is taken into account when establishing the strategy and Internal Audit plan. During the reporting year, the Board of Directors received regular updates on work performed by the Internal Audit function (including whistle-blower reporting) and was kept up to date on the follow-up to the recommendations made by Internal Audit.

Declaration by the Board of Directors

In accordance with the Dutch Financial Supervision Act, section 5.25c, the Board of Directors declares that, to the best of its knowledge:

- The financial statements for 2023 provide, in accordance with IFRS as endorsed by the EU, a true and fair view of the consolidated assets, liabilities and financial position as at 31 December 2023, and of the 2023 consolidated statement of income of ACOMO N.V.; and
- The annual report provides a true and fair view of the situation as at 31 December 2023 and the state of affairs during the financial year 2023, together with a description of the principal risks faced by the Group.

The Board of Directors would like to thank all those involved in making Acomo a success, with a special word of appreciation to all employees and management for their continued contribution and commitment to the Company.

Rotterdam, 8 March 2024

The Board of Directors,
A.W. Goldschmeding, *Executive Director*
B.H. Stuivinga, *Non-Executive Chair*
Y. Gottesman, *Non-Executive Director*
M.E. Groothuis, *Non-Executive Director*
J.G.H.M. Niessen, *Non-Executive Director*
V. Vandeputte, *Non-Executive Director*

RISK MANAGEMENT AND CONTROL

Risk management

Introduction

Risk management and control within the Group is carried out on the basis of procedures that have been approved by the Board. The Group's overall risk management focuses primarily on the unpredictability of product price levels and financial markets, and is aimed at minimizing the potential impact of negative market developments on Acomo's financial position and results.

Identifying, evaluating and hedging risks are primarily the responsibility of the operating companies. The Board and the operating companies' management apply procedures that cover specific risk areas including exchange rate risks related to foreign currency, interest rate and credit risk exposure, liquidity management, and the use of financial instruments such as derivatives.

The most important risks arising from the Group's trading activities and the Group's risk management and control systems are described in this annual report. However, this description is not exhaustive and risk management and control systems do not offer an absolute guarantee against future losses or mistakes. The current assessment of Acomo's risks, according to exposure and mitigating factors, is detailed on the following pages.

To the extent that any of these risks materialize, they may affect the Group's current and future business and prospects, financial position, liquidity, asset values, growth potential, reputation, and sustainable development (including impact on food safety, the environment, and aspects of social responsibility), among other matters.

The diversification of Acomo's food ingredients and solutions portfolio, geographies, currencies, assets and liabilities is a source of mitigation for many of the risks the Company faces. In addition, the Company seeks to mitigate the impact of certain risks through its governance processes and proactive management approach. In particular:

- The Group's finance policy requires Acomo to maintain sufficient cash and cash equivalents and other sources of committed funding available to meet anticipated and unanticipated funding needs.
- Acomo makes use of credit enhancement products, such as letters of credit, insurance policies and bank guarantees, and imposes limits on open accounts extended.

There were no major failings in the internal risk management and control systems as observed in the financial year, nor were any significant changes made to these systems or any major improvements planned. Reviews of the internal risk management and control systems were discussed with the Board of Directors on a quarterly basis.

Internal Audit

The Internal Audit function monitors the maintenance and effectiveness of the internal control framework and risk management relating to strategic, financial, operational, commercial, tax control, and compliance matters of the Group. It employs a systematic approach that is supported by a risk identification and management process.

The role and functioning of the Internal Audit function were regularly discussed and the internal audit plan for the reporting year was approved by the Board of Directors. This plan covered the key focus and key risk areas of the Group's business and business developments, new projects/programmes, financial performance, and the geographical spread of Acomo offices, including compliance matters. The Internal Audit function cooperates and aligns closely with the external auditor.

In consultation with senior management of the Group and in accordance with the considerations noted above, the Internal Audit function selects the areas of the Group to be audited during a reporting year.

The Internal Audit function reports to the Board of Directors, has a direct reporting line to the Chair of the Board, and is present at the Audit Committee meetings.

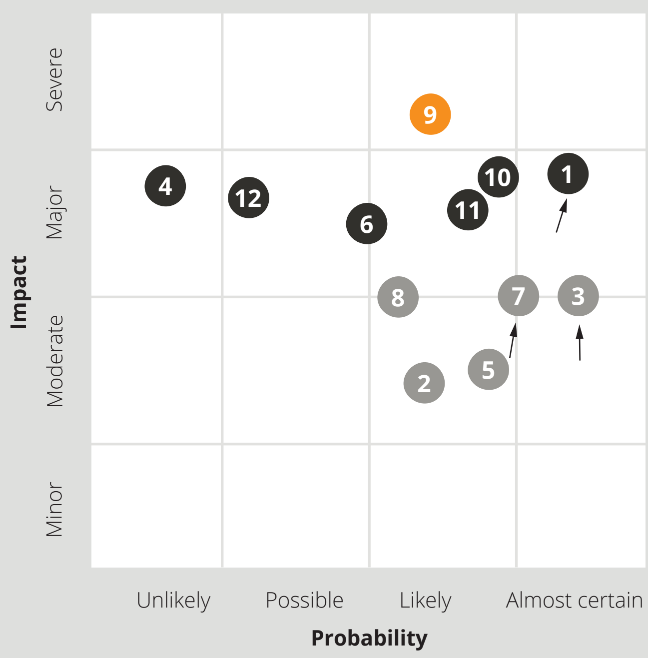
Group risk profile

On the right-hand side of the page is an overview of the risks that Acomo has identified as most relevant to the execution of its strategy. The sequence of risks does not reflect an order of importance, vulnerability or materiality. This overview is not exhaustive and should be considered in connection with forward looking statements. There may be risks not yet known to the Group or which are currently not deemed to be material. Furthermore, the careful identification of risks and implementation of mitigating measures cannot guarantee that activities will not be (materially) affected by one or more of the risk factors described on the following pages.

Principal risks

The pages that follow provide a detailed analysis of each of the principal risks and uncertainties with relevant information on changes to impact, mitigation, controls, actions, and other factors.

Overview of risks and uncertainties 2023



1. Volatility in the supply, demand, or prices of food ingredients and solutions
2. Fluctuations in currency exchange rates
3. Geopolitical risks
4. Liquidity risks
5. Government laws and enforcement
6. Strategic risks including increased competition and vertical integration
7. Inability to attract, develop and retain talent
8. Cyber risks
9. Climate change and ESG
10. Human rights
11. Food safety and recall risks
12. Health, safety and environmental risks

Risk impact

- Minor
- Moderate
- Major
- Severe

Indicates change in 2023 →

Strategic risk
Risk relating to prospective earnings and capital arising from strategic changes in the business environment and from adverse strategic business decisions.

Moderate

Operational risk
Risk relating to current operational and financial performance, and capital arising from inadequate or failed internal processes, people and systems, or external events.

Low to moderate

Financial risk
Risk relating to financial loss due to the financial structure, cash flows, and financial instruments of the business, which may impair its ability to provide an adequate return.

Low

Compliance risk
Risk of non-compliance with relevant laws and regulations (including food safety), internal policies, and procedures.

Low

Risk appetite

Acomo's willingness to assume risks and uncertainties (the risk appetite) is different for each risk category. The level of the Company's risk appetite gives guidance as to whether Acomo should take measures to control such uncertainties. The overview on top of this page shows the risk appetite, based on the expected impact on the Group's achievement of its strategic, financial and operational objectives if one or more of the main risks and uncertainties were to materialize.

Risk overview

1 Volatility in the supply, demand, or prices of food ingredients and solutions

Risk movement	Risk appetite	Risk category
↑		

Description and potential impact

Volatility (both short- and long-term) in the availability and prices of plant-based and natural food ingredients and solutions is one of the main risks for Acomo. Proportional to the scale and speed of the fluctuations, volatility directly impacts the value of the subsidiaries' product positions (long or short). Price fluctuations also affect the risk and behaviour of contract counterparties, particularly regarding the correct execution of signed, but not yet delivered contracts.

The main causes of such price volatility are (i) agricultural developments, including weather conditions, harvests, long-term planting cycles and so on, and (ii) logistical factors, such as increases in the costs of freight, storage, infrastructure and logistics support, or limitations or interruptions in the supply chain. Both these factors can affect the availability, quantity, quality and price of our products and may adversely affect our business.

With the acquisition of Tradin Organic, late 2020, Acomo expanded its portfolio of predominantly conventional plant-based food products with organic plant-based food products. Generally, the demand for organic products tends to be more sensitive to economic conditions, than conventional products. During economic downturns, consumers may prioritize spending on essential items and cut back on premium-priced products, including organic products.

Developments

Agricultural prices are forecast to fall by 2 percent in 2024 and 2025 owing to ample supplies. Food and beverage prices will decline slightly more, while agricultural raw materials will rise by over 1 percent.

The outlook assumes a moderate-to-strong El Niño impact. Global cocoa prices hit new records beginning 2024, after unprecedented price increases in 2023. It is uncertain when cocoa prices will start going to levels to which it will bring the market back into balance and ease tightness concerns. Fruit prices should also remain high in 2024 due to weather-related supply shortfalls.

Severe weather events primarily driven by El Niño over the next six months, such as floods, could impact agricultural production. Some areas will experience drier weather, so upside risks include the possible impact of heat waves and El Niño-induced droughts.

Mitigating factors

The Group maintains a diverse portfolio of plant-based natural food products sourced across many countries of origin. Supply risks have been successfully managed in recent years owing to a reliable long-standing global supplier base and long-term relations with customers. Acomo has trading guidelines in place for each operating company, aimed at limiting positioning risks (overall and per product). As part of the guidelines, Acomo's operating companies audit the solvency and/or the credit risk of their customers (including credit limit management). Internal control on adherence to these guidelines is exercised from day to day.

To mitigate agricultural production risks such as weather, disease, and yields, Acomo's subsidiaries work with farmers (and other producers of food products) to implement mitigation and adaptation measures, such as agricultural best practices to optimise resources and enhance climate resiliency.

2 Fluctuations in currency exchange rates

Description and potential impact

Foreign currency exchange rate fluctuations are constant and difficult to predict. Currencies in producer country of origin tend to increase in correlation with rising prices of food ingredients and products. Conversely, decreases in natural food product and ingredient prices are generally associated with increases in the US dollar relative to local producer currencies. The sales transactions and operating costs of the European subsidiaries are mainly in euros, the rate of which fluctuates against the US dollar, whereas Acomo's purchase transactions can be denominated in US dollars.

Developments

Despite the tightening of monetary policy, financial conditions have eased in many countries. There remains, however, a danger of a sharp repricing of risk, especially for emerging markets. This would further appreciate the US dollar, trigger capital outflows, and increase borrowing costs and debt distress.

Mitigating factors

With respect to purchase transactions denominated in currencies other than euro, the Group's policy for the European subsidiaries is usually to hedge the specific future commitment through a forward exchange contract. Acomo continuously monitors and reports on financial impacts resulting from foreign currency movements.

3 Geopolitical risks

Description and potential impact

Acomo operates in a number of geographic regions and countries, some of which are categorized as developing, complex or having unstable political or social climates. As a result, we are exposed to a wide range of political, economic, regulatory and tax environments. Some countries with more stable political environments may nevertheless change policies and laws in ways that affect both the availability of products and the reliability of supply. We have no control over changes in policies, laws and taxes.

Developments

Geopolitical risks have sharply increased in the wake of the latest conflict in the Middle East and constitute the most important upside risk to commodity prices. If the conflict intensifies and becomes a wider regional conflict, the impact on commodity markets could be significant. Historical precedent indicates that, depending on the duration and scale of an escalation of the conflict, substantial supply disruptions and soaring prices are possible.

Food prices could become more volatile under renewed geopolitical tensions and disruptions linked to climate change. Since June 2023, oil prices have increased by about 25 percent, on the back of extended supply cuts from OPEC+ (the Organization of the Petroleum Exporting Countries plus selected non-members) countries. Food prices remain elevated and could be disrupted further by an escalation of the war in Ukraine, causing significant hardship for many low-income countries. This, of course, represents a serious risk to the disinflation strategy.

Geoeconomic fragmentation has also led to a sharp increase in the commodity price dispersion across regions. This could pose serious macroeconomic risks going forward, including to the climate transition.

Mitigating factors
The Group endeavours to operate its businesses according to high legal, ethical, social, and human rights standards. All employees operate under the Group-wide Acomo Code of Conduct policy. The Group keeps informed of new regulations and legal requirements in the countries in which it operates and proactively anticipates changes.

4 Liquidity risks

Risk movement | Risk appetite | Risk category

Description and potential impact
Liquidity risks concern the availability of financing and risks related to interest rate developments. Failure to access funds (liquidity) would severely limit Acomo's ability to engage in desired activities. While the Group adjusts the minimum internal liquidity threshold from time to time in response to changes in market conditions, this minimum internal liquidity target may be breached due to circumstances beyond the Group's control, such as general market disruptions, sharp movements in commodity prices, or operational problems that affect suppliers, customers or the Group.

Developments
Financial markets are expecting interest rates to be cut next year amid cooling inflation and as high borrowing costs weigh on economic growth, raising the prospect of recessions on both sides of the Atlantic before key elections.

Mitigating factors
It is the Group's policy to operate a strong balance sheet and ensure that a minimum level of cash and/or committed funding is available at any given time. As at 31 December 2023, the Group had available undrawn credit facilities and cash amounting to €370 million (31 December 2022: €292 million).

5 Government laws and enforcement

Risk movement | Risk appetite | Risk category

Description and potential impact
As a diversified trading, sourcing, and distribution company conducting transactions globally, we are particularly exposed to the risks of fraud, corruption, sanctions, and other unlawful activities both internally and externally. New government measures, including increased regulations on food safety and regulations on sanctioned countries, may have a major impact on our business and financial position, and can present a threat to activities within a relatively short time frame.

Fraud is a deception that is deliberately practiced to secure unfair or unlawful gain and includes deceit, concealment, skimming, forgery or alteration of (electronic) documents. Acomo maintains a zero-tolerance approach for its companies, employees and business partners with regard to fraud. Bribery is illegal, and it can cripple Acomo's longstanding reputation of conducting business with integrity.

Recent highly publicized incidents of food fraud have shaken confidence in the (organic) food value chain. Hence, it is of the utmost importance to provide assurance about the safety, authenticity and quality of food products (integrity). Food fraud can lead to decertification and negatively impact business continuity.

Developments
Corruption takes many forms. It is often thought of as a problem that mostly affects developing countries. But while the harm it does is magnified in poorer nations, corruption does not concern itself with national boundaries – it can be unearthed anywhere. Food fraud in particular is a growing concern. Recent food fraud incidents have increased the need to protect consumers by strengthening the food industry's ability to detect and combat fraud across supply chains. Over the past 10 years, new regulations aimed at the prevention of food fraud have come into effect in the US and the EU.

Mitigating factors
Acomo seeks to ensure compliance with all laws and regulations applicable to food products through monitoring of legislative requirements, engagement with government and regulators, and compliance with the terms of licences.

The risk of breaching applicable laws and external requirements is mitigated through the Group's risk management framework. As part of this framework, the Group has implemented a range of policies (Code of Conduct, Supplier Code, Sanctioned Countries, Anti-Bribery and Anti-Corruption, Anti-Money Laundering, and High-Risk Countries), including a framework for internal monitoring and investigations. Acomo engages reputable external legal firms and consultants as necessary to support these efforts.

In order to mitigate the risk of food fraud, the Group has stringent supplier approval and assessment programmes (food fraud vulnerability assessment and mitigation plans) in place, including laboratory testing and monitoring schedules.

However, there can be no ironclad assurance that such policies, procedures, and controls will fully protect the

Group against (food) fraud, bribery and corruption, market abuse, sanctions breaches, or other unlawful activities.

6 Strategic risks including increased competition and vertical integration

Risk movement | Risk appetite | Risk category

Description and potential impact
One strategic risk concerns major shifts in the success and credibility of our products in the niche segments we operate in, and Acomo's ability to respond to these adequately. In case there are external or internal developments negatively affecting the credibility of our products and/or segments, Acomo's strategy and reputation could be adversely affected, leading to a poorer overall financial position.

Competition and vertical integration of Acomo's customers may put pressure on market share, volumes and prices, which could have an adverse effect. Attractive markets may attract new entrants. On the one hand, this means our regions of operation receive more (customer and consumer) attention; on the other hand, increased competition can result in pressure on market share, and potentially affect revenue and profitability.

Developments
Traceability, food safety, and sustainability continue to be top priorities for food processors and manufacturers. Consumers are increasingly concerned with and interested in the origins of their food. As a result, there has been an increasing push towards greater transparency and vertical integration in the food industry in recent years.

Mitigating factors
Acomo mitigates strategic risks in several ways. First and foremost, the Group maintains significant diversification of its product range and our customer base across many different industries. Furthermore, Acomo provides a variety of highly customized value-added services including storage, blending, cleaning, heat treatment, processing, and vendor-managed inventory solutions, limiting the ability of new entrants to compete. The Acomo Board regularly assesses the Group's strategy with the management of our operating companies, investigating market developments in order to identify opportunities for selective acquisitions, business development, and further diversification.

7 Inability to attract, develop and retain talent

Risk movement | Risk appetite | Risk category

Description and potential impact
The availability of experienced and professional traders and other staff is crucial for the ongoing operation and growth of the Group. If we are unable to attract, develop and retain the right people, our ability to conduct our business may be significantly impaired.

Developments
Despite signs of softening, labour markets in advanced economies remain buoyant, with historically low unemployment rates helping to support activity.

In the Netherlands, where most of the group companies are located, growth in employment is slowing, but the tight labour market is likely to persist. The number of job vacancies remains high, although unemployment is expected to rise slightly to around 4% in 2024. In the US, where the Group has significant operations, unemployment is also expected to be around 4% next year.

Mitigating factors
The Group has effective human resources and remuneration policies in place, including individual personal training and development plans, aimed at rewarding talent and responsibility. The group companies operate in small teams in modern working environments. The Group's HR strategy has an increased focus on professional development and succession of leadership positions within the Group. Several group companies have active internship programmes for students, aimed at scouting future potential employees.

8 Cyber risks

Risk movement | Risk appetite | Risk category

Description and potential impact
A cyber security breach, incident or failure of Acomo's IT systems could disrupt our business, result in the disclosure of confidential information, damage our reputation, and create significant financial and legal exposures.

Developments
Cyber risks for firms have increased significantly in recent years, owing in part to the proliferation of new digital technologies (e.g. ransomware), nation-state activity, an increasing degree of connectivity, and a material increase in the monetisation of cybercrime.

It is anticipated that 'supply chain cyberattacks', in which legitimate third party software is manipulated to spread malware or gain access to systems, will increase. Ransomware will remain an area of heightened threat focus.

The Board recognizes the changes in the cybersecurity sphere and has responded by formulating IT ambitions and objectives, with the aim of becoming Network and Information Security-2 (NIS-2) compliant by the end of 2024.

Mitigating factors
The Group proactively educates its employees in order to raise awareness of cyber security threats. Where possible, cyber exposure risks are mitigated through layered cyber security, proactive monitoring, and independent cyber security penetration tests to confirm the security of systems.

The Acomo group companies are decentrally organized and have their own IT systems. Corporate applications and communications are secured with multiple layers of security, including two-factor authentication for remote access.

9 Climate change and ESG

Risk movement | Risk appetite | Risk category

Description and potential impact
Changes in temperature and rainfall patterns, with an increase of droughts, are affecting yields, product quality, and prices of natural food products. Food products such as spices, cocoa, nuts, tea, and coffee are highly sensitive to changes in growing conditions. These products can only be produced in narrowly defined agroecological conditions and, hence, in a limited number of countries.

Developments
New European regulations, particularly the 'EU Taxonomy' and the 'Corporate Sustainability Reporting Directive' as part of the 'EU Green Deal', are likely to accelerate the flow of capital to products and technologies needed in the low-carbon economy, and place greater scrutiny on the carbon footprint of European companies, as well as on those importing products into the Eurozone.

Mitigating factors
Acomo has access to a diverse supplier base of natural food products across many countries of origin in different parts of the world and maintains relationships with reliable suppliers in all operating segments. The Group partners with reputable organizations and NGOs in the supply chain on climate change adaptive innovations and solutions.

Acomo implemented a Group-wide ESG reporting tool which will be used by all subsidiaries to report their specific ESG-relevant non-financial information and KPIs. The Group will use this information to better understand and plan for the effects of climate change on their business and to adhere to the new disclosure requirements on ESG performance in a timely fashion.

10 Human rights

Risk movement | Risk appetite | Risk category

Description and potential impact
The Acomo companies source food ingredients and products from a wide range of countries of origin with varying levels of regulatory stringency concerning labour conditions. Regardless of the legal requirements, the Group considers respect for human rights of paramount importance.

Human rights infringements may lead to severe reputational damage and loss of customer confidence. We aim to prevent and address any negative impacts we may have on the rights of those whom we employ, do business with or interact with along our supply chain. Labour rights – including child labour, excessive hours with low wages, and human trafficking – are often the leading human rights concerns for agricultural companies.

Developments
The past few years have seen several legislative developments related to business and human rights. In 2022, the European Commission adopted a proposal for a directive on corporate sustainability due diligence. In 2023, the European Council and the European Parliament reached a provisional deal on the corporate sustainability due diligence directive (CSDDD), which aims to enhance the protection of the environment and human rights in the EU and globally. The due diligence directive will set obligations for large companies regarding actual and potential adverse impacts on human rights and the environment, with respect to their own operations, those of their subsidiaries, and those carried out by their business partners.

Mitigating factors
Acomo has developed a Supplier Code to clarify our global expectations in the areas of business integrity, labour practices, associate health and safety, and environmental management. Acomo's Supplier Code is intended to complement the Acomo Code of Conduct. We assess and prioritize social and environmental risks in our supply chains in various ways, including supplier questionnaires, audits, and execution of due diligence projects encompassing the entire supply chain.

11 Food safety and recall risks

Risk movement	Risk appetite	Risk category

Description and potential impact
Group companies trade in a wide range of (perishable) food products, naturally leading to food safety and recall risks with regard to imported and delivered products. Our operations are subject to food safety and environmental laws. Food safety laws may result in increased costs or, in the event of non-compliance or incidents, in significant losses arising from litigation and imposition of penalties and sanctions, reputational damage and loss of business, and having licenses and permits withdrawn or suspended.

Developments
The past few years saw an ever increasing emphasis on food safety, reflecting the need for the implementation of appropriate food safety management practices. In 2023, one of the main food safety priorities of the authorities and industry concerned chemical contaminants. As consumer diets are slowly shifting to include fewer animal-based food products, plant-based alternatives to animal derived products (meat, dairy, eggs, and seafood) are gaining popularity. There are certain unique food safety aspects associated with plant-based alternatives.

Mitigating factors
The group companies have implemented and are following strict food and product safety and traceability procedures. The Group has insurance contracts in place to manage potential financial consequences of recalls. Acomo makes use of extensive, state-of-the-art laboratory testing (internal and external) in order to ensure food safety. Almost all our subsidiaries are GFSI certified, and also have various other certifications related to their specific activities.

12 Health, safety and environmental risks

Risk movement	Risk appetite	Risk category

Description and potential impact
It is our fundamental responsibility as a company to minimize the environmental impact of our operations and ensure the well-being of employees in the workplace. Non-compliance with health and safety or environmental standards may lead to severe reputational damage and loss of customer confidence.

Developments
Driven by stakeholder concern, growing awareness, and government legislation, health, safety and environmental risk assessment has been of increasing importance to companies over the last years.

Mitigating factors
The Group-wide Acomo Code of Conduct clarifies our expectations in the areas of business integrity, labour practices, associate health and safety, and environmental management. Acomo's Supplier Code of Conduct complements the Acomo Code of Conduct, following strict health, safety and environmental procedures.

REMUNERATION REPORT

Remuneration Committee Chair Letter

Acomo aims to be continuously improving its remuneration report and policy, optimizing alignment of Executive Directors' incentives with Acomo's strategy and long-term value creation, thereby taking into account the interests of shareholders, employees, customers and other stakeholders.

Therefore, the Remuneration Committee performed a review of the Remuneration Report in 2022; from financial year 2022 onward, the Remuneration Report provides more transparency on the quantitative and qualitative metric and target setting and performance assessment of the Executive Directors.

The Remuneration Committee performed a review of the 2020 Remuneration Policy, resulting in the proposed Remuneration Policy 2024 which is a voting item on the Annual General Meeting (AGM) on 26 April 2024. The Remuneration Committee and other Non-Executive members of the Board spoke to major shareholders and engaged a specialized remuneration advisory firm to review the Remuneration Policy. The Non-Executive members of the Board have reviewed best practices of relevant peers, taking into account the requirements of the Dutch Civil Code, the Dutch Corporate Governance Code and the European Shareholders Rights Directive II.

For more details on the proposed new Remuneration Policy 2024 and the full Chair Letter, please see the agenda for the AGM.

Introduction

This Remuneration Report by the Non-Executive Board members contains an overview of the implementation of the existing remuneration policy during the 2023 financial year. The new Shareholder Rights Directive (SRD)-compliant remuneration policy was adopted by the Annual General Meeting of Shareholders (AGM) of 30 April 2020.

Compliant to provision 2:135b section 2 of the Dutch Civil Code, the 2022 Remuneration Report was included as an advisory vote on the agenda of the Annual General Meeting of Shareholders on 21 April 2023. The results of the advisory vote were as follows: 96% of votes cast were in favour, and 4% of votes cast were against. Based on this vote, the Remuneration Committee feels the improvements made in recent years were appreciated by the shareholders.

The Non-Executive Board members are very grateful for the efforts of the Executives in this year, working with the people in the Company to deliver a record cash flow resulting in a solid dividend despite turbulent markets. The remuneration for the Executives reflects their contribution to the long-term success of the Company.

Remuneration and Selection & Appointment Committee

The Remuneration and Selection & Appointment Committee assists and advises the Non-Executive Board members in fulfilling its responsibilities with respect to determining the Company's remuneration strategy and principles for members of the Board. It drafts proposals to the Non-Executive Board members for the remuneration policy, as well as for the implementation thereof, and reports through the Annual Report on these matters. The committee is responsible for the regular performance reviews with the Executives, taking into account input from the Non-Executive Board members. The committee is also responsible for consulting and communicating with shareholders about potential improvements of the remuneration policy and its implementation, and to ensure Acomo's policy is kept in line with relevant peers in the market. The committee currently consists of Mrs Groothuis (Chair) and Mr Gottesman (member). Mr Stuivinga is an advisor to the Committee.

"Acomo aims to continuously improve its remuneration report and policy, optimizing alignment of incentives with Acomo's strategy"

Remuneration in 2023

The level and structure of executive remuneration are such that people with the required expertise and qualifications can be effectively recruited, retained, motivated, and guided. When determining and applying the remuneration policy, the Board of Directors takes into account the best practice provision 3.1.2 of the Dutch Corporate Governance Code ('the Code') which includes actual performance of the Company as well as long-term value creation.

The policy and implementation aim to reward executive members of the Board with a competitive remuneration package that is aligned with industry practices, listed and non-listed peers, and with the long-term goals and objectives of the Group. In determining the remuneration levels, the Group considers relevant national and international companies that are comparable from an industry and size perspective, including companies active in commodity trading and food solutions. In addition, it is considered how executive remuneration levels compare to those of other key positions and average remuneration within the Group.

Remuneration of the Executive Directors

The remuneration of the Executive Directors in 2023 consists of a fixed salary, a variable bonus, and an option plan. It is based on targets agreed in advance by the Non-Executive Board members and the Executive Directors, which contribute to sound financial results, the implementation of the strategic agenda, and the long-term interests and sustainability of Acomo. Taking into account the interests of customers, employees, shareholders and other stakeholders of Acomo, the remuneration policy aims to strike a balance between short-term results and long-term value creation. Furthermore, these objectives must not encourage the taking of inappropriate risks.

Remuneration Executive Directors

(in € thousands)

2023	Salary	Short-term bonus	Post-employment benefits	Share-based expenses	Total remuneration	Fixed-variable remuneration
Fortmann	625[1]	250	-	53	928	73%-27%
Goldschmeding	429	520	25	16	990	47%-53%
Total	**1,054**	**770**	**25**	**69**	**1,918**	
2022						
Fortmann	750	1,250	-	53	2,053	39%-61%
Goldschmeding	429	721	25	22	1,197	40%-60%
Total	**1,179**	**1,971**	**25**	**75**	**3,250**	

1 *The 2023 salary of Ms Fortmann represents the actual base salary paid from 1 January to 31 October 2023*

Variable bonus criteria CEO

Item	% of maximum variable bonus	% of maximum variable bonus realized	**Rationale**
EPS	50%	0%	EPS below threshold for bonus
Return on Net Capital Employed	25%	0%	RONCE below threshold for bonus
• Optimizing Group activities for performance and growth • Talent & management development • Driving the ESG agenda • Corporate development	25%	11%	• Organic Ingredients business materially negatively impacted o.a. by cocoa hedging losses and declining demand • Decrease of GHG emissions by -16% and steps taken to be CSRD-compliant
Total	**100%**	**11%**	

Please refer to the table above for the total remuneration of the Executive Directors for 2023 and 2022. The total remuneration amount is consistent with the remuneration policy, and the implementation of the remuneration policy reflects the objectives for short-term results and long-term value creation.

The Non-Executive Board members determine the amount of the actual variable remuneration based on the advice of the Remuneration Committee and using the following method.

For the CEO, the variable bonus (which is capped at three times base salary) consists of the following three elements:

- 50% is determined by the Company's EPS achievement above a threshold of €1.62 per share. Up to and including €1.92 per share, the variable bonus increases by €17,000 per €0.01 extra EPS. Above €1.92 per share, the variable bonus increases by €10,000 per €0.01 extra EPS. The EPS-related variable bonus is capped at a maximum of €1,125,000. For this purpose, the EPS is normalized for the amortization relating to acquisitions.
- 25% is determined by the return on invested capital, measured as RONCE above 15%.

- 25% is determined by a number of qualitative and quantitative business improvement targets focused on long-term value creation. For 2023, these elements included:
  - Optimizing existing Group activities for performance improvement and future growth;
  - Talent and management development across the Group;
  - Driving the ESG agenda; and
  - Future corporate development.

The (individual) quantitative and qualitative variable bonus criteria for the CEO were assessed by the Non-Executive Board members as follows. The table on the previous page includes both the maximum percentage, the percentage of the maximum variable bonus actually achieved, and the rationale.

To ensure independence of the CFO role, the variable bonus (which is capped at three times base salary) is only linked to the 2023 financial results to a limited extent. For the CFO, 25% of the variable bonus is determined by the financial performance of the Group, specifically return on net capital employed, and 75% of the bonus is related to business targets connected to the CFO role, including:

- Orderly financial & risk management with a focus on managing working capital, balancing the business needs with risk management and cost of capital;
- Effective treasury management and financing, providing flexibility while keeping risk and costs under control;
- Driving the ESG agenda; and
- Future corporate development.

The (individual) quantitative and qualitative variable bonus criteria for the CFO were assessed by the Non-Executive Board members as follows. The table above includes both the maximum percentage, the percentage of the maximum variable bonus actually achieved, and the rationale.

Variable bonus criteria CFO

Item	% of maximum variable bonus	% of maximum variable bonus realized	Rationale
Return on Net Capital Employed	25%	0%	RONCE below threshold for bonus
• Working capital (net debt position) • Treasury management & financing • ESG agenda • Corporate development	75%	40%	• Improved net debt position from 2.7x to 2.2x EBITDA • Strengthened balance sheet with solvency of 54.5% • Decrease of GHG emissions by -16% and steps taken to be CSRD-compliant • Organic Ingredients business materially negatively impacted o.a. by cocoa hedging losses and declining demand
Total	**100%**	**40%**	

In addition to the variable bonus, the Executive Directors participate in Acomo's share option plan. The table above outlines the details of their participation.

The intrinsic value was €84,300 for the 15,000 options (first tranche) on the vesting date, 30 April 2023 (share price €22.45), that were granted to Mr Goldschmeding in 2020. The options that were granted to Ms Fortmann in 2021 will start vesting on 15 September 2024 (first tranche). When using this value for share-based payment, Mrs Fortmann's total remuneration for 2023 is €928,000 (2022: €2,053,000), and Mr Goldschmeding's total remuneration for 2023 is €1,058,000 (2022: €1,197,000).

The options have a contractual option term of seven years. All options vest in a six-year period with the first vesting three years after the granting of the options. Options are granted under the plan for no consideration and carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share. The Group has no legal or constructive obligation to repurchase or settle the options in cash.

The table on the next page provides a five-year overview of the remuneration of the Executive Directors, as well as the internal pay ratio. The internal pay ratio is calculated as the total Executive Directors compensations divided by the average employee compensation (total personnel costs of all other Acomo employees divided by the average number of FTEs, excluding the Executive Directors). The internal pay ratio for the CEO was 11.7:1 for the 2023 financial year (2022: 26.6:1). The same ratio for the CFO was 12.5:1 for 2023 (2022: 15.5:1). Both annual total compensation figures include pension costs.

In relation to provision 3.2.3 of the Code, in the event that the employment of one of the Executive Directors is terminated before the contract lapses, whether at the initiative of the member or at the initiative of the Company, the Executive Director is entitled to a severance payment limited to maximum one year's annual base salary.

The Code requires that the Non-Executive Directors of the Board shall analyze possible outcomes of the variable income components on Executive Directors' remuneration. A high-level scenario analysis is included in the annual determination of the variable element of Executive Directors' remuneration by the Non-Executive Directors of the Board.

Resignation Mrs Fortmann as CEO

As announced on 27 October 2023, Ms Fortmann has decided to step down as Executive Director and Group CEO for personal reasons, effective 1 November 2023. Ms Fortmann is continued to be paid in line with her management service agreement until 30 April 2024. Ms Fortmann will receive an end of service indemnity of €750,000 in May 2024. This amount represents 12 months of base pay remuneration, in line with the Dutch Corporate Governance Code. Ms Fortmann's existing participation in the Acomo's share option plan will continue to be subject to vesting at their regular vesting dates. Ms Fortmann is subject to a 12 months non-competition restriction at end of service.

Remuneration Executive Directors - summary

(in € thousands)	2023	2022	2021	2020	2019
Fortmann	928	2,053	632	-	-
% change	*-54.8%*	*224.8%*	*n.a*	-	-
Goldschmeding	990	1,197	1,195	983	750
% change	*-17.3%*	*0.2%*	*21.6%*	*31.1%*	*5.6%*
Company performance					
Net profit (in € millions)	39.6	54.9	54.0	27.0	32.1
Earnings per share (in €)	1.34	1.85	1.82	1.09	1.30
Average remuneration (on a full-time basis)					
Employees of the Group	79	77	68	71	71
Pay ratio CEO	11.7	26.6	9.3	-	-
Pay ratio CFO	12.5	15.5	17.6	13.9	10.6

Remuneration of the Non-Executive Directors

The table right details the remuneration of the Non-Executive Directors for 2023 in relation to previous years. The Non-Executive Chair received €96,000 annual remuneration, Non-Executive Directors received €85,000 annual remuneration, with €5,000 allowance per committee and an additional €1.000 allowance for chairing the committee.

As at 31 December 2023, the following Board members directly or indirectly owned Acomo shares: Mr Stuivinga (40,595), Mrs Groothuis (3,000) and Mr Niessen (3,665,008). In line with the Dutch Corporate Governance Code, these shares are held as a long-term investment. No loans, advances or guarantees were granted to the Board. No share options were granted to the Non-Executive Directors of the Board. The remuneration of the Non-Executive Board members is not dependent on the results of Acomo or affected by a change of control in the Group.

Rotterdam, 8 March 2024

On behalf of the Remuneration and Selection & Appointment Committee,
M.E. Groothuis, *Chair*

Remuneration Non-Executive Directors

(in € thousands)	2023	2022	2021	2020	2019
Stuivinga[1]	116	111	106	106	106
Gottesman[1]	100	100	95	95	95
Groothuis	91	91	85	85	85
Niessen	91	91	85	85	85
Vandeputte	90	90	25	-	-
Total	**488**	**483**	**396**	**371**	**371**

1 *Including €10 remuneration for being a member of the Supervisory Board of Catz International*

THE ACOMO SHARE

Shares and listings
Shares in ACOMO N.V. are listed on Euronext stock exchange in Amsterdam (ISIN code NL0000313286). The shares were included in the Amsterdam Small Cap Index (AScX) on 21 March 2011.

The average number of shares outstanding in 2023 was 29,617,746. As at 31 December 2023 Acomo had 29,617,746 shares outstanding.

Distribution of shares
Under the Dutch Financial Markets Supervision Act, shareholdings of 3% or more in any Dutch company must be disclosed to the Dutch Authority for the Financial Markets (AFM). According to the register kept by the AFM the following shareholders had disclosed that they have a direct or indirect (potential) interest in Acomo's total share capital as at 31 December 2023:
- Mont Cervin Sarl (12.3%)
- Fidelity Management & Research Company LLC (8.7%)
- Kempen Capital Management N.V. (8.6%)
- Teslin Participaties Coöp UA (8.4%)
- Red Wood Trust (5.0%)
- Lebaras Capital BVBA (5.0%)

Dividend
Acomo aims to maintain the Group's consistent dividend policy. This policy implies that a substantial share of the annual net profit is paid out to the shareholders in cash every year. The pay-out ratio is subject to the realized free available cash flow and solvency and also depends on investment opportunities of the Group.

Investor relations
Acomo is committed to maintaining a high level of transparency by engaging in regular and open dialogue with investors, analysts, financial institutions, the press, and other stakeholders. This is done in order to provide timely, complete and consistent information to enable them to develop a clear understanding of the Company's strategy and performance as well as other matters and developments that could be relevant to investors' decisions, including the outlook for the future. Acomo has a policy on bilateral contacts in place which details how information is provided to investors, analysts, financial institutions, the press, and other stakeholders. This policy has been established in accordance with best practice provision 4.2.2 of the Dutch Corporate Governance Code.

For this policy and all other relevant publications, see www.acomo.nl.

Share performance 2023

Key Acomo share data		2023	2022	2021	2020	2019
Year-end price	€	17.54	19.02	24.90	20.90	20.75
Year high	€	23.15	27.10	25.20	22.00	20.95
Year low	€	16.70	18.06	20.10	12.50	16.86
Number of shares 31 December (thousands)		**29,618**	**29,618**	**29,610**	**29,582**	**24,652**
Market capitalization 31 December (in millions)	€	519.5	563.3	737.3	618.3	511.5
Earnings per share	€	1.34	1.85	1.82	1.09	1.30
Dividend per share (2023: proposed)	€	1.15	1.25	0.60	0.40	1.10
Equity per share	€	13.69	13.91	12.30	9.74	8.23

BUSINESS PERFORMANCE

Acomo Group

Introduction

The Acomo Group achieved full-year 2023 results with sales of €1.3 billion (2022: €1.4 billion) and an adjusted EBITDA of €92 million for 2023 (2022: €108 million). Spices and Nuts, Edible Seeds, and Food Solutions delivered a sustained strong performance, with all three reporting record operating profits. The Tea segment was affected by geopolitical instability and market circumstances, resulting in lower sales volumes while maintaining margins. The Organic Ingredients segment was materially impacted by the unprecedented increase in cocoa prices, resulting in lower demand and hedging losses, and by pressure on demand for other organic products due to food price inflation. The Group generated a record operating cash flow of €137 million supported by a -20% reduction in working capital mitigating the increased finance costs, resulting in a solvency ratio of 54.5% and a net debt/EBITDA leverage ratio of 2.2x. The Board proposes a full-year dividend of € 1.15 per share to the shareholders for 2023.

General economic environment

The global economy continues to recover slowly from the blows of the pandemic, Russia's invasion of Ukraine, and the cost-of-living crisis. In retrospect, the resilience has been remarkable. Despite the disruption in energy and food markets caused by the war, and the unprecedented tightening of global monetary conditions to combat decades-high inflation, the global economy has slowed, but not stalled. Yet growth remains slow and uneven, with growing global divergences.

Global activity bottomed out at the end of last year while inflation – both headline and underlying (core) – is gradually being brought under control. But a full recovery toward prepandemic trends appears increasingly out of reach, especially in emerging markets and developing economies.

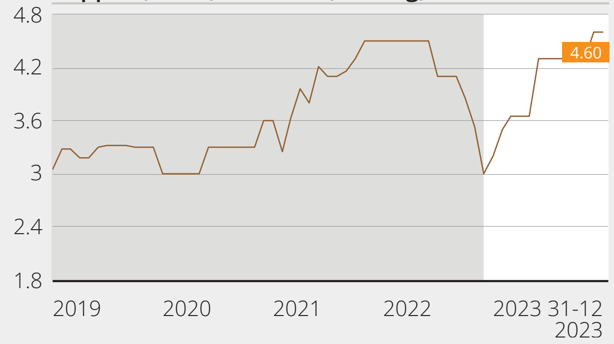
Global growth is expected to slow from 3 percent in 2023 to 2.9 percent next year. This remains well below the historical average. Headline inflation continues to decelerate, from 9.2 percent in 2022, on a year-over-year basis, to 5.9 percent this year and 4.8 percent in 2024.

The slowdown is more pronounced in advanced economies than in emerging and developing markets. Within advanced economies, the US surprised on the upside, with resilient consumption and investment, while euro area activity was revised downward. Many emerging market economies proved quite resilient and surprised on the upside, with the notable exception of China, facing growing headwinds from its real estate crisis and weakening confidence.

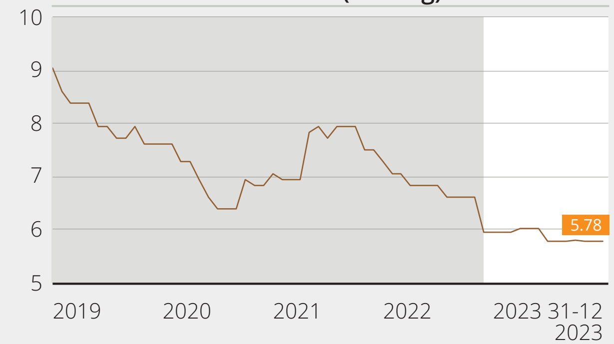
Part of the slowdown is the result of the tighter monetary policy necessary to bring inflation down. This is starting to bite, but the transmission is uneven across countries. Firm bankruptcies have increased in the US and the euro area, although from historically low levels. Inflation and activity are shaped by the incidence of last year's commodity price shock. Economies heavily dependent on Russian energy imports experienced a steeper increase in energy prices and a sharper slowdown. The pass-through from higher energy prices played a large role in driving core inflation upward in the euro area, unlike in the United States, where core inflation pressures reflect instead a tight labour market. Despite signs of softening, labour markets in advanced economies remain buoyant, with historically low unemployment rates helping to support activity.

In 2023, prices of the products in Acomo's portfolio moved erratically over the year due to market circumstances and extreme weather conditions. The graphs illustrate the price trends of some of our major products in 2023: in the Spices & Nuts segment, market prices of black pepper increased by circa +40%, while on the other hand cashew market prices declined by -5%. The organic cocoa market prices came up by roughly +60% to end the year at the highest level in decades.

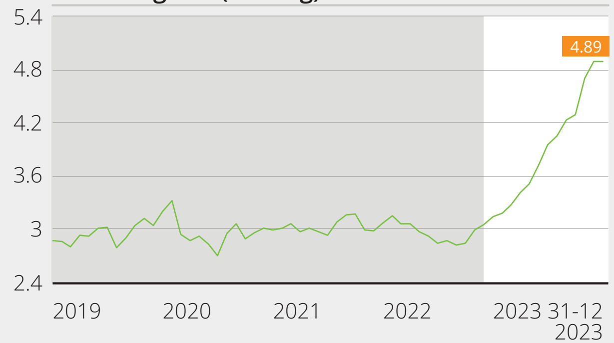
Pepper (black) Vietnam (USD/kg)



Cashew kernels Vietnam (USD/kg)



Cocoa organic (USD/kg)



Financial performance

Group sales decreased in 2023 for all segments, mainly due to market price developments. Through strong margin management, adjusted EBITDA increased to record highs for the segments Spices and Nuts, Edible Seeds, and Food Solutions. Both the Tea and Organic Ingredients segments were impacted by volatile market circumstances, unprecedented price movements and lower demand, ending up with lower EBITDAs versus prior year. Total sales in 2023 amounted to €1,266.1 million, a decrease of -11.0% versus last year. Gross profit as a percentage of total sales, increased by 1.0%-point to 14.0% in 2023.

Total operating expenses, which includes cost of goods sold and general and administrative expenses, decreased by 10.7% to €1,174.2 million in 2023. General and administrative expenses increased by +6.9%, mainly due to inflation. Personnel expenses decreased slightly by -0.8%, mainly driven by a lower number of employees, partly offset by higher external labour expenses, as a result of tight labour market conditions.

Adjusted EBITDA decreased by -€16.5 million to €91.9 million (2022: €108.4 million). Spices and Nuts contributed €46.9 million to 2023 adjusted EBITDA, Edible Seeds €28.4 million, Organic Ingredients €6.9 million, Tea €5.2 million, and Food Solutions €5.8 million.

Reported EBITDA was impacted by the unrealized foreign currency and commodity hedge results of -€0.4 million (2022: -€3.8 million) and -€1.8 million one-off head office costs. EBIT decreased by -€14.7 million (-17.3%) to €70.2 million compared to prior year.

The net finance expenses increased by +€5.5 million to €16.7 million, due to higher Euribor and SOFR interest rates versus last year, partly offset by lower working capital financing during the year.

Net profit of the Group decreased by -€15.3 million to €39.6 million in 2023 (2022: €54.9 million).

Financial performance

(in € millions)	2023	2022	Change €	Change %
Sales	1,266.1	1,422.8	(156.7)	-11.0%
Operating expenses	(1,174.2)	(1,314.4)	140.2	10.7%
Adjusted EBITDA	**91.9**	**108.4**	**(16.5)**	**-15.3%**
One-off head office costs	(1.8)	-	(1.8)	-
Unrealized FX/CX results	(0.4)	(3.8)	3.4	-89.5%
Reported EBITDA	**89.6**	**104.6**	**(15.0)**	**-14.3%**
Depreciation and amortization	(19.4)	(19.7)	0.3	1.5%
Operating income (EBIT)	**70.2**	**84.9**	**(14.7)**	**-17.3%**
Financial income and expenses	(16.7)	(11.2)	(5.5)	-49.1%
Corporate income tax	(13.9)	(18.8)	4.9	26.0%
Net profit	**39.6**	**54.9**	**(15.3)**	**-27.9%**

Foreign exchange position

All operating companies are required to hedge foreign exchange risks related to transactions against their functional currency. The consolidated accounts of Acomo are prepared in euros. Several operating companies (mainly in Edible Seeds, Organic Ingredients, and Tea) use the US dollar as their functional currency. The results of these subsidiaries are consolidated in the Group's 2023 results against the average euro/US dollar rate of the year.

The year-end euro/US dollar exchange rate was 1.104 (2022: 1.071). The average euro/US dollar exchange rate in 2023 was 1.082 (2022: 1.053). The FX rate change had a negative effect on sales (-€21.3 million) and net profit (-€1.0 million) compared to the previous year.

The future development of the euro/US dollar rate can have a positive or negative impact on the consolidated results reported in euros. The assets and liabilities of the operating companies of the Group with a US dollar functional currency are translated to euros at year-end rate for consolidation purposes. The 2023 year-end exchange rate of 1.104 reflects the weaker US dollar against the euro when compared to the 2022 year-end rate of 1.071. As at 31 December 2023, this resulted in a decrease in total assets of -€14.0 million.

Variations in the year-end rates on the net investment values of US dollar subsidiaries, after taking into account related long-term borrowings in US dollar, are accounted for directly in equity through the currency translation reserve and will impact total consolidated assets and net shareholders' equity.

Euro/US dollar rate 2023

Balance sheet analysis

As at December 2023, total capital amounted to €622.9 million, consisting of €255.2 million of fixed capital (intangible assets, property, plant and equipment, right-of-use assets, and other non-current receivables, less provisions), €365.2 million of working capital and other working capital-related assets and liabilities, and €2.5 million in cash and cash equivalents.

Fixed capital decreased by -€13.3 million compared to 2022, mainly due to the negative currency translation of the fixed capital denominated in US dollar (mainly in the Edible Seeds, Organic Ingredients, and Tea segments) as a result of the weaker year-end US dollar and depreciation and amortization of fixed assets (-€19.4 million), partly offset by investments in fixed capital.

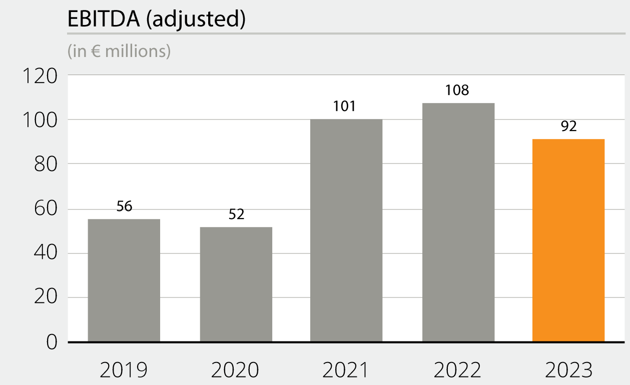
Working capital and other working capital-related assets and liabilities decreased by -€78.2 million compared to 2022, mainly due to lower inventories (-€73.5 million), and lower trade receivables (-€21.6 million), partly offset by lower trade payables (€2.1 million), and lower other working capital assets and liabilities (€14.9 million).

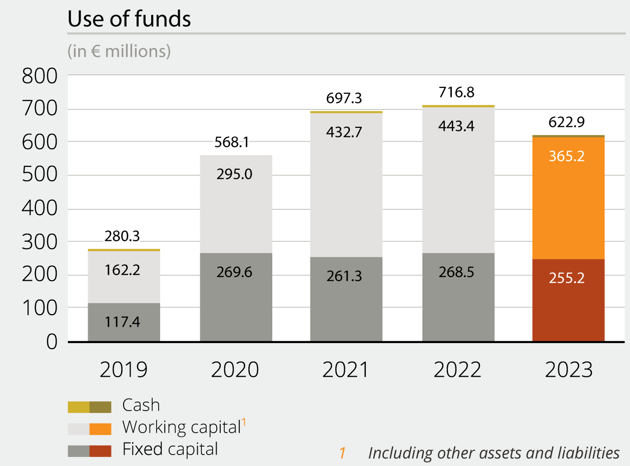
Total equity decreased by -€6.6 million to €407.1 million as at 31 December 2023 (year-end 2022: €413.7 million). The main movements were: a negative net currency translation effect of -€10.9 million, and dividend payments to shareholders of €35.4 million, partly offset by the 2023 net profit of €39.7 million.

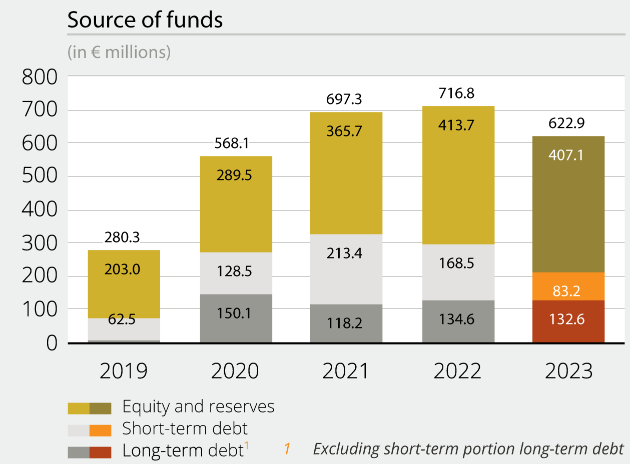
Total debt outstanding (excluding lease liabilities) at the end of 2023 amounted to €198.4 million (2022: €284.9 million). Long-term debt of €119.4 million (2022: €120.2 million) is repayable in four years on average. The short-term part of the long-term borrowings, which amounts to €0.8 million repayable in 2024, is included in other working capital-related assets and liabilities. Short-term debt consists of the short-term bank overdrafts of €79.0 million (2022: €164.7 million).

Non-current lease liabilities amounted to €13.2 million (2022: €14.4 million) and the current part of the lease liabilities was €4.2 million (2022: €3.8 million) at the end of 2023.

Solvency as at 31 December 2023 was 54.5% (year-end 2022: 48.1%), which exceeded the minimum solvency levels required by Acomo's financial policies.







Cash flow summary

Net cash generated from operations increased by €64.6 million, mainly caused by lower working capital at year-end (total net cash effect of €82.9 million), partly offset by a lower operating result and higher interest and tax payments.

Capital expenditures of €6.6 million were on the same level as last year (€6.6 million). The major capital expenditures in 2023 were: investments in a new ERP system, process optimization equipment, and upgrades to plant buildings in the US operations of the Edible Seeds segment, investments in solar panels at the sunflower oil plant in Bulgaria, and investments in the cocoa plant of the Organic Ingredients segment in the Netherlands.

The main drivers for the increase in cash used for financing activities this year were the changes in financial liabilities, and dividend payments to shareholders. The changes in financial liabilities of -€89.2 million were mainly due to lower working capital financing in 2023 compared to 2022. In 2023, the Group paid out €35.6 million of dividends to shareholders, compared to €31.1 million in 2022.

Treasury position

Funding usage decreased compared to previous year, resulting from the lower working capital level.

Effective 28 August 2023, the Group implemented sustainability amendments to its main financing agreement. This means that the Group now has a sustainability-linked loan for its main financing needs. A robust framework of four KPI's and performance targets have been agreed with the sustainability coordinator and syndicate lenders.

The KPIs are: GHG emissions reduction, Improvement in waste separation, Third-party operations GFSI certified and Suppliers' social and environmental audit. Targets have been set for the full tenor of the financing agreement. An interest margin adjustment as a consequence of performance on the targets is included as an incentive for the Group to perform on its sustainability improvement and overall ESG strategy.

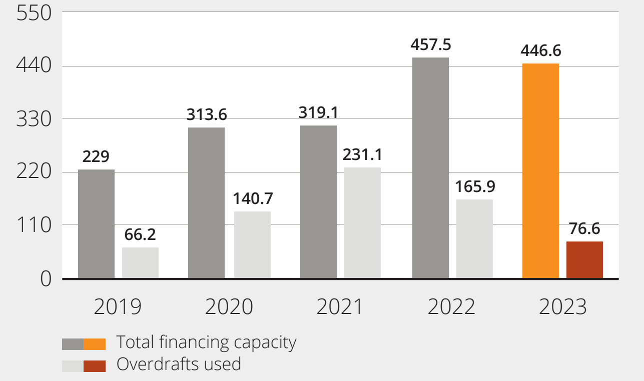
At year-end, the Group's working capital credit facilities including cash positions amounted to a total of €446.6 million (2022: €457.5 million), with available short-term financing of €370.0 million, versus €291.6 million in December 2022. The Company and its subsidiaries were in full compliance with all bank covenants applicable to the borrowing facilities.

Cash flow summary

(in € millions)	2023	2022	% Change
Operating cash flow (before tax)	93.1	106.6	-12.7%
Net changes in working capital	76.0	(6.9)	1201.4%
Payments of interest and tax	(31.9)	(27.1)	-17.7%
Net cash generated by operating activities	**137.2**	**72.6**	**89.0%**
Capex	(6.6)	(6.6)	0.0%
Divestments held-for-sale assets	0.0	2.5	-
Other investing activities	(0.8)	(2.3)	-
Cash used in investing activities	**(7.4)**	**(6.4)**	**15.6%**
Capital increases	0.0	0.2	-
Changes in financial liabilities	(89.2)	(29.3)	-204.4%
Payment of other finance costs	(2.4)	0.0	-
Payment of leases	(4.6)	(4.6)	-
Dividends	(35.6)	(31.1)	14.5%
Cash from (used in) financing activities	**(131.8)**	**(64.8)**	**103.4%**

Financing position

(in € millions)



SPICES & NUTS

The modern history of globalization begins with the global spice trade. Initially, spices like pepper, nutmeg, cumin and coriander, and foods like chocolate and coconuts, were rare delicacies only accessible to the rich. But today, consumers almost anywhere in the world can have access to a vast range of healthy and tasty spices and nuts. There is no generation in history that had access to a diet as varied in flavours and culinary traditions as ours – an achievement that Acomo is proud to play a part in.

Highlights

90%

3rd party in scope operations GFSI certified

165+

years of trading experience

Within the Spices & Nuts segment, our product range encompasses many tropical products such as pepper, nutmeg, desiccated coconut, shelled and unshelled nuts, dried fruits, dehydrated vegetables, herbs, rice crackers, and snack products. The Acomo companies are involved throughout the value chain, including sourcing, trading, distributing, cleaning, blending, roasting, and packaging.

€430.0M

Sales

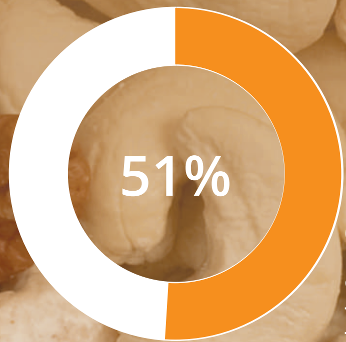
€439.7 million (2022)

€46.9M

Adjusted EBITDA

€38.5 million (2022)

of total sales



of total adjusted EBITDA

Performance

Spices and Nuts realized a record performance in 2023. The robust first half year was followed by a strong second half, resulting in a full-year double-digit profit growth versus last year. Despite a decrease in net sales, mainly due to market price developments of several product groups, a positive volume effect for spices, desiccated coconut, nuts, and dried fruits could more than compensate for this shortfall, leading to the reported growth.

Although sales were impacted by the mentioned market price developments, the segment was able to deliver outstanding results owing to the knowledge of sourcing origins, management of supply chains, relationships with suppliers, focus on customers, and the addition of new products to the portfolio.

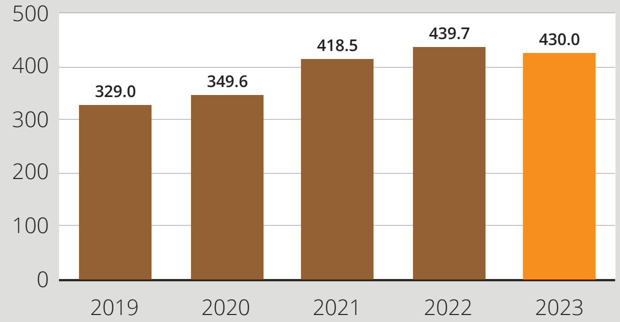
Desiccated coconut prices increased substantially compared to previous year. Origin countries for desiccated coconuts all suffered from difficult weather conditions and the local economic situation. The Philippines for instance had a favourable first half year, while the second half year saw reduced precipitation levels and less crop. In Indonesia, January and February had above average rainfall, resulting in an abundant coconut harvest. In Sri Lanka, recognizing the growth potential of value-added coconut products, the authorities took a more active approach to support the coconut export industry. Apart from desiccated coconuts, Vietnam also serves the export market for fresh coconuts, while both China and the US opened their borders for the import of raw coconuts from Vietnam.

Market prices for most spices (including pepper, cardamom, and cumin) increased versus 2022. Prices of major nuts (including cashews and almonds) decreased in line with previous year's trend. Dried fruit prices saw a strong increase over the year. The improved 2023 results were mainly driven by positive contributions of desiccated coconut, spices and nuts, while dried fruit remained level.

Adjusted EBITDA in this segment was €46.9 million, the segment’s best year ever and an increase of +22% versus 2022. Average invested capital over 2023 decreased by -5% compared to last year. The reduction is mainly due to solid working capital management.

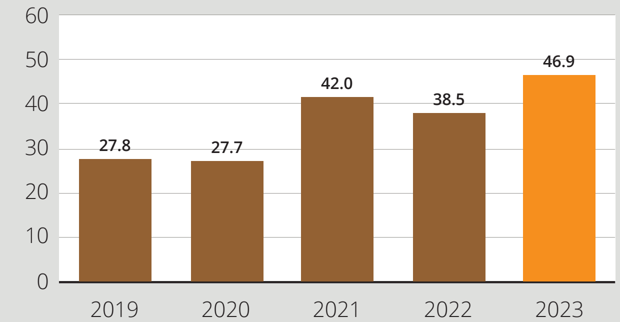
Sales

(in € millions)



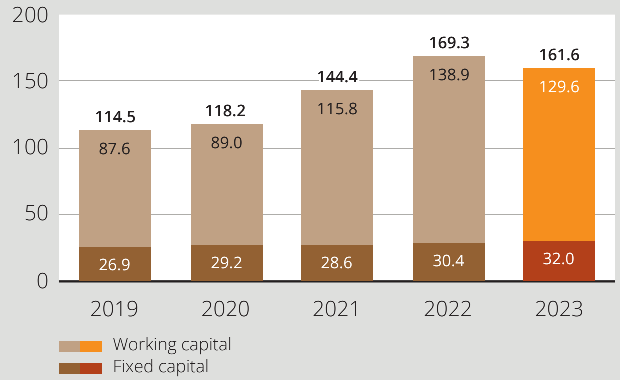
EBITDA (adjusted)

(in € millions)



Invested capital

(in € millions)



Spotlight

Departing Managing Director Henk Moerman on Catz International's past, present and future

After a storied career spanning 42 years at Catz International, of which 25 as its Managing Director, Henk Moerman recently retired from his position. At Acomo, we wanted to celebrate his impressive achievements and highlight the development of Catz International over the course of his leadership, and we were pleased that Henk agreed to share some words with us in this year's Annual Report.

"I started in 1981 as a junior trader. My background was in agriculture and I had only just left school, so I didn't know the first thing about international trading, but Catz International provided the best education I could have wished for. After a few years there, I could have moved on to work anywhere in the industry, but I chose to stay and build my career there. The people who work at Catz are sharp, reliable, down-to-earth, hard-working and disciplined. And the company has always valued creativity, commitment, loyalty and respect. I got to know Catz as a unique business with a rich history and I felt at home with its culture and DNA from the start."

"After seventeen years at Catz, I became the company's youngest Managing Director in its 170-year existence. That was initially quite a heavy responsibility to carry, but I made a concerted effort alongside all our teams, which ultimately resulted in 25 successive successful years with growing sales and profits. I can look back on my final year as Catz International's most successful year yet. Under my leadership, Catz International grew into a strategic partner to important suppliers worldwide, with an impressive client portfolio including both multinational corporations and midsize businesses. I am very proud of what we've accomplished and glad to leave the company behind in such excellent condition."

"A lot has changed in the business during my 42 years at Catz. Back when I started, all international communication was slow and difficult. That meant you could take your time to do business. If you received an offer from a supplier, we could take five days to resell those products to various buyers. We could close back-to-back deals with suppliers and buyers and eliminate the risk of market fluctuations. But as communication accelerated, everyone increasingly had access to information on current prices around the world. Transparency became the norm. That meant we had to fundamentally reinvent ourselves and change the way we did business: we had to become adept at anticipating price developments and take calculated risks. Market intelligence became even more crucial, and we increasingly had to develop our expertise on geopolitics, economics, marketing, agriculture, climate, harvest and weather patterns. We also learned that this transparency enabled us to better manage risks and sustainability across the supply chain, so we also saw new opportunities emerge."

"Still, no matter how good your risk management is, some things can happen unexpectedly. When COVID hit, we had to choose whether to pay massively increased freight rates and guarantee a reliable and continuous supply, or reject the price hikes but risk failing our customers. And a wrong call would have had an enormous impact. In line with our core values we honoured our contracts, which is obvious for us but not necessarily in the market. And that was the right move for our reputation, because the COVID years turned out to be some of our most successful ones in history. These situations give me confidence that businesses like Catz International are indispensable. Supply chains are incredibly complex, and we play many important roles within them: we absorb shocks between supply and demand, we facilitate finance procurement, we provide different and selected guarantees to suppliers and customers, we share market-intelligence and advice, we maintain all sorts of certifications that assure our customers that their quality standards are met. That level of versatility is incredibly difficult to develop, and it is what makes us unique and resilient."

"Meanwhile Albert Berisa, who has been with Catz International for 27 years, has taken over as Managing Director. We've had lots of time working together to prepare that transition and I am certain that the company will continue to flourish under his leadership. While every leader has their own style, I know that Albert has all the talent and tools necessary to succeed. It will be business as usual, although of course, business as usual is ever-changing. I look forward to seeing what is in store for us, and I am confident that many more great years still lie ahead of us."

"The trading business has changed fundamentally over the decades. But companies like ours have proven to be resilient and indispensable"


CATZ INTERNATIONAL B.V.
Established 1856
Catz International B.V.
SAMPLE

EDIBLE SEEDS

Edible seeds have always been a major part of the human diet as they are rich in essential nutrients and healthy fats. Seeds provide us with nutrients that can be difficult to obtain otherwise, such as omega-3 fats. With the growing global concern over the climate and biodiversity impact of our diets, these nutritional qualities of edible seeds make them a natural candidate to supplement or replace less sustainable meat and fish products. Nutritious, affordable, plant-based, and tasty: edible seeds are likely to play an increasingly prominent role on our dinner plates in the decades to come.

Highlights

100%

own in scope entities GFSI certified

-19%

GHG emissions (Scope 1 & 2) reduction

Acomo is involved in the trading, processing, and distribution of edible seeds, including poppy, sesame, pumpkin, flax, and sunflower. The most extensive offering is sunflower seeds, including both in-kernel and shelled for the snack and retail industries, birdseed for wildlife, and a variety of innovative sunflower products, including SunButter®. Acomo's Edible Seeds segment also provides a wide range of edible seeds to the bakery, spice, and confectionery industries. Additional value is added through fully controlled, high-tech treatments to ensure the quality and food safety of delicate seed products.

€257.3M

Sales

€269.8 million (2022)

€28.4M

Adjusted EBITDA

€28.0 million (2022)

of total sales

of total adjusted EBITDA

Performance

The Edible Seeds segment increased its margin versus last year. The activities of the segment in North America showed a strong performance across most business areas. The implementation of a new integrated ERP system led to improved process integration with customers and increased efficiency and effectiveness for all lines of business.

The Wildlife business delivered a strong performance due to solid margins with stable volumes. Pecking Order®, a portfolio of backyard chicken products, saw strong growth due to increased consumer interest. SunButter®, the leading brand for non-peanut, allergen-free spreads in the USA, benefited from the successful product introduction of Jammies™, a convenient ready-to-eat frozen sandwich. The Specialty Commodities & Ingredients activities expanded their sourcing efforts and maintained sales volumes. Contract manufacturing of roasted sunflower seeds contributed to the strong results through efficiencies, although at somewhat lower volumes.

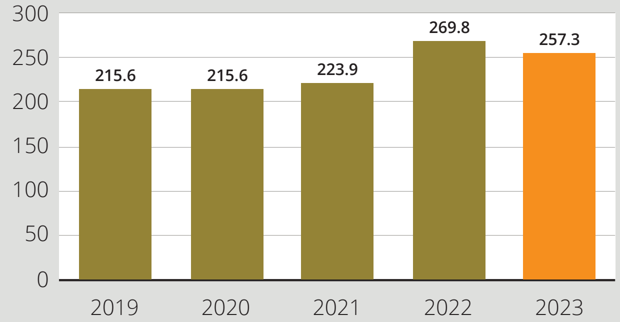
In 2023, a start was made to implement the long-term strategy to rationalize and optimize the production and logistics operations in response to changes in customer demand and opportunities to become more efficient.

In Europe, the performance of sesame, poppy, and other edible seeds were stable throughout the year. Weak consumer confidence put demand under pressure. Although sales volumes dwindled slightly, the related impact on sales was mitigated through improved margins.

Adjusted EBITDA for the segment Edible Seeds reached €28.4 million in 2023, an increase of +2% versus full year 2022. Total 2023 average invested capital of €132.5 million increased by +2%, mainly due to higher working capital in 2023 versus 2022, partly off-set by lower invested fixed capital.

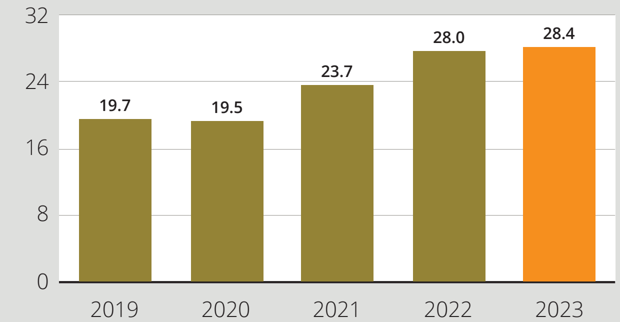
Sales

(in € millions)



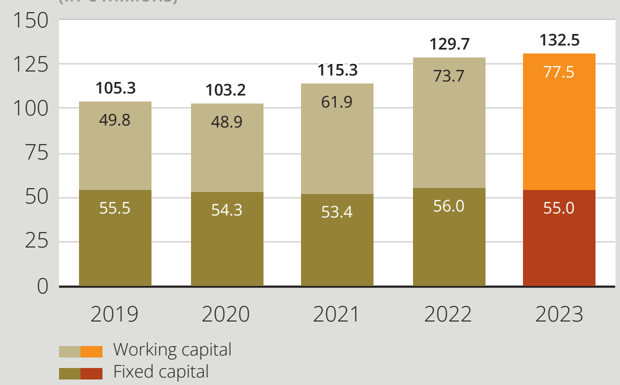
EBITDA (adjusted)

(in € millions)



Invested capital

(in € millions)



Spotlight

SunButter® Jammies™ provide allergen-friendly option in the popular frozen sandwich segment

More than 20 years after SunButter® hit supermarket shelves offering a nut-free alternative to peanut butter, SunButter® is expanding its product range and introducing crustless frozen sandwiches: Jammies™. Jammies™ are made with creamy SunButter® sunflower seed butter combined with delicious grape or strawberry jelly. The product launched with six key retailers on the east coast of the United States in Fall 2023.

Jammies™ offer a thaw-to-eat convenience meal or snack directly from the freezer to your fingertips, providing on-the-go fuel for the entire family while checking all the boxes – great taste, allergen-friendly, 7 grams protein per serving, whole grains, and free from high fructose corn syrup, artificial flavors, sweeteners, or preservatives.

The prevalence of peanut and tree nut allergies in the US has increased 3.5-fold over the past two decades. That growth has been reflected in the rising popularity of products with allergen-friendly labeling, including alternative shelf-stable seed and nut butters. Jammies™ are produced in a facility that is certified free from the top food allergens including peanuts, tree nuts, fish, shellfish, and sesame seeds. Additionally, they are fully plant-based, vegan, and kosher, making them a suitable snack for all.

"SunButter® Jammies™ meet the growing demand for a delicious, allergy-friendly convenience food for the whole family"

Convenience and taste have made frozen crustless sandwiches an American favorite, but millions of consumers have been left on the sidelines by food allergies, peanut-free schools, and a lack of healthy options. Jammies™ fills the void of allergen-free crustless sandwiches and give consumers and retailers an option that is school-friendly, convenient, and delicious: a great option for kids and grown-ups alike.

"The individually wrapped frozen sandwich space was ready for a breakthrough innovation that provides a solution for millions of kids and adults who can't enjoy nut products and millions more who abstain for the safety of friends and family," said Koert Liekelema, CEO of Red River Commodities. "With SunButter® Jammies™, parents and schools can feel confident knowing there's an allergen-free option that satisfies these classic cravings."

ORGANIC INGREDIENTS

As global diets adapt in response to the ecological challenges of climate change and biodiversity loss, demand for organic foods is on the rise. These ingredients, grown without synthetic fertilizers and pesticides, are widely embraced by conscious consumers for their reduced environmental impact and contribution to a balanced and healthy diet. As societies progress towards ‘true pricing’ of negative ecological externalities in food production, regenerative agriculture will become increasingly rewarding, and organic ingredients will be in greater demand.

Highlights

97%

signed Supplier Code of Conduct

1st

Regenerative Organic Certified cocoa producer

Acomo's certified organic portfolio comprises more than 230 products over 17 product categories, including cocoa, coffee, fruit and vegetables, edible seeds, nuts and dried fruits, oils, and premium juice. That makes the Group a global leader in certified organic food ingredients, sourced through equitable supply chains and regenerative and resilient organic farming practices. Acomo is involved throughout the value chain, from training and educating farmers to adopt organic agricultural strategies to the final processing, quality control, packaging, and distribution.

€436.4M

Sales

€541.9 million (2022)

€6.9M

Adjusted EBITDA

€30.1 million (2022)

33% of total sales

7% of total adjusted EBITDA

Performance

The Organic Ingredients business performance was materially impacted by the unprecedented cocoa prices, resulting in lower demand and losses on related hedging.

The more selective consumer spending due to food price inflation resulted in lower sales volumes in most product groups. This effect remained persistent throughout the year and was especially manifest in the EMEA region. Despite the lower volumes, the Fruit and Vegetables product group showed an increase in absolute margin in Europe versus last year.

The North American business showed robustness. Despite the above challenges, a substantial part of the business maintained volumes versus last year and reported higher margins. Other product categories in North America reported lower results due to slower demand and margin pressure.

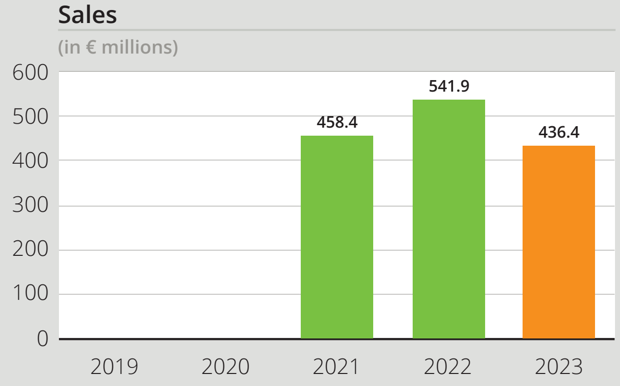
In the course of 2023, for both North America and EMEA staffing of various trading desks and logistics functions returned to typical levels after a higher-than-average turnover in the beginning of the year.

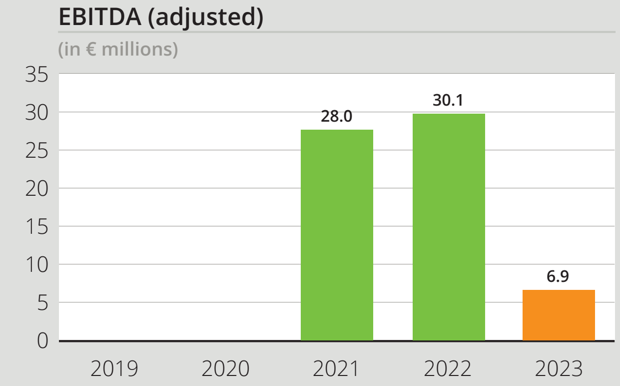
The inherent focus on organic integrity in the supply chain in combination with Acomo's ESG strategy have resulted in the expansion of various initiatives in 2023. Tradin Organic (with its consortium of partners) is working on deforestation prevention and improving cocoa farmers' livelihoods in Sierra Leone by further building regenerative agroforestry systems. Digitalization and certification allowing full origin traceability are part of this initiative.

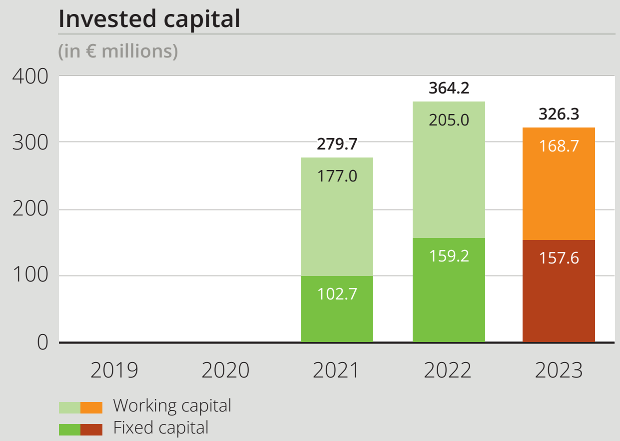
Smaller-scale ESG initiatives were also successfully implemented, like installing solar panels on the Bulgarian factory.

Adjusted EBITDA decreased to €6.9 million versus €30.1 million last year. As stated above, this is partly driven by the negative cocoa results.

Average invested capital over 2023 decreased by -10% compared to previous year. Tradin's ongoing focus on working capital management resulted in a year-end working capital reduction of -36% versus 2022.







Spotlight

Tradin Organic pushes the frontiers of sustainable supply chains

The EU Deforestation Regulation (EUDR), which came into force in 2023, dictates that all companies seeking to sell certain commodities – including coffee, cocoa, and soy – within the EU must now demonstrate that these products were not grown on recently deforested land. As the only company importing such products within the Acomo Group, this directive is particularly impactful for Tradin Organic. Fortunately, organic certification already required full traceability of products to specific farmers, giving Tradin Organic a head start in obtaining the necessary information. However, the EUDR goes even further, requiring traceability down to the field level.

For a global company like Tradin Organic, which imports coffee and cocoa from over a dozen countries of origin, full compliance with the EUDR is no small feat. It means that detailed GPS data at field level needs to be collected in all sourcing regions, often in partnership with smallholder farmers with limited access to the relevant knowledge and technology. Tradin Organic's representatives around the world are now working to make this digitization possible and to safeguard the position of small-scale suppliers in sustainable global supply chains. In Sierra Leone, Tradin Organic’s main cocoa origin, the company has partnered with agry-data management organization Smallholdr, whose mobile app and web platform collect and manage field-level GPS data to facilitate compliance with the EUDR and provide insights into the real impact of farming initiatives.

“Tradin Organic is participating in the EUDR Pilot Test phase of the EU Information System and will help ensure the new digital platform is fit for purpose by 2025”

In addition to its efforts to prevent deforestation in sustainable supply chains, Tradin Organic is expanding its agroforestry projects. The company was recently awarded a €1.85 million grant from the Delegation of the European Union to Sierra Leone. This money will be used by Tradin Organic and its consortium of partners to improve cocoa farmers’ livelihoods by investing in regenerative agroforestry systems. By adding different types of shrubs and trees, fields can be made more biodiverse and resilient to extreme weather and disease, while also providing a new income stream for the farmers through carbon sequestration credits. This model was successfully pioneered through Tradin Organic's recent pilot project in Ethiopia.

TEA

If we were to write the book of humanity's cultural heritage, it would not be complete without a chapter on tea. Archaeological evidence of tea drinking in East Asia goes back as far as the first millennium BCE. In the 19th century, tea was spread around the world and tea houses mushroomed all over Europe, Africa, the Americas, and the Pacific region. Today, it is the most popular beverage on the planet, second only to water: the world collectively drinks more than two billion cups of tea every single day!

Highlights

57%

sustainable sourced tea

100%

plant-based products

Acomo's Tea segment covers global tea trading, processing and distribution through the Group's own state-of-the-art warehouses and blending facilities in many major teaproducing countries. By constantly monitoring and analyzing market developments and sharing insights with customers, this segment is able to meet traditional consumer preferences as well as novel appetites for speciality teas.

€120.6M

Sales

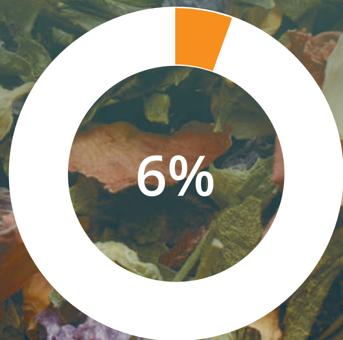
€149.1 million (2022)

€5.2M

Adjusted EBITDA

€8.3 million (2022)

of total sales



of total adjusted EBITDA

Performance

Royal Van Rees Group faced decreasing demand for tea during the year due to several challenges in the global tea market and industry. With volumes down, Van Rees reported lower sales versus last year. Margins however were protected and were in line with full-year 2022 level. Tea price developments differed across countries of origin. Crops in Sri Lanka and Malawi were negatively impacted by weather conditions. Demand for Kenya tea shifted from lower/medium quality teas towards the higher-quality teas.

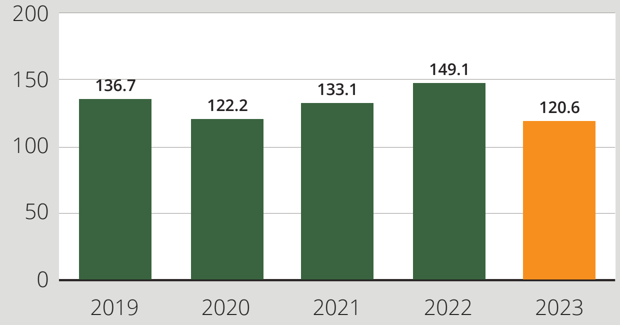
The lack of availability of foreign currencies in certain tea-consuming countries limited the business opportunities for these regions. Policies regarding sanctioned countries and know-your-customer (so called 'ultimate beneficial owner') play an important role when exploring new markets and customers. With existing and potential new tea customers around the globe, the Van Rees team ensures that these policies prevail above (new) business.

The North American fruit and herbs business grew in line with recent consumer trends and will continue to be a focus area of future growth. The magnitude of varieties in herbal and botanical teas challenges the Van Rees organization to continue meeting new and rapidly changing demand and to invent and apply new contract and delivery options within the traditional tea market.

Royal Van Rees Group reported an adjusted EBITDA of €5.2 million, which is mainly driven by lower volumes and prices. Van Rees sales decreased to €120.6 million (2022: €149.1 million). Total average invested capital decreased by -2%, mainly due to lower working capital, partly driven by the lower euro/US dollar exchange rate.

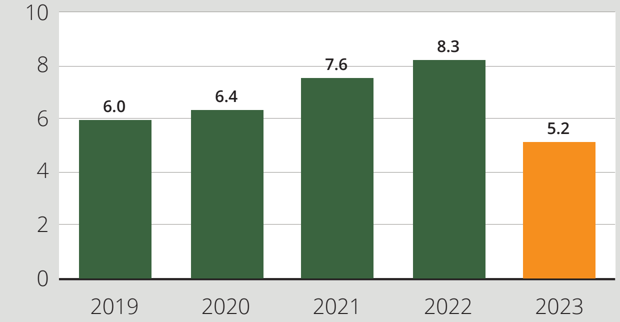
Sales

(in € millions)



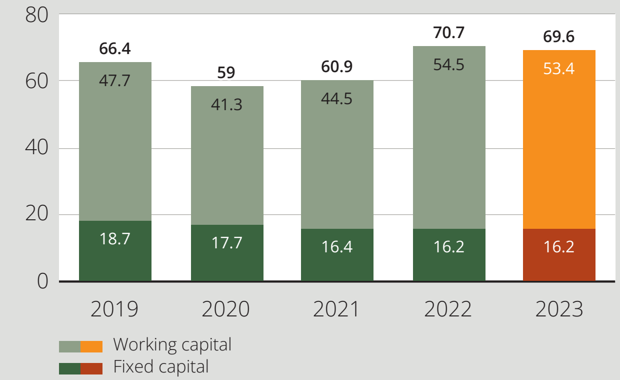
EBITDA (adjusted)

(in € millions)



Invested capital

(in € millions)



Spotlight

Royal Van Rees Group provides peace of mind to customers with vendor-managed inventory strategy

The market for herbal and botanical teas is booming: in North America alone, it is expected to grow by 7% annually until 2033. Younger generations are embracing botanicals as a natural element of a healthy, balanced lifestyle. This growing demand is met by the beverage industry, which develops and delivers a wide range of new speciality teas and blends to consumers. At the same time, this booming business has its challenges: the supply chain of herbal and botanical teas is significantly less robust and well-structured than the conventional tea business.

Contrary to conventional tea, the range of botanical tea ingredients is extensive. For example, the larger tea blending and packing companies can require upwards of 90 different herbs and botanicals for their blends. The most significant challenge for such customers is securing consistent access to the so-called 'tail end' of this ingredient range. These are ingredients that only make up a marginal proportion of the total blend, but that are nonetheless crucial to ensuring the quality and flavour that consumers expect. Because demand for botanical blends is highly variable and subject to trends, while the supply of tail end ingredients can be limited and impacted by seasonal effects, customers are driven to find partners who can help ensure access to these products under all circumstances.

“Royal Van Rees Group guarantees customers on-demand access to botanical ingredients that can be difficult to obtain”

Royal Van Rees Group stands out in the North American market as a trader optimally positioned to meet customer needs in the herbal and botanical tea segment due to its vendor-managed inventory strategy. Van Rees allocates its stocks to specific clients ahead of time, ensuring that products are available and can be delivered to the customer on-demand, without the stocks impacting their working capital. In doing so, the company provides peace of mind to its partners by minimizing their concerns regarding the purchasing, transportation, and storage of tail-end ingredients. This level of flexibility empowers customers to innovate with new blends and meet market trends in this highly dynamic segment of the tea industry.

FOOD SOLUTIONS

Food technology has made incredible progress in recent years. For example, while vegetarian diets once had a reputation of blandness and causing nutritional deficits, today consumers have access to a vast range of affordable plantbased food products with premium-quality textures, flavours, and optimised nutritional profiles. These technologies play an important role in Acomo’s mission to enhance access to plant-based and natural food ingredients and solutions – and the Group is confident that the future still has astonishing innovations in store for us.

Highlights

100%

own in scope entities GFSI certified

AA+
rating

BRC Global Standard for Food Safety

This segment is all about flavours, functional additives, and unique solutions. Acomo produces and supplies culinary and functional ingredients, high-end plant-based solutions, wet and dry blends, and spice mixes of the highest quality for food companies in Europe, tailor-made to customers' specifications. The services offered in this segment include product development, manufacturing, packaging, distribution, and inventory management.

€24.1M

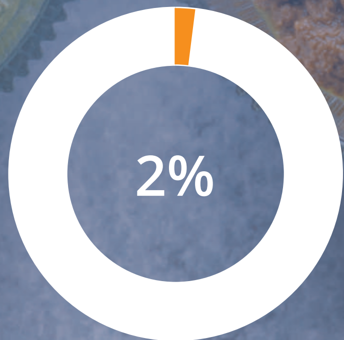
Sales

€24.3 million (2022)

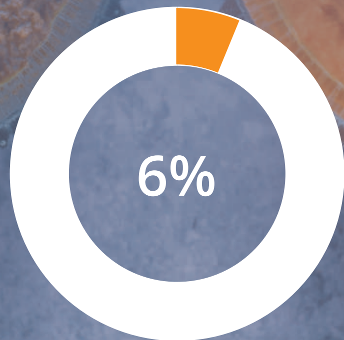
€5.8M

Adjusted EBITDA

€5.4 million (2022)



of total sales



of total adjusted EBITDA

Performance

Food Solutions delivered a third record year in a row. Sales were slightly lower, but increased margins resulted in profit growth. By leveraging its strong ongoing business relations, Snick EuroIngredients was able to further develop its concepts and solutions. Margins increased for all three product lines (wet blends, dry blends, and ingredients distribution). Wet blends was again able to increase its volume and margin, while the other two pillars managed to achieve margin growth.

The rising consumer interest in culinary solutions, plant-based products, and alternative protein sources ensured that demand for products was strong, proving the excellent fit of the solutions offered. The successful Qulinofresh concept, introduced in 2022, benefited from this trend.

In 2023, Snick received the Belgian Charter of Sustainable Entrepreneurship Award ('Laureaat'). This charter is based on the 17 Sustainable Development Goals as developed by the United Nations. The main areas of accomplishment are 'own labor force' (investments in ergonomic equipment), 'environment' (shift to LED light sources in the warehouse) and 'ecological improvements' (improved plastic waste recycling). The efforts were evaluated by the Belgian government and the abovementioned award was granted as a result: a great achievement for Snick EuroIngredients as Acomo's only company in Belgium.

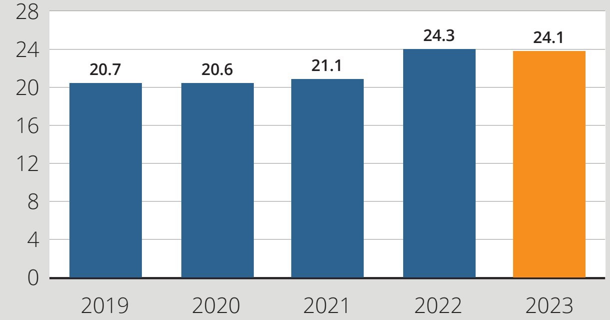
Snick EuroIngredients achieved the highest possible rating for the BRC Global Standard for Food Safety in an annual unannounced audit in 2023: AA+. This result reflects Snick EuroIngredients' unwavering dedication to maintaining the highest food safety and product quality standards.

In order to maintain the Food Solutions segment's autonomous growth perspective, plans have been developed to increase flexibility and capacity (production and warehousing) to meet future customer demand. Execution of these plans is planned for 2024 and onwards.

Sales came in at €24.1 million, a slight decrease versus 2022 (-1%). With margins up as a result of the Food Solutions team's excellent performance, adjusted EBITDA increased by +8% to €5.8 million (2022: €5.4 million). Average invested capital showed a slight increase (+2% to €13.5 million), mainly due to higher working capital as a result of increased business requirements.

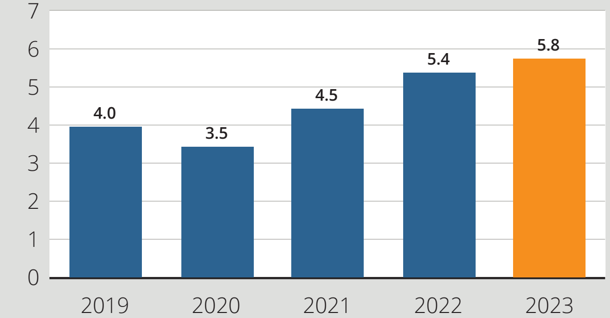
Sales

(in € millions)



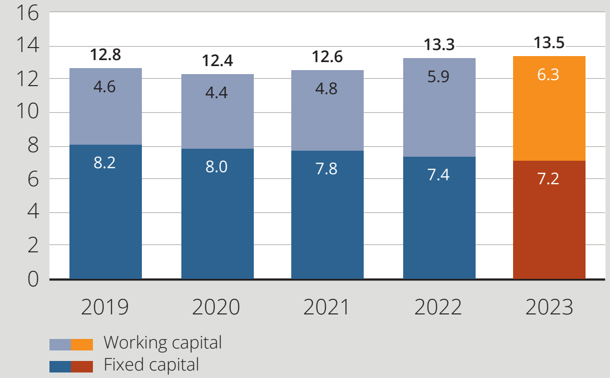
EBITDA (adjusted)

(in € millions)



Invested capital

(in € millions)



Spotlight

Snick EuroIngredients expands in Europe, building on innovative marketing strategy

While Acomo's Food Solutions segment represents just 2% of the Group's total revenue, it certainly punches above its weight in terms of operational excellence. This accomplishment can be entirely attributed to Snick EuroIngredients, whose successful marketing strategy and attractive products are now conquering Europe. Snick is increasingly expanding its scope beyond its traditional (Benelux) markets and is forming partnerships with distributors in Ireland, the UK, Switzerland, Italy and Spain to provide value to new and existing customers around the continent.

The growing success of Snick EuroIngredients testifies to the quality of its food solutions. Its blends and ready-to-eat meal solutions appeal to a wide range of customers, from tiny local producers to national meal delivery services and global corporations. The Qulinofresh range of herb and spice mixes, featured in last annual report, and the new Qulinostock range of stocks and broths are the latest additions to the company's expanding repertoire of innovative, high-quality, clean-label products. These are the solutions where Snick can maximize its competitiveness and added value, leaving a memorable impression on food industry specialists, professional kitchens and home chefs alike.

"Scan the QR code to explore Snick's innovative presentation of solutions and recipes"

While the quality of its products is beyond question, the company's international sales success is also rooted in a polished marketing concept that appeals directly to consumers. At the last Food Ingredients Europe international trade fair in Paris, Snick made a splash by presenting a variety of dishes starring the company's own products. Visitors to the stand were able to scan a QR code to learn more about the recipe and access the detailed ingredient label of Snick's solutions. You are warmly invited to scan the QR code on this page for a preview – perhaps it could inspire some cooking of your own?

CONSOLIDATED FINANCIAL STATEMENTS

All amounts are in thousands of euros, unless otherwise stated.

CONSOLIDATED STATEMENT OF INCOME

(in € thousands)	Note	2023	2022
Sales	5	**1,266,082**	**1,422,776**
Cost of goods sold	6	(1,089,172)	(1,238,128)
Gross profit		**176,910**	**184,648**
General and administrative expenses	7	(106,640)	(99,730)
Operating income		**70,270**	**84,918**
Interest income	9	30	43
Interest expense	9	(17,252)	(11,174)
Other financial income/(expenses)	9	495	(111)
Financial income/(expenses)		**(16,727)**	**(11,242)**
Profit before income tax		**53,543**	**73,676**
Corporate income tax	10	(13,910)	(18,805)
Net profit		**39,633**	**54,871**
Profit attributable to shareholders of the Company		**39,727**	**54,681**
Profit attributable to non-controlling interests		**(94)**	**190**
Earnings per share (in €)			
Basic	11	**1.34**	**1.85**
Diluted	11	**1.34**	**1.85**

The notes on pages 93 to 119 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(in € thousands)	2023	2022
Net profit	**39,633**	**54,871**
Other comprehensive income (OCI)		
OCI to be reclassified to profit or loss in subsequent periods		
Movement currency translation reserves	(10,989)	23,692
Movement on cash flow hedges	(32)	(219)
OCI to be reclassified to profit or loss in subsequent periods	**(11,021)**	**23,473**
OCI not to be reclassified to profit or loss in subsequent periods		
Remeasurement gains/(losses) on defined benefit plans	90	375
OCI not to be reclassified to profit or loss in subsequent periods	**90**	**375**
Total other comprehensive income	**(10,931)**	**23,848**
Total comprehensive income	**28,702**	**78,719**
Total comprehensive income attributable to shareholders of the parent	**28,856**	**78,420**
Total comprehensive income attributable to non-controlling interest	**(154)**	**299**

Items in the statement above are disclosed net of income tax. The income tax relating to each component of other comprehensive income is disclosed in Note 10.

The notes on pages 93 to 119 are an integral part of these consolidated financial statements.

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER

(in € thousands)	Note	31 December 2023	31 December 2022
Assets			
Non-current assets			
Intangible assets	13.1	202,225	210,472
Property, plant and equipment	13.2	46,615	52,350
Right-of-use assets	13.3	16,400	17,408
Other non-current receivables	12.2	3,637	2,357
Deferred tax assets	13.5	367	275
Total non-current assets		**269,244**	**282,862**
Current assets			
Inventories	13.4	310,888	384,390
Trade receivables	12.1	145,157	166,791
Other receivables	12.2	19,494	18,271
Derivative financial instruments	12.3	310	3,549
Cash and cash equivalents	12.4	2,520	4,892
Total current assets		**478,369**	**577,893**
Total assets		**747,613**	**860,755**

(in € thousands)	Note	31 December 2023	31 December 2022
Equity and liabilities			
Shareholders' equity			
Share capital	14.1	13,329	13,329
Share premium reserve	14.1	155,269	155,269
Other reserves	14.2	35,381	45,974
Retained earnings		161,770	142,630
Net profit for the year		39,727	54,681
Total shareholders' equity		**405,476**	**411,883**
Non-controlling interests		1,625	1,836
Total equity		**407,101**	**413,719**
Non-current liabilities and provisions			
Bank borrowings	12.5	119,456	120,133
Lease liabilities	13.3	13,186	14,447
Deferred tax liabilities	13.5	12,479	12,696
Retirement benefit obligations	13.6	1,382	1,532
Provisions	13.7	243	189
Total non-current liabilities		**146,746**	**148,997**
Current liabilities			
Current portion long-term bank borrowings		792	650
Bank borrowings	12.5	75,363	163,188
Lease liabilities	13.3	4,165	3,802
Trade creditors		69,490	71,571
Tax liabilities		3,364	8,908
Derivative financial instruments	12.3	3,958	5,039
Other current liabilities and accrued expenses		36,634	44,881
Total current liabilities		**193,766**	**298,039**
Total liabilities		**340,512**	**447,036**
Total equity and liabilities		**747,613**	**860,755**

The notes on pages 93 to 119 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

(in € thousands)	Note	2023	2022
Cash flow from operating activities			
Profit before income tax		**53,543**	**73,676**
Adjustments for:			
• Depreciation, amortization and impairments	13.1,2	19,380	19,663
• Net increase in provisions		3,169	2,268
• Interest income	9	(30)	(43)
• Interest expense	9	16,021	9,777
• Other		1,063	1,287
Cash flow from operating activities excluding working capital		**93,146**	**106,628**
Changes in working capital			
• Inventories		64,474	16,637
• Trade and other receivables		15,008	(15,187)
• Derivatives		2,155	4,872
• Trade and other payables		(5,599)	(13,201)
Total decrease/(increase) in working capital, net		**76,038**	**(6,879)**
Cash generated from/(used for) operations		**169,184**	**99,749**
Interest paid		(15,334)	(9,106)
Income tax paid		(16,593)	(17,985)
Net cash generated from/(used for) operating activities		**137,257**	**72,658**

(in € thousands)	Note	2023	2022
Cash flow from investing activities			
Investments in property, plant and equipment and intangible assets	13.1,2	(6,584)	(6,647)
Divestments of assets classified as held-for-sale		-	2,548
Other investing activities		(792)	(2,305)
Net cash used for investing activities		**(7,376)**	**(6,404)**
Cash flow from financing activities			
Net proceeds from new shares issued	14.1	-	168
Proceeds from borrowings		-	15,563
Net changes in bank borrowings	12.5	(89,199)	(44,760)
Payments of leases		(4,575)	(4,632)
Payments of other financing costs		(2,378)	-
Dividends paid to non-controlling interests		(57)	(49)
Dividends paid to shareholders		(35,533)	(31,091)
Net cash (used for)/generated from financing activities		**(131,742)**	**(64,801)**
Net increase/(decrease) in cash and cash equivalents		**(1,861)**	**1,453**
Cash and cash equivalents at the beginning of the year		4,892	3,254
Exchange gains/(losses) on cash and cash equivalents		(511)	185
Cash and cash equivalents at the end of the year		**2,520**	**4,892**

The notes on pages 93 to 119 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(in € thousands)	Note	Share capital	Share premium reserve	Other reserves	Retained earnings	Net profit for the year	Total shareholders' equity	Non-controlling interests	Total equity
		Attributable to owners of the Company							
Balance 1 January 2022		**13,325**	**155,105**	**22,102**	**119,773**	**53,956**	**364,261**	**1,393**	**365,654**
Net profit 2022		-	-	-	-	54,681	54,681	190	54,871
Other comprehensive income 2022		-	-	23,739	-	-	23,739	109	23,848
Total comprehensive income 2022		-	-	**23,739**	-	**54,681**	**78,420**	**299**	**78,719**
Appropriation of net profit		-	-	-	53,956	(53,956)	-	-	-
New shares issued	14.1	4	164	-	-	-	168	-	168
Share-based payments	14.2	-	-	133	-	-	133	-	133
Non-controlling interests		-	-	-	-	-	-	193	193
Dividends to non-controlling interests		-	-	-	-	-	-	(49)	(49)
Dividends relating to 2021, final		-	-	-	(17,771)	-	(17,771)	-	(17,771)
Dividends relating to 2022, interim		-	-	-	(13,328)	-	(13,328)	-	(13,328)
Transactions with shareholders		**4**	**164**	**133**	**22,857**	**(53,956)**	**(30,798)**	**144**	**(30,654)**
Balance 31 December 2022		**13,329**	**155,269**	**45,974**	**142,630**	**54,681**	**411,883**	**1,836**	**413,719**
Net profit 2023		-	-	-	-	39,727	39,727	(94)	39,633
Other comprehensive income 2023		-	-	(10,871)	-	-	(10,871)	(60)	(10,931)
Total comprehensive income 2023		**-**	**-**	**(10,871)**	**-**	**39,727**	**28,856**	**(154)**	**28,702**
Appropriation of net profit		-	-	-	54,681	(54,681)	-	-	-
Share-based payments	14.2	-	-	278	-	-	278	-	278
Dividends to non-controlling interests		-	-	-	-	-	-	(57)	(57)
Dividends relating to 2022, final		-	-	-	(23,694)	-	(23,694)	-	(23,694)
Dividends relating to 2023, interim		-	-	-	(11,847)	-	(11,847)	-	(11,847)
Transactions with shareholders		**-**	**-**	**278**	**19,140**	**(54,681)**	**(35,263)**	**(57)**	**(35,320)**
Balance 31 December 2023		**13,329**	**155,269**	**35,381**	**161,770**	**39,727**	**405,476**	**1,625**	**407,101**

The notes on pages 93 to 119 are an integral part of these consolidated financial statements.

Notes to the consolidated financial statements

1 General information

ACOMO N.V. ('Acomo' or 'the Company') is a public limited liability company incorporated and domiciled in the Netherlands and registered in the Netherlands, Chamber of Commerce number: 24191858. The address of the Company's registered office is Beursplein 37, 3011 AA Rotterdam, the Netherlands. The consolidated financial statements of the Company as at and for the year ended 31 December 2023 comprise the Company and its subsidiaries (together referred to as the 'Group' and individually as 'Group entities'). The Company is acting as the parent company of the ACOMO Group, an international group of companies active in the sourcing, trading, processing, packaging and distribution of natural food ingredients and solutions for the food and beverage industry. The Group's product portfolio broadly encompasses spices, coconut products, nuts, dried fruits, edible seeds, tea, (organic) cocoa, (organic) coffee, edible oils, food ingredients and food solutions. Acomo is listed on the Amsterdam stock exchange (Euronext Amsterdam, AEX: ACOMO).

These financial statements were approved by the Board of Directors on 8 March 2024.

The Management Board report as defined by Article 391 of Book 2 of the Dutch Civil Code is constituted by the following parts of the annual report: At a Glance; Key Data; Letter from the Executive Director; The Acomo Group; How we create value; Environmental, Social and Governance; The Board of Directors; Corporate Governance; Risk Management and Control; Remuneration Report; The Acomo Share; Business Performance; Information Takeover Directive Decree; Five-Year Overview; and EU Taxonomy table.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements of Acomo have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. They also comply with the financial reporting standards included in Title 9 of Book 2 of the Dutch Civil Code when applicable. The consolidated financial statements are presented in thousands of euros unless otherwise stated and have been prepared under the historical cost convention unless otherwise stated. The consolidated financial statements have been prepared on a going concern basis. The areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

2.2 Accounting standards

(a) New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for its annual reporting period commencing 1 January 2023:

- IFRS 17 Insurance Contracts;
- Definition of Accounting Estimates – amendments to IAS 8;
- International Tax Reform – Pillar Two Model Rules – amendments to IAS 12.

The Group also elected to adopt the following amendments early:

- Amendments to IAS 1 – Classification of Liabilities as Current or Non-current; and
- Amendments to IAS 1 – Non-current Liabilities with Covenants.

The amendments listed above did not have any impact on the amounts recognized in prior and current periods and are not expected to significantly affect future periods.

(b) New standards and interpretations not yet effective

Certain new accounting standards and interpretations have been published that are not mandatory for the 31 December 2023 reporting period and have not yet been adopted by the Group. These standards are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

2.3 Consolidation

(a) Subsidiaries

Subsidiaries are all those entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date that control is transferred to the Company until the date that control ceases. The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.

Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Transactions with non-controlling interests that do not result in a loss of control are accounted for as equity transactions. Gains or losses on disposals to non-controlling interests are also recorded in equity.

In the 2023 consolidated financial statements, the Company and the following subsidiaries are included:

		Percentage of ownership	
Subsidiaries	City and country of incorporation	2023	2022
Acomo European Nuts Holding B.V.	Bodegraven, the Netherlands	100%	100%
Acomo Food Ingredients Holding B.V.	Rotterdam, the Netherlands	100%	100%
Acomo Investments B.V.	Rotterdam, the Netherlands	100%	100%
Acomo North American Commodities B.V.	Rotterdam, the Netherlands	100%	100%
Acomo Seeds Holding B.V.	Etten-Leur, the Netherlands	100%	100%
Acomo US Holdings LLC	Dover (DE), USA	100%	100%
Food Ingredients Service Center Europe B.V.	Etten-Leur, the Netherlands	100%	100%
Red River-van Eck B.V.	Etten-Leur, the Netherlands	100%	100%
Red River Bulgaria EOOD	Varna, Bulgaria	-	100%
Red River Commodities Inc.	Fargo (ND), USA	100%	100%
Red River Global Ingredients Ltd.	Winkler, Canada	100%	100%
Red River Commodities International Inc.	Fargo (ND), USA	100%	100%
SunGold Foods Inc.	Fargo (ND), USA	100%	100%
SunButter LLC	Fargo (ND), USA	100%	100%
SIGCO Warenhandelsgesellschaft mbH	Hamburg, Germany	100%	100%
Snick EuroIngredients N.V.	Ruddervoorde, Belgium	100%	100%
Catz International B.V.	Rotterdam, the Netherlands	100%	100%
Delinuts B.V.	Ede, the Netherlands	100%	100%
King Nuts B.V.	Bodegraven, the Netherlands	100%	100%
Tovano B.V.	Maasdijk, the Netherlands	100%	100%
Van Rees Group B.V.	Rotterdam, the Netherlands	100%	100%
Van Rees India B.V.	Rotterdam, the Netherlands	100%	100%
P.T. Van Rees Indonesia	Jakarta, Indonesia	100%	100%
Van Rees Kenya Ltd.	Mombasa, Kenya	100%	100%
Van Rees B.V.	Rotterdam, the Netherlands	100%	100%
Van Rees North America Inc.	Toronto, Canada	100%	100%
Van Rees LLC	Moscow, Russia	100%	100%
Van Rees Ceylon Ltd.	Peliyagoda, Sri Lanka	100%	100%
Van Rees Ceylon B.V.	Rotterdam, the Netherlands	100%	100%
Van Rees Middle East Ltd.	Dubai, United Arab Emirates	100%	100%
Van Rees United Kingdom Ltd.	Altrincham, United Kingdom	100%	100%
Van Rees India Private Ltd.	Coimbatore, India	90%	90%
The Organic Corporation B.V.	Amsterdam, the Netherlands	100%	100%
Crown of Holland B.V.	Middenmeer, the Netherlands	100%	100%
Organic Development Services B.V.	Amsterdam, the Netherlands	100%	100%
Organic Land Corporation EOOD	Varna, Bulgaria	100%	100%
Organic Raw Materials SAS	Cavaillon, France	100%	100%
Sanmark B.V.	Amsterdam, the Netherlands	100%	100%
Suncomo Foods Bulgaria EOOD	Varna, Bulgaria	100%	100%
SunAvo B.V.	Amsterdam, the Netherlands	87.5%	87.5%
SunVado Manufacturing Plc	Addis Ababa, Ethiopia	100%	100%
Supreme Smallholders Coffee LLC	Addis Ababa, Ethiopia	52%	52%
Trabocca B.V.	Amsterdam, the Netherlands	65%	65%
Tradin Organic Agriculture B.V.	Amsterdam, the Netherlands	100%	100%
Tradin Organic Cocoa B.V.	Amsterdam, the Netherlands	100%	100%
Tradin Organics USA LLC	Aptos (CA), USA	100%	100%
Tradin Sierra Leone Ltd.	Kenema, Sierra Leone	100%	100%

(b) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Currently the Group has no associates.

2.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Acomo Board of Directors ('The Board'). The Board is responsible for the allocation of the available resources, the assessment of the operational results and strategic decisions. The Board assesses the performance of the reporting segments based on a measure of adjusted profit before tax. This measurement basis excludes the effects of non-recurring expenditures from the operating segments such as restructuring costs, legal expenses and goodwill impairments when the impairment is the result of an isolated, non-recurring event. The Company has determined that Spices and Nuts, Edible Seeds, Organic Ingredients, Tea, and Food Solutions represent the reportable segments for the Group. These reportable segments have been determined by aggregation of a number of operating segments that meet the aggregation criteria as described in IFRS 8 (similar economic characteristics and similar nature of products) into reportable segments. The segment information is disclosed in Note 5.

2.5 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in euros, the Company's functional and presentation currency. All financial information presented has been rounded to the nearest thousand unless otherwise stated.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of income.

Translation differences on non-monetary financial assets are included in other comprehensive income (OCI). Foreign exchange gains and losses that relate to borrowings are presented in the statement of income, within finance costs. All other foreign exchange gains and losses are presented in the statement of income on a net basis within other income or other expenses.

(c) Group companies

The results and financial position of all the Group's entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- Income and expenses for each income statement are translated at average exchange rates unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions; and
- All resulting exchange differences are recognized in OCI.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings designated as hedges of such investments, are taken to OCI. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognized in the income statement as part of the gain or loss on sale. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. The resulting changes are recognized in OCI.

2.6 Intangible assets

(a) Goodwill

Goodwill represents the excess of the consideration transferred of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired business at the date of acquisition. For the purpose of impairment testing, goodwill is allocated to cash-generating units (CGUs), being the parts of the operating segments benefitting from the business combination in which the goodwill arose. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill is not amortized, but goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of the CGU containing the goodwill is compared to the recoverable amount, which is the higher of value in use and fair value less costs of disposal. Any impairment is recognized immediately as an expense and is not subsequently reversed.

(b) Software

Costs related to the development and installation of software are capitalized at historical cost and amortized, using the straight-line method over the estimated useful life (3-10 years).

(c) Other intangible assets

Other intangible assets include acquired customer relations, order books and trade names/certificates. Intangible assets that are acquired through business combinations are initially valued at fair value. This fair value is subsequently treated as deemed cost. These identifiable intangibles are then amortized using the straight-line method over the estimated useful life.

The useful lives of the following categories are used for amortization purposes:

Customer relations	10-20 years
Order books	1-2 years
Trade names/certificates	20-40 years

2.7 Property, plant and equipment

Property, plant and equipment are valued at historical cost using a component approach less depreciation and impairment losses. In addition to the costs of acquisition, the Company also includes costs of bringing the asset to its working condition, handling and installation costs and the non-refundable purchase taxes. Under the component approach, each component of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

Depreciation is calculated using the straight-line method based on the estimated useful life, taking into account any residual value. The asset's residual value and useful life are reviewed and adjusted, if appropriate, at each balance sheet date. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset as appropriate, only if and when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Land is not depreciated.

The useful lives of the following categories are used for depreciation purposes:

Buildings	20-30 years
Building improvements	5-10 years
Machinery and equipment	5-15 years
Vehicles	3-5 years
Furniture, fittings and equipment	3-8 years

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount exceeds its estimated recoverable amount (Note 2.8). Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized in the income statement.

2.8 Impairment of non-financial assets

An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). An impairment loss will be reversed if there is a change in the estimates used to determine the recoverable amount of the assets since the last impairment loss was recognized. The net book amount of the asset will be increased to its recoverable amount. Goodwill is never subject to reversion of impairment losses recognized.

2.9 Derivative financial instruments including hedge accounting

Derivative financial instruments include forward currency contracts and commodity futures. These are used to manage the Group's exposure to risks associated with foreign currency and commodity price fluctuations. Derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognized in OCI and later reclassified to profit or loss when the hedged item affects profit or loss.

All operating companies are required to hedge their foreign exchange exposure related to transactions against their functional currency. The Group discontinues hedge accounting when the qualifying criteria for the hedged relationship are no longer met. At the moment only the Tea segment applies hedge accounting.

For the purpose of hedge accounting, IFRS 9 has been applied. Hedges are classified as cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment transaction (cash flow hedge).

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. Hedges that are expected to be highly effective in achieving offsetting changes in cash flows are assessed on an ongoing basis to determine if they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges which meet the strict criteria for hedge accounting are accounted for as follows:

- The effective portion of the gain or loss on the hedging instrument is recognized in OCI in the cash flow hedge reserve, while any ineffective portion is recognized immediately in the statement of income within cost of goods sold.
- Amounts recognized as OCI are transferred to profit or loss when the hedged transaction affects profit or loss, such as when a forecast sale occurs.
- When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognized in OCI remains separately in equity until the forecast transaction occurs. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the income statement.

2.10 Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods and semi-finished products comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity), but excludes borrowing costs. Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2.11 Trade and other receivables and trade and other payables

Trade receivables are amounts due from customers for goods sold in the ordinary course of business. Trade receivables and other receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment, taking into account expected credit losses. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables and other short-term monetary liabilities are initially recognized at fair value and subsequently carried at amortized cost using the effective interest method. If payment is due within one year or less, they are classified as current liabilities. If not, they are presented as non-current liabilities.

2.12 Cash and cash equivalents

Cash and cash equivalents include cash at banks and on hand and short-term highly liquid investments with an original maturity of three months or less. Bank overdrafts are shown within Borrowings in current liabilities in the consolidated balance sheet.

2.13 Assets held-for-sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of the carrying amount and fair value less costs to sell. Assets held for sale are no longer amortized or depreciated from the date they are classified as such.

2.14 Share capital

Ordinary issued shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are charged to the share premium reserve as a deduction, net of tax, from the proceeds.

2.15 Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Subsequently, borrowings are carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the income statement over the period of the borrowings using the effective interest method. Fees paid in connection to new loan facilities are recognized as transaction costs of the loan. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

2.16 Leases

The Group assesses whether a contract is or contains a lease at inception of the contract. The Group recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:
- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:
- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate;
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used); and
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognized and measured as described in Note 2.20. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in Note 2.8, Impairment of non-financial assets.

2.17 Current and deferred corporate income tax

Income tax comprises current and deferred tax. Income tax is recognized in the statement of income except to the extent that it relates to items recognized directly within equity or in OCI. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income, and any adjustment to tax payable in respect of previous years.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted at the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax liabilities for withholding taxes are recognized for subsidiaries in situations where the income is to be paid out as dividend in the foreseeable future to the extent that these withholding taxes are not expected to be refundable or deductible. Changes in tax rates are reflected in the period when the change has been enacted or substantially enacted by the reporting date.

2.18 Employee benefits

Group companies operate various pension schemes. The schemes are generally funded through payments to insurance companies or trustee-administered funds, determined by periodic actuarial calculations. The Group has one defined benefit plan and various defined contribution plans.

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The contributions are recognized as personnel expenses when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

A defined benefit plan typically defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding net interest (not applicable to the Group) and the return on plan assets (excluding net interest), are recognized immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in income on the earlier of the date of the plan amendment or curtailment, and the date that the Group recognizes restructuring-related costs. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. The Group recognizes a liability and an expense for bonuses and profit sharing based on a percentage (generally 10% - 15%) of the profit before tax of the respective subsidiary. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

2.19 Share-based payments

On 1 September 2010, the Group introduced an equity-settled share-based compensation plan, under which the entity receives services from employees as consideration for equity instruments (options) of the Company.

The fair value of the employee services received in exchange for the grant of the options is recognized as an expense in the income statement, with a corresponding adjustment to equity. The total amount to be expensed is determined by reference to the fair value of the options granted as measured at the date of grant.

Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting conditions. It recognizes the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

2.20 Provisions

Provisions are recognized when the Group has a legal or constructive obligation as a result of a past event, when it is probable that an outflow of economic benefits will be required to settle the obligation and when a reliable estimate can be made of the amount of the obligation. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense (when the time value of money is material).

An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract. Present obligations arising under onerous contracts are recognized and measured as provisions.

2.21 Revenue recognition and other income

Revenue relates to the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group. Revenue is recognized when the performance obligations have been satisfied, which is once control of the goods and/or services has transferred from the Group to the buyer. Revenue is measured based on considerations specified in the contract with a customer and excludes amounts collected on behalf of third parties.

(a) Sales of goods

Sales of goods are recognized when a Group entity satisfies a performance obligation by transferring promised products to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery normally does not occur until the products have been shipped to the specified location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed or the Group has objective evidence that all criteria for acceptance have been satisfied. Sales are recorded based on the prices specified in the sales contracts.

Revenue is recognized in the (limited) cases when certain client specific goods have been created by processing and packaging, that do not have an alternative use to the Group, even when the finished goods have not been physically shipped and invoiced yet, in accordance with IFRS 15.

(b) Interest income

Interest income is recognized using the effective interest method. When a loan or receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans and receivables is recognized using the original effective interest rate.

(c) Dividend income

If applicable, dividend income is recognized when the right to receive payment has been established, which is generally when shareholders approve the dividend.

2.22 Cost of goods sold

Cost of goods sold is recorded in the same period in which the sales are recognized.

2.23 Gross profit

Gross profit represents the difference between sales and cost of goods sold.

2.24 General and administrative expenses

General and administrative expenses are allocated to the periods to which they relate.

2.25 Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

2.26 Cash flow statement

The statement of cash flows is prepared using the indirect method. Cash flows in foreign currencies are translated into euros using the weighted average rates of exchange for the periods involved.

3 Risk management

3.1 Risk factors

The Group is exposed to a variety of market and financial risks (including foreign exchange risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management focuses on the unpredictability of commodity and financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge certain foreign currency and commodity risk exposures. Risk management is carried out under policies approved by the Board of Directors. Risks are identified, evaluated and hedged in close cooperation with the Group's operating units. The Board and the operating companies' management apply policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and investment of excess liquidity. The food products in which the Group trades are not traded on commodity exchanges or spot markets. The group companies contract and purchase the products in general at the source for physical delivery. For further explanation on Risk Management and Control see pages 46-53.

3.1.1 Market and financial risks

(a) Foreign exchange risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar. Foreign exchange risk arises from current and future commercial transactions, current and future costs, recognized assets and liabilities and net investments in foreign operations. The Board has set up a policy to require group companies to manage their foreign exchange risk against their functional currency.

The group companies are required to hedge their foreign exchange risk exposure arising from sales and purchase transactions within the respective company in accordance with Group policies. To manage their foreign exchange risk arising from future commercial transactions and recognized assets and liabilities, entities in the Group use forward contracts, transacted with external banks and net borrowings in foreign currencies.

Foreign exchange risk arises when future commercial transactions or recognized assets or liabilities are denominated in a currency that is not the entity's functional currency.

The Group has certain investments in foreign operations whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the Group's foreign operations is managed primarily through borrowings denominated in the relevant foreign currencies. For the year 2023, if the average US dollar currency applied had weakened/strengthened by 5% against the euro with all other variables held constant, net profit for the year would have been approximately €1.0 million higher/lower (2022: €1.5 million), mainly as a result of foreign exchange results on translation of US dollar-denominated income from the Edible Seeds, Organic Ingredients and Tea business. As at 31 December 2023, the total impact on shareholders' equity of a 5% US dollar increase/decrease relating to equity of subsidiaries with a US dollar functional currency would have been approximately €10.5 million (2022: €12.6 million). Similarly, total assets would have increased/decreased by approximately €16.8 million (2022: €19.5 million) in case of the euro/US dollar rate being 5% higher/lower than the rate as at 31 December 2023 that has been used. The Group's exposure to foreign currency changes for all other currencies is not material.

(b) Price risk

The Company's results are sensitive to commodity market price movements. In order to manage the effects of price movements of commodities, the group companies apply internally determined trading guidelines including maximum positions per product group and overall positions. For certain organic products (cocoa and coffee), where exchange-traded futures and options are available for the conventional equivalent, the Group purchases and sells primarily exchange-traded futures and options with the purpose of managing market exposure to adverse price movements in these commodities. From a financing point of view, headroom available within bank facilities is closely monitored in order to be able to finance increased working capital requirements when commodity prices increase.

(c) Interest rate risk

The Group's interest rate risk arises from long-term borrowings and working capital financing. Borrowings and working capital financing contracted at variable interest rates expose the Group to cash flow interest rate risk which is partially offset by cash held at variable interest rates. Borrowings contracted at fixed interest rates expose the Group to fair value interest rate risk. Currently, the Group has no material borrowings at fixed interest rates. During 2023 and 2022, the Group's borrowings at variable interest rates were denominated in euro and US dollar. The Group analyzes its interest rate exposure on a dynamic basis. Scenarios are simulated taking into consideration refinancing, renewal of existing positions, alternative financing and hedging. Based on these scenarios, the Group calculates the impact on profit and loss of a defined interest rate shift. For each simulation, the same interest rate shift is used for all currencies. The scenarios are run only for liabilities that represent the major interest-bearing positions.

A sensitivity analysis has been made based on the exposure to interest rates for the bank borrowings and current financial bank liabilities at the balance sheet date. If interest rates had been 0.5% (50 basis points) higher/lower and all other variables were held constant, the Group's result before tax for the year ended 31 December 2023 would have been approximately €1.3 million (2022: €1.7 million) lower/higher respectively.

3.1.2 Credit risk

Credit risk is managed at the subsidiary level. Each local subsidiary is responsible for managing and analyzing the credit risk for each of their customers before standard payment and delivery terms and conditions are offered. Credit risk arises from derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions. As part of risk control the credit quality of the customer, taking into account its financial position, past experience and other factors, are assessed. Individual risk limits are set, based on internal or external ratings in accordance with limits set by management of the operating companies. The utilization of credit limits is regularly monitored. See Note 12.1 for further disclosure on credit risk. Management does not expect any undisclosed material losses from non-performance by these counterparties.

The Group establishes an allowance for expected credit losses in respect of trade receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that are expected but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar financial assets, adjusted for forward-looking information.

To mitigate the counterparty risk with financial institutions, the Group has the policy to make use of financial institutions which are investment grade. The Group's main financial institutions are systemically important and operate under close supervision of their respective financial regulatory bodies.

3.1.3 Liquidity risk

Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group Treasury. Group Treasury monitors rolling forecasts of the Group's liquidity requirements and calculates ratios to ensure it has sufficient funds to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times, so the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities (Note 12.5). Such forecasting takes into consideration the Group's debt financing plans, planned capital expenditures, covenant compliance, compliance with internal balance sheet ratio targets and, if applicable, external regulatory or legal requirements – for example, currency restrictions. Surplus cash held by the operating entities over and above balances required for working capital purposes are transferred to Group Treasury. Group Treasury invests surplus cash in interest bearing current accounts at first class banks.

3.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to ensure the continued financing of the trading activities, to provide adequate long-term returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the solvency ratio. This ratio is calculated as total equity plus subordinated debt divided by total assets. During 2023, the Company's objective, which was unchanged from the previous year, was to maintain the solvency ratio at a minimum of 30% and preferably around 40%. The solvency ratios as at 31 December 2023 and 2022 were as follows:

Solvency	31 December 2023	31 December 2022
Total equity	407,101	413,719
Total assets	747,613	860,755
Solvency ratio	**54.5%**	**48.1%**

Based on the strong cash position of the Group, the available credit facilities, the solvency ratio and the Group's ability to meet its obligations without substantial restructuring or selling of its assets in the normal course of business, the Group's financial statements have been prepared assuming a going concern.

4 Critical accounting estimates and judgments

The Group makes estimates and assumptions. The resulting accounting estimates will, by definition, seldomly equal the related actual results. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 2.8. The recoverable amounts of CGUs have been determined, based on value-in-use calculations. These calculations require the use of estimates (Note 13.1).

(b) Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgment is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is inherently uncertain. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. Additional information is disclosed in Note 10 and Note 13.5.

(c) Pension benefits

The present value of the pension obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate, mortality rates and future pension increases. The mortality rate is based on publicly available mortality tables. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Group considers the interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension obligation. Additional information is disclosed in Note 13.6.

(d) Inventories

Provisions are made for write-down of inventories to net realizable value based on management's estimates using available market information. Where management has determined that the net realizable value is lower than the initial value, inventories are written down. Additional information is disclosed in Note 13.4.

(e) Trade receivables

Provisions are made for doubtful debts based on management's estimates of the prospects of recovering the debt. Where management has determined that recovering is doubtful, the amount is provided for, based on the expected credit loss, also taking into account that historical write-offs have been limited. Additional information is disclosed in Note 12.1.

(f) Litigation and claims

The Group is party to various legal proceedings, generally incidental, to its business. In connection with these proceedings and claims, management evaluated, based on the relevant facts and legal principles, the likelihood of an unfavourable outcome and whether the amount of the loss could be reasonably estimated. Subjective judgments were required in these evaluations, including judgments regarding the validity of asserted claims and the likely outcome of legal and administrative proceedings. The outcome of these proceedings, however, is subject to a number of factors beyond the Group's control, most notably the uncertainty associated with predicting decisions by courts and administrative agencies. Additional information is disclosed in Note 13.7.

(g) Provisions

Provisions for onerous contracts are recognized at the balance sheet date at management's best estimate of the expenditure required to settle the present obligation.

Management has based its estimate on its current knowledge and expectations of the future price development of the underlying food products. Additional information is disclosed in Note 13.7.

5 Segment information

The Board of Directors, consisting of the Non-Executive Directors and Executive Directors, examines the Group's performance both from a product and geographic perspective and has identified five reportable segments of its business: Spices and Nuts, Edible Seeds, Organic Ingredients, Tea, and Food Solutions.

The segment information for the reportable segments for the years ended 31 December 2023 and 2022 is as follows:

The amounts with respect to total assets are measured in a manner consistent with that of the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset. Inter-segment sales are eliminated upon consolidation and reflected in the Holding and intra-Group column.

Sales per geography are as follows:

Sales

(in € millions)	NL	Europe other	North America	Other	**Total**
2023	210.7	434.7	511.8	108.9	**1,266.1**
2022	231.5	495.9	575.8	119.6	**1,422.8**

2023	Spices and Nuts	Edible Seeds	Organic Ingredients	Tea	Food Solutions	Holding and intra-Group	Total
Sales	429,960	257,290	436,379	120,623	24,071	(2,241)	1,266,082
Operating expenses	(383,066)	(228,852)	(429,480)	(115,405)	(18,282)	(927)	(1,176,012)
Operational EBITDA	**46,894**	**28,438**	**6,899**	**5,218**	**5,789**	**(3,168)**	**90,070**
Unrealized FX and CX results	331		(751)				(420)
Reported EBITDA	**47,225**	**28,438**	**6,148**	**5,218**	**5,789**	**(3,168)**	**89,650**
Depreciation, amortization and impairments	(2,008)	(6,677)	(8,937)	(999)	(558)	(201)	(19,380)
Operating income (EBIT)	**45,217**	**21,761**	**(2,789)**	**4,219**	**5,231**	**(3,369)**	**70,270**
Interest income/(expense), net							(16,727)
Income tax expense							(13,910)
Net result							**39,633**
Additions intangibles and PPE (net)[1]	333	4,609	1,364	119	148	11	6,584
Additions right-of-use assets	196	579	1,414	-	179	127	2,495
Total intangibles and PPE	**2,976**	**23,503**	**60,617**	**2,172**	**2,739**	**21**	**92,028**
Total right-of-use assets	**5,330**	**3,561**	**5,024**	**1,766**	**349**	**370**	**16,400**
Total assets	**171,783**	**137,759**	**251,883**	**59,004**	**10,560**	**116,624**	**747,613**
Total liabilities	**110,884**	**85,991**	**95,320**	**16,956**	**6,341**	**25,020**	**340,512**

1 *Excluding goodwill*

2022	Spices and Nuts	Edible Seeds	Organic Ingredients	Tea	Food Solutions	Holding and intra-Group	Total
Sales	439,687	269,773	541,935	149,069	24,322	(2,010)	1,422,776
Operating expenses	(401,236)	(241,799)	(511,882)	(140,733)	(18,939)	182	(1,314,407)
Operational EBITDA	**38,451**	**27,974**	**30,053**	**8,336**	**5,383**	**(1,828)**	**108,369**
Unrealized FX and CX results	(974)		(2,814)				(3,788)
Reported EBITDA	**37,477**	**27,974**	**27,239**	**8,336**	**5,383**	**(1,828)**	**104,581**
Depreciation, amortization and impairments	(2,052)	(6,757)	(8,975)	(1,069)	(562)	(248)	(19,663)
Operating income (EBIT)	**35,425**	**21,217**	**18,264**	**7,267**	**4,821**	**(2,076)**	**84,918**
Interest income/(expense), net							(11,242)
Income tax expense							(18,805)
Net result							**54,871**
Additions intangibles and PPE (net)[1]	1,065	3,234	1,873	252	217	6	6,647
Additions right-of-use assets	38	537	163	-	128	179	1,045
Total intangibles and PPE	**3,340**	**25,337**	**68,314**	**2,887**	**3,008**	**27**	**102,913**
Total right-of-use assets	**6,254**	**3,957**	**4,111**	**2,346**	**312**	**428**	**17,408**
Total assets	**182,368**	**144,290**	**315,943**	**72,342**	**12,203**	**133,609**	**860,755**
Total liabilities	**122,897**	**89,406**	**110,369**	**29,917**	**8,266**	**86,181**	**447,036**

1 *Excluding goodwill*

6 Cost of goods sold

The cost of goods sold of €1,089.2 million (2022: €1,238.1 million) includes the cost of products sold, changes in the provision for obsolete inventories, amortization, depreciation and impairment charges, and expenses related to purchase, production and selling.

7 General and administrative expenses

The general and administrative expenses of €106.6 million (2022: €99.7 million) include IT, travel, office, amortization and depreciation charges, and other general expenses.

8 Personnel costs

Total personnel costs, included in the cost of sales and general and administrative expenses, are as follows:

	Note	2023	2022
Wages and salaries including profit sharing		75,816	79,888
Social security costs		9,222	8,473
Pension costs – defined contribution plans	13.6	3,498	3,560
Pension costs – defined benefit plans	13.6	72	55
Share options – charge for the year	15	278	133
Other		6,038	3,566
Total personnel costs		**94,924**	**95,675**

On a full-time equivalent basis the total number of employees is:

Number of employees	2023	2022
Average number	1,178	1,200
Number at 31 December	1,151	1,191

The breakdown per function as at 31 December is as follows:

	2023	2022
Production	578	644
General	573	547
Total	**1,151**	**1,191**

9 Financial income/(expenses)

	2023	2022
Interest income on short-term bank deposits	30	43
Interest expense on bank borrowings	(15,405)	(9,166)
Interest expense on leases	(616)	(610)
Amortization arrangement fees	(1,231)	(1,398)
Net financial income/(expenses)	**(17,222)**	**(11,131)**
Other financial income/(expenses)	495	(111)
Total financial income/(expenses)	**(16,727)**	**(11,242)**

10 Corporate income tax

Current income tax expense	Note	2023	2022
Current income tax on profits for the year		15,320	19,783
Adjustments in respect of prior years		(102)	(3)
Total current income tax expense		**15,218**	**19,780**
Deferred income tax expense/(income)	13.5	(1,308)	(975)
Total corporate income tax expense		**13,910**	**18,805**

The Group is within the scope of the OECD Pillar Two model rules. Pillar Two legislation was enacted in the Netherlands, the jurisdiction in which ACOMO N.V. is incorporated, and will come into effect from 1 January 2025. Since the Pillar Two legislation was not effective at the reporting date, the Group has no related current tax exposure. The Group applies the exception to recognizing and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes, as provided in the amendments to IAS 12 issued in May 2023. Under the legislation, the Group is liable to pay a top-up tax for the difference between their GloBE effective tax rate per jurisdiction and the 15% minimum rate. All entities within the Group have an effective tax rate that exceeds 15%.

The Group is in the process of assessing its exposure to the Pillar Two legislation for when it comes into effect. Due to the complexities in applying the legislation and calculating

GloBE income, the quantitative impact of the enacted or substantively enacted legislation is not yet reasonably estimable. Therefore, even for those entities with an accounting effective tax rate above 15%, there may still be Pillar Two tax implications. The Group is currently engaged with tax specialists to assist with applying the legislation.

The effective tax rate on the Group's profit differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits of the consolidated entities as follows:

Corporate income tax expense	2023	2022
Tax calculated at domestic tax rates applicable to profits in the respective countries	13,872	18,488
Tax effect of:		
• Non-taxable amounts and tax allowances	41	43
• Non-deductible expenses	142	60
• Adjustments previous years	(102)	(3)
• Non-taxable withholding taxes	136	115
• Foreign currency translation differences	(302)	(70)
• Other items	123	172
Total corporate income tax expense	**13,910**	**18,805**
Average effective tax rate	26.0%	25.5%

The average effective tax rate increased from 25.5% to 26.0%, mainly due to the effect of higher state tax rates in the US, and a different country mix.

The tax (charge)/credit relating to components of OCI is as follows:

Tax components OCI 2023	Before tax	Tax	After tax
Cash flow hedges	(43)	11	(32)
Currency translation adjustments (CTA)	(10,989)	-	(10,989)
Remeasurement gains/(losses) on defined benefit plans	119	(29)	90
Total	**(10,913)**	**(18)**	**(10,931)**

Tax components OCI 2022	Before tax	Tax	After tax
Cash flow hedges	(294)	75	(219)
Currency translation adjustments (CTA)	23,692	-	23,692
Remeasurement gains/(losses) on defined benefit plans	495	(120)	375
Total	**23,893**	**(45)**	**23,848**

11 Earnings per share

Basic earnings per share are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share are calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

For the share options, a calculation is made to determine the number of shares that could have been issued at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as above is compared with the number of shares that will be issued assuming the exercise of all issued share options.

The excess number of shares is used for calculating diluted earnings per share.

Earnings used to calculate (diluted) earnings per share	2023	2022
Net profit attributable to shareholders	39,727	54,681
Share option plan cost, net	278	133
Basis for diluted profit	**40,005**	**54,814**

Number of shares, weighted and dilutive	2023	2022
Weighted average number of ordinary shares issued		
Issued 1 January	29,617,746	29,609,871
New shares issued, weighted part	-	5,825
Total number of shares issued, weighted 31 December	**29,617,746**	**29,615,696**
New shares issued, unweighted part	-	2,050
Total number of shares issued 31 December	**29,617,746**	**29,617,746**
Total number of shares, dilutive 31 December	**29,617,746**	**29,617,746**

It is proposed to distribute a final dividend of €0.75 per share. Together with the 2023 interim dividend of €0.40 per share paid in August 2023, this brings the total 2023 dividend to €1.15 per share. The total number of issued shares is 29,617,746. The 2023 interim dividend amounted to €11,847, implying that the proposed dividend would lead to a total 2023 dividend of €34,060 (total 2022: €37,022). These financial statements do not reflect a liability for this final dividend payable of €22,213.

12 Financial assets and financial liabilities

The Group holds the following financial instruments:

Financial assets	31 December 2023	31 December 2022
Financial assets at amortized cost		
Trade receivables	145,157	166,791
Other financial assets at amortized cost	23,131	20,628
Cash and cash equivalents	2,520	4,892
Derivative financial instruments		
Used for hedging	310	3,549
Total	**171,118**	**195,860**

Financial liabilities	31 December 2023	31 December 2022
Liabilities at amortized cost		
Trade and other payables[1]	106,124	116,452
Bank borrowings	195,611	283,971
Lease liabilities	17,351	18,249
Derivative financial instruments		
Used for hedging	3,958	5,039
Total	**323,044**	**423,711**

1 *All trade and other payables have a term of less than one year*

The fair values of the financial assets and financial liabilities approximate their carrying amounts or are not materially different. The Group's exposure to various risks associated with the financial instruments is discussed in Note 3.1. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial assets mentioned above.

12.1 Trade receivables

Trade receivables	31 December 2023	31 December 2022
Trade receivables	148,675	169,983
Allowance for expected credit losses	(3,518)	(3,192)
Total trade receivables, net	**145,157**	**166,791**

As at 31 December 2023, trade receivables were impaired for a total amount of €3.5 million (2022: €3.2 million). The individually (partly or fully) impaired receivables mainly relate to customers in the ordinary line of business which are in unexpectedly difficult economic or financial situations.

As at 31 December 2023, trade receivables of approximately €7.9 million (2022: €7.8 million) were past due but without loss provision. The Group believes that the unimpaired amounts that are past due by more than 30 days are still collectable based on historic payment behaviour and analyses of the underlying customers' creditworthiness, taking into account forward looking factors.

The ageing analysis of these trade receivables is as follows:

Ageing receivables	31 December 2023	31 December 2022
Up to 1 month	137,209	158,945
1-2 months	2,848	5,330
2-3 months	1,466	1,128
Over 3 months	7,152	4,580
Total trade receivables, gross	**148,675**	**169,983**

The carrying amounts of the Group's trade receivables are denominated in the following currencies:

Trade receivables — currency	31 December 2023	31 December 2022
Denominated in euros	56,267	64,910
Denominated in US dollars	89,080	100,351
Denominated in UK pounds	369	1,596
Denominated in other currencies	2,959	3,126
Total trade receivables, gross	**148,675**	**169,983**

Movements in the allowance for expected credit losses are as follows:

Allowance for expected credit losses	31 December 2023	31 December 2022
1 January	**3,192**	**2,862**
Write-offs	(188)	(53)
Charged to the income statement	534	344
Exchange differences	(20)	39
31 December	**3,518**	**3,192**

Overdue receivables are generally fully written off when there is no expectation of recovering additional cash. The other classes within trade and other receivables do not contain material impaired assets. The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivables mentioned above. In general, the Group does not hold any collateral as security and delivery terms dictate that full title of ownership can be withdrawn for unpaid deliveries.

12.2 Other financial assets

Other financial assets	31 December 2023	31 December 2022
Current		
Prepayments	9,816	11,057
Tax and social securities	2,325	4,586
Other receivables	7,353	2,628
Other receivables	**19,494**	**18,271**
Non-current		
Issued loans	3,422	2,356
Other	215	1
Other non-current receivables	**3,637**	**2,357**
Total	**23,131**	**20,628**

The issued loans comprise:

- A loan of €1.4 million, ultimately due on 31 July 2026. The loan is secured by a mortgage on commercial real estate.
- A loan of €2.0 million, ultimately due on 16 December 2029.

12.3 Derivative financial instruments

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are recognized and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

Recurring fair value measurements 31 December 2023	Level 1	Level 2	Level 3	Total
Financial assets				
Hedging derivatives - foreign currency contracts	-	282	-	282
Hedging derivatives - commodity contracts	-	28	-	28
Total financial assets	**-**	**310**	**-**	**310**
Financial liabilities				
Hedging derivatives - foreign currency contracts	-	1,611	-	1,611
Hedging derivatives - commodity contracts	-	2,347	-	2,347
Total financial liabilities	**-**	**3,958**	**-**	**3,958**

Recurring fair value measurements 31 December 2022				
Financial assets				
Hedging derivatives - foreign currency contracts	-	893	-	893
Hedging derivatives - commodity contracts	-	2,656	-	2,656
Total financial assets	**-**	**3,549**	**-**	**3,549**
Financial liabilities				
Hedging derivatives - foreign currency contracts	-	3,596	-	3,596
Hedging derivatives - commodity contracts	-	1,443	-	1,443
Total financial liabilities	**-**	**5,039**	**-**	**5,039**

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

Derivatives are only used for economic hedging purposes and not as speculative investments. However, where derivatives do not meet the hedge accounting criteria, they are classified as 'held for trading' for accounting purposes and are accounted for at fair value through profit or loss. They are presented as current assets or liabilities to the extent they are expected to be settled within 12 months after the end of the reporting period.

Foreign exchange contracts relate for more than 95% to forward US dollar sales and purchases with a term of less than 12 months and relate to hedged items with a maturity of less than 12 months. Consequently, the net value of these derivatives is classified as a current asset or liability. Commodity contracts relate to coffee and cocoa sales-and-purchases contracts with a term of less than 12 months, and relate to hedged items with a maturity of less than 12 months. The maximum exposure to credit risk at the reporting date is the fair value of the derivative assets in the consolidated balance sheet.

The total notional principal amounts of the outstanding forward foreign exchange contracts as at 31 December 2023 were $89.6 million bought and $28.2 million sold, resulting in a total net amount of $61.4 million (2022: $60.6 million), and £1.5 million sold, resulting in a net position of -£1.5 million (2022: £0.6 million). Gains and losses recognized in the hedge reserve in equity (Note 14.2) on forward foreign exchange contracts as at 31 December 2023 are recognized in the income statement in the period or periods during which the hedged forecast transaction affects the income statement.

12.4 Cash and cash equivalents

Cash and cash equivalents consist almost entirely of cash held in bank accounts.

12.5 Bank borrowings

Bank borrowings	31 December 2023	31 December 2022
Non-current		
Bank borrowings	121,342	122,428
Capitalized arrangement fees	(1,886)	(2,295)
Total non-current	**119,456**	**120,133**
Current		
Bank overdrafts	76,559	165,201
Bank borrowings short-term part	792	650
Capitalized arrangement fees	(1,196)	(2,013)
Total current	**76,155**	**163,838**
Total bank borrowings	**195,611**	**283,971**

The carrying amounts of bank borrowings approximate their fair value due to the variability of the interest rates. The bank borrowings are, to a large extent, borrowing base working capital facilities, with variable interest rates, secured by inventories and trade receivables.

The movements in bank borrowings are as follows:

	Non-current	Current
1 January 2023	**122,428**	**165,851**
Transfer to current	(142)	142
Net changes in bank borrowings	-	(89,199)
Translation and currency differences	(944)	557
31 December 2023	**121,342**	**77,351**

Bank borrowings

As at 31 December 2023, the Group had the following long-term bank borrowings:

- A €3 million term loan (of which €1.5 million outstanding) with a final payment on 1 December 2032.
- A €103.3 million and $16.7 million term loan, with full final repayment on 30 December 2027.
- A €3.0 million and €1.6 million loan (€2.1 million of total outstanding), with a final payment on 28 November 2027.
- A €0.3 million local term loan denominated in ETB (€0.2 million of total outstanding) with a final payment date of 21 March 2025.

Effective 28 August 2023, the Group implemented sustainability amendments to its main financing agreement. As a result, the Group currently has a sustainability-linked loan for its main financing needs. A framework of four KPI's and performance targets have been agreed with the lenders. Based on the performance on the targets a margin adjustment will be applied on the interest rate.

The carrying amounts of the Group's bank borrowings are denominated in the following currencies:

Non-current bank borrowings	31 December 2023	31 December 2022
Denominated in euros	106,199	106,865
Denominated in US dollars	15,092	15,563
Denominated in other currencies	51	-
Total non-current bank borrowings	**121,342**	**122,428**

The maturity of bank borrowings is as follows:

Contractual repayments	31 December 2023	31 December 2022
2023		650
2024	792	666
2025	733	682
2026	699	699
after 2026	119,909	120,381
Total contractual repayments	**122,133**	**123,078**

Total interest liabilities, based on current interest rates, contractual terms and year-end 2023 working capital financial levels, are approximately €13 million for 2024 and approximately €37.4 million in total for the years 2025-2027.

Bank overdrafts

As at 31 December 2023, the Group had the following bank overdrafts:

- A borrowing base consisting of a €420 million revolving credit facility of which €360 million committed and €60 million uncommitted, with an additional accordion increase option of €100 million, maturing on 30 December 2025.
- Short-term local facilities with variable interest rates to finance working capital of subsidiaries, secured by the Acomo parent company or intermediary Group holdings, in total amounting €2.5 million and $19.5 million and €3.9 million equivalent denominated in other currencies.

Financial covenants remain unchanged compared to previous year, as follows:

- Interest cover ratio must exceed 4.0x or 3.5x subject to restrictions;
- Solvency must be 30% or higher, or 25% subject to restrictions; and
- Leverage ratio, applicable only on the two portions of the term loan (€103.3 million and $16.7 million), must not exceed 1.6x.

The Company is in full compliance with all covenants.

The outstanding and undrawn amounts under the overdraft facilities as at 31 December 2023 are as follows:

	In local currencies			
Working capital overdraft facilities	Total lines	Outstanding	Undrawn	Available in €
RCF	420,000	71,615	348,385	348,385
Local US dollar lines	$ 19,470	$ 5,185	$ 14,285	12,941
Local euro lines	2,500	100	2,400	2,400
Local lines (other currencies in € equivalent)	3,903	147	3,756	3,756
Total in euro equivalent	**444,041**	**76,559**	**367,482**	**367,482**

13 Non-financial assets and liabilities

This note provides information about the Group's non-financial assets and liabilities, including specific information about each type of non-financial asset and non-financial liability:

- Intangible assets (Note 13.1)
- Property, plant and equipment (Note 13.2)
- Leases (Note 13.3)
- Inventories (Note 13.4)
- Deferred tax liabilities and assets (Note 13.5)
- Retirement benefit obligations (Note 13.6)
- Provisions (Note 13.7)

13.1 Intangible assets

Intangible assets	Goodwill	Software	Under construction	Other	Total
1 January 2022					
Cost or valuation	150,301	6,424	79	62,867	219,671
Accumulated amortization	-	(4,186)	-	(11,068)	(15,254)
Net book amount	**150,301**	**2,238**	**79**	**51,799**	**204,417**
2022					
Opening net book amount	**150,301**	**2,238**	**79**	**51,799**	**204,417**
Additions	950	749	(25)	-	1,674
Amortization	-	(1,097)	-	(5,008)	(6,105)
Intangibles taken into operation	-	66	-	-	66
Exchange differences	8,658	(402)	-	2,164	10,420
Closing net book amount	**159,909**	**1,554**	**54**	**48,955**	**210,472**
31 December 2022					
Cost or valuation	159,909	6,837	54	65,031	231,831
Accumulated amortization	-	(5,283)	-	(16,076)	(21,359)
Net book amount	**159,909**	**1,554**	**54**	**48,955**	**210,472**

2023					
Opening net book amount	**159,909**	**1,554**	**54**	**48,955**	**210,472**
Additions	-	1,565	278	-	1,843
Disposals	-	(4)	(53)	-	(57)
Amortization	-	(915)	-	(4,851)	(5,766)
Impairment	-	(141)	-	-	(141)
Intangibles taken into operation	-	9	(9)	-	-
Exchange differences	(3,098)	(42)	(2)	(984)	(4,126)
Closing net book amount	**156,811**	**2,026**	**268**	**43,120**	**202,225**
31 December 2023					
Cost or valuation	156,811	8,365	268	64,047	229,491
Accumulated amortization	-	(6,339)	-	(20,927)	(27,266)
Net book amount	**156,811**	**2,026**	**268**	**43,120**	**202,225**

The other intangible assets mainly consist of acquired customer relations, order books and trade names/certificates. The 2023 amortization charge of total €5.8 million (2022: €6.1 million) has been included in general and administrative expenses. The impairment loss of €0.1 million (2022: € nil) relates to software in the Edible Seeds segment and has been included in general and administrative expenses.

Goodwill

A summary of the goodwill allocation by reportable segments is presented below.

Goodwill	31 December 2023	31 December 2022
Spices and Nuts	22,424	22,424
Edible Seeds	28,963	29,691
Organic Ingredients	89,566	91,570
Tea	11,753	12,119
Food Solutions	4,105	4,105
Total goodwill	**156,811**	**159,909**

Impairment tests for goodwill

For the purpose of the annual impairment testing, goodwill is allocated to cash-generating units ('CGUs') or groups of CGUs, identified at the level of operating segments. A cash generating unit (CGU) represents the lowest level within the Group at which goodwill is monitored for internal management purposes. The recoverable amount per CGU is based on its value in use and is determined by discounting the future cash flows to be generated from the continued use of the CGUs. The cash flow forecasts were derived from the financial budgets approved by management for 2024.

- The pre-tax weighted average cost of capital (WACC) is estimated per CGU, based on a capital asset pricing model using an unlevered beta of 0.7. The WACC per CGU varies mainly due to differences in risk free rates. The applied WACC per different CGU varies between 9.4% and 11.3%.
- A five-year forecast period is used (including approved 2024 budgets when applicable) followed by a terminal value based on perpetual 1.5% to 2.5% growth of revenues. Cash flows beyond 2024 are extrapolated using estimated growth rates. Cash flows beyond the five-year period are extrapolated taking into account a long-term average growth rate. The discount rates used are pre-tax and reflect specific risks relating to the relevant parts of the business.

After conducting impairment tests on all CGUs within the Group, no impairment was deemed necessary since the discounted future cash flows from the CGUs exceeded the carrying value (including goodwill) for each CGU.

It is inherent in the method of computation used that a change in the assumptions may lead to a different conclusion on the impairment required. If the discount rate is assumed to be one percentage point higher than assumed in the individual impairment tests, no impairment would be required. The impairment tests performed separately would also not indicate any impairment if the future cash flows were set 10.0% lower than assumed.

The key assumptions used for value-in-use calculations in 2023 and 2022 are as follows:

Assumptions 2023	Spices and Nuts	Edible Seeds	Organic Ingredients	Tea	Food Solutions
Average future growth rates 2024-2028	2.5%	2.5%	8.8%	2.0%	2.5%
Long-term average growth rate (after 5 years)	2.5%	2.0%	2.5%	1.5%	2.0%
Discount rate, pre-tax, average	9.4%	11.1%	10.3%	11.3%	9.6%

Assumptions 2022					
Average future growth rates 2023-2027	2.5%	2.5%	8.8%	2.0%	2.5%
Long-term average growth rate (after 5 years)	2.5%	2.0%	2.5%	1.5%	2.0%
Discount rate, pre-tax, average	8.2%	10.2%	9.5%	10.7%	8.3%

13.2 Property, plant and equipment

The movements in property, plant and equipment are as follows:

1 January 2022	Land and buildings	Vehicles and machinery	Furniture, fittings and equipment	Assets under construction	Total
Cost or valuation	27,319	64,655	4,617	2,489	99,080
Accumulated depreciation	(10,058)	(32,622)	(2,905)	-	(45,585)
Net book amount	**17,261**	**32,033**	**1,712**	**2,489**	**53,495**
2022					
Opening net book amount	**17,261**	**32,033**	**1,712**	**2,489**	**53,495**
Investments	131	3,559	274	1,796	5,760
Disposals	-	(182)	(208)	-	(390)
Depreciation	(1,348)	(7,527)	(525)	-	(9,400)
Assets taken into operation	461	2,499	105	(3,065)	
Exchange differences	510	636	199	1,540	2,885
Closing net book amount	**17,015**	**31,018**	**1,557**	**2,760**	**52,350**
31 December 2022					
Cost or valuation	28,421	71,167	4,987	2,760	107,335
Accumulated depreciation	(11,406)	(40,149)	(3,430)		(54,985)
Net book amount	**17,015**	**31,018**	**1,557**	**2,760**	**52,350**

2023					
Opening net book amount	**17,015**	**31,018**	**1,557**	**2,760**	**52,350**
Investments	960	2,614	219	948	4,741
Disposals	(7)	(103)	-	-	(110)
Depreciation	(1,353)	(6,161)	(485)	-	(7,999)
Impairments	(275)	(1,057)	(4)	-	(1,336)
Assets taken into operation	314	1,376	30	(1,720)	-
Exchange differences	(391)	(547)	(37)	(56)	(1,031)
Closing net book amount	**16,263**	**27,140**	**1,280**	**1,932**	**46,615**
31 December 2023					
Cost or valuation	29,297	74,507	5,199	1,932	110,935
Accumulated depreciation	(13,034)	(47,367)	(3,919)	-	(64,320)
Net book amount	**16,263**	**27,140**	**1,280**	**1,932**	**46,615**

The 2023 depreciation charge of total €8.0 million (2022: €9.4 million) has been included in cost of goods sold (€6.5 million) and general and administrative expenses (€1.5 million).

The impairment loss of €1.3 million (2022: € nil) mainly relates to machinery and leasehold improvements in the Edible Seeds segment that were written down to recoverable amount, and has been included in cost of goods sold.

13.3 Leases

(a) Amounts recognized in the balance sheet

The balance sheet shows the following amounts relating to leases:

Right-of-use assets	31 December 2023	31 December 2022
Buildings	14,793	16,098
Vehicles and machinery	967	885
Furniture, fittings and equipment	640	425
Total	**16,400**	**17,408**

Additions to the right-of-use assets during 2023 were €2.5 million (2022: €1.0 million).

The movement in the lease liabilities is as follows:

Lease liabilities	2023
1 January	**18,249**
New leases	2,495
Remeasurements	985
Payment of leases	(4,575)
Interest	616
Exchange differences	(419)
31 December	**17,351**
Of which:	
• Current	4,165
• Non-current	13,186
Total	**17,351**

The maturity analysis of lease liabilities is presented below.

Maturity analysis	Total
2024	4,165
2025	3,895
2026	3,007
2027	2,141
2028	1,713
Onwards	2,430
Total	**17,351**

(b) Amounts recognized in profit and loss

Depreciation charge of right-of-use assets	Note	2023	2022
Buildings		3,543	3,512
Vehicles and machinery		421	478
Furniture, fittings and equipment		174	168
Total		**4,138**	**4,158**
Interest expense (included in finance costs)	9	616	611

The total cash outflow for leases in 2023 was €4.6 million (2022: €4.6 million). Expense relating to short-term leases and low-value assets in 2023 was €3.3 million (2022: €2.9 million).

13.4 Inventories

Inventories	31 December 2023	31 December 2022
Raw materials	46,032	60,922
Semi-finished products	9,787	24,990
Finished goods	247,933	289,799
Packaging materials and supplies	7,136	8,679
Total inventories	**310,888**	**384,390**

The cost of inventories recognized as expense and included in cost of goods sold amounted to €987.0 million (2022: €1,141 million). As at 31 December 2023, the provision for write-down of inventories to net realizable value amounted to €6.6 million (2022: €7.5 million).

13.5 Deferred tax liabilities and assets

Deferred income tax position	31 December 2023	31 December 2022
Deferred tax assets	367	275
Deferred tax liabilities	(12,479)	(12,696)
Deferred tax liabilities, net	**(12,112)**	**(12,421)**

The movement in the total deferred income tax position is as follows:

Total deferred income tax position	2023	2022
1 January	**(12,421)**	**(12,901)**
Recognized in OCI	(18)	(45)
Recognized in income	1,308	975
Currency translation effects	154	(211)
Other movements	(1,135)	(239)
31 December	**(12,112)**	**(12,421)**

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

Movements 2023	1 January	Recognized in OCI	Recognized in income	Currency translation effects	Other movements	31 December
Intangible assets	(5,998)	-	614	65	(847)	(6,166)
Property, plant and equipment	(3,746)	-	848	88	19	(2,791)
Inventories	(4,208)	-	1,444	(2)	131	(2,635)
Current assets and liabilities, net	1,719	11	(1,383)	14	(441)	(80)
Pension provisions	452	(29)	29	(14)	3	441
Other provisions	(122)	-	33	3	-	(86)
Long-term debt	(518)	-	(277)	-	-	(795)
Total	**(12,421)**	**(18)**	**1,308**	**154**	**(1,135)**	**(12,112)**

Movements 2022						
Intangible assets	(4,788)	-	669	1	(1,880)	(5,998)
Property, plant and equipment	(4,458)	-	(159)	(314)	1,185	(3,746)
Inventories	(3,877)	-	(405)	5	69	(4,208)
Current assets and liabilities, net	573	75	735	(51)	387	1,719
Pension provisions	535	(120)	(118)	155	-	452
Other provisions	(115)	-	-	(7)	-	(122)
Long-term debt	(771)	-	253	-	-	(518)
Total	**(12,901)**	**(45)**	**975**	**(211)**	**(239)**	**(12,421)**

An amount of €1.1 million (2022: €1.0 million) is expected to be recovered within 12 months.

Deferred tax assets and liabilities relate to the balance sheet captions as at 31 December 2023 and 2022 as follows:

2023	Assets	Liabilities	Net
Intangible assets	540	(6,706)	(6,166)
Property, plant and equipment	-	(2,791)	(2,791)
Inventories	495	(3,130)	(2,635)
Current assets and liabilities, net	1,068	(1,148)	(80)
Pension provisions	441	-	441
Other provisions	-	(86)	(86)
Long-term debt	-	(795)	(795)
Total	**2,544**	**(14,656)**	**(12,112)**
Set-off	(2,177)	2,177	-
Net position	**367**	**(12,479)**	**(12,112)**

2022			
Intangible assets	349	(6,347)	(5,998)
Property, plant and equipment	-	(3,746)	(3,746)
Inventories	84	(4,292)	(4,208)
Current assets and liabilities, net	1,719	-	1,719
Pension provisions	452	-	452
Other provisions	-	(122)	(122)
Long-term debt	-	(518)	(518)
Total	**2,604**	**(15,025)**	**(12,421)**
Set-off	(2,329)	2,329	-
Net position	**275**	**(12,696)**	**(12,421)**

As at 31 December 2023 deferred income tax liabilities of €1.9 million (2022: €2.2 million) have not been recognized for withholding tax and other taxes that would be payable on the unremitted earnings of certain subsidiaries. Such amounts are permanently reinvested. Unremitted earnings totalled €18.8 million as at 31 December 2023 (2022: €20.0 million).

13.6 Retirement benefit obligations

The retirement benefit obligations are as follows:

Balance sheet obligations	31 December 2023	31 December 2022
Pension benefits – defined benefit plans	1,319	1,465
Pension benefits – defined contribution plans	63	67
Liability in the balance sheet	**1,382**	**1,532**

The pension costs in the income statement are as follows:

Income statement charges	Note	2023	2022
Pension costs – defined benefit plans	8	72	55
Pension costs – defined contribution plans	8	3,498	3,560
Pension cost in the income statement		**3,570**	**3,615**

(a) Pension benefits – defined benefit plans

Since the acquisition of Royal Van Rees Group, Red River Commodities and Delinuts, the Group has operated defined benefit pension plans in the Netherlands and the US, based on employee pensionable remuneration and length of service. The Royal Van Rees Group plan was changed into a defined contribution plan in 2014. The pension plan in the US was closed in 2008, both for changes in salaries and for new entrants, and therefore serves as a pension fund for existing and former employees of Red River Commodities that were eligible up to mid-2008. The remaining defined benefit plan in the US is externally funded. The Delinuts pension plan was changed into a defined contribution plan in 2018. Plan assets are held in trusts and at insurance companies, governed by local regulations and practice in each country. In addition, some relatively limited selected pension agreements have been arranged within the Group.

The Group also operates defined contribution plans which receive fixed contributions from group companies. The Group's legal or constructive obligation for these plans is limited to the contributions.

The amounts recognized in the balance sheet are determined as follows:

Net pension liability	31 December 2023	31 December 2022
Present value of funded obligations	4,854	5,110
Fair value of plan assets	(3,535)	(3,645)
Deficit of funded plans	**1,319**	**1,465**
Other pension liabilities	63	67
Total net pension liability	**1,382**	**1,532**

The movement in the defined benefit obligations over the year is as follows:

Actuarial pension obligations	2023	2022
1 January	**5,111**	**5,954**
Interest cost	245	179
Benefit payments	(388)	(138)
Remeasurements	155	(1,275)
Exchange differences	145	391
31 December	**5,268**	**5,111**

Actuarial results mainly consist of changes in financial assumptions.

The movement in the fair value of plan assets of the year is as follows:

Value plan assets	2023	2022
1 January	**3,645**	**4,135**
Expected return on plan assets	173	124
Remeasurements	272	(781)
Employer contributions	58	34
Benefit payments	(388)	(138)
Exchange differences	271	271
31 December	**4,031**	**3,645**

The plan assets mainly consist of equity instruments (€1.8 million) and debt instruments (€1.8 million).

The amounts recognized in the income statement are as follows:

Pension costs	Note	2023	2022
Interest cost		245	179
Return on plan assets		(173)	(124)
Total pension costs, included in personnel costs	8	**72**	**55**

The principal actuarial assumptions are as follows:

Actuarial assumptions	31 December 2023	31 December 2022
Discount rate	4.8%	2.8%
Mortality table	Pri-2012	Pri-2012
Correction	Scale MP-2021	Scale MP-2021

Actuarial calculations indicate that a 0.5% decrease in the discount rate used would affect the total liability by approximately 4.8%.

Total employer contributions expected to be paid during 2024 are estimated at €77.

Historical data	31 December 2023	31 December 2022	31 December 2021	31 December 2020
Defined benefit obligations	4,854	5,110	5,954	5,722
Fair values of plan assets	(3,535)	(3,645)	(4,135)	(3,700)
Deficit of funded plans	**1,319**	**1,465**	**1,819**	**2,022**

Other pension liabilities mainly refer to provisions for retirement benefits by law (gratuity) in various countries including Kenya and Sri Lanka.

13.7 Provisions

	Legal	Other	Total
1 January 2023	**180**	**351**	**531**
Used	-	(342)	(342)
(Released)/charged to the income statement	(40)	97	57
Exchange differences	(1)	(2)	(3)
31 December 2023	**139**	**104**	**243**

Analysis of other provisions			
Non-current	139	104	243
Current	-	-	-
Total other provisions	**139**	**104**	**243**

(a) Legal claims

Included is a provision for certain claims brought against the Group by third parties, the outcome of which is uncertain. The provision charge is recognized in profit or loss within General cost. In management's opinion, taken into account all known facts and circumstances as at 31 December 2023 and after taking appropriate legal advice, the outcome of these legal claims will not give rise to any significant loss beyond the amounts provided as at 31 December 2023.

(b) Other

Other provisions mainly relate to short positions outstanding at year-end of which contract prices of goods to be delivered were lower than the market price of the goods at year-end and to other onerous trading contracts.

14 Equity

14.1 Share capital and share premium reserve

The total authorized number of ordinary shares is 66.7 million shares (2022: 66.7 million shares) with a par value of €0.45 per share (2022: €0.45 per share). All 29.6 million issued shares (31 December 2022: 29.6 million) are fully paid.

The movements during 2023 and 2022 are as follows:

Share capital and share premium reserve	Number of shares	Share capital	Share premium reserve	Total
1 January 2022	**29,609,871**	**13,325**	**155,105**	**168,430**
New shares issued	7,875	4	164	168
31 December 2022	**29,617,746**	**13,329**	**155,269**	**168,598**
31 December 2023	**29,617,746**	**13,329**	**155,269**	**168,598**

14.2 Other reserves

Other reserves	Currency translation reserve	Share option plan	Hedge reserve	Other reserves	Total
1 January 2022	**22,096**	**341**	**(31)**	**(304)**	**22,102**
Cash flow hedges	-	-	(219)	-	(219)
Share based payments	-	133	-	-	133
Currency translation adjustments (CTA)	23,583	-	-	-	23,583
Remeasurement gains/(losses) on defined benefit plans	-	-	-	375	375
31 December 2022	**45,679**	**474**	**(250)**	**71**	**45,974**
Cash flow hedges	-	-	(32)	-	(32)
Share based payments	-	278	-	-	278
Currency translation adjustments (CTA)	(10,930)	-	-	-	(10,930)
Remeasurement gains/(losses) on defined benefit plans	-	-	-	90	90
31 December 2023	**34,749**	**752**	**(282)**	**161**	**35,380**

The currency translation reserve comprises all translation differences arising from the translation of the net investment in group companies, including goodwill, in currencies other than the euro. The share option plan reserve comprises the value of vested rights in respect of the share option plan (Note 15) as far as stock options have not been exercised.

The hedge reserve comprises the unrealized gains related to cash flow hedges. Pursuant to Dutch law, limitations exist relating to the distribution of shareholders' equity of €48.8 million (2022: €59.5 million). Such limitations relate to share capital as well as to legal reserves required by Dutch law included under other reserves.

15 Share-based payment

Share options are granted to management and to selected employees. The establishment of Acomo's share option plan was approved by shareholders at the Annual General Meeting of 27 May 2010. The share option plan is aimed at retaining key managers and employees of the Company and its subsidiaries, including executive directors of the Board. Under the plan, participants are granted options which only vest and can be exercised on the continued employment of the participant in the Group. Participation in the plan is at the Board of Directors' discretion.

The options have a contractual option term of seven years. All options vest in a six-year period with the first vesting three years after granting of the options. Options are granted under the plan for no consideration and carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share. The Group has no legal or constructive obligation to repurchase or settle the options in cash.

Total 2023 share-based payment expenses charged to the consolidated statement of income amounted to €278 (2022: €133).

The table below shows the movement of share options outstanding at the end of the year with their respective vesting dates, expiry dates and exercise prices.

The fair value at grant date is independently determined using the Black-Scholes model that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the Acomo share, the expected dividend yield and the risk-free interest rate for the term of the option. The volatility measured at the standard deviation of continuously compound share returns is based on statistical analysis of the Acomo share, measured over a historic period equal to the expected life.

Movement of share options

Year of grant	Vesting date	Expiry date	Outstanding 1 January 2023	Granted 2023	Outstanding 31 December 2023	Exercise price per option (€)
2018	1 April 2021	1 April 2025	5,250		5,250	21.30
2019	1 July 2022	1 July 2026	12,000		12,000	18.74
	1 July 2023	1 July 2026	6,000		6,000	18.74
	1 July 2024	1 July 2026	10,000		10,000	18.74
	1 July 2025	1 July 2026	12,000		12,000	18.74
2020	30 April 2023	30 April 2027	15,000		15,000	16.83
	30 April 2024	30 April 2027	7,500		7,500	16.83
	30 April 2025	30 April 2027	12,500		12,500	16.83
	30 April 2026	30 April 2027	15,000		15,000	16.83
2021	2 January 2024	2 January 2028	30,000		30,000	20.81
	2 January 2025	2 January 2028	15,000		15,000	20.81
	2 January 2026	2 January 2028	25,000		25,000	20.81
	2 January 2027	2 January 2028	30,000		30,000	20.81
	15 September 2024	15 September 2028	36,000		36,000	23.80
	15 September 2025	15 September 2028	18,000		18,000	23.80
	15 September 2026	15 September 2028	30,000		30,000	23.80
	15 September 2027	15 September 2028	36,000		36,000	23.80
2023	1 June 2026	1 June 2030		5,250	5,250	22.11
	1 June 2027	1 June 2030		2,625	2,625	22.11
	1 June 2028	1 June 2030		4,375	4,375	22.11
	1 June 2029	1 June 2030		5,250	5,250	22.11
Total			**315,250**	**17,500**	**332,750**	

The model inputs are set out below:

Year of grant	Fair value per option at grant date (€)	Share price (€)	Strike price (€)	Volatility	Dividend yield	Annual risk-free rate
2018	1.25	21.30	21.30	17.50%	4.60%	0.19%
2019	0.95	18.74	18.74	17.50%	4.60%	-0.60%
2020	1.89	19.64	16.83	20.00%	4.80%	-0.70%
2021	1.87	20.90	20.81	22.50%	4.30%	-0.75%
2021	1.87	23.50	23.80	22.50%	4.80%	-0.61%
2023	2.53	22.20	22.11	22.50%	5.20%	2.20%

16 Contingencies and commitments

The Group has contingent liabilities in respect of legal claims arising in the ordinary course of business. Besides the recognized provisions (Note 13.7), the Company is from time to time involved in liability disputes.

Under certain circumstances, Acomo or its customers may be required to recall or withdraw products. This could result in significant losses. The Group maintains product recall and general liability insurance levels that it believes to be adequate. However, Acomo cannot assure that no liability claims are incurred which are not covered by insurance policies. These claims could potentially have a materially adverse effect on the financial position of the Company. Besides the claims provided for (Note 13.7), the Company cannot reasonably predict potential financial losses to the Company arising from other disputes and/or claims.

17 Related party transactions

Key management personnel disclosures are included in Note 2.7 of the Company financial statements.

COMPANY FINANCIAL STATEMENTS

All amounts are in thousands of euros, unless otherwise stated.

COMPANY STATEMENT OF INCOME

(in € thousands)	Note	2023	2022
Other revenue		3,957	3,675
Total revenue		**3,957**	**3,675**
General expenses		(6,226)	(5,030)
Depreciation		(200)	(248)
Total costs		**(6,426)**	**(5,278)**
Operating income		**(2,469)**	**(1,603)**
Financial income/(expenses)		(43)	(297)
Result before income tax		**(2,512)**	**(1,900)**
Corporate income tax		816	740
Result subsidiaries and affiliates	2.1	41,422	55,841
Net profit		**39,726**	**54,681**

The notes on pages 124 to 127 are an integral part of these Company financial statements.

COMPANY BALANCE SHEET
AS AT 31 DECEMBER

(in € thousands, before profit appropriation)	Note	31 December 2023	31 December 2022
Assets			
Non-current assets			
Property, plant and equipment		21	27
Right-of-use assets		370	428
Investment in subsidiaries and affiliates	2.1	449,692	507,572
Total non-current assets		**450,083**	**508,027**
Current assets			
Other receivables and prepayments	2.2	16,047	21,298
Total current assets		**16,047**	**21,298**
Total assets		**466,130**	**529,325**

(in € thousands, before profit appropriation)	Note	31 December 2023	31 December 2022
Equity and liabilities			
Shareholders' equity			
Share capital		13,329	13,329
Share premium reserve		155,269	155,269
Legal reserves		35,501	46,036
Other reserves		161,649	142,568
Net profit for the year		39,726	54,681
Total shareholders' equity	2.3	**405,474**	**411,883**
Non-current liabilities and provisions			
Lease liabilities		190	257
Provisions for deferred income tax liabilities	2.2	3,926	4,810
Total non-current liabilities and provisions		**4,116**	**5,067**
Current liabilities			
Bank borrowings		425	123
Lease liabilities		191	174
Amounts owed to Group subsidiaries	2.2	49,589	103,249
Other liabilities and accrued expenses		6,335	8,829
Total current liabilities		**56,540**	**112,375**
Total equity and liabilities		**466,130**	**529,325**

The notes on pages 124 to 127 are an integral part of these Company financial statements.

Notes to the Company financial statements

1 Basis of preparation

The Company financial statements of ACOMO N.V. ('Acomo') are prepared in accordance with generally accepted accounting principles in the Netherlands (Dutch GAAP) and compliant with the requirements included in Part 9 of Book 2 of the Dutch Civil Code.

The Company prepares its consolidated financial statements according to International Financial Reporting Standards (IFRS) as adopted by the European Union. The Company has made use of the possibility based on Article 362, paragraph 8, Part 9, Book 2 of the Dutch Civil Code to prepare the Company financial statements based on the accounting policies used for the consolidated financial statements. The accounting policies as described in the notes to the consolidated financial statements also apply to the Company financial statements unless indicated otherwise.

Acomo is the parent company of the Group and has its office at Beursplein 37, 3011 AA Rotterdam, the Netherlands. Its revenue consists of management fee income from subsidiaries.

2 Significant accounting policies

2.1 Investments in subsidiaries and affiliates

In accordance with section 2:362, subsection 8 of the Dutch Civil Code, all subsidiaries are presented using the equity method as identified by the Dutch Accounting Standards Board in accordance with the accounting principles applied in the consolidated accounts. The goodwill as identified in the consolidated financial statements is subsumed in the carrying value of the investments in subsidiaries.

Acomo and most of its Dutch subsidiaries form a fiscal unity for corporate income tax purposes. In accordance with standard conditions, the Company, along with the respective subsidiaries that are part of the fiscal unity, are wholly and severally liable for the tax liabilities of the fiscal unity. Corporate income tax expense on results of subsidiaries is reported as part of Results subsidiaries and affiliates.

For an overview of the subsidiaries of the Company, see Note 2.3 of the consolidated financial statements.

Investments in subsidiaries and affiliates	2023	2022
1 January	**507,572**	**530,718**
Net profit for the year	41,422	55,841
Dividends paid out	(88,430)	(102,726)
Currency translation differences	(10,930)	23,583
Pension movements through OCI	90	375
Other equity movements	(32)	(219)
31 December	**449,692**	**507,572**

2.2 Other receivables and prepayments – deferred tax liabilities – amounts owed to group companies

Other receivables and prepayments consist of prepaid income taxes 2022 and 2023, which will be charged to the related subsidiaries in 2024. The deferred tax liabilities are primarily related to temporary differences of assets in Dutch subsidiaries that are part of the fiscal unity of which the Company is the head.

The income taxes are determined per subsidiary and are settled through the inter-Company current accounts, with a subsequent payment by the Company to the tax authorities.

The fair value of the other receivables and prepayments approximates the book value and falls due within one year.

2.3 Shareholders' equity

Shareholders' equity	Share capital	Share premium reserve	Legal reserves	Other reserves	Net profit for the year	Total equity
Balance 1 January 2022	**13,325**	**155,105**	**22,437**	**119,438**	**53,956**	**364,261**
Net profit 2022	-	-	-	-	54,681	54,681
Dividends relating to 2021, final	-	-	-	(17,771)	-	(17,771)
Dividends relating to 2022, interim	-	-	-	(13,328)	-	(13,328)
Currency translation adjustments (CTA)	-	-	23,583	-	-	23,583
Appropriation of net profit	-	-	-	53,956	(53,956)	-
New shares issued	4	164	-	-	-	168
Employee share option scheme effects	-	-	133	-	-	133
Change in cash flow hedges	-	-	-	(219)	-	(219)
Remeasurement gains/(losses) on defined benefit plans	-	-	-	375	-	375
Balance 31 December 2022	**13,329**	**155,269**	**46,153**	**142,451**	**54,681**	**411,883**
Net profit 2023	-	-	-	-	39,726	39,726
Dividends relating to 2022, final	-	-	-	(23,694)	-	(23,694)
Dividends relating to 2023, interim	-	-	-	(11,847)	-	(11,847)
Currency translation adjustments (CTA)	-	-	(10,930)	-	-	(10,930)
Appropriation of net profit	-	-	-	54,681	(54,681)	-
Employee share option scheme effects	-	-	278	-	-	278
Change in cash flow hedges	-	-	-	(32)	-	(32)
Remeasurement gains/(losses) on defined benefit plans	-	-	-	90	-	90
Balance 31 December 2023	**13,329**	**155,269**	**35,501**	**161,649**	**39,726**	**405,474**

The total authorized number of ordinary shares is 66.7 million shares with a par value of €0.45 per share. As at 31 December 2023, 29.6 million (2022: 29.6 million) shares were issued and fully paid.

Included in the legal reserves is the currency translation reserve, which comprises all translation differences arising from the translation of the net investment in group companies, including goodwill, in currencies other than the euro, and the share option plan reserve, which comprises the value of the vested rights in respect of the share option plan as far as stock options have not been exercised.

2.4 Employee information

During 2023, the average number of employees employed by the Company was eleven full-time equivalents (2022: twelve), at year-end eleven (2022: twelve). All employees were based in the Netherlands.

2.5 Audit fees

The following amounts were paid to the Group auditor PwC as audit fees and included in other operating expenses:

Fees PwC 2023	In the Netherlands	Network outside the Netherlands	Total
Audit	633	395	1,028
Audit-related[1]	106	-	106
Tax[2]	-	112	112
Other non-audit services	-	-	-
Total fees PwC	**739**	**507**	**1,246**
Fees PwC 2022			
Audit	591	409	1,000
Audit-related[3]	5	-	5
Tax[2]	-	106	106
Other non-audit services	-	-	-
Total fees PwC	**596**	**515**	**1,111**

1 *Agreed-upon procedures regarding compliance bank covenants and on base line KPIs of sustainability-linked loan.*

2 *Relates to tax compliance services in Canada, and the USA.*

3 *Agreed-upon procedures regarding compliance bank covenants.*

The fees are included in the general costs of the consolidated accounts and relate to the procedures applied to the Company and its consolidated group entities by accounting firms and external auditors as referred to in Article 1 (1) of the Audit Firms Supervision Act (Dutch acronym: Wta) as well as by Dutch and foreign based accounting firms, including their tax services and advisory groups. The audit fees relate to the audit of the 2023 financial statements, regardless of whether the work was performed during the financial year.

2.6 Contingent liabilities

Contingent liabilities are not expected to give rise to any material loss and include guarantees given for group companies. The Company has issued joint and several liability undertakings, some as defined in Article 403, Book 2 of the Dutch Civil Code, for almost all group companies in the Netherlands and for SIGCO Warenhandelsgesellschaft mbH, a German group company. The 2023 financial figures of SIGCO Warenhandels-gesellschaft mbH, Hamburg, Germany, are included in the 2023 consolidated financial statements of ACOMO N.V.

SIGCO Warenhandelsgesellschaft mbH makes use of the exemption provision of section 264 (3) of the German Commercial Code (HGB) in financial year 2023. These written undertakings have been filed with the Trade Register of the Chamber of Commerce in the respective seat the group company concerned has its registered office. The Company is the head of a fiscal unity that includes most of the Dutch wholly-owned group companies. The Company is therefore jointly and severally liable for the tax liabilities of the fiscal unity as a whole.

2.7 Remuneration of the Board of Directors

The remuneration of the Executive and Non-Executive Directors of the Board is determined in accordance with the remuneration policy as disclosed in the chapter Remuneration Report on page 54 and following. Key management includes the Executive Director, Mr Goldschmeding, who is the statutory director of the Company, and the Non-Executive Directors, Mr Stuivinga, Mr Gottesman, Mrs Groothuis, Mr Niessen and Mrs Vandeputte.

The 2023 and 2022 remuneration to the Executive Directors is shown below:

Remuneration Executive Directors

(in € thousands)

2023	Salary	Short-term bonus	Post-employment benefits	Share-based expenses	Total remuneration	Fixed-variable remuneration
Fortmann	625[1]	250	-	53	928	73%-27%
Goldschmeding	429	520	25	16	990	47%-53%
Total	**1,054**	**770**	**25**	**69**	**1,918**	
2022						
Fortmann	750	1,250	-	53	2,053	39%-61%
Goldschmeding	429	721	25	22	1,197	40%-60%
Total	**1,179**	**1,971**	**25**	**75**	**3,250**	

1 *The 2023 salary of Ms Fortmann represents the actual base salary paid from 1 January to 31 October 2023*

Mr Goldschmeding can earn a bonus when achieving specific targets in his role as Executive Director.

The bonuses shown are related to the performance in 2023 and will be paid out in 2024.

Remuneration Executive Directors	Year of grant	Outstanding 1 Jan 2023	Exercised 2023	Expired 2023	Outstanding 31 Dec 2023	Exercise price (€)	Expiry date
Fortmann	2021	120,000	-	-	120,000	23.80	15-9-2028
Goldschmeding	2020	50,000	-	-	50,000	16.83	30-4-2027

See Note 15 of the consolidated financial statements for a description of the share option plan.

The 2023 and 2022 remuneration of the Non-Executive Directors is as follows:

(in € thousands)	2023	2022
Stuivinga[1]	116	111
Gottesman[1]	100	100
Groothuis	91	91
Niessen	91	91
Vandeputte	90	90
Total	**488**	**483**

1 *Including €10 remuneration for being a member of the Supervisory Board of Catz International*

As at 31 December 2023, the following Board members directly or indirectly owned Acomo shares: Mr Stuivinga (40,595), Mrs Groothuis (3,000) and Mr Niessen (3,665,008). No loans, advances or guarantees were granted to the Board. No share options were granted to the Non-Executive Directors of the Board.

2.8 Profit appropriation

In accordance with the resolution of the Annual General Meeting held on 21 April 2023, the profit for 2022 has been appropriated in conformity with the proposed appropriation of profit stated in the 2022 financial statements.

The net profit for 2023 attributable to the shareholders amounting to €39,726 million shall be available in accordance with Article 24 of the Company's Articles of Association.

The Board of Directors proposes to distribute a 2023 final dividend of €0.75 per share.

The residual profit is proposed to be added to reserves.

Rotterdam, 8 March 2024

The Board of Directors,
A.W. Goldschmeding, *Executive Director*
B.H. Stuivinga, *Non-Executive Chair*
Y. Gottesman, *Non-Executive Director*
M.E. Groothuis, *Non-Executive Director*
J.G.H.M. Niessen, *Non-Executive Director*
V. Vandeputte, *Non-Executive Director*

OTHER INFORMATION

Appropriation of profit

Appropriation of profit according to the Articles of Association

Article 24 paragraph 1 of the Articles of Association stipulates:

From the net profit as disclosed in the adopted income statement, such amounts are transferred to reserves as may be determined by the General Meeting of Shareholders and proposed by the Board of Directors. The remaining amount is at the disposal of the General Meeting of Shareholders.

Independent auditor's report

To: the general meeting of ACOMO N.V.

Report on the audit of the financial statements 2023

Our opinion

In our opinion:

- the consolidated financial statements of ACOMO N.V. together with its subsidiaries ('the Group') give a true and fair view of the financial position of the Group as at 31 December 2023 and of its result and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted in the European Union ('EU-IFRS') and with Part 9 of Book 2 of the Dutch Civil Code;
- the company financial statements of ACOMO N.V. ('the Company') give a true and fair view of the financial position of the Company as at 31 December 2023 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

What we have audited

We have audited the accompanying financial statements 2023 of ACOMO N.V., Rotterdam. The financial statements comprise the consolidated financial statements of the Group and the company financial statements.

The consolidated financial statements comprise:

- the consolidated balance sheet as at 31 December 2023;
- the following statements for 2023: the consolidated statement of income, the consolidated statements of comprehensive income, changes in equity and cash flows; and
- the notes to the consolidated financial statements, comprising significant accounting policies and other explanatory information.

The company financial statements comprise:

- the company balance sheet as at 31 December 2023;
- the company income statement for the year then ended; and
- the notes to the company financial statements, comprising the accounting policies applied and other explanatory information.

The financial reporting framework applied in the preparation of the financial statements is EU-IFRS and the relevant provisions of Part 9 of Book 2 of the Dutch Civil Code for the consolidated financial statements and Part 9 of Book 2 of the Dutch Civil Code for the company financial statements.

The basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. We have further described our responsibilities under those standards in the section 'Our responsibilities for the audit of the financial statements' of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of ACOMO N.V. in accordance with the European Union Regulation on specific requirements regarding statutory audit of public-interest entities, the 'Wet toezicht accountantsorganisaties' (Wta, Audit firms supervision act), the 'Verordening inzake de onafhankelijkheid van accountants bij assuranceopdrachten' (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the 'Verordening gedrags- en beroepsregels accountants' (VGBA, Dutch Code of Ethics).

Our audit approach

We designed our audit procedures with respect to the key audit matters (as set out in the section 'Key audit matters' of this report), fraud and going concern, and the matters resulting from that, in the context of our audit of the financial statements as a whole and in forming our opinion thereon. The information in support of our opinion, such as our findings and observations related to individual key audit matters, the audit approach fraud risk and the audit approach going concern was addressed in this context, and we do not provide separate opinions or conclusions on these matters.

Overview and context

ACOMO N.V. is active in sourcing, trading, processing, packaging and distribution of natural food products and ingredients for the food and beverage industry. The Group is comprised of several components and therefore we considered our group audit scope and approach as set out in the section 'The scope of our group audit'. We paid specific attention to the areas of focus driven by the operations of the Group, as set out below.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where the board of directors made important judgements, for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. In these considerations, we paid attention to, among other things, the assumptions underlying the physical and transition risk related to climate change.

In Note 4 of the financial statements, the Company describes the areas of judgement in applying accounting policies and the key sources of estimation uncertainty. Given the significant estimation uncertainty and the related higher inherent risks of material misstatement in the volatility in (non-quoted) commodity prices and exchange rates we considered valuation of the inventories, commodity trading positions and foreign exchange contracts as key audit matters as set out in the section 'Key audit matters' of this report. Furthermore, we identified the credit risk of the debtors and uncertainty in the timing of the delivery of the products resulted in the collectability of trade receivables and recognition of revenue to be key audit matters as well.

Other areas of focus, that were not considered as key audit matters, were fraud as explained below and goodwill impairment testing. In all operating segments there remains significant headroom, and any reasonable change in assumptions would not lead to an impairment despite the increase in interest rates.

ACOMO N.V. assessed the possible effects of climate change on its financial position. In the annual report sections 'Environmental, Social and Governance' and 'Risk Management and Control', the board of directors reflects on the role of the Group and sustainability which includes climate-related risk and opportunities. We discussed ACOMO N.V.'s assessment and governance thereof with management and evaluated the potential impact on the financial position including underlying assumptions and estimates. The board of directors concluded that the climate change has no impact on the carrying amounts of assets and liabilities as at 31 December 2023. The board of directors also concluded that, although the direct environmental footprint of ACOMO companies is relatively small, the impact of climate change on its own operations could be severe as the products that the Group is trading are highly sensitive to changes in growing conditions. ACOMO N.V. mitigates the risk of reduced availability and quality of these products due to climate change by diversification of supply, among other things. The expected effects of climate change are not considered a key audit *matter.*

We ensured that the audit teams at both group and component level included the appropriate skills and competences which are needed for the audit of a commodity trading company. We therefore included experts and specialists in the areas of, among other things, IT and valuations in our team.

The outline of our audit approach was as follows:

Materiality
- Overall materiality: €3.3 million (rounded)

Audit Scope
- We audited the financial information of ten components. Three out of the ten comprise of the audit of one or more account balances, classes of transactions or disclosures.
- We took responsibility for the nature, timing and extent of direction and supervision of component auditors and the review of their work, taking into account higher assessed risk areas and parts that involve significant judgment, via a mixture of physical and virtual meetings.
- Audit coverage: 96% of consolidated revenue, 91% of consolidated total assets and 91% of consolidated profit before tax.

Key audit matters
- Valuation of inventories, (non-quoted) commodity trading positions and foreign exchange contracts.
- Collectability of trade receivables and recognition of revenue.

Materiality

The scope of our audit was influenced by the application of materiality, which is further explained in the section 'Our responsibilities for the audit of the financial statements'.

Based on our professional judgement we determined certain quantitative thresholds for materiality, including the overall materiality for the financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the nature, timing, and extent of our audit procedures on the individual financial statement line items and disclosures and to evaluate the effect of identified misstatements, both individually and in aggregate, on the financial statements as a whole and on our opinion.

We also take misstatements and/or possible misstatements into account that, in our judgement, are material for qualitative reasons.

We agreed with the board of directors that we would report to them any misstatement identified during our audit above €166,750 (2022: €200,000) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Overall group materiality	€3.3 million (2022: €3.7 million)
Basis for determining materiality	We used our professional judgement to determine overall materiality. As a basis for our judgement, we used 5% of average profit before tax of past three years.
Rationale for benchmark applied	We used profit before tax as the primary benchmark, a generally accepted auditing practice, based on our analysis of the common information needs of the users of the financial statements. On this basis, we believe that profit before tax is the most important metric for the financial performance of the Group.
Component materiality	Based on our judgement, we allocate materiality to each component in our audit scope that is less than our overall group materiality. The range of materiality allocated across components was between €800,000 and €3.3 million.

Component	*Significant component*	*Involvement from the group engagement team*	*Scoping*
Catz International B.V.	V	V	Full-scope audit
Red River Commodities Inc.	V	V	Full-scope audit
The Organic Corporation (consolidated)	V	V	Full-scope audit
Tradin USA LLC	V	V	Full-scope audit
Van Rees Group B.V. (consolidated)		V	Full-scope audit
Snick EuroIngredients N.V.		V	Full-scope audit
King Nuts B.V.		V	Audit of one or more account balances, classes of transactions or disclosures
Delinuts B.V.		V	Audit of one or more account balances, classes of transactions or disclosures
ACOMO N.V.		V	Full-scope audit
Acomo Investments B.V.		V	Audit of one or more account balances, classes of transactions or disclosures

The scope of our group audit

ACOMO N.V. is the parent company of a group of entities. The financial information of this group is included in the consolidated financial statements of ACOMO N.V.

We tailored the scope of our audit to ensure that we, in aggregate, performed sufficient work on the financial statements to enable us to provide an opinion on the financial statements as a whole, taking into account the management structure of the Group, the nature of operations of its components, the accounting processes and controls, and the markets in which the components of the Group operate. In establishing the overall group audit strategy and plan, we determined the type of work required to be performed at component level by the group engagement team and by each component auditor.

Our audit primarily focused on the significant components of the Group. In determining our scoping, we considered both financial and the following qualitative factors as well as the Group's decentralised structure to be relevant:

- ACOMO N.V. is the holding company of the Group. It manages and financially controls the Group's investments and assists its subsidiaries in the areas of finance, treasury, internal auditing, risk management, legal, tax, IT, business development, mergers, and acquisitions, ESG and HR.
- The Group consists of a number of subsidiaries active in trading, international sourcing, processing and selling of food commodities and ingredients in the food industry. The subsidiaries operate to a great extent autonomously under the responsibility of their own management and financial control. We therefore included a relatively large number of components in our audit scope.
- Van Rees Group B.V. and The Organic Corporation B.V. are two subgroups within Acomo N.V., which each manage subsidiaries located across the globe. These two subgroups were in scope of our audit where an audit of financial information or an audit of one or more account balances, classes of transactions or disclosures were performed for subsidiaries of these two subgroups.

Our group audit scoping and the involvement of the group audit team for components where we performed an audit of the financial information (full scope audit) or an audit of one or more account balances, classes of transactions or disclosures, is included in the table above.

A full scope audit has been performed for three non-significant components and audit of one or more account balances, classes of transactions or disclosures has been performed for the other three components to achieve the appropriate coverage on financial line items in the consolidated financial statements.

In total, in performing these procedures, we achieved the following coverage on the financial line items:

Revenue	96%
Total assets	91%
Profit before tax	91%

None of the remaining components represented more than 2% of total group revenue or total group assets. For those remaining components we performed, among other things, analytical procedures to corroborate our assessment that there were no significant risks of material misstatements within those components.

All the full scope audits are performed by component teams. The component teams located in the Netherlands are led by the group audit team engagement leader, with separate audit teams performing the work. The audits of all components outside the Netherlands, were performed by local PwC component auditors who are familiar with the local laws and regulations in each of their territories.

Components where we audit of one or more account balances, classes of transactions or disclosures have been tested by the group audit engagement team.

Where component auditors performed the work, we determined the level of involvement we needed to have in their work to be able to conclude whether we had obtained sufficient and appropriate audit evidence as a basis for our opinion on the consolidated financial statements as a whole.

We issued instructions to the component audit teams in our audit scope. These instructions included, among others, our risk analysis, materiality, and the scope of the work. We explained to the component audit teams the structure of the group, the main developments that were relevant for the component auditors, the risks identified, the materiality levels to be applied and our global audit approach. In order to take our responsibility for the nature, timing and extent of direction and supervision of component auditors and the review of their work, we had local visits and/or (video)calls with each of the in-scope component audit teams during the year and upon conclusion of their work. During these meetings, we discussed the significant accounting and audit issues identified by the component auditors, their reports, the findings of their procedures and other matters, that could be of relevance for the consolidated financial statements.

The group engagement team performed the audit work on the group consolidation, financial statement disclosures and a number of more complex areas at the head office. These areas include, but are not limited to goodwill impairment testing, tax accounting, segmentation, contingent liabilities, and share–based payments.

By performing the procedures outlined above at the components, combined with additional procedures exercised at group level, we have been able to obtain sufficient and appropriate audit evidence on the Group's financial information, to provide a basis for our opinion on the financial statements.

Audit approach fraud risks

We identified and assessed the risks of material misstatements of the financial statements due to fraud. During our audit we obtained an understanding of the Group and its environment and the components of the internal control system. This included management's risk assessment process, management's process for responding to the risks of fraud and monitoring the internal control system and management's process for responding to the risks of fraud and monitoring the system of internal control and how the board of directors exercises oversight, as well as the outcomes. We refer to the sections 'Corporate Governance' and 'Risk Management and Control' of the annual report where the board of directors reflects on its response to fraud risk.

We evaluated the design and relevant aspects of the internal control system with respect to the risks of material misstatements due to fraud including management's risk assessment, as well as the code of conduct, whistleblower procedures and incident follow-up, among other things. We evaluated the design and the implementation and, where considered appropriate, tested the operating effectiveness of internal controls designed to mitigate fraud risks. We performed inquiries with the board of directors, internal audit and local management for actual or suspected fraud incidents noted within the Group through the whistle-blower process or otherwise.

As part of our process of identifying fraud risks, we evaluated fraud risk factors with respect to financial reporting fraud, misappropriation of assets and bribery and corruption. We evaluated whether these factors indicate that a risk of material misstatement due to fraud is present.

As described in the auditing standards, management override of controls and risk of fraud in revenue recognition are presumed risks of fraud.

We addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the board of directors that may represent a risk of material misstatement due to fraud. We performed data analysis of high-risk journal entries and evaluated key estimates and judgements for bias by ACOMO N.V., including retrospective reviews of prior year's estimates.

Where we identified instances of unexpected journal entries or other risks through our data analytics, we performed additional audit procedures to address each identified risk. These procedures also included testing of transactions back to source information.

With regard to the risk of fraud in revenue recognition, we instructed our components to perform procedures over this risk, including evaluate the design and implementation of relevant internal controls and tracing a sample of revenue transactions to the supporting documents and validating unusual journal entries. As described in the section 'The scope of our group audit' we reviewed the audit procedures performed by our component teams.

As part of our process of identifying fraud risks, we evaluated fraud risk factors with respect to financial reporting fraud, misappropriation of assets and bribery and corruption. We evaluated whether these factors indicate that a risk of material misstatement due to fraud is present.

Given the territories the Group operates in, we considered the risk of bribery and corruption, taking into account the corruption perception index of the countries of operation and updated our understanding of the internal controls that the Group has in place to address and manage this risk when doing business in higher-risk countries.

We considered the possibility of fraudulent or corrupt payments made across various countries of operation determined by a risk-based process and included contracts with commission in our testing.

We incorporated an element of unpredictability in our audit. During the audit, we remained alert to indications of fraud. We also considered the outcome of our other audit procedures and evaluated whether any findings were indicative of fraud or non-compliance of laws and regulations. Whenever we identify any indications of fraud, we re-evaluate our fraud risk assessment and its impact on our audit procedures. We refer to the key audit matters below, that are examples of our approach related to areas of higher risk due to accounting estimates where the board of directors makes significant judgements.

Audit approach going concern

The board of directors prepared the financial statements on the assumption that the entity is a going concern and that it will continue its operations for at least twelve months from the date of preparation of the financial statements. Refer to paragraph 3.1.3 'Liquidity Risk' and 3.2 'Capital Risk Management' in the financial statements.

Our procedures to evaluate management's going-concern assessment included, among other things:

- Considering whether management identified events or conditions that may cast significant doubt on the entity's ability to continue as a going concern (hereafter: going-concern risks).
- Considering whether management's going-concern assessment includes all relevant information of which we are aware as a result of our audit and inquiring with management regarding management's most important assumptions underlying its going-concern assessment.
- Analysing the financial position as at balance sheet date compared to prior year as well as the scenario analysis to assess the solvency and headroom of the financing facilities of the company, to assess whether events or circumstances exist that may lead to a going-concern risk.
- Evaluating management's current operating plan including cash flows in comparison with last year, current developments in the industry and all relevant information of which we are aware as a result of our audit.
- Performing inquiries of management as to its knowledge of going-concern risks beyond the period of management's assessment.

Our procedures did not result in outcomes contrary to management's assumptions and judgments used in the application of the going-concern assumption.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in the audit of the financial statements. We have communicated the key audit matters to the board of directors. The key audit matters are not a comprehensive reflection of all matters identified by our audit and that we discussed. In this section, we described the key audit matters and included a summary of the audit procedures we performed on those matters.

Key audit matter

Valuation of inventories, (non-quoted) commodity trading positions and foreign exchange contracts

(note 2.9, 2.10 and 2.20/ note 12.3, 13.4 and 13.7) It is the core business of Acomo to accept managed risks, by taking positions in different types of (non-quoted) commodities and contracts in different currencies. This is to a large extent done autonomously under the responsibility of local management with separate financial and operational systems.

Certain operating companies use derivative financial instruments to hedge risks associated with foreign currency risk (mainly euro/US dollar exposures). In the Tea segment, hedge accounting is applied. Acomo's approach in relation to foreign exchange risk is disclosed in note 3.1.1 to the financial statements.

The price and foreign currency volatilities of the (non-quoted) commodity markets have a direct impact on the value of the subsidiaries' (non-quoted) commodity trading positions and could, therefore, result in significant inventory write-downs to net realisable value and/or losses on onerous contracts.

This assessment requires judgement based on recent trades, as there are no direct observable market prices available.

The activities and processes as set out above are complex and require judgement, we therefore considered the valuation of inventories, (non-quoted) commodity trading positions and foreign exchange contracts a key audit matter.

Our audit work and observations

Valuation of inventories, (non-quoted) commodity trading positions and foreign exchange contracts

Our audit was largely substantive in nature. In some areas, we performed procedures, which allowed us to rely, to the extent possible, on internal controls at subsidiary and the Group level for the purpose of our audit. We performed, amongst others, procedures designed to identify risks around segregation of duties for the trading activities between, authorisation of trading transactions and accounting of these transactions in the financial and operational systems.

We assessed the Company's hedging policies for their foreign exchange risk exposure. We tested the recognition at fair value of derivative financial instruments based on market data together with our financial instruments specialists and we investigated, for the Tea segment, whether the hedge accounting has been applied correctly. Based on these audit procedures performed, we noted no material exceptions.

We tested inventory for their existence by obtaining third party warehouse confirmations, including attending inventory counts on significant locations. We tested the inventory pricing through reconciliation with purchase contracts.

For the effects of price movements, we assessed the Company's trading guidelines, positions per product group and overall positions. We tested and challenged management's analysis of the valuation of inventories and the economic trading positions with contracts and market prices. Furthermore, we tested the calculation and authorisation of onerous contract provisions and the net realisable value of inventories below cost through comparison with recent transactions and transactions subsequent to the year-end.

Based on the aforementioned audit procedures performed, we found management's judgement around the valuation of the inventories and trading positions reasonable, and we noted no material exceptions.

Key audit matter

Collectability of trade receivables and recognition of revenue (note 2.11 and 2.21/ note 12.1)

Trade receivable balances are significant to Acomo as they represent 19% of the consolidated balance sheet (refer to note 12.1 to the financial statements). The collectability of trade receivables is a risk as Acomo is trading with customers worldwide and judgement is involved in the assessment of the collectability of trade receivables. The collectability of trade receivables is a key element of Acomo's working capital management, which is managed on an ongoing basis by local management. The Acomo board of directors supports operating companies in setting credit limits for customers and approve such limits above certain thresholds where applicable.

Given the nature of the businesses with delivery, worldwide, frequent changes in planned delivery dates and requirements of customers, various shipping terms are in place, which impact the revenue recognition.

Given the magnitude and judgement involved in the collectability, assessment of trade receivables and variety of shipping terms that impact revenue recognition, this is considered a key audit matter.

Our audit work and observations

Collectability of trade receivables and recognition of revenue (note 2.11 and 2.21/ note 12.1)

We have challenged the assumptions used to calculate the trade receivables impairment amount based on the expected credit loss model, notably through assessing specific local risks, detailed analyses of ageing of receivables and assessment of individual significant overdue trade receivables, combined with legal documentation, where applicable and testing of receipts after the year-end. We found management's judgement around the collectability of trade receivables reasonable.

We performed audit procedures on the recognition of revenue, which included but were not limited to control testing on sales transactions for the purpose of our audit and substantive audit procedures, such as tracing transactions back to shipping documents, contracts and performing subsequent receipt testing.

We have tested management's revenue recognition in accordance with EU-IFRS 15 based on the shipping terms agreed with customers.

Furthermore, we have tested management's cut-off testing procedures to assess that revenue was recognised in the correct period and have independently selected samples to test cut-off of revenue through verification of shipping documents, contracts and invoices.

Based on the aforementioned audit procedures performed, we noted no material exceptions.

Report on the other information included in the annual report

The annual report contains other information. This includes all information in the annual report in addition to the financial statements and our auditor's report thereon.

Based on the procedures performed as set out below, we conclude that the other information:

- is consistent with the financial statements and does not contain material misstatements; and
- contains all the information regarding the directors' report and the other information that is required by Part 9 of Book 2 and regarding the remuneration report required by the sections 2:135b and 2:145 subsection 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and the understanding obtained in our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing our procedures, we comply with the requirements of Part 9 of Book 2 and section 2:135b subsection 7 of the Dutch Civil Code and the Dutch Standard 720. The scope of such procedures was substantially less than the scope of those procedures performed in our audit of the financial statements.

The board of directors is responsible for the preparation of the other information, including the directors' report and the other information in accordance with Part 9 of Book 2 of the Dutch Civil Code. The board of directors are responsible for ensuring that the remuneration report is drawn up and published in accordance with sections 2:135b and 2:145 subsection 2 of the Dutch Civil Code.

Report on other legal and regulatory requirements and ESEF

Our appointment

We were appointed as auditors of ACOMO N.V. which followed the passing of a resolution by the shareholders at the annual general meeting held on 30 April 2014. Our appointment has been renewed annually by shareholders and now represents a total period of uninterrupted engagement of ten years.

European Single Electronic Format (ESEF)

ACOMO N.V. has prepared the annual report in ESEF. The requirements for this are set out in the Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format (hereinafter: the RTS on ESEF).

In our opinion, the annual report prepared in XHTML format, including the marked-up consolidated financial statements, as included in the reporting package by ACOMO N.V., complies in all material respects with the RTS on ESEF.

The board of directors is responsible for preparing the annual report, including the financial statements in accordance with the RTS on ESEF, whereby the board of directors combines the various components into a single reporting package.

Our responsibility is to obtain reasonable assurance for our opinion whether the annual report in this reporting package complies with the RTS on ESEF.

We performed our examination in accordance with Dutch law, including Dutch Standard 3950N 'Assuranceopdrachten inzake het voldoen aan de criteria voor het opstellen van een digitaal verantwoordingsdocument' (assurance engagements relating to compliance with criteria for digital reporting).

Our examination included, among other things:

- Obtaining an understanding of the entity's financial reporting process, including the preparation of the reporting package.
- Identifying and assessing the risks that the annual report does not comply in all material respects with the RTS on ESEF and designing and performing further assurance procedures responsive to those risks to provide a basis for our opinion, including:
  - obtaining the reporting package and performing validations to determine whether the reporting package containing the Inline XBRL instance document and the XBRL extension taxonomy files have been prepared in accordance with the technical specifications as included in the RTS on ESEF;
  - examining the information related to the consolidated financial statements in the reporting package to determine whether all required mark-ups have been applied and whether these are in accordance with the RTS on ESEF.

No prohibited non-audit services

To the best of our knowledge and belief, we have not provided prohibited non-audit services as referred to in article 5(1) of the European Regulation on specific requirements regarding statutory audit of public-interest entities.

Services rendered

The services, in addition to the audit, that we have provided to the Company or its controlled entities, for the period to which our statutory audit relates, are disclosed in note 2.5 to the Company financial statements.

Responsibilities for the financial statements and the audit

Responsibilities of the board of directors

The board of directors is responsible for:

- the preparation and fair presentation of the financial statements in accordance with EU-IFRS and Part 9 of Book 2 of the Dutch Civil Code; and for
- such internal control as the board of directors determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the board of directors is responsible for assessing the Company's ability to continue as a going concern. Based on the financial reporting frameworks mentioned, the board of directors should prepare the financial statements using the going-concern basis of accounting unless the board of directors either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so. The board of directors should disclose in the financial statements any event and circumstances that may cast significant doubt on the Company's ability to continue as a going concern.

Our responsibilities for the audit of the financial statements

Our responsibility is to plan and perform an audit engagement in a manner that allows us to obtain sufficient and appropriate audit evidence to provide a basis for our opinion. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high but not absolute level of assurance, and is not a guarantee that an audit conducted in accordance with the Dutch Standards on Auditing will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

A more detailed description of our responsibilities is set out in the appendix to our report.

Rotterdam, 8 March 2024

PricewaterhouseCoopers Accountants N.V.

Original has been signed by P.J. Robben RA

Appendix to our auditor's report on the financial statements 2023 of ACOMO N.V.

In addition to what is included in our auditor's report, we have further set out in this appendix our responsibilities for the audit of the financial statements and explained what an audit involves.

The auditor's responsibilities for the audit of the financial statements

We have exercised professional judgement and have maintained professional scepticism throughout the audit in accordance with Dutch Standards on Auditing, ethical requirements, and independence requirements. Our audit consisted, among other things, of the following:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the intentional override of internal control.
- Obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors.
- Concluding on the appropriateness of the board of directors' use of the going-concern basis of accounting, and based on the audit evidence obtained, concluding whether a material uncertainty exists related to events and/or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report and are made in the context of our opinion on the financial statements as a whole. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluating the overall presentation, structure, and content of the financial statements, including the disclosures, and evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Considering our ultimate responsibility for the opinion on the consolidated financial statements, we are responsible for the direction, supervision, and performance of the group audit. In this context, we have determined the nature and extent of the audit procedures for components of the Group to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole. Determining factors are the geographic structure of the Group, the significance and/or risk profile of group entities or activities, the accounting processes and controls, and the industry in which the Group operates. On this basis, we selected group entities for which an audit or review of financial information or specific balances was considered necessary.

We communicate with the board of directors 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. In this respect, we also issue an additional report to the audit committee in accordance with article 11 of the EU Regulation on specific requirements regarding statutory audit of public-interest entities. The information included in this additional report is consistent with our audit opinion in this auditor's report.

We provide the board of directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related actions taken to eliminate threats or safeguards applied.

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the 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 or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

APPENDICES

List of acronyms and abbreviations

AFM	Dutch Authority for the Financial Markets
AGM	Annual General Meeting of Shareholders
AScX	Amsterdam Small Cap Index
BRC	British Retail Consortium Global Standard for Food Safety
CAGR	Compound annual growth rate
CGU	Cash-generating unit
CSDDD	Corporate Sustainability Due Diligence Directive
CSRD	Corporate Sustainability Reporting Directive
CTA	Currency translation adjustments
CX	Commodity exchange
EBIT	Earnings before interest and taxes (operating income)
EBITDA	Earnings before interest, taxes, depreciation and amortization
EED	Energy Efficiency Directive
EPS	Earnings per share
ESG	Environmental, social and governance
ESRS	European Sustainability Reporting Standards
EUDR	EU Deforestation Regulation
Euribor	Euro Interbank Offered Rate
FIFO	First in, first out
FSSC	Food Safety System Certification
FTE	Full-time equivalent
FX	Foreign exchange
GAAP	Generally accepted accounting principles
GFSI	Global Food Safety Initiative
GHG	Greenhouse gas
GRI	Global Reporting Initiative
HACCP	Hazard analysis and critical control points
HGB	Handelsgezetsbuch
IAS	International Accounting Standards
IFRS	International Financial Reporting Standards
IFS	International Featured Standard
IRO	Impact, risk and opportunities
ISIN	International Securities Identification Number
NFRD	Non-Financial Reporting Directive
NGO	Non-governmental organization
OCI	Other comprehensive income
OECD	Organisation for Economic Cooperation and Development
PPE	Property, plant and equipment
RCF	Revolving credit facility
REC	Renewable Energy Certificates
RONCE	Return on net capital employed
RSPO	Roundtable on Sustainable Palm Oil
SDG	Sustainable Development Goals
SOFR	Secured Overnight Financing Rate
SQF	Safe Quality Food
SRD	Shareholder Rights Directive
SSI	Sustainable Spices Initiative
The Code	Dutch Corporate Governance Code
WACC	Weighted average cost of capital
Wta	Dutch Audit Firms Supervision Act

Explanation of some concepts and ratios

Compound annual growth rate (CAGR)
This rate is calculated as the value at the end of the period divided by the value at the beginning of the period, compounded to the respective period.

Dividend pay-out ratio
The dividend pay-out ratio is calculated as the sum of the interim and (proposed) final dividend for the year as a percentage of the net profit for the year.

EBITDA (adjusted)
The adjusted EBITDA, or operational EBITDA, is the reported EBITDA for the period, adjusted for the unrealized FX and CX hedge results.

Earnings per share
The earnings per share are calculated as the total net profit for the period divided by the (weighted) average number of ordinary shares outstanding.

Earnings per share (adjusted)
The earnings per share (adjusted) are calculated by adjusting the total net profit for the period, with the post-tax unrealized FX and CX hedge results, and the post-tax amortization charges of the acquisition-related intangibles, divided by the (weighted) average number of ordinary shares outstanding.

Equity per share
The equity per share reflects the Company's equity allocated to each outstanding share of common stock and is calculated by dividing the total shareholders' equity by the total number of ordinary shares outstanding at year-end.

Interest cover ratio
The interest cover ratio is calculated by dividing the normalized EBITDA by the total of the interest expense minus interest income.

Market capitalization
Market capitalization reflects the total market value of all the Company's outstanding shares and is calculated by multiplying the total shares issued by the share price at period-end.

Net capital employed
Net capital employed consists of the total assets minus cash and banks, provisions, trade creditors and other liabilities.

Net debt/total equity
This ratio is calculated by dividing the net debt by the total equity.

Net operating assets
Net operating assets comprise the average total net assets adjusted for goodwill.

Price/earnings ratio
The price/earnings ratio is calculated by dividing the share price at year-end by the earnings per share.

Return on net capital employed
Return on net capital employed measures a company's profitability and the efficiency with which its capital is employed. This indicator reflects the EBIT as a percentage of the average net capital employed.

Solvency
Solvency reflects the total equity as a percentage of the total assets.

Total shareholders' return
The total shareholders' return shows the performance of the Company's shares over time using the change in share price at year-end and the total dividend paid during the year, divided by the year-end share price of prior year

Information Takeover Directive Decree

Information following Article 10, Takeover Directive Decree, and section 391, subsection 5, Book 2 of the Dutch Civil Code:

a. **Capital structure and attached rights and duties**
The information on the capital structure of the Company can be found in chapter The Acomo Share, and information on the attached rights and duties (voting rights) can be found in chapter Corporate Governance.

b. **Statutory or contractual restrictions on share transfer**
Not applicable.

c. **Major shareholders**
See chapter The Acomo Share.

d. **Special rights of control**
Not applicable.

e. **Control mechanisms relating to options plans, share plans, and share purchase plans**
The Company has only one share-based payment arrangement in effect: a share option plan for key managers and employees of the Company and its subsidiaries, including executive directors.
The relevant characteristics of the plan can be found in the notes to share-based payment.

f. **Voting limitations**
Not applicable.

g. **Agreements with shareholders that can limit the transfer of shares or voting rights**
Not applicable.

h. **Regulations concerning the appointment and dismissal of Board members and changes to the Articles of Association**
Members of the Board of Directors are appointed by, and may at any time be suspended or dismissed by, the Annual General Meeting of Shareholders.
Resolutions with respect to appointment and dismissal are passed by an absolute majority of votes cast. If an amendment to the Articles of Association is proposed to the Annual General Meeting of Shareholders, this is always stated in the convening notice for that meeting.

i. **Authority of the Board, especially to issue and repurchase shares in the Company**
This information is disclosed in chapter Governance.

j. **Change of control arrangements**
Change of control provisions have been included in the Company's arrangements with the financial institutions that provide the credit facilities to the Company.

k. **Agreements with Executive Board members or employees**
The severance payment for the Executive Directors has been set at a maximum of one time the annual pay.

Five-year overview

(in € millions)	2023	2022	2021	2020	2019
Sales	1,266.1	1,422.8	1,254.4	707.4	701.4
Gross profit	176.9	184.6	170.2	94.7	99.3
EBITDA	89.7	104.6	104.8	49.9	55.6
EBIT	70.3	84.9	80.2	39.8	46.7
Financial income and expenses	(16.7)	(11.2)	(7.1)	(2.9)	(4.6)
Corporate income tax	(13.9)	(18.8)	(19.1)	(9.9)	(10.0)
Net profit	**39.6**	**54.9**	**54.0**	**27.0**	**32.1**
Net working capital (at year-end)	288.8	283.7	223.1	175.3	102.9
Net operating assets (annual average)	280.8	284.6	211.1	107.2	98.9
Shareholders' equity (before final dividend)	405.5	411.9	364.3	288.3	202.9
Total assets	747.6	860.8	866.8	704.4	358.6
Ratios					
Solvency	54.5%	48.1%	42.2%	41.1%	56.6%
RONCE operating companies (excluding goodwill)	13.9%	15.2%	16.0%	20.6%	21.2%
Dividend pay-out ratio	85.7%	67.7%	32.9%	36.5%	84.5%
Net debt/total equity	0.48	0.68	0.92	0.95	0.34
Key performance indicators (in €)					
Earnings per share (adjusted)	1.52	2.07	2.01	1.16	1.32
Earnings per share	1.34	1.85	1.82	1.09	1.30
Dividend per share (2023: proposed)	1.15	1.25	0.60	0.40	1.10
Equity per share at year-end	13.69	13.91	12.30	9.74	8.23
Share price at year-end	17.54	19.02	24.90	20.90	20.75
Share price high	23.15	27.10	25.20	22.00	20.95
Share price low	16.70	18.06	20.10	12.50	16.86
Market capitalization as at 31 December (in millions)	519.5	563.3	737.3	618.3	511.5
Net cash flow from operating activities (in millions)	137.3	72.7	(36.4)	35.0	59.8
Number of shares outstanding (in thousands)					
Weighted average	29,618	29,616	29,598	24,887	24,650
At year-end	29,618	29,618	29,610	29,582	24,652
Fully diluted at year-end	29,618	29,618	29,654	29,586	24,657

(in € millions)	2023	2022	2021	2020	2019
Exchange rates (against €1)					
US dollar at year-end	1.104	1.071	1.137	1.230	1.121
% change	3.1%	-5.8%	-7.6%	9.7%	-2.3%
Average US dollar	1.082	1.053	1.183	1.142	1.119
% change	2.7%	-11.0%	3.6%	2.0%	-5.2%

EU Taxonomy table

2023 Economic activities (in € millions)				Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')									
	Code(s)	Absolute CapEx	Proportion of CapEx	Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Minimum safe-guards	Taxonomy-aligned proportion of CapEx 2023	Taxonomy-aligned proportion of CapEx 2022	Category (enabling activity or transitional activity)
			%	%	%	%	%	%	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Percent	Percent	E/T
A.1 CapEx of environmentally sustainable activities (Taxonomy-aligned activities)																			
Investments in energy efficiency equipment (LED lighting)	7.3	0.10	3.7%	100%	0%	0%	0%	0%	0%	NA	NA	NA	NA	NA	NA	Y	3.7%	1.0%	E
Investments in solar photovoltaic systems	7.6	0.11	4.3%	100%	0%	0%	0%	0%	0%	NA	NA	NA	NA	NA	NA	Y	4.3%	-	E
A.2 CapEx of Taxonomy-eligible but not environmentally sustainable activities (Not Taxonomy-aligned activities)																			
Investments in electric forklifts	6.5	0.08	3.1%																
Total (A.1 + A.2)		**0.29**	**11.1%**														**8.0%**	**1.0%**	**E**
B. Taxonomy-non-eligible activities																			
CapEx of Taxonomy-non-eligible activities (B)		2.32	88.9%																
Total (A+B)		**2.61**	**100%**																
Proportion Total (A+B) of total CapEx			**40%**																

2023 Economic activities (in € millions)	Code(s)	Absolute OpEx	Proportion of OpEx	Substantial contribution criteria: Climate change mitigation	Substantial contribution criteria: Climate change adaption	Substantial contribution criteria: Water and marine resources	Substantial contribution criteria: Circular economy	Substantial contribution criteria: Pollution	Substantial contribution criteria: Biodiversity and ecosystems	DNSH criteria ('Does Not Significantly Harm'): Climate change mitigation	DNSH criteria ('Does Not Significantly Harm'): Climate change adaption	DNSH criteria ('Does Not Significantly Harm'): Water and marine resources	DNSH criteria ('Does Not Significantly Harm'): Circular economy	DNSH criteria ('Does Not Significantly Harm'): Pollution	DNSH criteria ('Does Not Significantly Harm'): Biodiversity and ecosystems	Minimum safe-guards	Taxonomy-aligned proportion of OpEx 2023	Taxonomy-aligned proportion of OpEx 2022	Category (enabling activity or transitional activity)
			%	%	%	%	%	%	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Percent	Percent	E/T
A.1 OpEx of environmentally sustainable activities (Taxonomy-aligned activities)		0.0	0%	0%	0%	0%	0%	0%	0%										
A.2 OpEx of Taxonomy-eligible but not environmentally sustainable activities (Not Taxonomy-aligned activities)																			
Contribution rehabilitation and restoration of agroforests	1.2	0.34	2.9%																
Maintenance & repair of biomass installation	4.24	0.09	0.8%																
Lease, maintenance & repair of electric forklifts	6.5	0.29	2.5%																
Total (A.1 + A.2)		**0.72**	**6.2%**																
B. Taxonomy-non-eligible activities																			
OpEx of Taxonomy-non-eligible activities (B)		10.91	93.8%																
Total (A+B)		**11.63**	**100%**																
Proportion Total (A+B) of total OpEx			**10%**																

About ESG reporting

We aim to provide a transparent account of our performance through our reporting, highlighting areas where we are making progress as well as where we face challenges.

Reporting scope

The ESG reporting of ACOMO N.V. covers the financial year 2023, from 1 January 2023 to 31 December 2023, and the entities owned and controlled by ACOMO N.V. during this period. For the metrics 'Food safety third party operations' and 'Suppliers' social and environmental audit' Tovano B.V. is excluded from the scope due to data restrictions.

Environmental data

We are committed to being transparent about our climate footprint and environmental impact. We aim to ensure all information and data is relevant, consistent, accurate and complete, and that it provides an objective picture of the operations of the Group.

Most data is collected from primary sources and entered into reporting systems. Energy-related information is obtained from invoices or data from (service) providers.

Energy conversion factors used are:

- Natural gas: 35.17 MJ/Nm^3
- Electricity: 3.6 MJ/kWh
- Biomass: 4550 MJ/m^3
- Gasoline: 32.0 MJ/l
- Diesel: 36.0 MJ/l
- LPG: 27.0 MJ/l

Waste-related information is obtained from service providers or based on standardized assumptions.

We calculate our energy and climate footprint in accordance with the Greenhouse Gas (GHG) Protocol. This includes Scope 1 (direct emissions from owned or controlled sources by Acomo) and Scope 2 (market-based indirect emissions relating to purchased electricity, steam, heating and cooling consumed by Acomo). Scope 2 emissions is market-based, which means the purchase of renewable electricity certificates is taken into account.

In scope are the Acomo facilities and warehouses (including internal logistics and trucks). Acomo stand-alone offices (including cars) are excluded.

Greenhouse gas emission factors

We use emission factors from available primary sources such as the European Environment Agency (EEA) and U.S. Environmental Protection Agency (EPA). Factors from publicly available databases are integrated into our reporting system and are regularly updated.

Improving data quality and reporting methodologies

We regularly review and update our data collection methodologies and work to improve data accuracy. We restate data for previous years where changes in our methodology have a material impact on our reported data.

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National Archives

The National Archives in The Hague are the largest public archives in the Netherlands. With a history of its own that dates back to the early 1800s, the organization covers 1,000 years of Dutch history in 144 kilometres of documents, 1.2 petabytes of digital files, 15 million photographs, 300,000 maps and drawings, and more than 400 atlases and map books. It acts as the official archivist for the government of the Kingdom of the Netherlands and its predecessors, the Dutch Royal House and many other organizations and individuals of national importance.

The National Archives are expert advisers in information and records management, as well as leaders in the art of making history accessible to a broad and diverse audience. The organization develops popular exhibitions, supports education and opens its doors to scholars and journalists for historical research.

Exhibition 'Pioneers - Photography by women'

With more than 15 million photos from the past 175 years, the National Archives manage the largest photo collection in the Netherlands. Photos from the 19th century to the 1990s show that women were pioneers in photography in all times and genres. The exhibition features work by well-known and lesser-known photographers such as Emmy Andriesse, Eve Arnold, Eva Besnyö, Augusta Curiel, Gerda Taro and Alexine Tinne. The exhibition can be visited until 30 June 2024.

Captains of History

The National Archives receive additional support from many individuals and companies. Individuals can register as friends of the National Archives, while options for companies include the partner programme 'Captains of History'.
The Captains of History are a group of leading Dutch companies which, in addition to their corporate interests, have a keen eye for the historical role that their company has played in Dutch history. Acomo supports the National Archives in their mission to preserve the nation's cultural heritage for generations to come.

For more information about the National Archives and options to become a supporter, please visit www.nationaalarchief.nl/captains or contact genootschap@nationaalarchief.nl.

Images

Page 36
Bernhard Catz and his son Emile Catz at work in their offices in Groningen, The Netherlands, 1911.
National Archives, The Hague, The Netherlands
Photo collection Spaarnestad, Het Leven, photo no. SFA022807536

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Catz' newly completed processing facility 'de Eendracht' (Unity) in Groningen, 1925
National Archives, The Hague, The Netherlands
Photo collection Elsevier, 2.24.05.02, no. 027-1205

Correspondence with the N.V. Gebroeders Catz' Handelsvereeniging in Rotterdam regarding statistical data on the import and export of pepper, cloves, cinnamon, cassia, nutmeg and mace in the Netherlands, 1938
National Archives, The Hague, The Netherlands
Royal Tropical Institute Archives (2.20.69), inv. no. 5498

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nationaal archief

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Bridging your needs

The Acomo Group enhances access to plant-based and natural food ingredients and solutions through sustainable supply chains. Our companies source, trade, process, package, and distribute both conventional and organic products for the food and beverage industry in more than 100 countries across the world.

The activities of our operating companies cover five product segments: Spices and Nuts, Edible Seeds, Organic Ingredients, Tea, and Food Solutions. Each segment features Acomo companies in various stages of the value chain.

All companies within the Acomo Group strive to add value and to realize sustainable profits. We provide peace of mind to our wide and diverse customer base by bridging the needs of both customers and suppliers.

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