



International Woodland Company ApS

Scherfigsvej 10, st. th
2100 København Ø
CVR No. 15013176

Annual report 2023

The Annual General Meeting adopted the annual
report on 26.06.2024

Brooke Nicole Conley
Chairman of the General Meeting

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Entity details

Entity

International Woodland Company ApS
Scherfigsvej 10, st. th
2100 København Ø

Business Registration No.: 15013176
Date of foundation: 01.01.1991
Registered office: København
Financial year: 01.01.2023 - 31.12.2023

Executive Board

Otto Frederik Iuel Reventlow

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Statement by Management

The Executive Board has today considered and approved the annual report of International Woodland Company ApS for the financial year 01.01.2023 - 31.12.2023.

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

In my opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023.

I believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

I recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 26.06.2024

Executive Board

Otto Frederik Iuel Reventlow

Independent auditor's report

To the shareholders of International Woodland Company ApS

Opinion

We have audited the financial statements of International Woodland Company ApS for the financial year 01.01.2023 - 31.12.2023, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023 in accordance with the Danish Financial Statements Act.

Basis for opinion

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

Management's responsibilities for the financial statements

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

In preparing the financial statements, Management is responsible for assessing the Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on the management commentary

Management is responsible for the management commentary.

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

In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required by relevant law and regulations.

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements in the relevant law and regulations. We did not identify any material misstatement of the management commentary.

Copenhagen, 26.06.2024

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

Bill Haudal Pedersen

State Authorised Public Accountant

Identification No (MNE) mne30131

Rasmus Grynderup Kiær Steffensen

State Authorised Public Accountant

Identification No (MNE) mne44143

Management commentary

Primary activities

The company provides investment management services outside the scope of the AIFM Act and offers advisory services regarding international timberland investments and related investments (including agricultural investments and land related issues such as payment for ecosystem services and impact investments) to professional investors.

Development in activities and finances

Net loss after tax for the year amounts to a net loss of DKK 3.4 million compared to a net profit of DKK 7.4 million for 2022. Equity at year-end 2023 is DKK 17,8 million.

In September 2023 BNPPAM acquired a majority stake in IWC Holding A/S.

Outlook

The company will focus on increasing its client base through active marketing of its products and services especially in Europe.

The company result of 2024 will be influenced by investments in increased resources and staffing with the expectations of increased turnover in the coming years.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2023

| | Notes | 2023 DKK | 2022 DKK |
|--|-------|--------------------|-------------------|
| Revenue | | 32,659,600 | 39,746,306 |
| Other external expenses | | (11,908,226) | (8,994,200) |
| Gross profit/loss | | 20,751,374 | 30,752,106 |
| Staff costs | 1 | (24,731,903) | (22,979,322) |
| Depreciation, amortisation and impairment losses | 2 | (266,717) | (232,600) |
| Operating profit/loss | | (4,247,246) | 7,540,184 |
| Income from investments in group enterprises | | 216,719 | 44,951 |
| Other financial income | 3 | 724,256 | 1,888,739 |
| Other financial expenses | 4 | (38,868) | (217,402) |
| Profit/loss before tax | | (3,345,139) | 9,256,472 |
| Tax on profit/loss for the year | 5 | (61,462) | (1,849,317) |
| Profit/loss for the year | | (3,406,601) | 7,407,155 |
| Proposed distribution of profit and loss: | | | |
| Ordinary dividend for the financial year | | 372,427 | 1,320,548 |
| Extraordinary dividend distributed in the financial year | | 0 | 5,000,000 |
| Retained earnings | | (3,779,028) | 1,086,607 |
| Proposed distribution of profit and loss | | (3,406,601) | 7,407,155 |

Balance sheet at 31.12.2023

Assets

| | Notes | 2023 DKK | 2022 DKK |
|--|-------|-------------------|-------------------|
| Acquired intangible assets | | 187,983 | 265,696 |
| Intangible assets | 6 | 187,983 | 265,696 |
| Other fixtures and fittings, tools and equipment | | 398,428 | 412,809 |
| Property, plant and equipment | 7 | 398,428 | 412,809 |
| Investments in group enterprises | | 2,599,199 | 4,036,783 |
| Other investments | | 10,953,801 | 12,206,196 |
| Financial assets | 8 | 13,553,000 | 16,242,979 |
| Fixed assets | | 14,139,411 | 16,921,484 |
| Trade receivables | | 6,969,063 | 10,085,217 |
| Receivables from group enterprises | | 64,885 | 180,863 |
| Deferred tax | | 103,085 | 231,878 |
| Other receivables | | 6,215,047 | 7,011,210 |
| Prepayments | | 1,207,591 | 630,218 |
| Receivables | | 14,559,671 | 18,139,386 |
| Other investments | | 0 | 2,333,892 |
| Other investments | | 0 | 2,333,892 |
| Cash | | 2,967,365 | 2,376,983 |
| Current assets | | 17,527,036 | 22,850,261 |
| Assets | | 31,666,447 | 39,771,745 |

Equity and liabilities

| | Notes | 2023 DKK | 2022 DKK |
|--|-------|-------------------|-------------------|
| Contributed capital | | 1,004,000 | 1,003,000 |
| Reserve for net revaluation according to the equity method | | 0 | 644,930 |
| Retained earnings | | 16,504,870 | 19,756,224 |
| Proposed extraordinary dividend | | 0 | 3,562,450 |
| Proposed dividend | | 372,427 | 1,320,548 |
| Equity | | 17,881,297 | 26,287,152 |
| Other provisions | | 2,056,269 | 1,971,345 |
| Provisions | | 2,056,269 | 1,971,345 |
| Income tax payable | | 0 | 1,400,108 |
| Non-current liabilities other than provisions | | 0 | 1,400,108 |
| Trade payables | | 829,427 | 497,220 |
| Payables to group enterprises | | 7,764,633 | 6,625,834 |
| Other payables | | 3,134,821 | 2,990,086 |
| Current liabilities other than provisions | | 11,728,881 | 10,113,140 |
| Liabilities other than provisions | | 11,728,881 | 11,513,248 |
| Equity and liabilities | | 31,666,447 | 39,771,745 |

Contingent liabilities

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Statement of changes in equity for 2023

| | Contributed capital DKK | Reserve for net revaluation according to the equity method DKK | Retained earnings DKK | Proposed extraordinary dividend DKK | Proposed dividend DKK |
|-----------------------------|----------------------------|---|--------------------------|--|--------------------------|
| Equity beginning of year | 1,003,000 | 644,930 | 19,756,224 | 3,562,450 | 1,320,548 |
| Increase of capital | 1,000 | 0 | 0 | 0 | 0 |
| Ordinary dividend paid | 0 | 0 | 0 | 0 | (1,320,548) |
| Extraordinary dividend paid | 0 | 0 | 0 | (3,562,450) | 0 |
| Dissolution of revaluations | 0 | (644,930) | 644,930 | 0 | 0 |
| Value adjustments | 0 | 0 | (117,256) | 0 | 0 |
| Profit/loss for the year | 0 | 0 | (3,779,028) | 0 | 372,427 |
| Equity end of year | 1,004,000 | 0 | 16,504,870 | 0 | 372,427 |

| | Total DKK |
|-----------------------------|-------------------|
| Equity beginning of year | 26,287,152 |
| Increase of capital | 1,000 |
| Ordinary dividend paid | (1,320,548) |
| Extraordinary dividend paid | (3,562,450) |
| Dissolution of revaluations | 0 |
| Value adjustments | (117,256) |
| Profit/loss for the year | (3,406,601) |
| Equity end of year | 17,881,297 |

Exchange rate adjustments include adjustments related to fully owned group enterprises measured at equity method. The adjustments are recognised directly in equity.

Value adjustments include adjustments related to fully owned group enterprises and comprise receivables adjusted directly in equity.

Notes

1 Staff costs

| | 2023 | 2022 |
|---------------------------------------|-------------------|-------------------|
| | DKK | DKK |
| Wages and salaries | 23,463,410 | 21,887,821 |
| Pension costs | 1,108,931 | 935,359 |
| Other social security costs | 159,562 | 156,142 |
| | 24,731,903 | 22,979,322 |
| Average number of full-time employees | 27 | 25 |

2 Depreciation, amortisation and impairment losses

| | 2023 | 2022 |
|---|----------------|----------------|
| | DKK | DKK |
| Amortisation of intangible assets | 82,705 | 107,683 |
| Depreciation of property, plant and equipment | 184,012 | 124,917 |
| | 266,717 | 232,600 |

3 Other financial income

| | 2023 | 2022 |
|------------------------|----------------|------------------|
| | DKK | DKK |
| Other interest income | 120,846 | 209,147 |
| Other financial income | 603,410 | 1,679,592 |
| | 724,256 | 1,888,739 |

4 Other financial expenses

| | 2023 | 2022 |
|---------------------------|---------------|----------------|
| | DKK | DKK |
| Other interest expenses | (48,937) | 157,912 |
| Exchange rate adjustments | 87,805 | (804) |
| Other financial expenses | 0 | 60,294 |
| | 38,868 | 217,402 |

5 Tax on profit/loss for the year

| | 2023 | 2022 |
|--------------------------------------|---------------|------------------|
| | DKK | DKK |
| Current tax | 0 | 1,400,108 |
| Change in deferred tax | 128,793 | 449,209 |
| Adjustment concerning previous years | (67,331) | 0 |
| | 61,462 | 1,849,317 |

6 Intangible assets

| | Acquired intangible assets DKK |
|---|---|
| Cost beginning of year | 3,258,182 |
| Additions | 4,992 |
| Cost end of year | 3,263,174 |
| Amortisation and impairment losses beginning of year | (2,992,486) |
| Amortisation for the year | (82,705) |
| Amortisation and impairment losses end of year | (3,075,191) |
| Carrying amount end of year | 187,983 |

7 Property, plant and equipment

| | Other fixtures and fittings, tools and equipment DKK |
|---|---|
| Cost beginning of year | 3,271,851 |
| Additions | 169,632 |
| Cost end of year | 3,441,483 |
| Depreciation and impairment losses beginning of year | (2,859,042) |
| Depreciation for the year | (184,013) |
| Depreciation and impairment losses end of year | (3,043,055) |
| Carrying amount end of year | 398,428 |

8 Financial assets

| | Investments in group enterprises DKK | Other investments DKK |
|--------------------------------------|---|--------------------------------------|
| Cost beginning of year | 3,354,968 | 15,237,332 |
| Transfers | 102,105 | 0 |
| Additions | 0 | 136,184 |
| Disposals | (340,920) | 0 |
| Cost end of year | 3,116,153 | 15,373,516 |
| Revaluations beginning of year | 681,815 | 0 |
| Disposals on divestments etc. | 91,326 | 0 |
| Exchange rate adjustments | (117,256) | 0 |
| Transfers | (102,092) | 0 |
| Share of profit/loss for the year | 295,179 | 0 |
| Dividend | (1,365,926) | 0 |
| Revaluations end of year | (516,954) | 0 |
| Impairment losses beginning of year | 0 | (3,031,136) |
| Exchange rate adjustments | 0 | (463,111) |
| Impairment losses for the year | 0 | 1,082,196 |
| Other adjustments | 0 | (2,007,664) |
| Impairment losses end of year | 0 | (4,419,715) |
| Carrying amount end of year | 2,599,199 | 10,953,801 |

Investments in group enterprises and Other investments consist of shares in subsidiaries and funds under management that are valued on the basis of fair value calculated on the basis of the net asset value per share and the number of shares in the company.

Management makes an independent assessment of the rates used and verifies coherence to completed transactions and published accounts.

9 Contingent liabilities

The Company is joint and unlimited liable as a general partner in the company IWC Timberland Partners I K/S. As of 31 December 2023 the Company has paid USD 1,710,184 with an obligation to pay USD 38,952 more in the coming years.

The Company is joint and unlimited liable as a general partner in the company IWC Timberland Partners II K/S. As of 31 December 2023 the Company has paid USD 630,506 with an obligation to pay USD 127,070 more in the coming years.

The Company is joint and unlimited liable as a general partner in the company IWC Evergreen Timberland Partners III K/S. As of 31 December 2023 the Company has paid USD 216,000 with an obligation to pay USD 6,222 more in the coming years.

The Company participates in a Danish joint taxation arrangement in which BNPP Factor serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable from 1 July 2012 to 14 September 2023 with International Woodland Company Holding A/S and from 15 September 2023 with BNPP Factor for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed companies.

The Company is jointly registered for VAT with a subsidiary company. The companies are jointly and severally liable for the VAT liability.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Material errors in previous years

Upon examination of the 2023 financial statements, management has identified a misstatement in the 2022 financial statements resulting from the incorrect recording of dividend payments in other debt. The error has been corrected retrospectively, and adjustments to comparative figures in the financial statements have been made.

The correction of the misstatement decreases equity as of December 31, 2022, by DKK 1,438 thousand and increases the book value of other debt by a corresponding amount. Furthermore, a proposed extraordinary dividend of DKK 3,562 million was not shown last year. The amount has been corrected in the equity statement.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, realised and unrealised gain on securities and foreign currency transactions, tax relief under the Danish Tax Prepayment Scheme etc. and income from Other investments comprising the prorata share of the individual investments profit/loss.

Other financial expenses

Other financial comprises interest expenses, including interest expenses on payable from group enterprises, realized and unrealized gain on securities and foreign currency transactions, and tax relief under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with all Danish subsidiaries. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet**Intellectual property rights etc.**

Intellectual property rights etc comprise the amortisation of software.

Intangible assets are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets.

Software 6 years

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

| | Useful life |
|--|--------------------|
| Other fixtures and fittings, tools and equipment | 5 years |
| Hardware | 3-6 years |

Minor consumables according to the current rate are expensed in the year of acquisition.

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus or minus unamortised positive, or negative, goodwill and minus or plus unrealised intra-group profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down by the Parent's share of such negative equity value if it is deemed irrecoverable. If the negative equity value exceeds the amount receivable, the remaining amount is recognised under provisions if the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to Reserve for net revaluation according to the equity method under equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

Other investments

Other investments comprise unlisted equity investments measured at fair value at the balance sheet date.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Other investments

Securities recognised under current assets comprise listed securities measured at fair value (market price) at the balance sheet date.

Cash

Cash comprises bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

Other provisions

Other provisions comprise anticipated costs of provisions for outstanding holiday pay

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

Once it is probable that total costs will exceed total income from a contract in progress, provision is made for the total loss estimated to result from the relevant contract.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Tax receivable or payable

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

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“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Otto Frederik Iuel Reventlow

Adm. direktør

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Bill Haudal Pedersen

Revisor

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Brooke Nicole Conley

Dirigent

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