
WIREFREE SERVICES DENMARK A/S

c/o Regus Business Centre, Strandvejen 60, DK-2900 Hellerup

Annual Report for 2023

CVR No. 20 67 33 46

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 31/5 2024

Shaina Jabbar
Chairman of the
general meeting

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Management's statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of WIREFREE SERVICES DENMARK A/S for the financial year 1 January - 31 December 2023.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Hellerup, 31 May 2024

Executive Board

Johan Frans Clementine Van den
Crujje
CEO

Board of Directors

Gitte Lund Henriksen
Chairman

Johan Frans Clementine Van den Mikkel Bækgaard Nissen
Crujje

Independent Auditor's report

To the shareholder of WIREFREE SERVICES DENMARK A/S

Opinion

We have audited the Financial Statements of WIREFREE SERVICES DENMARK A/S for the financial year 1 January - 31 December 2023, which comprise 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 financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 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 the 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 our report. We are independent of the Company 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 Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company 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 Company's internal control.

Independent Auditor's report

- 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 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. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, 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 Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, 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 Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Copenhagen, 31 May 2024

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No 33 96 35 56

Jens Sejer Pedersen

State Authorised Public Accountant

mne14986

Company information

The Company	WIREFREE SERVICES DENMARK A/S c/o Regus Business Centre Strandvejen 60 DK-2900 Hellerup CVR No: 20 67 33 46 Financial period: 1 January - 31 December Financial year: 27th financial year Municipality of reg. office: Hellerup
Board of Directors	Gitte Lund Henriksen, chairman Johan Frans Clementine Van den Cruijce Mikkel Bækgaard Nissen
Executive Board	Johan Frans Clementine Van den Cruijce
Auditors	Deloitte Statsautoriseret Revisionspartnerselskab Weidekampsgade 6 DK-2300 København S

Management's review

Key activities

The Company's core activity is to act as a holding Company in the Orange S.A. group. The Company also acts as tax management company for the Danish joint taxation.

Development in the year

The Company closes its financial year with a profit of EUR 333,398 against an accounting loss in 2022 of EUR 171,937. The profit is explained by the interest received (EUR 429,375 in 2023) on the current account with Orange SA due to the positive interest rate in 2023.

There is a minor decrease of the general administrative expenses from EUR 130,209 in 2022 to EUR 118,643 in 2023. There has been no additional accrual of the legal expenses relating to the claim which was initiated by Altice, the purchaser of Orange Dominicana in 2018. In 2022, a letter has been received from Altice claiming an additional amount of USD 500,000 which the Company contested. No response has been received from Altice since October 2022. The situation remained hence unchanged in 2023.

Due to the entrance of Orange Cyberdefense Denmark in the tax consolidation, the Company had to adjust the tax declarations for the years 2019 and 2020, resulting in a positive income tax expense of EUR 25,572.

Capital resources

The Company doesn't have any financing needs. The excess cash is put in a cashpool arrangement with Orange S.A.

Uncertainty relating to recognition and measurement

As a holding company, the results of the Company mainly depends on the return from the companies in which it has an interest.

Subsequent events

No events have taken place after the balance sheet date, which could materially affect the assessment of the Annual Report. (Management is of the opinion that the current war in Ukraine has no effect on the Annual Report.)

Income statement 1 January - 31 December

	Note	2023	2022
		EUR	EUR
Gross profit/loss		0	0
Administrative expenses		-118,643	-130,209
Profit/loss before financial income and expenses		-118,643	-130,209
Financial income	1	433,123	48,771
Financial expenses	2	-6,654	-41,416
Profit/loss before tax		307,826	-122,854
Tax on profit/loss for the year	3	25,572	-49,083
Net profit/loss for the year		333,398	-171,937
 Distribution of profit			
		2023	2022
		EUR	EUR
Proposed distribution of profit			
Retained earnings		333,398	-171,937
		333,398	-171,937

Balance sheet 31 December

Assets

	Note	2023	2022
		EUR	EUR
Investments in subsidiaries	4	1	1
Deposits		411	212
Fixed asset investments		412	213
Fixed assets		412	213
Receivables from group enterprises		12,905,957	12,547,720
Corporation tax		74,334	32,273
Prepayments		288	240
Receivables		12,980,579	12,580,233
Cash at bank and in hand		34,865	14,161
Current assets		13,015,444	12,594,394
Assets		13,015,856	12,594,607

Balance sheet 31 December

Liabilities and equity

	Note	2023	2022
		EUR	EUR
Share capital	5	68,000	68,000
Retained earnings		12,061,060	11,727,662
Equity		12,129,060	11,795,662
Other provisions	6	773,739	704,734
Provisions		773,739	704,734
Trade payables		113,057	94,211
Short-term debt		113,057	94,211
Debt		113,057	94,211
Liabilities and equity		13,015,856	12,594,607
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Statement of changes in equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
	EUR	EUR	EUR
Equity at 1 January	68,000	11,727,662	11,795,662
Net profit/loss for the year	0	333,398	333,398
Equity at 31 December	68,000	12,061,060	12,129,060

Notes to the Financial Statements

	<u>2023</u>	<u>2022</u>
	EUR	EUR
1. Financial income		
Interest received from group enterprises	429,375	46,787
Other financial income	151	0
Exchange gains	3,597	1,984
	<u>433,123</u>	<u>48,771</u>
	<u>2023</u>	<u>2022</u>
	EUR	EUR
2. Financial expenses		
Interest paid to group enterprises	0	35,039
Other financial expenses	4,701	4,405
Exchange loss	1,953	1,972
	<u>6,654</u>	<u>41,416</u>
	<u>2023</u>	<u>2022</u>
	EUR	EUR
3. Income tax expense		
Adjustment of tax concerning previous years	-25,572	49,083
	<u>-25,572</u>	<u>49,083</u>

Notes to the Financial Statements

	<u>2023</u>	<u>2022</u>
	EUR	EUR
4. Investments in subsidiaries		
Cost at 1 January	1	1
Cost at 31 December	<u>1</u>	<u>1</u>
Carrying amount at 31 December	<u>1</u>	<u>1</u>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Owner-ship	Equity	Net profit/loss for the year
EGN B.V.	Holland	TEUR 45	100%	-194,613	21,556

The latest published annual report for EGN B.V. is for the financial year 2022.

5. Share capital

The share capital consists of 68,000 shares of a nominal value of EUR 1. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

	<u>2023</u>	<u>2022</u>
	EUR	EUR
6. Other provisions		
A provision has been made related to the ongoing tax appeal against the decision of the Danish Tax authorities to make an adjustment on the taxable base of DKK 9,749,1435 for the accounting year 2010-2014. The provision covers the corresponding tax plus surcharge and interests.		
Other provisions	773,739	704,734
	<u>773,739</u>	<u>704,734</u>

The provisions are expected to mature as follows:

Provisions falling due after 5 years	0	0
	<u>0</u>	<u>0</u>

Notes to the Financial Statements

7. Contingent assets, liabilities and other financial obligations

Other contingent liabilities

The Company participates in a Danish joint taxation arrangement with Orange S.A. additional Danish subsidiary with Wirefree Service Denmark A/S serving 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 for obligations, if any, relating to withholding tax on interest, royalties and dividend for the jointly taxed companies and from 1 January 2013 for income taxes for the jointly taxed companies.

The general warranties granted to Altice Bahamas SARL (for a total amount of 142,147 kUSD) relating to the sale of Orange Dominicana S.A in 2014 have expired. However, under certain conditions, a specific warranty could remain for a maximum amount of 12.6 mUSD regarding a list of litigation cases of Orange Dominicana S.A. that were already pending at the time of the sale. In this respect, a claim of Altice (for an amount of 365 kUSD) has been received in 2018 but has been challenged by Wirefree Services Denmark A/S. There has been no further steps taken by Altice regarding this claim in the last three (3) years. Another claim of Altice (for an amount of 500 kUSD) has been received in 2022 and has also been challenged by Wirefree Services Denmark A/S. There were no further developments in 2023.

The Company has initiated on 6 July 2016 an appeal against the decision of the Danish Tax authorities to make an adjustment on the taxable base of DKK 27,779,135 for the accounting year 2010-2014. On 21 March 2024 Wirefree Services Denmark has received the formal confirmation that the tax authorities in connection with the implementation of the outcome of the Mutual Agreement Procedure (MAP) between the tax authorities in Denmark and the Netherlands has reduced the taxable base adjustment by an amount of DKK 18,029,700. The remaining amount for the appeal is DKK 9.749.435. As the company doesn't know the outcome of the appeal, the corresponding tax plus surcharge and interests is provided for in the balance sheet of the company as of 31 December, 2023.

8. Related parties and disclosure of consolidated financial statements

Consolidated Financial Statements

The Company is included in the Group Annual Report of the Parent Company of the largest and smallest group:

Name	Place of registered office
Orange S.A	Paris, France

Controlling interest

Ultimate Parent

Orange S.A.

111, Quai du Président Roosevelt, 92130 Issy-lesMoulineaux, France

Parent company

Atlas Services Belgium S.A.

Avenue du Bourget 3, B-1140 Bruxelles, Belgien/Belgium

Notes to the Financial Statements

9. Accounting policies

The Annual Report of WIREFREE SERVICES DENMARK A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2023 are presented in EUR.

Consolidated financial statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements for 2023 of Orange S.A, the Company has not prepared consolidated financial statements.

Recognition and measurement

The Financial Statements have been prepared under the historical cost method.

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Translation policies

Euro is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Notes to the Financial Statements

Income statement

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of .

Administrative expenses

Administrative expenses comprise general corporate expenses.

Income from investments in subsidiaries

Dividends from subsidiaries are recognised as income in the income statement when adopted at the General Meeting of the subsidiary. However, dividends relating to earnings in the subsidiary before it was acquired by the Parent Company are set off against the cost of the subsidiary.

Financial income and expenses

Financial income and expenses comprise interest and realised and unrealised exchange adjustments.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with the other Danish enterprises in the Orange group, with Wirefree Service Denmark A/S as the administrative company. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

Balance sheet

Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, writedown is made to this lower value.

Other fixed asset investments

Other fixed asset investments consist of deposits.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Provisions

Provisions are recognised when - in consequence of an event occurred before or on the balance sheet date - the Company has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

Notes to the Financial Statements

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial liabilities

Debts are measured at amortised cost, substantially corresponding to nominal value.