

**ANNUAL REPORT**

**1 JANUARY - 31 DECEMBER 2022**

**MOGENS JEPSEN HOLDING APS**

**Schimmelmansvej 3**

**2930 Klampenborg**

**CENTRAL BUSINESS REGISTRATION no. 27 52 45 40**

Adopted at the Company's  
Annual General Meeting,  
on 25/4 2023

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Mogens Jepsen  
Chairman

## CONTENTS

	Page
<b>Management's review etc.</b>	
Company details	1
Management's review	2
<b>Statement and report</b>	
Statement by Management on the annual report	3
Independent auditor's report	4-6
<b>Financial statements</b>	
Summary of significant accounting policies	7-11
Income statement 1 January - 31 December 2022	12
Balance sheet at 31 December 2022	13-14
Statement of changes in equity 31 December 2022	15
Notes	16-19

**Company**

Mogens Jepsen Holding ApS  
Schimmelmansvej 3  
2930 Klampenborg

Central Business Registration no. 27 52 45 40

Registered in: København

**Board of Executives**

Mogens Jepsen  
Rikke Bundgaard Jepsen

**Company auditors**

**inforevision**  
statsautoriseret revisionsaktieselskab  
Buddingevej 312  
2860 Søborg  
Central business registration no. 19263096

Michael Dam-Johansen, State Authorized Public Accountant  
Shpend Rasimi, State Authorized Public Accountant

**Primary activities**

The company's main activity is to own shares in other companies.

**Development in the Company's activities and finances**

The gross profit for the year totals DKK 3.100.308 against DKK 2.414.098 last year.

Management considers the development to be satisfactory.

For further outlook on Molo's management commentary we refer to the annual report 2022 for the subsidiary Molo A/S.

**Outlook**

A positive development is expected in the next financial year on the basis of the prepared budgets in the subsidiary and expectations of an increased level of activity.

The Board of Executives have today discussed and approved the annual report for the the financial year 1 January - 31 December 2022 of Mogens Jepsen Holding ApS.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion the financial statements give a true and fair view of the Company's financial position at 31 December 2022 and of the result of the Company's operation and cash flow for the financial year 1 January - 31 December 2022.

In our opinion the management's review includes a fair review about the matters the review deals with.

We recommend that the Annual Report be approved at the annual general meeting.

Klampenborg, 25th April 2023

**Board of Executives**

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Mogens Jepsen  
CEO

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Rikke Bundgaard Jepsen  
CEO

## To the shareholders of Mogens Jepsen Holding ApS

### Report on the Financial Statement

#### Opinion

We have audited the financial statements of Mogens Jepsen Holding ApS for the financial year 1 January to 31 December 2022, which comprise the accounting policies applied, the income statement, the balance sheet, statement of changes in equity and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion the financial statement give a true and fair view of the Company's financial position at 31 December 2022, and of the result of the Company's operations for the financial year 1 January to 31 December 2022 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 responsibility 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 responsibility 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 Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.

\* 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 the 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, we conclude that Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not identify any material misstatement of Management's Review.

Søborg, 25th April 2023

### **inforevision**

statsautoriseret revisionsaktieselskab  
(cvr 19263096)

Michael Dam-Johansen  
State Authorized Public Accountant  
mne36161

Shpend Rasimi  
State Authorized Public Accountant  
mne47779



The annual report has been prepared in accordance with Danish financial statements legislation as well as generally accepted accounting principles.

The annual report has been prepared in accordance with the Accounting Act's reporting requirements for class B companies, with the option of individual provisions from Accounting Act's reporting requirements class C.

The accounting policies have not been changed from last year.

## RECOGNITION AND MEASUREMENT

The financial statements have been prepared based on historical cost.

The income is recognised in the income statement as earned. Further to this, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Furthermore, all costs incurred to earn the profit or loss for year have been recognised in the income statement, including amortisation, depreciation, write-down and provisions as well as reversals as a consequence of changed accounting estimates of amounts previously recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow into 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.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described below for each financial statement item.

Certain financial assets and liabilities are measured at amortised cost, by which a constant redemption yield is recognised over the term. Amortised cost is calculated as original cost less instalments and addition/deduction of the accumulated amortisation of the difference between cost and the nominal amount. Thereby, capital and exchange losses or gains are allocated over the term.

On recognition and measurement, anticipated losses and risks that appear before presentation of the annual report and which confirm or invalidate affairs or conditions existing at the balance sheet date are considered.

The functional currency is Danish kroner, DKK. All other currencies are considered foreign currencies.

## FOREIGN CURRENCY TRANSLATION

During the year, transactions in foreign currencies have been translated applying the exchange rate at the transaction date. If currency positions are considered hedge of future cash flows, the value adjustments are recognised directly in equity.

Receivables and debt denominated in foreign currencies have been recognised at the exchange rate of the balance sheet date.

Realised and unrealised exchange gains and losses have been recognised in the income statement under other financial income and expenses.

**INCOME STATEMENT**

The income statement has been classified by nature.

**Gross loss**

The Company has aggregated the items "revenue", "other operating income" and as well as "external expenses".

**External expenses**

External expenses comprise administrative expenses.

**Staff costs**

Staff costs include wages and salaries including holiday pay and pensions and other social security costs etc. To the Company's employees. Staff costs are reduced with payments received from public authorities.

**Income from investments in group enterprises**

Income from investments in group enterprises comprises the pro rata share of the group enterprises operating profit/loss adjusted for internal profits and losses less annual amortisation of goodwill on consolidation.

**Other financial expenses**

Financial expenses is recognised with amounts concerning the financial year.

**Tax on profit or loss for the year income taxes**

Tax on profit or loss for the year represents 22% of the book profit or loss adjusted for non-taxable and non-deductible items.

Tax on profit or loss for the year consists of the anticipated tax portion of the taxable income for the year adjusted for the changes for the year in deferred tax. Changes in deferred taxes due to adjustments of tax rates is recognised in the income statement.

Corporation tax relating to the financial year which has not been settled at the balance sheet date is to be classified as corporation tax in receivables or liabilities other than provisions.

Joint tax contributions between the jointly taxed companies which have not been settled at the balance sheet date are classified as joint tax contributions in receivables or liabilities.

The Company is subject to the Danish Tax Prepayment Scheme. Interest reimbursement and interest surcharge have been recognised in financial income and expenses.

**BALANCE SHEET**

The balance sheet has been presented in account form.

**ASSETS****Intangible assets**

Intangible assets are measured at cost less accumulate amortisation.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation.

Assets are amortised on a straight-line basis over their estimated useful lives:

Goodwill	10 years
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As the intangible assets are not being traded in an active and effective market, no residual values after end of use are included when determining the depreciation period.

The depreciation period for goodwill is determined as an overall assessment of the acquired company's market position, earnings profile and expectations of customers loyalty.

Profit/loss on sale has been included in the income statement under other operating income and other operating expenses.

**Impairment of intangible assets**

The carrying amount of intangible assets is reviewed annually for indication of impairment for loss, apart from what is expressed by usual amortisation and depreciation. If this applies, impairment for loss is made of each asset or group of assets, respectively, to lower recoverable amount.

As recoverable amount, the higher of expected net selling price and net present value is applied. The net present value is calculated as the present value of the anticipated cash flows from the use of the asset or the group of assets.

Impairment for loss for the year is recognised in the income statement as amortisation, depreciation and impairment for loss of property, plant and equipment and intangible assets.

**Investments in group enterprises**

Investments in group enterprises have been recognised according to the equity method, so that the investment is measured at the pro rata share of the group enterprises' net asset value adjusted for internal dividends and gains.

Distributable reserves in group enterprises which are distributed as dividends to the parent at the balance sheet date are included in the value of investments.

Group enterprises with negative net asset values are measured at zero, and any receivable from such enterprises is written down by the Parent's share of the negative net asset value to the extent deemed irrecoverable. If the negative net asset value exceeds the amount receivable, the remaining amount is recognised in provisions to the extent the Parent has a legal or constructive obligation to cover the relevant enterprise's liabilities.

Acquisition of group enterprises are recognized at cost. The difference between the cost price and the net asset value of the acquired company, which appears at the time of establishing the consolidation, is as far as possible allocated to the assets and liabilities whose value is higher or lower than the carrying amount. A remaining positive difference is treated as goodwill and included in the value of investments, which is amortized in the income statement over 5 years. The depreciation period is based on an assessment of the market position, earnings profile, and expectations of customers loyalty, which within reasonable limits is based on historical data/registrations. A negative difference, reflecting an expected cost or an unfavourable development, are recognized as income in the income statement in the year of acquisition.

The total net revaluation of investments in group enterprises is allocated via the profit distribution to "reserve for net revaluation according to the equity method" under equity. The reserve is reduced by dividend distributions to the Parent and is adjusted by changes in equity in the group enterprises.

**Receivables**

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down for bad debt according to an individual assessment.

**EQUITY AND LIABILITIES****Equity**

Management's proposed dividends for the financial year is disclosed as a separate item in equity.

**Provision for deferred tax**

Deferred tax is measured according to the liability method. Provision has been made for deferred tax by 22 % on all temporary differences between carrying amount and tax-based value of assets and liabilities.

Deferred tax is also measured with respect of the planned use of the asset and the settlement of the liability. The tax value of the tax losses to be carried forward are included in the calculation of deferred taxes if it is probable that the losses can be used.

The tax-based values of tax losses carried forward are included in the statement of deferred tax if it is probable that the losses can be utilised.

**Financial liabilities**

Liabilities other than provisions have been measured at amortised cost which corresponds to nominal value.

**CONSOLIDATED FINANCIAL STATEMENTS**

Consolidated financial statements are not prepared according to the Danish Financial Statement Act art. 110.

**INCOME STATEMENT**  
**1 JANUARY - 31 DECEMBER 2022**

**12**

<u>Note</u>	<u>2022</u>	<u>2021</u>
GROSS PROFIT/LOSS	3.100.308	2.414.098
1 Staff costs	<u>-1.987.355</u>	<u>-2.033.022</u>
PROFIT/LOSS BEFORE DEPRECIATION, INTEREST AND TAX	1.112.953	381.076
4 Amortasation, depreciation and impairment for loss of intangible and tangible fixed assets	-1.223.353	-1.223.355
Other operating expenses	<u>0</u>	<u>-11</u>
OPERATING PROFIT/LOSS	-110.400	-842.290
5 Income from investments in group enterprises	2.620.942	3.447.923
2 Other financial expenses	<u>-2.843</u>	<u>-759.606</u>
PROFIT/LOSS BEFORE TAX	2.507.699	1.846.027
3 Tax on profit/loss for the year	<u>24.913</u>	<u>322.356</u>
PROFIT/LOSS FOR THE YEAR	<u><u>2.532.612</u></u>	<u><u>2.168.382</u></u>
<b>DISTRIBUTION OF PROFIT/LOSS</b>		
Reserve for net revaluation according to equity method	2.620.942	3.447.923
Retained earnings	<u>-88.330</u>	<u>-1.279.540</u>
PROFIT/LOSS FOR THE YEAR	<u><u>2.532.612</u></u>	<u><u>2.168.382</u></u>

Penneo dokumentnøgle: X8EZE-XL2K1-PWEL-J-HOHLW-ETHC7-H8H3B

## ASSETS

<u>Note</u>		<u>31/12 2022</u>	<u>31/12 2021</u>
4	Goodwill	<u>5.616.644</u>	<u>6.839.997</u>
	INTANGIBLE ASSETS	<u>5.616.644</u>	<u>6.839.997</u>
5	Investments in group enterprises	<u>67.611.809</u>	<u>61.870.951</u>
	FIXED ASSET INVESTMENTS	<u>67.611.809</u>	<u>61.870.951</u>
	FIXED ASSETS	<u>73.228.453</u>	<u>68.710.948</u>
	Receivables from group enterprises	0	108.163
	Other receivables	5.000	4.797
	Joint tax contribution receivables	<u>462.798</u>	<u>1.183.687</u>
	RECEIVABLES	<u>467.798</u>	<u>1.296.647</u>
	CASH	<u>280.663</u>	<u>1.249.960</u>
	CURRENT ASSETS	<u>748.461</u>	<u>2.546.607</u>
	TOTAL ASSETS	<u><u>73.976.914</u></u>	<u><u>71.257.555</u></u>

## EQUITY AND LIABILITIES

Note	31/12 2022	31/12 2021
Share capital	125.000	125.000
Reserve for net revaluation according to the the equity method	60.746.476	55.005.618
Retained earnings	-5.899.574	-5.811.244
<b>EQUITY</b>	<b>54.971.902</b>	<b>49.319.374</b>
Provision for deferred tax	701.216	263.331
<b>PROVISIONS</b>	<b>701.216</b>	<b>263.331</b>
Other credit institutions	0	166.120
Trade payables	33.970	46.719
Payables to group enterprises	17.468.121	20.577.508
Other payables	801.705	884.503
<b>SHORT-TERM LIABILITIES OTHER THAN PROVISIONS</b>	<b>18.303.796</b>	<b>21.674.850</b>
<b>LIABILITIES OTHER THAN PROVISIONS</b>	<b>18.303.796</b>	<b>21.674.850</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>73.976.914</b>	<b>71.257.555</b>

7 Contingent liabilities

8 Consolidated financial statements



	Share capital	Net revaluation acc. to the equity method	Retained earnings	Proposed dividends	TOTAL
Equity at 1/1 2021	125.000	49.798.332	-4.531.704	0	45.391.628
Transferred from distribution of profit/loss	0	3.447.923	-1.279.540	0	2.168.382
Changes in equity in group enterprises	0	1.759.364	0	0	1.759.364
Equity at 1/1 2022	125.000	55.005.618	-5.811.244	0	49.319.374
Transferred from distribution of profit/loss	0	2.620.942	-88.330	0	2.532.612
Changes in equity in group enterprises	0	3.119.916	0	0	3.119.916
Equity at 31/12 2022	<u>125.000</u>	<u>60.746.476</u>	<u>-5.899.574</u>	<u>0</u>	<u>54.971.902</u>

1	Staff costs	2022	2021
	Wages and salaries	1.974.959	2.022.800
	Other social security costs	12.396	10.222
	TOTAL	1.987.355	2.033.022

The average number of full-time employees has represented 2 in this financial year against 2 in the previous financial year.

2	Other financial expenses	2022	2021
	Other financial expenses	2.843	759.616
	TOTAL INTEREST EXPENSES	2.843	759.616

3	Corporation tax and deferred tax			2021
	Income taxes	Deferred tax	Acc. to the inc. statement	
	Payable at 1/1 2022	263.331	0	0
	Paid re. previous years	0	0	0
	Tax on profit/loss for the year	437.885	-24.913	-322.356
	PAYABLE AT 31/12 2022	701.216		
	TAX ON PROFIT/LOSS FOR THE YEAR		-24.913	-322.356

4 List of fixed assets, amortisation and impairment, intangible assets

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	<u>Goodwill</u>	<u>Total</u>	<u>31/12 2021</u>
Cost at 1/1 2022	12.602.540	12.602.540	12.602.575
Disposals for the year	<u>0</u>	<u>0</u>	<u>-35</u>
<b>COST AT 31/12 2022</b>	<u>12.602.540</u>	<u>12.602.540</u>	<u>12.602.540</u>
Amortisation and impairment at 1/1 2022	5.762.543	5.762.543	4.539.212
Amortisation for the year	1.223.353	1.223.353	1.223.355
Amortisation and impairment, disposals for the year	<u>0</u>	<u>0</u>	<u>-24</u>
<b>AMORTISATION AND IMPAIRMENT AT 31/12 2022</b>	<u>6.985.896</u>	<u>6.985.896</u>	<u>5.762.543</u>
<b>CARRYING AMOUNT AT 31/12 2022</b>	<u><u>5.616.644</u></u>	<u><u>5.616.644</u></u>	<u><u>6.839.997</u></u>

5 List of fixed assets, amortisation and depreciation,  
fixed asset investments

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	Equity investment in group enterprises	Total	31/12 2021
Cost 1/1 2022	<u>6.865.332</u>	<u>6.865.332</u>	<u>6.865.332</u>
COST AT 31/12 2022	<u>6.865.332</u>	<u>6.865.332</u>	<u>6.865.332</u>
Revaluation at 1/1 2022	56.047.874	56.047.874	50.840.588
Revaluation for the year	2.620.942	2.620.942	3.447.923
Equity adjustments	<u>3.119.916</u>	<u>3.119.916</u>	<u>1.759.364</u>
REVALUATION AT 31/12 2022	<u>61.788.732</u>	<u>61.788.732</u>	<u>56.047.874</u>
Amortisations and impairment at 1/1 2022	<u>1.042.255</u>	<u>1.042.255</u>	<u>1.042.255</u>
AMORTISATIONS AND IMPAIRMENT AT 31/12 2022	<u>1.042.255</u>	<u>1.042.255</u>	<u>1.042.255</u>
CARRYING AMOUNT AT 31/12 2022	<u><u>67.611.809</u></u>	<u><u>67.611.809</u></u>	<u><u>61.870.951</u></u>

## 6 Equity investments

The Company's group investments comprise the following:

	<u>Ownership share</u>	<u>Contributed capital</u>	<u>Profit or loss for the year</u>	<u>Equity</u>
Equity investments				
Molo A/S, Copenhagen	62,0%	500.000	2.819.603	72.420.841
Molo Republic ApS, Copenhagen	82,2%	<u>3.650.000</u>	<u>1.061.786</u>	<u>27.628.817</u>
<b>TOTAL</b>		<u><u>4.150.000</u></u>	<u><u>3.881.389</u></u>	<u><u>100.049.658</u></u>

## 7 Contingent liabilities

For bank commitment, the company has provided security in company bank deposit, the book value DKK ('000) 250.

For the security of debt of the subsidiaries to credit institutions, the parent company has provided a surety (credit guarantee). The total liability appears from the annual report for Molo A/S.

With Morilo Holding ApS, company reg. no 40776524 as administration company, the company is subject to the Danish scheme of joint taxation and is proportionally liable for tax claims within the joint taxation scheme. The company is proportionally liable for any obligations to withhold tax on interest, royalties, and dividends of the jointly taxed companies. The liabilities amount to a maximum amount corresponding to the share of the company capital, which is owned directly or indirectly by the ultimate parent company.

## 8 Consolidated financial statements

No consolidated financial statements have been prepared pursuant to section 112 (1) of the Danish Financial Statements Act. The financial statements of Mogens Jepsen Holding ApS and its group enterprises are included in the consolidated financial statements for Morilo Holding ApS, Gentofte, CVR no. 40 77 65 24.

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## Rikke Bundgaard Jepsen

Direktør

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## Mogens Jepsen

Direktør

Serienummer: d56cb749-d0b4-42da-8745-d83e0ab75c51

IP: 83.92.xxx.xxx

2023-04-28 21:26:00 UTC



## Shpend Rasimi

Statsautoriseret revisor

Serienummer: 7510a1c4-0f02-4d41-901a-2668ab6292d0

IP: 212.130.xxx.xxx

2023-04-29 06:17:32 UTC



## Michael Dam-Johansen

Statsautoriseret revisor

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## Mogens Jepsen

Dirigent

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