



North Star Systems ApS

Gåseagervej 6, 1. 1
8250 Egå
CVR No. 29445729

Annual report 2023

The Annual General Meeting adopted the annual report on 14.06.2024

Peter Skovmand Jensen
Conductor

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Entity details

Entity

North Star Systems ApS
Gåseagervej 6, 1. 1
8250 Egå

Business Registration No.: 29445729
Registered office: Aarhus
Financial year: 01.01.2023 - 31.12.2023

Board of Directors

Julian Mher Setian, chairman
Bruce Maclean Crowell

Executive Board

Peter Skovmand Jensen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
City Tower, Værkmestergade 2
8000 Aarhus C

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of North Star Systems 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 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.

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

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

Aarhus, 14.06.2024

Executive Board

Peter Skovmand Jensen

Board of Directors



Julian Mher Setian
chairman



Bruce Maclean Crowell

Independent auditor's extended review report

To the shareholders of North Star Systems ApS

Conclusion

We have performed an extended review of the financial statements of North Star Systems 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.

Based on our extended review, 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 conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

Statement on the management commentary

Management is responsible for the management commentary.

Our conclusion 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 extended review 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 extended review 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 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.

Aarhus, 14.06.2024

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Mads Fauerskov

State Authorised Public Accountant
Identification No (MNE) mne35428

Lena Lykkegård

State Authorised Public Accountant
Identification No (MNE) mne47836

Management commentary

Primary activities

The Company's primary activities comprises developing of our new Cloud Native Solution together with implementation of our IT Solutions and related consultancy.

Development in activities and finances

In 2023 the Company was focused on the continued development of our solutions and to re-position it in the market.

Loss for the year of DKK 9.335k is not considered satisfactory.

The Company's equity is negative by DKK 32,494k and the Company has thus lost its share capital.

Based on the owner's current financial position and the business prospects over the next 12 months, the owners intend to continue its funding of North Star Systems operations as needed for the next 12 month period.

We expect to turn the Company into a profitable company and gain the lost equity within the next few 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
Gross profit/loss		(591,774)	418,214
Staff costs	2	(10,194,034)	(8,654,023)
Depreciation, amortisation and impairment losses		(68,812)	(62,031)
Operating profit/loss		(10,854,620)	(8,297,840)
Other financial income		948,781	16,036
Other financial expenses	3	(863,381)	(1,658,971)
Profit/loss before tax		(10,769,220)	(9,940,775)
Tax on profit/loss for the year	4	1,434,349	1,804,427
Profit/loss for the year		(9,334,871)	(8,136,348)
Proposed distribution of profit and loss			
Retained earnings		(9,334,871)	(8,136,348)
Proposed distribution of profit and loss		(9,334,871)	(8,136,348)

Balance sheet at 31.12.2023

Assets

	Notes	2023 DKK	2022 DKK
Plant and machinery		0	0
Other fixtures and fittings, tools and equipment		69,197	103,764
Leasehold improvements		22,786	39,905
Property, plant and equipment	5	91,983	143,669
Deposits		40,500	40,500
Financial assets		40,500	40,500
Fixed assets		132,483	184,169
Trade receivables		512,749	483,400
Other receivables		357,338	202,977
Income tax receivable	6	1,434,349	1,804,427
Prepayments		101,251	96,538
Receivables		2,405,687	2,587,342
Cash		926,041	1,183,070
Current assets		3,331,728	3,770,412
Assets		3,464,211	3,954,581

Equity and liabilities

	Notes	2023 DKK	2022 DKK
Contributed capital		625,000	625,000
Retained earnings		(33,119,160)	(23,784,289)
Equity		(32,494,160)	(23,159,289)
Payables to owners and management		33,763,609	26,183,589
Other payables		489,659	475,957
Non-current liabilities other than provisions	7	34,253,268	26,659,546
Prepayments received from customers		403,794	0
Trade payables		263,692	152,439
Other payables	8	1,037,617	301,885
Current liabilities other than provisions		1,705,103	454,324
Liabilities other than provisions		35,958,371	27,113,870
Equity and liabilities		3,464,211	3,954,581
Going concern	1		
Unrecognised rental and lease commitments	9		

Statement of changes in equity for 2023

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	625,000	(23,784,289)	(23,159,289)
Profit/loss for the year	0	(9,334,871)	(9,334,871)
Equity end of year	625,000	(33,119,160)	(32,494,160)

The Company's equity is negative by DKK 32,494 and the Company has thus lost its share capital.

The Company has decided to reestablish the equity through future operations.

Notes

1 Going concern

Based on the owner's current financial position and the business prospects over the next 12 months, the owners does not intend to demand payment of the note and expects to be able to continue its funding of North Star Systems operations as needed for the next 12 month period.

The owners is committed to support the Company throughout 2024 and to provide the necessary liquidity for the Company to continue its growth.

The company expect to turn the Company into a profitable company and gain the lost equity within the next years.

2 Staff costs

	2023	2022
	DKK	DKK
Wages and salaries	9,406,787	7,874,898
Pension costs	692,796	692,796
Other social security costs	65,057	63,942
Other staff costs	29,394	22,387
	10,194,034	8,654,023
Average number of full-time employees	8	8

3 Other financial expenses

	2023	2022
	DKK	DKK
Financial expenses from group enterprises	826,155	628,862
Other interest expenses	13,889	14,527
Exchange rate adjustments	23,337	1,015,582
	863,381	1,658,971

4 Tax on profit/loss for the year

	2023	2022
	DKK	DKK
Current tax	(1,434,349)	(1,804,427)
	(1,434,349)	(1,804,427)

5 Property, plant and equipment

	Plant and machinery DKK	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	31,564	199,632	85,595
Additions	0	17,126	0
Cost end of year	31,564	216,758	85,595
Depreciation and impairment losses beginning of year	(31,564)	(95,868)	(45,690)
Depreciation for the year	0	(51,693)	(17,119)
Depreciation and impairment losses end of year	(31,564)	(147,561)	(62,809)
Carrying amount end of year	0	69,197	22,786

6 Tax receivable

Tax receivable recognized in the balance sheet relates to the application of the tax credit scheme under LLS8X of the equalization law, whereby the company is paid the tax value of tax losses arising from costs to research and development.

Based on the examination of the criteria for the application of the scheme, management is of the opinion that the company is entitled to apply the scheme and the recognition has been based on this assessment.

There may be a risk that the Tax Authorities considers that the conditions for applying the scheme are not met. In this case, subsequent financial years are adversely affected by the fact that corporate tax receivable is written down via the accounting item "Tax on the profit for the year" in the income statement.

7 Non-current liabilities other than provisions

	Due after more than 12 months 2023 DKK	Outstanding after 5 years 2023 DKK
Payables to owners and management	33,763,609	0
Other payables	489,659	489,659
	34,253,268	489,659

8 Other payables

	2023 DKK	2022 DKK
Wages and salaries, personal income taxes, social security costs, etc. payable	679,262	7,362
Holiday pay obligation	356,932	294,523
Other costs payable	1,423	0
	1,037,617	301,885

9 Unrecognised rental and lease commitments

	2023	2022
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	54,562	49,267

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.

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.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, other operating income and external expenses.

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 of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary

activities.

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. This item also includes writedowns of receivables recognised in current assets.

Staff costs

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

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment comprise depreciation, amortisation 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 property, plant and equipment.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies as well as tax surcharge 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.

Balance sheet

Property, plant and equipment

Other fixtures and fittings, tools and equipment, leasehold improvements and plant and machinery 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
Plant and machinery	4 years
Other fixtures and fittings, tools and equipment	4 years
Leasehold improvements	5 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Receivables

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

Tax payable or receivable

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

Prepayments

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

Cash

Cash comprises bank deposits.

Other financial liabilities

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

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.