



North Star Systems ApS

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

Annual report 2022

The Annual General Meeting adopted the
annual report on 29.06.2023

Peter Skovmand Jensen
Conductor

Contents

Entity details	2
Statement by Management	3
Independent auditor's extended review report	4
Management commentary	6
Income statement for 2022	7
Balance sheet at 31.12.2022	8
Statement of changes in equity for 2022	10
Notes	11
Accounting policies	14

Entity details

Entity

North Star Systems ApS

Gåseagervej 6, 1. 1

8250 Egå

Business Registration No.: 29445729

Registered office: Aarhus

Financial year: 01.01.2022 - 31.12.2022

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 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

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, 29.06.2023

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 01.01.2022 - 31.12.2022, 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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 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 under the Danish Financial Statements Act.

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 of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Aarhus, 29.06.2023

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 consist in developing and selling Information Technology and consultancy related to this.

Development in activities and finances

In 2022 the Company was focused on product development to improve the market position, besides our Sales activities were intensified too.

Loss for the year of DKK 8,136k is not considered satisfactory.

The Company's equity is negative by DKK 23,159k 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.

For the financial year of 2021, the company neglected to incorporate the associated costs of a project's development. These expenditures have subsequently been included within the comparative financial data, which, as a result, has led to an adjustment in the opening balance reflected via equity in the 2022 report. For a comprehensive understanding of this adjustment's ramifications, please refer to the section on Accounting Policies.

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 2022

	Notes	2022 DKK	2021 DKK
Gross profit/loss		418,214	(1,545,776)
Staff costs	2	(8,654,023)	(7,297,847)
Depreciation, amortisation and impairment losses		(62,031)	(64,866)
Operating profit/loss		(8,297,840)	(8,908,489)
Other financial income		16,036	5,520
Other financial expenses	3	(1,658,971)	(1,326,441)
Profit/loss before tax		(9,940,775)	(10,229,410)
Tax on profit/loss for the year	4	1,804,427	1,631,179
Profit/loss for the year		(8,136,348)	(8,598,231)
Proposed distribution of profit and loss			
Retained earnings		(8,136,348)	(8,598,231)
Proposed distribution of profit and loss		(8,136,348)	(8,598,231)

Balance sheet at 31.12.2022

Assets

	Notes	2022 DKK	2021 DKK
Plant and machinery		0	0
Other fixtures and fittings, tools and equipment		103,764	126,872
Leasehold improvements		39,905	57,024
Property, plant and equipment	5	143,669	183,896
Deposits		40,500	40,500
Financial assets		40,500	40,500
Fixed assets		184,169	224,396
Trade receivables		483,400	0
Other receivables		202,977	167,512
Income tax receivable	6	1,804,427	1,638,179
Prepayments		96,538	0
Receivables		2,587,342	1,805,691
Cash		1,183,070	690,245
Current assets		3,770,412	2,495,936
Assets		3,954,581	2,720,332

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Contributed capital		625,000	625,000
Retained earnings		(23,784,289)	(15,647,941)
Equity		(23,159,289)	(15,022,941)
Payables to owners and management		26,183,589	16,452,288
Other payables		475,957	467,906
Non-current liabilities other than provisions	7	26,659,546	16,920,194
Prepayments received from customers		0	41,008
Trade payables		152,439	129,900
Other payables	8	301,885	652,171
Current liabilities other than provisions		454,324	823,079
Liabilities other than provisions		27,113,870	17,743,273
Equity and liabilities		3,954,581	2,720,332
Going concern	1		
Unrecognised rental and lease commitments	9		
Assets charged and collateral	10		

Statement of changes in equity for 2022

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	625,000	(14,858,165)	(14,233,165)
Corrections of material errors	0	(789,776)	(789,776)
Adjusted equity beginning of year	625,000	(15,647,941)	(15,022,941)
Profit/loss for the year	0	(8,136,348)	(8,136,348)
Equity end of year	625,000	(23,784,289)	(23,159,289)

The Company's equity is negative by DKK 23.159k 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 2023 and to provide the necessary liquidity for the Company to continue its growth.

Following our 5 year plan we expect to turn the Company into a profitable company and gain the lost equity within the next years.

2 Staff costs

	2022	2021
	DKK	DKK
Wages and salaries	7,874,898	6,552,148
Pension costs	692,796	692,796
Other social security costs	63,942	45,565
Other staff costs	22,387	7,338
	8,654,023	7,297,847
Average number of full-time employees	8	7

3 Other financial expenses

	2022	2021
	DKK	DKK
Financial expenses from group enterprises	628,862	358,423
Other interest expenses	14,527	10,549
Exchange rate adjustments	1,015,582	957,469
	1,658,971	1,326,441

4 Tax on profit/loss for the year

	2022	2021
	DKK	DKK
Current tax	(1,804,427)	(1,638,179)
Change in deferred tax	0	7,000
	(1,804,427)	(1,631,179)

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	177,828	85,595
Additions	0	21,804	0
Cost end of year	31,564	199,632	85,595
Depreciation and impairment losses beginning of year	(31,564)	(50,956)	(28,571)
Depreciation for the year	0	(44,912)	(17,119)
Depreciation and impairment losses end of year	(31,564)	(95,868)	(45,690)
Carrying amount end of year	0	103,764	39,905

6 Tax receivable

Tax receivable recognized in the balance sheet relates to the application of the tax credit scheme under LL§8X 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 2022 DKK	Outstanding after 5 years 2022 DKK
Payables to owners and management	26,183,589	0
Other payables	475,957	475,957
	26,659,546	475,957

8 Other payables

	2022 DKK	2021 DKK
Wages and salaries, personal income taxes, social security costs, etc. payable	7,362	267,626
Holiday pay obligation	294,523	334,667
Other costs payable	0	49,878
	301,885	652,171

9 Unrecognised rental and lease commitments

	2022	2021
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	49,267	48,844

10 Assets charged and collateral

None.

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.

Material errors in previous years

During the course of the financial year 2022, a misstatement were identified in the 2021 numbers and subsequently corrected. These adjustments pertain to the costs associated with a project development which were initially not incorporated correctly.

The revisions resulted in significant adjustments across a number of financial statement line items as detailed below:

Other External Expenses: The costs reflected under this category were corrected by an amount of DKK 1,012,533, impacting the operating costs within the income statement.

Tax on profit/loss for the year: The tax calculation for the year was revised by DKK 222,757, which subsequently affected the net income after tax.

Profit/loss for the year: As a direct result of the aforementioned changes, the net profit for the year saw an adjustment of DKK 789,776.

Retained earnings: The opening balance of equity was adjusted by DKK 789,776 to correct the equity value on the balance sheet.

Payables to owners and management: An adjustment of DKK 1,012,533 was made, affecting the total liabilities reported in the balance sheet.

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 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 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.