

Anticimex Innovation Center A/S

Skovgårdsvej 25
3200 Helsingør

CVR no. 30 35 07 66

Annual report for 2018

Adopted at the annual general meeting
on 31 May 2019

Tomas Mikael Björksiöö
chairman

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Company details

The company

Anticimex Innovation Center A/S
Skovgårdsvej 25
3200 Helsingør

Telephone: 48799379

CVR no.: 30 35 07 66

Reporting period: 1 January - 31 December 2018

Incorporated: 7. March 2007

Financial year: 12nd financial year

Domicile: Gribskov

Supervisory board

Tomas Mikael Björksiö, chairman
Ulf Göran Eripen
Nicolai Grube Rosen

Executive board

Nicolai Grube Rosen, managing director

Auditors

PricewaterhouseCoopers
Statsautoriseret revisionspartnerselskab
Strandvejen 44
2900 Hellerup

Statement by management on the annual report

The supervisory and executive boards have today discussed and approved the annual report of Anticimex Innovation Center A/S for the financial year 1 January - 31 December 2018.

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 company's financial position at 31 December 2018 and of the results of the company's operations for the financial year 1 January - 31 December 2018.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Helsinge, 31 May 2019

Executive board

Nicolai Grube Rosen
Managing Director

Supervisory board

Tomas Mikael Björksiöo
chairman

Ulf Göran Eripe

Nicolai Grube Rosen

Independent auditor's report

To the shareholder of Anticimex Innovation Center A/S

Opinion

We have audited the financial statements of Anticimex Innovation Center A/S for the financial year 1 January - 31 December 2018, which comprise a summary of significant accounting policies, income statement, balance sheet and notes. The financial statements are prepared under 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 2018 and of the results of the company's operations for the financial year 1 January - 31 December 2018 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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 the 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.

Independent auditor's report

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 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.

Independent auditor's report

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, 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 Statements Act. We did not identify any material misstatement of management's review.

Hellerup, 31 May 2019

PricewaterhouseCoopers
Statsautoriseret revisionspartnerselskab
CVR no. 33 77 12 31

Kaare von Cappeln
Statsautoriseret revisor
MNE no. mne11629

Management's review

Business activities

The company's activities consist of development and production of intelligent pest control solutions.

Anticimex Innovation Center A/S is part of the core of business in the Anticimex Company Group. The company produces the intelligent pest control solution SMART and develops new solutions and enhances existing concepts by focusing on advanced technology and knowledge about pest control.

Business review

The company's income statement for the year ended 31 December shows a profit of DKK 8.255.534, and the balance sheet at 31 December 2018 shows equity of DKK 34.143.056.

By the end of the financial year 2018, Anticimex Innovation Center A/S employed a total of 52 employees, counted on a full-time-equivalent basis.

In January 2018, the Company's former Managing Director Preben Fritzboøger resigned from his position with Anticimex Innovation Center. As new Managing Director, the Company appointed Nicolai Grube Rosen.

In January 2018, Thomas Mikael Bjorksiö took over as chairman of the board and Ulf Göran Eripe and Nicolai Grube Rosen were elected as board members.

During the financial year, the company has changed auditor from Døssing & Partnere to PwC.

In the coming year 2019, the company's business activities and investments in research and development are expected to increase. Based on this, a profit is expected in the region of 10-15 MDKK before tax.

Management's review

Knowledge resources

The Company has through its research and development gained considerable knowledge in modern intelligent pest control. The company's investment in research and development since its establishment in 2007 has resulted in the development of several products marketed since 2014 by Anticimex under the name Anticimex SMART. The company has taken patents on several key areas and techniques in the developed products. The company's continuing development activities are expected to provide new digital products and technologies that will ensure Anticimex remains a market leader in the coming years.

During the financial year, the company has invested in research and development activities with DKK 16.643.661. In the coming years, the company expects continued significant investments in the development of advanced digital pest control solutions.

The company's management has identified an error in earlier years in capitalised development expenses. The assets in question did not meet the recognition criteria which results in a correction amounting DKK 12 mill. Consequently, the comparatives and equity for 2017 has been restated in the financial statement 2018.

In the coming years, the company expects continuously to add new products to the Anticimex portfolio of Intelligent SMART Solutions.

Targets and expectations for the year ahead

The company expects the same level of activity and profit before tax as in 2018.

Significant events occurring after end of reporting period

From the balance sheet date and up to the present, there have been no events that upset the assessment of the annual report.

Accounting policies

The annual report of Anticimex Innovation Center A/S for 2018 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 provisions as regards larger entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2018 is presented in DKK.

Correction of material misstatements

In the preparation of the Financial Statements for 2018, Management has identified an error in earlier years capitalised development expenses. The assets in question did not meet the recognition criteria.

Due to the significance of the matter, Management has treated the matter in accordance with the provisions in section 52(2) of the Danish Financial Statements Act regarding corrections of material misstatement. Consequently, the comparatives and equity for 2017 has been restated in the Financial Statements for 2018.

The restatement impacts the comparatives and the opening equity as follows:

-Reduction in equity at 31 December 2016 of DKK 8.154 mill and a reduction in equity at 31 December 2017 of DKK 9.432 mill.

- Net profit for 2017 is DKK 1.279 lower due to change in development projects earlier years.

-Reduction in the balance sheet as of 31 December 2017 of DKK 12.093 mill.

Furthermore the Management has made reclassifications between the items "cash" and "receivables/payables from subsidiaries" in the balance sheet. The reclassifications are also made in the comparatives for 2017.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits 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 from the company and the value of the liability can be measured reliably.

Accounting policies

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and other operating income less costs of raw materials and consumables and other external expenses.

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Raw materials and consumables

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other operating income

Other operating income comprises items of a secondary nature relative to the company's activities, including gains on the sale of intangible assets and plant and equipment.

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and plant and equipment.

Accounting policies

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses on foreign currency transactions and surcharges and allowances etc.

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets

Development projects

Development projects that are defined and identifiable, and where the technical utilization rate, sufficient resources and a potential future market or development opportunities in the company can be demonstrated and the intention is to manufacture, market the use of the product or process, are recognized as intangible fixed assets.

Development costs include costs, salaries and depreciation, which are directly and indirectly attributable to development activities.

Development projects recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Following the completion of the development work, development costs are amortised on a straight-line basis over the estimated useful life. The amortisation period is usually five years.

Tangible assets

Items of other fixtures and fittings, tools and equipment, and leasehold improvements are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Accounting policies

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-5 years	0 %
Leasehold improvements	5 years	0 %

Gains or losses from the disposal of plant and equipment are recognised in the income statement as other operating income or other operating expenses, respectively.

Stocks

Stocks are measured at cost using the FIFO method. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

The cost of goods for resale, raw materials and consumables comprises the purchase price plus delivery costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct cost of labour and production.

The net realisable value of stocks is calculated as the selling price less costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash.

Accounting policies

Provisions

Provisions comprise expected expenses relating to guarantee commitments. Provisions are recognised when, as a result of a past event, the company has a legal or constructive obligation and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Provisions are measured at the value in use.

Warranty commitments include expenses for remedial action within the warranty period of 1-5 years. Provisions for warranty commitments are measured and recognised based on experience gained from guarantee work. Provisions with an expected maturity of more than one year from the balance sheet date are discounted using a rate that reflects the risk and maturity of the liability.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Liabilities

Liabilities, which include trade payables and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses.

Accounting policies

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

1 January 2018 - 31 December 2018

	Note	2018 DKK	2017 DKK
Gross profit		33.093.080	42.878.870
Staff costs	1	-20.310.247	-19.510.541
Resultat før af- og nedskrivninger		12.782.833	23.368.329
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-2.081.246	-957.103
Profit/loss before net financials		10.701.587	22.411.226
Financial income	2	152.216	95.583
Financial costs	3	-266.993	-106.040
Profit/loss before tax		10.586.810	22.400.769
Tax on profit/loss for the year	4	-2.331.276	-4.043.703
Profit/loss for the year		8.255.534	18.357.066
Recommended appropriation of profit/loss			
Retained earnings		8.255.534	18.357.066
		8.255.534	18.357.066

Balance sheet at 31 December 2018

	Note	2018 DKK	2017 DKK
Assets			
Completed development projects		7.607.080	0
Software		670.766	182.081
Development projects in progress		11.599.029	3.604.601
Intangible assets	5	19.876.875	3.786.682
Other fixtures and fittings, tools and equipment		2.109.866	3.157.682
Leasehold improvements		1.258.021	672.379
Tangible assets	6	3.367.887	3.830.061
Deposits		159.376	150.000
Fixed asset investments		159.376	150.000
Total non-current assets		23.404.138	7.766.743
Raw materials and consumables		5.325.849	3.608.076
Work in progress		1.107.074	571.075
Finished goods and goods for resale		5.799.986	571.609
Stocks		12.232.909	4.750.760
Trade receivables		1.632.561	4.422.403
Receivables from subsidiaries		16.774.408	15.922.556
Other receivables		1.275.564	1.273.779
Prepayments		229.289	355.168
Receivables		19.911.822	21.973.906
Cash at bank and in hand		76.264	4.890.645
Total current assets		32.220.995	31.615.311
Total assets		55.625.133	39.382.054

Balance sheet at 31 December 2018

	Note	2018 DKK	2017 DKK
Equity and liabilities			
Share capital		1.398.916	1.398.916
Share premium account		855.000	855.000
Reserve for development expenditure		14.980.766	2.811.589
Retained earnings		16.908.374	20.822.017
Equity	7	<u>34.143.056</u>	<u>25.887.522</u>
Provision for deferred tax		3.137.631	806.355
Other provisions		200.000	100.000
Total provisions		<u>3.337.631</u>	<u>906.355</u>
Other credit institutions		79.584	184.151
Prepayments received from customers		0	1.975.000
Trade payables		13.127.441	5.147.184
Payables to subsidiaries		1.902.965	0
Other payables		3.034.456	5.281.842
Total current liabilities		<u>18.144.446</u>	<u>12.588.177</u>
Total liabilities		<u>18.144.446</u>	<u>12.588.177</u>
Total equity and liabilities		<u>55.625.133</u>	<u>39.382.054</u>
Rent lease and purchase liabilities	8		
Contingencies, etc.	9		
Related parties and ownership structure	10		

Notes

	2018 DKK	2017 DKK
1 Staff costs		
Wages and salaries	16.949.659	16.515.193
Pensions	2.912.248	2.547.912
Other social security costs	448.340	447.436
	20.310.247	19.510.541
Average number of employees	48	44
2 Financial income		
Other financial income	810	9.943
Exchange gains	151.406	85.640
	152.216	95.583
3 Financial costs		
Other financial costs	74.895	92.702
Exchange loss	192.098	13.338
	266.993	106.040
4 Tax on profit/loss for the year		
Current tax for the year	0	3.193.828
Deferred tax for the year	2.331.276	849.875
	2.331.276	4.043.703

Notes

5 Intangible assets

	Completed development projects	Software	Development projects in progress
Cost at 1 January 2018	0	202.500	3.604.601
Additions for the year	7.994.723	654.510	11.599.029
Disposals for the year	0	0	-3.604.601
Cost at 31 December 2018	7.994.723	857.010	11.599.029
Impairment losses and amortisation at 1 January 2018	0	20.419	0
Amortisation for the year	387.643	165.825	0
Impairment losses and amortisation at 31 December 2018	387.643	186.244	0
Carrying amount at 31 December 2018	7.607.080	670.766	11.599.029

6 Tangible assets

	Other fixtures and fittings, tools and equipment	Leasehold improvements
Cost at 1 January 2018	11.473.672	899.830
Additions for the year	1.544.583	796.475
Disposals for the year	-1.275.454	0
Cost at 31 December 2018	11.742.801	1.696.305
Impairment losses and depreciation at 1 January 2018	8.315.989	227.450
Depreciation for the year	1.316.946	210.834
Impairment losses and depreciation at 31 December 2018	9.632.935	438.284
Carrying amount at 31 December 2018	2.109.866	1.258.021

Notes

7 Equity

	Share capital	Share premium account	Reserve for development expenditure	Retained earnings	Total
Equity at 1 January 2018	1.398.916	855.000	9.602.465	23.463.628	35.320.009
Net effect from correction 1 January 2018, completed development projects	0	0	-6.790.876	-2.641.611	-9.432.487
Adjusted equity at 1 January 2018	1.398.916	855.000	2.811.589	20.822.017	25.887.522
Other equity movements	0	0	12.169.177	-12.169.177	0
Net profit/loss for the year	0	0	0	8.255.534	8.255.534
Equity at 31 December 2018	1.398.916	855.000	14.980.766	16.908.374	34.143.056

Notes

	2018 DKK	2017 DKK
8 Rent lease and purchase liabilities		
Rent and lease liabilities		
Operating lease liabilities.		
Total future lease payments:		
Within 1 year	217.608	131.700
Between 1 and 5 years	220.393	313.193
	438.001	444.893

Rental commitments, non-cancellation period 120 months	19.400.000	2.520.000
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Purchase liabilities

The company has a commitment to purchase components, etc. corresponding to DKK 23.4 million.

9 Contingencies, etc.

The company has assumed guarantee commitments totalling DKK 1.000.000 vis-à-vis third parties.

The company is jointly taxed with Anticimex A/S (administrative company), and jointly and severally liable with other jointly taxed entities for payment of taxed income etc. onwards as well as for Danish withholding taxes by way of dividend tax, tax on royalty etc.

10 Related parties and ownership structure

Consolidated financial statements

The company is reflected in the group report as the parent company Anticimex New TopHolding AB.

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

Ulf Göran Eripe

Bestyrelsesmedlem

På vegne af: Anticimex Innovation Center A/S

Serienummer: 19700312xxxx

IP: 95.199.xxx.xxx

2019-05-31 09:42:35Z



Nicolai Grube Rosen

Adm. direktør

På vegne af: Anticimex Innovation Center A/S

Serienummer: PID:9208-2002-2-480341760222

IP: 87.63.xxx.xxx

2019-06-03 05:36:40Z

NEM ID

Nicolai Grube Rosen

Bestyrelsesmedlem

På vegne af: Anticimex Innovation Center A/S

Serienummer: PID:9208-2002-2-480341760222

IP: 87.63.xxx.xxx

2019-06-03 05:36:40Z

NEM ID

Tomas Mikael Björksiöö

Bestyrelsesformand

På vegne af: Anticimex Innovation Center A/S

Afventer underskrift

Kaare von Cappeln

Statsautoriseret revisor

På vegne af: PricewaterhouseCoopers Statsautoriseret

Revisionspartnerselskab

Afventer underskrift

Tomas Mikael Björksiöö

Dirigent

På vegne af: Anticimex Innovation Center A/S

Afventer underskrift

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