# Garia ApS

Lunikvej 44B, DK-2670 Greve

Annual Report for 2023

CVR No. 31 58 31 36

The Annual Report was presented and adopted at the Annual General Meeting of the company on 5/7 2024

Haresh Shah Chairman of the general meeting



## Contents

	Page
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report	2
Management's Review	
Company information	4
Management's Review	5
Financial Statements	
Income Statement 1 January - 31 December	7
Balance sheet 31 December	8
Statement of changes in equity	10
Notes to the Financial Statements	11

### **Management's statement**

The Executive Board has today considered and adopted the Annual Report of Garia ApS for the financial year 1 January - 31 December 2023.

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

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

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

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

Greve, 5 July 2024

**Executive Board** 

Jakob Viggo Holstein Manager Mark Christopher Wagner Manager Haresh Shah Manager



### **Independent Auditor's report**

To the shareholder of Garia ApS

#### Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Garia ApS for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

#### **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.

#### Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

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

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

#### Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



### **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 judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 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.

Aarhus C, 5 July 2024

PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab *CVR No 33 77 12 31* 

Henrik Berring Rasmussen State Authorised Public Accountant mne34157 Linda Højland State Authorised Public Accountant mne45871



# **Company information**

The Company	Garia ApS Lunikvej 44B 2670 Greve
	CVR No: 31 58 31 36 Financial period: 1 January - 31 December Municipality of reg. office: Greve
Executive Board	Jakob Viggo Holstein Mark Christopher Wagner Haresh Shah
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Jens Chr. Skous Vej 1 DK-8000 Aarhus C



### Management's review

#### **Key activities**

The company's purpose is to develop, produce and sell electric vehicles and other related products.

#### Development in the year

The income statement of the Company for 2023 shows a loss of DKK 41,944,674, and at 31 December 2023 the balance sheet of the Company shows a positive equity of DKK 249,787,347.

Overall, the Golf car sales have decreased by approx. 15% compared to last year, when corrected for the change in financial year, which now follow the calendar year. The development is driven by a more competitive environment and financial uncertainty in various export regions. The year is also marked by a change in the production setup where the sister company Melex has been involved in the production of Garia vehicles. The year is also characterized by the continued integration of production activities between the new owner Club Car LLC and Garia/Melex.

The change in the ownership structure and the acquisition of Melex have overall increased Garia's position on both the golf car and utility market.

The company's main shareholder has given an undertaking to guarantee the necessary credit facilities for covering the company's liquidity needs until the general meeting for the financial year 2024.

#### The past year and follow-up on development expectations from last year

Overall, sales was in line with expectations in the EMEA market but significant lower on the US market. The year has also been affected by the change in the production setup where Melex in producing the Utility vehicle. As a result of mainly significant lower sales in the US, gross profit has developed below expectations.

#### Foreign exchange risks

Financial exchange rate risks against USD and SEK can affect the company positively as well as negatively.

#### Targets and expectations for the year ahead

For the financial year 2024, the company expects an increased level of activity and a consequently improved result before financial items. The consolidated result before financial items is expected to show a positive result but will however depend on the integration with Melex and the development on the American market.

#### **Research and development**

The company is constantly developing vehicles with a view to future sales of new models. There is no ongoing research in the company.

#### **External environment**

The company is dependent on political decisions within the green transition and regulations for vehicles, including subclasses and categories. The potential implementation of electric vehicle taxes could affect sales to both the Utility and private segments globally.

#### Intellectual capital resources

The completed development of the new Garia SuperSport, the design of which was developed in collaboration with Mercedes Benz, has brought the company new technologies within electronics and electric powertrain components. The N1 approved Utility has also added new knowledge about crash tests and makes Garia better equipped as a manufacturer of small vehicles.

#### Uncertainty relating to recognition and measurement

There has been no uncertainty regarding recognition and measurement in the Annual Report.



## Management's review

#### Unusual events

The company's assets, liabilities and financial position as of 31 December 2023 as well as the result of the company's activities for 2023 have been affected by the transfer of production to Melex. The company now operates as part of the Club Car global enterprise.

#### Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.



# Income statement 1 January - 31 December

	Note	2023	2021/22
		DKK 12 months	DKK 16 months
Revenue		203,202,467	292,888,511
Other operating income		12,611	0
Expenses for raw materials and consumables		-205,022,915	-257,598,301
Other external expenses		-16,978,238	-17,525,780
Gross profit/loss		-18,786,075	17,764,430
Staff expenses	2	-25,464,457	-41,050,753
Amortisation, depreciation and impairment losses of intangible			
assets and property, plant and equipment		-1,874,315	-2,912,886
Profit/loss before financial income and expenses		-46,124,847	-26,199,209
Income from investments in subsidiaries		4,956,441	333,188
Financial income	3	1,478,255	8,206,759
Financial expenses		-2,254,523	-1,281,324
Profit/loss before tax		-41,944,674	-18,940,586
Tax on profit/loss for the year	4	0	403,795
Net profit/loss for the year	5	-41,944,674	-18,536,791



## **Balance sheet 31 December**

### Assets

DKK DKK 1,115,403DKK 1,941,248Intangible assets6 $1,115,403$ $1,941,248$ Other fixtures and fittings, tools and equipment Leasehold improvements Property, plant and equipment1,024,666 $1,548,927$ Investments in subsidiaries8 $157,195,120$ $143,648,353$ Deposits9 $291,429$ $291,429$ Fixed asset investments159,988,363 $148,176,339$ Inventories10 $73,262,196$ $79,545,618$ Trade receivables Receivables from group enterprises10 $73,262,196$ $79,545,618$ Other receivables $2,663,522$ $1,684,218$ Corporation tax Prepayments0 $400,981$ Prepayments11 $476,694$ $443,541$ Receivables1198,0548 $109,734,391$ Cash at bank and in hand $2,575,915$ $8,880,406$ Current assets $195,718,659$ $198,160,415$ Assets $355,707,022$ $346,336,754$		Note	2023	2021/22
Intangible assets 6 1,115,403 1,941,248   Other fixtures and fittings, tools and equipment 1,024,666 1,548,927   Leasehold improvements 361,745 746,382   Property, plant and equipment 7 1,386,411 2,295,309   Investments in subsidiaries 8 157,195,120 143,648,353   Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981 119,788,0548   Prepayments 11 476,694 443,541   Receivables 2,575,915 8,880,406   Current assets 195,718,659 198,160,415			DKK	DKK
Other fixtures and fittings, tools and equipment 1,024,666 1,548,927   Leasehold improvements 361,745 746,382   Property, plant and equipment 7 1,386,411 2,295,309   Investments in subsidiaries 8 157,195,120 143,648,353   Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Completed development projects		1,115,403	1,941,248
Leasehold improvements 361,745 746,382   Property, plant and equipment 7 1,386,411 2,295,309   Investments in subsidiaries 8 157,195,120 143,648,353   Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Intangible assets	6	1,115,403	1,941,248
Leasehold improvements 361,745 746,382   Property, plant and equipment 7 1,386,411 2,295,309   Investments in subsidiaries 8 157,195,120 143,648,353   Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Property, plant and equipment 7 1,386,411 2,295,309   Investments in subsidiaries 8 157,195,120 143,648,353   Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 19,80,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Other fixtures and fittings, tools and equipment		1,024,666	1,548,927
Investments in subsidiaries 8 157,195,120 143,648,353   Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Leasehold improvements		361,745	746,382
Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 109,734,391 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Property, plant and equipment	7	1,386,411	2,295,309
Deposits 9 291,429 291,429   Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 109,734,391 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Fixed asset investments 157,486,549 143,939,782   Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Fixed assets 159,988,363 148,176,339   Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	-	9	·	
Inventories 10 73,262,196 79,545,618   Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Fixed asset investments		157,486,549	143,939,782
Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Fixed assets		159,988,363	148,176,339
Trade receivables 16,208,887 23,053,768   Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	Inventories	10	73,262,196	79,545,618
Receivables from group enterprises 100,531,445 84,151,883   Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Other receivables 2,663,522 1,684,218   Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Corporation tax 0 400,981   Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Prepayments 11 476,694 443,541   Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415				
Receivables 119,880,548 109,734,391   Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415	-		-	
Cash at bank and in hand 2,575,915 8,880,406   Current assets 195,718,659 198,160,415		11	· · · · · · · · · · · · · · · · · · ·	,
Current assets 195,718,659 198,160,415	Receivables		119,880,548	109,734,391
	Cash at bank and in hand		2,575,915	8,880,406
Assets 355,707,022 346,336,754	Current assets		195,718,659	198,160,415
	Assets		355,707,022	346,336,754



# **Balance sheet 31 December**

## Liabilities and equity

	Note	2023	2021/22
		DKK	DKK
Share capital		505,000	505,000
Reserve for development costs		870,015	1,514,173
Other reserves		2,351,832	-2,358,202
Retained earnings		246,060,500	287,361,016
Equity		249,787,347	287,021,987
Provisions relating to investments in group enterprises		10,845,748	10,236,316
Other provisions	12	3,064,125	3,127,519
Provisions		13,909,873	13,363,835
Trade payables		28,555,613	38,007,425
Payables to group enterprises		58,206,150	0
Other payables		5,248,039	7,943,507
Short-term debt		92,009,802	45,950,932
Debt		92,009,802	45,950,932
Liabilities and equity		355,707,022	346,336,754
Going concern	1		
Contingent assets, liabilities and other financial obligations	13		
Related parties	13 14		
*	14 15		
Accounting Policies	10		



# Statement of changes in equity

	Share capital	Reserve for development costs	Other reserves	Retained earnings	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 1 January	505,000	1,514,173	-2,358,202	287,361,016	287,021,987
Exchange adjustments	0	0	4,710,034	0	4,710,034
Development costs for the year	0	-644,158	0	644,158	0
Net profit/loss for the year	0	0	0	-41,944,674	-41,944,674
Equity at 31 December	505,000	870,015	2,351,832	246,060,500	249,787,347



### 1. Going concern

In connection with the annual report of 2023 for Garia ApS, Club Car LLC guarantees the necessary credits to cover Garia ApS' liquidity needs until the next general meeting for the financial year 2024.

		2023	2021/22
		DKK 12 months	DKK 16 months
2.	Staff Expenses	12 months	To months
	Wages and salaries	22,689,918	36,605,124
	Pensions	1,954,037	3,034,972
	Other social security expenses	820,502	1,410,657
	Other social security expenses	25,464,457	41,050,753
		23,404,437	41,050,755
	Including remuneration to the Executive Board:		
	Executive board	2,034,875	14,776,440
		2,034,875	14,776,440
	Average number of employees	31	34
3.	Financial income	2023 DKK 12 months	2021/22 DKK 16 months
υ.			
	Interest received from group enterprises	1,340,240	290,530
	Other financial income	138,015	107,678
	Exchange gains	0	7,808,551
		1,478,255	8,206,759
		2023	2021/22
		DKK 12 months	DKK 16 months
4.	Income tax expense		
	Adjustment of tax concerning previous years	0	-403,795
	Adjustment of tax concerning previous years	0	-403,795 -403,795



		2023	2021/22
		DKK	
5.	Profit allocation		
	Retained earnings	-41,944,674	-18,536,791
		-41,944,674	-18,536,791
6.	Intangible fixed assets		
			Completed development projects
			DKK
	Cost at 1 January		39,303,041
	Cost at 31 December		39,303,041
	Impairment losses and amortisation at 1 January		37,361,793
	Amortisation for the year		825,845
	Impairment losses and amortisation at 31 December		38,187,638
	Carrying amount at 31 December		1,115,403
	Amortised over		5 years



### 7. Property, plant and equipment

risperey, prant and equipment		
	Other fixtures and fittings, tools and equipment	Leasehold improve- ments
	DKK	DKK
Cost at 1 January	8,948,586	5,469,937
Additions for the year	199,462	0
Disposals for the year	-245,000	0
Cost at 31 December	8,903,048	5,469,937
Impairment losses and depreciation at 1 January	7,399,659	4,723,555
Depreciation for the year	663,834	384,637
Reversal of impairment and depreciation of sold assets	-185,111	0
Impairment losses and depreciation at 31 December	7,878,382	5,108,192
Carrying amount at 31 December	1,024,666	361,745
Amortised over	2-5 years	5 years



		2023	2021/22
		DKK	DKK
8.	Investments in subsidiaries		
	Cost at 1 January	205,565,973	53,065,500
	Net effect from merger and acquisition	0	152,500,473
	Cost at 31 December	205,565,973	205,565,973
	Value adjustments at 1 January	-72,153,936	-69,695,341
	Exchange adjustment	4,710,034	-2,234,644
	Net profit/loss for the year	15,870,615	12,897,992
	Other equity movements, net	3,270,860	-557,139
	Amortisation of goodwill	-10,512,952	-11,827,071
	Change in intercompany profit on inventories	-401,222	-737,733
	Value adjustments at 31 December	-59,216,601	-72,153,936
	Equity investments with negative net asset value transferred to		
	provisions	10,845,748	10,236,316
	Carrying amount at 31 December	157,195,120	143,648,353
	Positive differences arising on initial measurement of subsidiaries at net asset value	0	119,733,009
	Investments in subsidiaries are specified as follows:		

Name	Place of registered office	Ownership
Garia Inc.	USA	100%
Melex Sp. z.o.o.	Poland	100%

#### Other fixed asset investments 9.

	Deposits
	DKK
Cost at 1 January	291,429
Cost at 31 December	291,429
Carrying amount at 31 December	291,429



	2023	2021/22
	DKK	DKK
10. Inventories		
Raw materials and consumables	65,925,012	67,795,271
Finished goods and goods for resale	7,337,184	11,750,347
	73,262,196	79,545,618

### 11. Prepayments

Prepayments comprise prepaid expenses concerning insurance premiums

			2021/22 DKK
12.	Other provisions		
	Other provisions	3,064,125	3,127,519
		3,064,125	3,127,519
	The provisions are expected to mature as follows:		
	Between 1 and 5 years	3,064,125	3,127,519
	After 5 years	0	0
		3,064,125	3,127,519
13.	Contingent assets, liabilities and other financial	2023 	2021/22 DKK
	obligations		
	<b>Rental and lease obligations</b> Obligation to designate buyer, operating leases. Expected residual		
	value on expiry agreement	1,326,138	2,216,555
	Lease obligations	712,874	96,897



DKK DKK   13. Contingent assets, liabilities and other financial obligations DKK   Other contingent liabilities Saria ApS has a warranty with the danish tax authority of: 500,000   Songur, The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Swing Acquisition ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.   14. Related parties			2023	2021/22
obligationsOther contingent liabilitiesGaria ApS has a warranty with the danish tax authority of:500,000The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Swing Acquisition ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.			DKK	DKK
Garia ApS has a warranty with the danish tax authority of: 500,000 500,000 The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Swing Acquisition ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.	13.	0		
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Group. The total amount of corporation tax payable is disclosed in the Annual Report of Swing Acquisition ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.		Garia ApS has a warranty with the danish tax authority of:	500,000	500,000
14. Related parties		Group. The total amount of corporation tax payable is disclosed in the Annual Report of Swing Acquisition ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation		
	14.	Related parties		
Basis		Basis		

### **Controlling interest**

Club Car, LLC, 4125 Washington Road Swing Acquisistion ApS, C/O Bech-Bruun -Langelinie Allé 35. 2100 København Ø

#### Other related parties

Garia Inc, USA Melex Sp. Z.o.o., Poland

Ultimate parent company Parent company

Investment in subsidiaries Investment in subsidiaries

#### Transactions

The sale of goods to subsidiaries amounts to, kDKK 131,943, has been effected at arm's length.

Apart from the above, there have been no transactions with the Executive Board, senior officers, significant shareholders, group enterprises or other related parties, except for intercompany transactions and normal management remuneration.



### 15. Accounting policies

The Annual Report of Garia ApS for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to medium-sized enterprises of reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2023 are presented in DKK.

#### **Consolidated financial statements**

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements for 2023 of Swing Acquisition ApS, the Company has not prepared consolidated financial statements.

#### Cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act and to the cash flow statement included in the consolidated financial statements of Swing Acquisition ApS, the Company has not prepared a cash flow statement.

#### **Recognition and measurement**

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

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

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

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

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

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

#### **Translation policies**

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

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

Fixed assets acquired in foreign currencies are measured at the transaction date rates.



### **Income statement**

#### Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

#### Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

#### Other external expenses

Other external expenses comprise expenses for premises, sales as well as office expenses, etc.

#### Staff expenses

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.

#### Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

#### Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including gains and losses on the sale of intangible assets and property, plant and equipment.

#### Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

#### **Financial income and expenses**

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

#### Tax on profit/loss for the year

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

The Company is jointly taxed with . The tax effect of the joint taxation with the subsidiaries is allocated to Danish enterprises showing profits or losses in proportion to their taxable incomes (full allocation with credit for tax losses).



### **Balance sheet**

#### Intangible fixed assets

#### Development projects

Costs of development projects comprise salaries, amortisation and other expenses directly or indirectly attributable to the Company's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the enterprise can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the development costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisation and impairment losses or at a lower recoverable amount. An amount corresponding to the recognised development costs is allocated to the equity item 'Reserve for development costs'. The reserve comprises only development costs recognised in financial years beginning on or after 1 January 2016. The reserve is reduced by amortisation of and impairment losses on the development projects on a continuing basis.

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 5 year.

#### Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment	2-5 years
Leasehold improvements	5 years

The fixed assets' residual values are determined at nil.

Depreciation period and residual value are reassessed annually.

#### Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

The recoverable amount of the asset is calculated as the higher of net selling price and value in use. Where a recoverable amount cannot be determined for the individual asset, the assets are assessed in the smallest group of assets for which a reliable recoverable amount can be determined based on a total assessment.

#### Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.



The item "Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

#### Other fixed asset investments

Other fixed asset investments consist of deposits

#### Inventories

Inventories are measured at the lower of cost under the FIFO method and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses and costs of completion. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale, raw materials and consumables equals landed cost.

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

#### Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable, and in respect of trade receivables, a general provision is also made based on the Company's experience from previous years.

#### Prepayments

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

#### Provisions

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

#### Deferred tax assets and liabilities

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

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



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

#### Current tax receivables and liabilities

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

#### **Financial liabilities**

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

