



## Spencer Stuart Int. ApS

Hammerensgade 1, 3.  
1267 København K  
CVR No. 32304761

## Annual report 01.10.2021 - 30.09.2022

The Annual General Meeting adopted the  
annual report on 28.02.2023

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**Niels Rune Jørgensen**  
Chairman of the General Meeting

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# Entity details

## Entity

Spencer Stuart Int. ApS  
Hammerensgade 1, 3.  
1267 København K

Business Registration No.: 32304761  
Registered office: København  
Financial year: 01.10.2021 - 30.09.2022

## Executive Board

Elias Nevarez  
Niels Rune Jørgensen  
Marco Aurelio Gusti

## Auditors

Deloitte Statsautoriseret Revisionspartnerselskab  
Weidekampsgade 6  
2300 Copenhagen S

# Statement by Management

The Executive Board has today considered and approved the annual report of Spencer Stuart Int. ApS for the financial year 01.10.2021 - 30.09.2022.

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 30.09.2022 and of the results of its operations for the financial year 01.10.2021 - 30.09.2022.

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.

Copenhagen, 28.02.2023

## Executive Board

**Elias Nevarez**

**Niels Rune Jørgensen**

**Marco Aurelio Gusti**

# Independent auditor's report

## To the shareholder of Spencer Stuart Int. ApS

### Opinion

We have audited the financial statements of Spencer Stuart Int. ApS for the financial year 01.10.2021 - 30.09.2022, 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.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 30.09.2022 and of the results of its operations for the financial year 01.10.2021 - 30.09.2022 in accordance with the Danish Financial Statements Act.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. 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 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 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, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### **Statement on the management commentary**

Management is responsible for the management commentary.

Our opinion 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 audit 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 audit 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 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 the management commentary.

Copenhagen, 28.02.2023

#### **Deloitte**

Statsautoriseret Revisionspartnerselskab  
CVR No. 33963556

#### **Flemming Larsen**

State Authorised Public Accountant  
Identification No (MNE) mne27790

# Management commentary

## Primary activities

The objective of the Company's activities is to conduct an executive recruitment business as well as consulting and management services to companies with such activities as well as any other related business.

## Description of material changes in activities and finances

Profit for the year amounts to DKK 150t. Results are in line with expectations.

## 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 2021/22

	Notes	2021/22 DKK	2020/21 DKK
<b>Gross profit/loss</b>		<b>(70,200)</b>	<b>(64,250)</b>
Income from investments in group enterprises		302,000	1,073,228
Other financial expenses		(2,532)	(2,485)
<b>Profit/loss before tax</b>		<b>229,268</b>	<b>1,006,493</b>
Tax on profit/loss for the year	1	(78,291)	(232,147)
<b>Profit/loss for the year</b>		<b>150,977</b>	<b>774,346</b>
<b>Proposed distribution of profit and loss</b>			
Retained earnings		150,977	774,346
<b>Proposed distribution of profit and loss</b>		<b>150,977</b>	<b>774,346</b>

# Balance sheet at 30.09.2022

## Assets

	Notes	2021/22 DKK	2020/21 DKK
Investments in group enterprises		20,326,940	19,994,940
<b>Financial assets</b>	2	<b>20,326,940</b>	<b>19,994,940</b>
<b>Fixed assets</b>		<b>20,326,940</b>	<b>19,994,940</b>
Income tax receivable		27,062	0
<b>Receivables</b>		<b>27,062</b>	<b>0</b>
<b>Cash</b>		<b>64,479</b>	<b>64,479</b>
<b>Current assets</b>		<b>91,541</b>	<b>64,479</b>
<b>Assets</b>		<b>20,418,481</b>	<b>20,059,419</b>

**Equity and liabilities**

	Notes	2021/22 DKK	2020/21 DKK
Contributed capital		80,000	80,000
Reserve for net revaluation according to the equity method		9,967,774	9,665,774
Retained earnings		7,340,893	7,491,916
<b>Equity</b>		<b>17,388,667</b>	<b>17,237,690</b>
Deferred tax		51,527	46,602
<b>Provisions</b>		<b>51,527</b>	<b>46,602</b>
Payables to group enterprises		2,916,487	2,590,674
Income tax payable		0	126,653
Other payables		61,800	57,800
<b>Current liabilities other than provisions</b>		<b>2,978,287</b>	<b>2,775,127</b>
<b>Liabilities other than provisions</b>		<b>2,978,287</b>	<b>2,775,127</b>
<b>Equity and liabilities</b>		<b>20,418,481</b>	<b>20,059,419</b>

Assets charged and collateral

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# Statement of changes in equity for 2021/22

	Contributed capital DKK	Reserve for net revaluation according to the equity method DKK	Retained earnings DKK	Total DKK
Equity beginning of year	80,000	9,665,774	7,491,916	17,237,690
Profit/loss for the year	0	302,000	(151,023)	150,977
<b>Equity end of year</b>	<b>80,000</b>	<b>9,967,774</b>	<b>7,340,893</b>	<b>17,388,667</b>

# Notes

## 1 Tax on profit/loss for the year

	2021/22 DKK	2020/21 DKK
Current tax	73,366	247,473
Change in deferred tax	4,925	(15,326)
	<b>78,291</b>	<b>232,147</b>

## 2 Financial assets

	Investments in group enterprises DKK
Cost beginning of year	10,329,166
Additions	60,000
Disposals	(30,000)
<b>Cost end of year</b>	<b>10,359,166</b>
Revaluations beginning of year	9,665,774
Share of profit/loss for the year	302,000
<b>Revaluations end of year</b>	<b>9,967,774</b>
<b>Carrying amount end of year</b>	<b>20,326,940</b>

## 3 Assets charged and collateral

### Collateral provided for group enterprises

The Company has provided a guarantee of payment to Spencer Stuart International P/S.

# Accounting policies

## Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

## Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

## Income statement

### Gross profit or loss

Gross profit or loss comprises revenue and external expenses.

### 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.

### Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of internal profits or losses.

### 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, amortisation of financial liabilities 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**

### **Investments in group enterprises**

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

### **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.

### **Cash**

Cash comprises cash in hand and bank deposits.

### **Deferred tax**

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset. However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Deferred tax relating to retaxation of previously deducted losses in foreign subsidiaries is recognised on the basis of an actual assessment of the purpose of each subsidiary.

### **Other financial liabilities**

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