

Innofactor Holding ApS

Øster Alle 48, 7th floor, 2100 København Ø

CVR number 32 32 44 52

Annual Report 2022

Financial year 01.01.2022 - 31.12.2022

Approved at the annual general meeting on april 3rd 2023

Chairman of the meeting, Sami Pekka Ensio

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Management's Statement on the Annual Report

The Board of Directors and the Executive Board have today discussed and approved the Annual Report 2022 of Innofactor Holding ApS.

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

In our opinion, the Financial Statements gives a true and fair view of the Company's financial position at 31 December 2022 and the results of operations for the financial year 1 January - 31 December 2022 of the Company.

In our opinion, the Management's review gives a fair view of the matters discussed in the Management review.

We recommend that the Annual Report be approved at the annual general meeting.

Copenhagen, April 3rd 2023

Executive Board

Sami Pekka Ensio

Board of Directors

Sami Pekka Ensio
Chairman

Vesa Matti Syrjäkari
Board member

Anni Johanna Pokkinen
Board member

Independent auditor's report

To the shareholder of Innofactor Holding ApS

Opinion

We have audited the financial statements of Innofactor Holding ApS for the financial year 1 January – 31 December 2021, which comprise income statement, balance sheet and notes, including 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 financial position of the Company at 31 December 2021 and of the results of the Company's operations for the financial year 1 January – 31 December 2021 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 our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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 additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

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.

Auditor's Responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 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 the financial statements.

Independent auditors' report

As part of an audit conducted in accordance with ISAs and 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 note 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.

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the 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 the Management's review.

Veile, April 3rd 2023

EY Godkendt Revisionspartnerselskab

CVR no 30 70 02 28

Heidi Brander
State Authorised Public Accountant
mne33253

Company Information

The Company	Innofactor Holding ApS Øster Alle 48, 7th floor 2100 København Ø
Executive Board	Sami Pekka Ensio
Board of Directors	Sami Pekka Ensio, Chairman Anni Johanna Pokkinen Vesa Matti Syrjäkari
Auditors	EY Godkendt Revisionspartnerselskab
Financial year	1 January - 31 December

Management's Review

The Company's business review

The Company's objective is to own shares in group entities.

Subsequent events

No material events affecting the Company's financial position have occurred subsequent to the financial year-end.

Financial review

The income statement for 2022 shows a loss of DKK 2.135.141 against a loss of DKK 1.835.974 in 2021, and the balance sheet at 31 December 2022 shows a negative equity of DKK 56.776.417.

Management considers the Company's financial performance in the year unsatisfying.

Management is aware of the negative equity and as previously year expect to re-establish its share of capital through future earnings or contributions.

Financing

In 2022, the Company realized a loss. The Company is mainly financed through loans from the Company's Parent Company. In Management's assessment, the Parent Company will be able to continue to support the Group's subsidiaries. The ultimate parent company, Innofactor Plc, has issued a letter of support valid at least until the annual general meeting approving the 2023 financial statements, which promises to secure the liquidity necessary for the planned activities in Innofactor Holding ApS and its subsidiary so that the Company may be regarded as a going concern.

Income Statement 1 January - 31 December

Note	2022	2021
Other external expenses	39	1 002
Profit (loss) from ordinary operating activities	-39	-1 002
3 Financial income	0	210 116
4 Financial expenses	2 135 102	2 045 088
Profit (loss) from ordinary activities before tax	-2 135 141	-1 835 974
5 Tax	0	0
Profit (loss)	-2 135 141	-1 835 974
Proposed distribution of results:		
Retained earnings	-2 135 141	-1 835 974
Profit for the year distributed	-2 135 141	-1 835 974

Balance sheet 31 December

Assets

Note	2022	2021
6 Investments in group entities	33 852 000	33 852 000
Investments	33 852 000	33 852 000
Non-current assets	33 852 000	33 852 000
Cash and cash equivalents	25	64
Current assets	25	64
Total assets	33 852 025	33 852 064

Liabilities

Note	2022	2021
Share capital	80 000	80 000
Retained earnings	-56 856 417	-54 721 276
7 Equity	-56 776 417	-54 641 276
Long-term payables to group enterprises	5 000 000	38 570 617
8 Long-term debt	5 000 000	38 570 617
Short-term payables to group enterprise	85 628 441	49 922 722
Short-term debt	85 628 441	49 922 722
Total debt	90 628 441	88 493 339
Total liabilities and equity	33 852 025	33 852 063

Notes to the annual accounts

1 Financing

The Company is mainly financed through loans from the Company's Parent Company. In management's assessment, The Parent Company will be able to continue to support the Group's subsidiaries. The ultimate parent, Innofactor Plc, has issued a letter of support valid at least until the annual general meeting approving the 2023 financial statements, which promises to secure the liquidity necessary for the planned activities in the Company and its subsidiary so that the Company may be regarded as a going concern.

2 Subsequent events

No material events affecting the Company's financial position have occurred subsequent to the financial year-end.

	2022	2021
3 Financial income		
Interest income, group entities	0	159 033
Adjustment, exchange rate gains	0	51 082
	0	210 116
4 Financial expenses		
Interest expenses, group entities	2 082 727	2 045 088
Adjustment, exchange rate losses	52 375	
	2 135 102	2 045 088
5 Taxable income		
Tax on the taxable income of the year	0	0
Increase/decrease in provision for deferred tax	0	0
Tax related to prior years (income)	0	0
	0	0

Management has assessed that it is unlikely that the deferred tax asset of kr 16.420.378 can be utilized within a foreseeable future.

6 Investments

	Investments in group entities
Cost at 1 January	33 852 000
Additions in the year (Convencion of dept)	0
Cost at 31 December	33 852 000
Value adjustments at 1 January	
Value adjustment at 31 December	0
Carrying amount at 31 December	33 852 000

Notes to the annual accounts

7 Equity

	<u>Share capital</u>	<u>Retained earnings</u>
Equity capital 1 January	80 000	-54 721 276
Loss for the year	0	-2 135 141
Equity capital 31 December	<u>80 000</u>	<u>-56 856 417</u>

Management is aware of the negative equity and as previously years expect to re-establish its share of capital through future earning or contributions.

8 Disclosure of long-term liabilities other than provisions

Out of the total long-term liabilities, an amount of DKK 0 is due for payment after more than 5 years after the balance sheet date.

9 Collaterals

No assets were pledged as collateral or otherwise charged at the balance sheet date.

10 Contingent liabilities

As management company, the company is jointly taxed with other Danish group entities and is jointly and severally liable with the other jointly taxed Group companies for payment of withholding taxes payable and for corporate taxes.

Notes to the annual accounts - accounting policies

Basis of accounting

The Annual Report of Innofactor Holding ApS for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B. Management has chosen to follow certain rules from reporting class C.

With reference to the Danish Financial Statements Act § 110 the company has not prepare a consolidated financial statements. The company is included in the consolidated financial statements for Innofactor Plc, Espoo, Finland.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish Kroner.

Recognition and measurement

Revenues are recognised in the income statement as earned, which includes recognition of value adjustments of financial assets and liabilities. Furthermore, all expenses incurred, including depreciation, amortisation and impairment losses, are 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 deductions 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. Exchange differences arising due to differences between the transaction dates rates and the rates at dates of payment, are recognised in financial income and expenses in the income statement. If foreign exchange positions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

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. The difference between the exchange rate at the balance sheet date and the rate at the time of origin of the receivable or debt is recognised in financial income and expenses in the income statement.

Fixed assets purchased in foreign currencies are measured at the rate of exchange at the date of transaction.

Notes to the annual accounts - accounting policies

Other external expenses

Other external expenses include the year's expenses relating to the entity's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts relating to the financial year. Financial income and expenses comprise interest income and expenses, realised and unrealised exchange gains and losses concerning debt and transactions in foreign currencies as well as extra payments and repayment under the on-account taxation scheme.

Corporation Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity and its Danish group entities are taxed on a joint basis. The Danish income tax charge is allocated between profit-making and loss-making Danish entities in proportion to their taxable income (full allocation method).

Investments in group entities

Investments in group entities are measured at cost. Dividends, which exceed the accumulated earnings in the subsidiary in the period of ownership are accounted for as a cost reduction. Where the cost exceeds the net realisable value, the carrying amount is reduced to such lower value.

Impairment of fixed assets

Investments in subsidiaries are subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation. Impairment tests are conducted in respect of individual assets or groups of assets generating separate cash flows when there is indications of impairment. The assets are written down to the higher of the value in use and net realisable value (recoverable amount) of the asset or group of assets.

Notes to the annual accounts - accounting policies

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value. Provisions are made for bad debts because of objective evidence that a receivable or a group of receivables are impaired. Write-downs are made to the lower of the net realisable value and the carrying amount.

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term marketable securities, which are subject to an insignificant risk of changes in value.

Corporation tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the balance sheet as calculated tax on the taxable income for the year adjusted for tax on previous years' taxable income as well as for taxes paid on account.

Deferred tax is measured under the balance sheet liability method in respect of all temporary differences between the carrying amount and the tax base of assets and liabilities. In cases, of concerning shares, where the computation of the tax base may be made according to alternative tax rules, deferred tax is measured based on the intended use of the asset or 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 either realised, by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity and jurisdiction. Any deferred net tax assets are measured at net realisable value.

Debt

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

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SAMI PEKKA ENSIO

CEO

På vegne af: Innofactor Holding ApS

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SAMI PEKKA ENSIO

Chairman of the meeting

På vegne af: Innofactor Holding ApS

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SAMI PEKKA ENSIO

Chairman

På vegne af: Innofactor Holding ApS

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VESA MATTI SYRJÄKARI

Board member

På vegne af: The Company

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ANNI JOHANNA POKKINEN

Board member

På vegne af: The Company

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Heidi Brander

State Authorised Public Accountant

På vegne af: EY Godkendt Revisionspartnerselskab

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