



Capitalaid DK ApS

Torndalsvej 13
9240 Nibe
CVR No. 35479023

Annual report 2021

The Annual General Meeting adopted the
annual report on 12.07.2022

Torben Pedersen

Chairman of the General Meeting

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Entity details

Entity

Capitalaid DK ApS

Torndalsvej 13

9240 Nibe

Business Registration No.: 35479023

Registered office: Rebild

Financial year: 01.01.2021 - 31.12.2021

Board of Directors

Morten Lund Nielsen, Chairman

Jimmy Fussing Nielsen

Torben Pedersen

Executive Board

Torben Pedersen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Capitalaid DK ApS for the financial year 01.01.2021 - 31.12.2021.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2021 and of the results of its operations for the financial year 01.01.2021 - 31.12.2021.

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.

Nibe, 12.07.2022

Executive Board

Torben Pedersen

Board of Directors

Morten Lund Nielsen
Chairman

Jimmy Fussing Nielsen

Torben Pedersen

Independent auditor's report

To the shareholders of Capitalaid DK ApS

Opinion

We have audited the financial statements of Capitalaid DK ApS for the financial year 01.01.2021 - 31.12.2021, 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 31.12.2021 and of the results of its operations for the financial year 01.01.2021 - 31.12.2021 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 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.

Material uncertainty related to going concern

Without qualifying our opinion, we draw attention to the fact that the Company has negative equity at 31 December 2021 which is funded by loan from Vækstfonden and where the maturity of the loan has been extended to 30 June 2023. On this basis Management has concluded that it is appropriate to present the financial statements on a going-concern basis. Based on the audit performed we concur that it is appropriate to prepare the financial statements on a going-concern basis.

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, 12.07.2022

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

Kim Takata Mücke

State Authorised Public Accountant

Identification No (MNE) mne10944

Management commentary

Primary activities

The Company is a minority shareholder in Tradeshift.

Development in activities and finances

The shares in Tradeshift are valued according to public available information and taking into account the preference rights attached to the shares hold by the Company and prices applied in recent transactions undertaken by the Company.

The valuation of the Tradeshift shares are thus inherently subject to significant uncertainty in relation to variables like Tradeshift's ability to meet performance targets, exit/IPO strategy, need for additional funding and thereby risk that the Company's shareholdings in Tradeshift may be diluted, etc.

As of 31 December 2021 the Company has negative equity. The negative equity is primarily financed by the syndication loan from Vækstfonden of DKK 16.1 million including added interests. In June 2021, the Company and Vækstfonden has agreed to extend the maturity of the loan to 30 June 2023 and to change the loan to an interest free loan and to issue warrants to Vækstfonden.

Based on the extended loan terms, Management has concluded that it is appropriate to present the financial statements on a going-concern basis.

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

	Notes	2021 DKK	2020 DKK
Gross profit/loss		(69,077)	(176,005)
Other financial income	2	26,464	0
Impairment losses on financial assets		(1,010,092)	0
Other financial expenses	3	(12,859)	(934,496)
Profit/loss for the year		(1,065,564)	(1,110,501)
Proposed distribution of profit and loss			
Retained earnings		(1,065,564)	(1,110,501)
Proposed distribution of profit and loss		(1,065,564)	(1,110,501)

Balance sheet at 31.12.2021

Assets

	Notes	2021 DKK	2020 DKK
Other investments		13,635,938	16,499,600
Financial assets	4	13,635,938	16,499,600
Fixed assets		13,635,938	16,499,600
Cash		20,090	8,741
Current assets		20,090	8,741
Assets		13,656,028	16,508,341

Equity and liabilities

	Notes	2021 DKK	2020 DKK
Contributed capital	5	90,879	90,879
Retained earnings		(2,540,916)	(1,475,352)
Equity		(2,450,037)	(1,384,473)
Other payables		16,068,565	0
Non-current liabilities other than provisions	6	16,068,565	0
Trade payables		37,500	62,500
Other payables		0	17,830,314
Current liabilities other than provisions		37,500	17,892,814
Liabilities other than provisions		16,106,065	17,892,814
Equity and liabilities		13,656,028	16,508,341
Going concern	1		
Contingent assets	7		

Statement of changes in equity for 2021

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	90,879	(1,475,352)	(1,384,473)
Profit/loss for the year	0	(1,065,564)	(1,065,564)
Equity end of year	90,879	(2,540,916)	(2,450,037)

Notes

1 Going concern

As of 31 December 2021 the equity is negative by 2,541 tDKK (2020: 1,384). Management has assessed whether the Company can continue its activities at least until 31 December 2022.

The negative equity is funded by loan from Vækstfonden. In 2021, the Company and Vækstfonden agreed to extend the maturity date to 30 June 2023. In 2022, operating expenses are kept at a minimum. Management has concluded that it is appropriate to prepare the financial statements on a going-concern basis.

2 Other financial income

	2021 DKK	2020 DKK
Exchange rate adjustments	26,464	0
	26,464	0

3 Other financial expenses

	2021 DKK	2020 DKK
Other interest expenses	0	932,631
Other financial expenses	12,859	1,865
	12,859	934,496

4 Financial assets

	Other investments DKK
Cost beginning of year	16,499,600
Disposals	(1,853,570)
Cost end of year	14,646,030
Impairment losses for the year	(1,010,092)
Impairment losses end of year	(1,010,092)
Carrying amount end of year	13,635,938

5 Share capital

Share capital comprise 11,566 A-shares and 79,313 B-shares. The Company has issued 938 warrants to Vækstfonden, which Vækstfonden can exercise in connection with an exit. The warrants will lapse if no exercise event has occurred before 1 July 2030. Each warrant entitles Vækstfonden to subscribe for one (1) A-share of nominally DKK 1 in the Company at a price of DKK 1 per A-share.

6 Non-current liabilities other than provisions

	Due after more than 12 months 2021 DKK
Other payables	16,068,565
	16,068,565

Other payables comprise loan from Vækstfonden. In 2021, the parties have agreed to extend maturity date to 30 June 2023.

7 Contingent assets

The Company has tax loss carry-forwards totalling of 11,800 tDKK (2020: 11,816 tDKK). The tax value of 2,596 tDKK (2020: 2,600 tDKK) has not been recognized in the balance sheet due to uncertainty as to the future application of the tax losses.

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.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

Income statement

Gross profit or loss

Gross profit or loss comprises operating income less external expenses.

Other external expenses

Other external expenses include corporate expenses.

Other financial income

Other financial income comprises return from investments, interest income and currency gains.

Impairment losses on financial assets

Impairment losses on financial assets comprise impairment losses on financial assets which are measured at fair value on a current basis.

Other financial expenses

Other financial expenses comprise interest expenses and currency losses.

Balance sheet

Other investments

Other investments comprise shares in Tradeshift, which are measured at estimated fair value.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

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