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FaunaPhotonics Agriculture & Environmental A/S

Støberigade 14
2450 København SV
CVR No. 35642986

Annual report 2022

The Annual General Meeting adopted the annual report on 28.06.2023

DocuSigned by:
Jesper Baagøe-Kronborg
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Jesper Baagøe-Kronborg
Chairman of the General Meeting

Contents

Entity details	2
Statement by Management	3
Independent auditor's extended review report	4
Management commentary	6
Income statement for 2022	7
Balance sheet at 31.12.2022	8
Statement of changes in equity for 2022	10
Notes	11
Accounting policies	14

Entity details

Entity

FaunaPhotonics Agriculture & Environmental A/S

Støberigade 14

2450 København SV

Business Registration No.: 35642986

Registered office: København

Financial year: 01.01.2022 - 31.12.2022

Board of Directors

Torben Ladegaard

Jes Broeng

Frederik Taarnhøj

Duncan Trevor Aust

David Carl Christian von Kauffmann

Executive Board

Michael Stanley Pedersen

Frederik Taarnhøj

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

City Tower, Værkmestergade 2

8000 Aarhus C

Lead Client Service Partner: Mads Fauerskov

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of FaunaPhotonics Agriculture & Environmental A/S for the financial year 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

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.

København, 28.06.2023

Executive Board

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Michael Stanley Pedersen
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Michael Stanley Pedersen

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Frederik Taarnhøj
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Frederik Taarnhøj

Board of Directors

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Torben Ladegaard
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Torben Ladegaard

DocuSigned by:
Jes Broeng
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Jes Broeng

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Frederik Taarnhøj
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Frederik Taarnhøj

DocuSigned by:
Duncan Trevor Aust
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Duncan Trevor Aust

DocuSigned by:
KAUFFMANN David
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David Carl Christian von Kauffmann

Independent auditor's extended review report

To the shareholders of FaunaPhotonics Agriculture & Environmental A/S

Conclusion

We have performed an extended review of the financial statements of FaunaPhotonics Agriculture & Environmental A/S for the financial year 01.01.2022 - 31.12.2022, 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.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

Statement on the management commentary

Management is responsible for the management commentary.

Our conclusion 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 extended review 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 extended review 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.

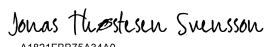
Based on the work we have performed, we conclude that the management commentary is in accordance with financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Aarhus, 28.06.2023

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

DocuSigned by:

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Jonas Thøstesen Svensson

State Authorised Public Accountant

Identification No (MNE) mne47824

Management commentary

Primary activities

The Company's object is to operate within technology for monitoring atmospheric and aquatic fauna and related activities.

Development in activities and finances

The financial statements for the period 01.01.22 - 31.12.22 show a loss of DKK 27,001,815 against a loss of DKK 24,494,905 for the period 01.01.21 - 31.12.21. The balance sheet shows equity of DKK 24,033,042. According to Management, the financial performance was as expected. In 2022, the Company focused on developing a cheaper and more stable sensor product as well as expanding the number of business partners. Management considers these efforts to be very satisfactory. In 2022, the Company received a total of DKK 16m in capital contributions.

Events after the balance sheet date

After the balance sheet date, the company received TDKK 10.100 in connection with a capital increase. The capital increase was carried out as a cash capital increase.

In addition, no other significant circumstances has occurred after the balance sheet date.

Income statement for 2022

	Notes	2022 DKK	2021 DKK
Gross profit/loss	2	(6,686,450)	(6,388,298)
Staff costs	3	(21,767,273)	(19,298,648)
Depreciation, amortisation and impairment losses		(1,058,599)	(1,164,925)
Operating profit/loss		(29,512,322)	(26,851,871)
Other financial income		3,761	2,795
Other financial expenses		(533,677)	(538,839)
Profit/loss before tax		(30,042,238)	(27,387,915)
Tax on profit/loss for the year	4	3,040,423	2,893,010
Profit/loss for the year		(27,001,815)	(24,494,905)
Proposed distribution of profit and loss			
Retained earnings		(27,001,815)	(24,494,905)
Proposed distribution of profit and loss		(27,001,815)	(24,494,905)

Balance sheet at 31.12.2022

Assets

	Notes	2022 DKK	2021 DKK
Acquired patents		1,737,219	960,155
Intangible assets	5	1,737,219	960,155
Other fixtures and fittings, tools and equipment		832,126	1,805,575
Leasehold improvements		19,628	27,658
Property, plant and equipment	6	851,754	1,833,233
Deposits		216,448	215,866
Financial assets		216,448	215,866
Fixed assets		2,805,421	3,009,254
Raw materials and consumables		1,361,144	290,391
Inventories		1,361,144	290,391
Trade receivables		74,382	1,119,739
Other receivables		3,436,418	2,678,416
Income tax receivable	7	3,040,423	2,893,113
Receivables from owners and management	8	72,347	69,527
Receivables		6,623,570	6,760,795
Cash		23,675,079	36,510,793
Current assets		31,659,793	43,561,979
Assets		34,465,214	46,571,233

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Contributed capital		698,988	538,506
Retained earnings		23,334,054	34,906,649
Equity		24,033,042	35,445,155
Debt to other credit institutions		6,211,887	6,365,403
Other payables		1,042,084	2,128,357
Non-current liabilities other than provisions	9	7,253,971	8,493,760
Payables to other credit institutions		491,504	0
Trade payables		1,011,468	679,179
Payables to owners and management		155,914	149,838
Other payables		1,384,515	1,574,156
Deferred income		134,800	229,145
Current liabilities other than provisions		3,178,201	2,632,318
Liabilities other than provisions		10,432,172	11,126,078
Equity and liabilities		34,465,214	46,571,233
Going concern	1		
Unrecognised rental and lease commitments	10		
Assets charged and collateral	11		

Statement of changes in equity for 2022

	Contributed capital DKK	Share premium DKK	Retained earnings DKK	Total DKK
Equity beginning of year	538,506	0	34,906,649	35,445,155
Increase of capital	160,482	15,887,720	0	16,048,202
Costs related to equity transactions	0	(458,500)	0	(458,500)
Transfer to reserves	0	(15,429,220)	15,429,220	0
Profit/loss for the year	0	0	(27,001,815)	(27,001,815)
Equity end of year	698,988	0	23,334,054	24,033,042

Notes

1 Going concern

The Entity's annual report has been presented under the going concern assumption.

The Entity's ability to continue as going concern has been secured through a capital increase of DKK 10.100. The increased capital secures a runway until 2024 with the budgeted activity.

2 Gross profit/loss

Other operating income included in the gross profit/loss includes DKK 2,570,945 in funds received.

3 Staff costs

	2022	2021
	DKK	DKK
Wages and salaries	19,646,552	17,392,357
Pension costs	1,745,840	1,609,500
Other social security costs	128,758	138,040
Other staff costs	246,123	158,751
	21,767,273	19,298,648
Average number of full-time employees	34	32

4 Tax on profit/loss for the year

	2022	2021
	DKK	DKK
Current tax	(3,040,423)	(2,893,113)
Adjustment concerning previous years	0	103
	(3,040,423)	(2,893,010)

5 Intangible assets

	Acquired patents DKK
Cost beginning of year	960,155
Additions	854,184
Cost end of year	1,814,339
Amortisation for the year	(77,120)
Amortisation and impairment losses end of year	(77,120)
Carrying amount end of year	1,737,219

6 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	3,337,153	40,149
Disposals	(88,638)	0
Cost end of year	3,248,515	40,149
Depreciation and impairment losses beginning of year	(1,531,578)	(12,491)
Impairment losses for the year	(14,772)	0
Depreciation for the year	(958,677)	(8,030)
Reversal regarding disposals	88,638	0
Depreciation and impairment losses end of year	(2,416,389)	(20,521)
Carrying amount end of year	832,126	19,628

7 Tax receivable

The amount of TDKK 3.040 comprises tax receivable from the tax credit scheme for the income year 2022 and the amount is expected to be paid in 2023.

In recent years the danish tax authorities has intensified its focus on the tax credit scheme, which has led to an increased uncerntianty about the use of the rules including the possibilities for disbursement. As a result, the calculation of the tax receivable is subject to increased uncertainty. However, management believes that the company's tax receivable comply with the requirements for payment of the tax credits.

8 Receivables from owners and management

Receivables from owners and management comprises a receivable from FaunaPhotonics Founders Holding ApS and occurred before the change in the ownership structure.

9 Non-current liabilities other than provisions

	Due after more than 12 months 2022 DKK
Debt to other credit institutions	6,211,887
Other payables	1,042,084
	7,253,971

Other payables is non-current holiday pay obligations.

10 Unrecognised rental and lease commitments

	2022	2021
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	301,845	544,477

11 Assets charged and collateral

Selected facilities are secured on domestic guarantees by way of a mortgage of a nominal amount of DKK 1,831k in a pledged account. The pledged account appears from the Company's cash.

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, however with a few reclassifications.

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. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, other operating income, cost of sales and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost.

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.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to other fixtures and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and other fixtures.

Other financial income

Other financial income comprises interest income, including exchange gains on securities, payables and transactions in foreign currencies and tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including exchange losses on securities, payables and transactions in foreign currencies, and 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**Intellectual property rights etc.**

Intellectual property rights etc comprise patents.

Patents are amortised on a straight-line basis over their remaining duration.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

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

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

	Useful life
Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	3-5 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Inventories

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

Cost consists of purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs and indirect production costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

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 bank deposits.

Other financial liabilities

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

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.