

**Superbus Holding ApS**

Vasbygade 18  
2450 København SV

CVR No. 36931051

**Annual report 2023**

1 January 2023 - 31 December 2023

Adopted at the Annual General Meeting on 12  
July 2024



Jan Hendrik Philip  
*Chairman*

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## Company details

### Company

Superbus Holding ApS  
Vasbygade 18  
2450 København SV

CVR No.: 36931051

### Executive board

Harold Jörgen Kluit

### Board of Directors

Jan Hendrik Philip  
Frank Keijzer  
Harold Jörgen Kluit

### Auditors

inforevision  
statsautoriseret revisionsaktieselskab  
Buddingevej 312  
2860 Søborg  
CVR No. 19263096

Kenny Madsen, state authorised public accountant

## Management's Review

### Primary activities

The company's primary activities is to be a holding company.

### Development in activities and finances

The results of the company's activities in the financial year amounted to a profit/loss of DKK -3.262.372 against DKK 412.012 in last financial year. The equity at the balance sheet date amounted to DKK -11.214.349.

Management consider the results as satisfactory.

## Statement by Management

The Board of Directors and The Executive Board have today considered and adopted the annual report for 1 January 2023 - 31 December 2023 for Superbus Holding ApS.

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 the company's financial position at 31 December 2023 and of the results of its operations for the financial year 1 January 2023 - 31 December 2023.

We believe that the Management's review contains a fair review of the affairs and conditions referred to therein.

We recommend that the annual report be adopted at the Annual General Meeting.

København SV, 12 July 2024

### Executive board



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Harald Jörgen Kluit  
*Executive director*

### Board of Directors




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Jan Hendrik Philip  
*Chairman*



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Frank Keijzer  
*Board member*



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Harald Jörgen Kluit  
*Board member*

# The Independent Auditor's Extended Review on the Financial Statements

## To the shareholder of Superbus Holding ApS

### Conclusion

We have performed an extended review of the financial statements of Superbus Holding ApS for the financial year 1 January 2023 - 31 December 2023, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

Based on our work performed, in our opinion, the financial statements give a true and fair view of the company's financial position as at 31 December 2023 and of the results of the company's operations for the financial year 1 January 2023 - 31 December 2023 in accordance with the Danish Financial Statements Act.

### Basis for conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR – Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Practitioner's responsibilities for the extended review 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 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 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.

### Practitioner'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 in order to obtain limited assurance for our conclusion on the financial statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

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

# The Independent Auditor's Extended Review on the Financial Statements, continued

## 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 extended review 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 extended review, or otherwise appears to be materially misstated.

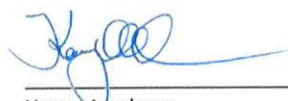
Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

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 in the Management's review.

Søborg, 12 July 2024

inforevision  
Statsautoriseret revisionsaktieselskab  
CVR No. 19263096



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Kenny Madsen  
State Authorised Public Accountant  
mne33718

## Accounting policies

### Information on reporting class

The annual report has been prepared in accordance with Danish financial statement legislation as well as generally accepted accounting principles.

The annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing Reporting class B.

Some provisions from reporting class C has been adopted.

The accounting policies have not been changed from last year.

### Generally regarding recognition and measurement

The financial statements have been prepared based on historical cost.

The income is 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.

The functional currency is Danish Kroner. All other currencies are considered foreign currencies.

### Foreign currency translation

During the year, transactions in foreign currencies have been translated applying the exchange rate at the transaction date. If currency positions are considered hedge of future cash flows, the value adjustments are recognised directly in equity.

Receivables and debt denominated in foreign currencies have been recognised at the exchange rate of the balance sheet date.

Realised and unrealised exchange gains and losses have been recognised in the income statement under other financial income and expenses.



## Accounting policies, continued

### Income statement

The income statement has been classified by nature.

### External expenses

External expenses comprises Administrative expenses.

### Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the group enterprises' profit/loss adjusted for internal profits and losses less amortisation of goodwill on consolidation for the year.

### Financial expenses

Financial expenses is recognised with amounts concerning the the financial year. Financial expenses comprise interest.

### Tax on profit or loss for the year

Tax on profit or loss for the year represents 22% of the book profit or loss adjusted for non-taxable and non-deductible items.

Tax on profit or loss for the year consists of the anticipated tax portion of the taxable income for the year adjusted for the changes for the year in deferred tax. Changes in deferred taxes due to adjustments of tax rates is recognised in the income statement.

Tax on profit or loss for the year is recognised in the income statement by the portion attributable to the profit or loss for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The company is subject to the Danish Tax Prepayment Scheme. Interest reimbursement and interest surcharge have been recognised in financial income and expenses.

## Accounting policies, continued

### Balance sheet

The balance sheet has been presented in account form.

### Assets

#### Investments in group enterprises

Investments in group enterprises have been recognised according to the equity method. This means that investments are measured at the pro rata share of the group enterprises' net asset value adjusted for internal dividends and profit or losses.

Distributable reserves in group enterprises which are distributed as dividends to the parent at the balance sheet date are included in the value of investments.

Group enterprises with negative net asset values are measured at zero, and any receivable from such enterprises is written down by the Parent's share of the negative net asset value to the extent deemed irrecoverable. If the negative net asset value exceeds the amount receivable, the remaining amount is recognised in provisions to the extent the Parent has a legal or constructive obligation to cover the relevant enterprise's liabilities.

Acquisition of group enterprises are recognised at cost. The difference between the cost price and the net asset value of the acquired company, which appears at the time of establishing the consolidation, is as far as possible allocated to the assets and liabilities whose value is higher or lower than the carrying amount. A remaining positive difference is treated as goodwill and included in the value of investments.

A negative difference, reflecting an expected cost or an unfavourable development, are recognised as income in the income statement in the year of acquisition.

Goodwill is amortised in the income statement over 10 years. The amortisation period is based on an assessment of the market position, earnings profile, and expectations of customers loyalty, which within reasonable limits is based on historical data/registrations. Amortisations are recognised in the income statement with other value adjustments in the item income from investments in group enterprises.

The total net revaluation of investments in group enterprises is allocated through the profit or loss distribution to "Reserve for net revaluation according to the equity method" under equity. The reserve is reduced by dividend distributions to the Parent and is adjusted by changes in equity in the group enterprises.

### 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.

## Accounting policies, continued

### Equity and liabilities

#### Deferred tax and corporation tax

Deferred tax is measured using the balance sheet liability method. Provision has been made for deferred tax by 22% on all temporary differences between carrying amount and tax-based value of assets and liabilities. Deferred tax is also measured with respect of the planned use of the asset and the settlement of the liability.

The tax value of the tax losses to be carried forward are included in the calculation of deferred taxes if it is probable that the losses can be used. Deferred tax assets are measured at net realisable value.

The company is jointly taxed with other Danish group enterprises with Tourism Group Copenhagen ApS as Management company. The tax effect of the joint taxation is allocated among the group enterprises in ratio to their taxable income according to the rules on full allocation with a refund for tax losses of the Danish Corporation Tax Act.

Joint tax contributions between the jointly taxed companies which have not been settled at the balance sheet date are classified as joint tax contributions in receivables or liabilities other than provisions.

#### Financial debts

Short-term debts are measured at amortised cost, substantially corresponding to nominal value.

## Resultatopgørelse

	Note	2023 DKK	2022 DKK
Income from investments in group enterprises	4	-3.196.226	439.994
External expenses		-23.161	-17.750
<b>Earnings before interest and taxes (EBIT)</b>		<b>-3.219.387</b>	<b>422.244</b>
Finance expenses	1	-20.958	-21.200
<b>Profit/loss before tax</b>		<b>-3.240.345</b>	<b>401.044</b>
Tax on profit/loss for the year	2	-22.027	10.968
<b>Profit/loss for the year</b>		<b>-3.262.372</b>	<b>412.012</b>

## Proposed distribution of profit and loss

	2023 DKK	2022 DKK
Proposed distribution of profit and loss for the year :		
Transferred to retained earnings	-3.262.372	412.012
<b>Profit/loss for the year</b>	<b>-3.262.372</b>	<b>412.012</b>

## Assets

	Note	31/12-2023	31/12-2022
		DKK	DKK
Investments in group enterprises	4	74.700	149.400
<b>Investments</b>	3	<u>74.700</u>	<u>149.400</u>
<b>Fixed assets</b>		<u>74.700</u>	<u>149.400</u>
Deferred tax assets	2	0	26.651
<b>Receivables</b>		<u>0</u>	<u>26.651</u>
<b>Cash at bank and in hand</b>		<u>22.140</u>	<u>74.509</u>
<b>Current assets</b>		<u>22.140</u>	<u>101.160</u>
<b>Total assets</b>		<u><u>96.840</u></u>	<u><u>250.560</u></u>

## Equity and liabilities

	<u>Note</u>	<u>31/12-2023</u>	<u>31/12-2022</u>
		DKK	DKK
Contributed capital		72.160	72.160
Share premium		2.216.646	2.216.646
Retained earnings		-13.503.155	-10.240.783
<b>Equity</b>		<b>-11.214.349</b>	<b>-7.951.977</b>
Provisions for investments in group enterprises, liabilities	4	10.859.510	7.777.984
<b>Provisions</b>		<b>10.859.510</b>	<b>7.777.984</b>
Trade payables		17.748	12.747
Payables to group enterprises		433.931	411.806
<b>Short-term liabilities other than provisions</b>		<b>451.679</b>	<b>424.553</b>
<b>Liabilities other than provisions</b>		<b>451.679</b>	<b>424.553</b>
<b>Total equity and liabilities</b>		<b>96.840</b>	<b>250.560</b>
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## Statement of changes in equity

	<b>Contributed capital</b>	<b>Share premium</b>	<b>Retained earnings</b>	<b>Total</b>
	DKK	DKK	DKK	DKK
Equity at 1 January 2022	72.160	2.216.646	-10.652.795	-8.363.989
Distributed profit/loss for the year			412.012	412.012
<b>Equity at 1 January 2023</b>	<b>72.160</b>	<b>2.216.646</b>	<b>-10.240.783</b>	<b>-7.951.977</b>
Distributed profit/loss for the year			-3.262.372	-3.262.372
<b>Equity at 31 December 2023</b>	<b>72.160</b>	<b>2.216.646</b>	<b>-13.503.155</b>	<b>-11.214.349</b>

## Notes

### 1. Finance expenses

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Financial expenses to group enterprises	20.172	19.604
Other financial expenses	786	1.596
<b>Total</b>	<b><u>20.958</u></b>	<b><u>21.200</u></b>

### 2. Tax expense

	<u>Deferred tax</u>	<u>Tax on profit/loss for the year</u>	<u>2022</u>
	DKK	DKK	DKK
Payables at 1 January 2023	-22.027		
Adjustment tax, previous years	0	0	-2.414
Tax on profit/loss for the year	22.027	22.027	-10.968
<b>Payables at 31 December 2023</b>	<b><u>0</u></b>		
<b>Tax on profit/loss for the year recognised in the income statement</b>		<b><u>22.027</u></b>	<b><u>-13.382</u></b>

### 3. Investments

	<u>Investments in group enterprises</u>	<u>Total</u>	<u>2022</u>
	DKK	DKK	DKK
Cost at 1 January 2023	2.133.906	2.133.906	2.133.906
Additions for the year	40.000	40.000	0
<b>Cost at 31 December 2023</b>	<b><u>2.173.906</u></b>	<b><u>2.173.906</u></b>	<b><u>2.133.906</u></b>
Amortisation and impairment losses at 1 January 2023	-9.762.490	-9.762.490	-9.687.790
Amortisation for the year	-74.700	-74.700	-74.700
Impairment losses for the year	-3.121.526	-3.121.526	514.694
Reversal for previous years impairment losses	0	0	-514.694
<b>Amortisation and impairment losses at 31 December 2023</b>	<b><u>-12.958.716</u></b>	<b><u>-12.958.716</u></b>	<b><u>-9.762.490</u></b>
<b>Carrying amount at 31 December 2023</b>	<b><u>-10.784.810</u></b>	<b><u>-10.784.810</u></b>	<b><u>-7.628.584</u></b>



## Notes, continued

### 4. Investments in group enterprises

	Equity interest	Contributed capital	According to annual report		Superbus Holding ApS' share	
			Profit/loss for the year	Equity	Share of profit/loss for the year	Share of equity
			DKK	DKK	DKK	DKK
Red City Buses Denmark ApS, Copenhagen	100%	1.200.100	66.016	-7.711.968	66.016	-7.711.968
The Tube København ApS, Copenhagen	100%	40.000	-3.187.542	-3.147.542	-3.187.542	-3.147.542
<b>Total</b>					<b>-3.121.526</b>	<b>-10.859.510</b>
Amortisations					-74.700	74.700
<b>Total</b>					<b>-3.196.226</b>	<b>-10.784.810</b>

#### Recognition in balance sheet:

Investments in group enterprises	74.700
Provisions for investments in group enterprises, liabilities	-10.859.510
<b>Total</b>	<b>-10.784.810</b>

### 5. Contingent assets

2023

DKK

### 6. Contingent liabilities

Superbus Holding ApS are jointly taxed with other group companies and are severally liable for tax on the jointly taxed incomes etc. of the group. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of tax on interest, dividend tax and tax on royalty payments. Any subsequent adjustments of corporation taxes and withholding taxes may increase the the company's liability.

As a surety, the company guarantees solidarity with other group companies for the parent company's loan facility totaling EUR 81,700,000. In this connection an assets charge ban has been issued for some of the assets.

### 7. Group relations

The company is included in the consolidated report for the parent companies:

The largest group:

Tourism Group International B.V., New York-  
straat3, 1175RD, Lijnden, Netherlands

The consolidated report of the foreign parent company may be obtained at the parent company address.