



Sipato

Njalsgade 76

2300 København S

CVR No. 37378526

Annual Report 2023

8. financial year

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 24 June 2024

Kåre Gammel Tyroll
Chairman

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Management's Statement

Today, Management has considered and adopted the Annual Report of Sipato for the financial year 1 January 2023 - 31 December 2023.

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 assets, liabilities and financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January 2023 - 31 December 2023.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

The Annual General Meeting of the Company decides that the Financial Statements for next year are not to be audited. The conditions for not conducting an audit of the Financial Statements have been met.

We recommend that the Annual Report be adopted at the Annual General Meeting.

København S, 24 June 2024

Executive Board

Kåre Gammel Tyroll
Manager

Independent Auditors' Report

To the shareholders of Sipato

Opinion

We have audited the financial statements of Sipato for the financial year 1 January 2023 - 31 December 2023, which comprise an income statement, balance sheet, statement of changes in equity and notes. 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 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 in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in the "Auditors' responsibility for the Audit 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 (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statement 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.

Emphasis of matter in the financial statements

We wish to note that the Company's ability to continue as a going concern is associated with material uncertainty. We refer to note 1 in the financial statements, which reflects that:

"The company has lost more than 50% of the company capital and is thus covered by the rules on capital loss in the Companies Act. The management expects that the equity will be established through the company's own earnings.

The parent company has signed a retirement and support statement with effect up to and including January 1, 2025.

The company is dependent on the necessary financing being made available by the company's shareholders. The management expects the necessary financing to be made available from the company's shareholders and submits the annual report under the assumption of continued operation."

the financial statements have been prepared on a going concern basis. We have not modified our opinion in respect of this matter.

Management's responsibility 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 considers 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements

Independent Auditors' Report

can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- * Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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 whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- * Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- * Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

Statement on 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 opinion providing assurance regarding the Management's review.

Our responsibility in connection with our audit of the financial statements 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 with the knowledge we have gained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Independent Auditors' Report

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Roskilde, 24 June 2024

Boreco Statsautoriseret Revisionspartnerselskab

CVR-no. 36074981

Morten Plenge

State Authorised Public Accountant

mne35446

Company details

Company	Sipato Njalsgade 76 2300 København S
Telephone	45 7030 2368
E-mail	contact@sipato.com
Website	https://www.sipato.com
CVR No.	37378526
Date of formation	15 January 2016
Financial year	1 January 2023 - 31 December 2023
Executive Board	Kåre Gammel Tyroll
Auditors	Boreco Statsautoriseret Revisionspartnerselskab Vindingevej 10 4000 Roskilde CVR-no.: 36074981

Management's Review

The Company's principal activities

The Company's principal activities consist in IT consulting, software development as well as developing data processing system and thereby related businessactivities.

Insecurity regarding recognition or measurement

There is no material insecurity regarding recognition or measurement.

Development in activities and the financial situation

The Company's Income Statement of the financial year 1 January 2023 - 31 December 2023 shows a result of DKK -539.062 and the Balance Sheet at 31 December 2023 a balance sheet total of DKK 810.860 and an equity of DKK -23.079.

Post financial year events

After the end of the financial year, no events have occurred which may change the financial position of the entity substantially.

Uncertainties relating to going concern

The company has lost more than 50% of the company capital and is thus covered by the rules on capital loss in the Companies Act. The management expects that the equity will be established through the company's own earnings.

The parent company has signed a retirement and support statement with effect up to and including January 1, 2025.

The company is dependent on the necessary financing being made available by the company's shareholders. The management expects the necessary financing to be made available from the company's shareholders and submits the annual report under the assumption of continued operation.

Accounting Policies

Reporting Class

The annual report of Sipato for 2023 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B with the adoption of individual rules from class C.

The accounting policies applied remain unchanged from last year.

Reporting currency

The annual report is presented in Danish kroner.

Translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the income statement under financial income and expenses.

General information

Basis of recognition and measurement

The financial statement have been prepared under the historical cost principle.

Income is recognised in the income statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortized cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortization, 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 accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are 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 term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the financial statement, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Accounting Policies

Income statement

Gross profit/loss

The Company has decided to aggregate certain items of the income statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

Gross profit is a combination of the items of revenue, other operating income and other external expenses.

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement if the goods have been delivered and the risk has passed to the buyer before year-end if it is possible to calculate the income reliably. The revenue is exclusive of VAT and net of sales discounts.

Income from delivery of services is recognised on a straight-line basis in net sales, as the service is delivered.

Other external expenses

Other external expenses include expenses for distribution, sales, advertising, administration, premises, bad debts, operating leasing expenses etc.

Staff costs

Staff costs include wages and salaries including compensated absence and pension to the Companies employees, as well as other social security contributions etc. The item is deducted from refunds from public authorities.

Other staff expenses are recognised in other external expenses.

Amortisation and impairment of tangible and intangible assets

Amortization and impairment of intangible assets, property, plant and equipment has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortized on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	10 years	0%

Profit or loss resulting from the sale of intangible assets or property, plant and equipment is determined as the difference between the selling price less selling costs and the carrying amount at the date of sale, and is recognised in the income statement under other operating income or expenses.

Financial income and expenses

Financial income and expenses are recognised in the income statement based at the amounts that concern the financial year. Financial income and expenses include interest revenue and expenses, realised and unrealised capital gains and losses regarding accounts payable and transactions in foreign currencies.

Tax on net profit for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

The Company and the Danish associates are taxed jointly. The Danish income tax is distributed between profit- and loss-making Danish enterprises in relation to their taxable income (full distribution).

Accounting Policies

Balance sheet

Property, plant and equipment

Property, plant and equipment are measured at cost on initial recognition and subsequently at cost less accumulated depreciation and impairment losses.

The depreciable amount is calculated taking into consideration the residual value of the asset at the end of its useful life, reduced by impairment losses, if any. The depreciation period and the residual value are determined at the data of acquisition. If the residual value exceeds the carrying amount of the asset, depreciation is discontinued.

In case of changes in depreciation period or residual value, the effect of a change in depreciation period is recognised prospectively in accounting estimates.

Cost includes the purchase price and expenses directly related to the acquisition until the time when the asset is ready for use. The cost of self-constructed assets includes costs for materials, components, subcontractors, direct payroll costs and indirect production costs.

The cost of composite asset is disaggregated into components, which are separately depreciated if the useful lives of the individual component differ.

The carrying amounts of property plant and equipment are tested annually to determine whether there is any indication of impairment other than what is expressed by amortization and depreciation. If so, the assets are tested for impairment to determine whether the recoverable amounts are lower than the carrying amounts and the relevant assets are written down to such lower recoverable amounts. An impairment test is carried out annually of ongoing development projects, whether or not there is any indication of impairment.

The recoverable amount of an asset is determined as the higher of the net sales price and the value in use. Where the recoverable amount of the individual assets cannot be determined, the assets are grouped together into the smallest group of assets that can be estimated to determine an aggregate reliable recoverable amount for those units.

Deposits

Deposits are measured at cost.

Receivables

Receivables are measured at amortized cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Impairment of accounts receivables past due is established on individual assessment of receivables.

Accrued income, assets

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand.

Equity

Equity comprises the working capital and a number of equity items that may be statutory or stipulated in the articles of association.

Dividends

Proposed dividend for the year are recognised as a separate item under equity. Proposed dividends are recognised as a liability when approved by the Annual General Meeting.

Accounting Policies

Deferred tax

Deferred tax and the associated adjustments for the year are determined according to the liability method as the tax base of all temporary differences between carrying amounts and the tax bases of assets and liabilities.

Deferred tax assets, including the tax base of tax losses allowed for carryforward, are recognised at the value at which they are expected to be used, either by elimination in tax on future earnings or by set-off against deferred tax liabilities in enterprises within the same legal entity and jurisdiction.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation applicable at the balance sheet date when the deferred tax is expected to crystallize as current tax.

Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the balance sheet as estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Liabilities

Payables are measured at amortized cost, which usually corresponds to the nominal value.

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Income Statement

	Note	2023 kr.	2022 kr.
Gross profit		986.661	2.020.215
Employee benefits expense	2	-1.573.407	-1.414.214
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss		-65.919	-45.043
Profit from ordinary operating activities		-652.665	560.958
Finance income	3	4.067	499
Finance expenses	4	-35.742	-23.674
Profit from ordinary activities before tax		-684.340	537.783
Tax expense on ordinary activities	5	145.278	-121.800
Profit		-539.062	415.983
 Proposed distribution of results			
Proposed dividend recognised in equity		0	100.000
Retained earnings		-539.062	315.983
Distribution of profit		-539.062	415.983

Balance Sheet as of 31 December

	Note	2023 kr.	2022 kr.
Assets			
Fixtures, fittings, tools and equipment	6	131.739	151.899
Property, plant and equipment		131.739	151.899
Deposits, investments		44.265	44.265
Investments		44.265	44.265
Fixed assets		176.004	196.164
Short-term trade receivables		151.053	364.394
Current deferred tax		142.966	0
Other short-term receivables		14.000	0
Deferred income		136.736	12.664
Receivables		444.755	377.058
Cash and cash equivalents		190.101	696.014
Current assets		634.856	1.073.072
Assets		810.860	1.269.236

Balance Sheet as of 31 December

	Note	2023 kr.	2022 kr.
Liabilities and equity			
Contributed capital		50.000	50.000
Retained earnings		-73.079	465.983
Proposed dividend recognised in equity		0	100.000
Equity		-23.079	615.983
Provisions for deferred tax		0	2.312
Provisions		0	2.312
Payables to group enterprises		616.008	0
Long-term liabilities other than provisions	7	616.008	0
Debt to banks		13.832	29.899
Trade payables		104.657	17.832
Payables to group enterprises		0	317.361
Tax payables to group enterprises		0	32.452
Other payables		99.442	253.397
Short-term liabilities other than provisions		217.931	650.941
Liabilities other than provisions within the business		833.939	650.941
Liabilities and equity		810.860	1.269.236
Contingent liabilities	8		
Collaterals and assets pledged as security	9		

Statement of changes in Equity

	Contributed capital	Retained earnings	Proposed dividend recognised in equity	Total
Equity 1 January 2023	50.000	465.983	100.000	615.983
Proposed dividend	0	0	-100.000	-100.000
Profit (loss)	0	-539.062	0	-539.062
Equity 31 December 2023	50.000	-73.079	0	-23.079

The share capital has remained unchanged for the last 5 years.

Notes

	2023	2022
1. Uncertainties relating to going concern		
The company has lost more than 50% of the company capital and is thus covered by the rules on capital loss in the Companies Act. The management expects that the equity will be established through the company's own earnings.		
The parent company has signed a retirement and support statement with effect up to and including January 1, 2025.		
The company is dependent on the necessary financing being made available by the company's shareholders. The management expects the necessary financing to be made available from the company's shareholders and submits the annual report under the assumption of continued operation.		
2. Employee benefits expense		
Wages and salaries	1.311.326	1.233.251
Post-employment benefit expense	253.952	174.236
Social security contributions	8.129	6.727
	1.573.407	1.414.214
Average number of employees	2	2
3. Finance income		
Other finance income	4.067	499
	4.067	499
4. Finance expenses		
Finance expenses arising from group enterprises	30.194	15.953
Other finance expenses	5.548	7.721
	35.742	23.674
5. Tax expense		
Selskabsskat, aktuel	0	122.453
	0	122.453
6. Fixtures, fittings, tools and equipment		
Cost at the beginning of the year	323.978	323.978
Addition during the year, incl. improvements	45.759	0
Cost at the end of the year	369.737	323.978
Depreciation and amortisation at the beginning of the year	-172.079	-127.035
Amortisation for the year	-65.919	-45.044
Impairment losses and amortisation at the end of the year	-237.998	-172.079
Carrying amount at the end of the year	131.739	151.899

Notes

	2023	2022	
7. Long-term liabilities			
	Due after 1 year	Due within 1 year	Due after 5 years
Payables to group enterprises	616.008	0	0
	<u>616.008</u>	<u>0</u>	<u>0</u>

8. Contingent liabilities

The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation.

The total amount appears from the annual report of Tyroll Holding ApS which is the administration company in the joint taxation.

The company has entered into a rental contract with 3 months termination period. The commitment is DKK 48.630.

9. Collaterals and securities

No securities or mortgages exist at the balance sheet date.