
Fokus Group Investments A/S

Østbanegade 123, DK-2100 København Ø

Annual Report for 2023

CVR No. 37 52 76 53

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 27/6 2024

Tonny Nielsen
Chairman of the
general meeting



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Management's statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Fokus Group Investments A/S for the financial year 1 January - 31 December 2023.

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 financial position at 31 December 2023 of the Company and of the results of the Company operations for 2023.

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

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

Copenhagen, 27 June 2024

Executive Board

Tonny Nielsen
CEO

Board of Directors

Morten Madsen
Chairman

Tonny Nielsen

Jonas Mikael Freudmann

Independent Auditor's report

To the shareholders of Fokus Group Investments A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Fokus Group Investments A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the 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 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 audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

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

Based on the work we have performed, in our view, 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 Management's Review.

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.

Independent Auditor's report

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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

Independent Auditor's report

- 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 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.

Hellerup, 27 June 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Maj-Britt Nørskov Nannestad
State Authorised Public Accountant
mne32198

Jacob Dannefer
State Authorised Public Accountant
mne47886

Company information

The Company	Fokus Group Investments A/S Østbanegade 123 2100 København Ø CVR No: 37 52 76 53 Financial period: 1 January - 31 December Incorporated: 10 March 2016 Financial year: 8th financial year Municipality of reg. office: Copenhagen
Board of Directors	Morten Madsen, chairman Tonny Nielsen Jonas Mikael Freudmann
Executive Board	Tonny Nielsen
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup

Management's review

Key activities

The main activity in Fokus Group Investments A/S is to acquire, own and dispose in unlisted as well as listed investments.

Development in the year

The income statement of the Company for 2023 shows a profit of TDKK 27,654, and at 31 December 2023 the balance sheet of the Company shows a positive equity of TDKK 109,695.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income statement 1 January - 31 December

	Note	2023	2022
		TDKK	TDKK
Gross loss		-2,636	-5,364
Staff expenses	2	-786	-449
Amortisation and impairment losses of intangible assets		-25	0
Profit/loss before financial income and expenses		-3,447	-5,813
Financial income	3	39,715	3,333
Financial expenses	4	-10,350	-4,899
Profit/loss before tax		25,918	-7,379
Tax on profit/loss for the year	5	1,736	746
Net profit/loss for the year		27,654	-6,633

Distribution of profit

	2023	2022
	TDKK	TDKK
Proposed distribution of profit		
Extraordinary dividend paid	0	15,000
Proposed dividend for the year	14,400	15,750
Retained earnings	13,254	-37,383
	27,654	-6,633

Balance sheet 31 December

Assets

	Note	2023	2022
		TDKK	TDKK
Acquired licenses		272	0
Intangible assets		272	0
Investments in subsidiaries		198,351	196,466
Other investments		12,070	12,070
Fixed asset investments		210,421	208,536
Fixed assets		210,693	208,536
Receivables from group enterprises		7,143	3,964
Other receivables		1,154	842
Deferred tax asset		199	55
Corporation tax		1,726	798
Prepayments		50	0
Receivables		10,272	5,659
Cash at bank and in hand		1,255	28,008
Current assets		11,527	33,667
Assets		222,220	242,203

Balance sheet 31 December

Liabilities and equity

	Note	2023	2022
		TDKK	TDKK
Share capital		545	545
Retained earnings		94,750	81,496
Proposed dividend for the year		14,400	15,750
Equity		109,695	97,791
Credit institutions		0	100,186
Long-term debt	6	0	100,186
Credit institutions	6	100,664	0
Trade payables		2,048	0
Payables to group enterprises		9,154	20,920
Other payables		659	23,306
Short-term debt		112,525	44,226
Debt		112,525	144,412
Liabilities and equity		222,220	242,203
Capital resources	1		
Contingent assets, liabilities and other financial obligations	7		
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Statement of changes in equity

	Share capital	Retained earnings	Proposed dividend for the year	Total
	TDKK	TDKK	TDKK	TDKK
Equity at 1 January	545	81,496	15,750	97,791
Ordinary dividend paid	0	0	-15,750	-15,750
Net profit/loss for the year	0	13,254	14,400	27,654
Equity at 31 December	545	94,750	14,400	109,695

Notes to the Financial Statements

1. Capital resources

Through 2023 the Company has serviced their interest and repayment to the credit institution according to their agreement. The bank agreement includes covenants with the lender, and as of December 31, 2023, the Company breached its covenants with the lender. It gives the lender the right to request that the loan is to be fully repaid. The lender has not requested that the loan must be repaid at the time of approval of the annual report. Due to the breach of covenants, the debt is presented as short-term debt in the annual report.

A guarantee by the owner of the Fokus Group, BlackFin, has already been agreed upon and is in place. Although a formal agreement has not been finalized, the drawdown on the guarantee would be sufficient to cure the breach.

Management expects to reach an agreement with the lender in the near future, and therefore they expect to have the capital resources to continue.

	2023	2022
	TDKK	TDKK
2. Staff Expenses		
Wages and salaries	664	419
Pensions	122	30
	<u>786</u>	<u>449</u>
Average number of employees	<u>1</u>	<u>1</u>

	2023	2022
	TDKK	TDKK
3. Financial income		
Income from securities, which are fixed assets	38,727	0
Interest received from group enterprises	510	308
Other financial income	478	3,025
	<u>39,715</u>	<u>3,333</u>

	2023	2022
	TDKK	TDKK
4. Financial expenses		
Interest paid to group enterprises	678	403
Other financial expenses	9,672	4,496
	<u>10,350</u>	<u>4,899</u>

Notes to the Financial Statements

	2023	2022
	TDKK	TDKK
5. Income tax expense		
Current tax for the year	-1,726	-798
Deferred tax for the year	-145	0
Adjustment of tax concerning previous years	135	107
Adjustment of deferred tax concerning previous years	0	-55
	<u>-1,736</u>	<u>-746</u>

	2023	2022
	TDKK	TDKK
6. Long-term debt		

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

Credit institutions

After 5 years	0	0
Between 1 and 5 years	0	100,186
Long-term part	0	100,186
Within 1 year	100,664	0
	<u>100,664</u>	<u>100,186</u>

7. Contingent assets, liabilities and other financial obligations

Other contingent liabilities

The Entity participates in a Danish joint taxation arrangement in which "Fokus Group Holding A/S", Central Business Registration No 42218480 serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

Notes to the Financial Statements

8. Accounting policies

The Annual Report of Fokus Group Investments A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2023 are presented in TDKK.

Recognition and measurement

Revenues are 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.

Income statement

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales as well as office expenses, etc.

Gross loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue and other external expenses.

Staff expenses

Staff costs include wages and salaries including compensated absence and pensions as well as other social security contributions etc. made to the entity's employees.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation and impairment of intangible assets.

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Financial income and expenses

Financial income and costs include interest, realized and unrealized exchange rate adjustments as well as allowances and reimbursements under the advance tax scheme.

Notes to the Financial Statements

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries . The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance sheet

Intangible fixed assets

Licences are measured at cost less accumulated amortisation and less any accumulated impairment losses or at a lower value in use.

Software licences are amortised over the period of the agreements, which is 3 years.

Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, writedown is made to this lower value.

Fixed asset investments

Investments which are not traded in an active market are measured at the lower of cost and recoverable amount.

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.

Prepayments

Prepayments comprise prepaid expenses concerning insurance.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Notes to the Financial Statements

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial liabilities

Loans, such as loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Debts are measured at amortised cost, substantially corresponding to nominal value.