

Chisa A/S

Tømmergravsgade 4
2450 København SV

CVR No. 37538795

Annual report 2023

1 January 2023 - 31 December 2023

Adopted at the Annual General Meeting on 28
February 2024

Philip Hinrichsen
Dirigent

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På emneordboksnummeret trykkes: YSBEWU-5QX0ZL-13ZE0Z-14EPAKX-1C0RMP-WZVZ57

Company details

Company

Chisa A/S
Tømmergravsgade 4
2450 København SV

CVR No.: 37538795

Executive board

Claus Navntoft

Board of Directors

Claus Navntoft
John Philip Strømberg Theisen
Philip Hinrichsen

Auditors

inforevision
statsautoriseret revisionsaktieselskab
Buddingevej 312
2860 Søborg
CVR No. 19263096

Sten Pedersen, state authorized public accountant
Shpend Rasimi, state authorized public accountant

Management's Review

Primary activities

The company's primary activities is to develop IT software that is used for digital construction management and reporting by main and general contractors in the Danish construction industry.

Development in activities and finances

The results of the company's activities in the financial year amounted to a profit/loss of DKK 238.435 against DKK -1.922.329 in last financial year. The equity at the balance sheet date amounted to DKK 2.297.514.

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 Chisa A/S.

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, 21 February 2024

Executive board

Claus Navntoft
Executive director

Board of Directors

Claus Navntoft
Board member

John Philip Strømberg Theisen
Board member

Philip Hinrichsen
Chairman

Independent auditor's report

To the shareholder's in Chisa A/S

Opinion

We have audited the financial statements of Chisa A/S 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.

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 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 company in accordance with the International Ethics Standards Board of Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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, 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 company 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 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, continued

- 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 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 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 Financials 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.

Søborg, 21 February 2024

inforevision
Statsautoriseret revisionsaktieselskab
CVR No. 19263096

Sten Pedersen
State Authorized Public Accountant
mne23408

Shpend Rasimi
State Authorized Public Accountant
mne47779

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.

Gross profit

Gross profit/loss includes "Revenue", "Cost of sales", "Own work capitalised", "Other operating income" and "External expenses".

Revenue

As income recognition criterion, the production criterion is applied so that revenue comprises the invoiced revenue for the year reduced by prepayments and with addition for work in progress measured at market value. Revenue is measured at fair value excl. VAT and less granted discounts.

Own work capitalised

Own work capitalised comprises work performed in the financial year on own assets which is capitalised as intangible and tangible fixed assets. The basis of measurement is cost and comprise other external expenses as well as staff costs.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the company's primary activities, including payments received from public authorities as well as profit on sale of fixed assets.

External expenses

External expenses comprises Selling costs, Cost of premises and Administrative expenses.

Staff costs

Staff costs include wages and salaries including holiday pay and pensions and other social security costs etc. to the company's employees.

Other operating expenses

Other operating expenses comprises expenses of a secondary nature as viewed in relation to the company's primary activities, including losses on sale of fixed assets.

Financial income

Financial income is recognised with amounts concerning the financial year. Financial income comprise interest, dividends as well as interest reimbursements under the Danish Tax Prepayment Scheme.

Financial expenses

Financial expenses is recognised with amounts concerning the the financial year. Financial expenses comprise interest, amortisation of debt to mortgage credit institutions as well as interest surcharge under the Danish Tax Prepayment Scheme.

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.

Accounting policies, continued

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.

Balance sheet

The balance sheet has been presented in account form.

Assets

Intangible assets

Intangible assets are measured at cost less accumulate amortisation.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the company can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets.

Other development costs not meeting the criteria for capitalisation are recognised as costs in the income statement as incurred.

For own-developed development projects, capitalised after 1 January 2016 the carrying amount less deferred tax is transferred from "Retained earnings" to "Reserve for development expenditure" under equity. Carrying amounts which exist as a consequence of purchases of assets or enterprises' are not taken into the reserve.

Assets are amortised on a straight-line basis over their estimated useful lives:

Category	Period
Completed development projects	5 years

As the intangible assets are not being traded in an active and effective market, no residual values after end of use are included when determining the amortisation period.

Profit/loss on sale has been included in the income statement under gross profit or loss and other operating expenses..

The carrying amounts of intangible assets are reviewed annually for indication of impairment for losses, apart from what is expressed by usual amortisation. If this applies, impairment for loss is made of each asset or group of assets, respectively, to lower recoverable amount. As recoverable amount, the higher of expected net selling price and net present value is applied. The net present value is calculated as the present value of the expected cash flows from the use of the asset or the group of assets.

Impairment for loss for the year is recognised in the income statement as amortisation, depreciation and impairment for loss of property, plant and equipment and intangible assets.

Accounting policies, continued

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 Strømberg Holding A/S 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

Financial debts are recognised initially at the proceeds received net of transaction expenses incurred, which are directly related with the loan. In subsequent years, financial debts are measured at amortised cost equal to the capitalised value using the effective interest rate. The difference between the proceeds and the nominal value is recognised in the income statement over the loan period.

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

Prepayments received from customers

Received prepayments from customers comprises prepayments according to an agreement whereas the company has an obligation to deliver services in the subsequent years.

Income statement

	Note	2023 DKK	2022 DKK
Gross profit		7,964,679	6,644,769
Staff costs	1	-5,870,475	-7,482,000
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		2,094,204	-837,231
Depreciation, amortisation and impairment losses of property, plant and equipment and intangible assets	2	-1,748,572	-1,740,714
Other operating expenses		0	-1,981
Earnings before interest and taxes (EBIT)		345,632	-2,579,926
Finance income	3	1,616	1,854
Finance expenses	4	-57,838	-82,807
Profit/loss before tax		289,410	-2,660,879
Tax on profit/loss for the year	5	-50,975	738,550
Profit/loss for the year		238,435	-1,922,329

Proposed distribution of profit and loss

	2023 DKK	2022 DKK
Proposed distribution of profit and loss for the year :		
Transferred to retained earnings	238,435	-1,922,329
Profit/loss for the year	238,435	-1,922,329

Assets

	<u>Note</u>	<u>31/12-2023</u>	<u>31/12-2022</u>
		DKK	DKK
Other similar rights originating from development projects		4,463,641	4,877,676
Intangible assets	6	<u>4,463,641</u>	<u>4,877,676</u>
Leasehold improvements		134,092	172,349
Fixtures, fittings, tools and equipment		46,217	91,556
Property, plant and equipment	7, 10	<u>180,309</u>	<u>263,905</u>
Deposits		53,704	153,900
Investments	8	<u>53,704</u>	<u>153,900</u>
Fixed assets		<u>4,697,654</u>	<u>5,295,481</u>
Trade receivables		70	4,027
Receivables from group enterprises		227,568	0
Joint tax contribution receivables	5	0	116,043
Prepayments		0	20,450
Receivables		<u>227,638</u>	<u>140,520</u>
Current assets		<u>227,638</u>	<u>140,520</u>
Total assets		<u><u>4,925,292</u></u>	<u><u>5,436,001</u></u>

Equity and liabilities

	Note	31/12-2023	31/12-2022
		DKK	DKK
Contributed capital		775,000	675,000
Reserve for development expenditure		3,481,640	3,804,587
Retained earnings		-1,959,126	-2,686,194
Equity		<u>2,297,514</u>	<u>1,793,393</u>
Deferred tax, liabilities	5	385,745	153,966
Provisions		<u>385,745</u>	<u>153,966</u>
Other payables		218,621	211,228
Long-term liabilities other than provisions	9	<u>218,621</u>	<u>211,228</u>
Debt to other credit institutions		657,573	2,093,080
Prepayments received from customers		221,024	47,042
Trade payables		306,002	640,872
Payables to group enterprises		0	68,033
Payables to shareholders and management		779	0
Joint tax contribution payables	5	0	0
Other payables		838,034	428,387
Short-term liabilities other than provisions		<u>2,023,412</u>	<u>3,277,414</u>
Liabilities other than provisions		<u>2,242,033</u>	<u>3,488,642</u>
Total equity and liabilities		<u>4,925,292</u>	<u>5,436,001</u>
Assets charged and collateral	10		
Contingent liabilities	11		
Unrecognised contractual commitments	12		

Statement of changes in equity

	Contributed capital	Reserve for develop- ment expenditure	Retained earnings	Total
	DKK	DKK	DKK	DKK
Equity at 1 January 2022	675,000	3,113,423	-1,272,701	2,515,722
Group contribution			1,200,000	1,200,000
Distributed profit/loss for the year			-1,922,329	-1,922,329
Transferred to reserve for development expenditure for the the year		691,164	-691,164	0
Equity at 1 January 2023	675,000	3,804,587	-2,686,194	1,793,393
Capital increase	100,000		165,686	265,686
Distributed profit/loss for the year			238,435	238,435
Transferred to reserve for development expenditure for the the year		-322,947	322,947	0
Equity at 31 December 2023	775,000	3,481,640	-1,959,126	2,297,514

Notes

1. Staff costs

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Wages and salaries	5,096,113	6,612,914
Pensions	413,282	511,699
Other social security costs	37,144	45,334
Other staff cost	323,936	312,053
Total	<u>5,870,475</u>	<u>7,482,000</u>
Average number of full-time employees	<u>7</u>	<u>9</u>

2. Depreciation, amortisation and impairment losses of property, plant and equipment and intangible assets

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Amortisation of intangible assets	1,664,977	1,560,686
Depreciation of property, plant and equipment	83,596	100,560
Impairment losses of property, plant and equipment	0	82,232
Total	<u>1,748,573</u>	<u>1,743,478</u>

3. Finance income

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Other financial income	928	1,854
Total	<u>928</u>	<u>1,854</u>

4. Finance expenses

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Financial expenses to group enterprises	1,246	2,921
Other financial expenses	56,422	79,886
Total	<u>57,668</u>	<u>82,807</u>

Notes, continued

5. Tax expense

	Joint tax contribution	Deferred tax	Tax on profit/loss for the year	2022
	DKK	DKK	DKK	DKK
Payables at 1 January 2023	-116,043	153,966		
Correction previous year	116,043	0	116,043	-608
Paid in respect of previous years	180,804			
Refund of joint tax contribution, previous year	-180,804	180,804	0	0
Tax on profit/loss for the year	0	50,975	50,975	-738,550
Payables at 31 December 2023	0	385,745		
Tax on profit/loss for the year recognised in the income statement			167,018	-739,158
<i>Recognition in balance sheet:</i>				
Provisions		385,745		
Total	0	385,745		

6. Intangible assets

	DKK	Total DKK	2022 DKK
Cost at 1 January 2023	10,167,053	10,167,053	7,720,259
Additions for the year	1,250,942	1,250,942	2,446,794
Cost at 31 December 2023	11,417,995	11,417,995	10,167,053
Amortisation and impairment losses at 1 January 2023	-5,289,377	-5,289,377	-3,728,691
Amortisation for the year	-1,664,977	-1,664,977	-1,560,686
Amortisation and impairment losses at 31 December 2023	-6,954,354	-6,954,354	-5,289,377
Carrying amount at 31 December 2023	4,463,641	4,463,641	4,877,676

Development projects consist of costs for developing the company's software. Development projects that were completed and put into use in 2022 are amortized over a period of 5 years.

Notes, continued

7. Property, plant and equipment

	Leasehold improvements	Fixtures, fittings, tools and equipment	Total	2022
	DKK	DKK	DKK	DKK
Cost at 1 January 2023	191,282	136,081	327,363	330,297
Additions for the year	0	0	0	258,421
Disposals for the year	0	0	0	-261,355
Cost at 31 December 2023	191,282	136,081	327,363	327,363
Depreciation and impairment losses at 1 January 2023	-18,933	-44,525	-63,458	-140,805
Adjustments beginning of the year	0	0	0	2,765
Depreciation for the year	-38,257	-45,339	-83,596	-100,560
Impairment losses for the year	0	0	0	-82,232
Reversal regarding disposals for the year	0	0	0	257,374
Depreciation and impairment losses at 31 December 2023	-57,190	-89,864	-147,054	-63,458
Carrying amount at 31 December 2023	134,092	46,217	180,309	263,905
Selling price, disposals	0	0	0	2,000
Carrying amount, disposals	0	0	0	-3,981
Profit/loss on sale	0	0	0	-1,981

8. Investments

	Deposits	Total	2022
	DKK	DKK	DKK
Cost at 1 January 2023	153,900	153,900	51,094
Additions for the year	0	0	153,900
Disposals for the year	-100,196	-100,196	-51,094
Cost at 31 December 2023	53,704	53,704	153,900
Carrying amount at 31 December 2023	53,704	53,704	153,900

Notes, continued

9. Long-term liabilities

	<u>31/12-2023</u>	<u>31/12-2022</u>
	DKK	DKK
Liabilities in total:		
Other payables	218,621	211,228
Total	<u><u>218,621</u></u>	<u><u>211,228</u></u>

10. Assets charged and collateral

	<u>2023</u>	
	<u>Nominal value of the col- lateral/debt</u>	<u>Booked value of assets deposited as security</u>
	DKK	DKK
Floating charge registered to the mortgagor in intangible assets, inventories and trade receivables including other claims has been deposit as security for engagement with credit institution	1,000,000	4,691,279

11. Contingent liabilities

Chisa A/S are jointly tax 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.

12. Unrecognised contractual commitments

	<u>2023</u>
	DKK
The company has entered into rental commitment regarding rent of premises. The rental can be cancelled with a 3 month notice. The total commitment represents	45,500
Total rental and lease obligations	<u><u>45,500</u></u>

The leases have respectively 3 months, 6 months, and 4,5 years notice period.

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Philip Hinrichsen

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Claus Navntoft

Direktør

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Claus Navntoft

Bestyrelsesmedlem

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Sten Pedersen

Statsautoriseret revisor

På vegne af: inforevision A/S

Serienummer: 3572a006-2551-44b2-8ee5-a06c99bd10b6

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Shpend Rasimi

Statsautoriseret revisor

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Philip Hinrichsen

Dirigent

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