

## **Develop Diverse ApS**

Vesterbrogade 149  
1620 København V

CVR No. 38591517

## **Annual report 2022**

1 January 2022 - 31 December 2022

Adopted at the Annual General Meeting on 29  
June 2023

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Michael Halbye

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## Company details

### Company

Develop Diverse ApS  
Vesterbrogade 149  
1620 København V

CVR No.: 38591517

### CEO

Jenifer Clausell Tormos

### Board of Directors

Michael Mogens Halbye  
Jenifer Clausell Tormos  
Neil Robert Ryland  
Ulla Brockenhuus-Schack

### Auditors

inforevision  
statsautoriseret revisionsaktieselskab  
Buddingevej 312  
2860 Søborg  
CVR No. 19263096

Michael Dam-Johansen, state authorized public accountant

# Management's Review

## Primary activities

Development & Sales of Software for corporate D&I efforts.

## Development in activities and finances

The results of the company's activities in the financial year amounted to a profit/loss of DKK -10.342.857 against DKK -2.529.588 in last financial year. The equity at the balance sheet date amounted to DKK 5.266.141.

Management consider the results as expected.

# Statement by Management

The CEO and Board of Directors have today considered and adopted the annual report for 1 January 2022 - 31 December 2022 for Develop Diverse 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 2022 and of the results of its operations for the financial year 1 January 2022 - 31 December 2022.

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 V, 29 June 2023

## CEO

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Jenifer Clausell Tormos  
*CEO*

## Board of Directors

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Michael Mogens Halbye  
*Chairman*

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Jenifer Clausell Tormos  
*Board member*

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Neil Robert Ryland  
*Board member*

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Ulla Brockenhuus-Schack  
*Board member*

# Independent auditor's report

## To the shareholder's in Develop Diverse ApS

### Opinion

We have audited the financial statements of Develop Diverse ApS for the financial year 1 January 2022 - 31 December 2022, 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 2022 and of the results of the company's operations for the financial year 1 January 2022 - 31 December 2022 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, 29 June 2023

inforevision  
Statsautoriseret revisionsaktieselskab  
CVR No. 19263096

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Michael Dam-Johansen  
State Authorized Public Accountant  
mne36161

# 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.

## Adjustment of previous years errors and changes in comparative figures

The company has reclassified expenses between staff cost and external expenses. The change results in higher staff costs with 342.748 dkk and higher gross result with 342.748 dkk.

## 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.

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



## Accounting policies, continued

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

### Income statement

The income statement has been classified by nature.

### Gross profit

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

### Revenue

The company's revenue comprise sale of software licences as well as services and is recognised in the income statement when the control has passed to the buyer. Revenue is measured at fair value excl. VAT and less granted discounts.

Revenue is recognised when following criteria have been meet:

- persuasive evidence of an arrangement exists
- the control of the asset has passed to the buyer or service has been or is being provided to the buyer
- the fee is fixed or determinable and cost can be measured reliably
- collectability is probable

Revenue regarding sale of software licences and services is recognised when the customers has gained control of all significant benefits from the use of the software and the service has been provided to the customer.

Sale of standard software licences the control is determine transferred at the point in time of transferring the licence to the customer.

### Direct cost

Direct cost comprise expenses incurred to earn revenue for the year including costs that directly support the improvement and maintenance of finished products, as well as costs for the development of new products in the year.

### Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the company's primary activities, including grants and subsidiaries.

### 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.

### Financial income

Financial income is recognised with amounts concerning the financial year. Financial income comprise interest, realised and unrealised exchange gains as well as interest reimbursements under the Danish Tax Prepayment Scheme.

## Accounting policies, continued

### Financial expenses

Financial expenses is recognised with amounts concerning the the financial year. Financial expenses comprise interest, realised and unrealised exchange losses 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.

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

### Property, plant and equipment

Property, plant and equipment are measured at cost less accumulate depreciation. The basis of depreciation is cost less estimated residual value after the end of useful life.

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.

The costprice for an asset is divided into separate components, that are depreciated separately, if the useful life of the individual components is significantly different.

Depreciation is initiated when the assets are ready to be taken into operation. Assets are depreciated on a straight-line basis over their estimated useful lives with following residual values:

Category	Period	Residual value
Fixtures, fittings, tools and equipment	3 - 8 years	0%

Minor purchases with useful lives above one year have been recognised as an expense in the income statement in external expenses.

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

The carrying amounts of property, plant and equipment are reviewed annually for indication of impairment for losses, apart from what is expressed by usual depreciation. 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.

### Other receivables classified as fixed assets

Deposits recognised as fixed assets are measured at amortised cost, which usually corresponds to nominal 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. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

## Prepayments

Prepayments comprise costs incurred relating to subsequent financial years.

# Accounting policies, continued

## Equity and liabilities

### Equity

Increases of the the share capital is recognised directly into equity less related transaction cost.

### 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 measures 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 I-stepforward 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

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.

### Deferred income

Deferred income comprise income received relating to subsequent financial years.

## Income statement

	Note	2022 DKK	6 months 2021 DKK
<b>Gross loss</b>		<b>-54.119</b>	<b>-103.863</b>
Staff costs	1	-9.882.071	-2.492.389
<b>Earnings before interest, taxes, depreciation and amortisation (EBITDA)</b>		<b>-9.936.190</b>	<b>-2.596.252</b>
Depreciation, amortisation and impairment losses of property, plant and equipment and intangible assets	2	-27.810	-2.317
<b>Earnings before interest and taxes (EBIT)</b>		<b>-9.964.000</b>	<b>-2.598.569</b>
Finance income	3	7.299	177
Finance expenses		-199.196	-105.520
<b>Profit/loss before tax</b>		<b>-10.155.897</b>	<b>-2.703.912</b>
Tax on profit/loss for the year	4	-186.960	174.324
<b>Profit/loss for the year</b>		<b>-10.342.857</b>	<b>-2.529.588</b>

## Proposed distribution of profit and loss

	2022 DKK	2021 DKK
Proposed distribution of profit and loss for the year :		
Transferred to retained earnings	-10.342.857	-2.529.588
<b>Profit/loss for the year</b>	<b>-10.342.857</b>	<b>-2.529.588</b>

## Assets

	Note	31/12-2022	31/12-2021
		DKK	DKK
Fixtures, fittings, tools and equipment		108.921	136.731
<b>Property, plant and equipment</b>	5, 8	<b>108.921</b>	<b>136.731</b>
Deposits		166.653	153.188
<b>Investments</b>	6	<b>166.653</b>	<b>153.188</b>
<b>Fixed assets</b>		<b>275.574</b>	<b>289.919</b>
Trade receivables		3.156.578	871.476
Receivables from group enterprises		655.775	11.188
Other receivables		59.356	15.169.062
Corporation tax receivables	4	0	815.085
Prepayments		50.391	123.211
<b>Receivables</b>		<b>3.922.100</b>	<b>16.990.022</b>
<b>Cash and cash equivalents</b>		<b>8.978.024</b>	<b>3.100.354</b>
<b>Current assets</b>		<b>12.900.124</b>	<b>20.090.376</b>
<b>Total assets</b>		<b>13.175.698</b>	<b>20.380.295</b>

## Equity and liabilities

	<u>Note</u>	<u>31/12-2022</u>	<u>31/12-2021</u>
		DKK	DKK
Contributed capital		79.615	79.615
Retained earnings		5.186.526	15.529.383
<b>Equity</b>		<b><u>5.266.141</u></b>	<b><u>15.608.998</u></b>
Debt to other credit institutions		2.053.540	2.103.957
Other payables		517.226	492.052
<b>Non-current liabilities</b>	7	<b><u>2.570.766</u></b>	<b><u>2.596.009</u></b>
Short-term part of long-term liabilities other than provisions		163.487	139.598
Trade payables		229.482	312.985
Other payables		932.761	412.060
Deferred income		4.013.061	1.310.645
<b>Current liabilities</b>		<b><u>5.338.791</u></b>	<b><u>2.175.288</u></b>
<b>Liabilities</b>		<b><u>7.909.557</u></b>	<b><u>4.771.297</u></b>
<b>Total equity and liabilities</b>		<b><u>13.175.698</u></b>	<b><u>20.380.295</u></b>
Assets charged and collateral	8		
Contingent assets	9		
Contingent liabilities	10		
Unrecognised contractual commitments	11		

## Statement of changes in equity

	<b>Contributed capital</b>	<b>Retained earnings</b>	<b>Total</b>
	DKK	DKK	DKK
Equity at 1 July 2021	59.254	-819.952	-760.698
Capital increase	20.361	18.878.923	18.899.284
Distributed profit/loss for the year		-2.529.588	-2.529.588
<b>Equity at 1 January 2022</b>	<b>79.615</b>	<b>15.529.383</b>	<b>15.608.998</b>
Distributed profit/loss for the year		-10.342.857	-10.342.857
<b>Equity at 31 December 2022</b>	<b>79.615</b>	<b>5.186.526</b>	<b>5.266.141</b>

The company have committed share options and warrants to a group of employees, these can be subscribed in the company at a nominal amount up to 11.227, they can be exercised fully or partially, with an exercise price of 742,57 DKK per share.



## Notes

### 1. Staff costs

	<u>2022</u>	<u>2021</u>
	DKK	DKK
Wages and salaries	8.898.631	2.075.746
Pensions	21.403	0
Other social security costs	213.457	73.895
Other staff cost	748.580	342.748
<b>Total</b>	<b><u>9.882.071</u></b>	<b><u>2.492.389</u></b>
Average number of full-time employees	<u>17</u>	<u>10</u>

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

	<u>2022</u>	<u>2021</u>
	DKK	DKK
Depreciation of property, plant and equipment	<u>27.810</u>	<u>2.317</u>
<b>Total</b>	<b><u>27.810</u></b>	<b><u>2.317</u></b>

### 3. Finance income

	<u>2022</u>	<u>2021</u>
	DKK	DKK
Financial income from group enterprises	4.775	0
Other financial income	2.524	177
<b>Total</b>	<b><u>7.299</u></b>	<b><u>177</u></b>

## Notes, continued

### 4. Tax expense

	Corpora- tion tax	Deferred tax	Tax on profit/loss for the year	2021
	DKK	DKK	DKK	DKK
Payables at 1 January 2022	-815.085	0		
Correction previous year	186.960	-175.548	11.412	0
Paid in respect of previous years	628.125			
Tax on profit/loss for the year	0	175.548	175.548	-174.324
<b>Payables at 31 December 2022</b>	<b>0</b>	<b>0</b>		
<b>Tax on profit/loss for the year recognised in the income statement</b>			<b>186.960</b>	<b>-174.324</b>

### 5. Property, plant and equipment

	Fixtures, fittings, tools and equipment	Total	2021
	DKK	DKK	DKK
Cost at 1 January 2022	139.048	139.048	0
Additions for the year	0	0	139.048
<b>Cost at 31 December 2022</b>	<b>139.048</b>	<b>139.048</b>	<b>139.048</b>
Depreciation at 1 January 2022	-2.317	-2.317	0
Depreciation for the year	-27.810	-27.810	-2.317
<b>Depreciation and impairment losses at 31 December 2022</b>	<b>-30.127</b>	<b>-30.127</b>	<b>-2.317</b>
<b>Carrying amount at 31 December 2022</b>	<b>108.921</b>	<b>108.921</b>	<b>136.731</b>

### 6. Investments

	Deposits	Total	2021
	DKK	DKK	DKK
Cost at 1 January 2022	153.188	153.188	36.000
Additions for the year	13.465	13.465	117.188
<b>Cost at 31 December 2022</b>	<b>166.653</b>	<b>166.653</b>	<b>153.188</b>
<b>Carrying amount at 31 December 2022</b>	<b>166.653</b>	<b>166.653</b>	<b>153.188</b>

## Notes, continued

### 7. Long-term liabilities

	<u>31/12-2022</u>	<u>31/12-2021</u>
	DKK	DKK
<b>Liabilities in total:</b>		
Debt to credit institutions	2.217.027	2.103.957
Other payables	517.226	631.650
<b>Total</b>	<b><u>2.734.253</u></b>	<b><u>2.735.607</u></b>
<b>Current portion of non-current liabilities:</b>		
Debt to credit institutions	163.487	0
Other payables	0	139.598
<b>Total</b>	<b><u>163.487</u></b>	<b><u>139.598</u></b>

### 8. Assets charged and collateral

	<u>2022</u>	
	<u>Nominal value of the col- lateral/debt</u>	<u>Booked value of assets deposited as security</u>
	DKK	DKK
The Company's operating fixture and equipment, goodwill, inventory, intangible assets, simple demands and receivables from sale, has been deposited as security for Credit institutions.	2.000.000	3.980.000

### 9. Contingent assets

	<u>2022</u>
	DKK
Unrecognised deferred tax assets due to tax losses carried forward and tax depreciation below accounting depreciation on fixtures, fittings, tools and equipment	<u>2.925.782</u>

### 10. Contingent liabilities

Develop Diverse 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.

## Notes, continued

### 11. Unrecognised contractual commitments

2022

DKK

The company has entered into rental commitment regarding rent of premises. The rental can be cancelled with a 6 month notice. The total commitment represents

166.700

**Total rental and lease obligations**

**166.700**

# PENNEO

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"By my signature I confirm all dates and content in this document."

## Ulla Brockenhuus-Schack

Bestyrelsesmedlem

Serial number: 737013a5-6553-4365-8dd0-dd15e4a4b2c1

IP: 82.192.xxx.xxx

2023-06-29 10:51:07 UTC



## Neil Robert Ryland

Bestyrelsesmedlem

Serial number: neilryland8@gmail.com

IP: 31.94.xxx.xxx

2023-06-29 16:02:50 UTC

## The name is withheld

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Serial number: 4e079491-9da8-4b7c-87fd-b322822d0a81

IP: 212.97.xxx.xxx

2023-06-30 08:30:47 UTC



## Jenifer Clausell Tormos

Direktør

Serial number: 521fe10d-3d0c-4562-ba8f-133e8ecb9548

IP: 90.160.xxx.xxx

2023-06-30 10:52:21 UTC



## Jenifer Clausell Tormos

Bestyrelsesmedlem

Serial number: 521fe10d-3d0c-4562-ba8f-133e8ecb9548

IP: 90.160.xxx.xxx

2023-06-30 10:52:21 UTC



## Michael Dam-Johansen

Statsautoriseret revisor

Serial number: CVR:19263096-RID:1299498612011

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