

Develop Diverse ApS

Vesterbrogade 149
1620 København V

CVR No. 38591517

Annual report 2023

1 January 2023 - 31 December 2023

Adopted at the Annual General Meeting on 6
June 2024

Jens Karstoft
Chairman

Contents

Company details	1
Management's Review	2
Statement by Management	3
The Independent Auditor's Extended Review on the Financial Statements	4
Accounting policies	6
Income statement	11
Proposed distribution of profit and loss	11
Assets	12
Equity and liabilities	13
Statement of changes in equity	14
Notes	15

Company details

Company

Develop Diverse ApS
Vesterbrogade 149
1620 København V

CVR No.: 38591517

CEO

Pil Byriel

Board of Directors

Jens Karstoft
Mads Møller Schrøder
Oliver Kofoed Pedersen
Pil Byriel

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 -10.880.953 against DKK -10.342.857 in last financial year. The equity at the balance sheet date amounted to DKK -2.565.421.

Management consider the results as expected.

Outlook

The calendar year 2023 was affected by the management buyout of the company in September 2023. Large shareholders were bought out and the current management team Pil Byriel and Mads Møller, and two trusted investors are now fully in charge of the company's strategy. This has led to an updated strategy that focus on getting to profitability and staying profitable. As a result of that costs have been reduced, and we are starting 2024 with a much lower cost base. We expect to reach profitability already in 2024. There is enough cash in the business today to take us to profitability, hence we are not relying on external VC's or any other investors to execute our strategy. We are committed to bring even more value to our customers and help them elevate inclusivity recruiting in their organization.

Statement by Management

The CEO and Board of Directors have today considered and adopted the annual report for 1 January 2023 - 31 December 2023 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 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 V, 6 June 2024

CEO

Pil Byriel
CEO

Board of Directors

Jens Karstoft
Chairman

Mads Møller Schrøder
Board member

Oliver Kofoed Pedersen
Board member

Pil Byriel
Board member

The Independent Auditor's Extended Review on the Financial Statements

To the shareholder's of Develop Diverse ApS

Conclusion

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

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

Basis for conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR – Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Practitioner's responsibilities for the extended review of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements Management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Practitioner's responsibilities for the extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the financial statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

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

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

Statement on the Management's review

Management is responsible for the Management's review.

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

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the extended review, or otherwise appears to be materially misstated.

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

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act.

We did not identify any material misstatement in the Management's review.

Søborg, 6 June 2024

inforevision
Statsautoriseret revisionsaktieselskab
CVR No. 19263096

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.

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.

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", "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 met:

- 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 licenses and services is recognised when the customer 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 determined transferred at the point in time of transferring the license 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 subsidies.

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, 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

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Gross profit		2.763.792	-54.119
Staff costs	1	-13.365.033	-9.882.071
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		-10.601.241	-9.936.190
Depreciation, amortisation and impairment losses of property, plant and equipment and intangible assets	2	-26.675	-27.810
Other operating expenses		-26.032	0
Earnings before interest and taxes (EBIT)		-10.653.948	-9.964.000
Finance income	3	47.123	7.299
Finance expenses		-274.128	-199.196
Profit/loss before tax		-10.880.953	-10.155.897
Tax on profit/loss for the year	4	0	-186.960
Profit/loss for the year		-10.880.953	-10.342.857

Proposed distribution of profit and loss

	<u>2023</u> DKK	<u>2022</u> DKK
Proposed distribution of profit and loss for the year :		
Transferred to retained earnings	-10.880.953	-10.342.857
Profit/loss for the year	-10.880.953	-10.342.857

Assets

	Note	31/12-2023	31/12-2022
		DKK	DKK
Fixtures, fittings, tools and equipment		82.246	108.921
Property, plant and equipment	5, 8	82.246	108.921
Deposits		172.589	166.653
Investments	6	172.589	166.653
Fixed assets		254.835	275.574
Trade receivables	8	1.782.070	3.156.578
Receivables from group enterprises		0	655.775
Other receivables		179.438	59.356
Prepayments		2.242	50.391
Receivables		1.963.750	3.922.100
Cash and cash equivalents		2.411.773	8.978.024
Current assets		4.375.523	12.900.124
Total assets		4.630.358	13.175.698

Equity and liabilities

	Note	31/12-2023	31/12-2022
		DKK	DKK
Contributed capital		411.344	79.615
Retained earnings		-2.976.765	5.186.526
Equity		-2.565.421	5.266.141
Debt to other credit institutions		2.365.990	2.053.540
Other payables		0	517.226
Non-current liabilities	7	2.365.990	2.570.766
Short-term part of long-term liabilities other than provisions		0	163.487
Trade payables		155.824	229.482
Other payables		1.300.644	932.761
Deferred income		3.373.321	4.013.061
Current liabilities		4.829.789	5.338.791
Liabilities		7.195.779	7.909.557
Total equity and liabilities		4.630.358	13.175.698
Assets charged and collateral	8		
Contingent assets	9		
Contingent liabilities	10		
Unrecognised contractual commitments	11		

Statement of changes in equity

	Contributed capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 January 2022	79.615	15.529.383	15.608.998
Distributed profit/loss for the year		-10.342.857	-10.342.857
Equity at 1 January 2023	79.615	5.186.526	5.266.141
Group contribution		549.391	549.391
Capital increase	331.729	2.168.271	2.500.000
Distributed profit/loss for the year		-10.880.953	-10.880.953
Equity at 31 December 2023	411.344	-2.976.765	-2.565.421

Notes

1. Staff costs

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Wages and salaries	12.375.693	8.898.631
Pensions	190.238	21.403
Other social security costs	249.503	213.457
Other staff cost	549.599	748.580
Total	<u>13.365.033</u>	<u>9.882.071</u>
Average number of full-time employees	<u>22</u>	<u>17</u>

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

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Depreciation of property, plant and equipment	<u>26.675</u>	<u>27.810</u>
Total	<u>26.675</u>	<u>27.810</u>

3. Finance income

	<u>2023</u>	<u>2022</u>
	DKK	DKK
Financial income from group enterprises	0	4.775
Other financial income	<u>47.123</u>	<u>2.524</u>
Total	<u>47.123</u>	<u>7.299</u>

Notes, continued

4. Tax expense

	Deferred tax	Tax on profit/loss for the year	2022
	DKK	DKK	DKK
Payables at 1 January 2023	0		
Correction previous year	0	0	11.412
Tax on profit/loss for the year	0	0	0
Payables at 31 December 2023	0		
Tax on profit/loss for the year recognised in the income statement		0	11.412

5. Property, plant and equipment

	Fixtures, fittings, tools and equipment	Total	2022
	DKK	DKK	DKK
Cost at 1 January 2023	139.048	139.048	139.048
Cost at 31 December 2023	139.048	139.048	139.048
Depreciation at 1 January 2023	-30.127	-30.127	-2.317
Depreciation for the year	-26.675	-26.675	-27.810
Depreciation and impairment losses at 31 December 2023	-56.802	-56.802	-30.127
Carrying amount at 31 December 2023	82.246	82.246	108.921

6. Investments

	Deposits	Total	2022
	DKK	DKK	DKK
Cost at 1 January 2023	166.653	166.653	153.188
Additions for the year	5.936	5.936	13.465
Cost at 31 December 2023	172.589	172.589	166.653
Carrying amount at 31 December 2023	172.589	172.589	166.653

Notes, continued

7. Long-term liabilities

	<u>31/12-2023</u>	<u>31/12-2022</u>
	DKK	DKK
Liabilities in total:		
Debt to credit institutions	2.365.990	2.217.027
Other payables	0	517.226
Total	<u>2.365.990</u>	<u>2.734.253</u>
Current portion of non-current liabilities:		
Debt to credit institutions	0	163.487
Total	<u>0</u>	<u>163.487</u>

8. 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
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	1.875.000

9. Contingent assets

	<u>2023</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>5.203.016</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

2023

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

240.000

Total rental and lease obligations

240.000

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registreret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

<p>Jens Karstoft Bestyrelsesformand Serienummer: ff872a04-8ab5-4915-ae2f-9e5be74ae3f8 IP: 217.63.xxx.xxx 2024-06-06 11:05:42 UTC</p> <p>Mit  </p>	<p>Mads Møller Schrøder Bestyrelsesmedlem Serienummer: e79d7204-e92a-43c1-b4d4-15964f135d18 IP: 217.63.xxx.xxx 2024-06-06 11:13:20 UTC</p> <p>Mit  </p>
<p>Pil Byriel Direktør Serienummer: dd9ab34a-495c-4770-92c4-6f3141046512 IP: 217.63.xxx.xxx 2024-06-07 07:53:05 UTC</p> <p>Mit  </p>	<p>Pil Byriel Bestyrelsesmedlem Serienummer: dd9ab34a-495c-4770-92c4-6f3141046512 IP: 217.63.xxx.xxx 2024-06-07 07:53:05 UTC</p> <p>Mit  </p>
<p>Oliver Kofoed Pedersen Bestyrelsesmedlem Serienummer: c6602d26-624a-490b-bf68-bcab81eba7db IP: 77.241.xxx.xxx 2024-06-07 09:29:05 UTC</p> <p>Mit  </p>	<p>Michael Dam-Johansen inforevision statsautoriseret revisionsaktieselskab CVR: 19263096 Statsautoriseret revisor Serienummer: 969243ba-0b30-494f-96a8-f60d0d4d5991 IP: 62.135.xxx.xxx 2024-06-09 21:37:37 UTC</p> <p>Mit  </p>

Penneo dokumentnøgle: IUOHB-HA2P3-P7S4A-VPAM-EP4MW-AVNW8

Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstempelt med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service <penneo@penneo.com>**. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser indlejret i dokumentet ved at anvende Penneos validator på følgende websted: **https://penneo.com/validator**

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registreret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Jens Karstoft

Dirigent

Serienummer: ff872a04-8ab5-4915-ae2f-9e5be74ae3f8

IP: 87.61.xxx.xxx

2024-06-11 19:29:26 UTC



Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstempelt med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service <penneo@penneo.com>**. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser indlejret i dokumentet ved at anvende Penneos validator på følgende websted: **https://penneo.com/validator**