



## byFounders VC Management ApS

Kanonbaadsvej 2  
1437 Copenhagen K  
CVR No. 38737554

## Annual report 2023

The Annual General Meeting adopted the annual report on 04.04.2024

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**Tommy Andersen**  
Chairman of the General Meeting

# Contents

Entity details	2
Statement by Management	3
Independent auditor's report	4
Management commentary	7
Income statement for 2023	8
Balance sheet at 31.12.2023	9
Statement of changes in equity for 2023	11
Notes	12
Accounting policies	14

# Entity details

## Entity

byFounders VC Management ApS  
Kanonbaadsvej 2  
1437 Copenhagen K

Business Registration No.: 38737554  
Date of foundation: 23.06.2017  
Registered office: Copenhagen  
Financial year: 01.01.2023 - 31.12.2023

## Executive Board

Eric Lagier  
Sara Maria Liliane Rywe  
Tommy Frejlev Andersen  
Martin Krag Andersen

## Auditors

Deloitte Statsautoriseret Revisionspartnerselskab  
Weidekampsgade 6  
2300 Copenhagen S

# Statement by Management

The Executive Board has today considered and approved the annual report of byFounders VC Management ApS for the financial year 01.01.2023 - 31.12.2023.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 04.04.2024

## Executive Board

**Eric Lagier**

**Sara Maria Liliane Rywe**

**Tommy Frejlev Andersen**

**Martin Krag Andersen**

# Independent auditor's report

## To the shareholders of byFounders VC Management ApS

### Opinion

We have audited the financial statements of byFounders VC Management ApS for the financial year 01.01.2023 - 31.12.2023, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023 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 Entity 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.

### 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 Entity'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 Entity 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 Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- 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 Entity'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 Entity 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 the management commentary**

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required by relevant law and regulations.

Based on the work we have performed, we conclude that the management commentary 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 of the management commentary.

Copenhagen, 04.04.2024

**Deloitte**

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

**Bill Haudal Pedersen**

State Authorised Public Accountant

Identification No (MNE) mne30131

# Management commentary

## Primary activities

The Company's main activity is to manage and advise investment companies and business associated therewith.

## Development in activities and finances

The Company's income statement for 2023 shows a profit of DKK 2,878 thousand and at December 31 2023, the balance sheet of the Company shows an equity of DKK 3,099 thousand.

The executive board considers the result acceptable.

## Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.



# Income statement for 2023

	Notes	2023 DKK	2022 DKK
<b>Gross profit/loss</b>		<b>20,890,477</b>	<b>23,710,995</b>
Staff costs	1	(17,037,355)	(14,583,486)
Depreciation, amortisation and impairment losses		(6,289)	(6,289)
<b>Operating profit/loss</b>		<b>3,846,833</b>	<b>9,121,220</b>
Income from investments in participating interests		(254,596)	0
Other financial income	2	239,473	258,116
Other financial expenses	3	(37,749)	(81,274)
<b>Profit/loss before tax</b>		<b>3,793,961</b>	<b>9,298,062</b>
Tax on profit/loss for the year	4	(915,637)	(2,133,372)
<b>Profit/loss for the year</b>		<b>2,878,324</b>	<b>7,164,690</b>
<b>Proposed distribution of profit and loss</b>			
Ordinary dividend for the financial year		2,800,000	7,150,000
Retained earnings		78,324	14,690
<b>Proposed distribution of profit and loss</b>		<b>2,878,324</b>	<b>7,164,690</b>

# Balance sheet at 31.12.2023

## Assets

	Notes	2023 DKK	2022 DKK
Other fixtures and fittings, tools and equipment		8,201	14,490
<b>Property, plant and equipment</b>	5	<b>8,201</b>	<b>14,490</b>
Other investments		1,902,279	1,127,500
<b>Financial assets</b>	6	<b>1,902,279</b>	<b>1,127,500</b>
<b>Fixed assets</b>		<b>1,910,480</b>	<b>1,141,990</b>
Receivables from associates		760,797	8,403,843
Deferred tax		5,745	14,489
Other receivables		800,149	1,131,796
Income tax receivable		47,309	0
Prepayments		442,430	379,494
<b>Receivables</b>		<b>2,056,430</b>	<b>9,929,622</b>
<b>Cash</b>		<b>237,430</b>	<b>4,456</b>
<b>Current assets</b>		<b>2,293,860</b>	<b>9,934,078</b>
<b>Assets</b>		<b>4,204,340</b>	<b>11,076,068</b>

**Equity and liabilities**

	<b>Notes</b>	<b>2023</b> <b>DKK</b>	<b>2022</b> <b>DKK</b>
Contributed capital		50,000	50,000
Share premium		50,000	50,000
Retained earnings		198,595	120,271
Proposed dividend		2,800,000	7,150,000
<b>Equity</b>		<b>3,098,595</b>	<b>7,370,271</b>
Bank loans		0	2,442,338
Payables to associates		7,860	0
Payables to owners and management		0	36,123
Income tax payable		0	235,275
Other payables		1,097,885	992,061
<b>Current liabilities other than provisions</b>		<b>1,105,745</b>	<b>3,705,797</b>
<b>Liabilities other than provisions</b>		<b>1,105,745</b>	<b>3,705,797</b>
<b>Equity and liabilities</b>		<b>4,204,340</b>	<b>11,076,068</b>

Contingent liabilities

7

# Statement of changes in equity for 2023

	<b>Contributed capital DKK</b>	<b>Share premium DKK</b>	<b>Retained earnings DKK</b>	<b>Proposed dividend DKK</b>	<b>Total DKK</b>
Equity beginning of year	50,000	50,000	120,271	7,150,000	7,370,271
Ordinary dividend paid	0	0	0	(7,150,000)	(7,150,000)
Profit/loss for the year	0	0	78,324	2,800,000	2,878,324
<b>Equity end of year</b>	<b>50,000</b>	<b>50,000</b>	<b>198,595</b>	<b>2,800,000</b>	<b>3,098,595</b>

# Notes

## 1 Staff costs

	<b>2023</b>	<b>2022</b>
	<b>DKK</b>	<b>DKK</b>
Wages and salaries	15,206,039	12,254,921
Pension costs	46,400	346,867
Other social security costs	1,193,565	64,436
Other staff costs	591,351	1,917,262
	<b>17,037,355</b>	<b>14,583,486</b>
Average number of full-time employees	<b>11</b>	<b>9</b>

## 2 Other financial income

	<b>2023</b>	<b>2022</b>
	<b>DKK</b>	<b>DKK</b>
Financial income from associates	235,980	230,626
Other financial income	3,493	27,490
	<b>239,473</b>	<b>258,116</b>

## 3 Other financial expenses

	<b>2023</b>	<b>2022</b>
	<b>DKK</b>	<b>DKK</b>
Other interest expenses	7,565	44,573
Exchange rate adjustments	2,475	(11,403)
Other financial expenses	27,709	48,104
	<b>37,749</b>	<b>81,274</b>

## 4 Tax on profit/loss for the year

	<b>2023</b>	<b>2022</b>
	<b>DKK</b>	<b>DKK</b>
Current tax	926,691	2,093,275
Change in deferred tax	8,744	19,022
Adjustment concerning previous years	(19,798)	21,075
	<b>915,637</b>	<b>2,133,372</b>

## 5 Property, plant and equipment

	<b>Other fixtures and fittings, tools and equipment DKK</b>
Cost beginning of year	31,447
<b>Cost end of year</b>	<b>31,447</b>
Depreciation and impairment losses beginning of year	(16,957)
Depreciation for the year	(6,289)
<b>Depreciation and impairment losses end of year</b>	<b>(23,246)</b>
<b>Carrying amount end of year</b>	<b>8,201</b>

## 6 Financial assets

	<b>Other investments DKK</b>
Cost beginning of year	1,127,500
Additions	1,029,375
<b>Cost end of year</b>	<b>2,156,875</b>
Fair value adjustments	(254,596)
<b>Impairment losses end of year</b>	<b>(254,596)</b>
<b>Carrying amount end of year</b>	<b>1,902,279</b>

## 7 Contingent liabilities

The Company has no guarantees or contingent liabilities, but has an outstanding commitment of tDKK 843.

# Accounting policies

## Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

## Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

## Income statement

### Gross profit or loss

Gross profit or loss comprises revenue and external expenses.

### Revenue

Revenue comprises management fee and is recognised as revenue as the services are rendered, implying that revenue corresponds to the marked value of the services rendered in the year. Management fee is calculated on the basis of 2% of the Administered Capital.

### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities.

### Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

### Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and property, plant and equipment.

**Income from investments in participating interests**

Income from investments in participating interests comprises the pro rata share of the individual participating interests' profit/loss after pro rata elimination of intra-group profits or losses.

**Other financial income**

Other financial expenses comprise interest expenses and net capital or exchange losses on transactions in foreign currencies.

**Other financial expenses**

Other financial expenses comprise interest expenses and net capital or exchange losses on transactions in foreign currencies.

**Tax on profit/loss for the year**

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

**Balance sheet****Property, plant and equipment**

Property, plant and equipment, are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

**Other investments**

Other investments comprise investments in byFounders Collective Invest II K/S, which is measured at fair value at the balance sheet date in accordance with the Danish Financial Statement Act § 37. Value adjustments are recognized in the income statement. The shares in Founders Collective Invest II K/S are measured in accordance with the relative part of the equity value, as the best expression of fair value.

The valuation of simple agreements for future equity (SAFE-notes), depends on the valuation of the underlying companies. The SAFE-notes will only be exercised, if the underlying companies issue stocks, engage in an initial public offering or a change of the companies control occurs.

**Receivables**

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.



**Deferred tax**

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

**Tax payable or receivable**

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

**Prepayments**

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

**Cash**

Cash comprises cash in bank deposits.

**Dividend**

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity. Extraordinary dividend adopted in the financial year is recognised directly in equity when distributed and disclosed as a separate item in Management's proposal for distribution of profit/loss.

**Other financial liabilities**

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.