

# **Adnami ApS**

**Skindergade 45, 3., 1159 Copenhagen**

**Company reg. no. 38 76 93 59**

## **Annual report**

**1 January - 31 December 2022**

The annual report was submitted and approved by the general meeting on the 2 May 2023.

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**Simon Kvist Gaulshøj**  
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

## **Management's statement**

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Today, the Board of Directors and the Managing Director have approved the annual report of Adnami ApS for the financial year 1 January - 31 December 2022.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022.

Further, in our opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 2 May 2023

### **Managing Director**

Simon Kvist Gaulshøj  
CEO

### **Board of directors**

Christian Lund  
Chairman of the board

Eivind Roald  
Board member

Henrik Valentin Printzlau  
Board member

Gustav Tore Henning Axelson  
Board member

## Independent auditor's report

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### To the Shareholders of Adnami ApS

#### Opinion

We have audited the financial statements of Adnami ApS for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes, for the Company. 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 financial position of the Company at 31 December 2022, and of the results of the Company's operations for the financial year 1 January - 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 the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### 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.

#### 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.

## Independent auditor's report

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As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### 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.

## **Independent auditor's report**

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

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

Based on the work we have performed, we conclude that Management's Review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of Management's Review.

Copenhagen, 2 May 2023

### **Grant Thornton**

State Authorised Public Accountants  
Company reg. no. 34 20 99 36

### **Kristian Randløv Lydolph**

State Authorised Public Accountant  
mne47843

## Company information

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### The company

Adnami ApS  
Skindergade 45, 3.  
1159 Copenhagen

Company reg. no. 38 76 93 59  
Domicile: Copenhagen  
Financial year: 1 January - 31 December  
5th financial year

### Board of directors

Christian Lund, Chairman of the board  
Eivind Roald, Board member  
Henrik Valentin Printzlau, Board member  
Gustav Tore Henning Axelson, Board member

### Managing Director

Simon Kvist Gaulshøj, CEO

### Auditors

Grant Thornton, Statsautoriseret Revisionspartnerselskab  
Stockholmsgade 45  
2100 København Ø

### Subsidiary

Adnami LTD, London

### General meeting

Ordinary general meeting will be held on 2 May 2023

## **Management's review**

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### **Description of key activities of the company**

Like previous years, the principal activities has been the development and sale of software for use by media and advertisers in the digital advertising market and related activities.

### **Development in activities and financial matters**

This year's gross profit has grown by 23 %, the gross profit for the year totals DKK 10.992.000 against DKK 8.2947.000 last year. Income or loss from ordinary activities after tax totals DKK -13.486.000 against DKK -2.295.000 last year.

The company received new capital in July 2022, which is devoted for developing Adnami ApS' products and for continuing to expand outside Denmark. Additionally, investments have been made in the year to adapt the company's products so there are prerequisites for winning new costumers, which is the main reason for the negative development in the result compared to last year.



## Accounting policies

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The annual report for Adnami ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

### Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, write-downs for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

### Foreign currency translation

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

## Income statement

### Gross profit

Gross profit comprises the revenue, other operating income, and external costs.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

## Accounting policies

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Cost of sales comprises costs concerning purchase of services and consumables less discounts.

### Own work capitalised

Own work capitalised includes staff cost and other internal costs incurred during the financial year and recognised in the cost of proprietary intangible fixed assets.

Other external expenses comprise expenses incurred for sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

### Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members.

### Depreciation, amortisation, and write-down for impairment

Depreciation, amortisation, and write-down for impairment comprise depreciation on, amortisation of, and write-down for impairment of intangible and tangible assets, respectively.

### Other operating expenses

Other operating expenses comprise items of secondary nature as regards the principal activities of the enterprise, including losses on the disposal of intangible and tangible assets.

### Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, as well as surcharges and reimbursements under the advance tax scheme, etc.

### Results from investments in group enterprises

Dividend from investments in group enterprises is recognised in the financial year in which the dividend is declared.

### Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

## Statement of financial position

### Intangible assets

#### Development projects, patents, and licences

Development costs and internally generated rights are recognised in the income statement as costs in the acquisition year.

## Accounting policies

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Depreciation is done on a straight-line basis according to an assessment of the expected useful life and the residual value of the individual assets.

Residual value after use has not been included in the depreciation periods, as the intangible assets are not traded on an active market.

Development projects are depreciated from completion and are depreciated over a period of maximum 10 years.

Profit and loss from the sale of development projects, are measured as the difference between the sales price less sales costs and the carrying amount at the time of sale. Profit or loss are recognised in the income statement as other operating income or other operating expenses, respectively.

### Investments

#### Investments in group enterprises

Investments in group enterprises are recognised and measured at cost. If the recoverable amount is lower than the cost price, it shall be written down for impairment to this lower value.

### Deposits

Deposits are measured at amortised cost and represent lease deposits.

#### Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets as well as equity investments in group enterprises are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. Write-down for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

### Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

## Accounting policies

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Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

### Cash and cash equivalents

Cash and cash equivalents comprise cash at bank.

### Equity

#### Share premium

Share premium comprises premium payments made in connection with the issue of shares. Costs incurred for carrying through an issue are deducted from the premium.

The premium reserve can be used for dividend, for issuing bonus shares, and for covering losses.

#### Reserve for development costs

The reserve for development costs comprises recognised development costs less related deferred tax liabilities.

The reserve cannot be used as dividends or for covering losses.

#### Income tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

## **Accounting policies**

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Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

### **Liabilities other than provisions**

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

### **Deferred income**

Payments received concerning future income are recognised under deferred income.

## Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Gross profit</b>	<b>10.992.055</b>	<b>8.946.898</b>
2 Staff costs	-17.151.193	-11.142.395
Amortisation and impairment of intangible assets	-604.445	-280.269
Other operating expenses	-5.927.417	0
<b>Operating profit</b>	<b>-12.691.000</b>	<b>-2.475.766</b>
Other financial income from subsidiaries	203.400	0
Other financial income	41.765	138.330
3 Other financial expenses	-625.322	-479.057
<b>Pre-tax net profit or loss</b>	<b>-13.071.157</b>	<b>-2.816.493</b>
4 Tax on net profit or loss for the year	-874.003	521.872
<b>Net profit or loss for the year</b>	<b>-13.945.160</b>	<b>-2.294.621</b>
<b>Proposed distribution of net profit:</b>		
Allocated from retained earnings	-13.945.160	-2.294.621
<b>Total allocations and transfers</b>	<b>-13.945.160</b>	<b>-2.294.621</b>

**Balance sheet at 31 December**

All amounts in DKK.

<b>Assets</b>		
<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Non-current assets</b>		
5 Completed development projects, including patents and similar rights arising from development projects	2.282.479	1.993.520
6 Development projects in progress and prepayments for intangible assets	5.149.744	1.482.126
Total intangible assets	<u>7.432.223</u>	<u>3.475.646</u>
7 Investments in group enterprises	840	840
8 Deposits	369.277	133.720
Total investments	<u>370.117</u>	<u>134.560</u>
<b>Total non-current assets</b>	<b><u>7.802.340</u></b>	<b><u>3.610.206</u></b>
<b>Current assets</b>		
Trade receivables	8.644.901	5.960.398
Receivables from group enterprises	2.841.275	2.410.631
Income tax receivables	544.321	537.619
Other receivables	509.281	0
Total receivables	<u>12.539.778</u>	<u>8.908.648</u>
Cash and cash equivalents	<u>31.136.825</u>	<u>4.992.720</u>
<b>Total current assets</b>	<b><u>43.676.603</u></b>	<b><u>13.901.368</u></b>
<b>Total assets</b>	<b><u>51.478.943</u></b>	<b><u>17.511.574</u></b>

**Balance sheet at 31 December**

All amounts in DKK.

<b>Equity and liabilities</b>		
<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Equity</b>		
Contributed capital	102.327	93.886
Reserve for development costs	5.797.134	2.711.003
Retained earnings	39.563.496	4.506.428
<b>Total equity</b>	<b><u>45.462.957</u></b>	<b><u>7.311.317</u></b>
<b>Provisions</b>		
Provisions for deferred tax	1.635.089	216.765
<b>Total provisions</b>	<b><u>1.635.089</u></b>	<b><u>216.765</u></b>
<b>Liabilities other than provisions</b>		
Bank loans	0	5.812.436
9 Other payables	230.744	308.663
Total long term liabilities other than provisions	<u>230.744</u>	<u>6.121.099</u>
Trade payables	642.040	1.261.871
Payables to associates	193.782	186.739
Payables to shareholders and management	3.975	3.975
Other payables	2.118.128	2.409.808
Deferred income	1.192.228	0
Total short term liabilities other than provisions	<u>4.150.153</u>	<u>3.862.393</u>
<b>Total liabilities other than provisions</b>	<b><u>4.380.897</u></b>	<b><u>9.983.492</u></b>
<b>Total equity and liabilities</b>	<b><u>51.478.943</u></b>	<b><u>17.511.574</u></b>

**1 Special items****10 Contingencies**



## Statement of changes in equity

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All amounts in DKK.

	<b>Contributed capital</b>	<b>Reserve for development costs</b>	<b>Retained earnings</b>	<b>Total</b>
Equity 1 January 2022	93.886	2.711.003	4.506.428	7.311.317
Cash capital increase	8.441	0	52.088.359	52.096.800
Profit or loss for the year brought forward	0	0	-13.945.160	-13.945.160
Transferred from results brought forward	0	3.086.131	-3.086.131	0
	<b>102.327</b>	<b>5.797.134</b>	<b>39.563.496</b>	<b>45.462.957</b>

## Notes

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All amounts in DKK.

### 1. Special items

The company has recognized expenses of a total of kr. 5.927.417 which can be broken down into a breakage fee expense of kr. 5.187.691 to Vækstfonden, due to that the company has paid of the loan to Vækstfonden before expiration date. As well as broker fee and insurance of kr. 739.726 in relation to the capital increase.

	<u>2022</u>	<u>2021</u>
<b>2. Staff costs</b>		
Salaries and wages	15.894.718	10.300.788
Pension costs	962.105	496.242
Other costs for social security	294.370	345.365
	<u><b>17.151.193</b></u>	<u><b>11.142.395</b></u>
 Average number of employees	 <u>30</u>	 <u>19</u>
<b>3. Other financial expenses</b>		
Financial costs, group enterprises	7.043	0
Other financial costs	618.279	479.057
	<u><b>625.322</b></u>	<u><b>479.057</b></u>
<b>4. Tax on net profit or loss for the year</b>		
Tax of the results for the year	-544.321	-537.619
Adjustment for the year of deferred tax	1.418.324	15.747
	<u><b>874.003</b></u>	<u><b>-521.872</b></u>

## Notes

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All amounts in DKK.

	<u>31/12 2022</u>	<u>31/12 2021</u>
<b>5. Completed development projects, including patents and similar rights arising from development projects</b>		
Cost 1 January 2022	2.351.001	985.071
Additions during the year	852.792	1.099.350
Transfers	40.613	266.580
<b>Cost 31 December 2022</b>	<b><u>3.244.406</u></b>	<b><u>2.351.001</u></b>
Amortisation and write-down 1 January 2022	-357.481	-77.212
Amortisation for the year	-604.446	-280.269
<b>Amortisation and write-down 31 December 2022</b>	<b><u>-961.927</u></b>	<b><u>-357.481</u></b>
<b>Carrying amount, 31 December 2022</b>	<b><u>2.282.479</u></b>	<b><u>1.993.520</u></b>
<b>6. Development projects in progress and prepayments for intangible assets</b>		
Cost 1 January 2022	1.482.126	404.330
Additions during the year	3.708.231	1.344.376
Transfers	-40.613	-266.580
<b>Cost 31 December 2022</b>	<b><u>5.149.744</u></b>	<b><u>1.482.126</u></b>
<b>Carrying amount, 31 December 2022</b>	<b><u>5.149.744</u></b>	<b><u>1.482.126</u></b>

## Notes

All amounts in DKK.

	<u>31/12 2022</u>	<u>31/12 2021</u>
<b>7. Investments in group enterprises</b>		
Acquisition sum, opening balance 1 January 2022	840	0
Additions during the year	<u>0</u>	<u>840</u>
<b>Cost 31 December 2022</b>	<u><b>840</b></u>	<u><b>840</b></u>
<b>Carrying amount, 31 December 2022</b>	<u><b>840</b></u>	<u><b>840</b></u>

### Financial highlights for the enterprises according to the latest approved annual reports

	Equity interest	Equity DKK	Results for the year DKK	Carrying amount, Adnami ApS DKK
Adnami LTD, London	100 %	<u>337.200</u>	<u>228.065</u>	<u>840</u>
		<u><b>337.200</b></u>	<u><b>228.065</b></u>	<u><b>840</b></u>

<b>8. Deposits</b>		
Cost 1 January 2022	133.720	57.400
Additions during the year	235.557	133.720
Disposals during the year	<u>0</u>	<u>-57.400</u>
<b>Cost 31 December 2022</b>	<u><b>369.277</b></u>	<u><b>133.720</b></u>
<b>Carrying amount, 31 December 2022</b>	<u><b>369.277</b></u>	<u><b>133.720</b></u>

<b>9. Other payables</b>		
<b>Other payables in total, due after 1 year</b>	<u><b>230.744</b></u>	<u><b>308.663</b></u>
Share of liabilities due after 5 years	<u>230.744</u>	<u>308.663</u>

## Notes

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All amounts in DKK.

### 10. Contingencies

#### Contingent liabilities

	31/12 2022 DKK in thousands
Lease liabilities	281.791
<b>Total contingent liabilities</b>	<b>281.791</b>

#### Joint taxation

With QNTM Adtech SW BidCo ApS as per 20th July 2022, as administration company, the company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for the total corporation tax.

The company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

Any subsequent adjustments of corporate taxes or withholding tax, etc., may result in changes in the company's liabilities.

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

## Simon Kvist Gaulshøj

Adm. direktør

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IP: 80.62.xxx.xxx

2023-05-09 14:44:51 UTC



## Christian Lund

Bestyrelsesformand

Serienummer: PID:9208-2002-2-700588380927

IP: 195.215.xxx.xxx

2023-05-11 16:37:19 UTC



## GUSTAV AXELSON

Bestyrelsesmedlem

Serienummer: 19890215xxxx

IP: 83.251.xxx.xxx

2023-05-11 20:58:20 UTC



## Henrik Valentin Printzlau

Bestyrelsesmedlem

Serienummer: ec56677d-bc45-4351-b605-43800622ccac

IP: 104.28.xxx.xxx

2023-05-15 09:01:25 UTC



## Eivind Roald

Bestyrelsesmedlem

Serienummer: 9578-5999-4-1293460

IP: 213.52.xxx.xxx

2023-05-15 09:06:27 UTC



## Kristian Lydolph

Statsautoriseret revisor

Serienummer: CVR:34209936-RID:43340328

IP: 62.243.xxx.xxx

2023-05-15 09:19:10 UTC



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**Simon Kvist Gaulshøj**

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