



Nordic Alpha Partners Fund I K/S

Strandvejen 114 A, DK-2900 Hellerup

CVR no. 39 01 26 18

Annual report for 2021

Adopted at the annual general meeting
on 28 March 2022

chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of Nordic Alpha Partners Fund I K/S for the financial year 1 January - 31 December 2021.

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 company's financial position at 31 December 2021 and of the results of the company's operations for the financial year 1 January - 31 December 2021.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 22 March 2022

On behalf of the General Partner: Nordic Alpha General Partner I ApS

Ulrik Jørring

Troels Øberg

Rasmus Lund

Laurits Mathias Bach
Sørensen

Jakob Fuhr Hansen

Independent auditor's report

To the shareholder of Nordic Alpha Partners Fund I K/S

Opinion

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2021 and of the results of the company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the financial statements of Nordic Alpha Partners ApS for the financial year 1 January - 31 December 2021, 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.

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' 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.

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 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 Statements Act. We did not identify any material misstatement of management's review.

Independent auditor's report

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 International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act and for such internal control as management determines is necessary to enable the preparation of the 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.

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

- 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.

Copenhagen, 22 March 2022

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Niels Henrik B. Mikkelsen
State Authorised Public Accountant
MNE no. mne16675

Martin Birch
State Authorised Public Accountant
MNE no. mne42825

Company details

The company

Nordic Alpha Partners Fund I K/S
Strandvejen 114 A
DK-2900 Hellerup

CVR no.: 39 01 26 18

Reporting period: 1 January - 31 December 2021

Domicile: Copenhagen

On behalf of the General Partner: Nordic Alpha General Partner I ApS

Ulrik Jørring
Troels Øberg
Rasmus Lund
Laurits Mathias Bach Sørensen
Jakob Fuhr Hansen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Management's review

Business review

The purpose of the Limited Partnership is to generate profits by conducting, monitoring, developing and realizing investments in companies, either directly or through wholly or partly owned holding companies.

Recognition and measurement uncertainties

The recognition and measurement of items in the annual report is not associated with any uncertainty beyond what is typical for companies investing in unlisted assets. See Note 8 regarding uncertainty in the recognition and measurement of the company's assets.

Unusual matters

The company's financial position at 31 December 2021 and the results of its operations for the financial year ended 31 December 2021 are not affected by any unusual matters.

Financial review

The company's income statement for the year ended 31 December 2021 shows a loss of TDKK 26.205, and the balance sheet at 31 December 2021 shows equity of TDKK 1.390.923.

According to the Danish Financial Statement Act positive fair value adjustment of investment in subsidiaries and associated companies are recognized directly in the equity and not the profit and loss.

Adjusted for this year's positive fair value adjustment the result amounts to TDKK 618.569 instead of the negative resultat shown in the profit and loss statement of TDKK -26,205. The majority of this increase in value is due to a very positive development in the portfolio company Green Hydrogen Systems, though DyeMansion, Wiferion, Spirii and Re-Match also contributed with value increases.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Expectations for the coming year

In 2022 the company is expected to move out the investment period and enter a new phase focused on the value creation and realization of companies in the portfolio. We expect significant profits in the coming year, in-line with the increased maturity of the company's assets.

Income statement 1 January - 31 December

	<u>Note</u>	<u>2021</u> TDKK	<u>2020</u> TDKK
Gross profit		-28.328	-18.015
Financial income		2.260	0
Financial expenses		<u>-137</u>	<u>-198</u>
Profit/loss for the year		<u><u>-26.205</u></u>	<u><u>-18.213</u></u>
 Distribution of profit			
Retained earnings		<u>-26.205</u>	<u>-18.213</u>
		<u><u>-26.205</u></u>	<u><u>-18.213</u></u>

Balance sheet 31 December

	Note	2021 TDKK	2020 TDKK
Assets			
Investments in subsidiaries	2	0	325.798
Investments in associates	3	1.371.114	132.356
Other fixed asset investments	4	15.000	23.821
Fixed asset investments		1.386.114	481.975
Total non-current assets		1.386.114	481.975
Other receivables		42	0
Receivable from shareholders and management		15.127	0
Prepayments	5	4.260	0
Receivables		19.429	0
Cash at bank and in hand		0	622
Total current assets		19.429	622
Total assets		1.405.543	482.597

Balance sheet 31 December

	<u>Note</u>	<u>2021</u> TDKK	<u>2020</u> TDKK
Equity and liabilities			
Contributed Capital		600.544	310.342
Reserve for fair value of investment assets		912.261	267.487
Retained earnings		<u>-121.882</u>	<u>-95.677</u>
Equity	6	<u>1.390.923</u>	<u>482.152</u>
Banks		10.310	0
Trade payables		4.261	395
Other payables		<u>49</u>	<u>50</u>
Total current liabilities		<u>14.620</u>	<u>445</u>
Total liabilities		<u>14.620</u>	<u>445</u>
Total equity and liabilities		<u>1.405.543</u>	<u>482.597</u>
Staff expenses	1		
Uncertainty in the recognition and measurement	7		
Related parties transactions	8		

Statement of changes in equity

	Contributed Capital	Reserve for fair value of invest- ment assets	Retained earnings	Total
Equity at 1 January 2021	310.342	267.487	-95.677	482.152
Revaluation for the year	0	644.774	0	644.774
Cash capital increase	290.202	0	0	290.202
Net profit/loss for the year	0	0	-26.205	-26.205
Equity at 31 December 2021	600.544	912.261	-121.882	1.390.923

Notes

	<u>2021</u>	<u>2020</u>
1 Staff expenses		
Average number of employees	<u>0</u>	<u>0</u>
	<u>2021</u>	<u>2020</u>
	TDKK	TDKK
2 Investments in subsidiaries		
Cost at 1 January 2021	90.561	33.600
Additions for the year	0	56.961
Transferred to note 4	<u>-90.561</u>	<u>0</u>
Cost at 31 December 2021	<u>0</u>	<u>90.561</u>
Revaluations at 1 January 2021	235.237	-25.200
Transferred to note 4	-235.237	0
Revaluations for the year, net	<u>0</u>	<u>260.437</u>
Revaluations at 31 December 2021	<u>0</u>	<u>235.237</u>
Carrying amount at 31 December 2021	<u>0</u>	<u>325.798</u>

Notes

	2021	2020
	TDKK	TDKK
3 Investments in associates		
Cost at 1 January 2021	102.612	76.966
Disposals for the year	-18.600	0
Additions for the year	273.578	25.646
Cost at 1 January 2021 transferred from note 3	90.561	0
Cost at 1 January 2021 transferred from note 5	23.902	0
Cost at 31 December 2021	<u>472.053</u>	<u>102.612</u>
Revaluations at 1 January 2021	29.744	0
Revaluations at 1 January 2021 transferred from note 3	235.237	0
Revaluations at 1 January 2021 transferred from note 5	-81	0
Revaluations for the year, net	<u>634.161</u>	<u>29.744</u>
Revaluations at 31 December 2021	<u>899.061</u>	<u>29.744</u>
Carrying amount at 31 December 2021	<u>1.371.114</u>	<u>132.356</u>
	2021	2020
	TDKK	TDKK
4 Other fixed asset investments		
Cost at 1 January 2021	23.902	23.821
Additions for the year	15.000	0
Transferred to note 4	-23.902	0
Cost at 31 December 2021	<u>15.000</u>	<u>23.821</u>
Revaluations at 1 January 2021	-81	0
Transferred to note 4	<u>81</u>	<u>0</u>
Revaluations at 31 December 2021	<u>0</u>	<u>0</u>
Carrying amount at 31 December 2021	<u>15.000</u>	<u>23.821</u>
5 Prepayments		
Prepayments comprise prepaid expenses regarding management fees and payroll tax.		

Notes

6 Equity

Limited Partners' and General Partner's total committed capital is MDKK 945 of which MDKK 344 is not yet called at 31 December 2021.

Notes

7 Uncertainty in the recognition and measurement

Fixed asset investments

Methods and assumptions in determining fair value

The valuations process:

The valuations are prepared by the relevant team of the Investment Advisor and are reviewed on a quarterly basis as well as per year end by the Investment Advisor's valuation committee who report and make recommendations to the general partner. The recommendations are reported to the General Partner on a quarterly basis, in line with the quarterly valuations that are provided to investors. The valuation committee considers the appropriateness of the valuation model itself, the significant and key inputs as well as the valuation results using various valuation methods and techniques generally recognized as standard within the industry. The fair value estimates are measured according to the guidelines of the "International Private Equity and Venture Capital" (IPEV) "Valuation Guidelines" which is why investments are recognized at fair value at the balance sheet date.

In determining the valuation recommended to the General Partner for Partnership's investments, the Investment Advisor utilizes comparable market multiples in arriving at the valuation. In accordance with the Partnership's policy the Investment Advisor determines appropriate companies based on industry, size, development stage, revenue generation and strategy. The Investment Advisor then calculate a market multiple for each comparable company identified. The multiple is calculated by using either P/E or multiples based on EBITDA or revenues. For holdings without significant profits or positive cash flow, the general partner has either used multiples based on revenues, the price of a recent investment, other indicators of change in fair value or – for recent additions to the portfolio – maintained the investment at cost.

In determining the continued appropriateness of the chosen valuation techniques, the valuation committee may perform back testing to consider the various models' actual results and how they have historically aligned with the market transactions.

Significant unobservable inputs:

All investments apart from listed investments have been valued based on significant unobservable inputs, as they trade infrequently. As quoted market prices are not available for these investments, the general partner has used valuation techniques to determine fair value. In order to assess the valuation made for the investments, the Investment Advisor reviews the performance of the portfolio companies. Furthermore the Investment Advisor is regularly in contact with the management of the portfolio companies in order to make assessments of business and operational matter which are considered in the valuation process. Where appropriate the Investment Advisor also track peer group company multiples, recent transaction results and credit ratings for similar companies.

Notes

Sensitivity analysis:

The fair value of the Company's portfolio Companies is affected by the financial performance in the individual Company's alongside recent transaction results. A change in significant unobservable input will have an effect on the valuation of the portfolio Companies, as well as the fair value will be affected of development in general macro – economic conditions. Out of the total fixed asset valuation of TDKK 1,386,114 we find that the highest uncertainty linked to management estimation is to be found on one investment which amount to TDKK 103,001. The unrealized gain on this investment is currently TDKK 35,987 and the total value is deemed to be able to fluctuate by 25 % in both directions amounting to approximately TDKK 25,750.

8 Related parties transactions

All transactions are done at arm's length principle.

Accounting policies

The annual report of Nordic Alpha Partners Fund I K/S for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2021 is presented in TDKK.

Correction of material misstatements

The company had not recognized their positive fair value adjustment of its investments in subsidiaries and associates companies in accordance with the Danish Financial Statements Act. The company recognized the fair value adjustment in the profit and loss instead of directly in the equity.

The change resulted in a negative adjustment of the result of TDKK 256,490. The change has no effect on the equity in 2020. Changes have been corrected and the comparative figures have been adjusted in accordance with the Danish Financial Statements Act section 52, subsection 2.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits 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 from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Accounting policies

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, and other external expenses.

Value adjustments of investments

The value adjustment of investments in portfolio companies comprises value adjustment realized from sale and value adjustments unrealized from any revaluation or impairment of investments in portfolio companies at fair value. Dividend received from investments are included in value adjustments.

Other external expenses

Other external expenses include expenses related to administration etc.

Management fee comprises of management fee for the period calculated according to the Limited Partnership Agreement.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses and foreign currency transactions.

Tax on profit/loss for the year

The company is not independently liable to tax and consequently tax has not been recognized.

Balance sheet

Investments in portfolio companies etc.

Other investments comprise investments in portfolio companies and are measured at fair value on the balance sheet date.

Investments in portfolio companies are measured according to the guidelines of the “International Private Equity and Venture Capital” (IPEV) “Valuation Guidelines” which is why investments are recognised at fair value at the balance sheet date in accordance with the Danish Financial Statement Act §37 and §41.

Investments in portfolio companies of which listed market prices exist are measured on the basis of the last market price. Unlisted portfolio companies are valued either by way of a capital increase round or part sale based on the value of comparable companies as well as by applying traditional measurement methods.

Accounting policies

Fair value estimation

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets traded in active markets (such as publicly traded derivatives and equity securities publicly traded on a stock exchange) are based on quoted market prices at the close of trading on the reporting date.

Fair value for unlisted equity securities are determined by the General Partner using valuation techniques. Such valuation techniques may include earnings multiples and discounted cash flows. The Partnership adjust the valuation model as deemed necessary for factors such as non maintainable earnings, tax risk, growth stage and cash traps.

The general partner has chosen to adopt different valuation techniques depending on the portfolio company. For holdings with substantial and sustainable cash flow or earnings, the general partner has adopted a valuation technique using either P/E or multiples based on EBITDA or revenues. For holdings without significant profits or positive cash flow, the general partner has maintained cost or the price of a recent investment or the use of multiples based on revenues.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Liabilities

Liabilities, which include trade payables, payables to subsidiaries and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Bank debt is measured at amortised cost, which for cash loans corresponds to the outstanding debt.

Accounting policies

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.

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Laurits Mathias Bach Sørensen

Partner

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Troels Øberg

Partner

På vegne af: Nordic Alpha Partners ApS

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2022-03-22 10:00:38 UTC

NEM ID 

Jakob Fuhr Hansen

Partner

På vegne af: Nordic Alpha Partners ApS

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IP: 87.54.xxx.xxx

2022-03-22 17:24:49 UTC

NEM ID 

Rasmus Lund

Partner

På vegne af: Nordic Alpha Partners ApS

Serienummer: PID:9208-2002-2-462965270698

IP: 152.115.xxx.xxx

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Niels Henrik B. Mikkelsen

Statsautoriseret revisor

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Martin Birch

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