IMPACT Commerce Group A/S

Søren Frichs Vej 44 D, 8230 Åbyhøj

CVR no. 39 18 56 44

Annual report 2023

Approved at the Company's annual general meeting on 14 June 2024

Chairman of the meeting:

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Kasper Holst

Contents

Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of IMPACT Commerce Group A/S for the financial year 1 January - 31 December 2023.

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

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Company at 31 December 2023 and of the results of the Group's and the Company's operations and of the consolidated cash flows for the financial year 1 January - 31 December 2023.

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

We recommend that the annual report be approved at the annual general meeting.

Åbyhøj, 11 June 2024
Executive Board:

Kasper Holst

Jens Mikkelsen

Board of Directors:

Heine Kaasgaard Bang
Chairman

Kasper Holst

Mathias Wahlberg

Jens Mikkelsen

Nicolaj Vang Jessen

Independent auditor's report

To the shareholders of IMPACT Commerce Group A/S

Opinion

We have audited the consolidated financial statements and the parent company financial statements of IMPACT Commerce Group A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group and the Parent Company, and a consolidated cash flow statement. The consolidated financial statements and the parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2023, and of the results of the Group's and Parent Company's operations as well as the consolidated cash flows for the financial year 1 January - 31 December 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 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 consolidated financial statements and the parent Company financial statements" (herinafter collectively referred to as "the financial statements") section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group 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.

Management's responsibilities for the financial statements

Management is responsible for the preparation of consolidated financial statements and parent company 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 Group's and the Parent 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 Group or the Parent 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 as to 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 the 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:

Independent auditor's report

- 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 Group's and the Parent 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 Group's and the Parent 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 Group and the Parent Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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's review

Management is responsible for the Management's review.

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 audit 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 audit, 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 of the Management's review.

Aarhus, 11 June 2024
EY Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28

Henrik Pungvig Jensen	Niels Krogh Gjøl
State Authorised Public Accountant	State Authorised Public Accountant
mne24825	mne49103

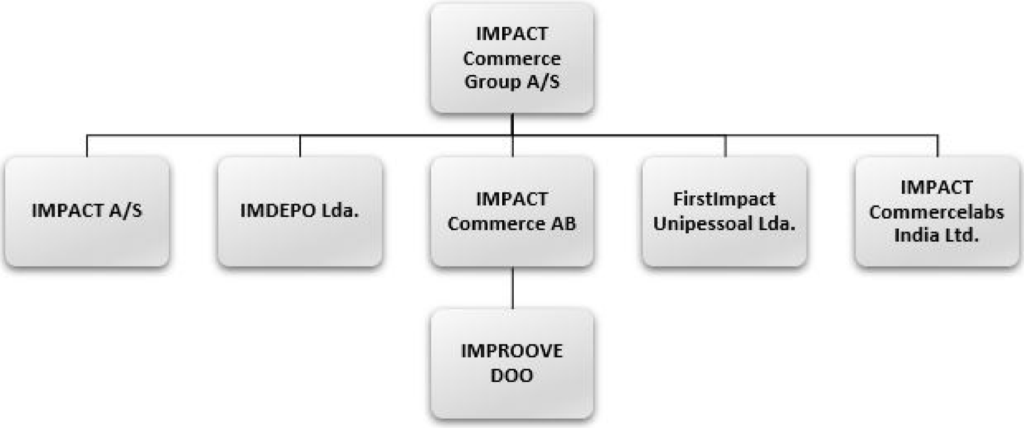
Management's review

Company details

Name	IMPACT Commerce Group A/S
Address, Postal code, City	Søren Frichs Vej 44 D, 8230 Åbyhøj
CVR no.	39 18 56 44
Established	19 December 2017
Registered office	Aarhus
Financial year	1 January - 31 December
Board of Directors	Heine Kaasgaard Bang, Chairman Kasper Holst Mathias Wahlberg Jens Mikkelsen Nicolaj Vang Jessen
Executive Board	Kasper Holst Jens Mikkelsen
Auditors	EY Godkendt Revisionspartnerselskab Værkmestergade 25, P.O. Box 330, 8100 Aarhus C, Denmark

Management's review

Group chart



Reference is made to note 10 for details regarding interest in group enterprises.

Management's review

Financial highlights for the Group

DKK'000	2023	2022	2021	2020	2019
Key figures					
Gross profit/loss	250,050	231,305	159,069	128,070	120,759
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	26,028	23,789	14,589	5,109	14,400
Profit before interest and tax (EBIT)	18,529	17,627	13,046	3,752	12,489
Net financials	-1,604	-1,143	-238	-455	20
Profit before tax	16,925	16,484	12,807	3,297	12,509
Profit for the year	12,557	12,318	9,787	2,456	9,637
Total assets	134,600	125,343	79,090	51,353	55,712
Investments in property, plant and equipment	1,845	4,220	2,869	636	587
Equity	53,797	45,953	23,273	12,447	23,183
Cash flows from operating activities	22,062	16,647	2,167	3,166	1,794
Total cash flows	681	6,627	3,635	-2,516	-137
Financial ratios					
Return on assets	9.7%	13.2%	14.5%	6.7%	25.7%
Current ratio	156.6%	141.9%	162.0%	169.3%	180.2%
Equity ratio	33.8%	31.6%	28.4%	23.4%	40.9%
Average number of full-time employees	**337**	**317**	**217**	**189**	**159**

The financial ratios stated under "Financial highlights" have been calculated as follows:

Return on assets $$\frac{\text{Profit/loss from operating activites} \times 100}{\text{Average assets}}$$

Current ratio $$\frac{\text{Current assets} \times 100}{\text{Current liabilities}}$$

Equity ratio $$\frac{\text{Equity excl. non-controlling interests, year-end} \times 100}{\text{Total equity and liabilities, year-end}}$$

Management's review

Business review

About

IMPACT Commerce Group A/S is a digital consultancy group specializing in commerce and data-driven marketing.

IMPACT Commerce Group works in the following business areas:

- Strategy and growth consulting
- Commerce platforms
- IT architecture, Master Data, PIM, and cloud integrations
- AI
- Mobile Apps, Cloud POS and Order Management solutions
- Omnichannel BI / Advanced Analytics
- UX / design and digital products design
- MarTech, CDP and Marketing Automation
- Traffic, Lead Generation and Conversion optimisation

Purpose

Changing commerce for the better.

This purpose means that the Company is taking the lead on shaping the future of commerce by empowering people and businesses to drive positive change and deliver quality experiences.

Vision

The Company's vision is Leading Digital Commerce Experience in Europe.

As a specialised consultancy, we strive to deliver Europe's leading end-customer experiences and enable our clients to grow. This is realised by transforming and optimising the entire customer journey by applying the market' s strongest expertise in the areas of strategy / innovation, design / concept / experience, IT architecture, commerce platforms and data / optimisation.

With a sustainable model that ensures unique sector knowledge and a powerful connection between customer and employee satisfaction, the Company strives to provide extraordinary experiences for everyone who engages with IMPACT.

Strategy 2024

Strategy for 2024 : "European Challenger." This epitomizes the Company's progression from a purely Nordic presence to becoming the leading commerce consultancy in Europe.

Strategy 2024 covers four key milestones:

- Strongest Community in Europe
  This means ensuring the best workplace community and being the industry leader in people development.
- No.1 Future Commerce and Growth Makers
  This means showcasing more innovation and customer results than any other consultancy and having the happiest clients.
- Commerce for the Better
  This means being a frontrunner in driving positive change, both directly with our customers and indirectly through our customers' customers.
- Strong Financials
  This means creating healthy, sustainable growth that allows us to invest in corporate social responsibility.

Management's review

Customers

IMPACT has built up unique sector experience within selected sectors and expertise in global commerce at scale.

In 2023, our customer portfolio was further expanded, among other with 7 market leading companies in the following segments:

- Consumer Brands and Retail
- Wholesalers / Distributors and Manufacturers
- Telco and Subscription-based Services
- Food

A high volume of projects and ongoing optimisations have been delivered to existing customers, resulting in these customers achieving significantly higher growth in their digital turnover.

Consulting Services and Experience

A partnership with IMPACT provides customers with unique sector experience in driving omnichannel commerce, customer experience, and business innovation. With over 25 years of experience in technology advisory and implementation services, IMPACT elevates companies to modern IT architecture, utilizing technology for efficiency, customer experience, and growth.

IMPACT excels in implementing applications and frameworks from the market's leading vendors within the tech space:
- Commerce
- Content management
- POS/OMS
- Payment
- Mobile APPs
- AI
- Enterprise search
- Martech – CDP / Marketing automation
- Personalisation
- Cloud integrations and cloud transition
- Advanced Analytics & BI
- Custom built software and UI

IMPACT has, in 2023, been a part of defining several new business models, driving transformation and setting new standards for customer experience. The collective results from IMPACT's services and experience have resulted in several nominations and awards, including the:

- Rambuk Award for Søstrene Grene international CDP and Marketing automation setup
- Danish e-commerce awards winner with IMERCO for best omnichannel
- 10+ customer nominations / awards for their commerce experience and data marketing

Organisation and processes

We have continued to focus on strengthening our processes and expertise, giving particular priority to developing skill sets in Strategy / Growth, AI, Marketing, IT architecture, Cloud technology and advanced Analytics.

IMPACT is the leading digital commerce consultancy in Scandinavia with more than 400 experts. Furthermore, we're the largest partner-owned commerce consultancy in Europe.

The goal for IMPACT continues to be to attract, retain and develop the most highly skilled experts in the sector. We strive to build a community of experts across countries and embrace a modern, hybrid work-life balance.

The Group has positioned itself as a dynamic and attractive workplace focused on innovative solutions which exploit the potential of new digital technologies and data-driven sales / marketing. The personal development of each individual employee is a top strategic priority.

Management's review

Financial review

The Group's declared goal is to generate the best results in the sectors for its customers and ensure the sector's highest level of customer satisfaction.

The income statement for 2023 shows a profit before tax of DKK 16,925 thousand against a profit before tax of DKK 16,484 thousand last year, and the balance sheet at 31 December 2023 shows equity of DKK 53,797 thousand.

Expectation was a profit before tax in the region of DKK 20 - 40 mio. The result is below expectation due to lower performance in Sweden and thereby a lower profit before tax than expected.

Knowledge resources

The description of knowledge resources is included in the section regarding organisation and processes.

Financial risks and use of financial instruments

The Group is not exposed to special risks except for what is usual to the line of business.

Treasury Shares

During the year, the Company engaged in transactions involving its treasury shares. Reference is made to note 13 for more details.

Impact on the external environment

As a digital consultancy group, the IMPACT Commerce Group is aware of the natural footprint on the climate through its business activities. The Company strives to minimize its climate impact by optimizing its energy efficiency and reducing CO2 emmisions from own operations.

Research and development activities

The Group has invested in building functionalities that enable reduced lead time in implementing e-commerce solutions for our customers – called Accelarators. The internal development cost attributable to Accelarators.

Events after the balance sheet date

A company charge of DKK 17,500 thousand has been provided as collateral for the Group's bank debt after the balance sheet date, secured on inventories, raw materials, semi-manufactured goods and finished goods, operating equipment as well as trade receivables.

Beside the above no events materially affecting the Group's and the Company's financial position have occurred subsequent to the financial year-end.

Reference is made to note 2 for more details.

Outlook

2023 was a year impacted by a market slow-down, which impacted the result. The IMPACT Commerce Group expects similar gross profit and earnings in 2024. The overall expectation is a profit before tax in the range of DKK 20 - 35 mio.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Income statement

		Group		Parent company	
Note	DKK'000	2023	2022	2023	2022
	Gross profit/loss	250,050	231,305	-186	-48
3	Staff costs	-224,022	-207,516	0	0
	Amortisation/depreciation of intangible assets and property, plant and equipment	-7,499	-6,162	0	0
	Profit/loss before net financials	18,529	17,627	-186	-48
	Income from investments in group entities	0	0	13,099	10,945
4	Financial income	61	35	58	19
5	Financial expenses	-1,665	-1,178	-352	-277
	Profit before tax	16,925	16,484	12,619	10,639
6	Tax for the year	-4,368	-4,166	105	92
	Profit for the year	12,557	12,318	12,724	10,731
	Specification of the Group's results of operations:				
	Shareholders in IMPACT Commerce Group A/S	12,724	10,731		
	Non-controlling interests	-167	1,587		
		12,557	12,318		

Consolidated financial statements and parent company financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	Group 2023	Group 2022	Parent company 2023	Parent company 2022
	ASSETS				
	Fixed assets				
8	**Intangible assets**				
	Completed development projects	5,136	4,399	0	0
	Acquired intangible assets	2,140	2,509	0	0
	Goodwill	19,052	21,434	0	0
	Development projects in progress	1,227	1,198	0	0
		27,555	29,540	0	0
9	**Property, plant and equipment**				
	Other fixtures and fittings, tools and equipment	3,480	4,363	0	0
	Leasehold improvements	1,067	1,453	0	0
		4,547	5,816	0	0
10	**Investments**				
	Investments in group entities	0	0	57,057	46,252
	Other receivables	175	148	0	0
	Deposits	1,921	2,030	0	0
		2,096	2,178	57,057	46,252
	Total fixed assets	34,198	37,534	57,057	46,252
	Non-fixed assets				
	Receivables				
	Trade receivables	75,048	62,169	0	0
	Work in progress for third parties	2,554	5,821	0	0
	Receivables from group entities	0	0	0	90
14	Deferred tax assets	912	0	0	0
	Corporation tax receivable	310	0	0	0
	Joint taxation contribution receivable	0	447	105	92
	Other receivables	3,903	2,816	1,042	710
11	Prepayments	3,827	3,353	0	0
		86,554	74,606	1,147	892
	Securities and investments	0	36	0	0
	Cash	13,848	13,167	832	2,549
	Total non-fixed assets	100,402	87,809	1,979	3,441
	TOTAL ASSETS	134,600	125,343	59,036	49,693

Consolidated financial statements and parent company financial statements 1 January - 31 December

Balance sheet

Note	DKK'000	Group 2023	Group 2022	Parent company 2023	Parent company 2022
	EQUITY AND LIABILITIES				
	Equity				
12	Share capital	566	557	566	557
	Share premium account	0	0	0	0
	Net revaluation reserve according to the equity method	0	0	13,218	7,010
	Translation reserve	-279	-473	0	0
	Retained earnings	45,243	39,539	31,746	32,056
	Shareholders in IMPACT Commerce Group A/S' share of equity	45,530	39,623	45,530	39,623
	Non-controlling interests	8,267	6,330	0	0
	Total equity	53,797	45,953	45,530	39,623
	Provisions				
14	Deferred tax	1,585	1,874	0	0
16	**Total provisions**	1,585	1,874	0	0
	Liabilities other than provisions				
15	**Non-current liabilities other than provisions**				
	Bank debt	4,000	5,000	4,000	5,000
	Other payables	11,117	10,635	0	0
		15,117	15,635	4,000	5,000
	Current liabilities other than provisions				
15	Short-term part of long-term liabilities other than provisions	1,000	1,000	1,000	1,000
	Bank debt	8,959	20,267	0	0
	Prepayments received from customers	475	350	0	0
	Work in progress for third parties	5,687	1,508	0	0
	Trade payables	9,945	9,979	120	155
	Payables to group entities	90	0	8,386	1,056
	Corporation tax payable	636	951	0	0
	Joint taxation contribution payable	3,302	0	0	0
	Payables to shareholders and management	0	2,813	0	2,813
	Other payables	32,855	22,967	0	46
17	Deferred income	1,152	2,046	0	0
		64,101	61,881	9,506	5,070
	Total liabilities other than provisions	79,218	77,516	13,506	10,070
	TOTAL EQUITY AND LIABILITIES	134,600	125,343	59,036	49,693

1 Accounting policies
2 Events after the balance sheet date
7 Appropriation of profit
13 Treasury shares
18 Contractual obligations and contingencies, etc.
19 Security and collateral
20 Related parties

Consolidated financial statements and parent company financial statements 1 January - 31 December

Statement of changes in equity

Note	DKK'000	Group Share capital	Share premium account	Translation reserve	Retained earnings	Total	Non-controlling interests	Total equity
	Equity at 1 January 2023	557	0	-473	39,539	39,623	6,330	45,953
	Capital increase	9	2,803	0	0	2,812	0	2,812
	Transfer through appropriation of profit	0	0	0	12,724	12,724	-167	12,557
	Transferred from share premium account	0	-2,803	0	2,803	0	0	0
	Adjustment of investments through forreign exchange adjustments	0	0	194	0	194	39	233
	Other value adjustments of equity	0	0	0	-1,348	-1,348	2,980	1,632
	Dividend distributed	0	0	0	0	0	-915	-915
	Extraordinary dividend distributed in the year	0	0	0	-8,500	-8,500	0	-8,500
	Dividend, treasury shares	0	0	0	25	25	0	25
	Equity at 31 December 2023	566	0	-279	45,243	45,530	8,267	53,797

Note	DKK'000	Parent company Share capital	Share premium account	Net revaluation reserve according to the equity method	Retained earnings	Total
	Equity at 1 January 2023	557	0	7,010	32,056	39,623
	Capital increase	9	2,803	0	0	2,812
7	Transfer, see "Appropriation of profit"	0	0	6,014	6,710	12,724
	Transferred from share premium account	0	-2,803	0	2,803	0
	Adjustment of investments through forreign exchange adjustments	0	0	194	0	194
	Other value adjustments of equity	0	0	0	-1,348	-1,348
	Extraordinary dividend distributed in the year	0	0	0	-8,500	-8,500
	Dividend, treasury shares	0	0	0	25	25
	Equity at 31 December 2023	566	0	13,218	31,746	45,530

Consolidated financial statements and parent company financial statements 1 January - 31 December

Cash flow statement

Note	DKK'000	Group 2023	Group 2022
	Profit for the year	12,557	12,318
21	Adjustments	13,744	11,455
	Cash generated from operations (operating activities)	26,301	23,773
22	Changes in working capital	-632	-2,741
	Cash generated from operations (operating activities)	25,669	21,032
	Interest received, etc.	61	35
	Interest paid, etc.	-1,183	-981
	Income taxes paid	-2,485	-3,439
	Cash flows from operating activities	22,062	16,647
	Additions of intangible assets	-2,400	-4,188
	Additions of property, plant and equipment	-1,845	-4,261
	Purchase of financial assets	-84	-995
	Sale of financial assets	1,798	2,409
	Acquisition of companies	0	-20,861
	Other cash flows from investing activities	36	-700
	Cash flows to investing activities	-2,495	-28,596
	Dividends paid	-9,390	-9,504
	Repayments, long-term liabilities	-1,000	-1,000
	Changes in payables related to operating credits	-11,308	12,109
	Cash capital increase	0	375
	Debt conversion	2,812	16,596
	Cash flows from financing activities	-18,886	18,576
	Net cash flow	681	6,627
	Cash and cash equivalents at 1 January	13,167	4,403
	Acquired cash on the acquisition of companies	0	2,137
23	**Cash and cash equivalents at 31 December**	13,848	13,167

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of IMPACT Commerce Group A/S for 2023 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to medium-sized reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Some of the comparative figures have been restated in connection with the reclassification of internal items. The restatements have not affected the Company's profit/loss, balance sheet total or equity in this year and last year.

Omission of a cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement is prepared for the parent company, as its cash flows are reflected in the consolidated cash flow statement.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Consolidated financial statements

Control

The consolidated financial statements comprise the Parent Company and group entities controlled by the Parent Company.

Control means a Parent Company's power to direct a subsidiary's financial and operating policy decisions. Besides the above power, the Parent Company should also be able to yield a return from its investment.

In assessing if the parent company controls an entity, de facto control is taken into consideration as well.

The existence of potential voting rights which may currently be exercised or converted into additional voting rights is considered when assessing if an entity can become empowered to direct another entity's financial and operating decisions.

Preparation of consolidated financial statements

The consolidated financial statements are prepared as a consolidation of the parent company's and the individual group entities' financial statements, which are prepared according to the group's accounting policies. On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends, and realised and unrealised gains on intra-group transactions are eliminated. Unrealised gains on transactions with associates are eliminated in proportion to the group's interest in the entity. Unrealised losses are eliminated in the same way as unrealised gains if they do not reflect impairment.

In the consolidated financial statements, the accounting items of group entities are recognised in full. Non-controlling interests' share of the profit/loss for the year and of the equity of group entities which are not wholly-owned are included in the group's profit/loss and equity, respectively, but are disclosed separately.

Acquisitions and disposals of non-controlling interests which are still controlled are recognised directly in equity as a transaction between shareholders.

Expenses incurred to acquire entities are recognised in the income statement in the year in which they are incurred.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Non-controlling interests

On initial recognition, non-controlling interests are measured at the fair value of the non-controlling interests' equity interest.

Goodwill relating to the non-controlling interests' share of the acquiree is recognised.

External business combinations

Recently acquired entities are recognised in the consolidated financial statements from the date of acquisition. Entities sold or otherwise disposed of are recognised up to the date of disposal. Comparative figures are not restated to reflect newly acquired entities. Discontinued operations are presented separately, see below.

The date of acquisition is the date when the group actually obtains control of the acquiree.

The acquisition method is applied to the acquisition of new entities of which the group obtains control. The acquirees' identifiable assets, liabilities and contingent liabilities are measured at fair value at the date of acquisition. Identifiable intangible assets are recognised if they are separable or arise from a contractual right. Deferred tax related to the revaluations is recognised.

Positive differences (goodwill) between, on the one hand, the consideration for the acquiree, the value of non-controlling interests in the acquired entity and the fair value of any previously acquired equity investments and, on the other hand, the fair value of the assets, liabilities and contingent liabilities acquired are recognised as goodwill under "Intangible assets". Goodwill is amortised on a straight-line basis in the income statement based on an individual assessment of the economic life of the asset.

Negative differences (negative goodwill) are recognised in the income statement at the date of acquisition.

Upon acquisition, goodwill is allocated to the cash-generating units, which subsequently form the basis for impairment testing. Goodwill and fair value adjustments in connection with the acquisition of a foreign entity with a functional currency different from the presentation currency used in the consolidated financial statements are accounted for as assets and liabilities belonging to the foreign entity and are, on initial recognition, translated into the foreign entity's functional currency using the exchange rate at the transaction date.

The consideration paid for an entity consists of the fair value of the agreed consideration in the form of assets transferred, liabilities assumed and equity instruments issued. If part of the consideration is contingent on future events or compliance with agreed terms, such part of the consideration is recognised at fair value at the date of acquisition. Subsequent adjustments of contingent considerations are recognised in the income statement.

Expenses incurred to acquire entities are recognised in the income statement in the year in which they are incurred.

Where, at the date of acquisition, the identification or measurement of acquired assets, liabilities or contingent liabilities or the determination of the consideration is associated with uncertainty, initial recognition will take place on the basis of provisional amounts. If it turns out subsequently that the identification or measurement of the consideration transferred, acquired assets, liabilities or contingent liabilities was incorrect on initial recognition, the statement will be adjusted retrospectively, including goodwill, until 12 months after the acquisition, and comparative figures will be restated. Hereafter, any adjustments are recognised as misstatements.

Gains or losses from disposal of group entities which result in loss of control are calculated as the difference between, on the one hand, the fair value of the selling price less selling expenses and, on the other hand, the carrying amount of net assets.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Intra-group business combinations

The book value method is applied to business combinations such as acquisition and disposal of investments, mergers, demergers, contributions of assets and share conversions, etc. in which entities controlled by the parent company are involved, provided that the combination is considered completed at the time of acquisition without any restatement of comparative figures. Differences between the agreed consideration and the carrying amount of the acquiree are recognised directly in equity.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Foreign group entities

Foreign group entities are considered separate entities. Items in such entities' income statements are translated at an average exchange rate for the month, and balance sheet items are translated at closing rates. Foreign exchange differences arising on translation of the opening equity of foreign group entities to closing rates and on translation of the income statements from average exchange rates to closing rates are taken directly to equity.

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the rendering of services includes the sale of advisory services for the purpose of creating online strategies, solution implementation and online marketing optimisation at the customer and is recognised as revenue as the services are rendered. Accordingly, revenue corresponds to the selling price of work performed.

The sales value is assessed based on work performed (based on actual time consumption) and the expected unbillable hours percentage aiming that unbillable hours are recognized on a straight-line basis.

Recognition implies that total revenue, including revenue related to reinvoicing of work performed by subsuppliers etc. as well as the unbillable hour percentage at the balance sheet date can be determined reliably and that it is probable that payment will be received.

Revenue includes re-invoicing of work performed by subsuppliers at the entity's expense and risk, i.e. where the entity is considered to be the principal in the transaction as well as other outlays.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 **Accounting policies (continued)**

Gross profit/loss

The items revenue, cost of sales, work performed for own account and capitalised, other operating income and external expenses have been aggregated into one item in the income statement called gross profit/loss in accordance with section 32 of the Danish Financial Statements Act.

Other operating income

Other operating income comprise items of a secondary nature relative to the Company's core activities, including gains on the sale of fixed assets.

Cost of sales

Cost of sales includes expenses incurred in the year related to subcontractors and are directly linked to the revenue.

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Amortisation/depreciation

The item comprises depreciation/amortisation of property, plant and equipment and intangible assets.

Where individual components of an item have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of amortisation, which is calculated as cost less any residual value, is amortised on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Completed development projects	5 years
Acquired intangible assets	1-5 years
Goodwill	10 years
Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	2-5 years

The residual value of intangible assets, leasehold improvements and other fixtures and fittings, tools and equipment is expected to account for DKK 0.

Depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the acquisition date and are reassessed annually. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In the case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Other operating expenses

Other operating expenses comprise items of a secondary nature relative to the Company's core activities, including losses on the sale of fixed assets.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 **Accounting policies (continued)**

Profit/loss from investments in group entities

The income statement includes the proportional share of the underlying companies' profit or loss after elimination of internal profit/loss and after tax. In group entities, the full elimination of internal profit and loss is carried out without regard to ownership shares.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet

Intangible assets

Goodwill is amortised over the expected economic life of the asset, measured by reference to Management's experience in the individual business segments. Goodwill is amortised on a straight-line basis over the amortisation period, which is 10 years. The amortisation period is based on the basis of the expected repayment horizon and the expected liftetime of synergies. The amortisation period is longest for strategically acquired entities with strong market positions and long-term earnings profiles.

Intangible assets include customer relationships identified from business combinations measured at fair value less accumulated amortisation and impairment losses.

In addition intangible assets include capitalised costs in connection with the implementation of a new IT system and licences measured at cost less accumulated amortisation and impairment losses.

Development costs comprise expenses, salaries and amortisation directly or indirectly attributable to development activities.

Development projects that are clearly defined and identifiable, where the technical feasibility, sufficient resources and a potential future market or development opportunities areidentifiable and where the Company intends to produce, market or use the project, are recognised as intangible assets provided that the cost can be measured reliably and that there is sufficient assurance that future earnings can cover production costs, selling costs and administrative expenses and development costs. Other development costs are recognised in the income statement as incurred.

Development costs that are recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

On completion of a development project, development costs are amortised on a straight-line basis over the estimated useful life.

Gains and losses on the sale of intangible assets are recognised in the income statement under "Other operating income" or "Other operating expenses", respectively. Gains and losses are calculated as the difference between the selling price less selling expenses and the carrying amount at the time of sale.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Gains or losses are calculated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses.

Leases

The Company has chosen IAS 17 as interpretation for classification and recognition of leases.

Leases that do not transfer substantially all the risks and rewards incident to the ownership to the Company are classified as operating leases. Payments relating to operating leases and any other rent agreements are recognised in the income statement over the term of the lease. The Company's aggregate liabilities relating to operating leases and other rent agreements are disclosed under "Contingent liabilities".

Deposits

Include deposits from the lease of property. Deposits are measured at cost. Premises are continuously maintained and no significant losses are expected in the event of relocation.

Investments in group entities

Equity investments in group entities are measured according to the equity method.

On initial recognition, equity investments in group entities are measured at cost. Expenses incurred to acquire entities are recognised in the income statement in the year in which they are incurred. The cost is allocated in accordance with the acquisition method.

The cost is adjusted by shares of profit/loss after tax calculated in accordance with the Group's accounting policies less or plus unrealised intra-group gains/losses.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies for the assets and liabilities to which they can be attributed. Negative goodwill is recognised in the income statement.

Dividend received is deduced from the carrying amount.

Equity investments in group entities measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

Gains or losses on the disposal of subsidiaries are made up as the difference between the sales price and the carrying amount of net assets at the date of disposal, including non-amortised goodwill and anticipated costs of disposal.

Acquisitions and disposals of non-controlling interests which are still controlled are recognised directly in equity as a transaction between shareholders.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Impairment of fixed assets

The carrying amount of intangible assets, property, plant and equipment and investments in group entities is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial 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 has been impaired, an impairment loss is recognised on an individual basis.

Work in progress for third parties

Work in progress includes services provided that have not been invoiced at 31 December. Work in progress is measured at the selling price of the work performed less progress billings. The sales value is assessed based on work performed (based on actual time consumption) and the expected unbillable hours percentage aiming that unbillable hours are recognized on a straight-line basis.

The value of work in progress less on-account payments is classified as assets when the selling price exceeds on-account payments and as liabilities when on-account payments exceed the market value.

Where the outcome of contract work in progress cannot be estimated reliably, the market value is measured at the expenses incurred in so far as they are expected to be paid by the purchaser.

Where the total expenses relating to the work in progress are expected to exceed the total market value, the expected loss is recognised as a loss-making agreement under "Provisions" and is expensed in the income statement.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash and cash equivalents comprise cash at bank.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Equity

Treasury shares

Purchases and sales of treasury shares are taken directly to equity under "Retained earnings".

Reserve for net revaluation according to the equity method

The net revaluation reserve according to the equity method includes net revaluations of investments in subsidiaries relative to cost. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

Translation reserve

The translation reserve comprises the share of foreign exchange differences arising on translation of financial statements of entities that have a functional currency other than DKK, foreign exchange adjustments of assets and liabilities considered part of the Company's net investments in such entities and foreign exchange adjustments regarding hedging transactions that hedge the Company's net investments in such entities. The reserve is dissolved on the sale of foreign entities or if the conditions for effective hedging no longer exist. When equity investments in group entities and associates in the parent company financial statements are subject to the limitation requirement in the net revaluation reserve according to the equity method, foreign exchange adjustments will be included in this equity reserve instead.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Income taxes and deferred tax

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Liabilities

The Company has chosen IAS 39 as interpretation for liabilities.

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

Prepayments received from customers

Prepayments from customers comprise payments received concerning income invoiced in the following year.

Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

Cash flow statement

The cash flow statement shows the Company's net cash flows broken down according to operating, investing and financing activities, the year's changes in cash and cash equivalents as well as the cash and cash equivalents at the beginning and the end of the year.

Cash flows from operating activities are calculated as the profit/loss for the year adjusted for non cash operating items, changes in working capital and paid corporate income tax.

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of entities and activities and of intangible assets, property, plant and equipment and investments.

Cash flows from financing activities comprise changes in the size or composition of the Company's share capital and related expenses as well as raising of loans, repayment of interest bearing debt and payment of dividends to shareholders.

Cash and cash equivalents comprise cash, short term bank loans and short term securities which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

2 Events after the balance sheet date

A company charge of DKK 17,500 thousand has been provided as collateral for the Group's bank debt after the balance sheet date, secured on inventories, raw materials, semi-manufactured goods and finished goods, operating equipment as well as trade receivables.

Beside the above no events materially affecting the Group's and the Company's financial position have occurred subsequent to the financial year end.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

	DKK'000	Group 2023	Group 2022	Parent company 2023	Parent company 2022
3	**Staff costs**				
	Wages/salaries	192,658	181,222	0	0
	Pensions	21,702	19,186	0	0
	Other social security costs	8,578	7,108	0	0
	Other staff costs	1,084	0	0	0
		224,022	207,516	0	0
	Average number of full-time employees	337	317	0	0
	Remuneration to members of Management:				
	Executive Board	3,963	3,761	0	0
	Board of Directors	150	150	0	0
		4,113	3,911	0	0

Parent company

The Parent Company did not pay any remuneration to Management during the financial year. Remuneration paid in the year of comparison is DKK 0.

	DKK'000	Group 2023	Group 2022	Parent company 2023	Parent company 2022
4	**Financial income**				
	Interest receivable, group entities	0	12	8	0
	Other financial income	61	23	50	19
		61	35	58	19
5	**Financial expenses**				
	Interest expenses, group entities	0	0	93	26
	Other financial expenses	1,665	1,178	259	251
		1,665	1,178	352	277
6	**Tax for the year**				
	Estimated tax charge for the year	5,528	3,678	-105	-92
	Deferred tax adjustments in the year	-1,160	488	0	0
		4,368	4,166	-105	-92

	DKK'000	Parent company 2023	Parent company 2022
7	**Appropriation of profit**		
	Recommended appropriation of profit		
	Extraordinary dividend distributed in the year	8,500	8,500
	Net revaluation reserve according to the equity method	6,014	10,945
	Retained earnings/accumulated loss	-1,790	-8,714
		12,724	10,731

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

8 Intangible assets

	Group				
DKK'000	Completed development projects	Acquired intangible assets	Goodwill	Development projects in progress	Total
Cost at 1 January 2023	6,005	4,675	23,816	1,198	35,694
Additions	1,934	437	0	29	2,400
Cost at 31 December 2023	7,939	5,112	23,816	1,227	38,094
Impairment losses and amortisation at 1 January 2023	1,606	2,166	2,382	0	6,154
Amortisation/depreciation in the year	1,197	806	2,382	0	4,385
Impairment losses and amortisation at 31 December 2023	2,803	2,972	4,764	0	10,539
Carrying amount at 31 December 2023	5,136	2,140	19,052	1,227	27,555

Note 19 provides more details on security for loans, etc. as regards intangible assets.

Completed development projects

Completed development projects include development and test of new software. The related expenses primarily consist of internal expenses in the form of payroll costs and overhead.

The development of the software is finalized but new features and structures are developed and capatilised every year.

The new software has led to considerable competitive advantages, more effcient implementation of the Company's digital solutions and new revenue streams.

Management has not identified any indication of impairment in relation to the carrying amount of the software.

Development projects in progress

Development projects in progress include development and test of new software. The related expenses primarily consist of internal expenses in the form of payroll costs and overhead.

Development projects in progress are expected to be finalised in 2024 or 2025. Marketing and selling activities are expected to start in 2024.

The new software is expected to result in considerable competitive advantages, more effcient implementation of the Company's digital solutions and new revenue streams.

Management has high expectations of the use of the software and has not identified any indication of impairment in relation to the carrying amount of the software.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

9 Property, plant and equipment

DKK'000	Group: Other fixtures and fittings, tools and equipment	Leasehold improvements	Total
Cost at 1 January 2023	11,256	4,645	15,901
Additions	1,845	0	1,845
Cost at 31 December 2023	13,101	4,645	17,746
Impairment losses and depreciation at 1 January 2023	6,893	3,192	10,085
Amortisation/depreciation in the year	2,728	386	3,114
Impairment losses and depreciation at 31 December 2023	9,621	3,578	13,199
Carrying amount at 31 December 2023	3,480	1,067	4,547

Note 19 provides more details on security for loans, etc. as regards property, plant and equipment.

10 Investments

DKK'000	Group: Other receivables	Deposits	Total
Cost at 1 January 2023	148	2,030	2,178
Additions	27	57	84
Disposals	0	-166	-166
Cost at 31 December 2023	175	1,921	2,096
Carrying amount at 31 December 2023	175	1,921	2,096

DKK'000	Parent company: Investments in group entities
Cost at 1 January 2023	39,241
Additions	8,922
Disposals	-4,324
Cost at 31 December 2023	43,839
Value adjustments at 1 January 2023	7,011
Foreign exchange adjustments	193
Dividend received	-8,114
Profit/loss for the year	13,099
Value adjustments for the year	1,141
Reveral of revaluations of assets disposed	-112
Value adjustments at 31 December 2023	13,218
Carrying amount at 31 December 2023	57,057

The carrying amount of investments in group entreprises comprises a share of the entities' net asset value, TDKK 40,780, goodwill at a carrying amount of TDKK 15,267 and other excess values at a carrying amount of TDKK 1,010.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

10 Investments (continued)

Parent company

Name	Legal form	Domicile	Interest
IMPACT	A/S	Denmark	94.39%
IMDEPO	Lda.	Portugal	70.00%
FirstImpact Unipessoal	Lda.	Portugal	98.00%
IMPACT Commercelabs India	Ltd.	Sweden	58.00%
IMPACT Commerce	AB	Sweden	81.23%
IMPROOVE	DOO	Serbia	81.23%

The above-mentioned entities are included in the Group.

11 Prepayments

Group

Prepayments include accrual of expenses relating to subsequent financial years, including insurance policies, licences, subscriptions, etc.

DKK'000	Parent company 2023	Parent company 2022
12 Share capital		
Analysis of the share capital:		
566,624 shares of DKK 1.00 nominal value each	567	557
	567	557

All shares carry the same voting rights.

13 Treasury shares

Parent company

Treasury shares acquired for security purposes

	Number	Nominal value	Share of capital	Purchase/ sales sum
		DKK'000		DKK'000
Balance at 1 January 2023	0	0	0.00%	
Purchased in the year	1,652	2	0.29%	375
Balance at 31 December 2023	1,652	2	0.29%	

Treasury shares i.a. to manage when shareholders join or retire from the Group

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

	Group		Parent company	
DKK'000	2023	2022	2023	2022
14 Deferred tax				
Deferred tax at 1 January	1,874	817	0	0
Deffered tax on the acquisition of companies	0	584	0	0
Exchange rate adjustment	-41	-15	0	0
Deferred tax adjustments in the year	-1,160	488	0	0
Deferred tax at 31 December	673	1,874	0	0

Analysis of the deferred tax

Deferred tax assets	-912	0	0	0
Deferred tax liabililties	1,585	1,874	0	0
	673	1,874	0	0

It is expected that recognised deferred tax assets of DKK 912 thousand regarding tax loss carry-forwards in the group entity IMPACT Commerce AB, will be utilized within the next 2-3 years, based on prepared budgets. The utilization depends on future positive taxable income in IMPACT Commerce AB, which will have the possiblity to utilize these losses.

15 Non-current liabilities other than provisions

	Group			
DKK'000	Total debt at 31/12 2023	Short-term portion	Long-term portion	Outstanding debt after 5 years
Bank debt	5,000	1,000	4,000	0
Other payables	11,117	0	11,117	11,117
	16,117	1,000	15,117	11,117

16 Provisions

Group

The provision for deferred tax primarily relates to timing differences in respect of prepayments, intangible assets and property, plant and equipment.

17 Deferred income

Group

Deferred income consists of payments received from customers that may not be recognised until the subsequent financial year.

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

18 Contractual obligations and contingencies, etc.

Other financial obligations

Other rent and lease liabilities:

	Group		Parent company	
DKK'000	2023	2022	2023	2022
Rent and lease liabilities	14,049	6,575	0	0

Group

Rent and lease liabilities include a rent obligation totalling DKK 12,926 thousand in interminable rent agreements with remaining contract terms of 1-4 years. Furthermore, the Company has liabilities under operating leases for cars and IT equipment, totalling DKK 1,123 thousand, with remaining contract terms of 1-3 years.

The Company is jointly taxed with its parent company, Forza Group ApS, which acts as management company, and has limited and alternative liability together with other jointly taxed group entities for the payment of income taxes as well as withholding taxes on interest, royalties and dividends.

The Group and the Parent Company have a contingent liability of a maximum of DKK 10 million to executive employees. The liability expires on 31 December 2025.

19 Security and collateral

Group

The Group has provided a bank guarantee for rent liabilities totalling DKK 727 thousand.

Parent company

The Parent Company has provided a guarantee in respect of the group entity IMPACT A/S' balance with its bank.

Equity investments in IMPACT A/S of a nominal value of DKK 537,932 have been provided as security for IMPACT Commerce Group A/S' and the subsidiary IMPACT A/S' bank debt amounting to DKK 13,959 thousand at 31 December 2023. The carrying amount totalled approx. DKK 28,730 thousand at 31 December 2023.

20 Related parties

IMPACT Commerce Group A/S' related parties comprise the following:

Parties exercising control

Related party	Domicile	Basis for control
commerce pioneers ApS	Aarhus, Denmark	Participating interest
Forza Group ApS	Aarhus, Denmark	Participating interest
Kasper Holst	Aarhus, Denmark	Participating interest

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
Forza Group ApS	Åbyhøj, Denmark	www.cvr.dk

Consolidated financial statements and parent company financial statements 1 January - 31 December

Notes to the financial statements

20 Related parties (continued)

Related party transactions

DKK'000	2023	2022
Group		
Interest receivable, group entities	0	12
Payables to group entities	90	0
Payables to shareholders and Management	0	2,813
Parent Company		
Interest receivable, group entities	8	0
Interest expenses, group entities	93	26
Receivables from group entities	0	90
Payables to group entities	8,386	1,056
Payables to shareholders and Management	0	2,813

Information on the remuneration to management

Information on the remuneration to Management appears from note 3, "Staff costs".

	Group	
DKK'000	2023	2022
21 Adjustments		
Amortisation/depreciation and impairment losses	7,499	6,162
Financial income	-61	-35
Financial expenses	1,665	1,178
Tax for the year	4,368	4,166
Other adjustments	273	-16
	13,744	11,455
22 Changes in working capital		
Change in receivables	-5,308	-4,670
Change in trade and other payables	7,131	80
Other changes in working capital	-2,455	1,849
	-632	-2,741
23 Cash and cash equivalents at year-end		
Cash according to the balance sheet	13,848	13,167
	13,848	13,167

The signatures in this document are legally binding. The document is signed using Penneo™ secure digital signature. The identity of the signers has been recorded, and are listed below.

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

Jens Mikkelsen
Executive Board
On behalf of: IMPACT Commerce Group A/S
Serial number: 58ff9d0f-a632-4051-92fe-c70aa7ca6947
IP: 93.158.xxx.xxx
2024-06-11 11:46:23 UTC

Kasper Holst
Executive Board
On behalf of: IMPACT Commerce Group A/S
Serial number: f4f276ed-192e-4716-a00a-a9ae19f9a0bc
IP: 5.56.xxx.xxx
2024-06-11 14:17:35 UTC

Kasper Holst
Board of Directors
On behalf of: IMPACT Commerce Group A/S
Serial number: f4f276ed-192e-4716-a00a-a9ae19f9a0bc
IP: 5.56.xxx.xxx
2024-06-11 14:18:36 UTC

Heine Kaasgaard Bang
Chairman
On behalf of: IMPACT Commerce Group A/S
Serial number: 41849ecf-ebee-4edb-bcdb-493f7b91e3d2
IP: 87.50.xxx.xxx
2024-06-11 17:14:53 UTC

Jens Mikkelsen
Board of Directors
On behalf of: IMPACT Commerce Group A/S
Serial number: 58ff9d0f-a632-4051-92fe-c70aa7ca6947
IP: 93.158.xxx.xxx
2024-06-12 06:51:18 UTC

Carl-Johan Mathias Wåhlberg
Board of Directors
On behalf of: IMPACT Commerce Group A/S
Serial number: 05fa1ac94cc286[...]7cf9303f8c50f
IP: 151.177.xxx.xxx
2024-06-12 18:07:36 UTC

The signatures in this document are legally binding. The document is signed using Penneo™ secure digital signature. The identity of the signers has been recorded, and are listed below.

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

Nicolaj Vang Jessen
Board of Directors
On behalf of: IMPACT Commerce Group A/S
Serial number: 17f25680-773a-4cc4-aca4-094b31d3fd8a
IP: 93.163.xxx.xxx
2024-06-12 18:12:51 UTC

Henrik Pungvig Jensen
State Authorised Public Accountant
On behalf of: EY Godkendt Revisionspartnerselskab
Serial number: 6f7aee79-20bb-423f-b33d-af0c128280cb
IP: 165.225.xxx.xxx
2024-06-13 06:17:01 UTC

Niels Krogh Gjøl
EY Godkendt Revisionspartnerselskab CVR: 30700228
State Authorised Public Accountant
On behalf of: EY Godkendt Revisionspartnerselskab
Serial number: 8486a723-d1fa-4b3f-85c0-8d161774e9c8
IP: 165.225.xxx.xxx
2024-06-13 06:34:07 UTC

Heine Kaasgaard Bang
Chair of the meeting
On behalf of: IMPACT Commerce Group A/S

Pending Signature

Penneo dokumentnøgle: VU22S-F6FDZ-W3PJ4-LE2O8-Y8TC0-EYQ25

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

Kasper Holst
Dirigent
På vegne af: IMPACT Commerce Group A/S og Impact A/S
Serienummer: f4f276ed-192e-4716-a00a-a9ae19f9a0bc
IP: 62.198.xxx.xxx
2024-06-14 17:07:24 UTC