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# *Souls nr ApS*

Nørre Farimagsgade 63, st. tv., DK-1364 København K

## Annual Report for 1 July 2022 - 30 June 2023

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CVR No. 39 33 61 89

The Annual Report was  
presented and adopted  
at the Annual General  
Meeting of the  
company  
on 29/12 2023

Jason Matthew  
Renwick  
Chairman of the  
general meeting



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# Management's statement

The Executive Board has today considered and adopted the Financial Statements of Souls nr ApS for the financial year 1 July 2022 - 30 June 2023.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In my opinion the Financial Statements give a true and fair view of the financial position at 30 June 2023 of the Company and of the results of the Company operations for 2022/23.

In my opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

I recommend that the Financial Statements be adopted at the Annual General Meeting.

Copenhagen K, 29 December 2023

**Executive Board**

Jason Matthew Renwick  
Manager

# Independent Practitioner's Extended Review Report

To the shareholder of Souls nr ApS

## Conclusion

We have performed an extended review of the Financial Statements of Souls nr ApS for the financial year 1 July 2022 - 30 June 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

Based on the work performed, in our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 June 2023 and of the results of the Company's operations for the financial year 1 July 2022 - 30 June 2023 in accordance with the Danish Financial Statements Act.

## Basis for Conclusion

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

## Management's responsibility for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

## Practitioner's responsibilities for the extended review of the Financial Statements

Our responsibility is to express a conclusion on the Financial Statements. This requires that we plan and perform procedures to obtain limited assurance in respect of our conclusion on the Financial Statements and, moreover, that we perform supplementary procedures specifically required to obtain additional assurance in respect of our conclusion.

An extended review consists of making inquiries, primarily of Management and others within the enterprise, as appropriate, and applying analytical procedures and the supplementary procedures specifically required as well as assessing the evidence obtained.

An extended review is less in scope than an audit and, consequently, we do not express an audit opinion on the Financial Statements.

## Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

# Independent Practitioner's Extended Review Report

In connection with our extended review 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 extended review, 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, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Hillerød, 29 December 2023

**PricewaterhouseCoopers**  
Statsautoriseret Revisionspartnerselskab  
CVR No 33 77 12 31

Carsten Blicher  
State Authorised Public Accountant  
mne16560

## Company information

### The Company

Souls nr ApS  
Nørre Farimagsgade 63, st. tv.  
DK-1364 København K

CVR No: 39 33 61 89

Financial period: 1 July 2022 - 30 June 2023

Incorporated: 12 February 2018

Financial year: 5th financial year

Municipality of reg. office: Copenhagen

### Executive Board

Jason Matthew Renwick

### Auditors

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Milnersvej 43  
DK-3400 Hillerød

# Management's review

## Key activities

The company's main activity is operation of restaurants.

## Development in the year

The income statement of the Company for 2022/23 shows a profit of DKK 416,660, and at 30 June 2023 the balance sheet of the Company shows positive equity of DKK 824,762.

## Uncertainty relating to recognition and measurement

There has been no uncertainty regarding recognition and measurement in the Annual Report.

## Unusual events

The financial position at 30 June 2023 of the Company and the results of the activities and cash flows of the Company for the financial year for 2022/23 have not been affected by any unusual events.

## Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

## Income statement 1 July 2022 - 30 June 2023

|   | Note | 2022/23          | 2021/22          |
|---|------|------------------|------------------|
|   |      | DKK              | DKK              |
| <b>Gross profit</b>   |      | <b>6,510,568</b> | <b>6,313,488</b> |
| Staff expenses  | 1    | -5,105,111       | -4,067,354       |
| Amortisation, depreciation and impairment losses of intangible assets and property, plant and equipment | 2    | -856,581         | -753,842         |
| <b>Profit/loss before financial income and expenses</b>   |      | <b>548,876</b>   | <b>1,492,292</b> |
| Financial income  |      | 44               | 0                |
| Financial expenses  |      | -2,148           | -18,271          |
| <b>Profit/loss before tax</b>   |      | <b>546,772</b>   | <b>1,474,021</b> |
| Tax on profit/loss for the year   | 3    | -130,112         | -505,757         |
| <b>Net profit/loss for the year</b>   |      | <b>416,660</b>   | <b>968,264</b>   |

### Distribution of profit

|  | 2022/23        | 2021/22        |
|--|----------------|----------------|
|  | DKK            | DKK            |
| <b>Proposed distribution of profit</b> |                |                |
| Retained earnings                      | 416,660        | 968,264        |
|  | <b>416,660</b> | <b>968,264</b> |



## Balance sheet 30 June 2023

### Assets

|  | Note | 2022/23<br>DKK   | 2021/22<br>DKK   |
|--|------|------------------|------------------|
| Goodwill   |      | 368,125          | 445,625          |
| <b>Intangible assets</b>                         | 4    | <b>368,125</b>   | <b>445,625</b>   |
| Other fixtures and fittings, tools and equipment |      | 162,260          | 277,462          |
| Leasehold improvements                           |      | 1,481,338        | 1,826,998        |
| <b>Property, plant and equipment</b>             | 5    | <b>1,643,598</b> | <b>2,104,460</b> |
| Deposits   | 6    | 390,987          | 375,869          |
| <b>Fixed asset investments</b>                   |      | <b>390,987</b>   | <b>375,869</b>   |
| <b>Fixed assets</b>                              |      | <b>2,402,710</b> | <b>2,925,954</b> |
| Trade receivables                                |      | 184,009          | 39,746           |
| Receivables from group enterprises               |      | 2,292,035        | 1,061,047        |
| <b>Receivables</b>                               |      | <b>2,476,044</b> | <b>1,100,793</b> |
| <b>Cash at bank and in hand</b>                  |      | <b>505,993</b>   | <b>1,304,253</b> |
| <b>Current assets</b>                            |      | <b>2,982,037</b> | <b>2,405,046</b> |
| <b>Assets</b>                                    |      | <b>5,384,747</b> | <b>5,331,000</b> |

## Balance sheet 30 June 2023

### Liabilities and equity

|  | Note | 2022/23<br>DKK   | 2021/22<br>DKK   |
|--|------|------------------|------------------|
| Share capital  |      | 50,000           | 50,000           |
| Retained earnings  |      | 774,762          | 358,102          |
| <b>Equity</b>  |      | <b>824,762</b>   | <b>408,102</b>   |
| Provision for deferred tax                                     |      | 153,585          | 159,653          |
| <b>Provisions</b>  |      | <b>153,585</b>   | <b>159,653</b>   |
| Corporation tax  |      | 0                | 185,586          |
| <b>Long-term debt</b>  | 7    | <b>0</b>         | <b>185,586</b>   |
| Prepayments received from customers                            |      | 10,833           | 0                |
| Trade payables   |      | 244,587          | 519,224          |
| Payables to group enterprises                                  |      | 2,665,009        | 2,534,868        |
| Corporation tax  | 7    | 321,766          | 0                |
| Other payables   |      | 763,434          | 1,328,900        |
| Deferred income  |      | 400,771          | 194,667          |
| <b>Short-term debt</b>   |      | <b>4,406,400</b> | <b>4,577,659</b> |
| <b>Debt</b>  |      | <b>4,406,400</b> | <b>4,763,245</b> |
| <b>Liabilities and equity</b>                                  |      | <b>5,384,747</b> | <b>5,331,000</b> |
| Contingent assets, liabilities and other financial obligations | 8    |                  |                  |
| Accounting Policies  | 9    |                  |                  |

## Statement of changes in equity

|                              | Share capital | Retained earnings | Total          |
|------------------------------|---------------|-------------------|----------------|
|                              | DKK           | DKK               | DKK            |
| Equity at 1 July             | 50,000        | 358,102           | 408,102        |
| Net profit/loss for the year | 0             | 416,660           | 416,660        |
| <b>Equity at 30 June</b>     | <b>50,000</b> | <b>774,762</b>    | <b>824,762</b> |

# Notes to the Financial Statements

|                                | <u>2022/23</u>   | <u>2021/22</u>   |
|--------------------------------|------------------|------------------|
|                                | DKK              | DKK              |
| <b>1. Staff Expenses</b>       |                  |                  |
| Wages and salaries             | 4,949,879        | 3,942,211        |
| Other social security expenses | 120,218          | 111,965          |
| Other staff expenses           | 35,014           | 13,178           |
|                                | <u>5,105,111</u> | <u>4,067,354</u> |
| <br>                           |                  |                  |
| Average number of employees    | <u>15</u>        | <u>12</u>        |

|   | <u>2022/23</u> | <u>2021/22</u> |
|---|----------------|----------------|
|   | DKK            | DKK            |
| <b>2. Amortisation, depreciation and impairment losses of intangible assets and property, plant and equipment</b> |                |                |
| Amortisation of intangible assets   | 77,500         | 77,500         |
| Depreciation of property, plant and equipment   | 779,081        | 676,342        |
|   | <u>856,581</u> | <u>753,842</u> |

|                              | <u>2022/23</u> | <u>2021/22</u> |
|------------------------------|----------------|----------------|
|                              | DKK            | DKK            |
| <b>3. Income tax expense</b> |                |                |
| Current tax for the year     | 136,180        | 151,074        |
| Deferred tax for the year    | -6,068         | 354,683        |
|                              | <u>130,112</u> | <u>505,757</u> |

# Notes to the Financial Statements

## 4. Intangible fixed assets

|   | Goodwill       |
|---|----------------|
|   | DKK            |
| Cost at 1 July                                | 775,000        |
| Cost at 30 June                               | 775,000        |
| Impairment losses and amortisation at 1 July  | 329,375        |
| Amortisation for the year                     | 77,500         |
| Impairment losses and amortisation at 30 June | 406,875        |
| <b>Carrying amount at 30 June</b>             | <b>368,125</b> |
| Amortised over                                | 10 years       |

## 5. Property, plant and equipment

|   | Other fixtures<br>and fittings,<br>tools and<br>equipment | Leasehold<br>improvements |
|---|---|---------------------------|
|   | DKK   | DKK                       |
| Cost at 1 July                                | 668,325   | 3,240,602                 |
| Additions for the year                        | 0   | 318,219                   |
| Cost at 30 June                               | 668,325   | 3,558,821                 |
| Impairment losses and depreciation at 1 July  | 390,863   | 1,413,604                 |
| Depreciation for the year                     | 115,202   | 663,879                   |
| Impairment losses and depreciation at 30 June | 506,065   | 2,077,483                 |
| <b>Carrying amount at 30 June</b>             | <b>162,260</b>  | <b>1,481,338</b>          |
| Amortised over                                | 5 years   | 5 years                   |

# Notes to the Financial Statements

## 6. Other fixed asset investments

|                                   | Deposits<br>DKK       |
|-----------------------------------|-----------------------|
| Cost at 1 July                    | 375,869               |
| Additions for the year            | 15,118                |
| Cost at 30 June                   | <u>390,987</u>        |
| <b>Carrying amount at 30 June</b> | <b><u>390,987</u></b> |

## 7. Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

|                        | 2022/23<br>DKK | 2021/22<br>DKK |
|------------------------|----------------|----------------|
| <b>Corporation tax</b> |                |                |
| After 5 years          | 0              | 0              |
| Between 1 and 5 years  | 0              | 185,586        |
| Long-term part         | 0              | 185,586        |
| Within 1 year          | 321,766        | 0              |
|                        | <u>321,766</u> | <u>185,586</u> |

## 8. Contingent assets, liabilities and other financial obligations

There are no security and contingent liabilities at 30 June 2023.

# Notes to the Financial Statements

## 9. Accounting policies

The Annual Report of Souls nr ApS for 2022/23 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2022/23 are presented in DKK.

### Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

### Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

### Income statement

#### Net sales

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

#### Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

# Notes to the Financial Statements

## Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales as well as office expenses, etc.

## Gross profit

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for raw materials and consumables and other external expenses.

## Staff expenses

Staff costs include wages and salaries including compensated absence and pensions as well as other social security contributions etc. made to the entity's employees. The item is net of refunds made by public authorities.

## Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

## Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

## Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with the parent company. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

## Balance sheet

### Intangible fixed assets

Goodwill acquired is measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over its useful life, which is assessed at 0 year.

### Property, plant and equipment

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

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Interest expenses on loans contracted directly for financing the construction of property, plant and equipment are recognised in cost over the construction period.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

|  |          |
|--|----------|
| Other fixtures and fittings, tools and equipment | 5 years  |
| Leasehold improvements                           | 10 years |



# Notes to the Financial Statements

The fixed assets' residual values are determined at nil.

Depreciation period and residual value are reassessed annually.

## Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

## Other fixed asset investments

Other fixed asset investments consist of

### Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

### Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

### Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

### Financial debts

Loans are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

Other debts are measured at amortised cost, substantially corresponding to nominal value.

### Deferred income

Deferred income comprises payments received in respect of income in subsequent years.