Tel.: +45 39 15 52 00
koebenhavn@bdo.dk
www.bdo.dk

BDO Statsautoriseret revisionsaktieselskab
Havneholmen 29
DK-1561 København V
CVR no. 20 22 26 70

DEPT DENMARK HOLDING APS

LANGEBROGADE 6E 1., 1411 KØBENHAVN K

ANNUAL REPORT

1 JANUARY - 31 DECEMBER 2023

The Annual Report has been presented and adopted at the Company's Annual General Meeting on 30 June 2024

Francois Louis Schmid

The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.

CVR NO. 39 69 11 40

CONTENTS

	Page
Company Details	
Company Details	3
Statement and Report	
Management's Statement	4
Independent Auditor's Report	5-6
Management Commentary	
Management Commentary	7
Financial Statements 1 January - 31 December	
Income Statement	8
Balance Sheet	9-10
Equity	11
Notes	12-13
Accounting Policies	14-17

COMPANY DETAILS

Company	Dept Denmark Holding ApS Langebrogade 6E 1. 1411 Copenhagen K	
	CVR No.:	39 69 11 40
	Established:	2 July 2018
	Municipality:	Copenhagen
	Financial Year:	1 January - 31 December
Executive Board	Francois Louis Schmid	
Auditor	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V	

MANAGEMENT'S STATEMENT

Today the Executive Board have discussed and approved the Annual Report of Dept Denmark Holding ApS for the financial year 1 January - 31 December 2023.

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

In my opinion the Financial Statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023.

The Management Commentary includes in my opinion a fair presentation of the matters dealt with in the Commentary.

I recommend the Annual Report be approved at the Annual General Meeting.

Copenhagen, 30 June 2024

Executive Board

Francois Louis Schmid

INDEPENDENT AUDITOR'S REPORT

To the Shareholder of Dept Denmark Holding ApS

Opinion

We have audited the Financial Statements of Dept Denmark Holding ApS for the financial year 1 January - 31 December 2023, which comprise income statement, Balance Sheet, statement of changes in equity, notes and a summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 31 December 2023 and of the results of the Company's operations 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 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 (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements 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.

Other matter

With effect from the current fiscal year, the company has been subject to full audit scope. We must emphasize that the comparative figures in the annual report have not been audited, but was subject to an extended review.

Management's Responsibilities for the Financial Statements

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

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

Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on Management Commentary
Management is responsible for Management Commentary.

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

In connection with our audit of the Financial Statements, our responsibility is to read Management Commentary and, in doing so, consider whether Management Commentary is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

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

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

Copenhagen, 30 June 2024

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Søren Søndergaard Jensen
State Authorised Public Accountant
MNE no. mne32069

MANAGEMENT COMMENTARY

Principal activities
The principal activities of the company is acting as a holding company.

Significant events after the end of the financial year
No events have occurred after the end of the financial year of material importance for the Company's financial position.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2023 DKK	2022 DKK
GROSS LOSS		**-210.252**	**1.332.809**
Staff costs	1	-4.552.511	-4.255.060
Depreciation, amortisation and impairment losses		-1.922.633	-991.689
OPERATING LOSS		**-6.685.396**	**-3.913.940**
Income from investments in subsidiaries		26.456.072	0
Other financial income		-102	1.259
Other financial expenses	2	-21.533.052	-32.361.804
LOSS BEFORE TAX		**-1.762.478**	**-36.274.485**
Tax on profit/loss for the year	3	5.405.287	11.944.587
PROFIT FOR THE YEAR		**3.642.809**	**-24.329.898**

PROPOSED DISTRIBUTION OF PROFIT

Retained earnings		3.642.809	-24.329.898
TOTAL		**3.642.809**	**-24.329.898**

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2023 DKK	2022 DKK
Other plant, machinery tools and equipment		5.760.065	6.723.866
Leasehold improvements		749.017	985.847
Property, plant and equipment	4	**6.509.082**	**7.709.713**
Equity investments in group enterprises		297.656.261	297.656.261
Financial non-current assets	5	**297.656.261**	**297.656.261**
NON-CURRENT ASSETS		**304.165.343**	**305.365.974**
Trade receivables		3.470	34.908
Receivables from group enterprises		32.764.630	49.871.811
Deferred tax assets		2.142.787	0
Other receivables		122.154	46.164
Joint tax contribution receivable		3.009.989	12.141.440
Prepayments and accrued income		125.186	3.065
Receivables		**38.168.216**	**62.097.388**
Cash and cash equivalents		**2.936.140**	**559.527**
CURRENT ASSETS		**41.104.356**	**62.656.915**
ASSETS		**345.269.699**	**368.022.889**

BALANCE SHEET AT 31 DECEMBER

EQUITY AND LIABILITIES	Note	2023 DKK	2022 DKK
Share Capital		52.223	52.223
Retained earnings		87.800.925	61.598.531
EQUITY		**87.853.148**	**61.650.754**
Provision for deferred tax		0	252.511
PROVISIONS		**0**	**252.511**
Payables to group enterprises		187.970.570	187.970.570
Non-current liabilities	6	**187.970.570**	**187.970.570**
Trade payables		1.887.080	4.638.064
Debt to group enterprises		34.146.946	81.568.225
Other liabilities		33.411.955	31.942.765
Current liabilities		**69.445.981**	**118.149.054**
LIABILITIES		**257.416.551**	**306.119.624**
EQUITY AND LIABILITIES		**345.269.699**	**368.022.889**

Contingencies etc.	7
Consolidated Financial Statements	8

EQUITY

DKK	Share Capital	Retained earnings	Total
Equity at 1 January 2023	52.223	45.049.724	45.101.947
Change of equity due to change of policy		16.548.807	16.548.807
Adjusted equity at 1 January 2023	**52.223**	**61.598.531**	**61.650.754**
Proposed profit allocation		3.642.809	3.642.809
Transactions with owners			
Group contribution		22.559.585	22.559.585
Equity at 31 December 2023	**52.223**	**87.800.925**	**87.853.148**

NOTES

	2023 DKK	2022 DKK	Note
	2023 DKK	**2022** DKK	
Staff costs			1
Average number of full time employees	12	6	
Wages and salaries	2.939.391	1.610.984	
Pensions	136.551	199.721	
Social security costs	44.716	915.050	
Other staff costs	1.431.853	1.529.305	
	4.552.511	**4.255.060**	
Other financial expenses			2
Group enterprises	21.407.941	11.293.867	
Other interest expenses	125.111	21.067.937	
	21.533.052	**32.361.804**	
Tax on profit/loss for the year			3
Calculated tax on taxable income of the year	-3.009.989	-12.141.440	
Adjustment of deferred tax	-2.395.298	196.853	
	-5.405.287	**-11.944.587**	

Property, plant and equipment 4

DKK	Other plant, machinery tools and equipment	Leasehold improvements
Cost at 1 January 2023	7.927.106	1.500.081
Additions	659.899	70.096
Disposals	-12.804	0
Cost at 31 December 2023	**8.574.201**	**1.570.177**
Depreciation and impairment losses at 1 January 2023	1.203.239	514.234
Depreciation for the year	1.610.897	306.926
Depreciation and impairment losses at 31 December 2023	**2.814.136**	**821.160**
Carrying amount at 31 December 2023	**5.760.065**	**749.017**

NOTES

Note

Financial non-current assets 5

DKK	Equity investments in group enterprises
Cost at 1 January 2023	297.656.261
Cost at 31 December 2023	**297.656.261**
Revaluation at 1 January 2023	26.760.778
Transferred	-26.760.778
Revaluation at 31 December 2023	**0**
Impairment losses and amortisation of goodwill at 1 January 2023	43.309.585
Reversed amortisation of goodwill on disposal	-43.309.585
Impairment losses and amortisation of goodwill at 31 December 2023	**0**
Carrying amount at 31 December 2023	**297.656.261**

Long-term liabilities 6

DKK	31/12 2023 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2022 total liabilities
Payables to group enterprises	187.970.570	0	0	187.970.570
	87.970.570	**0**	**0**	**87.970.570**

Contingencies etc. 7

Contingent liabilities
The company has entered into rental agreements (operating leases). The payments in the period of non-terminability amount to DKK ('000) 9.079.

Joint liabilities
The Danish companies of the group is jointly and severally liable for tax on the group's jointly taxed income and for certain possible withholding taxes such as dividend tax and royalty tax, and for the joint registration of VAT.

Tax payable of the group's jointly taxed income amounts to DKK 0 at the Balance Sheet date.

Consolidated Financial Statements 8

The company is part of the consolidated financial statements for Digital Agency Holding B.V., Generaal Vetterstraat 66, 1059BW Amsterdam, Netherlands.

ACCOUNTING POLICIES

The Annual Report of Dept Denmark Holding ApS for 2023 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The Annual Report is prepared consistently with the accounting principles applied last year, except for the following changes.

Change in accounting policies and classification
The accounting policies have been changed in the following areas:

- Investments in subsidiaries which are measured in the Parent Company balance sheet under the equity method changes to be measured at cost. If the cost exceeds the net realization value, this is written down to the lower value.

The accumulated impact of the policy changes is at 31 December 2023 a decrease in the result of DKK ('000) 3.064, increase in the balance sheet with DKK ('000) 16.497 and increase in the equity with DKK ('000) 16.497.

If the parent company had continued to choose to measure investments in subsidiaries at equity method, the profit for the year for 2023 would have decreased with DKK ('000) 33.198 and equity would have decreased with DKK ('000) 33.198.

INCOME STATEMENT

Net revenue
Sale of services is generally recognised on the basis of a measurable degree of completion, using straight-line recognition of services delivered over time in a regular pattern. Where the degree of completion is not measurable or the sales value or the total costs of completion are uncertain, revenue is recognised by the amount that the enterprise as a maximum believes to have a right to claim and is expected to be received for services delivered at the Balance Sheet date.

Net revenue is recognised exclusive of VAT and less duties and discounts related to the sale.

Other external expenses
Other external expenses include costs related to administration.

Staff costs
Staff costs comprise wages and salaries, including holiday pay and pensions, and other costs of social security etc., for the Company's employees. Repayments from public authorities are deducted from staff costs.

Income from investments in subsidiaries
Dividend from equity interests is recognised in the financial year in which the dividend is declared. In connection with transfers, potential profits are recognised when the economic rights related to the sold equity interests are transferred, however, at the earliest when the profit has been realised or is regarded as realisable. Moreover, realised losses other than impairments are included where identified.

Financial income and expenses
Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from securities, debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial income and expenses are recognised by the amounts that relate to the financial year. Interest income and expenses are calculated on amortised cost prices.

Tax
The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the Income Statement by the share that may be attributed to the profit for the year, and is recognised directly in equity by the share that may be attributed to entries directly to equity.

ACCOUNTING POLICIES

BALANCE SHEET

Tangible fixed assets
Land and buildings, production plant and machinery, other plant, fixtures and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Other plant, fixtures and equipment..	4 - 5 years	0 %
Leasehold improvements...	4 - 5 years	0 %

Profit or loss on sale of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the date of sale. Profit or loss is recognised in the Income Statement as other operating income or other operating expenses.

Financial non-current assets
Equity investments in are measured at cost. If the cost exceeds the net realisable value, this is written down to the lower value.

Acquired enterprises are subject to the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date. The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation models.

The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation models. A discounted cash flow model is used to calculate the fair value of investment properties based on a discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor's opinion, based on an overall assessment of the production equipment. The acquisition date is the date on which the Company gains actual control over the acquired entity.

Ascertained excess values in relation to the underlying company's equity value are recognised and measured in accordance with the accounting policies for the assets and liabilities, to which they attributable. Excess values concerning land and buildings are depreciated on a straight-line basis over the depreciation period, which is X years. Excess values concerning plants and machines as well as operating equipment and inventory are depreciated on a straight-line basis over the depreciation period, which is x-x years.

Land and buildings, plants and machines, as well as other fixtures, fittings, tools and equipment are measured at cost with deduction of accumulated depreciations. Land is not depreciated. Investment properties are measured at fair value corresponding to the open market value of the property, where changes to the fair value are recognised in the Income Statement. Inventories are measured at cost according to the FIFO principle with deductions of any depreciations at a lower net realisation value. Receivables and payables are measured at amortised cost.

Consolidated goodwill is amortised over the expected useful life, which is determined on the basis of Management's experience within the individual lines of business. Consolidated goodwill is amortised on a straightline basis over the amortisation period, which is 10 years. The amortisation period is determined on the basis of an assessment of the acquired entity's market position and earnings profile, and the industry specific condition.

Received dividend is deducted in the carrying amount of the equity investment.

Impairment of fixed assets
The carrying amount of tangible assets together with fixed assets, which are not measured at fair value, are assessed annually for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the recoverable amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

Receivables
Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

Write-off is performed to provide for losses when an objective indication has been assessed to have incurred that a receivable or a portfolio of receivables are impaired. If there is an objective indication that an individual receivable is impaired, the write-off is performed at individual level.

Receivables for which there are no objective indication of impairment at individual level are assessed at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' registered office and credit rating in accordance with the Company's policy for credit risk management. The objective indicators, which are applied for portfolios, are determined based on the historical loss experiences.

Write-off is determined as the difference between the carrying amount of receivables and the present value of the expected cash flows, including realisable value of any received collaterals. The effective interest rate is used as discount rate for the single receivable or portfolio.

Accruals, assets
Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Tax payable and deferred tax
Current tax liabilities and receivable current tax are recognised in the Balance Sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The Company is subject to joint taxation with Danish Group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the tax-on-account scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are measured at the amount at which the asset is expected to be used within a reasonable number of years, either by setoff against tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity.

ACCOUNTING POLICIES

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the Balance Sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities
Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.