



**B a a g ø e | S c h o u**  
statsautoriseret revisionsaktieselskab

**Unseen Biometrics ApS**  
Fruebjergvej 3, 2100 København Ø

**Company reg. no. 40 04 65 85**

**Annual report**

**2022/23**

This document has esignatur Agreement-ID: 27367dqgXrP250210664

The annual report was submitted and approved by the general meeting on the 16 May 2023.

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**Johan Bruun Hartmann**  
Chairman of the meeting



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Notes to users of the English version of this document:

- This document is a translation of a Danish version of the document. In the event of any dispute regarding the interpretation of any part of the document, the Danish version of the document shall prevail.
- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points remain unchanged from Danish version of the document. This means that DKK 146.940 corresponds to the English amount of DKK 146,940, and that 23,5 % corresponds to 23.5 %.



## Management's statement

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Today, the Board of Directors and the Executive Board have approved the annual report of Unseen Biometrics ApS for the financial year 2022/23.

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

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 March 2023 and of the results of the Company's operations for the financial year 1 April 2022 – 31 March 2023.

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

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

Copenhagen, 16 May 2023

### Executive board

Johan Bruun Hartmann

Jens Bøttcher Gandløse

### Board of directors

Allan Valdemar Reimann  
Chairman

Kristine Sakstrup Haag

Palle Kisbye Strøm

Anne Marie Duus Kristensen

Jens Bøttcher Gandløse



## **Independent auditor's report**

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### **To the Shareholders of Unseen Biometrics ApS**

#### **Opinion**

We have audited the financial statements of Unseen Biometrics ApS for the financial year 1 April 2022 - 31 March 2023, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies, for the Company. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 March 2023, and of the results of the Company's operations for the financial year 1 April 2022 - 31 March 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 (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Material Uncertainty Related to Going Concern**

We draw attention to the fact that there is material uncertainty that may cast significant doubt about the company's ability to continue as a going concern. We refer to note 1 in the financial report, from which it appears that the financial report has been submitted with continued operations in mind. The continued operation assumes that the necessary capital raising, which is detailed referred to in note 1, is actually being carried out.

#### **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.



## Independent auditor's report

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### 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:

- 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.



## Independent auditor's report

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

### Statement on Management's Review

Management is responsible for Management's Review.

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

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

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

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

Copenhagen, 16 May 2023

### **Baagøe | Schou**

State Authorised Public Accountants  
Company reg. no. 21 14 81 48

**Søren Larsen**

State Authorised Public Accountant  
mne10850

**Louis Frits Strøm**

Registered Accountant  
mne40142



## Company information

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### The company

Unseen Biometrics ApS  
Fruebjergvej 3  
2100 København Ø

Company reg. no. 40 04 65 85  
Established: 21 November 2018  
Domicile: Copenhagen  
Financial year: 1 April - 31 March

### Board of directors

Allan Valdemar Reimann, Chairman  
Kristine Sakstrup Haag  
Palle Kisbye Strøm  
Anne Marie Duus Kristensen  
Jens Bøttcher Gandløse

### Executive board

Johan Bruun Hartmann  
Jens Bøttcher Gandløse

### Auditors

Baagøe | Schou  
statsautoriseret revisionsaktieselskab  
Fiolstræde 44, 3. th.  
1171 København K



## Management's review

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### Description of key activities of the company

Like previous years, the activities are to operate as a commercial Biotech company within the field of Next Generation Microbiome Analysis.

### Uncertainties relating to going concern

In order for the company to fulfill its obligations as they fall due and to ensure its continued operation, the company's management is currently working on obtaining new capital from new and existing investors.

The capital raise will happen with existing and new investors through the subscription of new capital shares in the company with the addition of a share premium.

The subscription period has not ended at the time the annual report is submitted, but the interest in subscribe capital shares in the company looks promising.

In addition, the development in the company's operations is proceeding in accordance with management's expectations, and under these conditions, the annual report is submitted under the assumption of going concern.

### Development in activities and financial matters

Income or loss from ordinary activities after tax totals DKK -4.009.000 against DKK -681.000 last year. Management considers the net loss for the year as expected as the company per its strategy have invested in expansion of core competences, market development and distribution channels.

### Events occurring after the end of the financial year

Subsequent to the balance sheet date no events have occurred after the financial year-end, which could significantly affect the company's financial position.





## Income statement 1 April - 31 March

Amounts concerning 2022/23: DKK.

Amounts concerning 2021/22: DKK thousand.

<u>Note</u>	<u>2022/23</u>	<u>2021/22</u>
<b>Gross profit</b>	<b>-1.810.793</b>	<b>-319</b>
2 Staff costs	-1.942.082	-625
<b>Operating profit</b>	<b>-3.752.875</b>	<b>-944</b>
Other financial income	26	0
Other financial expenses	-256.092	-4
<b>Pre-tax net profit or loss</b>	<b>-4.008.941</b>	<b>-948</b>
3 Tax on net profit or loss for the year	0	267
<b>Net profit or loss for the year</b>	<b>-4.008.941</b>	<b>-681</b>
<b>Proposed distribution of net profit:</b>		
Allocated from retained earnings	-4.008.941	-681
<b>Total allocations and transfers</b>	<b>-4.008.941</b>	<b>-681</b>



## Balance sheet at 31 March

Amounts concerning 2023: DKK.

Amounts concerning 2022: DKK thousand.

<b>Assets</b>		
<u>Note</u>	<u>2023</u>	<u>2022</u>
<b>Non-current assets</b>		
Development projects in progress	3.729.823	2.088
Total intangible assets	3.729.823	2.088
Deposits	70.775	30
Total investments	70.775	30
<b>Total non-current assets</b>	<b>3.800.598</b>	<b>2.118</b>
<b>Current assets</b>		
Raw materials and consumables	158.278	0
Total inventories	158.278	0
Trade receivables	1.130.843	143
Income tax receivables	361.232	193
Other receivables	27.585	0
Total receivables	1.519.660	336
Cash and cash equivalents	996.960	74
<b>Total current assets</b>	<b>2.674.898</b>	<b>410</b>
<b>Total assets</b>	<b>6.475.496</b>	<b>2.528</b>



## Balance sheet at 31 March

Amounts concerning 2023: DKK.

Amounts concerning 2022: DKK thousand.

<b>Equity and liabilities</b>		
Note	2023	2022
<b>Equity</b>		
Contributed capital	170.375	147
Reserve for development costs	2.226.568	946
Retained earnings	-2.015.702	93
<b>Total equity</b>	<b>381.241</b>	<b>1.186</b>
<b>Provisions</b>		
Provisions for deferred tax	553.734	193
<b>Total provisions</b>	<b>553.734</b>	<b>193</b>
<b>Liabilities other than provisions</b>		
Other mortgage debt	3.133.706	0
Total long term liabilities other than provisions	3.133.706	0
Prepayments received from customers	1.818.375	0
Trade payables	331.338	67
Payables to participating interest	0	200
Other payables	257.102	882
Total short term liabilities other than provisions	2.406.815	1.149
<b>Total liabilities other than provisions</b>	<b>5.540.521</b>	<b>1.149</b>
<b>Total equity and liabilities</b>	<b>6.475.496</b>	<b>2.528</b>

**1 Uncertainties relating to going concern**

**4 Charges and security**

**5 Contingencies**



## Statement of changes in equity

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All amounts in DKK.

	<b>Contributed capital</b>	<b>Reserve for development costs</b>	<b>Retained earnings</b>	<b>Total</b>
Equity 1 April 2022	147.180	945.836	93.085	1.186.101
Cash capital increase	23.195	0	-65.974	-42.779
Retained earnings for the year	0	0	-762.081	-762.081
Transferred to reserve for development costs	0	1.280.732	-1.280.732	0
	<b>170.375</b>	<b>2.226.568</b>	<b>-2.015.702</b>	<b>381.241</b>



## Notes

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Amounts concerning 2022/23: DKK.

Amounts concerning 2021/22: DKK thousand.

### 1. Uncertainties relating to going concern

In order for the company to fulfill its obligations as they fall due and to ensure its continued operation, the company's management is currently working on obtaining new capital from new and existing investors.

The capital raise will happen with existing and new investors through the subscription of new capital shares in the company with the addition of a share premium.

The subscription period has not ended at the time the annual report is submitted, but the interest in subscribe capital shares in the company looks promising.

In addition, the development in the company's operations is proceeding in accordance with management's expectations, and under these conditions, the annual report is submitted under the assumption of going concern.

	<u>2022/23</u>	<u>2021/22</u>
<b>2. Staff costs</b>		
Salaries and wages	1.849.581	608
Other costs for social security	<u>92.501</u>	<u>17</u>
	<b><u>1.942.082</u></b>	<b><u>625</u></b>
 Average number of employees	 <u>8</u>	 <u>6</u>
 <b>3. Tax on net profit or loss for the year</b>		
Tax on net profit or loss for the year	0	0
Adjustment of deferred tax for the year	361.232	-74
Other taxes	<u>-361.232</u>	<u>-193</u>
	<b><u>0</u></b>	<b><u>-267</u></b>



## Notes

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Amounts concerning 2022/23: DKK.

Amounts concerning 2021/22: DKK thousand.

### 4. Charges and security

For bank loans, DKK 3 million, the company has provided security in company assets representing a nominal value of DKK 5 million. This security comprises the assets below, stating the carrying amounts:

	DKK in thousands
Inventories	158
Trade receivables	1.131
Plant and machinery	0
Other fixtures, fittings, tools and equipment	0
Intangible assets	3.730

### 5. Contingencies

The tax value of the company's unused tax losses amounts to DKK in thousands 878, which is recognised at DKK 0 due to uncertainty about the size of the company's future profits.

#### Contingent liabilities

##### Lease liabilities

The company has entered into a lease agreement, which can be terminated with 3 months' notice. Rent in the non-cancellation period therefore amounts to 3 months' rent corresponding to DKK 74 thousand.



## Accounting policies

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

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

### Recognition and measurement in general

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

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

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

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

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

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

### Foreign currency translation

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

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



## Accounting policies

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### Income statement

#### **Gross loss**

Gross loss comprises the revenue, changes in inventories of finished goods, and work in progress, own work capitalised, other operating income, and external costs.

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

Cost of sales comprises costs concerning purchase of raw materials and consumables less discounts and changes in inventories.

Other operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets, operating loss and conflict compensation as well as salary reimbursements received. Compensation is recognized when it is overwhelmingly probable that the company will receive the compensation.

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

#### **Staff costs**

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

#### **Financial income and expenses**

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

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

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





## Accounting policies

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### Statement of financial position

#### **Intangible assets**

##### **Development projects, patents, and licences**

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

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

#### **Investments**

##### **Deposits**

Deposits are measured at amortised cost and represent lease deposits, etc.

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

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

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

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

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

#### **Inventories**

Inventories are measured at cost according to the FIFO method. In cases when the net realisable value of the inventories is lower than the cost, the latter is written down for impairment to this lower value.

Costs of goods for resale, raw materials, and consumables comprise acquisition costs plus delivery costs.

The net realisable value for inventories is recognised as the estimated selling price less costs of completion and selling costs. The net realisable value is determined with due consideration of negotiability, obsolescence, and the development of expected market prices.



## Accounting policies

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### Receivables

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

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

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

### Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand.

### Equity

#### Reserve for development costs

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

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

The reserve is reduced or dissolved if the recognised development costs are amortised or abandoned. This is done by direct transfer to the distributable reserves of the equity.

#### Income tax and deferred tax

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

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

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



## Accounting policies

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

### **Liabilities other than provisions**

Mortgage loans and bank loans are thus measured at amortised cost which, for cash loans, corresponds to the outstanding payables. For bond loans, the amortised cost corresponds to an outstanding payable calculated as the underlying cash value at the date of borrowing, adjusted by amortisation of the market value on the date of the borrowing effectuated over the repayment period.

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

## Johan Bruun Hartmann

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## Jens Bøttcher Gandløse

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## Allan Valdemar Reimann

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NEM ID

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## Palle Kisbye Strøm

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## Anne Marie Duus Kristensen

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## Søren Larsen

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This document is signed by the following parties with their signatures confirming the documents content and all dates in the document.

## Louis Frits Strøm

---

Navnet returneret af dansk NemID var:  
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NEM ID

## Johan Bruun Hartmann

---

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Chairman of the meeting  
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Dato for underskrift: 15-06-2023  
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