

# Unicontrol ApS

Unsbjergvej 4C, 5230 Odense SØ

CVR no. 40 10 15 78

## Annual report 2022

Approved at the Company's annual general meeting on 27 March 2023

Chair of the meeting:

.....  
Thomas Visti Jensen

The following is a translation of an original Danish document. The original Danish document is the governing document for all purposes, and in case of any discrepancy, the Danish wording will be applicable.

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## 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 Unicontrol ApS for the financial year 1 January - 31 December 2022.

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

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022.

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.

Odense, 27 March 2023  
Executive Board:

.....  
Niels Bjerregaard

.....  
Ehsanullah Ekhlās

Board of Directors:

.....  
Thomas Visti Jensen  
Chair

.....  
Zbigniew Ryszard Niemczyk

.....  
Lasse Kieffer

.....  
Kasper Hartvig Andersen

.....  
Ehsanullah Ekhlās

## Independent auditor's report

To the shareholders of Unicontrol ApS

### Opinion

We have audited the financial statements of Unicontrol ApS for the financial year 1 January - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including 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 financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022 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 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 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.

### 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 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:

- ▶ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

## Independent auditor's report

- ▶ Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and contents of the financial statements, including the note 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 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 Statement Act. We did not identify any material misstatement of the Management's review.

Odense, 27 March 2023  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28

Louise Greve  
State Authorised Public Accountant  
mne48485

## Management's review

### Company details

Name	Unicontrol ApS
Address, Postal code, City	Unsbjergvej 4C, 5230 Odense SØ
CVR no.	40 10 15 78
Established	5 December 2018
Registered office	Odense
Financial year	1 January - 31 December
Board of Directors	Thomas Visti Jensen, Chair Zbigniew Ryszard Niemczyk Lasse Kieffer Kasper Hartvig Andersen Ehsanullah Ekhlās
Executive Board	Niels Bjerregaard Ehsanullah Ekhlās
Auditors	EY Godkendt Revisionspartnerselskab Cortex Park Vest 3, 5230 Odense M, Denmark

## Management's review

### Business review

The objective of the Company is development, operation and sales of softwarebased serviced and related business.

### Financial review

The income statement for 2022 shows a profit of DKK 13,051,920 against a profit of DKK 6,656,171 last year, and the balance sheet at 31 December 2022 shows equity of DKK 25,447,649.

### Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

## Financial statements 1 January - 31 December

### Income statement

Note	DKK	2022	2021
	<b>Revenue</b>	70,997,519	30,008,526
	Cost of sales	-29,178,669	-10,591,104
	Other operating income	0	580,000
	Other external expenses	-10,376,666	-4,472,342
	<b>Gross profit</b>	31,442,184	15,525,080
2	Staff costs	-10,664,128	-5,670,066
	Amortisation/depreciation and impairment of intangible assets and property, plant and equipment	-4,185,567	-1,569,094
	<b>Profit before net financials</b>	16,592,489	8,285,920
	Income from investments in group enterprises	52,227	0
	Financial income	464,697	25
	Financial expenses	-1,460,068	-385,995
	<b>Profit before tax</b>	15,649,345	7,899,950
3	Tax for the year	-2,597,425	-1,243,779
	<b>Profit for the year</b>	13,051,920	6,656,171
	<b>Recommended appropriation of profit</b>		
	Other statutory reserves	749,081	0
	Other reserves	6,367,810	3,458,209
	Retained earnings	5,935,029	3,197,962
		13,051,920	6,656,171



## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK	2022	2021
	<b>ASSETS</b>		
	<b>Fixed assets</b>		
4	<b>Intangible assets</b>		
	Completed development projects	13,856,147	5,692,288
		<u>13,856,147</u>	<u>5,692,288</u>
5	<b>Property, plant and equipment</b>		
	Fixtures and fittings, other plant and equipment	455,081	262,867
	Leasehold improvements	814,790	0
		<u>1,269,871</u>	<u>262,867</u>
6	<b>Investments</b>		
	Investments in group enterprises	117,627	0
	Deposits, investments	175,524	0
		<u>293,151</u>	<u>0</u>
	<b>Total fixed assets</b>	<u>15,419,169</u>	<u>5,955,155</u>
	<b>Non-fixed assets</b>		
	<b>Inventories</b>		
	Raw materials and consumables	12,160,651	7,985,248
		<u>12,160,651</u>	<u>7,985,248</u>
	<b>Receivables</b>		
	Trade receivables	6,523,370	3,748,357
	Receivables from group enterprises	52,245	0
	Corporation tax receivable	0	608,776
	Other receivables	0	2,763
	Prepayments	717,619	80,551
		<u>7,293,234</u>	<u>4,440,447</u>
	<b>Cash</b>	<u>5,539,358</u>	<u>5,901,152</u>
	<b>Total non-fixed assets</b>	<u>24,993,243</u>	<u>18,326,847</u>
	<b>TOTAL ASSETS</b>	<u><u>40,412,412</u></u>	<u><u>24,282,002</u></u>

## Financial statements 1 January - 31 December

### Balance sheet

Note	DKK	<u>2022</u>	<u>2021</u>
	<b>EQUITY AND LIABILITIES</b>		
	<b>Equity</b>		
	Share capital	47,059	47,059
	Reserve for development costs	10,807,795	4,439,985
	Other statutory reserves	749,081	0
	Retained earnings	13,843,714	7,908,685
	<b>Total equity</b>	<u>25,447,649</u>	<u>12,395,729</u>
	<b>Provisions</b>		
	Deferred tax	3,058,634	1,256,882
	<b>Total provisions</b>	<u>3,058,634</u>	<u>1,256,882</u>
	<b>Liabilities other than provisions</b>		
7	<b>Non-current liabilities other than provisions</b>		
	Other payables	4,871,619	4,730,229
		<u>4,871,619</u>	<u>4,730,229</u>
	<b>Current liabilities other than provisions</b>		
	Trade payables	2,279,318	3,197,331
	Corporation tax payable	777,332	0
8	Other payables	2,478,269	2,701,831
	Deferred income	1,499,591	0
		<u>7,034,510</u>	<u>5,899,162</u>
	<b>Total liabilities other than provisions</b>	<u>11,906,129</u>	<u>10,629,391</u>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<u><u>40,412,412</u></u>	<u><u>24,282,002</u></u>

- 1 Accounting policies  
9 Contractual obligations and contingencies, etc.  
10 Collateral

## Financial statements 1 January - 31 December

### Statement of changes in equity

DKK	Share capital	Reserve for development costs	Other statutory reserves	Retained earnings	Total
Equity at 1 January 2021	46,579	981,776	0	4,291,894	5,320,249
Capital increase	480	0	0	418,829	419,309
Transfer through appropriation of profit	0	3,458,209	0	3,197,962	6,656,171
<b>Equity at 1 January 2022</b>	<b>47,059</b>	<b>4,439,985</b>	<b>0</b>	<b>7,908,685</b>	<b>12,395,729</b>
Transfer through appropriation of profit	0	6,367,810	749,081	5,935,029	13,051,920
<b>Equity at 31 December 2022</b>	<b>47,059</b>	<b>10,807,795</b>	<b>749,081</b>	<b>13,843,714</b>	<b>25,447,649</b>

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Unicontrol ApS for 2022 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

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

#### Income statement

##### Revenue

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

Income from the sale of goods for resale and finished goods is recognised in revenue when the most significant rewards and risks have been transferred to the buyer and provided the income can be measured reliably and payment is expected to be received.

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.

##### 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.

##### Raw materials and consumables, etc.

Raw materials and consumables include expenses relating to raw materials and consumables used in generating the year's revenue.

##### Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, 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 amortisation/depreciation of intangible assets and property, plant and equipment.

The basis of amortisation/depreciation, which is calculated as cost less any residual value, is amortised/depreciated 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
Fixtures and fittings, other plant and equipment	1-5 years

##### Profit/loss from investments in subsidiaries

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

A proportionate share of the underlying entities' profit/loss after tax is recognised in the income statement according to the equity method. Shares of profit/loss after tax in subsidiaries are presented as separate line items in the income statement. Full elimination of intra-group gains/losses is made for equity investments in subsidiaries.

#### 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.

#### Balance sheet

##### Intangible assets

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 are identifiable 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.

On completion of a development project, development costs are amortised on a straight-line basis over the estimated useful life. The amortisation period is usually 5 years.

##### 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.

##### Investments in subsidiaries

Equity investments in subsidiaries are measured according to the equity method.

On initial recognition, equity investments in subsidiaries are measured at cost, i.e. plus transaction costs. The cost is allocated in accordance with the acquisition method; see the accounting policies regarding business combinations.

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.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

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 subsidiaries measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

#### Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value. The net realisable value of inventories is calculated as the sales amount less costs of completion and expenses required to effect the sale and is determined taking into account marketability, obsolescence and development in the expected selling price.

The cost of raw materials and consumables comprises the cost of acquisition plus delivery costs.

Goods for resale are measured at cost, which comprises the cost of acquisition plus delivery costs as well as other expenses directly attributable to the acquisition.

#### 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.

Receivables in respect of which there is no objective evidence of individual impairment are tested for objective evidence of impairment on a portfolio basis. The portfolios are primarily based on the debtors' domicile and credit ratings in line with the Company's risk management policy. The objective evidence applied to portfolios is determined based on historical loss experience.

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

#### Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

#### Equity

##### *Reserve for development costs*

The reserve for development costs comprises recognised development costs. The reserve cannot be used to distribute dividend or cover losses. The reserve will be reduced or dissolved if the recognised development costs are amortised or are no longer part of the Company's operations by a transfer directly to the distributable reserves under equity.

#### Income taxes

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.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

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.

#### Other payables

Other payables are measured at net realisable value.

#### Deferred income

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

## Financial statements 1 January - 31 December

### Notes to the financial statements

DKK	2022	2021
<b>2 Staff costs</b>		
Wages/salaries	17,724,449	8,223,491
Pensions	1,665,267	787,512
Other social security costs	354,616	112,000
Other staff costs	1,345,021	525,678
Staff costs transferred to non-current assets	-10,425,225	-3,978,615
	<u>10,664,128</u>	<u>5,670,066</u>
Average number of full-time employees	<u>29</u>	<u>16</u>
<b>3 Tax for the year</b>		
Estimated tax charge for the year	839,332	441,984
Deferred tax adjustments in the year	1,801,752	926,405
Tax adjustments, prior years	-43,659	-124,610
	<u>2,597,425</u>	<u>1,243,779</u>
<b>4 Intangible assets</b>		<b>Completed development projects</b>
DKK		<u>                    </u>
Cost at 1 January 2022		7,587,368
Additions		12,101,667
Cost at 31 December 2022		<u>19,689,035</u>
Impairment losses and amortisation at 1 January 2022		1,895,080
Amortisation for the year		3,937,808
Impairment losses and amortisation at 31 December 2022		<u>5,832,888</u>
<b>Carrying amount at 31 December 2022</b>		<u>13,856,147</u>
Amortised over		<u>5 years</u>

#### Completed development projects

Completed development projects comprise of development cost for new technology and products. The recognition of the development projects has been made on the basis of sales forecast. Management expects significant growth and sales within few years.



## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 5 Property, plant and equipment

DKK	Fixtures and fittings, other plant and equipment	Leasehold improvements	Total
Cost at 1 January 2022	319,821	0	319,821
Additions	316,571	938,194	1,254,765
Cost at 31 December 2022	636,392	938,194	1,574,586
Impairment losses and depreciation at 1 January 2022	56,954	0	56,954
Depreciation	124,357	123,404	247,761
Impairment losses and depreciation at 31 December 2022	181,311	123,404	304,715
<b>Carrying amount at 31 December 2022</b>	<b>455,081</b>	<b>814,790</b>	<b>1,269,871</b>
Depreciated over	1-5 years		

Note 10 provides more details on security for loans, etc. as regards property, plant and equipment.

#### 6 Investments

DKK	Investments in group enterprises	Deposits, investments	Total
Cost at 1 January 2022	0	0	0
Additions	65,400	175,524	240,924
Cost at 31 December 2022	65,400	175,524	240,924
Profit/loss for the year	52,227	0	52,227
Value adjustments at 31 December 2022	52,227	0	52,227
<b>Carrying amount at 31 December 2022</b>	<b>117,627</b>	<b>175,524</b>	<b>293,151</b>

Name	Domicile	Interest
<b>Subsidiaries</b>		
Unicontrol Inc.	Delaware, USA	100.00%

#### 7 Non-current liabilities other than provisions

Of the long-term liabilities, DKK 4.9 mio. falls due for payment after more than 5 years after the balance sheet date.

#### 8 Other payables

Other debt consists of VAT due as well as salary-related debt.

#### 9 Contractual obligations and contingencies, etc.

##### Other financial obligations

Rent and lease liabilities includes obligations totalling DKK 884 thousand in interminable rent and lease agreements with remaining contract terms of 3-30 months.

## Financial statements 1 January - 31 December

### Notes to the financial statements

#### 9 Contractual obligations and contingencies, etc. (continued)

The company is involved in a pending case. The outcome of the case is still unresolved on the balance sheet date, however, it is the management's assessment that the outcome will be positive for the company.

#### 10 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2022.

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## Niels Bjerregaard

### Client Signer

På vegne af: Unicontrol ApS

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IP: 93.178.xxx.xxx

2023-03-27 09:18:22 UTC



## Thomas Visti Jensen

### Client Signer

På vegne af: Unicontrol ApS

Serienummer: 02ada3ef-ff30-496e-9300-25b48232244d

IP: 80.208.xxx.xxx

2023-03-27 09:44:07 UTC



## Kasper Hartvig Andersen

### Client Signer

På vegne af: Unicontrol ApS

Serienummer: 4aeb93ba-af60-453b-9232-6b61cec4e92c

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2023-03-27 11:15:38 UTC



## Lasse Kieffer

### Client Signer

På vegne af: Unicontrol ApS

Serienummer: 98f014c6-63e1-4829-b9eb-de18c7a09558

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2023-03-27 14:29:27 UTC



## Ehsanullah Ekhlās

### Client Signer

På vegne af: Unicontrol ApS

Serienummer: 3b628455-a5c0-4de0-b226-48fc1f946386

IP: 80.208.xxx.xxx

2023-03-27 14:56:24 UTC



## Louise Greve

### EY Signer

På vegne af: EY Godkendt Revisionspartnerselskab

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