

Nordic Makers General Partners ApS

Sundkrogsgade 21, 2100 København Ø
CVR no. 40 21 27 01

Annual report for 2023

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 12.07.24

Nima Sophia Lama Tisdall
Dirigent

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The company

Nordic Makers General Partners ApS
c/o Bird & Bird Advokatpartnerselskab
Sundkrogsgade 21
2100 København Ø
CVR no.: 40 21 27 01
Financial year: 01.01 - 31.12

Executive Board

Martin Vilhelm von Haller Baggesen Grønbæk
Esben Andreas Kjærsgaard Gadsbøll
Michael Seifert
Alexander Aghassipour
Klaus Randel Nyengaard
Lars Fløe Nielsen
Benjamin Ratz

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Statement by the Executive Board on the annual report

We have on this day presented the annual report for the financial year 01.01.23 - 31.12.23 for Nordic Makers General Partners ApS.

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

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.12.23 and of the results of the company's activities for the financial year 01.01.23 - 31.12.23.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Copenhagen, July 12, 2024

Executive Board

Martin Vilhelm von Haller
Baggesen Grønbæk

Esben Andreas
Kjærsgaard Gadsbøll

Michael Seifert

Alexander Aghassipour

Klaus Randel Nyengaard

Lars Fløe Nielsen

Benjamin Ratz

To the capital owners of Nordic Makers General Partners ApS**Opinion**

We have audited the financial statements of Nordic Makers General Partners ApS for the financial year 01.01.23 - 31.12.23, which comprise income statement, balance sheet, statement of changes in equity and notes to the financial statements, including 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 company's financial position at 31.12.23 and of the results of the company's operations for the financial year 01.01.23 - 31.12.23 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.

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, it is our responsibility 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 the management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management's review.

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 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.
- 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.

Soeborg, Copenhagen, July 12, 2024

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Anders Ladegaard

State Authorized Public Accountant
MNE-no. mne18830

Primary activities

Nordic Makers General Partner ApS is an investment company that acts as a general partner for various investment projects, including EAF-NM Co-Investment Vehicle K/S and Nordic Makers Syndicate Vehicle K/S. The company's primary activity is to provide operational services. It is emphasized that the company does not provide any investment advice or capital management services to its owners, Nordic Makers Syndicate Vehicle K/S, EAF-NM Co-Investment Vehicle K/S or others.

Development in activities and financial affairs

The annual financial statement for 2023 shows a deficit of DKK -2,039,511. This negative result is primarily due to insufficient invoicing for administrative services provided to SPVs (Special Purpose Vehicles) and their owners over the past two years. This situation has led to significant short-term debt that is not offset by corresponding liquidity.

Expectations for the future

The company plans to invoice the accumulated management fees of DKK 5,969,105 to investors in 2024. The management and the involved companies within the Nordic Makers group have declared that they will ensure a balance of inflows and outflows in the company, so that Nordic Makers General Partner ApS will have sufficient liquidity to meet its obligations.

Income statement

Note	2023 DKK	2022 DKK
Gross loss	-1,833,978	-1,423,135
Financial income	1,200,622	1,177,788
Financial expenses	-1,406,155	-929,241
Loss for the year	-2,039,511	-1,174,588
Proposed appropriation account		
Retained earnings	-2,039,511	-1,174,588
Total	-2,039,511	-1,174,588

ASSETS		31.12.23	31.12.22
		DKK	DKK
Note			
	Other investments	74	74
	Total investments	74	74
	Total non-current assets	74	74
	Trade receivables	4,698,667	4,700,148
	Income tax receivable	46,000	70,000
	Other receivables	28,937,589	20,358,260
	Total receivables	33,682,256	25,128,408
	Cash	29,564,872	21,953,042
	Total current assets	63,247,128	47,081,450
	Total assets	63,247,202	47,081,524

EQUITY AND LIABILITIES		31.12.23	31.12.22
		DKK	DKK
Note			
	Share capital	50,000	50,000
	Retained earnings	-3,909,408	-1,869,897
	Total equity	-3,859,408	-1,819,897
	Trade payables	893,365	470,000
	Other payables	66,213,245	48,431,421
	Total short-term payables	67,106,610	48,901,421
	Total payables	67,106,610	48,901,421
	Total equity and liabilities	63,247,202	47,081,524

1 Contingent liabilities

Statement of changes in equity

Figures in DKK	Share capital	Retained earnings	Total equity
Statement of changes in equity for 01.01.23 - 31.12.23			
Balance as at 01.01.23	50,000	-1,869,897	-1,819,897
Net profit/loss for the year	0	-2,039,511	-2,039,511
Balance as at 31.12.23	50,000	-3,909,408	-3,859,408

1. Contingent liabilities

Guarantee commitments

The company is a general partner in NORDIC MAKERS SYNDICATE VEHICLE K/S and has unlimited liability for the obligations of this company. At the balance sheet date, the total assets of the limited partnership amount to t.DKK 41,480, while the total liabilities amount to t.DKK 43.118.

The company is a general partner in EAF-NM Co-Investment Vehicle K/S and has unlimited liability for the obligations of this company. At the balance sheet date, the total assets of the limited partnership amount to t.DKK 90.931, while the total liabilities amount to t.DKK 16.720.

2. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

2. Accounting policies - continued -**INCOME STATEMENT****Gross loss**

Gross loss comprises revenue and other external expenses.

Revenue

Income from the sale of services is recognised in the income statement as delivery takes place (delivery method). Revenue is measured when the selling price can be determined reliably and is expected to be paid.

Other external expenses

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

2. Accounting policies - continued -

BALANCE SHEET

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation and amortisation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Other investments

Equity investments that are not classified as group enterprises, associates or participating interests and which are not traded in an active market are measured in the balance sheet at cost.

2. Accounting policies - continued -

Cash

Cash includes deposits in bank account.

Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Short-term financial payables are measured at amortised cost, normally corresponding to the nominal value of such payables. Other short-term payables are measured at net realisable value.