



Knowledge Gate Group ApS

Store Kongensgade 81, 2.
1264 København K
CVR No. 40302549

Annual report 01.07.2022 - 30.06.2023

The Annual General Meeting adopted the annual
report on 22.12.2023

Christian Carlsen
Chairman of the General Meeting

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Entity details

Entity

Knowledge Gate Group ApS

Store Kongensgade 81, 2.

1264 København K

Business Registration No.: 40302549

Registered office: København

Financial year: 01.07.2022 - 30.06.2023

Board of Directors

Christian Carlsen

Anna Maria Sundlöf

Barna Benedek Vajda

Viktoriya Anatolyevna Vasilenko

Executive Board

Viktoriya Anatolyevna Vasilenko

Barna Benedek Vajda

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Tværkajen 5

P. O. Box 10

5100 Odense

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Knowledge Gate Group ApS for the financial year 01.07.2022 - 30.06.2023.

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 Entity's financial position at 30.06.2023 and of the results of its operations for the financial year 01.07.2022 - 30.06.2023.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

København, 22.12.2023

Executive Board

Viktoriya Anatolyevna Vasilenko

Barna Benedek Vajda

Board of Directors

Christian Carlsen

Anna Maria Sundlöf

Barna Benedek Vajda

Viktoriya Anatolyevna Vasilenko

Independent auditor's extended review report

To the shareholders of Knowledge Gate Group ApS

Conclusion

We have performed an extended review of the financial statements of Knowledge Gate Group ApS for the financial year 01.07.2022 - 30.06.2023, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 30.06.2023 and of the results of its operations for the financial year 01.07.2022 - 30.06.2023 in accordance with the Danish Financial Statements Act.

Basis for conclusion

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

Material uncertainty related to going concern

We draw attention to note 1 in the annual report, from which it is stated that the company is dependent on further capital during the financial year 2023/24, so that the company can pay its obligations as they fall due. When presenting the financial statements, the management has assumed that further capital will be added to the company, so that the company can pay its obligations as they fall due. The annual report is therefore presented on the assumption of the company's continued operation. As stated in note 1, this indicates that there is a significant uncertainty which may cast considerable doubt on the company's ability to continue operations. Our conclusion is not modified regarding this matter.

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 Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless Management either intends to liquidate the Entity or to cease operations, or has no realistic

alternative but to do so.

Auditor's responsibilities for the extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of Management and, if appropriate, of other entity personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

Statement on the management commentary

Management is responsible for the management commentary.

Our conclusion on the financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the extended review or otherwise appears to be materially misstated.

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

Based on the work we have performed, we conclude that the management commentary is in accordance with 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 commentary.

Odense, 22.12.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Jesper Vesterlund

State Authorised Public Accountant
Identification No (MNE) mne47808

Management commentary

Primary activities

The company's activity consists of running a business that connects life science companies with experts via a proprietary platform for advisory services (micro-consultations). Included within this is the development and sale of access to the associated software in relation to knowledge sharing.

Development in activities and finances

The year's result shows a deficit of DKK 5,817,793. The management considered the result to be unsatisfactory, but as expected as a result of the company's growth journey.

The company's equity is lost. Management is aware of the capital loss rules in Section 119 of the Companies Act.

During 2022/23 the company spent significant resources on further developing the technology of the proprietary Knowledge Gate Group Platform, for local Danish as well as foreign markets. In 2022/23, the company has proven itself in establishing itself as a competitive provider in the market of providing life science companies access to experts worldwide and has had an increasing activity.

During 2022/23 the management has succeeded in raising capital for further development. This has been done via loans from external lenders. It is the management's expectation that the company will achieve positive results through current and increasing activity in the coming years.

It is management's expectation that further capital is necessary in order to grow the company's activities and comply with the budget for 2023/24 in order for the company to pay its obligations as they fall due. As there is currently insufficient capital to comply with the budget for 2023/24 there is a significant uncertainty with the company's ability to continue its operations.

When presented with the annual report, the management believes that further capital will be obtained in the coming year and that the company therefore will be able to pay its obligations as they fall due. The annual report has thus been prepared under the assumption of continued operations.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2022/23

| | Notes | 2022/23 DKK | 2021/22 DKK |
|--|-------|--------------------|--------------------|
| Gross profit/loss | | (130,675) | 606,572 |
| Staff costs | 2 | (4,964,719) | (2,096,271) |
| Depreciation, amortisation and impairment losses | | (382,520) | (268,483) |
| Operating profit/loss | | (5,477,914) | (1,758,182) |
| Other financial expenses | 3 | (339,879) | (163,965) |
| Profit/loss before tax | | (5,817,793) | (1,922,147) |
| Tax on profit/loss for the year | | 0 | 122,034 |
| Profit/loss for the year | | (5,817,793) | (1,800,113) |
| Proposed distribution of profit and loss | | | |
| Retained earnings | | (5,817,793) | (1,800,113) |
| Proposed distribution of profit and loss | | (5,817,793) | (1,800,113) |

Balance sheet at 30.06.2023

Assets

| | Notes | 2022/23 DKK | 2021/22 DKK |
|--|-------|------------------|------------------|
| Completed development projects | 5 | 1,971,943 | 1,596,627 |
| Development projects in progress | 5 | 0 | 0 |
| Intangible assets | 4 | 1,971,943 | 1,596,627 |
| Other fixtures and fittings, tools and equipment | | 16,646 | 26,158 |
| Property, plant and equipment | 6 | 16,646 | 26,158 |
| Deposits | | 46,930 | 43,138 |
| Financial assets | 7 | 46,930 | 43,138 |
| Fixed assets | | 2,035,519 | 1,665,923 |
| Trade receivables | | 226,346 | 275,953 |
| Other receivables | | 56,525 | 133,993 |
| Income tax receivable | | 1,000 | 123,284 |
| Prepayments | | 72,665 | 105,707 |
| Receivables | | 356,536 | 638,937 |
| Cash | | 660,114 | 4,093,453 |
| Current assets | | 1,016,650 | 4,732,390 |
| Assets | | 3,052,169 | 6,398,313 |

Equity and liabilities

| | Notes | 2022/23 DKK | 2021/22 DKK |
|--|--------------|------------------------|------------------------|
| Contributed capital | 8, 9 | 45,789 | 45,789 |
| Reserve for development expenditure | | 1,538,116 | 1,245,369 |
| Retained earnings | | (6,517,941) | (407,401) |
| Equity | | (4,934,036) | 883,757 |
| Debt to other credit institutions | | 1,499,075 | 1,547,877 |
| Convertible and dividend-yielding debt instruments | | 3,044,599 | 2,820,262 |
| Non-current liabilities other than provisions | 10 | 4,543,674 | 4,368,139 |
| Current portion of non-current liabilities other than provisions | 10 | 129,649 | 0 |
| Bank loans | | 294 | 0 |
| Convertible and dividend-yielding debt instruments | | 714,000 | 0 |
| Trade payables | | 354,186 | 247,730 |
| Payables to group enterprises | | 4,211 | 10,500 |
| Payables to owners and management | | 0 | 3,001 |
| Other payables | | 1,550,182 | 181,388 |
| Deferred income | | 690,009 | 703,798 |
| Current liabilities other than provisions | | 3,442,531 | 1,146,417 |
| Liabilities other than provisions | | 7,986,205 | 5,514,556 |
| Equity and liabilities | | 3,052,169 | 6,398,313 |
| Going concern | 1 | | |
| Contingent liabilities | 11 | | |
| Assets charged and collateral | 12 | | |

Statement of changes in equity for 2022/23

| | Contributed capital DKK | Reserve for development expenditure DKK | Retained earnings DKK | Total DKK |
|---------------------------|-------------------------------|--|-----------------------------|--------------------|
| Equity beginning of year | 45,789 | 1,245,369 | (407,401) | 883,757 |
| Transfer to reserves | 0 | 292,747 | (292,747) | 0 |
| Profit/loss for the year | 0 | 0 | (5,817,793) | (5,817,793) |
| Equity end of year | 45,789 | 1,538,116 | (6,517,941) | (4,934,036) |

Notes

1 Going concern

The year's result shows a deficit of DKK 5,817,793. The management considered the result to be unsatisfactory, but as expected as a result of the company's growth journey.

The company's equity is lost. Management is aware of the capital loss rules in Section 119 of the Companies Act.

During 2022/23 the company spent significant resources on further developing the technology of the proprietary Knowledge Gate Group Platform, for local Danish as well as foreign markets. In 2022/23, the company has proven itself in establishing itself as a competitive provider in the market of providing life science companies access to experts worldwide and has had an increasing activity.

During 2022/23 the management has succeeded in raising capital for further development. This has been done via loans from external lenders. It is the management's expectation that the company will achieve positive results through current and increasing activity in the coming years.

It is management's expectation that further capital is necessary in order to grow the company's activities and comply with the budget for 2023/24 in order for the company to pay its obligations as they fall due. As there is currently insufficient capital to comply with the budget for 2023/24 there is a significant uncertainty with the company's ability to continue its operations.

When presented with the annual report, the management believes that further capital will be obtained in the coming year and that the company therefore will be able to pay its obligations as they fall due. The annual report has thus been prepared under the assumption of continued operations.

2 Staff costs

| | 2022/23 | 2021/22 |
|---------------------------------------|------------------|------------------|
| | DKK | DKK |
| Wages and salaries | 4,593,429 | 1,933,095 |
| Other social security costs | 78,344 | 42,438 |
| Other staff costs | 292,946 | 120,738 |
| | 4,964,719 | 2,096,271 |
| Average number of full-time employees | 9 | 6 |

3 Other financial expenses

| | 2022/23 | 2021/22 |
|---|----------------|----------------|
| | DKK | DKK |
| Financial expenses from group enterprises | 274 | 0 |
| Other interest expenses | 331,536 | 163,965 |
| Exchange rate adjustments | 8,069 | 0 |
| | 339,879 | 163,965 |

4 Intangible assets

| | Completed development projects DKK | Development projects in progress DKK |
|---|---|---|
| Cost beginning of year | 1,862,732 | 0 |
| Transfers | 0 | (748,324) |
| Additions | 748,324 | 748,324 |
| Cost end of year | 2,611,056 | 0 |
| Amortisation and impairment losses beginning of year | (266,105) | 0 |
| Impairment losses for the year | (373,008) | 0 |
| Amortisation and impairment losses end of year | (639,113) | 0 |
| Carrying amount end of year | 1,971,943 | 0 |

5 Development projects

The development project relates to a new innovative software platform to be used and developed by the company in relation to being utilized in order to connect life science companies to experts in order to conduct micro-consultations. The platform can find, sort, identify, present data that has not been seen before. The platform processor is currently a mixture of manual and automated, but is expected to be powered fully by artificial intelligence and thus be fully automated in the future. The company's employees and business partners have further developed on the technical platform since the start of the current financial year. The platform is fully functional with planned progressional updates planned for the next several years. In addition, there are no inpatients special prerequisites in the assessment of development projects.

6 Property, plant and equipment

| | Other fixtures and fittings, tools and equipment DKK |
|---|--|
| Cost beginning of year | 28,536 |
| Cost end of year | 28,536 |
| Depreciation and impairment losses beginning of year | (2,378) |
| Impairment losses for the year | (9,512) |
| Depreciation and impairment losses end of year | (11,890) |
| Carrying amount end of year | 16,646 |

7 Financial assets

| | Deposits DKK |
|------------------------------------|-----------------|
| Cost beginning of year | 43,138 |
| Additions | 3,792 |
| Cost end of year | 46,930 |
| Carrying amount end of year | 46,930 |

8 Share capital

| | Number | Par value DKK | Nominal value DKK |
|----------|---------------|------------------|-------------------------|
| A-shares | 40,000 | 1 | 40,000 |
| B-shares | 5,789 | 1 | 5,789 |
| | 45,789 | | 45,789 |

9 Treasury shares

| | Number | Nominal value DKK | Share of contributed capital % |
|-----------------------------------|--------------|-------------------------|---|
| A-shares | 5,789 | 5,789 | 12.64 |
| Holding of treasury shares | 5,789 | 5,789 | 12.64 |

10 Non-current liabilities other than provisions

| | Due within 12 months 2022/23 DKK | Due after more than 12 months 2022/23 DKK |
|--|---|---|
| Debt to other credit institutions | 129,649 | 1,499,075 |
| Convertible and dividend-yielding debt instruments | 0 | 3,044,599 |
| | 129,649 | 4,543,674 |

Remaining debt after 5 years is DKK 0.

11 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Athena Holding ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

12 Assets charged and collateral

A company mortgage with a principal of DKK 1,500,000. is provided as security for Vækstfonden (EIFO). The corporate pledge includes intangible assets, receivables from sales and services and property, plant and equipment at a total value of DKK 2,214,935.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Own work capitalised

Own work capitalised comprises staff costs and other costs incurred in the financial year and recognised in cost for proprietary intangible assets and property, plant and equipment.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and property, plant and equipment.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet**Intellectual property rights etc.**

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity in the reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Indirect production costs in the form of indirectly attributable staff costs and amortisation of intangible assets and depreciation of property, plant and equipment used in the development process are recognised in cost based on time spent on each project.

Completed development projects are amortised on a straight-line basis using their estimated useful lives

which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 7 years.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For self-constructed assets, cost comprises direct and indirect costs of materials, components, subsuppliers and labour costs.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

| | Useful life |
|--|--------------------|
| Other fixtures and fittings, tools and equipment | 3 |

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises bank deposits.

Treasury shares

Acquisition and selling prices and dividends for treasury shares are classified directly as equity in retained earnings. Gains and losses on sale are not recognised in the income statement. Capital reduction by cancellation of treasury shares reduces the contributed capital by an amount corresponding to the nominal value.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.