

Nordic IT Denmark ApS

**Lottenborgvej 26, 1.
2800 Kongens Lyngby**

CVR no. 40 66 45 48

Annual report for 2023

(4th Financial year)

Adopted at the annual general meeting
on 4. July 2024

DocuSigned by:

Martin Mørup

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Martin Hvass Mørup
chairman

Table of contents

	Page
Statements	
Statement by management on the annual report	1
Independent auditor's report	2
Management's review	
Company details	6
Management's review	7
Financial statements	
Accounting policies	8
Income statement 1 January 2023 - 31 December 2023	12
Balance sheet at 31 December 2023	13
Statement of changes in equity	15
Notes	16

Statement by management on the annual report

The executive board has today discussed and approved the annual report of Nordic IT Denmark ApS for the financial year 1 January - 31 December 2023.

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

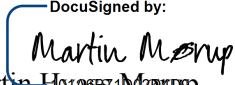
In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2023 and of the results of the company's operations for the financial year 1 January - 31 December 2023.

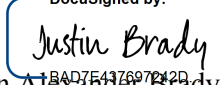
In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Kgs. Lyngby, 4 July 2024

Executive board

DocuSigned by:

Martin Hvas Marup

DocuSigned by:

Justin Alexander Brady

Independent auditor's report

To the shareholder of Nordic IT Denmark ApS

Qualified Opinion

We have audited the financial statements of Nordic IT Denmark ApS for the financial year 1 January - 31 December 2023, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, except for the effects of the matter described in the "Basis for Qualified Opinion" section of our report, the financial statements give a true and fair view of the financial position of the Company at 31. December 2023, and of the results of the Company's operations for the financial year 1. January - 31. December 2023 in accordance with the Danish Financial Statements Act.

Basis for Qualified conclusion

Due to a significant uncertainty in the valuation and accuracy of the deferred revenue and unbilled receivable we can not obtain sufficient and appropriate audit evidence to provide a basis for an audit opinion.

The unbilled receivable is included in the trade receivable with an amount of 685 tDKK.

The deferred revenue is included in the prepayments from customers with the amount of 2.716 tDKK.

The uncertainty is isolated to the valuation and accuracy of these two items in the company's balance sheet, but we can not conclude on the effect on the rest of the annual report.

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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and 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

Without modifying our opinion, we refer to the information in the note 1 in the financial statements, where the management has explained the preconditions for presenting the annual accounts with continued operations in mind.

We have not found a basis for making a different assessment than the management, but highlight the uncertainty associated with the company's continued operations.

Independent auditor's report

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 the 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 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 disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on management'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.

Independent auditor's report

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 Statements Act. We did not identify any material misstatement of management's review.

Copenhagen, 4 July 2024

RSM Danmark
Statsautoriseret Revisionspartnerselskab
CVR no. 25 49 21 45

Peter Arent Benkjer
statsautoriseret revisor
MNE no. mne35785

Company details

The company

Nordic IT Denmark ApS
Lottenborgvej 26, 1.
2800 Kongens Lyngby

CVR no.: 40 66 45 48

Reporting period: 1 January - 31 December 2023

Incorporated: 15 July 2019

Financial year: 4th financial year

Domicile: Lyngby-Taarbæk

Executive board

Martin Hvass Mørup
Justin Alexander Brady

Shareholders

Nordic IT, LLC

Auditors

RSM Danmark
Statsautoriseret Revisionspartnerselskab
Ved Vesterport 6, 5. sal
1612 København V

Management's review

Business review

The objectives of the company are developing system software and software applications, and to operate with agency, commercial- and manufacturing businesses.

Recognition and measurement uncertainties

In the 2023 the management has recognized uncertainties to the trade receivables and pre payments from customers. These uncertainties are described more thoroughly in note 2.

Unusual matters

The company's financial position at 31 December 2023 and the results of its operations for the financial year ended 31 December 2023 are not affected by any unusual matters.

Financial review

The company's income statement for the year ended 31 December 2023 shows a profit of DKK 1.598.667, and the balance sheet at 31 December 2023 shows negative equity of DKK 5.394.882.

The management is working on adjusting the costs to the current level of activity and it is the management's expectation that operations will be profitable going forward. The company has almost exclusively intercompany debt as of 31 December 2023. The company's continued operations are dependent on financial support from the parent company, which has submitted a statement of support for the next 12 months after approval of the annual report. The intercompany debt does not fall due for payment in 2024. On that basis, the management assesses that the company fulfills the condition of going concern.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Accounting policies

The annual report of Nordic IT Denmark ApS for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report is presented in DKK

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 amortisation, depreciation and impairment losses, 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 the asset 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 the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and work in progress and other operating income less costs of raw materials and consumables and other external expenses.

Accounting policies

Revenue

Income from the sale of goods for resale and finished goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Costs of sales

Costs of raw materials and consumables include the raw materials and consumables used in generating the year's revenue.

Other external expenses

Other external expenses include expenses related 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 pensions, as well as other social security contributions, etc. made to the entity's employees.

Depreciation, amortisation and impairment of intangible assets and property, plant and equipment

Depreciation, amortisation and impairment of intangible assets and property, plant and equipment comprise the year's depreciation, amortisation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Accounting policies

Balance sheet

Intangible assets

Goodwill

Acquired goodwill is measured at cost less accumulated amortisation. Given that it is impossible to make a reliable estimate of the useful life, the amortisation period is set at 10 years.

Development projects, patents and licences

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

Patents and licenses are measured at cost less accrued amortisation. Patents are amortised on a straightline basis over the remaining patent period and licenses are amortised over the contract period, however, for a maximum of 10 years.

Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-5 years	0 %

Gains and losses on the sale of items of property, plant and equipment are calculated as the difference between the selling price, less costs to sell, and the carrying amount at the time of sale. Gains or losses on the sale of items of property, plant and equipment are recognised in the income statement under other operating income or other operating expenses, respectively.

Receivables

Receivables are measured at amortised cost.

Accounting policies

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 is impaired, an impairment loss for that individual asset is recognised.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise deposits at banks.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Other liabilities other than provisions are measured at amortised cost which usually corresponds to the nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.

Income statement 1 January 2023 - 31 December 2023

	Note	2023 DKK	2022 DKK
Gross profit		12.988.575	11.915.618
Staff costs	3	-8.269.497	-6.941.118
Profit/loss before amortisation/depreciation and impairment losses		4.719.078	4.974.500
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-2.563.420	-3.540.561
Profit/loss before net financials		2.155.658	1.433.939
Financial income	4	90.867	595.779
Financial costs	5	-647.858	-3.229.279
Profit/loss before tax		1.598.667	-1.199.561
Tax on profit/loss for the year		0	0
Profit/loss for the year		1.598.667	-1.199.561
Retained earnings		1.598.667	-1.199.561
		1.598.667	-1.199.561

Balance sheet at 31 December 2023

	Note	2023 DKK	2022 DKK
Assets			
Completed development projects		0	1.285.148
Acquired patents		603.344	1.066.760
Goodwill		7.204.813	8.019.669
Intangible assets	6	7.808.157	10.371.577
Other fixtures and fittings, tools and equipment	7	0	0
Tangible assets		0	0
Deposits	8	194.004	194.004
Fixed asset investments		194.004	194.004
Total non-current assets		8.002.161	10.565.581
Trade receivables		2.864.533	2.921.621
Receivables from subsidiaries		4.523.523	4.643.280
Other receivables		31.169	6.890
Deferred tax asset		80.007	80.007
Prepayments		223.929	55.926
Receivables		7.723.161	7.707.724
Cash at bank and in hand		1.912.470	2.767.754
Total current assets		9.635.631	10.475.478
Total assets		17.637.792	21.041.059

Balance sheet at 31 December 2023

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Equity and liabilities			
Share capital		40.000	40.000
Retained earnings		-5.434.882	-6.980.287
Equity		-5.394.882	-6.940.287
Payables to subsidiaries		15.467.662	20.972.698
Total non-current liabilities		15.467.662	20.972.698
Banks		245.982	79.814
Prepayments received from customers		2.715.820	2.105.047
Trade payables		819.377	659.479
Payables to subsidiaries		653.504	653.504
Other payables		3.130.329	3.510.804
Total current liabilities		7.565.012	7.008.648
Total liabilities		23.032.674	27.981.346
Total equity and liabilities		17.637.792	21.041.059
Uncertainty about the continued operation (going concern)	1		
Contingent liabilities	9		
Related parties and ownership structure	10		

Statement of changes in equity

	Share capital	Retained earnings	Total
Equity at 1 January 2023	40.000	-7.033.549	-6.993.549
Net profit/loss for the year	0	1.598.667	1.598.667
Equity at 31 December 2023	40.000	-5.434.882	-5.394.882

Noter til årsrapporten

1 Uncertainty about the continued operation (going concern)

Management is aware that the company has lost the equity and is covered by section 119 of the Danish Companies Act.

The management is working on adjusting the costs to the current level of activity and it is the management's expectation that operations will continue to be profitable going forward.

The company has almost exclusively intercompany debt as of 31 December 2023. The company's continued operations are dependent on financial support from the parent company, which has submitted a statement of support for the next 12 months after approval of the annual report. The intercompany debt does not fall due for payment in 2024. On that basis, the management assesses that the company fulfills the condition of going concern.

2 Uncertainty in the recognition and measurement

The company has difficulties reconciling carrying amounts by the following items on december 2023: The unbilled receivable is included in the trade receivable with an amount of 685 tDKK. The deferred revenue is included in the prepayments from customers with the amount of 2.716 tDKK.

The system books revenue every month based on contracts with the client. Due to changes in price and contract the accounting system did the calculation of the unbilled receivable and deferred revenue wrong. By the time of completing the annual report it was not possible to correct the error completely which causes this uncertainty in valuation and accuracy.

3 Staff costs

	<u>2023</u> DKK	<u>2022</u> DKK
Wages and salaries	7.988.141	6.722.572
Pensions	272.268	209.458
Other social security costs	9.088	9.088
	<u>8.269.497</u>	<u>6.941.118</u>
Number of fulltime employees on average	<u>10</u>	<u>8</u>

Noter til årsrapporten

4 Financial income

Other financial income	90.867	595.779
	<u>90.867</u>	<u>595.779</u>

5 Financial costs

Financial expenses, group entities	349.593	3.167.724
Other financial costs	161.515	61.555
Exchange loss	136.750	0
	<u>647.858</u>	<u>3.229.279</u>

6 Intangible assets

	Completed development projects	Acquired patents	Goodwill
Cost at 1 January 2023	10.866.998	3.096.184	12.701.606
Cost at 31 December 2023	10.866.998	3.096.184	12.701.606
Impairment losses and amortisation at 1 January 2023	9.581.851	2.029.424	4.681.937
Amortisation for the year	1.285.147	463.416	814.856
Impairment losses and amortisation at 31 December 2023	10.866.998	2.492.840	5.496.793
Carrying amount at 31 December 2023	<u>0</u>	<u>603.344</u>	<u>7.204.813</u>

Noter til årsrapporten

7 Tangible assets

	Other fixtures and fittings, tools and equipment
Cost at 1 January 2023	400.000
Cost at 31 December 2023	400.000
Impairment losses and depreciation at 1 January 2023	400.000
Impairment losses and depreciation at 31 December 2023	400.000
Carrying amount at 31 December 2023	0

8 Fixed asset investments

	Deposits
Cost at 1 January 2023	194.004
Cost at 31 December 2023	194.004
Carrying amount at 31 December 2023	194.004

9 Contingent liabilities

The company has a rent contract with a total obligation of TDKK 206. The rent contract can be terminated with a 6 months notice.

The company has no further contingent liabilities.

10 Related parties and ownership structure

Controlling interest

Nordic IT, LLC, 425 Soledad St. Suite 250, San Antonio, TX 78205, USA Majority shareholder

Consolidated financial statements

The company is included in the consolidated financial statements of Dura Software, INC., USA, Texas.

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Peter Arent Benkjer

RSM DANMARK STATSATORISERET REVISIONSPARTNERSELSKAB CVR:

25492145

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