BEIERHOLM
VI SKABER BALANCE

The Footprint Firm Capital ApS

Rosenborggade 15 1, 1130 København K

CVR no. 41 09 06 69

Annual report for 2023

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 04.06.24

Christian Engkrog Andersen
Dirigent

Table of contents

Company information etc.

The company

The Footprint Firm Capital ApS
Rosenborggade 15 1
1130 København K
Registered office: København
CVR no.: 41 09 06 69
Financial year: 01.01 - 31.12

Executive Board

Adm. dir. Anna Søndergaard
Christian Löken Sparrevohn
Jakob Mathias Wichmann

Board of Directors

Christian Löken Sparrevohn
Christian Engkrog Andersen
Jakob Mathias Wichmann
Emil Skals
Jan Frederik Kleine

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Bank

Handelsbanken

Company information etc.

Parent company

The Footprint Firm Holding ApS, København

Subsidiarie

FPF North-East HoldCo IX ApS, København

Associates

UP SPV ApS, København
FPF North-East Holding ApS, København
Grums ApS, Aarhus

Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.01.23 - 31.12.23 for The Footprint Firm Capital ApS.

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

The financial statements have not been audited, and we declare that the relevant conditions have been met.

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, May 22, 2024

Executive Board

Anna Søndergaard Adm. dir.	Christian Löken Sparrevohn	Jakob Mathias Wichmann

Board of Directors

Christian Löken Sparrevohn	Christian Engkrog Andersen	Jakob Mathias Wichmann
Emil Skals	Jan Frederik Kleine	

Practitioner's compilation report

To the management of The Footprint Firm Capital ApS

Based on the company's accounting material and other information provided by management, we have compiled the financial statements of The Footprint Firm Capital ApS for the financial year 01.01.23 - 31.12.23.

The financial statements comprise income statement, balance sheet, statement of changes in equity and notes to the financial statements, including significant accounting policies.

We performed this compilation engagement in accordance with ISRS 4410, Engagements to Compile Financial Statements.

We have applied our professional expertise to assist management with the preparation and presentation of the financial statements in accordance with the Danish Financial Statements Act. We have complied with relevant provisions of the Danish Act on Approved Auditors and Audit Firms and the code of ethics of International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code), including principles of integrity, professional competence and due care.

The financial statements and the accuracy and completeness of the information used to compile them are management's responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information provided by management for the compilation of the financial statements. Accordingly, we do not express an audit opinion or a review conclusion on whether the financial statements are prepared in accordance with the Danish Financial Statements Act.

Hobro, May 22, 2024

Beierholm
Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Brian Nielsen
State Authorized Public Accountant
MNE-no. mne33779

Primary activities

The company's activities comprise investment in companies with focus on sustaninabililty.

Development in activities and financial affairs

The income statement for the period 01.01.23 - 31.12.23 shows a profit/loss of DKK -1,433,388 against DKK -363,598 for the period 01.01.22 - 31.12.22. The balance sheet shows equity of DKK 92,099.

This annual report summarizes 2023, the fourth year of The Footprint Firm Group.

2023 was a year of growth and expansion in The Footprint Firm Group. Measured by the obvious dimensions such as revenue and number of footprinters, which reached 50 talented people of diverse backgrounds and nationalities. But also on a number of important external dimensions, which make us excited and hopeful about the years ahead.

In The Footprint Firm ApS the market demand continued to be very strong, driven by our investor clients considering ESG-topics ever-more important in the value creation of their portfolios, as well as large corporations in Denmark and abroad getting busy with the compliance, risk management and growth imperatives in a changing world. 2023 was also the year where the nature crisis became a top priority for many of our clients, who were seeking advise on how to measure their current impacts, set targets and develop strategies for reducing their nature impact. We also spent a significant part of our share helping clients get ready for implementing the Corporate Sustainability Reporting Directive (CSRD) in a way that was not just about compliance, but also added to their strategic focus. We count ourselves lucky that across all of these topics, we serve ambitious clients that want to play a leading role in countering the environmental and climate crises, the World is facing. They make us better at what we do and optimistic that we together can create much-needed impact.

2023 was also the year where our investments in green startups and scaleups entered a new phase. After many thoughts, much preparation and with the help of several key hires, we registered The Footprint Fund I at the end of the year, emphatically starting the writing of a new chapter in the book about our company. The Footprint Fund I is an invitation to other investors that share the same core beliefs that we do: that the green transition needs investments to flow to companies that offer new answers on how to decarbonize and protect the World's nature resources, and that many of these companies will turn out to be both impactful and profitable, if they get the right help. The fund will be an Article 9-fund, emphasizing the impact focus of our investments. We are proud that in a very difficult financial market, especially for first-time funds, we have received overwhelmingly positive responses from potential investors, and are optimistic that we will have a strong first close of the fund in Q2 2024. In 2023, we made seven new investments, bringing our total portfolio up to 19 startups, many of which had successful fundraising rounds during the year.

Looking back at 2023, there is much to be grateful for. Looking at the years to come, there is a lot to be excited about. Yet, this gratitude and excitement folds itself out on the most serious of backdrops. From keeping up with the science, and through the dialogues with our stakeholders, we know that our efforts are desperately needed, both as advisors and investors. That the demand for what we do will rise in the coming years. We will continue to put in our work where it matters most and will explore all the avenues that we can find to increase our positive impact on the planet.

Subsequent events

No important events have occurred after the end of the financial year.

Income statement

Note		2023 DKK	2022 DKK
	Gross result	**2,846,355**	**-8,956,629**
	Income from participating interests	-2,915,728	6,865,672
	Financial income	30,253	20,869
1	Financial expenses	-976,172	-332,536
	Loss before tax	**-1,015,292**	**-2,402,624**
	Tax on loss for the year	-418,096	2,039,026
	Loss for the year	**-1,433,388**	**-363,598**

Proposed appropriation account

	2023 DKK	2022 DKK
Retained earnings	-1,433,388	-363,598
Total	**-1,433,388**	**-363,598**

Balance sheet

ASSETS

Note		31.12.23 DKK	31.12.22 DKK
2	Equity investments in group enterprises	40,000	0
2	Equity investments in associates	8,540,769	7,269,898
	Receivables from participating interests	0	505,347
2	Other investments	17,159,318	15,083,960
	Other receivables	0	513,767
	Total investments	**25,740,087**	**23,372,972**
	Total non-current assets	**25,740,087**	**23,372,972**
	Deferred tax asset	1,810,101	2,451,561
	Income tax receivable	223,364	81,065
	Other receivables	747	1,000
	Total receivables	**2,034,212**	**2,533,626**
	Cash	**1,050**	**265,753**
	Total current assets	**2,035,262**	**2,799,379**
	Total assets	**27,775,349**	**26,172,351**

Balance sheet

EQUITY AND LIABILITIES

Note		31.12.23 DKK	31.12.22 DKK
	Share capital	60,000	60,000
	Revaluation reserve	82,509	3,722,509
	Retained earnings	-50,410	-2,257,022
	Total equity	**92,099**	**1,525,487**
	Payables to group enterprises	19,445,521	13,493,407
	Total long-term payables	**19,445,521**	**13,493,407**
	Trade payables	10,000	10,000
	Other payables	8,227,729	11,143,457
	Total short-term payables	**8,237,729**	**11,153,457**
	Total payables	**27,683,250**	**24,646,864**
	Total equity and liabilities	**27,775,349**	**26,172,351**

3 Fair value information

Statement of changes in equity

Figures in DKK	Share capital	Revaluation reserve	Retained earnings
Statement of changes in equity for 01.01.22 - 31.12.22			
Balance as at 01.01.22	60,000	2,193,000	-143,387
Net effect of correction of material errors	0	0	-1,750,037
Adjusted balance as at 01.01.22	60,000	2,193,000	-1,893,424
Revaluations during the year	0	1,529,509	0
Net profit/loss for the year	0	0	-363,598
Balance as at 31.12.22	60,000	3,722,509	-2,257,022
Statement of changes in equity for 01.01.23 - 31.12.23			
Balance as at 01.01.23	60,000	3,722,509	-2,257,022
Reversal of revaluations in respect of previous years	0	-3,640,000	0
Dissolution of revaluations in respect of previous years	0	0	3,640,000
Net profit/loss for the year	0	0	-1,433,388
Balance as at 31.12.23	60,000	82,509	-50,410

	2023 DKK	2022 DKK

1. Financial expenses

	2023 DKK	2022 DKK
Interest, group enterprises	974,668	330,268
Other interest expenses	1,504	1,226
Foreign currency translation adjustments	0	1,042
Other financial expenses total	1,504	2,268
Total	976,172	332,536

2. Investments

Figures in DKK	Equity investments in group enterprises	Equity investments in associates	Other investments
Cost as at 01.01.23	0	3,547,389	7,663,012
Additions during the year	40,000	4,260,871	2,001,086
Transfers during the year to/from other items	0	650,000	-650,000
Cost as at 31.12.23	40,000	8,458,260	9,014,098
Revaluations as at 01.01.23	0	3,722,509	0
Reversal of revaluations in respect of previous years	0	-3,640,000	0
Revaluations as at 31.12.23	0	82,509	0
Fair value adjustments as at 01.01.23	0	0	7,420,948
Fair value adjustments during the year	0	0	724,272
Fair value adjustments as at 31.12.23	0	0	8,145,220
Carrying amount as at 31.12.23	40,000	8,540,769	17,159,318
Carrying amount in the balance sheet if revaluation to fair value had not been carried out as at 31.12.23	40,000	8,458,260	9,014,098

Name and registered office:	Ownership interest
Subsidiaries:	
FPF North-East HoldCo IX ApS, København	100%
Associates:	
UP SPV ApS, København	25%
FPF North-East Holding ApS, København	25%
Grums ApS, Aarhus	24%

3. Fair value information

Figures in DKK	Unlisted securities and equity investments
Fair value as at 31.12.23	17,159,318
Unrealised changes of fair value recognised in the income statement for the year	-724,272
Unrealised changes of fair value recognised in equity for the year	0

For the valuation of the portfolio companies in The Footprint Firm Capital the IPEV principles (International Private Equity and Venture Capital Valuation Guidelines) have been utilized. Following the guidelines, the following method have been used on the portfolio:
For the first 12 month of an investment no increase in valuation is made, i.e. the companies are valued cost.
After 12 months, the portfolio companies - where a meaningful capital raise have been conducted with participation of external investor – are valued at the value of the capital raise. Four companies in the portfolio have been written up using this method.
After 12 months portfolio companies are evaluated and written down if considered appropriate. Two companies in the portfolio have been written down to zero using this method.

4. 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.

Material error

The company has identified a material error in the financial statements for 2022.

Lack of provision concerning bonus on revalutation of portfolia companies
Provision concerning evalutation of portfolio companies was determined on an incorrect basis in 2022. In 2022, the company made a fair value adjustment of DKK 11.143k of the investment in portfolio companies. This revaluation was recognised in the income statement, but an associated provision for bonus was not recognized in 2022 This correction has a negative impact on the net profit or loss for 2022. As at 31.12.22, equity is reduced by DKK 8.962. This error does not impact the balance sheet total as at 31.12.22.

Comparative figures for 2022 have been restated in the income statement, balance sheet and notes. The accumulated effect of materiel errors has been recognised directly in equity at the beginning of the comparative year.

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.

4. Accounting policies - continued -

INCOME STATEMENT

Gross result

Gross result comprises revenue, other operating income and cost of sales 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 at the selling value of the agreed consideration exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Other operating income

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including rental income, negative goodwill and gains on the sale of intangible assets and property, plant and equipment.

Cost of sales

Cost of sales comprises cost of sales for the year measured at cost plus any changes in inventories, including write-downs to the extent that these do not exceed normal write-downs.

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.

Income from equity investments in group entreprises and associates as well as participating interests

Dividends from equity investments measured at cost are recognised as income in the financial year in which the dividend is declared.

Income from equity investments in equity investments in subsidiaries and associates as well as participating interests also comprises gains and losses on the sale of equity investments.

4. Accounting policies - continued -

Other net financials

Interest income and interest expenses 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.

The company is jointly taxed with Danish consolidated enterprises.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

BALANCE SHEET

Equity investments in group entreprises and associates

Equity investments in group enterprises

Equity investments in subsidiaries are measured in the balance sheet at cost less any impairment losses. Transaction costs directly attributable to the acquisition are recognised in the cost of equity investments.

Equity investments in associates

On initial recognition, equity investments in associates are measured at cost. Transaction costs directly attributable to the acquisition are recognised in the cost of equity investments.

Equity investments in associates are subsequently measured in the balance sheet at fair value. Revaluations and reversals thereof are recognised directly in equity under revaluation reserve. Fair value is determined based on a discounted cash flow (DCF) model based on five-year budgets and a terminal value.

The acquisition of equity investments in associates is recognised in accordance with the acquisition method, according to which the identifiable assets and liabilities of acquired equity investments are measured at fair value at the date of acquisition.

4. Accounting policies - continued -

Gains or losses on disposal of equity investments

Gains or losses on disposal of equity investments are determined as the difference between the disposal consideration and the carrying amount of net assets at the time of sale, including non-amortised goodwill, as well as the expected costs of divestment or discontinuation. Gains and losses are recognised in the income statement under income from equity investments.

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.

If dividends are distributed on equity investments in subsidiaries exceeding the year earnings from the enterprise in question, this is considered an indication of impairment.

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.

4. Accounting policies - continued -

Other investments

Other equity investments are measured at fair value in the balance sheet. For equity investments that are traded in an active market, fair value is equivalent to the market value at the balance sheet date. Other equity investments for which fair value cannot be determined reliably are measured at cost.

Cash

Cash includes deposits in bank account.

Equity

Revaluation reserve comprises revaluation of equity investments in associates at fair value. The revaluation reserve is measured less deferred tax and reduced by depreciation and amortisation of the revalued assets. On the disposal of the assets, the remaining amount is transferred from the revaluation reserve to retained earnings.

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.

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

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.

4. Accounting policies - continued -

Payables

Long-term payables are measured at cost at the time of contracting such liabilities (raising of the loan). The payables are subsequently measured at amortised cost where capital losses and loan expenses are recognised in the income statement as a financial expense over the term of the payable on the basis of the calculated effective interest rate in force at the time of contracting the liability.

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.