



Gatehouse Igniter A/S

Strømmen 6
9400 Nørresundby
CVR No. 41395281

Annual report 01.10.2022 - 30.09.2023

The Annual General Meeting adopted the annual
report on 11.12.2023

Michael Bondo Andersen
Chairman of the General Meeting

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Entity details

Entity

Gatehouse Igniter A/S

Strømmen 6

9400 Nørresundby

Business Registration No.: 41395281

Registered office: Aalborg

Financial year: 01.10.2022 - 30.09.2023

Board of Directors

Jakob Axel Nielsen

Nina Christiane Movin

Michael Bondo Andersen

Søren Bondo Andersen

Petar Popovski

Executive Board

Kenney Schmidt Christiansen

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Østre Havnepromenade 26, 4th floor

9000 Aalborg

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Gatehouse Igniter A/S for the financial year 01.10.2022 - 30.09.2023.

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 30.09.2023 and of the results of its operations for the financial year 01.10.2022 - 30.09.2023.

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.

Aalborg, 11.12.2023

Executive Board

Kenney Schmidt Christiansen

Board of Directors

Jakob Axel Nielsen

Nina Christiane Movin

Michael Bondo Andersen

Søren Bondo Andersen

Petar Popovski

Independent auditor's report

To the shareholders of Gatehouse Igniter A/S

Opinion

We have audited the financial statements of Gatehouse Igniter A/S for the financial year 01.10.2022 - 30.09.2023, 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.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 30.09.2023 and of the results of its operations for the financial year 01.10.2022 - 30.09.2023 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. 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 audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion 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 audit 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 audit 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 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 commentary.

Aalborg, 11.12.2023

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33963556

Lars Birner Sørensen

State Authorised Public Accountant

Identification No (MNE) mne11671

Management commentary

Primary activities

The objective and activity of the company is to act as an incubator company in GateHouse Group. The company works together with both external start-ups and well-established companies to find synergies and future collaboration opportunities between the external parties and GateHouse.

Description of material changes in activities and finances

The company has realised a net loss of DKK 2,136k. On 30 September 2023, equity totals DKK -1.655k.

The company has lost all of its contributed capital. Management have chosen to merge the company with its parent company, where equity will be restored.

Events after the balance sheet date

After the balance sheet date, management have chosen to merge the company with its parent company, GateHouse Group A/S, which will continue the operations of GateHouse Igniter A/S.

Income statement for 2022/23

	Notes	2022/23 DKK'000	2021/22 DKK'000
Gross profit/loss		(53)	205
Staff costs	1	(915)	(68)
Operating profit/loss		(968)	137
Income from investments in group enterprises		(647)	(1,316)
Income from financial assets		(753)	(500)
Other financial income	2	14	0
Other financial expenses	3	(61)	(40)
Profit/loss before tax		(2,415)	(1,719)
Tax on profit/loss for the year		279	(25)
Profit/loss for the year		(2,136)	(1,744)
Proposed distribution of profit and loss			
Retained earnings		(2,136)	(1,744)
Proposed distribution of profit and loss		(2,136)	(1,744)

Balance sheet at 30.09.2023

Assets

	Notes	2022/23 DKK'000	2021/22 DKK'000
Investments in group enterprises		2,641	3,416
Other investments		1,500	2,283
Financial assets	4	4,141	5,699
Fixed assets		4,141	5,699
Receivables from group enterprises		570	0
Deferred tax	5	875	736
Other receivables		47	2
Joint taxation contribution receivable		140	577
Receivables		1,632	1,315
Cash		173	594
Current assets		1,805	1,909
Assets		5,946	7,608

Equity and liabilities

	Notes	2022/23 DKK'000	2021/22 DKK'000
Contributed capital		400	400
Retained earnings		(2,055)	(250)
Equity		(1,655)	150
Other payables		85	83
Non-current liabilities other than provisions	6	85	83
Trade payables		20	25
Payables to group enterprises		7,404	7,348
Other payables		92	2
Current liabilities other than provisions		7,516	7,375
Liabilities other than provisions		7,601	7,458
Equity and liabilities		5,946	7,608
Contingent liabilities	7		
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Statement of changes in equity for 2022/23

	Contributed capital DKK'000	Retained earnings DKK'000	Total DKK'000
Equity beginning of year	400	(250)	150
Other entries on equity	0	331	331
Profit/loss for the year	0	(2,136)	(2,136)
Equity end of year	400	(2,055)	(1,655)

Notes

1 Staff costs

	2022/23 DKK'000	2021/22 DKK'000
Wages and salaries	865	56
Pension costs	48	11
Other social security costs	2	1
	915	68
Average number of full-time employees	1	1

2 Other financial income

	2022/23 DKK'000	2021/22 DKK'000
Financial income from group enterprises	11	0
Other financial income	3	0
	14	0

3 Other financial expenses

	2022/23 DKK'000	2021/22 DKK'000
Financial expenses from group enterprises	56	33
Other interest expenses	5	7
	61	40

4 Financial assets

	Investments in group enterprises DKK'000	Other investments DKK'000
Cost beginning of year	4,733	2,783
Disposals	(129)	(283)
Cost end of year	4,604	2,500
Impairment losses beginning of year	(1,316)	(500)
Amortisation of goodwill	(228)	0
Share of profit/loss for the year	(419)	0
Impairment losses for the year	0	(500)
Impairment losses end of year	(1,963)	(1,000)
Carrying amount end of year	2,641	1,500

Investments in subsidiaries	Registered in	Equity interest %
CleanQuote A/S	Aalborg	60.10

5 Deferred tax

Deferred tax assets

Deferred tax relates to loss carry-back/carry-over

Deferred tax is recognised with the amount, that can be used in the joint taxation agreement. It is the management's expectation, that the tax asset can be used in the joint taxation group within 3-5 years.

6 Non-current liabilities other than provisions

	Due after more than 12 months 2022/23 DKK'000	Outstanding after 5 years 2022/23 DKK'000
Other payables	85	85
	85	85

7 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where GateHouse Holding A/S 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.

8 Assets charged and collateral

Shares in CleanQuote A/S are provided as collateral for debt in CleanQuote A/S towards Vækstfonden. The shares have a value of 2,641 DKK'000 on 30.09.2023 and the debt amounts to 2,584 DKK'000.

9 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the smallest group: GateHouse Holding A/S, Nørresundby, 12948700.

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.

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

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.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

Grants

Grants are recognised when a final commitment has been received from the grantor and it is probable that the conditions of the grant will be fulfilled. Grants are recognised as income in the income statement as earned.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, other operating income and external expenses.

Other operating income

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

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, IT purchases, audit fees, marketing costs, etc.

Staff costs

Staff costs comprise salaries and wages in relation to business project and social security contributions, pension contributions, etc for entity staff.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Income from other fixed asset investments

Income from other fixed asset investments comprises losses in the form of impairment.

Other financial income

Other financial income comprises interest income.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises.

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

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method (consolidation method). This means that investments are measured at the pro rata share of the enterprises' equity value plus unamortised goodwill and plus or minus unrealised intra-group profits or losses. Refer to the above section on business combinations for more details about the accounting policies used on acquisitions of investments in group enterprises.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation will involve a loss, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to the reserve for net revaluation according to the equity method in equity.

Other investments

Other investments comprise unlisted equity investments measured at the lower of cost and net realisable value.

Receivables

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

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset. Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Joint taxation contributions receivable or payable

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

Cash

Cash comprises bank deposits.

Operating leases

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

Other financial liabilities

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