

Vestas Ventures A/S

CVR no. 41 88 02 52
Hedeager 42, 8200 Aarhus N

Annual report for 2023

Adopted at the annual general meeting on 17 May 2024

chairman

DocuSigned by:

Mikkel Bach Jensen

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Mikkel Bach Jensen

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Statement by Management on the Annual Report

The Supervisory board and Executive board have today discussed and approved the annual report of Vestas Ventures A/S 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 period 1 January - 31 December 2023.

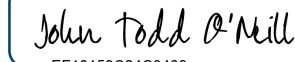
In our opinion, Management's review includes a fair review of the matters dealt with in the Management's review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Aarhus, 17 May 2024

Executive board

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John Todd O'Neill
Director

Supervisory board

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Henrik Andersen
chairman

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Malcolm Timothy Lee

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Anni Maria Eleonora Belfrage

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Anders Olof Nielsen

DocuSigned by:



Hans Martin Smith

Independent Auditor's Report

To the shareholders of Vestas Ventures A/S

Opinion

In our opinion, 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.

We have audited the Financial Statements of Vestas Ventures A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on 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.

Based on the work we have performed, in our view, 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 in Management's Review.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Independent Auditor's Report

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.


Independent Auditor's Report

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.

Hellerup, 17 May 2024

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31


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Rune Kjeldsen

State Authorised Public Accountant
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Jasmin Serrano

State Authorised Public Accountant
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Company details

The company

Vestas Ventures A/S
Hedeager 42
8200 Aarhus N

Telephone: +45 97 30 00 00

Fax: +45 97 30 00 01

Website: www.vestas.com

CVR no.: 41 88 02 52

Reporting period: 1 January - 31 December 2023

Domicile: Aarhus

Supervisory board

Henrik Andersen, chairman
Anna Maria Eleonora Belfrage
Hans Martin Smith
Malcolm Timothy Lee
Anders Olof Nielsen

Executive board

John Todd O'Neill, director

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
2900 Hellerup

Consolidated financial statements

The company is reflected in the group report of the parent company Vestas Wind Systems A/S, CVR 10 40 37 82

The group report of Vestas Wind Systems A/S, CVR 10 40 37 82 can be obtained at the following address:

Vestas Wind Systems A/S
Hedeager 42
8200 Aarhus N

Management's review

Business review

The company's principal activity is to invest in and own shares in Danish and foreign companies and related activities.

Recognition and measurement uncertainties

There is high uncertainty around the value of investments in subsidiaries and other investments in Vestas Ventures A/S as the underlying entities are in the early start up phase. The value of the investments highly depends on the ability to develop the business and attract customers to ensure profitable operation in the underlying entities.

Financial review

The company's income statement for the year ended 31 December 2023 shows a loss of TDKK 222,820, and the balance sheet at 31 December 2023 shows a negative equity of TDKK 64,101.

Significant events occurring after the end of the financial year

In November 2023 management has decided to simplify the eCommerce setup, which will lead to the closing of Covento. Management plan to restore share capital in Vestas Ventures A/S through its ordinary operations, including as a result of a settlement agreement between the company's wholly owned subsidiary, Covento A/S, and Vestas Wind Systems A/S entered into in May 2024, where the intellectual property rights sold by Vestas Wind Systems A/S to Covento A/S in 2023 are transferred back to Vestas Wind Systems A/S in 2024.

Accounting policies

The annual report of Vestas Ventures A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The annual report for 2023 is presented in TDKK.

Pursuant to section §112, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

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.

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.

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'.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Accounting policies

Foreign subsidiaries, associates and participating interests are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of such entities opening equity at closing rate and on translation of the income statements from the exchange rates at the transaction date to closing rate are taken directly to the fair value reserve under 'Equity' in the consolidated financial statements.

Goodwill element in investments in associates is considered to belong to the parent entity. Foreign exchange rates used to convert goodwill to the presentation currency is fixed at the foreign exchange rate at acquisition date.

Income statement

Administrative costs

Administrative expenses comprise expenses for Management, administrative staff, office expenses, depreciation, etc. Amortisation of goodwill is also included to the extent that goodwill relates to administrative activities.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, financial expenses related to realised and unrealised capital/exchange gains and foreign currency transactions and surcharges and allowances under the advance-payment-of-tax scheme, etc.

Profit/loss from investments in subsidiaries and associates

The proportionate share of the results after tax of the associates is recognised in the company income statement after elimination of the proportionate share of intra-group profits/gains.

Dividend from investments is recognised in the reporting year in which the dividend is declared.

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

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

Investments in subsidiaries

Investment in subsidiaries are measured at cost. If cost exceeds the recoverable amount, a write-down is made to this lower value.

Investments in associates

Investments in associates are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, less or plus unrealised intragroup gains or losses and plus or less any remaining value of positive or negative goodwill stated according to the purchase method.

Goodwill is amortised over the estimated useful life determined on the basis of Management's experience with the individual business areas. Goodwill is amortised on a straight-line basis over the amortisation period, which is a maximum of 20 years.

Investments in Associates with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

Net revaluations of investments in associates are taken to the net revaluation reserve according to the equity method in so far as that the carrying amount exceeds the cost. Dividends from subsidiaries which are expected to be declared before the annual report is adopted are not taken to the net revaluation reserve.

Other investments

Investments which are not traded in an active market are measured at the lower of cost and recoverable amount.

Other investments includes convertible bonds which are recognised under the amortised cost method.

Receivables

Receivables are measured at amortised cost.

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.

Equity

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Accounting policies

Income tax and deferred tax

Joint taxation contributions payable and receivable are recognised in the balance sheet as 'Joint taxation contributions receivable' or 'Joint taxation contributions payable'.

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 is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

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

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Income statement 1 January 2023 - 31 December 2023

	<u>Note</u>	<u>2023</u> TDKK	<u>2022</u> TDKK
Administrative costs		-192	-104
Operating profit/loss		-192	-104
Result from investments in subsidiaries	1	-145,000	0
Result from investments in associates	2	-75,240	-1,371
Financial income	3	6,078	5,139
Financial costs	4	-9,194	-973
Profit/loss before tax		-223,548	2,691
Tax on profit/loss for the year	5	728	-894
Net profit/loss for the year		<u>-222,820</u>	<u>1,797</u>
Distribution of profit/loss	6		

Balance sheet at 31 December 2023

	Note	2023 TDKK	2022 TDKK
Assets			
Investments in subsidiaries	7	26,747	45,747
Investments in associates	8	0	71,308
Other investments		104,640	85,758
Fixed asset investments		131,387	202,813
Total non-current assets		131,387	202,813
Other receivables		1,086	3
Joint taxation contributions receivable		728	0
Receivables		1,814	3
Cash at bank and in hand		7	0
Total current assets		1,821	3
Total assets		133,208	202,816

Balance sheet at 31 December 2023

	Note	2023 <small>TDKK</small>	2022 <small>TDKK</small>
Equity and liabilities			
Share capital		1,300	1,210
Share premium account		0	0
Retained earnings		-65,401	31,619
Equity	9	-64,101	32,829
Trade payables		131	79
Payables to group companies		197,178	169,014
Joint taxation contributions payable		0	894
Total current liabilities		197,309	169,987
Total liabilities		197,309	169,987
Total equity and liabilities		133,208	202,816
Letter of Support from Parent Company	10		
Contingent liabilities	11		
Related parties and ownership structure	12		

Statement of changes in equity

	Share capital	Share premium account	Retained earnings	Total
	TDKK	TDKK	TDKK	TDKK
Equity at 1 January 2023	1,210	0	31,619	32,829
Exchange adjustments	0	0	-110	-110
Cash capital increase	90	125,910	0	126,000
Net profit/loss for the year	0	0	-222,820	-222,820
Transfer from share premium account	0	-125,910	125,910	0
Equity at 31 December 2023	1,300	0	-65,401	-64,101

Notes

	2023 TDKK	2022 TDKK
1 Result from investments in subsidiaries		
Impairment of subsidiaries	-145,000	0
	-145,000	0
2 Result from investments in associates		
Impairment of associates	-69,701	765
Amortisation of goodwill	-2,239	-2,136
Result from associates	-3,300	0
	-75,240	-1,371
3 Financial income		
Value adjustment convertible bonds	4,704	693
Other financial income	1,058	0
Exchange adjustments	316	4,446
	6,078	5,139
4 Financial costs		
Interest paid to group companies	8,690	971
Other financial costs	3	0
Exchange adjustments	501	2
	9,194	973
5 Tax on profit/loss for the year		
Current tax for the year	-728	894
	-728	894

Notes

	<u>2023</u> TDKK	<u>2022</u> TDKK
6 Distribution of profit/loss		
Retained earnings	-222,820	1,797
	<u>-222,820</u>	<u>1,797</u>
7 Investments in subsidiaries		
Cost at 1 January 2023	45,747	500
Additions for the year	<u>126,000</u>	<u>45,247</u>
Cost at 31 December 2023	<u>171,747</u>	<u>45,747</u>
Impairment for the year	<u>-145,000</u>	<u>0</u>
Revaluations at 31 December 2023	<u>-145,000</u>	<u>0</u>
Carrying amount at 31 December 2023	<u>26,747</u>	<u>45,747</u>

Investments in subsidiaries are specified as follows:

<u>Name</u>	<u>Registered office</u>	<u>Currency</u>	<u>Ownership interest</u>	<u>Equity</u>	<u>Profit/loss for the year</u>
BladeRobots A/S	Denmark	TDKK	67%	29,600	28,847
Covento A/S	Denmark	TDKK	100%	319	-138,021

Notes

	<u>2023</u> TDKK	<u>2022</u> TDKK
8 Investments in associates		
Cost at 1 January 2023	76,328	62,462
Additions for the year	<u>4,041</u>	<u>13,866</u>
Cost at 31 December 2023	<u>80,369</u>	<u>76,328</u>
Revaluations at 1 January 2023	-5,020	-1,462
Exchange adjustment	-110	-2,187
Net profit/loss for the year	-5,538	-1,371
Impairment for the year	<u>-69,701</u>	<u>0</u>
Revaluations at 31 December 2023	<u>-80,369</u>	<u>-5,020</u>
Carrying amount at 31 December 2023	<u>0</u>	<u>71,308</u>
Remaining positive difference included in the above carrying amount at 31 December 2023	<u>0</u>	<u>41,724</u>

9 Equity

The share capital consists of 1,300 shares of a nominal value of TDKK 1. No shares carry any special rights.

In March 2023 a capital increase of TDKK 90 by payment of TDKK1,400 per share of nominally TDKK 1 was decided which results in a share premium of TDKK 125,910.

10 Letter of Support from Parent Company

The company has received a commitment of financial support from the parent company.

11 Contingent liabilities

The company is included in the joint taxation with the Groups other Danish companies and severally liable for tax on consolidated taxable income, etc.

Notes

12 Related parties and ownership structure

Transactions

All transactions with related parties have been carried out on an arm's length basis.

Ownership structure

According to the company's register of shareholders, the following shareholder holds at least 5% of the votes or at least 5% of the share capital:

Vestas Wind Systems A/S, Hedeager 42, DK-8200 Aarhus N