

Scaleup Finance Group ApS

Nyropsgade 41
1602 København V

CVR No. 41920084

Annual report 2022

1 January 2022 - 31 December 2022

Adopted at the Annual General Meeting on 30
June 2023

Niels-Peter Kjølbye
Chairman

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Company details

Company

Scaleup Finance Group ApS
Nyropsgade 41
1602 København V

CVR No.: 41920084

Executive board

Alexander Sonne Wulff

Board of Directors

Thorbjørn Rønje
Joseph Andrew Bond
Nicolai Rasmussen

Auditors

inforevision
statsautoriseret revisionsaktieselskab
Buddingevej 312
2860 Søborg
CVR No. 19263096

Michael Dam-Johansen, state authorised public accountant

Management's Review

Primary activities

The company's primary activities is to own capital shares in other companies as well as own and receive payment for the use of IP rights.

Development in activities and finances

The results of the company's activities in the financial year amounted to a profit/loss of DKK -12.190.307 against DKK -4.529.175 in last financial year. The equity at the balance sheet date amounted to DKK 35.015.785.

Outlook

In order to strengthen the capital and ensure necessary liquidity for continued operations, the management has begun negotiations with current and new investors regarding a further capital increase in late 2023. The management expects the equity to remain positive at the end of 2023.

The company's development projects show great potential, which is confirmed by ongoing customer feedback.

The company's budget for the coming financial year shows a continued negative result as a result of the group's development and sales activities. Combined with the expected budget and the expected future capital increase, it is the management's expectation that the company will be able to service its current obligations as they fall due.

Based on these expectations, the Company will have sufficient funds to meet its payment obligations as they fall due.

Based on the above, the annual accounts have been prepared under the assumption of the company's continued operation.

The company has submitted a declaration of support to affiliated companies.

Statement by Management

The Board of Directors and The Executive Board have today considered and adopted the annual report for 1 January 2022 - 31 December 2022 for Scaleup Finance Group ApS.

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 the company's financial position at 31 December 2022 and of the results of its operations for the financial year 1 January 2022 - 31 December 2022.

We believe that the Management's review contains a fair review of the affairs and conditions referred to therein.

We recommend that the annual report be adopted at the Annual General Meeting.

København V, 29 June 2023

Executive board

Alexander Sonne Wulff
CEO

Board of Directors

Thorbjørn Rønje
Chairman



Joseph Andrew Bond
Board member

Nicolai Rasmussen
Board member

Independent auditor's report

To the shareholder's in Scaleup Finance Group ApS

Opinion

We have audited the financial statements of Scaleup Finance Group ApS for the financial year 1 January 2022 - 31 December 2022, 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, the financial statements give a true and fair view of the company's financial position as at 31 December 2022 and of the results of the company's operations for the financial year 1 January 2022 - 31 December 2022 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 company in accordance with the International Ethics Standards Board of 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 uncertainties regarding going concern

We draw attention to Note 1 in the financial statements, which indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to note 2 in the financial statements, from which it appears that there is a significant uncertainty about the value of the company's development project. Our conclusion is not modified regarding this matter.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, Management is responsible for assessing the company'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 company or to cease operations, or has no realistic alternative but to do so.

Independent auditor's report, continued

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.
- 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 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.

Independent auditor's report, continued

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 Financials 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.

Søborg, 29 June 2023

inforevision

Statsautoriseret revisionsaktieselskab

CVR No. 19263096

Michael Dam-Johansen

State Authorised Public Accountant

mne36161

Accounting policies

Information on reporting class

The annual report has been prepared in accordance with Danish financial statement legislation as well as generally accepted accounting principles.

The annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing Reporting class B.

Some provisions from reporting class C has been adopted.

The accounting policies have not been changed from last year.

Adjustment of previous years errors and changes in comparative figures

The company have adjusted capitalized staff cost. The adjustment is recognised in the comparative figures in equity at the beginning of the year and comparative figures as a whole has been adjusted. The change results in higher staff costs with 1.591.918 dkk and higher gross result with 1.591.918 dkk.

Omission of consolidated financial statements

Consolidated financial statements has not been prepared in accordance with the Danish Financial Statement Act section 110.

Generally regarding recognition and measurement

The financial statements have been prepared based on historical cost.

The income is recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 out of the company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the annual report which confirm or invalidate affairs and conditions existing at the balance sheet date.

The functional currency is Danish Kroner. All other currencies are considered foreign currencies.

Accounting policies, continued

Foreign currency translation

During the year, transactions in foreign currencies have been translated applying the exchange rate at the transaction date. If currency positions are considered hedge of future cash flows, the value adjustments are recognised directly in equity.

Receivables and debt denominated in foreign currencies have been recognised at the exchange rate of the balance sheet date.

Realised and unrealised exchange gains and losses have been recognised in the income statement under other financial income and expenses.

Income statement

The income statement has been classified by nature.

Gross profit

Gross profit/loss includes "Revenue", "Own work capitalised", "Other operating income" and "External expenses".

Revenue

As income recognition criterion, the production criterion is applied so that revenue comprises the invoiced revenue for the year reduced by prepayments and with addition for work in progress measured at market value. Revenue is measured at fair value excl. VAT and less granted discounts.

Own work capitalised

Own work capitalised comprises work performed in the financial year on own assets which is capitalised as intangible fixed assets. The basis of measurement is cost and comprise other external expenses as well as staff costs.

Other operating income comprises income of a secondary nature as viewed in relation to the company's primary activities, including payments received from public authorities as well as profit on sale of fixed assets.

Accounting policies, continued

External expenses

External expenses comprises Selling costs, Cost of premises and Administrative expenses.

Staff costs

Staff costs include wages and salaries including holiday pay and pensions and other social security costs etc. to the company's employees.

Financial income

Financial income is recognised with amounts concerning the financial year. Financial income comprise interest, realised and unrealised exchange gains, dividends as well as interest reimbursements under the Danish Tax Prepayment Scheme.

Financial expenses

Financial expenses is recognised with amounts concerning the the financial year. Financial expenses comprise interest, realised and unrealised exchange losses, amortisation of debt to mortgage credit institutions as well as interest surcharge under the Danish Tax Prepayment Scheme.

Accounting policies, continued

Balance sheet

The balance sheet has been presented in account form.

Assets

Intangible assets

Intangible assets are measured at cost less accumulate amortisation.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation.

Development projects in progress are transferred to completed development projects when the asset is ready to be put into operation.

Assets are amortised on a straight-line basis over their estimated useful lives:

Category	Period
----------	--------

Development projects in progress are not amortised.

As the intangible assets are not being traded in an active and effective market, no residual values after end of use are included when determining the amortisation period.

Profit/loss on sale has been included in the income statement under gross profit or loss/other operating income.

The carrying amounts of intangible assets are reviewed annually for indication of impairment for losses, apart from what is expressed by usual amortisation. If this applies, impairment for loss is made of each asset or group of assets, respectively, to lower recoverable amount. As recoverable amount, the higher of expected net selling price and net present value is applied. The net present value is calculated as the present value of the expected cash flows from the use of the asset or the group of assets.

Impairment for loss for the year is recognised in the income statement as amortisation, depreciation and impairment for loss of property, plant and equipment and intangible assets.

Investments in group enterprises

Investments in group enterprises have been measured at cost.

In the event, the cost exceeds the recoverable amount, a writedown is made to this lower value. Indications of impairment exists for example when dividends exceed the accumulated earnings since the acquisition or when the cost exceeds the net asset value of the investments in group enterprises.

Recoverable amount used is the highest value of the expected net sales price and capital value. Capital value is determined as the present value of the expected net cash flow from the possession of the individual investments. Impairment for losses for the year are recognised in the income statement as income from investments in group enterprise/impairment of financial assets.

Accounting policies, continued

Other receivables classified as fixed assets

Other receivables recognised under fixed assets comprise loans, which usually corresponds to nominal amount.

Deposits recognised as fixed assets are measured at amortised cost, which usually corresponds to nominal amount.

In events when the carrying amount exceeds the recoverable amount, impairment for loss is made to such lower value. Impairment losses if any are recognised in the income statement under impairment of financial assets.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable.

Prepayments

Prepayments comprise costs incurred relating to subsequent financial years.

Equity and liabilities

Equity

Increases of the the share capital is recognised directly into equity less related transaction cost.

Reserve for development expenditure comprise capitalised development expenses from 1 January 2016. The reserve cannot be used for dividends or for elimination of negative retained earnings. The reserve is reduced or dissolved due to amortisation or divestment by transferring the amount from the reserve to retained earnings.

Deferred tax and corporation tax

Deferred tax is measured using the balance sheet liability method. Provision has been made for deferred tax by 22% on all temporary differences between carrying amount and tax-based value of assets and liabilities. Deferred tax is also measures with respect of the planned use of the asset and the settlement of the liability.

The tax value of the tax losses to be carried forward are included in the calculation of deferred taxes if it is probable that the losses can be used. Deferred tax assets are measured at net realisable value.

The company is Management company in a joint taxation with other Danish group enterprises. The tax effect of the joint taxation is allocated among the group enterprises in ratio to their taxable income according to the rules on full allocation with a refund for tax losses of the Danish Corporation Tax Act.

Corporation tax relating to the financial year which has not been settled at the balance sheet date is to be classified as corporation tax in receivables or liabilities other than provisions.

Joint tax contributions between the jointly taxed companies which have not been settled at the balance sheet date are classified as joint tax contributions in receivables or liabilities other than provisions.

Income statement

	<u>Note</u>	<u>2022</u> DKK	<u>2020/21</u> DKK
Gross profit		1,233,322	-270,483
Staff costs	4	-12,637,168	-4,253,508
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		-11,403,846	-4,523,991
Finance income	5	117,221	0
Finance expenses		-903,682	-5,184
Profit/loss before tax		-12,190,307	-4,529,175
Tax on profit/loss for the year	6	0	0
Profit/loss for the year		-12,190,307	-4,529,175
Special items	3		

Proposed distribution of profit and loss

	<u>2022</u> DKK	<u>2020/21</u> DKK
Proposed distribution of profit and loss for the year :		
Transferred to retained earnings	-12,190,307	-4,529,175
Profit/loss for the year	-12,190,307	-4,529,175

Assets

	<u>Note</u>	<u>31/12-2022</u> DKK	<u>31/12-2021</u> DKK
Development projects in progress		7,551,962	1,591,918
Intangible assets	7	<u>7,551,962</u>	<u>1,591,918</u>
Investments in group enterprises		8,965,444	0
Other receivables		0	90,000
Deposits		670,100	0
Investments	8	<u>9,635,544</u>	<u>90,000</u>
Fixed assets		<u>17,187,506</u>	<u>1,681,918</u>
Trade receivables		116,881	157,038
Receivables from group enterprises		3,706,701	0
Other receivables		1,511,335	381,571
Prepayments		301,861	51,002
Receivables		<u>5,636,778</u>	<u>589,611</u>
Cash at bank and in hand		<u>17,255,661</u>	<u>2,328,568</u>
Current assets		<u>22,892,439</u>	<u>2,918,179</u>
Total assets		<u>40,079,945</u>	<u>4,600,097</u>

Equity and liabilities

	<u>Note</u>	<u>31/12-2022</u>	<u>31/12-2021</u>
		DKK	DKK
Contributed capital		214,779	147,290
Reserve for development expenditure		5,890,530	1,241,696
Retained earnings		28,910,476	2,548,069
Equity		<u>35,015,785</u>	<u>3,937,055</u>
Other payables		3,083,063	0
Long-term liabilities other than provisions		<u>3,083,063</u>	<u>0</u>
Trade payables		1,595,282	156,984
Other payables		385,815	506,058
Short-term liabilities other than provisions		<u>1,981,097</u>	<u>663,042</u>
Liabilities other than provisions		<u>5,064,160</u>	<u>663,042</u>
Total equity and liabilities		<u>40,079,945</u>	<u>4,600,097</u>
Going concern	1		
Uncertainty relating to recognition and measurement	2		
Assets charged and collateral	9		
Contingent assets	10		
Contingent liabilities	11		
Unrecognised contractual commitments	12		

Statement of changes in equity

	Contributed capital	Reserve for develop- ment expenditure	Retained earnings	Total
	DKK	DKK	DKK	DKK
Equity at 4 December 2020	50,000	0	330,000	380,000
Capital increase	97,290		7,988,940	8,086,230
Distributed profit/loss for the year			-4,529,175	-4,529,175
Transferred to reserve for development expenditure for the the year		1,241,696	-1,241,696	0
Equity at 1 January 2022	147,290	1,241,696	2,548,069	3,937,055
Capital increase	67,489		43,201,548	43,269,037
Distributed profit/loss for the year			-12,190,307	-12,190,307
Transferred to reserve for development expenditure for the the year		4,648,834	-4,648,834	0
Equity at 31 December 2022	214,779	5,890,530	28,910,476	35,015,785

Notes

1. Going concern

The company's equity is positive as at 31 December 2022. However, the group expects continued strong growth in revenue in 2023 due to continued huge investment in the sales activities. Consequently, the budget 2023 shows negative cash flows from the company's operations.

In order to strengthen the company's capital and to ensure a sufficient cash reserve to continue the operations in accordance to the business plan and budget 2023, the Management has initiated negotiations with current and new investors regarding a new round of cash capital contribution in late 2023.

The cash capital contribution is necessary for the company to continue its operations in accordance with the business plan and to meet its obligations as they fall due. Management expects, that the cash capital contribution will take place and on this basis, Management has prepared the financial statements under the going concern assumption.

Reference is also made to the Management report's section "The expected development".

2. Uncertainty relating to recognition and measurement

The company have recognized development projekt for DKK Thousand 7.551. The recognition is based on the expected positive operation results in the coming years and is consequently inherent with uncertainty

The expectation of positive operation profits in the coming years is based on expected future earnings as a result of the expansion in the market.

3. Special items

	2022
	DKK
Salary refund	31,401
Invoiced IT Costs	727,632
Profit on sale of intangible fixed assets	1,000,000
Total	1,759,033

Special items is included in the income statement in (Other operating income).

Notes, continued

4. Staff costs

	<u>2022</u>	<u>2020/21</u>
	DKK	DKK
Wages and salaries	12,432,702	4,102,921
Other social security costs	128,243	29,517
Other staff cost	76,223	121,070
Total	<u>12,637,168</u>	<u>4,253,508</u>
Average number of full-time employees	<u>16</u>	<u>8</u>

5. Finance income

	<u>2022</u>	<u>2020/21</u>
	DKK	DKK
Financial income from group enterprises	115,182	0
Other financial income	2,039	0
Total	<u>117,221</u>	<u>0</u>

6. Tax expense

	<u>Deferred tax</u>	<u>Tax on profit/loss for the year</u>
	DKK	DKK
Payables at 1 January 2022	0	
Tax on profit/loss for the year	<u>0</u>	<u>0</u>
Payables at 31 December 2022	<u>0</u>	
Tax on profit/loss for the year recognised in the income statement		<u>0</u>

Notes, continued

7. Intangible assets

	<i>Development projects in progress</i>		
	DKK	Total	2020/21
	DKK	DKK	DKK
Cost at 1 January 2022	1,591,918	1,591,918	0
Additions for the year	5,960,044	5,960,044	1,591,918
Cost at 31 December 2022	7,551,962	7,551,962	1,591,918
Carrying amount at 31 December 2022	7,551,962	7,551,962	1,591,918

Development projects comprise the company's development of new IT-systems. The systems contribute to the progress in the revenue for new and existing customers

8. Investments

	Investments in group enterprises	Other receivables	Deposits	Total	2020/21
	DKK	DKK	DKK	DKK	DKK
Cost at 1 January 2022	0	90,000	0	90,000	0
Additions for the year	108,385	0	670,100	778,485	90,000
Disposals for the year	0	-90,000	0	-90,000	0
Cost at 31 December 2022	108,385	0	670,100	778,485	90,000
Equity adjustments	8,857,059			8,857,059	0
Revaluations at 31 December 2022	8,857,059			8,857,059	0
Carrying amount at 31 December 2022	8,965,444	0	670,100	9,635,544	90,000

Notes, continued

9. Assets charged and collateral

	<u>2022</u>	
	<u>Nominal value of the col- lateral/debt</u>	<u>Booked value of assets deposited as security</u>
	DKK	DKK
Floating charge registered to the mortgagor in intangible assets, inventories and trade receivables including other claims has been deposit as security for engagement with credit institution	3,000,000	12,886,879

10. Contingent assets

	<u>2022</u>
	DKK
Unrecognised deferred tax assets due to tax losses carried forward and tax depreciation below accounting depreciation on fixtures, fittings, tools and equipment	3,994,310

11. Contingent liabilities

Scaleup Finance Group ApS are jointly tax with other group companies and are severally liable for tax on the jointly taxed incomes etc. of the group. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of tax on interest, dividend tax and tax on royalty payments. Any subsequent adjustments of corporation taxes and withholding taxes may increase the the company's liability.

Scaleup Finance Group ApS has submitted a letter of support to group enterprises granting financial and liquidity support for the next financial year.

12. Unrecognised contractual commitments

	<u>2022</u>
	DKK
The company has entered into rental commitment regarding rent of premises. The rental contract is non-terminable until 28/2 2026. The total commitment represents	4,449,062
The company has entered into operational lease commitment regarding IT equipment, cars and other operating equipment . The lease commitments expire within 60 months. The total lease commitment represents	1,081,033
Total rental and lease obligations	<u><u>5,530,095</u></u>

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“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

Nicolai Rasmussen

Bestyrelsesmedlem

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Alexander Sonne Wulff

Adm. direktør

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Thorbjørn Rønje

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