



INNOVATION INVESTMENT II K/S

ANNUAL REPORT 2022

Signed at the company's annual general meeting, 28/3 2023

Conductor

Innovation Investment II K/S
c/o Strandvejen 104B, 2900 Hellerup
CVR 41 97 14 87

Annual report for the period 1 January – 31 December 2022

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Information about the company

Innovation Investment II K/S	Registration No. 41 97 14 87
Registered office	c/o Vækstfonden Strandvejen 104B 2900 Hellerup Denmark
General Partner	Innovation Investment Komplementar ApS
Investment Manager	Vækstfonden Strandvejen 104B 2900 Hellerup Denmark
Auditor	Deloitte Statsautoriseret Revisionspartnerselskab Weidekampsgade 6 2300 København Denmark
Bank	Nordea Bank Danmark A/S Grønjordsvej 10 2300 København S Denmark

Statement by the Management

The Management has today discussed and approved the annual report of Innovation Investment II K/S for the period 1 January 2021 – 31 December 2022.

The annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act with respect to recognition and measurement.

We consider the accounting policies applied to be appropriate. Accordingly, the annual report gives a true and fair view of Innovation Investment II K/S's assets, liabilities and financial position at 31 December 2022 as well as of the results of Innovation Investment II K/S's activities and cash flows for the financial period 1 January 2021 – 31 December 2022.

Copenhagen, 28 March 2023

Jacob Hübertz
On behalf of Innovation Investment Komplementar ApS

Erik Balck Sørensen
On behalf of Innovation Investment Komplementar ApS

Independent auditor's report

To the Limited Partners of Innovation Investment II K/S

Opinion

We have audited the financial statements of Innovation Investment II K/S for the financial year 1 January 2022 – 31 December 2022, which comprise the income statement, balance sheet, statement of changes in equity, cash flow statement 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 31 December 2022 and of the results of its operations and cash flows 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 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.

Copenhagen, 28 March 2023

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No. 33 96 35 56

Kasper Bruhn Udam

State Authorised Public Accountant

Identification No (MNE) mne29421

Jakob Lindberg

State Authorised Public Accountant

Identification No (MNE) mne40824

Management's Review

Objective

Innovation Investment II K/S' objective is to generate income and capital appreciation by investing in the portfolio funds ACME Fund IV, L.P., Innovation Endeavors IV L.P., and Root Ventures III L.P.

Events during the financial period

The financial period shows a negative result of USD 185,974 and the balance statement as of 31 December 2022 shows a capital account of USD 12,019,238.

Management of the company

Innovation Investment II K/S has no employees. Innovation Investment II K/S is managed by Vækstfonden.

Events after the balance date

After the end of the financial year, the financial authorities in California closed the American Silicon Valley Bank. The bank was an important financing partner especially for start-ups in the technology sector. At the time of publication, it is not possible to assess the extent of the potential negative impact on the international venture environment and Danish companies.

Financial Statements
2022

Accounting policies

Basis of Preparation

The annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities with additional provisions applying to reporting class C entities with respect to recognition and measurement.

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

The Financial Statements are presented in USD.

Currency exchange rate 31 December 2022 (USD/DKK): 6,9722

Currency exchange rate 31 December 2021 (USD/DKK): 6,5612

Recognition and measurement

Value adjustments of financial assets and liabilities measured at fair value or amortized costs are recognized in the income statement. Moreover, all expenses incurred to achieve the earnings for the year are recognized in the income statement. This includes depreciation, amortization, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognized in the income statement.

Assets are recognized in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to Innovation Investment II K/S and the value of the asset can be measured reliably.

Liabilities are recognized in the balance sheet when it is probable that future economic benefits will flow out from Innovation Investment II K/S 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 below.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Financial Statements, which confirm or invalidate affairs and conditions existing on the balance sheet date.

USD are used as the measurement currency. All other currencies are regarded as foreign currencies.

Conversion policies

Transactions in foreign currencies are converted at the exchange rates at the transaction date. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognized as financial income and expenses in the income statement.

Receivables, payables and other monetary items denominated in foreign currencies that have not been settled on the balance sheet date are converted at the exchange rates on the balance sheet date. Any differences between the exchange rates on the balance sheet date and the transaction date rates are recognized in financial income and expenses in the income statement.

Income Statement

Result from investments in funds

The item "Profit (loss) on investments" in the income statement includes the proportionate share of the profit for the year in Innovation Investment II K/S' investment (fund) which includes realized and unrealized profit and loss on investments in the portfolio companies.

Administrative expenses

Administrative expenses are composed of audit and legal fees as well as other costs related to the administration of Innovation Investment II K/S.

Finance income and expenses

Finance income and expenses are composed of interest and other financial costs related to Innovation Investment II K/S' bank facilities etc.

Tax on profit/loss for the period/year

Innovation Investment II K/S is not an independent tax entity and consequently no tax on the profit for the period/year is recognized in the income statement.

Balance Sheet

Investments in funds

Investments in unlisted funds are measured at fair value based on Project Sprout K/S' proportionate share of the investments in the funds. In the settlement of the fair value of the funds, the International Private Equity and Venture Capital Valuation Guidelines' (IPEV) valuation principles are applied to the portfolio investments. The value adjustments for the year are recognized in the income statement.

Information on exchange rates, etc. that emerges after the clearance of accounts will only be incorporated if these are significant for the assessment of the annual accounts.

Determining the value of the portfolio companies in the portfolio funds is carried out by the management companies. Fair value is the price that one would receive by selling an asset in an ordinary transaction in the market. The management companies have different valuation methods depending on the portfolio company. For listed investments, the market price on the cut-off date is used. For investments with substantial and continuous cash flow or earnings, multiples based on peer groups are most often used, while investments without significant earnings most often use cost price or price based on the latest investment round.

Trade payables and other payables

Trade payables and other payables are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Trade payables and other payables are recognized at amortized cost.

Cash Flow Statement

The cash flow statement shows Innovation Investment II K/S' cash flows for the period/year broken down

into operating, investment and financing activities, changes for the period/year in cash and cash equivalents as well as Innovation Investment II K/S' cash and cash equivalents at the beginning and end of the period/year.

Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the period/year adjusted for changes in working capital and noncash operating items such as provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

Cash flows from investment activities

Cash flows from investment activities are composed of cash flows from payments to and distributions from portfolio funds.

Cash flows from financing activities

Cash flows from financing activities are composed of cash flows from payments from and distributions to Limited Partners.

Cash and cash equivalents

Cash and cash equivalents include cash in hand and borrowings.

Income Statement

USD		01.01.2022	01.01.2021
Note		31.12.2022	31.12.2021
	Profit (loss) on investments		
1	Value adjustment of investments in portfolio funds	(179,337)	(272,460)
	Total profit (loss) on investments	(179,337)	(272,460)
	Administrative expenses		
2	Other administrative expenses	(4,265)	(3,482)
	Total administrative expenses	(4,265)	(3,482)
	Operating profit (loss)	(183,602)	(275,942)
3	Finance income	126	7,466
	Finance costs	(2,498)	(41)
	Profit (loss) for the period	(185,974)	(268,516)
	Recommended appropriation		
	Retained earnings at 31 December	(185,974)	(268,516)

Balance sheet

USD			
Note		31.12.2022	31.12.2021
Assets			
Non-current assets			
4	Investment in funds	12,017,073	4,977,540
	Total non-current assets	12,017,073	4,977,540
Current assets			
	Cash and cash equivalents	2,165	9,917
	Total current assets	2,165	9,917
Total assets		12,019,238	4,987,457
Capital account and liabilities			
Capital account			
	Total committed capital from Limited Partners	47,000,000	30,000,000
	Commitment not yet paid-in by Limited Partners	(34,526,271)	(24,747,466)
	Retained earnings	(454,490)	(268,516)
	Total capital account	12,019,238	4,984,017
Current liabilities			
5	Trade and other payables	0	3,440
	Total current liabilities	0	3,440
Total capital account and liabilities		12,019,238	4,987,457

6 Information on fair value of the investments

Statement of changes in equity

USD	Total committed capital	Subscribed not paid capital	Retained earnings	Total
December 31, 2020	30,000,000	(30,000,000)	0	0
Change in committed capital	0	0	0	0
Contributions by Limited Partners	0	5,252,534	0	5,252,534
Distributions to Limited Partners	0	0	0	0
Profit (loss)	0	0	(268,516)	(268,516)
December 31, 2021	30,000,000	(24,747,466)	(268,516)	4,984,017
Change in committed capital	17,000,000	(17,000,000)	0	0
Contributions by Limited Partners	0	7,221,195	0	7,221,195
Distributions to Limited Partners	0	0	0	0
Profit (loss)	0	0	(185,974)	(185,974)
December 31, 2022	47,000,000	(34,526,271)	(454,490)	12,019,238

Statement of cash flows

USD	01.01.2022	01.01.2021
	31.12.2022	31.12.2021
Operating profit (loss)	(183,601)	(275,942)
Value adjustment of investments in portfolio funds	179,337	272,460
Change in working capital	(3,440)	3,440
Interest paid/received	(2,373)	7,426
Cash flow from operations	(10,077)	7,384
Contributions to funds	(7,218,870)	(5,250,000)
Cash flow from investing activities	(7,218,870)	(5,250,000)
Contributions by Limited Partners	7,221,195	5,252,534
Cash flow from financing activities	7,221,195	5,252,534
Net increase/decrease in cash	(7,753)	9,917
Cash & cash equivalents at beginning of period	9,917	0
Cash & cash equivalents at the end of the periods	2,165	9,917

Notes

	01.01.2022	01.01.2021
USD	31.12.2022	31.12.2021
Note 1 - Value adjustments on investments		
ACME Fund IV, L.P.	(130,392)	0
Innovation Endeavors Fund IV	(63,803)	(272,460)
Root Ventures III L.P.	14,859	0
Total value adjustments on investments	(179,336)	(272,460)
Value adjustments in portfolio investments	714,278	0
Management fee and other expenses	(893,615)	(272,460)
Total value adjustments on investments	(179,336)	(272,460)
Note 2 - Other administrative expenses		
Audit	(2,239)	(2,000)
Innovation Investment Komplementar ApS fee	(1,646)	(1,440)
Other administrative expenses	(380)	(42)
Total other administrative expenses	(4,265)	(3,482)
The company no employees.		
Note 3 - Finance income & costs		
Interest	(48)	(41)
Interest, equalisation	(2,325)	7,466
Total finance income & costs	(2,373)	7,426

USD	01.01.2022 31.12.2022	01.01.2021 31.12.2021
Note 4 - Investments in funds		
Cost at beginning of period	5,250,000	0
Additions	7,218,870	5,250,000
Cost at end of period	12,468,870	5,250,000
Value adjustments at beginning of period	(272,460)	0
Value adjustments for the period	(179,337)	(272,460)
Value adjustments at end of period	(451,797)	(272,460)
Net book value at end of period	12,017,073	4,977,540

USD	01.01.2022 31.12.2022	01.01.2021 31.12.2021
Note 5 - Trade and other payables		
Trade payables	0	3,440
Total trade and other payables	0	3,440

USD	01.01.2022 31.12.2022	01.01.2021 31.12.2021
Note 6 - Information on fair value of the investments		
Fair value 31 December 2022	12,017,073	4,977,540
Unrealised value adjustments recognised through profit or loss	(179,336)	(272,460)
Unrealised value adjustments recognised through equity	0	0

Note 7 – Events after the balance date

After the end of the financial year, the financial authorities in California closed the American Silicon Valley Bank. The bank was an important financing partner especially for start-ups in the technology sector. At the time of publication, it is not possible to assess the extent of the potential negative impact on the international venture environment and Danish companies.

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