

Octopus Holding GP ApS

c/o Fokus Nordic A/S
Østbanegade 123
2100 København Ø

Annual Report

1 January - 31 December 2023

Business registration no. 41 97 64 03
3rd financial year

The Annual Report was presented and adopted at the
Annual General Meeting of the Company on 6 February 2024

Chair of the General Meeting

Michael Rønnelund

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COMPANY INFORMATION

Company Information

The Company	Octopus Holding GP ApS c/o Fokus Nordic A/S Østbanegade 123 2100 København Ø
Business registration no.	41 97 64 03
Date of foundation	23 December 2020
Financial year	3rd financial year
Accounting period	1 January - 31. december 2023
Municipality	Copenhagen
Board of Directors	Jacob Østergaard Skyum, Chair Johnna Else Thygesen Seong Hwan Byun Inseok Heo
Executive Board	Tonny Nielsen
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup CVR-nr. 33 77 12 31
Internal Auditor	PenSam Palle Mortensen, Head of internal audit
Management company	Fokus Nordic A/S Østbanegade 123 2100 København Ø
Parent company	Holdingselskabet af 4. februar P/S C/O Fokus Nordic A/S 2100 København Ø

STATEMENTS

Statement by management on the annual report

The executive board has today discussed and approved the annual report of Octopus Holding GP ApS 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 year 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.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 6 February 2024

Executive board

Tonny Nielsen
Director

Board of Directors

Jacob Østergaard Skyum
Chair

Johnna Else Thygesen

Seong Hwan Byun

Inseok Heo

STATEMENTS

Internal Audit's Report

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 Octopus Holding GP ApS for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies ("financial statements").

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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. We planned and performed the audit to obtain reasonable assurance that the financial statements as a whole are free from material misstatement. We participated in the audit of all critical audit areas and in agreement with the division of labor agreed with the Independent Auditor.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Farum, 6 February 2024

Palle Mortensen
Head of internal audit

STATEMENTS

Independent Auditor's Report

To the shareholders of Octopus Holding GP ApS

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 Octopus Holding GP ApS for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity, notes and 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.

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.

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Independent Auditor's Report (continued)

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.

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, 6 February 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR-nr. 33 77 12 31

Claus Christensen
State Authorised Public Accountant
mne33687

Maj-Britt Nørskov Nannestad
State Authorised Public Accountant
mne32198

MANAGEMENT'S REVIEW

Management's review

Key activities

The Company's key activity is to be a general partner to Octopus Holding P/S.

Development in the year

The Company's income statement of the financial year 1 January 2023 - 31 December 2023 shows a result of DKK -1,523 and the balance sheet at 31 December 2023 shows a total of DKK 59,638 and the equity of DKK 21,512.

The result of the year is as expected and not considered satisfactory.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Outlook

For 2024, the Company expects to realise a profit for the year on the same level as in 2023.

FINANCIAL STATEMENTS

Income statement 1 January - 31 December

DKK

	Note	2023	2022
Revenue		52,668	25,400
Other external expenses	1	<u>-55,268</u>	<u>-34,330</u>
Gross profit		-2,600	-8,930
Financial income	2	<u>647</u>	<u>0</u>
Profit/loss before tax		-1,953	-8,930
Tax on profit/loss for the year	3	<u>430</u>	<u>1,965</u>
PROFIT/LOSS FOR THE YEAR		<u>-1,523</u>	<u>-6,965</u>
Proposed distribution of profit/loss			
Retained earnings		<u>-1,523</u>	<u>-6,965</u>
DISTRIBUTION		<u>-1,523</u>	<u>-6,965</u>

FINANCIAL STATEMENTS

Balance sheet at 31 December

DKK

	Note	2023	2022
Assets			
Joint taxation contributions receivable		0	262
Receivables from group enterprises		0	36,375
Defered tax asset	3	<u>4,953</u>	<u>4,523</u>
Receivables in total		<u>4,953</u>	<u>41,160</u>
Cash at bank and in hand		<u>54,685</u>	<u>0</u>
CURRENT ASSETS IN TOTAL		<u>59,638</u>	<u>41,160</u>
ASSETS IN TOTAL		<u><u>59,638</u></u>	<u><u>41,160</u></u>

FINANCIAL STATEMENTS

Balance sheet at 31 December

DKK

	Note	2023	2022
PASSIVER			
Share capital		40,000	40,000
Retained earnings		<u>-18,488</u>	<u>-16,965</u>
EQUITY IN TOTAL		<u>21,512</u>	<u>23,035</u>
Other payables		<u>38,126</u>	<u>18,125</u>
Current liabilities in total		<u>38,126</u>	<u>18,125</u>
TOTAL LIABILITIES		<u>38,126</u>	<u>18,125</u>
EQUITY AND LIABILITIES IN TOTAL		<u>59,638</u>	<u>41,160</u>
Related parties	4		
Contingent assets, liabilities and other financial obligations	5		

FINANCIAL STATEMENTS

Statement of changes in equity at 31 December

DKK

	<u>Share capital</u>	<u>Retained earnings</u>	<u>In total</u>
Share capital at 1 January 2023	40,000	-16,965	23,035
Net profit/loss for the year	<u>0</u>	<u>-1,523</u>	<u>-1,523</u>
Equity at 31 December 2023	<u>40,000</u>	<u>-18,488</u>	<u>21,512</u>

FINANCIAL STATEMENTS

Notes

DKK

1. Other external expenses

The Company had no employees in the financial year, and no remuneration was paid to the executive board and board of directors.

	2023	2022
2. Financial income		
Other financial income	647	0
Financial income in total	647	0
3. Tax on profit/loss for the year		
Change in deferred tax asset	430	1,965
Tax on profit/loss for the year in total	430	1,965

4. Related parties

Octopus Holding GP ApS is owned by AIP Octopus ApS and Holdingselskabet af 4. februar P/S the latter of which holds the main part of the shares. The annual report is therefor included in the consolidated financial statements of PenSam Holding A/S, Jørgen Knudsens Vej 2, 3520 Farum, CVR. No. 12 62 95 32.

5. Contingent assets, liabilities and other financial obligations

As a general partner, the company is directly unlimitedly liable for the company Octopus Holding P/S.

The company has not undertaken any securities, guarantee, rental and leasing obligations or other obligations beyond what is stated in the accounts.

The Company is jointly taxed with the Danish company, PenSam Holding A/S. The group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

FINANCIAL STATEMENTS

Accounting policies

Reporting class

The annual report of Octopus Holding GP ApS for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as selected rules applying to reporting class C entities.

The annual report for 2023 is presented in DKK.

There has been minor reclassification in the comparative figures. Reclassification has no effect on the profit/loss of the year, the equity nor the balance total.

The annual report for the company is included in the consolidated financial statements of PenSam Holding A/S, Jørgen Knudsens Vej 2, 3520 Farum, CVR. No 12 62 95 32.

In general

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

Recognition and measurement

Revenues are 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 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.

Income statement

Revenue

Revenue is relating to general partner fees. The revenue can be measured reliably.

Other external expenses

Other external expenses include expenses related to administration.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, realised and unrealised capital/exchange gains and losses on liabilities.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

FINANCIAL STATEMENTS

Accounting policies (continued)

Balancen

Receivables

Receivables are measured at amortized cost. It corresponds to nominal value, reduced by write-downs to counter expected losses.

Cash at bank and in hand

Cash includes cash in hand and is measured at nominal value.

Equity

The equity includes the share capital and a number of other equity items that may be prescribed by law or laid down in the articles of association.

Liabilities

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

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.