

## **Central Capital ApS**

**Amaliegade 10, 1256 København K**

**CVR no. 42 07 42 76**

**Annual report for the period  
29 January to 31 December 2021**

Adopted at the annual general meeting on 11 July  
2022

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Christian Kwok-Leun Yau Heilesen  
chairman



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## Statement by management on the annual report

The executive board has today discussed and approved the annual report of Central Capital ApS for the financial year 29 January - 31 December 2021.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In my opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2021 and of the results of the company's operations for the financial year 29 January - 31 December 2021.

In my 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, 11 July 2022

### Executive board

Christian Kwok-Leun Yau Heilesen  
Director

## Independent auditor's report

### *To the shareholder of Central Capital ApS*

#### **Opinion**

We have audited the financial statements of Central Capital ApS for the financial year 29 January - 31 December 2021, 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 at 31 December 2021 and of the results of the company's operations for the financial year 29 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

#### **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' 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.

#### **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 the 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.

## Independent auditor's report

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 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.

## Independent auditor's report

### 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, we conclude that 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 of management's review.

Copenhagen, 11 July 2022

### **Baker Tilly Denmark**

Godkendt Revisionspartnerselskab  
CVR no. 35 25 76 91

Helle Brandt Møller  
statsautoriseret revisor  
MNE no. mne34481

## Company details

The company	Central Capital ApS Amaliegade 10 1256 København K CVR no.: 42 07 42 76 Reporting period: 29 January - 31 December 2021 Incorporated: 29 January 2021 Domicile: Copenhagen
Executive board	Christian Kwok-Leun Yau Heilesen, director
Auditors	Baker Tilly Denmark Godkendt Revisionspartnerselskab Poul Bundgaards Vej 1, 1. 2500 Valby

## Management's review

### Business review

The company's main activity consists in carrying out investment business with investment in companies and enterprises and carrying on related business.

### Financial review

The company's income statement for the year ended 31 December 2021 shows a loss of DKK 3.217, and the balance sheet at 31 December 2021 shows equity of DKK 36.783.

The parent company, Incredible Holdings Ltd., declares to maintain and protect the investment in Central Capital ApS. In this regard, it is confirmed that the ultimate shareholder, if necessary, will provide sufficient funds for Central Capital ApS to ensure the continued operation and payment of all liabilities as they fall due.

The intercompany debt TDKK 2,200 as of 31 December 2021 consist of debt to a sister company. The undersigned shareholder in the group declares to subordinate to other creditors.

On this basis, the annual report is presented on a going concern basis.

### Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.



## Income statement 29 January - 31 December

	<u>Note</u>	<u>2021</u> DKK
<b>Gross profit</b>		<b>-2.000</b>
Financial costs		-1.217
<b>Profit/loss before tax</b>		<b>-3.217</b>
Tax on profit/loss for the year		0
<b>Profit/loss for the year</b>		<b>-3.217</b>
<b>Distribution of profit</b>		
Retained earnings		-3.217
		<b>-3.217</b>

## Balance sheet 31 December

	Note	2021 DKK
<b>Assets</b>		
Investments in subsidiaries	1	5.200.000
<b>Fixed asset investments</b>		<b>5.200.000</b>
<b>Total non-current assets</b>		<b>5.200.000</b>
Other receivables		38.783
<b>Receivables</b>		<b>38.783</b>
<b>Total current assets</b>		<b>38.783</b>
<b>Total assets</b>		<b>5.238.783</b>

## Balance sheet 31 December

	<u>Note</u>	<u>2021</u> DKK
<b>Equity and liabilities</b>		
Share capital		40.000
Retained earnings		-3.217
<b>Equity</b>		<u><b>36.783</b></u>
Payables to related parties		2.200.000
Other payables		3.002.000
<b>Total current liabilities</b>		<u><b>5.202.000</b></u>
<b>Total liabilities</b>		<u><b>5.202.000</b></u>
<b>Total equity and liabilities</b>		<u><u><b>5.238.783</b></u></u>
Uncertainty about the continued operation (going concern)	2	

## Statement of changes in equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 29 January	40.000	0	40.000
Net profit/loss for the year	0	-3.217	-3.217
<b>Equity at 31 December</b>	<b>40.000</b>	<b>-3.217</b>	<b>36.783</b>

## Notes

	2021 DKK
<b>1 Investments in subsidiaries</b>	
Cost at 29 January	5.200.000
Cost at 31 December	5.200.000
<b>Carrying amount at 31 December</b>	<b>5.200.000</b>

Investments in subsidiaries are specified as follows:

Name	Registered office	Ownership interest
HB 2021 ApS	Copenhagen	100%

### 2 Uncertainty about the continued operation (going concern)

The parent company, Incredible Holdings Ltd., declares to maintain and protect the investment in Central Capital ApS. In this regard, it is confirmed that the ultimate shareholder, if necessary, will provide sufficient funds for Central Capital ApS to ensure the continued operation and payment of all liabilities as they fall due.

The intercompany debt TDKK 2,200 as of 31 December 2021 consist of debt to a sister company. The undersigned shareholder in the group declares to subordinate to other creditors.

On this basis, the annual report is presented on a going concern basis.

### 3 Contingent assets

As of 31 December 2021, the company has an unrecognized tax asset of DKK 708.

### 4 Contingent liabilities

As management company, the company is jointly taxed with other danish related parties and jointly and severally liable with other jointly taxed entities for payment of income taxes for income year 2021 onwards as well as for payment of withholding taxes on dividends, interest and royalties.

## Accounting policies

The annual report of Central Capital ApS for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

As 2021 is the company's first reporting period, no comparatives have been presented.

### 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.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

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.

### Income statement

#### Other external expenses

Other external expenses include expenses related to administration etc.

#### Tax on profit/loss for the year

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, associates and participating interests are measured at cost. If cost exceeds the recoverable amount, a write-down is made to this lower value.

#### Receivables

Receivables are measured at amortised cost.

#### Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

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.