

## **Jbf Nearshore ApS**

Thorvaldsensvej 2, 5. th  
1871 Frederiksberg C  
CVR No. 42155411

### **Annual report 2023**

The Annual General Meeting adopted the annual report on 28.06.2024

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**Mark Giulianotti**

Chairman of the General Meeting

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# Entity details

## Entity

Jbf Nearshore ApS  
Thorvaldsensvej 2, 5. th  
1871 Frederiksberg C

Business Registration No.: 42155411  
Registered office: Frederiksberg  
Financial year: 01.01.2023 - 31.12.2023

## Executive Board

Jasmin Bejdic  
Ole Bigum Nielsen  
Mark Angus Giulianotti

## Auditors

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Strandvejen 44  
2900 Hellerup  
CVR No.: 33771231

# Statement by Management

The Executive Board has today considered and approved the annual report of Jbf Nearshore ApS for the financial year 01.01.2023 - 31.12.2023.

The annual report is presented 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 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend to the Annual General Meeting that the financial statements for the next financial year should not be audited.

We recommend the annual report for adoption at the Annual General Meeting.

Frederiksberg C, 28.06.2024

## Executive Board

**Jasmin Bejdic**

**Ole Bigum Nielsen**

**Mark Angus Giulianotti**

# Independent auditor's report

## To the shareholders of Jbf Nearshore 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 JBF Nearshore ApS 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 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.

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, 28.06.2024

**PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab**  
CVR No. 33771231

**René Otto Poulsen**  
State Authorised Public Accountant  
Identification No (MNE) mne26718

# Management Review

## Primary activities

The purpose of the company is to own ownership interests in other companies as well as other investments at the management's discretion.

## Profit/loss for the year in relation to expected developments

The result for the year shows a profit of EUR -9,743.

The result for the year is considered satisfactory considered the company's investment profile.

The company has lost more than 50% of its share capital and is therefore covered by section 119 of the Danish Companies Act on capital losses.

Management expects capital to be re-established through Group contributions.

## Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.



# Income statement for 2023

|   | Notes | 2023<br>EUR     | 2022<br>EUR     |
|---|-------|-----------------|-----------------|
| <b>Gross profit/loss</b>                        |       | <b>(32,589)</b> | <b>(19,715)</b> |
| Other financial income                          |       | 54,556          | 24,217          |
| Other financial expenses                        | 1     | (32,658)        | (17,203)        |
| <b>Profit/loss before tax</b>                   |       | <b>(10,691)</b> | <b>(12,701)</b> |
| Tax on profit/loss for the year                 | 2     | 948             | 0               |
| <b>Profit/loss for the year</b>                 |       | <b>(9,743)</b>  | <b>(12,701)</b> |
| <b>Proposed distribution of profit and loss</b> |       |                 |                 |
| Retained earnings                               |       | (9,743)         | (12,701)        |
| <b>Proposed distribution of profit and loss</b> |       | <b>(9,743)</b>  | <b>(12,701)</b> |

# Balance sheet at 31.12.2023

## Assets

|                             | Notes | 2023<br>EUR    | 2022<br>EUR    |
|-----------------------------|-------|----------------|----------------|
| Investments in associates   |       | 0              | 0              |
| <b>Financial assets</b>     |       | <b>0</b>       | <b>0</b>       |
| <b>Fixed assets</b>         |       | <b>0</b>       | <b>0</b>       |
| Receivables from associates |       | 658,896        | 604,340        |
| Other receivables           |       | 5,031          | 0              |
| Prepayments                 |       | 9,536          | 0              |
| <b>Receivables</b>          |       | <b>673,463</b> | <b>604,340</b> |
| <b>Cash</b>                 |       | <b>7,348</b>   | <b>4,839</b>   |
| <b>Current assets</b>       |       | <b>680,811</b> | <b>609,179</b> |
| <b>Assets</b>               |       | <b>680,811</b> | <b>609,179</b> |

**Equity and liabilities**

|  | <b>Notes</b> | <b>2023</b><br><b>EUR</b> | <b>2022</b><br><b>EUR</b> |
|--|--------------|---------------------------|---------------------------|
| Contributed capital                              |              | 5,379                     | 5,379                     |
| Retained earnings                                |              | (26,389)                  | (16,646)                  |
| <b>Equity</b>                                    |              | <b>(21,010)</b>           | <b>(11,267)</b>           |
| Trade payables                                   |              | 40,710                    | 12,100                    |
| Payables to group enterprises                    |              | 659,267                   | 608,346                   |
| Income tax payable                               |              | 1,844                     | 0                         |
| <b>Current liabilities other than provisions</b> |              | <b>701,821</b>            | <b>620,446</b>            |
| <b>Liabilities other than provisions</b>         |              | <b>701,821</b>            | <b>620,446</b>            |
| <b>Equity and liabilities</b>                    |              | <b>680,811</b>            | <b>609,179</b>            |
| Employees  | 3            |                           |                           |
| Contingent liabilities                           | 4            |                           |                           |

# Statement of changes in equity for 2023

|                           | <b>Contributed<br/>capital<br/>EUR</b> | <b>Retained<br/>earnings<br/>EUR</b> | <b>Total<br/>EUR</b> |
|---------------------------|--|--------------------------------------|----------------------|
| Equity beginning of year  | 5,379                                  | (16,646)                             | (11,267)             |
| Profit/loss for the year  | 0                                      | (9,743)                              | (9,743)              |
| <b>Equity end of year</b> | <b>5,379</b>                           | <b>(26,389)</b>                      | <b>(21,010)</b>      |

# Notes

## 1 Other financial expenses

|   | <b>2023</b>   | <b>2022</b>   |
|---|---------------|---------------|
|   | <b>EUR</b>    | <b>EUR</b>    |
| Financial expenses from group enterprises | 32,658        | 17,179        |
| Other interest expenses                   | 0             | 24            |
|   | <b>32,658</b> | <b>17,203</b> |

## 2 Tax on profit/loss for the year

|                                      | <b>2023</b>  | <b>2022</b> |
|--------------------------------------|--------------|-------------|
|                                      | <b>EUR</b>   | <b>EUR</b>  |
| Current tax                          | 1,844        | 0           |
| Refund in joint taxation arrangement | (2,792)      | 0           |
|                                      | <b>(948)</b> | <b>0</b>    |

## 3 Employees

The Entity has no employees other than the Executive Board. The Executive Officer has not received any remuneration.

## 4 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where JB FUTURE ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.

# Accounting policies

## Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

## Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

## Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates and out of the translation of income statements from average rates to the exchange rates at the balance sheet date are recognised directly in the translation reserve in equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are recognised directly in the translation reserve in equity.

## Income statement

### Gross profit or loss

Gross profit or loss comprises other operating income and external expenses.

### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

### Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

### Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

## Balance sheet

### Investments in associates

Investments in associates are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

Investments in associates fall within the definitions of both participating interests and associates, yet in the financial statements they have been presented as investments in associates because this designation reflects more accurately the Company's involvement in the relevant entities.

### Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

### Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

### Cash

Cash comprises cash in hand and bank deposits.

### Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

**Tax receivable or payable**

Current tax receivable or payable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.