

FRWD Ventures ApS

Mågevej 11

9640 Farsø

CVR no. 42 37 67 52

Annual report for 2023

Adopted at the annual general meeting on
4 April 2024

Angelo Agatino Nicolosi
chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of FRWD Ventures ApS for the financial year 1 January - 31 December 2023.

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 2023 and of the results of the company's operations for the financial year 1 January - 31 December 2023.

In my opinion, management's review includes a fair review of the matters dealt with in the management's review.

The financial statements have not been audited. Management considers the criteria for not auditing the financial statements to be met.

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

Farsø, 4 April 2024

Executive board

Angelo Agatino Nicolosi
CEO

Auditor's report on compilation of the financial statements

To the management of FRWD Ventures ApS

We have compiled the financial statements of FRWD Ventures ApS for the financial year 1 January - 31 December 2023 based on the company's bookkeeping records and other information made available by enterprise.

The financial statements comprises a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes.

We performed the engagement in accordance with ISRS 4410, Compilation Engagements.

We have applied our professional expertise to assist the enterprise in the preparation and presentation of the financial statements in accordance with the Danish Financial Statements Act. We complied with the relevant provisions of the Danish Act on Approved Auditors and with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), including principles relating to integrity, objectivity, professional competence and due care.

The financial statements and the accuracy and completeness of the information used to compile the financial statements are the enterprise's responsibility.

As a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information provided by enterprise for our compilation of the financial statements. Accordingly, we do not express an audit or a review conclusion on whether the financial statements have been prepared in accordance with the Danish Financial Statements Act.

Aars, 4 April 2024

RéVision+
Statsautoriseret Revisionsanpartsselskab
CVR no. 41 69 56 09

Henrik Tange
Statsautoriseret revisor
mne30213

Company details

The company

FRWD Ventures ApS
Mågevej 11
9640 Farsø

CVR no.: 42 37 67 52

Reporting period: 1 January - 31 December 2023

Domicile: Vesthimmerlands

Executive board

Angelo Agatino Nicolosi, CEO

Auditors

RéVision+
Statsautoriseret Revisionsanpartsselskab
Vestre Boulevard 9
9600 Aars

Management's review

Business review

The company's purpose is to function as a holding company and to conduct business with investment and financing as well as related business, including owning equities and shares in other companies.

Financial review

The company's income statement for the year ended 31 December 2023 shows a loss of DKK 238.692, and the balance sheet at 31 December 2023 shows equity of DKK 231.719.

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.

Accounting policies

The annual report of FRWD Ventures 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 provisions applying to reporting class C entities.

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

The annual report for 2023 is presented in DKK

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

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects other external expenses.

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Accounting policies

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, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Income from investments in subsidiaries, associates and participating interests

The proportionate share of the profit/loss for the year of subsidiaries is recognised in the company's income statement after full elimination of intra-group profits/losses.

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

The company acts as management company for all jointly taxed entities and, in its capacity as such, pays all income taxes to the Danish tax authorities.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

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.

Balance sheet

Investments in subsidiaries, associates and participating interests

Investments in subsidiaries, associates and participating interests are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, plus or less unrealised intra-group gains or losses and plus or less any remaining value of positive or negative goodwill stated according to the purchase method. Negative goodwill is recognised in the income statement on acquisition. Where the negative goodwill relates to contingent liabilities having been taken over, the negative goodwill is not recognised until the contingent liabilities have been settled or no longer exist.

Investments in subsidiaries and associates are measured in the parent company financial statements using the equity method.

Accounting policies

Investments in subsidiaries, associates and participating interests with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

Net revaluations of investments in subsidiaries, associates and participating interests are taken to the net revaluation reserve according to the equity method in so far as that the carrying amount exceeds the cost. Dividends from subsidiaries which are expected to be declared before the annual report of FRWD Ventures ApS is adopted are not taken to the net revaluation reserve.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Cash and cash equivalents

Cash and cash equivalents comprise deposits at banks.

Equity

Reserve for net revaluation according to the equity method

The reserve for net revaluation according to the equity method in the company's financial statements comprises net revaluation of investments in subsidiaries, participating interests and associates relative to the cost.

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Income tax and deferred tax

As management company, FRWD Ventures ApS is liable for payment of the subsidiaries' corporate income taxes to the tax authorities.

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.

Accounting policies

The company and all its Danish group entities are taxed on a joint basis. The current income tax charge is allocated between the jointly taxed entities relative to their taxable income. Tax losses are allocated based on the full absorption method. The jointly taxed entities are eligible for the Danish Tax Prepayment Scheme.

Joint taxation contributions payable and receivable are recognised in the balance sheet as 'Joint taxation contributions receivable' or 'Joint taxation contributions payable'.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

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.

Income statement 1 January 2023 - 31 December 2023

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Gross profit		-7.357	-18.872
Income from investments in subsidiaries		-241.112	-502.039
Interest received from subsidiaries		14.342	441
Financial costs		-3.028	-13.166
Profit/loss before tax		-237.155	-533.636
Tax on profit/loss for the year	1	-1.537	3.969
Profit/loss for the year		<u>-238.692</u>	<u>-529.667</u>
 Distribution of profit			
Proposed dividend for the year		0	40.000
Reserve for net revaluation under the equity method		-84.849	-502.039
Retained earnings		-153.843	-67.628
		<u>-238.692</u>	<u>-529.667</u>

Balance sheet at 31 December 2023

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Assets			
Investments in subsidiaries		35.591	79.146
Fixed asset investments		35.591	79.146
Total non-current assets		35.591	79.146
Receivables from subsidiaries		33.653	281.879
Other receivables		17	0
Deferred tax asset		2.432	3.969
Receivables		36.102	285.848
Cash at bank and in hand		165.026	376.858
Total current assets		201.128	662.706
Total assets		236.719	741.852

Balance sheet at 31 December 2023

	<u>Note</u>	<u>2023</u> DKK	<u>2022</u> DKK
Equity and liabilities			
Share capital		40.000	40.000
Reserve for net revaluation under the equity method		35.290	39.146
Retained earnings		156.429	310.272
Proposed dividend for the year		<u>0</u>	<u>40.000</u>
Equity		<u>231.719</u>	<u>429.418</u>
Corporation tax		0	292.006
Other payables		<u>5.000</u>	<u>20.428</u>
Total current liabilities		<u>5.000</u>	<u>312.434</u>
Total liabilities		<u>5.000</u>	<u>312.434</u>
Total equity and liabilities		<u><u>236.719</u></u>	<u><u>741.852</u></u>
Contingent liabilities	2		
Mortgages and collateral	3		

Statement of changes in equity

	Share capital	Reserve for net revalua- tion under the equity method	Retained earnings	Proposed dividend for the year	Total
Equity at 1 January 2023	40.000	39.146	310.272	40.000	429.418
Net effect from adjustment of error	0	80.993	0	0	80.993
Adjusted equity at 1 January 2023	40.000	120.139	310.272	40.000	510.411
Ordinary dividend paid	0	0	0	-40.000	-40.000
Net profit/loss for the year	0	-84.849	-153.843	0	-238.692
Equity at 31 December 2023	40.000	35.290	156.429	0	231.719

	Share capital	Reserve for net revalua- tion under the equity method	Retained earnings	Proposed dividend for the year	Total
Equity at 1 January 2022	40.000	541.185	377.900	114.400	1.073.485
Ordinary dividend paid	0	0	0	-114.400	-114.400
Net profit/loss for the year	0	-502.039	-67.628	40.000	-529.667
Equity at 31 December 2022	40.000	39.146	310.272	40.000	429.418

Notes

	<u>2023</u>	<u>2022</u>
	DKK	DKK
1 Tax on profit/loss for the year		
Deferred tax for the year	<u>1.537</u>	<u>-3.969</u>
	<u>1.537</u>	<u>-3.969</u>

2 Contingent liabilities

Recourse and non-recourse guarantee commitments

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc. of the Group. The total amount of corporation tax payable by the Group amounts to DKK 0.

Moreover, 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 Group's liability.

3 Mortgages and collateral

The company has no mortgages or collateral as per 31 December 2023.