



Harald Bidco ApS

Østbanegade 123
2100 København Ø
CVR No. 42390526

Annual report 2022

The Annual General Meeting adopted the
annual report on 14.06.2023

Alexander Jonathan Carl Thams
Chairman of the General Meeting

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Entity details

Entity

Harald Bidco ApS

Østbanegade 123

2100 København Ø

Business Registration No.: 42390526

Date of foundation: 10.05.2021

Registered office: København

Financial year: 01.01.2022 - 31.12.2022

Board of Directors

Alexander Jonathan Carl Thams

Tonny Nielsen

Morten Madsen

Sebastiano Robert Vittorio D'Avanzo

Executive Board

Thomas Myliin Lings, Director

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Harald Bidco ApS for the financial year 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

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

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

Copenhagen, 13.06.2023

Executive Board

Thomas Myliin Lings
Director

Board of Directors

Alexander Jonathan Carl Thams

Tonny Nielsen

Morten Madsen

Sebastiano Robert Vittorio D'Avanzo

Independent auditor's report

To the shareholder of Harald Bidco ApS

Opinion

We have audited the financial statements of Harald Bidco ApS for the financial year 01.01.2022 - 31.12.2022, which comprise the income statement, balance sheet, statement of changes in equity 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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 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 Entity 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, 13.06.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Jacques Peronard

State Authorised Public Accountant
Identification No (MNE) mne16613

Management commentary

Primary activities

The Entity's purpose is to act as a holding company, carry out investment and asset management, as well as other related activities.

Development in activities and finances

Management does not consider the result for the year to be satisfactory as a result of this being the company's second period of activity.

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 2022

	Notes	2022 DKK	2021 DKK
Other external expenses	1	(40,975)	(1,968,400)
Gross profit/loss		(40,975)	(1,968,400)
Income from investments in group enterprises		(72,625,071)	20,263,049
Other financial expenses		(6,628,983)	(3,437,139)
Profit/loss before tax		(79,295,029)	14,857,510
Tax on profit/loss for the year	2	3,955,597	(3,733,503)
Profit/loss for the year		(75,339,432)	11,124,007
Proposed distribution of profit and loss:			
Retained earnings		(75,339,432)	11,124,007
Proposed distribution of profit and loss		(75,339,432)	11,124,007

Balance sheet at 31.12.2022

Assets

	Notes	2022 DKK	2021 DKK
Investments in group enterprises		165,089,139	237,614,210
Deferred tax		222,094	0
Financial assets	3	165,311,233	237,614,210
Fixed assets		165,311,233	237,614,210
Receivables from group enterprises		0	15,914,858
Other receivables		10,500	0
Receivables		10,500	15,914,858
Cash		925,004	816,524
Current assets		935,504	16,731,382
Assets		166,246,737	254,345,592

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Contributed capital		9,811,920	9,811,920
Reserve for net revaluation according to the equity method		0	20,263,049
Retained earnings		23,731,861	78,808,244
Equity		33,543,781	108,883,213
Deferred tax		0	3,733,503
Provisions		0	3,733,503
Payables to group enterprises		132,576,581	140,424,132
Non-current liabilities other than provisions	4	132,576,581	140,424,132
Payables to group enterprises		71,875	40,000
Other payables		54,500	1,264,744
Current liabilities other than provisions		126,375	1,304,744
Liabilities other than provisions		132,702,956	141,728,876
Equity and liabilities		166,246,737	254,345,592
Contingent assets	5		
Contingent liabilities	6		

Statement of changes in equity for 2022

	Contributed capital DKK	Reserve for net revaluation according to the equity method DKK	Retained earnings DKK	Total DKK
Equity beginning of year	9,811,920	20,263,049	78,808,244	108,883,213
Profit/loss for the year	0	(20,263,049)	(55,076,383)	(75,339,432)
Equity end of year	9,811,920	0	23,731,861	33,543,781

Notes

1 Other external expenses

Other external expenses consist of audit and other costs relating to the Entity's ordinary activities.

There are no employees in the company.

The Board of Directors and the Executive Board do not receive remuneration from the Company.

2 Tax on profit/loss for the year

	2022 DKK	2021 DKK
Change in deferred tax	(3,955,597)	3,733,503
	(3,955,597)	3,733,503

3 Financial assets

	Investments in group enterprises DKK
Cost beginning of year	217,391,161
Additions	60,000
Cost end of year	217,451,161
Revaluations beginning of year	20,234,924
Share of profit/loss for the year	(72,596,946)
Revaluations end of year	(52,362,022)
Carrying amount end of year	165,089,139

Investments in subsidiaries	Registered in	Corporate form	Equity interest %	Equity DKK	Profit/loss DKK
Bluetooth P/S	Denmark	Copenhagen	100.00	165,029,139	(72,585,071)
Komplementarselskabet Bluetooth ApS	Denmark	Copenhagen	100.00	(55,925)	(15,950)

4 Non-current liabilities other than provisions

	Due after more than 12 months 2022 DKK
Payables to group enterprises	132,576,581
	132,576,581

5 Contingent assets

The entity has a non-recognized deferred tax asset on 61.6 mio DKK with a tax value on 13.5 mio DKK due to fair value adjustments on investment properties.

6 Contingent liabilities

The Entity serves as the administration company in a Danish joint taxation arrangement. 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 these entities.

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.

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

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.

Income statement

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, 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.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset. However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Receivables

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

Cash

Cash comprises cash in hand.

Other financial liabilities

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