
GRO Fund III CIV II K/S

Grønningen 17, 2., DK-1270 København K

Annual Report for 4 October 2021 - 31 December 2022

CVR No 42 73 16 25

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
23/3 2023

Lars Dybkjær
Chairman of the General
Meeting



pwc

Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report	2
Company Information	
Company Information	4
Financial Statements	
Income Statement 4 October - 31 December	5
Balance Sheet 31 December	6
Statement of Changes in Equity	7
Notes to the Financial Statements	8

Management's Statement

The Executive Board has today considered and adopted the Annual Report of GRO Fund III CIV II K/S for the financial year 4 October 2021 - 31 December 2022.

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 financial position at 31 December 2022 of the Company and of the results of the Company operations for 2021/22.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 23 March 2023

Executive Board

Lars Dybkjær
GRO Fund III CIV GP ApS

Lars Christian Lunde
GRO Fund III CIV GP ApS

Morten Grube Weicher
GRO Fund III CIV GP ApS

Independent Auditor's Report

To the limited partners of GRO Fund III CIV I K/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 4 October 2021 - 31 December 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of GRO Fund III CIV II K/S for the financial year 4 October 2021 - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the 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.

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 judgement and maintain professional scepticism throughout the

Independent Auditor's Report

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, 23 March 2023

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Søren Ørjan Jensen

State Authorised Public Accountant

mne33226

Company Information

The Company

GRO Fund III CIV II K/S
Grønningen 17, 2.
DK-1270 København K

CVR No: 42 73 16 25

Financial period: 4 October - 31 December

Municipality of reg. office: Copenhagen

Executive Board

GRO Fund III CIV GP ApS, Lars Dybkjær
GRO Fund III CIV GP ApS, Lars Christian Lunde
GRO Fund III CIV GP ApS, Morten Grube Weicher

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Income Statement 4 October - 31 December

	<u>Note</u>	<u>2021/22</u> EUR
Other external expenses		-4,756
Gross profit/loss		-4,756
Financial expenses		-9
Profit/loss before tax		-4,765
Tax on profit/loss for the year		0
Net profit/loss for the year		-4,765

Distribution of profit

Proposed distribution of profit

Retained earnings		-4,765
		-4,765

Balance Sheet 31 December

	Note	2021/22 EUR
Assets		
Other investments		1,386,450
Fixed asset investments	2	1,386,450
Fixed assets		1,386,450
Other receivables		1,351,997
Receivables		1,351,997
Currents assets		1,351,997
Assets		2,738,447
Liabilities and equity		
Share capital		16,233,000
Unpaid share capital		-14,846,550
Retained earnings		-4,765
Equity		1,381,685
Credit institutions		9
Trade payables		3,665
Payables to group enterprises		947
Other payables		1,352,141
Short-term debt		1,356,762
Debt		1,356,762
Liabilities and equity		2,738,447
Key activities	1	
Contingent assets, liabilities and other financial obligations	3	
Accounting Policies	4	

Statement of Changes in Equity

	Share capital EUR	Unpaid share capital EUR	Retained earnings EUR	Total EUR
Equity at 4 October	0	0	0	0
Cash payment concerning formation of entity	16,233,000	-16,233,000	0	0
Payment of unpaid share capital	0	1,386,450	0	1,386,450
Net profit/loss for the year	0	0	-4,765	-4,765
Equity at 31 December	16,233,000	-14,846,550	-4,765	1,381,685

Notes to the Financial Statements

1 Key activities

The object of the limited partnership is to generate returns on the limited partnership's capital by making co-investments with GRO Fund II K/S in primarily small and medium-sized unlisted Danish, Nordic and Northern European companies.

2 Fixed asset investments

	Other investments EUR
Cost at 4 October	<u>1,386,450</u>
Cost at 31 December	<u>1,386,450</u>
Carrying amount at 31 December	<u>1,386,450</u>

3 Contingent assets, liabilities and other financial obligations

There are no security and contingent liabilities at 31 December 2022.

Notes to the Financial Statements

4 Accounting Policies

The Annual Report of GRO Fund III CIV II K/S for 2021/22 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.

The Financial Statements for 2021/22 are presented in EUR.

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 attributable to the asset 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 out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Euro is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Other external expenses

Other external expenses comprise management, administration and office expenses, etc.

Notes to the Financial Statements

4 Accounting Policies (continued)

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

The Annual Report does not contain any tax as the Company is not independently liable to tax. Each limited partner includes the taxable result of the Company in their respective income statement in relation to ownership share.

Balance Sheet

Fixed asset investments

Investments which are not traded in an active market are measured at the lower of cost and recoverable amount.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.