



## Upfin Management ApS

August Bournonvilles Passage 1  
1055 København K  
CVR No. 42889598

## Annual report 07.12.2021 - 31.12.2022

The Annual General Meeting adopted the  
annual report on 29.06.2023

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**Johan Lorenzen**

Chairman of the General Meeting

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# Entity details

## Entity

Upfin Management ApS

August Bournonvilles Passage 1

1055 København K

Business Registration No.: 42889598

Registered office: København

Financial year: 07.12.2021 - 31.12.2022

## Board of Directors

Johan Lorenzen

Thomas Krogh Jensen

Max Oliver Sjøstedt

## Executive Board

Johan Lorenzen

## 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 Upfin Management ApS for the financial year 07.12.2021 - 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 07.12.2021 - 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, 29.06.2023

## Executive Board

**Johan Lorenzen**

## Board of Directors

**Johan Lorenzen**

**Thomas Krogh Jensen**

**Max Oliver Sjøstedt**

# Independent auditor's report

## To the shareholders of Upfin Management ApS

### Opinion

We have audited the financial statements of Upfin Management ApS for the financial year 07.12.2021 - 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 07.12.2021 - 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, 29.06.2023

**Deloitte**

Statsautoriseret Revisionspartnerselskab  
CVR No. 33963556

**Michael Thorø Larsen**

State Authorised Public Accountant  
Identification No (MNE) mne35823

**Rikke Frydkjær Petersen**

State Authorised Public Accountant  
Identification No (MNE) mne46616

# Management commentary

## Primary activities

The company's purpose is to operate as a manager of alternative investment funds and is registered FAIF under the Danish Financial Supervisory Authority

## Description of material changes in activities and finances

This is the company's first financial year. The profit before tax for the period is 424 t.kr. DKK. This is considered satisfying by the management.



# Income statement for 2021/22

	Notes	2021/22 DKK
Revenue		3,260,463
Other external expenses		(783,052)
<b>Gross profit/loss</b>		<b>2,477,411</b>
Staff costs	1	(2,045,199)
<b>Operating profit/loss</b>		<b>432,212</b>
Other financial income		30
Other financial expenses		(7,773)
<b>Profit/loss before tax</b>		<b>424,469</b>
Tax on profit/loss for the year		(96,580)
<b>Profit/loss for the year</b>		<b>327,889</b>
<b>Proposed distribution of profit and loss:</b>		
Ordinary dividend for the financial year		209,000
Retained earnings		118,889
<b>Proposed distribution of profit and loss</b>		<b>327,889</b>

# Balance sheet at 31.12.2022

## Assets

	<b>2021/22</b>
	<b>DKK</b>
Investments in group enterprises	120,000
Other investments	5,500
Deposits	2,494
<b>Financial assets</b>	<b>127,994</b>
<b>Fixed assets</b>	<b>127,994</b>
Receivables from group enterprises	1,563
Other receivables	4,688
Contributed capital in arrears	40,000
Prepayments	897
<b>Receivables</b>	<b>47,148</b>
<b>Cash</b>	<b>810,019</b>
<b>Current assets</b>	<b>857,167</b>
<b>Assets</b>	<b>985,161</b>

**Equity and liabilities**

	<b>Notes</b>	<b>2021/22 DKK</b>
Contributed capital		120,000
Reserve for non-paid contributed capital		40,000
Retained earnings		78,889
Proposed dividend		209,000
<b>Equity</b>		<b>447,889</b>
Payables to group enterprises		40,000
Income tax payable		96,580
Other payables		400,692
<b>Current liabilities other than provisions</b>		<b>537,272</b>
<b>Liabilities other than provisions</b>		<b>537,272</b>
<b>Equity and liabilities</b>		<b>985,161</b>

Contingent liabilities

2

# Statement of changes in equity for 2021/22

	Contributed capital DKK	Reserve for non-paid contributed capital DKK	Retained earnings DKK	Proposed dividend DKK	Total DKK
Contributed upon formation	120,000	0	0	0	120,000
Increase of capital	0	40,000	0	0	40,000
Transfer to reserves	0	0	(40,000)	0	(40,000)
Profit/loss for the year	0	0	118,889	209,000	327,889
<b>Equity end of year</b>	<b>120,000</b>	<b>40,000</b>	<b>78,889</b>	<b>209,000</b>	<b>447,889</b>

# Notes

## 1 Staff costs

2021/22

DKK

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Average number of full-time employees

3

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## 2 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where Enduro Invest 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.

The company has a contingent liabilities of four months rent, as the company is obliged to terminate the lease four months prior to the requested cancellation of the lease

# 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.

## 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

### Revenue

Net revenue includes management fee from the Fund. Revenue is recognized in the income statement for the period to which the management fee relates.

### 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.

### Staff costs

Staff costs comprise salaries and wages, and social security contributions, pension contributions, etc. for entity staff.

### Other financial income

Other financial income consists of debts and transactions in foreign currencies, Amortization of financial assets and payments under the tax on account, 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 group enterprises**

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

**Contributed capital in arrears**

Contributed capital in arrears consists of capital subscribed, but not paid up, which is recognised as a separate amount receivable in assets and a separate reserve in equity (gross method). The amount receivable is measured at amortised cost.

**Other investments**

Other investments comprise unlisted equity investments measured at the lower of cost and net realisable value.

**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 bank deposits.

**Dividend**

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity.

**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.