

# Rocket Padel U.K. ApS

Søgade 16, 6000 Kolding

CVR no. 43 24 00 64

## Annual report 2022

(As of the establishment of the Company 5 May - 31 December 2022)

Approved at the Company's annual general meeting on 16 June 2023

Chair of the meeting:

.....  
Morten Bugge

## Contents

|  |    |
|--|----|
| Statement by the Board of Directors and the Executive Board  | 2  |
| Independent auditor's report                                 | 3  |
| Management's review  | 5  |
| Financial statements for the period 5 May - 31 December 2022 | 7  |
| Income statement   | 7  |
| Balance sheet  | 8  |
| Statement of changes in equity                               | 10 |
| Notes to the financial statements                            | 11 |

## Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Rocket Padel U.K. ApS for the financial year as of the establishment of the Company 5 May - 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 of the Company at 31 December 2022 and of the results of the Company's operations for the financial year as of the establishment of the Company 5 May - 31 December 2022.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Kolding, 16 June 2023  
Executive Board:

.....  
Morten Bugge  
Director

Board of Directors:

.....  
Morten Bugge  
Chairman

.....  
Fredrik Tobias Kristensson

## Independent auditor's report

To the shareholders of Rocket Padel U.K. ApS

### Opinion

We have audited the financial statements of Rocket Padel U.K. ApS for the financial year as of the establishment of the Company 5 May - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including 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 financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year as of the establishment of the company 5 May - 31 December 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 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

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.

### 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 as to 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 the 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 Company's internal control.

## Independent auditor's report

- ▶ 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 note 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.

### Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Esbjerg, 16 June 2023  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28

Morten Østergaard Koch  
State Authorised Public Accountant  
mne35420

## Management's review

### Company details

|                            |   |
|----------------------------|---|
| Name                       | Rocket Padel U.K. ApS   |
| Address, Postal code, City | Søgade 16, 6000 Kolding   |
| CVR no.                    | 43 24 00 64   |
| Established                | 5 May 2022  |
| Registered office          | Kolding   |
| Financial year             | 5 May - 31 December 2022  |
| Board of Directors         | Morten Bugge, Chairman<br>Fredrik Tobias Kristensson                        |
| Executive Board            | Morten Bugge, Director  |
| Auditors                   | EY Godkendt Revisionspartnerselskab<br>Bavnehøjvej 5, 6700 Esbjerg, Denmark |

## Management's review

### Business review

The principal activity of the company is to own shares in group entities as well as activities which at the Board descretion of Directors are related thereto.

### Financial review

The income statement for 2022 shows a loss of DKK 227,228, and the balance sheet at 31 December 2022 shows equity of DKK 47,821,199.

Management considers the Company's financial performance in the year as expected.

### Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

## Financial statements for the period 5 May - 31 December 2022

### Income statement

| Note | DKK   | 2022<br>8 months       |
|------|---|------------------------|
|      | <b>Gross profit/loss</b>                        | <u>-230,951</u>        |
| 2    | Staff costs                                     | <u>0</u>               |
|      | <b>Profit/loss before net financials</b>        | <u>-230,951</u>        |
| 3    | Financial income                                | <u>3,723</u>           |
|      | <b>Profit/loss for the year</b>                 | <u><u>-227,228</u></u> |
|      | <b>Recommended appropriation of profit/loss</b> |                        |
|      | Retained earnings/accumulated loss              | <u>-227,228</u>        |
|      |   | <u><u>-227,228</u></u> |



## Financial statements for the period 5 May - 31 December 2022

### Balance sheet

| Note | DKK                                | 2022                     | Opening balance<br>at 5 May 2022 |
|------|------------------------------------|--------------------------|----------------------------------|
|      | <b>ASSETS</b>                      |                          |                                  |
|      | <b>Fixed assets</b>                |                          |                                  |
| 4    | <b>Investments</b>                 |                          |                                  |
|      | Investments in group enterprises   | 17,868,006               | 0                                |
|      |                                    | <u>17,868,006</u>        | <u>0</u>                         |
|      | <b>Total fixed assets</b>          | <u>17,868,006</u>        | <u>0</u>                         |
|      | <b>Non-fixed assets</b>            |                          |                                  |
|      | <b>Receivables</b>                 |                          |                                  |
|      | Receivables from group enterprises | 4,990,760                | 0                                |
|      | Other receivables                  | 28,615,425               | 0                                |
|      |                                    | <u>33,606,185</u>        | <u>0</u>                         |
|      | <b>Cash</b>                        | <u>4,579,934</u>         | <u>40,000</u>                    |
|      | <b>Total non-fixed assets</b>      | <u>38,186,119</u>        | <u>40,000</u>                    |
|      | <b>TOTAL ASSETS</b>                | <u><u>56,054,125</u></u> | <u><u>40,000</u></u>             |

## Financial statements for the period 5 May - 31 December 2022

### Balance sheet

| Note | DKK  | 2022                     | Opening balance<br>at 5 May 2022 |
|------|--|--------------------------|----------------------------------|
|      | <b>EQUITY AND LIABILITIES</b>                    |                          |                                  |
|      | <b>Equity</b>                                    |                          |                                  |
| 5    | Share capital                                    | 631,914                  | 40,000                           |
|      | Share premium account                            | 47,416,513               | 0                                |
|      | Retained earnings                                | -227,228                 | 0                                |
|      | <b>Total equity</b>                              | <u>47,821,199</u>        | <u>40,000</u>                    |
|      | <b>Liabilities other than provisions</b>         |                          |                                  |
|      | <b>Current liabilities other than provisions</b> |                          |                                  |
|      | Trade payables                                   | 920,796                  | 0                                |
|      | Payables to shareholders and management          | 7,312,130                | 0                                |
|      |  | <u>8,232,926</u>         | <u>0</u>                         |
|      | <b>Total liabilities other than provisions</b>   | <u>8,232,926</u>         | <u>0</u>                         |
|      | <b>TOTAL EQUITY AND LIABILITIES</b>              | <u><u>56,054,125</u></u> | <u><u>40,000</u></u>             |

- 1 Accounting policies
- 6 Contractual obligations and contingencies, etc.
- 7 Collateral

## Financial statements for the period 5 May - 31 December 2022

### Statement of changes in equity

| DKK   | <u>Share capital</u> | <u>Share premium<br/>account</u> | <u>Retained<br/>earnings</u> | <u>Total</u>      |
|---|----------------------|----------------------------------|------------------------------|-------------------|
| Cash payments concerning<br>formation of enterprise | 40,000               | 0                                | 0                            | 40,000            |
| Capital increase                                    | 591,914              | 47,416,513                       | 0                            | 48,008,427        |
| Transfer through appropriation<br>of loss           | 0                    | 0                                | -227,228                     | -227,228          |
| <b>Equity at 31 December 2022</b>                   | <u>631,914</u>       | <u>47,416,513</u>                | <u>-227,228</u>              | <u>47,821,199</u> |

## Financial statements for the period 5 May - 31 December 2022

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Rocket Padel U.K. ApS for 2022 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

In accordance with section 110(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

#### Basis of recognition and measurement

Assets are recognised in the balance sheet when, as a result of a past event, future economic benefits are likely to accrue to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the balance sheet when, as a result of a past event, the company has a legal or factual obligation and it is likely that future economic benefits will depart from the company and the value of the liability can be reliably measured.

At initial recognition, assets and liabilities are measured at cost. Measurement after initial recognition is done as described for each accounting item below.

Recognition and measurement shall take into account predictable risks and losses that occur before the annual report is submitted and that confirm or refute conditions that existed at the balance sheet date.

The profit and loss account recognizes income as it is earned, while expenses are recognized with the amounts relating to the financial year.

#### Reporting currency

The financial statements are presented in Danish kroner (DKK).

#### Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

#### Income statement

##### Gross profit/loss

The items revenue and external expenses have been aggregated into one item in the income statement called gross profit/loss in accordance with section 32 of the Danish Financial Statements Act.

##### Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

## Financial statements for the period 5 May - 31 December 2022

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Profit/loss from investments in group entities

The item includes dividend received from group entities in so far as the dividend does not exceed the accumulated earnings in the group entity in the period of ownership.

##### Financial income

Financial income are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

##### Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

##### Balance sheet

##### Investments in group entities

Investments in group entities and associates are measured at cost. Dividends received that exceed the accumulated earnings in the group entity or the associate during the period of ownership are treated as a reduction in the cost of acquisition.

##### Impairment of fixed assets

The carrying amount of investments in group entities is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

## Financial statements for the period 5 May - 31 December 2022

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial 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 has been impaired, an impairment loss is recognised on an individual basis.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable is used as discount rate.

##### Cash

Cash and cash equivalents comprise cash and short-term securities which are negotiable without hindrance to cash and cash equivalents on which there are negligible risks of changes in value.

##### Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

##### Liabilities

The Company has chosen IAS 39 as interpretation for liabilities.

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

## Financial statements for the period 5 May - 31 December 2022

### Notes to the financial statements

#### 2 Staff costs

The Company has no employees.

| DKK                                 | 2022<br>8 months |
|-------------------------------------|------------------|
| <b>3 Financial income</b>           |                  |
| Interest receivable, group entities | 3,723            |
|                                     | <u>3,723</u>     |

#### 4 Investments

| DKK  | Investments in<br>group<br>enterprises |
|--|--|
| Cost at 5 May 2022                         | 0                                      |
| Additions                                  | 17,868,006                             |
| Cost at 31 December 2022                   | <u>17,868,006</u>                      |
| <b>Carrying amount at 31 December 2022</b> | <u>17,868,006</u>                      |

| DKK   | 2022           | Opening balance<br>at 5 May 2022 |
|---|----------------|----------------------------------|
| <b>5 Share capital</b>                          |                |                                  |
| Analysis of the share capital:                  |                |                                  |
| 250,000 A shares of DKK 1.00 nominal value each | 250,000        | 40,000                           |
| 381,914 B shares of DKK 1.00 nominal value each | 381,914        | 0                                |
|   | <u>631,914</u> | <u>40,000</u>                    |

Each A share carries 1 voting right.

Each B share carries no voting rights. B shares have a preferential right to proceeds based on a yield of 5 % p.a. (compounding interest). The yield is calculated based on the investment value (nominal value and excess premium).

Analysis of changes in the share capital over the past 2 years:

| DKK              | 2022           | Opening balance<br>at 5 May 2022 |
|------------------|----------------|----------------------------------|
| Establishment    | 40,000         | 40,000                           |
| Capital increase | 591,914        | 0                                |
|                  | <u>631,914</u> | <u>40,000</u>                    |

#### 6 Contractual obligations and contingencies, etc.

The Company is jointly taxed with its parent, Tulip Invest ApS, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes for the income year 2022 onwards as well as withholding taxes on interest, royalties and dividends.

#### 7 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2022.

# PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registreret, og informationerne er listet herunder.

“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

## Morten Bugge

### Direktion

På vegne af: Rocket Padel UK ApS

Serienummer: a5e10445-bd3d-43ab-bf5b-467845cd4a8c

IP: 93.165.xxx.xxx

2023-06-16 10:10:52 UTC



## Morten Bugge

### Dirigent

På vegne af: Rocket Padel UK ApS

Serienummer: a5e10445-bd3d-43ab-bf5b-467845cd4a8c

IP: 93.165.xxx.xxx

2023-06-16 10:10:52 UTC



## Morten Bugge

### Bestyrelse

På vegne af: Rocket Padel UK ApS

Serienummer: a5e10445-bd3d-43ab-bf5b-467845cd4a8c

IP: 93.165.xxx.xxx

2023-06-16 10:10:52 UTC



## FREDRIK KRISTENSSON

### Bestyrelse

På vegne af: Rocket Padel UK ApS

Serienummer: 19790311xxxx

IP: 94.234.xxx.xxx

2023-06-16 10:16:33 UTC



## Morten Oestergaard Koch

### Statsautoriseret revisor

På vegne af: EY Godkendt Revisionspartnerselskab

Serienummer: CVR:30700228-RID:32977604

IP: 194.182.xxx.xxx

2023-06-19 09:53:05 UTC



Dette dokument er underskrevet digitalt via **Penneo.com**. Signeringsbeviserne i dokumentet er sikret og valideret ved anvendelse af den matematiske hashværdi af det originale dokument. Dokumentet er låst for ændringer og tidsstempelt med et certifikat fra en betroet tredjepart. Alle kryptografiske signeringsbeviser er indlejret i denne PDF, i tilfælde af de skal anvendes til validering i fremtiden.

#### Sådan kan du sikre, at dokumentet er originalt

Dette dokument er beskyttet med et Adobe CDS certifikat. Når du åbner dokumentet

i Adobe Reader, kan du se, at dokumentet er certificeret af **Penneo e-signature service** <penneo@penneo.com>. Dette er din garanti for, at indholdet af dokumentet er uændret.

Du har mulighed for at efterprøve de kryptografiske signeringsbeviser i indlejret i dokumentet ved at anvende Penneos validator på følgende websted: <https://penneo.com/validator>