

# Comet Bio Denmark ApS

Asnæsvej 16B

4400 Kalundborg

CVR No. 43297333

## Annual Report 2023

2. financial year

The Annual Report was presented and  
adopted at the Annual General Meeting of  
the Company on 12 July 2024

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Loula Sassaris Merkel  
Chairman

## Comet Bio Denmark ApS

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## **Management's Statement**

Today, Management has considered and adopted the Annual Report of Comet Bio Denmark ApS for the financial year 1 January 2023 - 31 December 2023.

The Annual Report, which has not been audited, is presented in accordance with the Danish Financial Statements Act.

Management believes that the financial statements give a true and fair view of the company's assets, liabilities and financial position and of the result.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

The conditions for not conducting an audit of the Financial Statement have been met.

The annual report is submitted for approval by the General Assembly.

Kalundborg, 30 June 2024

### **Management**

Loula Sassari Merkel

## Comet Bio Denmark ApS

### Company details

<b>Company</b>	Comet Bio Denmark ApS Asnæsvej 16B 4400 Kalundborg
CVR No.	43297333
Date of formation	9 May 2022
Financial year	1 January 2023 - 31 December 2023
<b>Management</b>	Loula Sassari Merkel

## Management's Review

### **The Company's principal activities**

The Company's principal activities are to operate a business with manufacturing and/or distribution of food ingredients for sustainable products, as well as related business.

### **Development in activities and the financial situation**

The Company's Income Statement of the financial year 1 January 2023 - 31 December 2023 shows a result of DKK -65,764,641 and the Balance Sheet at 31 December 2023 shows total assets of DKK 39,339,538 and an equity of DKK -69,757,625.

The Company has lost all of the share capital. The management expects the share capital to be restored through the Company's operations and debt write-downs.

The Company considers the result for the year to be unsatisfactory.

### **Events after the end of the financial year**

The ownership of the parent company Comet Bio Inc has changed in April 2024. As part of the change of ownership Comet Bio Denmark ApS has entered into an agreement on debt write-down with the bank of approx. 60 mio DKK. Further Comet Bio Denmark ApS are in negotiations with all creditors on debt write-downs to ensure going concern.

No further events have occurred after the end of the financial year that may have a significant impact on the financial position of the Company.

## **Accounting Policies**

The annual report of Comet Bio Denmark ApS for 2022 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B with addition of a few provisions for reporting class C.

The accounting policies applied remain unchanged from last year.

The comparative figures in the income statement comprise a period of 8 months from 9 May 2022 - 31 December 2022.

The annual report has been prepared in DKK.

## **General information**

Income is recognised in the income statement as and when it is earned, including recognition of value adjustments of financial assets and liabilities. Any costs, including depreciation, amortisation and impairment, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is likely that future economic benefits will accrue to the Company and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is likely that future economic benefits will not accrue to the Company and the value of the liability can be measured reliably.

The initial recognition measures assets and liabilities at cost. Subsequently, assets and liabilities are measured as described in the following for each item.

Certain financial assets and liabilities are measured at amortised cost, recognising a constant yield to maturity. Amortised cost is stated at initial cost less any deductions and with addition/deduction of the accumulated amortisation on the difference between cost and nominal amount.

The recognition and measurement takes into account predictable losses and risks arising before the year-end reporting and which prove or disprove matters that existed at the balance sheet date.

The carrying amount of tangible fixed assets should be estimated annually to determine if there is any indication of impairment in excess of the amount reflected by normal amortisation or depreciation. If this is the case, write-down should be made to the lower recoverable amount.

## **Income statement**

### **Gross profit**

The gross profit, in accordance with the Danish Financial Statement Act section 32 comprises direct expenses and external expenses.

### **External expenses**

External expenses comprise expenses incurred during the year for cost of sale, marketing, rental, management and administration. Also in these items are write-downs for bad debt losses.

### **Employee expenses**

Staff costs include wages and salaries, pensions to the Companies employees, as well as other social security contributions etc.

## Accounting Policies

### Financial income and financial expenses

Financial income and financial expenses include interest, financial expenses in connection with realised and unrealised exchange rate gains and losses of transactions in foreign currencies and on account transactions, etc. Financial income and expenses are recognised in the income statement with the amounts concerning the financial year.

### Tax for the year

The tax for the year consists of the current tax and the deferred tax for the year. The tax relating to the results is recognised in the income statement, whereas the tax directly relating to equity entries is taken directly to equity.

## Balance sheet

### Fixed assets under construction

The cost consists of the purchase price, expenses directly related to the purchase and expenses in relation to preparing the asset until the time when it is taken into service.

### Plants, machinery and equipment

Tangible assets are measured at cost with deduction of accumulated depreciations and write downs.

The cost consists of the purchase price, expenses directly related to the purchase and expenses in relation to preparing the asset until the time when it is taken into service.

Linear depreciations are based on the following assessment of the lifetimes of the assets:  
Lifetime 20 years with a residual value of 0.

Profit and loss on disposal of plants, machinery and equipment is calculated as the difference between the sales price less sales costs and carrying amount at the date of sale. Profit and loss is recognized in the income statement under depreciation.

### Inventories

The cost of goods for resale, raw materials and consumables are measured at cost, comprising purchase price plus delivery costs. The value will be written down to resale price for goods which are not marketable goods.

### Receivables

Receivables are measured at amortised cost. The value will be reduced by the provision for bad debts.

### Prepayments

Prepayments are measured at cost.

### Cash and cash equivalents

Cash and cash equivalents comprise cash at bank.

### Current tax and deferred tax

Current tax liabilities and tax receivables are recognised in the balance sheet as calculated tax of taxable income for the financial year adjusted for the tax paid in previous years and paid tax on account.

Deferred tax is measured on all temporary differences arising between the tax values of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination against tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity and jurisdiction.

## **Accounting Policies**

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date would be applicable when the deferred tax is expected to crystallise as current tax. A change in the deferred tax, which is a result of changes to tax rates, is recognised in the income statement with the exception of items that are taken directly to equity.

### **Other liabilities**

Other liabilities, including bank debt are measured at amortised cost corresponding substantially to nominal value.

### **Translation of foreign currencies**

Transactions in foreign currencies are translated at exchange rates approximating those in effect at the date of each transaction. Exchange rate differences arising between the transaction date rates and the rates at the date of payment are recognised under financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign exchange not settled at the balance sheet date are translated at the average of the buy and sell exchange rates available at the close of business on the balance sheet date. Differences between the exchange rates at the balance sheet date and the transaction date rates are recognised under financial income and expenses in the income statement.



## Income Statement

	Note	2023 DKK	2022 DKK
<b>Gross profit</b>		<b>-50,706,731</b>	<b>-5,043,974</b>
Employee expenses	1	-1,809,579	-361,856
Depreciation, amortisation expense and impairment losses of plant and equipment assets recognised in profit or loss	2	-11,050,632	0
<b>Result from ordinary operating activities</b>		<b>-63,566,942</b>	<b>-5,405,830</b>
Finance income	3	560,807	1,372,846
Finance expenses	4	-2,983,411	0
<b>Result from ordinary activities before tax</b>		<b>-65,989,546</b>	<b>-4,032,984</b>
Tax expense on ordinary activities		224,905	0
<b>Result</b>		<b>-65,764,641</b>	<b>-4,032,984</b>
<b>Proposed distribution of results</b>			
Retained earnings		-65,764,641	-4,032,984
<b>Distribution of result</b>		<b>-65,764,641</b>	<b>-4,032,984</b>

## Balance Sheet as of 31 December

	Note	2023 DKK	2022 DKK
<b>Assets</b>			
Fixed assets under construction	5	0	918,010
Plant, machinery and equipment	6	0	0
<b>Property, Plant and Equipment</b>		<b>0</b>	<b>918,010</b>
<b>Fixed assets</b>		<b>0</b>	<b>918,010</b>
Raw materials and consumables		0	419,351
<b>Inventories</b>		<b>0</b>	<b>419,351</b>
Receivables from group enterprises		16,469,506	0
Tax receivables		224,905	0
Other receivables		10,952,872	1,181,160
Prepayments		515,530	869,551
<b>Receivables</b>		<b>28,162,813</b>	<b>2,050,711</b>
<b>Cash and cash equivalents</b>		<b>11,176,725</b>	<b>0</b>
<b>Current assets</b>		<b>39,339,538</b>	<b>2,470,062</b>
<b>Assets</b>		<b>39,339,538</b>	<b>3,388,072</b>

## Balance Sheet as of 31 December

	Note	2023 DKK	2022 DKK
<b>Liabilities and equity</b>			
Contributed capital		40,000	40,000
Retained earnings		-69,797,625	-4,032,984
<b>Equity</b>		<b>-69,757,625</b>	<b>-3,992,984</b>
Debt to banks	7	89,478,600	0
<b>Long-term liabilities other than provisions</b>		<b>89,478,600</b>	<b>0</b>
Trade payables		17,099,248	2,325,949
Payables to group enterprises		0	4,906,691
Other payables		2,519,315	148,416
<b>Short-term liabilities other than provisions</b>		<b>19,618,563</b>	<b>7,381,056</b>
<b>Liabilities other than provisions within the business</b>		<b>109,097,163</b>	<b>7,381,056</b>
<b>Liabilities and equity</b>		<b>39,339,538</b>	<b>3,388,072</b>
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Statement of changes in Equity

	<b>Contributed capital</b>	<b>Retained earnings</b>	<b>Total</b>
Equity 1 January 2023	40,000	-4,032,984	-3,992,984
Profit (loss)	0	-65,764,641	-65,764,641
<b>Equity 31 December 2023</b>	<b>40,000</b>	<b>-69,797,625</b>	<b>-69,757,625</b>

## Notes

**1. Employee expenses**

	<b>2023</b>	<b>2022</b>
Wages and salaries	1,469,698	223,239
Pension	336,000	120,000
Social security contributions	3,881	18,617
	<u><b>1,809,579</b></u>	<u><b>361,856</b></u>
Average number of employees	<u>2</u>	<u>1</u>

**2. Depreciation, amortisation expense and impairment losses of plant and equipment assets recognised in profit or loss**

Depreciation plant and equipment	87,490	0
Impairment losses plant and equipment	10,963,142	0
	<u><b>11,050,632</b></u>	<u><b>0</b></u>

**3. Finance income**

Other finance income	560,807	1,372,846
	<u><b>560,807</b></u>	<u><b>1,372,846</b></u>

**4. Finance expenses**

Other finance expenses	2,983,411	0
	<u><b>2,983,411</b></u>	<u><b>0</b></u>

**5. Fixed assets under construction**

	<b>Fixed assets under construction</b>
Cost at the beginning of the year	918,010
Transferred to plant, machinery and equipment	-918,010
<b>Cost at the end of the year</b>	<u><b>0</b></u>
<b>Carrying amount at the end of the year</b>	<u><b>0</b></u>

## Notes

## 6. Plant, machinery and equipment

	Plant, machinery and equipment
Transferred from fixed assets under construction	918,010
Addition during the year	10,132,622
<b>Cost at the end of the year</b>	<b>11,050,632</b>
Depreciation and amortisation for the year	-87,490
Impairment losses for the year	-10,963,142
<b>Impairment losses and amortisation at the end of the year</b>	<b>-11,050,632</b>
<b>Carrying amount at the end of the year</b>	<b>0</b>

## 7. Debt to banks

	Total debt	Due within 1 year	Due after 5 years
Debt to banks	89,478,600	0	0
	<b>89,478,600</b>	<b>0</b>	<b>0</b>

Comet Bio Denmark ApS has entered into an agreement on debt write-down with the bank of approx. 60 mio DKK. Remaining debt is payable August 2028.

## 8. Uncertainties relating to going concern

The Company has lost all of the share capital. The management expects the share capital to be restored through the Company's operations and debt write-downs.

## 9. Contingent assets

The Company has a deferred tax asset of DKK 12,435,000, which has not been recognised in the balance sheet. The tax asset can be attributed to tax losses carried forward which are not expected to be utilised within the next 3-5 years. The tax asset can be carried forward indefinitely.

## 10. Contingent liabilities

The company has entered into rental agreement regarding plant and office with a termination period of 6 months, totalling approximately DKK 290,000. Further, the company is obliged to re-establish the site when production ends.

Further to the above, the Company has no other contingent liabilities and has not provided any securities.