

Viztrack ApS

**Sparresholmvej 18
2700 Brønshøj
CVR no. 43 60 23 22**

**Annual report for the period
1. november 2022 to 30. juni 2023
(1st Financial year)**

Adopted at the annual general meeting
on 10 October 2023

Niels Gorm Malý Rytter
chairman

Table of contents

	Page
Statements	
Statement by management on the annual report	1
Independent auditor's report on extended review	2
Management's review	
Company details	4
Management's review	5
Financial statements	
Accounting policies	7
Income statement 1 November 2022 - 30 June 2023	9
Balance sheet at 30 June 2023	10
Statement of changes in equity	12
Notes	13

Statement by management on the annual report

The executive board has today discussed and approved the annual report of Viztrack ApS for the financial year 1. november 2022 - 30. juni 2023.

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 company's financial position at 30. juni 2023 and of the results of the company's operations for the financial year 1. november 2022 - 30. juni 2023.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 10 October 2023

Executive board

Niels Gorm Malý Rytter
director

Mairo Leier
director

Independent auditor's report on extended review

To the Shareholder of Viztrack ApS

Opinion

We have performed extended review of the financial statements of Viztrack ApS for the financial year 1. november 2022 - 30. juni 2023, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

Based on the performed work it is our opinion, that the financial statements give a true and fair view of the company's financial position at 30. juni 2023 and of the results of the company's operations for the financial year 1. november 2022 - 30. juni 2023 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our extended review in accordance with the Danish Business Authority's standard on auditor's report for small enterprises and FSR - danish auditors' standard on extended review of financial statements in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We wish to note that the Company's ability to continue as a going concern is associated with material uncertainty. We refer to note 1 in the financial statements, which reflects uncertainty as to whether binding commitments will be entered for the financing of the Company's operations. However, as Management believes that such commitments will be entered, the financial statements have been prepared on a going concern basis. We have not modified our opinion in respect of this matter.

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.

Independent auditor's report on extended review

Auditor's responsibility for the extended review of the financial statements

Our responsibility is to express a conclusion on the accompanying financial statements. This requires us to perform procedures in order to obtain limited assurance for our conclusion on these financial statements, and in addition perform specifically required supplementary procedures in order to obtain additional assurance for our conclusion.

An extended review of financial statements includes procedures primarily consisting of making inquiries of management and others within the entity, as appropriate, applying analytical procedures and the specifically required supplementary procedures, and evaluating the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit and accordingly we do not express an audit opinion on these financial statements.

Statement on management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

In connection with our extended review of the financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the financial statements or our knowledge obtained during the extended review, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that management's review 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 management's review.

Copenhagen, 10 October 2023

TT Revision
statsautoriseret revisionsaktieselskab
CVR no. 29 16 85 04

Torben Peter Madsen
statsautoriseret revisor
MNE no. mne33231

Company details**The company**

Viztrack ApS
Sparresholmvej 18
2700 Brønshøj

CVR no.: 43 60 23 22

Reporting period: 1. november 2022 - 30. juni 2023

Financial year: 1st financial year

Domicile: Copenhagen

Executive board

Niels Gorm Malý Rytter, director
Mairo Leier, director

Auditors

TT Revision
statsautoriseret revisionsaktieselskab
Indiakaj 6
2100 København Ø

Management's review

Business review

The object of the company is to develop, produce and deliver digital solutions for tracking of goods, trailers or containers on RoRo and RoPax ships to especially the European market.

Financial review

The company's income statement for the year ended 30 June 2023 shows a loss of DKK 409.258, and the balance sheet at 30. juni 2023 shows negative equity of DKK 364.258.

The executive board finds that the fiscal year 2022/2023 for VizTrack ApS unfolded as originally envisioned, when the company was founded in autumn 2022. VizTrack ApS initiated and executed the initial phases of the development program "Project Market Ready", thanks to the financial support provided by The Danish Maritime Fund in the form of a distribution loan running providing liquidity in a 18-month period.

The key objective of program for the summer of 2023 was the realization of a 3rd generation VizTracker product, which has been successfully accomplished. Our VizTrack version 3 solution was installed on 2 terminal tractors at DFDS in Vlaardingen port in early July 2023. The testing and validation period is expected to last 3-6 months.

The company aims to achieve its set objectives for Q2 2024, which involve the realization and commercialization of a 4th generation VizTracker providing the first turnover in Q3 2024.

Management's review

Uncertainty related to going concern

As also mentioned in note 1 in the year report the company has incurred a loss of its share capital during the fiscal year. Additionally, the company's liabilities exceed its assets. This was expected given the company's nature as a development entity.

The company's funding from the balance sheet date and next 12 months will come from distributions provided by The Danish Maritime Foundation (DDMF) based on submitted and approved activity plans and budgets. This is proceeding as planned. Furthermore, a company participant has extended a loan after the balance sheet date to ensure the company has sufficient liquidity to meet its obligations as they become due.

The company's ability to continue its operations and meet its obligations to The Danish Maritime Foundation (DDMF) depend on the commercial success of the product, which will only be known when the developed product enters the market in the third quarter of 2024.

There is, therefore, a significant risk to the company's ongoing operations if the product does not meet expectations and/or if there is no opportunity to secure additional financing for necessary product adjustments.

The management believes that the product addresses a market need, and as a result, the financial statements have been prepared on a going concern basis. However, management also acknowledges that if the product is not well-received in the third quarter of 2024, there is a significant risk that the company may not be able to meet its obligations.

Significant events occurring after the end of the financial year

As mentioned a company participant has extended a loan after the end of the financial year. Besides that no events have occurred after the balance sheet date which could significantly affect the company's financial position.

Accounting policies

The annual report of Viztrack ApS for 2022/23 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The annual report for 2022/23 is presented in DKK.

As 2022/23 is the company's first reporting period, no comparatives have been presented.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits 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 from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Other external expenses

Other external expenses include expenses related to administration etc.

Other external expenses also comprise research and development costs which are recognized as operating costs.

Balance sheet

Receivables

Receivables are measured at amortised cost.

Accounting policies

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Financial liabilities are recognised on the raising of the loan at the proceeds received net of transaction costs incurred. On subsequent recognition, the financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest method. Accordingly, the difference between the net proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other debt is thus measured at amortised cost, which for cash loans corresponds to the outstanding debt. For bond loans, amortised cost corresponds to an outstanding debt calculated as the underlying cash value of the loan at the time of borrowing, adjusted by amortisation of the value adjustment of the loan at the time of borrowing.

Other liabilities, which include trade payables and payables to management, are measured at amortised cost, which is usually equivalent to nominal value.

Income statement
1 November 2022 - 30 June 2023

	<u>Note</u>	<u>2022/23</u>
Revenue		0
Other external expenses		-409.258
Gross profit		-409.258
Profit/loss before tax		-409.258
Tax on profit/loss for the year		0
Profit/loss for the year		<u>-409.258</u>
 Recommended appropriation of profit/loss		
Retained earnings		-409.258
		<u>-409.258</u>

Balance sheet at 30 June 2023

	<u>Note</u>	<u>2022/23</u>
Assets		
VAT and duties receivables		<u>4.039</u>
Receivables		<u>4.039</u>
Total current assets		<u>4.039</u>
Total assets		<u><u>4.039</u></u>

Balance sheet at 30 June 2023

	<u>Note</u>	<u>2022/23</u>
Equity and liabilities		
Share capital		45.000
Retained earnings		<u>-409.258</u>
Equity		<u>-364.258</u>
Other payables		<u>343.036</u>
Total non-current liabilities	2	<u>343.036</u>
Banks		228
Trade payables		25.000
Payables to shareholders and management		<u>33</u>
Total current liabilities		<u>25.261</u>
Total liabilities		<u>368.297</u>
Total equity and liabilities		<u><u>4.039</u></u>
Uncertainty related to going concern	1	
Contingent liabilities	3	

Statement of changes in equity

	Share capital	Retained ear- nings	Total
Equity at 1 November 2022	45.000	0	45.000
Net profit/loss for the year	0	-409.258	-409.258
Equity at 30 June 2023	45.000	-409.258	-364.258

Notes

1 Uncertainty related to going concern

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The company's funding from the balance sheet date and next 12 months will come from distributions provided by The Danish Maritime Foundation (DDMF) based on submitted and approved activity plans and budgets. This is proceeding as planned. Furthermore, a company participant has extended a loan after the balance sheet date to ensure the company has sufficient liquidity to meet its obligations as they become due.

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2 Long term debt

	Debt at 1 November 2022	Debt at 30 June 2023	Instalment next year	Debt outstan- ding after 5 years
Other payables	0	343.036	0	0
	0	343.036	0	0

Other payables constitute a long-term loan until November 1, 2025. After this date, repayment obligations come into effect. Repayment occurs in installments every six months, amounting to 1/6 of the present loan at the time of repayment.

Notes

3 Contingent liabilities

Other contingent liabilities

The company is subject to contractual obligations towards the Danish Maritime Fund. In the event of a significant breach of these obligations, the company will be met with a demand for immediate repayment of the disbursed amounts from the fund.