



B a a g ø e | S c h o u
statsautoriseret revisionsaktieselskab

Nordic Brand Hub Holding A/S

Staktoften 2, Trørød, 2950 Vedbæk

Company reg. no. 43 76 17 73

Annual report

2023

This document has esignatur Agreement-ID: 643523yhjY251656264

The annual report was submitted and approved by the general meeting on the 22 March 2024.

Anne Julie Kristiansen
Chairman of the meeting



Contents

	<u>Page</u>
Reports	
Management's statement	1
Independent auditor's report	2
Management's review	
Company information	5
Management's review	6
Financial statements 1 January - 31 December 2023	
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes	11
Accounting policies	12

Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.



Management's statement

Today, the Board of Directors and the Managing Director have approved the annual report of Nordic Brand Hub Holding A/S for the financial year 2023.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

We consider the chosen accounting policy to be appropriate, and in our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023.

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

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 22 March 2024

Managing Director

Anne Julie Kristiansen

Board of directors

Hermann Valur Haraldsson
Chairman

Sandra Helén Gadd

Mads Bruun Famme



Independent auditor's report

To the Shareholder of Nordic Brand Hub Holding A/S

Opinion

We have audited the financial statements of Nordic Brand Hub Holding A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies, for the Company. The financial statements are prepared under 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 2023, and of the results of the Company's operations for the financial year 1 January - 31 December 2023 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 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.



Independent auditor's report

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.
- 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.

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.



Independent auditor's report

In connection with our audit 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 audit, 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 Statement Act. We did not identify any material misstatement of Management's Review.

Copenhagen, 22 March 2024

Baagøe | Schou

State Authorised Public Accountants
Company reg. no. 21 14 81 48

Bent Pallesen

State Authorised Public Accountant
mne21443



Company information

The company	Nordic Brand Hub Holding A/S Staktoften 2 Trørød 2950 Vedbæk
	Company reg. no. 43 76 17 73 Established: 1 January 2023 Domicile: Rudersdal Financial year: 1 January - 31 December
Board of directors	Hermann Valur Haraldsson, Chairman Sandra Helén Gadd Mads Bruun Famme
Managing Director	Anne Julie Kristiansen
Auditors	Baagøe Schou statsautoriseret revisionsaktieselskab Fiolstræde 44, 3. th. 1171 København K
Parent company	Boozt AB, Sweden
Subsidiary	Nordic Brand Hub A/S, Rudersdal



Management's review

Description of key activities of the company

The company's main activity is to run a holding business and related business and to hold capital shares in companies.

Development in activities and financial matters

Loss from ordinary activities after tax is DKK -7.458.000. The management considers the year's loss to be expected.

Events occurring after the end of the financial year

After the end of the financial year, no events have occurred that could significantly affect the company's financial position.



Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2023</u>
Gross profit	2.090.352
1 Staff costs	<u>-2.108.272</u>
Operating profit	-17.920
Other financial income	5.053
2 Other financial expenses	<u>-9.454.047</u>
Pre-tax net profit or loss	-9.466.914
3 Tax on net profit or loss for the year	<u>2.008.588</u>
Net profit or loss for the year	<u>-7.458.326</u>
Proposed distribution of net profit:	
Allocated from retained earnings	<u>-7.458.326</u>
Total allocations and transfers	<u>-7.458.326</u>



Balance sheet

All amounts in DKK.

<u>Note</u>	<u>31/12 2023</u>
Assets	
Non-current assets	
Investment in group enterprise	275.000.000
Total investments	<u>275.000.000</u>
Total non-current assets	<u>275.000.000</u>
Current assets	
Deferred tax assets	1.217.000
Income tax receivables	791.588
Total receivables	<u>2.008.588</u>
Cash and cash equivalents	<u>379.547</u>
Total current assets	<u>2.388.135</u>
Total assets	<u>277.388.135</u>



Balance sheet

All amounts in DKK.

<u>Note</u>	<u>31/12 2023</u>
Equity and liabilities	
Equity	
Contributed capital	400.000
Retained earnings	47.541.674
Total equity	47.941.674
Liabilities other than provisions	
Trade payables	10.000
Payables to group enterprises	228.849.141
Other payables	587.320
Total short term liabilities other than provisions	229.446.461
Total liabilities other than provisions	229.446.461
Total equity and liabilities	277.388.135
4 Charges and security	
5 Contingencies	



Statement of changes in equity

All amounts in DKK.

	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity 1 January 2023	400.000	0	400.000
Group subsidy	0	55.000.000	55.000.000
Retained earnings for the year	0	-7.458.326	-7.458.326
	<u>400.000</u>	<u>47.541.674</u>	<u>47.941.674</u>



Notes

All amounts in DKK.

	<u>2023</u>
1. Staff costs	
Salaries and wages	2.087.000
Pension costs	19.000
Other costs for social security	<u>2.272</u>
	<u>2.108.272</u>
Average number of employees	<u>1</u>
2. Other financial expenses	
Financial costs, group enterprises	<u>9.454.047</u>
	<u>9.454.047</u>
3. Tax on net profit or loss for the year	
Tax on net profit or loss for the year	-791.588
Adjustment of deferred tax for the year	<u>-1.217.000</u>
	<u>-2.008.588</u>
4. Charges and security	
The company is not liable for pledges or collateral.	
5. Contingencies	
Joint taxation	
With Boozt Fashion ApS, company reg. no 32 55 14 16 as administration company, the company is subject to the Danish scheme of joint taxation and unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for the total corporation tax.	
The jointly taxed enterprises' total known net liability to the Danish tax authorities emerges from the financial statements of the administration company.	



Accounting policies

The annual report for Nordic Brand Hub Holding A/S has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The annual report is presented in DKK. The annual report comprises the first financial year and hence comparative figures are not available.

No consolidated financial statements have been prepared pursuant to section 112 (1) of the Danish Financial Statements Act. The financial statements of Nordic Brand Hub Holding A/S and its group enterprises are included in the consolidated financial statements for Boozt AB, Malmø, reg. no. 556793-5183.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, write-downs for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, and work in progress, own work capitalised, other operating income, and external costs.



Accounting policies

The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Revenue is measured at the fair value of the consideration promised exclusive of VAT and taxes and less any discounts relating directly to sales.

Other external expenses comprise expenses incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Results from investment in group enterprise

Dividend from investment in group enterprise is recognised in the financial year in which the dividend is declared.

If the dividend received exceeds the proportionate share of the year's result, this is considered an indication of impairment, which entails a requirement to prepare an impairment test.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The company is subject to Danish rules on compulsory joint taxation of Danish group enterprises.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).



Accounting policies

Statement of financial position

Investments

Investments in group enterprise

Investments in group enterprise are recognised and measured at cost. If the recoverable amount is lower than the cost price, it shall be written down for impairment to this lower value.

Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets as well as equity investment in group enterprise are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. write-down for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

Previously recognised impairment losses are reversed when conditions for impairment no longer exist. Impairment relating to goodwill is not reversed.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand.

Income tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

The company is jointly taxed with consolidated Danish companies. The current corporate income tax is distributed between the jointly taxed companies in proportion to their taxable income and with full distribution with reimbursement as to tax losses. The jointly taxed companies are comprised by the Danish tax prepayment scheme.

Joint taxation contributions payable and receivable are recognised in the statement of financial position as "Tax receivables from group enterprises" or "Income tax payable to group enterprises"



Accounting policies

According to the rules of joint taxation, Nordic Brand Hub Holding A/S is unlimitedly, jointly, and severally liable to pay the Danish tax authorities the total income tax, including withholding tax on interest, royalties, and dividends, arising from the jointly taxed group of companies.

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

Liabilities other than provisions

Liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Anne Julie Kristiansen

Navnet returneret af dansk MitID var:
Anne Julie Kristiansen
Managing Director
ID: 5849257b-bf5b-4ce6-af6f-057e725fdf79
CPR-match med dansk MitID
Dato for underskrift: 26-03-2024
Underskrevet med MitID



Hermann Valur Haraldsson

Navnet returneret af dansk MitID var:
Hermann Valur Haraldsson
Chairman
ID: 65a57adf-1139-446a-baff-315e789a074a
CPR-match med dansk MitID
Dato for underskrift: 22-03-2024
Underskrevet med MitID



Sandra Helén Gadd

Navnet returneret af svensk BankID (SE) var:
SANDRA GADD
Board member
SSN-match med svensk BankID (SE)
Dato for underskrift: 22-03-2024
Underskrevet med BankID (SE)



Mads Bruun Famme

Navnet returneret af dansk MitID var:
NAVNE & ADRESSEBESKYTTET
Board member
ID: b8fe0509-4d38-4a1e-92d2-f2fd110716dc
CPR-match med dansk MitID
Dato for underskrift: 22-03-2024
Underskrevet med MitID



Bent Pallesen

Navnet returneret af dansk MitID var:
Bent Pallesen
State Authorised Public Accountant
ID: 6f0874d4-557c-4860-903f-167537f93685
CVR-match med dansk MitID
Dato for underskrift: 26-03-2024
Underskrevet med MitID



Anne Julie Kristiansen

Navnet returneret af dansk MitID var:
Anne Julie Kristiansen
Chairman of the meeting
ID: 5849257b-bf5b-4ce6-af6f-057e725fdf79
CPR-match med dansk MitID
Dato for underskrift: 26-03-2024
Underskrevet med MitID

