

Roima Denmark Holding ApS

Kongevejen 340, 2, th

2840 Holte

CVR No. 44250470

Annual Report **18-08-2023 - 31-12-2023**

1. financial year

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 5 July 2024

Markus Jouni Kalervo Kalalahti
Chair

Roima Denmark Holding ApS

Contents

Management's Statement	3
Independent Auditors' Report	4
Company Information	6
Management's Review	7
Accounting Policies	8
Income Statement	11
Balance Sheet	12
Notes	14

Roima Denmark Holding ApS

Management's Statement

Today, Management has considered and adopted the Annual Report of Roima Denmark Holding ApS for the financial year 18 August 2023 - 31 December 2023.

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 assets, liabilities and financial position of the Company at 31 December 2023 and of the results of the Company's operations for the financial year 18 August 2023 - 31 December 2023.

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

We recommend that the Annual Report be adopted at the Annual General Meeting.

Holte, 5 July 2024

Executive Board

Søren Holm Jensen
Man. Director

Board of Directors

Markus Jouni Kalervo Kalalahti
Chairman

Anna Karoliina Allenius
Member

Antti Jani Petteri Varis
Member

Independent Auditors' Report

To the shareholder of Roima Denmark Holding ApS

Opinion

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 18 August - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Roima Denmark Holding ApS for the financial year 18 August - 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

Basis of 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.

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 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, in our view, 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 in Management's Review.

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

Independent Auditors' Report

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 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.

Aalborg, 5 July 2024

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR-no. 33771231

Rasmus Møllgaard Stenskrøge
State Authorised Public Accountant
mne34161

Jeff Boye Ibsen
State Authorised Public Accountant
mne49859

Roima Denmark Holding ApS

Company details

Company	Roima Denmark Holding ApS Kongevejen 340, 2, th 2840 Holte
CVR No.	44250470
Date of formation	18 August 2023
Financial year	18 August 2023 - 31 December 2023
Board of Directors	Markus Jouni Kalervo Kalalahti Anna Karoliina Allenius Antti Jani Petteri Varis
Executive Board	Søren Holm Jensen
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Skelagervej 1A 9000 Aalborg CVR-no.: 33771231
Bank	Nordea

Management's Review

The Company's principal activities

The Company's principal activities consist in providing administrative services, to invest in and hold capital shares in companies and other business which, at the board's discretion, is directly or indirectly connected with it.

Development in the activities and the financial situation of the Company

The Company's Income Statement of the financial year 18 August 2023 - 31 December 2023 shows a result of DKK -2.559.477 and the Balance Sheet at 31 December 2023 a balance sheet total of DKK 161.018.283 and an equity of DKK -2.519.477.

Material changes in the Company's operations and financial matters

The Company has lost more than 50% of its share capital during the financial year. The parent entity of the Company, Roima Intelligence Oy, will support the Company financially. For elaboration please refer to note 1.

Accounting Policies

Reporting Class

The annual report of Roima Denmark Holding ApS for 18-08-23 - 31-12-23 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B and elective choice of certain provisions applying to reporting class C.

As the financial year 18-08-23 - 31-12-23 is the Company's first financial year, the Financial Statements with associated notes have been prepared without comparative figures from the previous year.

Reporting currency

The annual report is presented in Danish kroner.

General information

Basis of recognition and measurement

The financial statement have been prepared under the historical cost principle.

Income is recognised in the income statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortized cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortization, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 probable that future economic benefits attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the financial statement, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Income statement

Gross profit/loss

The Company has decided to aggregate certain items of the income statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

Gross profit is a combination of the items of revenue, change in inventories of finished goods, work in progress and goods for resale, other operating income, costs for raw materials and consumables and other external expenses.

Accounting Policies

Revenue

Revenue is recognised in the income statement if the goods have been delivered and the risk has passed to the buyer before year-end and if the revenue can be reliably calculated and expected to be received. Revenue is recognised excluding VAT and all discounts granted are recognised in revenue.

External expenses

Operating expenses

Other external expenses include expenses for administration and premises etc.

Financial income and expenses

Financial income and expenses are recognised in the income statement based at the amounts that concern the financial year. Financial income and expenses include interest revenue and expenses, financial expenses of finance leases, realised and unrealised capital gains and losses regarding securities, accounts payable and transactions in foreign currencies, repayment on mortgage loans, and surcharges and allowances under the advance-payment of tax scheme.

Tax on net profit for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

Balance sheet

Long term investments

Equity investments in group enterprises

Equity investments in group enterprises are measured at cost. Dividends that exceed accumulated earnings of the group enterprise during the ownership period are treated as a reduction of the cost. If cost exceeds the net realizable value, a write-down to this lower value will be performed.

Receivables

Receivables are measured at amortized cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand as well as short-term securities with a term of less than three months which can be converted directly into cash at bank and in hand and involve only an insignificant risk of value changes.

Equity

Equity comprises the working capital and a number of equity items that may be statutory or stipulated in the articles of association.

Current tax liabilities

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

The Company are jointly and severally liable as the administration company for subsidiaries corporate taxes to the tax authorities.

Liabilities

Financial liabilities are recognised initially at the proceeds received net of transaction expenses incurred. In subsequent periods, financial liabilities are measured at amortized cost, corresponding to the capitalized value using the effective interest method, so that the difference between the proceeds and the nominal value is recognised in the income statement over the life of the financial instrument.

Accounting Policies

Mortgage debt is accordingly measured at amortized cost, corresponding to the outstanding balance in case of cash loans. In case of bond loans, amortized cost corresponds to the outstanding balance determined as the underlying cash value of the loans at the time of borrowing adjusted for amortisation of capital losses on the loans over the repayment period.

Other liabilities are measured at net realisable value.

Other payables

Other payables are measured at amortized cost, which usually corresponds to the nominal value.

Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

Roima Denmark Holding ApS

Income Statement

	Note	18-08-23 - 31-12-23 kr.
Gross profit		-77.041
Other finance income	3	32.915
Finance expenses	4	-3.070.360
Profit from ordinary activities before tax		-3.114.486
Tax expense on ordinary activities		555.009
Profit		-2.559.477
 Proposed distribution of results		
Retained earnings		-2.559.477
Distribution of profit		-2.559.477

Roima Denmark Holding ApS

Balance Sheet as of 31 December

	Note	2023 kr.
Assets		
Long-term investments in group enterprises	5, 6	154.134.728
Investments		154.134.728
Fixed assets		154.134.728
Short-term receivables from group enterprises		48.116
Short-term tax receivables from group enterprises		695.398
Other short-term receivables		541
Receivables		744.055
Cash and cash equivalents		6.139.500
Current assets		6.883.555
Assets		161.018.283

Balance Sheet as of 31 December

	Note	2023 kr.
Liabilities and equity		
Contributed capital		40.000
Retained earnings		-2.559.477
Equity		<u>-2.519.477</u>
Payables to group enterprises		153.403.425
Long-term liabilities other than provisions	7	<u>153.403.425</u>
Trade payables		3.602
Tax payables		140.389
Other payables		9.990.344
Short-term liabilities other than provisions		<u>10.134.335</u>
Liabilities other than provisions within the business		<u>163.537.760</u>
Liabilities and equity		<u>161.018.283</u>
Uncertainties relating to going concern	1	
Contingent liabilities	8	
Collaterals and assets pledges as security	9	

Notes

1. Uncertainties relating to going concern

The Company has lost more than 50% of its share capital during the financial year. The Company expects to re-establish the share capital through future earnings.

The parent entity of the Company, Roima Intelligence Oy, will support the Company financially with a cash capital contribution. Furthermore, the parent entity has submitted a declaration of support, that it will provide the Company with financial support up to and including 12 months after the approval of this annual report, so that the Company can pay and settle its obligations.

On this basis, Management assess that the Company has adequate capital resources and prepare the Financial Statements on a going concern basis.

2. Employee benefits expense

	18-08-23 - 31-12-23
Average number of employees	<u>1</u>

3. Other finance income

	18-08-23 - 31-12-23
Other finance income	<u>32.915</u>
	<u>32.915</u>

4. Finance expenses

	18-08-23 - 31-12-23
Finance expenses arising from group enterprises	3.059.340
Other finance expenses	<u>11.020</u>
	<u>3.070.360</u>

5. Long-term investments in group enterprises

	2023
Addition during the year	<u>154.134.728</u>
Cost at the end of the year	<u>154.134.728</u>
Carrying amount at the end of the year	<u>154.134.728</u>

6. Disclosure in long-term investments in group enterprises and associates

Group enterprises

Name	Registered office	Share held in %
Perito Consulting ApS	Holte, Denmark	100,00

Notes

7. Long-term liabilities

	Due after 1 year	Due within 1 year	Due after 5 years
Payables to group enterprises	153.403.425	0	153.403.425
	<u>153.403.425</u>	<u>0</u>	<u>153.403.425</u>

8. Contingent liabilities

The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation.

9. Collaterals and securities

No securities or mortgages exist at the balance sheet date.