

ADA SCAN HOLDING APS
C/O STEFAN SCHMIDT, FENGERSVEJ 31 1., 5230 ODENSE M
ANNUAL REPORT
1 JANUARY - 31 DECEMBER 2022

**The Annual Report has been presented and
adopted at the Company's Annual General
Meeting on 12 July 2023**

Lutz-Mathias Hübner

The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.

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COMPANY DETAILS

Company	ADA SCAN HOLDING APS
	c/o Stefan Schmidt, Fengersvej 31 1.
	5230 Odense M
	CVR No.: 36 69 96 63
	Established: 30 March 2015
Executive Board	Municipality: Odense
	Financial Year: 1 January - 31 December
	Lutz-Mathias Hübner
	Benjamin Jeronimo Jorberg
Auditor	BDO Statsautoriseret revisionsaktieselskab
	Havneholmen 29
	1561 Copenhagen V
Bank	Danske Bank
	Holmens Kanal 2-12
	1092 Copenhagen K

MANAGEMENT'S STATEMENT

Today the Executive Board have discussed and approved the Annual Report of ADA SCAN HOLDING APS for the financial year 1 January - 31 December 2022.

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 Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022.

The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.

We recommend the Annual Report be approved at the Annual General Meeting.

Odense, 12 July 2023

Executive Board

Lutz-Mathias Hübner

Benjamin Jeronimo Jorberg

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of ADA SCAN HOLDING APS

Opinion

We have audited the Financial Statements of ADA SCAN HOLDING APS for the financial year 1 January - 31 December 2022, which comprise income statement, Balance Sheet, statement of changes in equity, notes and a summary of significant 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 assets, liabilities and financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 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 are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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.

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.

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 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 Commentary

Management is responsible for Management Commentary.

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

Based on the work we have performed, we conclude that Management Commentary 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 Commentary.

Copenhagen, 12 July 2023

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Ole C. K. Nielsen
State Authorised Public Accountant
MNE no. mne23299

MANAGEMENT COMMENTARY

Principal activities

The company's purpose is to invest and own shares in other companies and provide administrative and management services to such companies.

Recognition and measurement uncertainty

The impairment test of the investment in the subsidiary ADA International Scandinavia A/S is sensitive to key assumptions regarding expected cash flow in the budget period, growth rate in the terminal period and WACC. Because of the Covid-19 situation 2020-2022 has been a difficult year and this has put all investments under pressure, so therefore the investment is now considered to be impaired, and a write-down has been made to secure the future value of this asset.

Profit/loss for the year compared to the expected development

The income statement for 2022 shows a loss of DKK 70,414 thousand against a loss of DKK ('000) 1,829 last year, and the balance sheet at 31 December 2022 shows negative equity of DKK ('000) -30,166 .

The company has because of the impairment of the investment in its subsidiary lost all of its equity, and therefore management has made a plan for a downstream merger between the company and its subsidiary in 2023, and at the same time the equity will be reestablished.

ADA Group stands behind continued financing on the company as it has done always.

Significant events after the end of the financial year

Beside the planned merger in 2023, no other events have happened after the balance sheet date which may change our assessment of the Annual Report.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2022 DKK	2021 DKK
Other external expenses.....		-9.430	-132.201
OPERATING LOSS.....		-9.430	-132.201
Other financial income.....	2	176.353	190.097
Impairment of asset investments.....		-68.996.212	0
Other financial expenses.....	3	-1.985.605	-1.838.015
LOSS BEFORE TAX.....		-70.814.894	-1.780.119
Tax on profit/loss for the year.....	4	400.110	-49.285
LOSS FOR THE YEAR.....		-70.414.784	-1.829.404
PROPOSED DISTRIBUTION OF PROFIT			
Retained earnings.....		-70.414.784	-1.829.404
TOTAL.....		-70.414.784	-1.829.404

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2022 DKK	2021 DKK
Equity investments in group enterprises.....		8.000.000	76.996.212
Financial non-current assets.....	5	8.000.000	76.996.212
NON-CURRENT ASSETS.....		8.000.000	76.996.212
Receivables from group enterprises.....		9.612.614	9.167.820
Deferred tax assets.....		682.008	356.079
Receivables corporation tax.....		220.000	0
Joint taxation contribution receivable.....		317.576	815.567
Receivables.....	6	10.832.198	10.339.466
CURRENT ASSETS.....		10.832.198	10.339.466
ASSETS.....		18.832.198	87.335.678

BALANCE SHEET AT 31 DECEMBER

EQUITY AND LIABILITIES	Note	2022 DKK	2021 DKK
Share capital.....		50.000	50.000
Retained profit.....		-30.216.088	40.198.696
EQUITY.....		-30.166.088	40.248.696
Trade payables.....		34.600	71.000
Payables to group enterprises.....		48.963.686	46.980.042
Corporation tax.....		0	35.940
Current liabilities.....		48.998.286	47.086.982
LIABILITIES.....		48.998.286	47.086.982
EQUITY AND LIABILITIES.....		18.832.198	87.335.678

Contingencies etc. 7

EQUITY

	Share capital	Retained profit	Total
Equity at 1 January 2022.....	50.000	40.198.696	40.248.696
Proposed profit allocation.....		-70.414.784	-70.414.784
Equity at 31 December 2022.....	50.000	-30.216.088	-30.166.088

NOTES

			Note
	2022 DKK	2021 DKK	
Staff costs			1
Average number of employees	1	1	
Other financial income			2
Group enterprises.....	151.992	0	
Other interest income.....	24.361	190.097	
	176.353	190.097	
Other financial expenses			3
Group enterprises.....	1.985.600	1.837.452	
Other interest expenses.....	5	563	
	1.985.605	1.838.015	
Tax on profit/loss for the year			4
Calculated tax on taxable income of the year.....	-74.181	-35.547	
Adjustment of tax for previous years.....	0	440.911	
Adjustment of deferred tax.....	-325.929	-356.079	
	-400.110	49.285	
Financial non-current assets			5
		Equity investments in group enterprises	
Cost at 1 January 2022.....		76.996.212	
Cost at 31 December 2022.....		76.996.212	
Revaluation and impairment losses for the year		-68.996.212	
Revaluation at 31 December 2022.....		-68.996.212	
Carrying amount at 31 December 2022.....		8.000.000	
Receivables falling due after more than one year			6
None			

NOTES**Note****Contingencies etc.****7****Joint liabilities**

The Danish companies of the group is jointly and severally liable for tax on the group's jointly taxed income and for certain possible withholding taxes such as dividend tax and royalty tax, and for the joint registration of VAT.

Tax payable of the group's jointly taxed income amounts to DKK ('000) 899 at the Balance Sheet date.

ACCOUNTING POLICIES

The Annual Report of ADA SCAN HOLDING APS for 2022 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The format of the income statement has been adjusted to the Company's activities as a holding Company.

The Annual Report is prepared consistently with the accounting principles applied last year.

INCOME STATEMENT

Income from investments in subsidiaries

Dividend from equity interests is recognised in the financial year in which the dividend is declared. In connection with transfers, potential profits are recognised when the economic rights related to the sold equity interests are transferred, however, at the earliest when the profit has been realised or is regarded as realisable. Moreover, realised losses other than impairments are included where identified.

Other external expenses

Other external expenses include cost of administration etc.

Financial income and expenses

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from securities, debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial income and expenses are recognised by the amounts that relate to the financial year. Interest income and expenses are calculated on amortised cost prices.

Tax

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the Income Statement by the share that may be attributed to the profit for the year, and is recognised directly in equity by the share that may be attributed to entries directly to equity.

BALANCE SHEET

Financial non-current assets

Equity investments in are measured at cost. If the cost exceeds the net realisable value, this is written down to the lower value.

Impairment of fixed assets

The carrying amount of fixed assets are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the carrying amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

ACCOUNTING POLICIES

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

Tax payable and deferred tax

Current tax liabilities and receivable current tax are recognised in the Balance Sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The Company is subject to joint taxation with Danish Group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the tax-on-account scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are measured at the amount at which the asset is expected to be used within a reasonable number of years, either by setoff against tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity.

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 will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities

Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.