Modulex Holding ApS

Kløvervej 95, 7190 Billund
CVR-nr. 42 31 69 70

Annual Report 2024

1 January - 31 December

The Annual Report has been presented and adopted at the Company's Annual General Meeting on 25 June 2025

Mikkel Arreborg

Contents

Company Details

Company	Modulex Holding ApS Kløvervej 95 7190 Billund	
	CVR No.:	42 31 69 70
	Established:	19 April 2021
	Municipality:	Billund
	Financial Year:	1 January - 31 December
Board of Directors	Søren Sonne, chairman of the board Philippa Clare Brown Ketil Mølbach Staalesen	
Executive Board	Ketil Mølbach Staalesen	
Auditor	BDO Statsautoriseret revisionsaktieselskab Birk Centerpark 30 7400 Herning	

Management's Statement

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of Modulex Holding ApS for the financial year 1 January - 31 December 2024.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

In our opinion the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of Group's and the Company's assets, liabilities and financial position at 31 December 2024 and of the results of Group's and the Company's operations and cash flows for the financial year 1 January - 31 December 2024.

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.

Billund, 25 June 2025

Executive Board

Ketil Mølbach Staalesen

Board of Directors

Søren Sonne Chairman of the board	Philippa Clare Brown	Ketil Mølbach Staalesen

Independent Auditor's Report

To the Shareholders of Modulex Holding ApS

Opinion

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of Modulex Holding ApS for the financial year 1 January - 31 December 2024, which comprise income statement, Balance Sheet, statement of changes in equity, notes and a summary of significant accounting policies for both the Group and the Parent Company, as well as consolidated statement of cash flows for the Group. The Consolidated Financial Statements and the Parent Company Financial Statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the assets, liabilities and financial position of the Group or the Company at 31 December 2024 and of the results of the Group and the Parent Company's operations as well as the consolidated cash flows of the Group for the financial year 1 January - 31 December 2024 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 Consolidated Financial Statements and the Parent Company Financial Statements" section of our report. We are independent of the Group 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 Consolidated Financial Statements and the Parent Company Financial Statements

Management is responsible for the preparation of Consolidated Financial Statements and the Parent Company 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 Consolidated Financial Statements and the Parent Company Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements and the Parent Company Financial Statements, Management is responsible for assessing the Group's and the Parent 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 Consolidated Financial Statements and the Parent Company Financial Statements unless Management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements and the Parent Company 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 Consolidated Financial Statements and the Parent Company 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 Consolidated Financial Statements and the Parent Company 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 Group's and the Parent 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 Consolidated Financial Statements and the Parent Company 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 Group's and the Parent 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 Consolidated Financial Statements and the Parent Company 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 Group and the Parent Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the Consolidated Financial Statements and the Parent Company Financial Statements, including the disclosures, and whether the Consolidated Financial Statements and the Parent Company Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the Group Financial Statements and the Parent Company Financial Statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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 Consolidated Financial Statements and the Parent Company Financial Statements does not cover Management Commentary, and we do not express any form of assurance conclusion thereon.

Independent Auditor's Report

In connection with our audit of the Consolidated Financial Statements and the Parent Company Financial Statements, our responsibility is to read Management Commentary and, in doing so, consider whether Management Commentary is materially inconsistent with the Consolidated Financial Statements and the Parent Company 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 Consolidated Financial Statements and the Parent Company 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.

Herning, 25 June 2025

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Jacob Frydkjær Juulsgaard
State Authorised Public Accountant
MNE no. mne46610

Financial Highlights of the Group

	2024 DKK '000	2023 DKK '000	2022 DKK '000	2021 DKK '000
Income statement				
Net revenue	222.360	181.525	216.594	140.035
Gross profit/loss	95.466	70.257	71.298	48.854
EBITDA	30.087	22.833	15.486	16.984
Operating profit/loss of main activities	26.097	16.845	9.808	9.796
Financial income and expenses, net	-1.932	7.443	-1.007	-744
Profit/loss for the year	19.755	25.429	6.355	6.776
Balance sheet				
Total assets	113.874	117.620	121.254	124.469
Equity	37.157	17.641	37.829	40.846
Cash flows				
Investment in property, plant and equipment	-354	2.776	2.548	-3.037
Average number of full-time employees	**93**	**89**	**161**	**164**
Key ratios				
Gross margin	42,9	38,7	32,9	34,9
Operating margin	11,7	9,3	4,5	0,0
Equity ratio	32,6	15,0	31,2	32,8
Return on assets	22,9	14,3	8,1	7,9
Return on equity	72,1	91,7	16,2	33,2

The ratios stated in the list of key figures and ratios have been calculated as follows:

Gross margin: $\frac{\text{Gross profit x 100}}{\text{Net revenue}}$

Operating margin: $\frac{\text{Operating profit/loss x 100}}{\text{Net revenue}}$

Equity ratio: $\frac{\text{Equity at year-end x 100}}{\text{Total assets, at year-end}}$

Return on equity: $\frac{\text{Profit/loss after tax x 100}}{\text{Average equity}}$

Return on assets $\frac{\text{Profit/loss of ordinary operations x 100}}{\text{Total assets at year end}}$

Management Commentary

Principal activities
The Modulex Group is engaged in the development, production, and sale of signage systems and visual communication solutions, including wayfinding, digital signage, and branded environments. The Group delivers both standardized and customized solutions to businesses and public institutions globally and holds a strong market position in Europe, North America, and Asia

Development in activities and financial and economic position
n 2024, the Group continued its positive development and achieved a profit after tax of DKK 19.8 million. Equity decreased to DKK 37.2 million as of 31 December 2024, reflecting the year's profit and an extraordinary dividend distribution during 2024. During the year, the Group expanded its presence in Scandinavia through an acquisition and a subsequent strategic merger between two Swedish entities. Investments were also made in new products and sustainable materials. No significant uncertainties in recognition or measurement have been identified, and the year's result has not been affected by unusual events.

Profit/loss for the year compared to the expected development
The Group's result for 2024 exceeded management's expectations, primarily due to several large projects for Global Accounts. The result was lower than in 2023, which included extraordinary income from the sale of equity interests. Management therefore considers the Group's 2024 result to be satisfactory.

Significant events after the end of the financial year
No events have occurred after the end of the financial year of material importance for the Company's financial position.

Future expectations
Management expects a consolidated profit after tax in the range of DKK 15–18 million in 2025. Growth will be supported by continued investments in sales activities, expansion of the partner network, strategic acquisitions, and ongoing innovation in sustainable signage solutions. Management assesses that the Group is financially and operationally well-positioned to achieve its objectives, despite uncertainty in the global market.

Income Statement 1 January - 31 December

	Note	Group 2024 DKK '000	Group 2023 DKK '000	Parent Company 2024 DKK '000	Parent Company 2023 DKK '000
Net revenue		**222.360**	**181.525**	**0**	**0**
Production costs	1	-126.894	-111.268	0	0
Gross profit/loss		**95.466**	**70.257**	**0**	**0**
Distribution costs	1	-58.249	-41.457	0	0
Administrative expenses	1	-12.890	-13.241	-102	-258
Operating profit		**24.327**	**15.559**	**-102**	**-258**
Other operating income		1.858	1.286	0	0
Other operating expenses		-88	0	0	0
Operating profit		**26.097**	**16.845**	**-102**	**-258**
Income from investments in subsidiaries and associates	2	0	0	16.388	24.241
Other financial income	3	433	9.665	1	1
Other financial expenses		-2.365	-2.222	-2.139	-1.176
Profit before tax		**24.165**	**24.288**	**14.148**	**22.808**
Tax on profit/loss for the year	4	-4.410	-687	489	277
Profit for the year - discontinued operations		**19.755**	**23.601**	**14.637**	**23.085**
Result from discontinued operations		0	1.828	0	0
Profit for the year	5	**19.755**	**25.429**	**14.637**	**23.085**

Balance Sheet at 31 December

Assets

		Group		Parent Company	
	Note	2024 DKK '000	2023 DKK '000	2024 DKK '000	2023 DKK '000
Acquired concessions, patents, licences, trademarks and similar rights		14	34	0	0
Goodwill		13.043	14.078	0	0
Intangible assets	6	**13.057**	**14.112**	**0**	**0**
Production plant and machinery		2.360	2.231	0	0
Other plant, fixtures and equipment		347	518	0	0
Leasehold improvements		211	583	0	0
Property, plant and equipment in progress and prepayments for Property, plant and equipment		0	591	0	0
Property, plant and equipment	7	**2.918**	**3.923**	**0**	**0**
Investments in subsidiaries		0	0	51.334	65.658
Investments in associates		1.093	0	0	0
Rent deposit and other receivables		1.177	1.207	0	0
Financial non-current assets	8	**2.270**	**1.207**	**51.334**	**65.658**
Non-current assets		**18.245**	**19.242**	**51.334**	**65.658**

Balance Sheet at 31 December

Assets (continued)

	Note	Group 2024 DKK '000	Group 2023 DKK '000	Parent Company 2024 DKK '000	Parent Company 2023 DKK '000
Expenses for raw materials and consumables		7.856	6.546	0	0
Work in progress		1.775	1.943	0	0
Finished goods and goods for resale		1.381	1.645	0	0
Inventories		**11.012**	**10.134**	**0**	**0**
Trade receivables		54.653	46.275	0	0
Receivables from group enterprises		0	0	15	0
Deferred tax assets	9	4.917	6.036	66	0
Other receivables		2.128	6.117	578	0
Corporation tax receivable		72	0	72	0
Joint tax contribution receivable		0	0	423	244
Prepayments	10	3.622	1.967	0	0
Receivables		**65.392**	**60.395**	**1.154**	**244**
Cash and cash equivalents		**19.225**	**27.849**	**0**	**985**
Current assets		**95.629**	**98.378**	**1.154**	**1.229**
Assets		**113.874**	**117.620**	**52.488**	**66.887**

Balance Sheet at 31 December

Equity and liabilities

	Note	Group 2024 DKK '000	Group 2023 DKK '000	Parent Company 2024 DKK '000	Parent Company 2023 DKK '000
Share capital		1.000	1.000	1.000	1.000
Reserve for net revaluation under the equity method		0	0	6.374	20.698
Fair value reserve for currency translation of foreign entities		651	398	0	0
Retained earnings		17.708	14.031	11.983	-6.266
Proposed dividend		11.000	0	11.000	0
Minority shareholders		6.798	2.212	0	0
Equity		**37.157**	**17.641**	**30.357**	**15.432**
Provisions for pensions and similar obligations		6.067	5.333	0	0
Other provisions	11	200	0	0	0
Provisions		**6.267**	**5.333**	**0**	**0**
Debt to mortgage credit institution		21.000	24.501	21.000	22.501
Bank debt		1.000	0	0	0
Trade payables		250	550	0	0
Other non-current liabilities		441	433	0	0
Frozen holiday pay		1.710	1.849	0	0
Non-current liabilities	12	**24.401**	**27.333**	**21.000**	**22.501**

Balance Sheet at 31 December

Equity and liabilities (continued)

	Note	Group 2024 DKK '000	Group 2023 DKK '000	Parent Company 2024 DKK '000	Parent Company 2023 DKK '000
Debt to mortgage credit institution		879	15.361	0	7.612
Bank debt		3.267	0	280	0
Prepayments from customers		2.968	6.563	0	0
Trade payables		22.229	23.005	0	0
Debt to Group companies		0	0	556	20.000
Corporation tax payable		2.622	2.047	0	0
Other liabilities		12.216	19.952	295	1.342
Deferred income	13	1.868	385	0	0
Current liabilities		**46.049**	**67.313**	**1.131**	**28.954**
Liabilities		**70.450**	**94.646**	**22.131**	**51.455**
Equity and liabilities		**113.874**	**117.620**	**52.488**	**66.887**

	Note
Contingencies etc.	14
Charges and securities	15
Related parties	16

Equity

DKK '000	Group					
	Share capital	Fair value reserve for currency translation of foreign entities	Retained earnings	Proposed dividend	Minority shareholders	Total
Equity at 1 January 2024	1.000	398	14.034	0	2.212	17.644
Proposed profit allocation, see note 5			5.269	11.000	3.486	19.755
Transactions with owners						
Additions/disposals relating to equity by mergers and acquisitions					1.100	1.100
Other legal bindings						
Other adjustments to equity value			-1.595			-1.595
Change fair value reserves						
Value adjustments in the year		253				253
Equity at 31 December 2024	**1.000**	**651**	**17.708**	**11.000**	**6.798**	**37.157**

DKK '000	Parent Company				
	Share capital	Reserve for net revaluati-on under the equity method	Retained earnings	Proposed dividend	Total
Equity at 1 January 2024	1.000	20.699	-6.266	0	15.433
Proposed profit allocation, jf. note 5		16.388	-12.751	11.000	14.637
Other legal bindings					
Foreign exchange adjustments		287			287
Transfers					
Receiv./decl. dividend		-31.000	31.000		0
Equity at 31 December 2024	**1.000**	**6.374**	**11.983**	**11.000**	**30.357**

Cash Flow Statement 1 January - 31 December

	Group	
	2024 DKK '000	2023 DKK '000
Profit/loss for the year	19.755	25.429
Depreciation and amortisation, reversed	2.167	1.041
Reversed realization gains	88	2.865
Adjustment of other financial income	-1.031	-9.622
Adjustment of other financial expenses	881	430
Tax on profit/loss, reversed	4.410	1.239
Other adjustments	0	36
Corporation tax paid	-2.515	-3.716
Change in inventories	-878	550
Change in receivables (ex tax)	-6.044	-7.954
Change in other provisions	934	-314
Change in current liabilities (ex bank, tax, instalments payable and overdraft facility)	-23.410	14.217
Cash flows from operating activity	**-5.643**	**24.201**
Purchase of intangible assets	-1.741	-13
Sale of intangible fixed assets	-2.230	0
Purchase of property, plant and equipment	-308	-2.747
Sale of property, plant and equipment	299	267
Purchase of financial assets	-21	-497
Sale of financial assets	2.638	20.728
Cash flows from investing activity	**-1.363**	**17.738**

Cash Flow Statement 1 January - 31 December

	Group	
	2024 DKK '000	2023 DKK '000
Proceeds from non-current borrowing	-4.885	15.787
Purchase of own shares	0	-41.000
Change in bank debt	3.267	0
Dividends paid in the financial year	0	-4.575
Cash flows from financing activity	**-1.618**	**-29.788**
	-8.624	**12.151**
Cash and cash equivalents at 1. januar	27.849	15.698
Cash and cash equivalents at 31 December31. december	**19.225**	**27.849**
Cash and cash equivalents at 31 December comprise:		
Cash and cash equivalents	19.225	27.849
Cash and cash equivalents	**19.225**	**27.849**

Notes

	Group		Parent Company	
	2024 DKK '000	2023 DKK '000	2024 DKK '000	2023 DKK '000
1 | Staff costs				
Average number of full time employees	93	89	0	0
Wages and salaries	46.983	40.743	0	0
Pensions	3.164	2.464	0	0
Social security costs	3.482	2.084	0	0
	53.629	**45.291**	**0**	**0**
Remuneration of Executive Board	1.988	1.827	0	0
	1.988	**1.827**	**0**	**0**
2 | Income from investments in subsidiaries and associates				
Income from investments in subsidiaries	0	0	16.388	24.241
	0	**0**	**16.388**	**24.241**
3 | Other financial income				
Other interest income	433	9.665	1	1
	433	**9.665**	**1**	**1**
4 | Tax on profit/loss for the year				
Calculated tax on taxable income of the year	3.351	2.263	-423	-277
Adjustment of tax in previous years	-80	0	0	0
Adjustment of deferred tax	1.139	-1.576	-66	0
	4.410	**687**	**-489**	**-277**
5 | Proposed distribution of profit				
Proposed dividend for the year	11.000	0	11.000	0
Allocation to reserve for net revaluation under the equity method	0	0	16.388	16.598
Retained earnings	5.269	23.217	-12.751	6.487
Minoritetsinteressernes andel af dattervirksomheders resultat	3.486	2.212	0	0
	19.755	**25.429**	**14.637**	**23.085**

Notes

6 | Intangible assets

DKK '000	Group: Acquired concessions, patents, licences, trademarks and similar rights	Goodwill
Cost at 1 January 2024	4.731	20.048
Additions	0	1.741
Disposals	-9	-3.253
Cost at 31 December 2024	**4.722**	**18.536**
Amortisation at 1 January 2024	4.697	5.969
Impairment losses	-9	-3.253
Amortisation for the year	20	2.777
Amortisation at 31 December 2024	**4.708**	**5.493**
Carrying amount at 31 December 2024	**14**	**13.043**

7 | Property, plant and equipment

DKK '000	Group: Production plant and machinery	Other plant, fixtures and equipment
Cost at 1 January 2024	54.317	3.797
Exchange adjustment at closing rate	0	-21
Transferred	636	0
Additions	172	90
Addition from mergers and acquisition of Company	0	1.922
Disposals	0	-483
Cost at 31 December 2024	**55.125**	**5.305**
Depreciation and impairment losses at 1 January 2024	52.087	3.279
Exchange adjustment	0	-22
Reversal of depreciation of assets disposed of	0	-97
Depreciation for the year	678	143
Amortisation and impairment from mergers and acquisitions	0	1.655
Depreciation and impairment losses at 31 December 2024	**52.765**	**4.958**
Carrying amount at 31 December 2024	**2.360**	**347**

Notes

7 | Tangible fixed assets (continued)

DKK '000	Group Leasehold improvements	 Property, plant and equipment in progress and prepayments for Property, plant and equipment
Cost at 1 January 2024	3.098	590
Transferred	0	-636
Additions	0	46
Cost at 31 December 2024	**3.098**	**0**
Depreciation and impairment losses at 1 January 2024	2.515	0
Depreciation for the year	372	
Depreciation and impairment losses at 31 December 2024	**2.887**	**0**
Carrying amount at 31 December 2024	**211**	**0**

8 | Financial non-current assets

DKK '000	Group Investments in associates	 Rent deposit and other receivables
Cost at 1 January 2024	1.093	1.156
Additions	0	21
Cost at 31 December 2024	**1.093**	**1.177**
Carrying amount at 31 December 2024	**1.093**	**1.177**

Notes

8 | Fixed asset investments (continued)

DKK '000	Parent Company Investments in subsidiaries
Cost at 1 January 2024	44.960
Cost at 31 December 2024	**44.960**
Revaluation at 1 January 2024	25.565
Dividend	-31.000
Profit/loss for the year	18.213
Equity movements	287
Revaluation at 31 December 2024	**13.065**
Impairment losses and amortisation of goodwill at 1 January 2024	4.866
Engelsk	1.825
Impairment losses and amortisation of goodwill at 31 December 2024	**6.691**
Carrying amount at 31 December 2024	**51.334**

Investments in subsidiaries

Name and domicil	Ownership
Modulex A/S, Denmark	100 %

Investments in associates

Name and domicil	Ownership
Mustard Square LLC, USA	33 %

9 | Deferred tax assets

The provision for deferred tax is related to differences between the carrying amount and tax value of securities, receivables, intangible assets and property, plant and equipment, including recognised finance lease contracts.

Deferred tax assets, beginning of year	6.036	4.248	0	0
Deferred tax of the year, income statement	-1.155	1.576	66	0
Deferred tax of the year, equity	36	212	0	0
Deferred tax assets 31 December 2024	**4.917**	**6.036**	**66**	**0**

The recognised tax asset comprises tax loss carry-forwards expected to be utilised within the next three to five years.

Notes

10 | Prepayments
Prepayments consist of prepaid expenses concerning consultants, rental and lease, insurance premiums and subscriptions.

	Group		Parent Company	
	2024 DKK '000	2023 DKK '000	2024 DKK '000	2023 DKK '000
11 | Other provisions				
0-1 år	200	0	0	0

Other provisions consist of a warranty obligation expected to arise in early 2025

12 | Long-term liabilities

	Group			
DKK '000	31/12 2024 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2023 total liabilities
Debt to mortgage credit institution	21.000	0	0	24.501
Bank debt	2.000	1.000	0	0
Trade payables	550	300	0	550
Other non-current liabilities	441	0	441	433
Frozen holiday pay	1.710	0	1.710	1.849
	25.701	**1.300**	**2.151**	**27.333**

	Parent Company			
DKK '000	31/12 2024 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2023 total liabilities
Debt to mortgage credit institution	21.000	0	0	22.501
	21.000	**0**	**0**	**22.501**

13 | Deferred income
Deferred income consists of payments received in respect of income in subsequent years.

Notes

14 | Contingencies etc.

Contingent liabilities

	Group		Parent Company	
	2024	2023	2024	2023
	DKK '000	DKK '000	DKK '000	DKK '000
Lease liabilities (operating leases), the payment is due:				
Within 1 year	2.888	2.967	0	0
Between 1 and 5 years	814	2.849	0	0
	3.702	**5.816**	**0**	**0**

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) 0 at the Balance Sheet date.

15 | Charges and securities

The following assets have been placed as security with bankers

	Group		Parent Company	
	Carrying amount of assets	Nominal value of mortgage or outstanding debt	Carrying amount of assets	Nominal value of mortgage or outstanding debt
	DKK '000	DKK '000	DKK '000	DKK '000
Intagible rights, fixtures and fittings, inventories, trade receivables	37.361	14.478	0	0

Private mortgage deed amount of DKK 0k for the Parent Company and DKK 720k for the Group.
The assets placed as security at a carrying amount of DKK 641k.

Guarantee obligation

The Parent Company has provided joint and several guarantee for the subsidarie Modulex Danmark A/S's loan with the bankers amounting to TDKK 0 at December 31, 2024.
The Parent Company has provided joint guarantee of NOK 3,000k for the subsidarie Modulex Norge A/S's loan with the bankers amounting to NOK 813k at December 31, 2024.

Notes

16 | Related parties

The Company's related parties include:

Controlling interest
Ketil Mølbach Staalesen, Controlling shareholder

KMS Invest Holding LLC, Miami, The company's ultimate Parent Company

Transactions with related parties
The Company did not carry out any material transactions that were not concluded on market conditions. According to section 98c, subsection 7 of the Danish Financial Statements Act information is given only on transactions that were not performed on common market conditions.

Accounting Policies

The Annual Report of Modulex Holding ApS for 2024 has been presented in accordance with the provisions of the Danish medium-size Financial Statements Act for enterprises in reporting class C .

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

Consolidated Financial Statements

The Consolidated Financial Statements include the Parent Company Modulex Holding ApS and the subsidiaries in which Modulex Holding ApS directly or indirectly holds more than 50% of the voting rights or in any other way has a controlling influence. Enterprises in which the Group holds between 20% and 50% of the voting rights and exercises significant, but not controlling influence, are considered associates, see the Group structure.

The Consolidated Financial Statements consolidate the Financial Statements of the Parent Company and the subsidiaries by combining uniform accounts items. Intercompany income and expenses, shareholdings, intercompany accounts and dividend, and realised and unrealised gains and losses arising from transactions between the consolidated enterprises are fully eliminated in the consolidation.

Newly acquired or established enterprises are recognised in the Consolidated Financial Statements from the date of acquisition. Sold or wound-up enterprises are recognised in the Consolidated Income Statement up to the date of disposal. Comparative figures are not adjusted for newly acquired, sold or wound-up enterprises.

The date of takeover is the date at which the Group gains actual control over the acquired enterprise.

Acquired enterprises are recognised in the Consolidated Financial Statements under the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date. The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation methods.

At calculation of the fair value of investment properties, a discounted cash flow model is applied based on discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor's opinion, using an overall assessment of the production equipment. Deferred tax of the acquired reassessments with the exception of goodwill is recognised.

Positive differences (goodwill) between the acquisition value and fair value of acquired and identified assets and liabilities are recognised in intangible fixed assets as goodwill and amortised systematically in the Income Statement under an individual assessment of the useful life.

At acquisition of new companies, in which there are minority interests, the minority interests are recognised and measured at fair value, inclusive of goodwill on the share of the minority interests.

Equity interests in subsidiaries are set off by the proportional share of the subsidiaries' fair value of net assets and liabilities at the date of takeover.

Investments in associates are measured in the Balance Sheet at the proportional share of the equity value of the enterprises, calculated under the accounting policies of the Parent Company and eliminating proportionally any unrealised intercompany gains and losses. The proportional share of the results of the associates is recognised in the Income Statement after elimination of the proportional share of internal gains and losses.

Minority interests

The accounting items of the subsidiaries are recognised in full in the Consolidated Financial Statements. The minority interests' proportional share of the results and equity of the subsidiaries is stated as separate items in the allocation of profit/loss and equity, respectively.

Accounting Policies

Income Statement

Net revenue
Net revenue from the sale of merchandise and finished goods is recognised in the Income Statement if supply and risk transfer to purchaser has taken place before the end of the year and if the income can be measured reliably and is expected to be received.

Sale of services is generally recognised on the basis of a measurable degree of completion, using straight-line recognition of services delivered over time in a regular pattern. Where the degree of completion is not measurable or the sales value or the total costs of completion are uncertain, revenue is recognised by the amount that the enterprise as a maximum believes to have a right to claim and is expected to be received for services delivered at the Balance Sheet date.

Net revenue is recognised exclusive of VAT and less duties and discounts related to the sale.

Production costs
Production costs comprise the costs of manufacture and procurement paid to achieve the net revenue for the year, including costs of raw materials and consumables, wages and salaries, energy, maintenance, leasing and depreciation of production plant, and adjusted for changes in inventory of finished goods and work in progress.

Distribution costs
The costs paid for the distribution of goods sold during the year and for sales campaigns, etc. carried out during the year are recognised in distribution costs. The cost of sales personnel, advertising and exhibition costs and amortisation of distribution and sales related assets are also recognised in distribution costs. Common losses on bad debts are also recognised.

Administrative expenses
Administrative expenses recognise costs incurred during the year regarding management and administration, inclusive of costs relating to the administrative staff, Executives, office premises, office expenses, etc., and related amortisation.

Other operating income
Other operating income includes items of a secondary nature in relation to the enterprises' principal activities, including profit from sale of intangible assets and property, plant and equipment, operating loss and conflict compensations, as well as salary refunds. Compensations are recognised when the income is estimated to be realisable.

Other operating expenses
Other operating expenses include items of a secondary nature in relation to the Group’s and the Company’s activities. Losses from sale of intangible assets and property, plant and equipment are also included.

Income from investments in subsidiaries and associates
The Income Statement of the Parent Company recognises the proportional share of the results of subsidiaries and associates determined according to the Parent Company’s accounting policies and after full elimination of intercompany profits/losses and deduction of amortisation of goodwill. resulting from purchase price allocation at the date of acquisition, is recognised in the Parent Company’s Income Statement.

Profits from sale are recognized, if the economic rights related to the sold subsidiaries and associates are transferred. However, not before the profit is realised or regarded as realisable. Moreover, realised losses besides impairments are recognised when they are demonstrated.

Accounting Policies

Financial income and expenses
Financial income and expenses include interest income and expenses, 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

Intangible fixed assets
Acquired goodwill is measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over the expected useful life which is estimated to 5 - 10 years. The period of amortisation is determined based on an assessment of the acquired Company's position in the market and earnings profile, and the industry-specific conditions.

Patents and licences are measured at the lower of cost less accumulated amortisation and the recoverable amount. Patents are amortised over the remaining patent period and licences are amortised over the period of the agreement, however, no more than 8 years.

Profit or loss from sale of intangible fixed assets is calculated at the difference between the sales price and the carrying amount at the time of the sale. Profit and loss are recognised in the Income Statement under other operating income or other operating expenses.

Property, plant and equipment
Land and buildings, production plant and machinery, other plant, fixtures and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Production plant and machinery	3 - 10 years	0 %
Other plant, fixtures and equipment	5 - 15 years	0 %
Leasehold improvements	5 - 15 years	0 %

Profit or loss on sale of property, plant and equipment is stated as the difference between the sales price less selling costs and the carrying amount at the date of sale. Profit or loss is recognised in the Income Statement as other operating income or other operating expenses.

Accounting Policies

Financial non-current assets

Investments in subsidiaries and associates are measured in the Parent Company Balance Sheet under the equity method, which is regarded as a method of measuring/consolidation.

Investments in subsidiaries and associates are measured in the Balance Sheet at the proportional share of the enterprises' carrying Equity value, calculated in accordance with the Parent Company's accounting policies with deduction or addition of unrealised intercompany profits or losses, and with addition of remaining additional values and goodwill calculated according to the acquisition method. Negative goodwill is recognised in the Income Statement upon acquisition of the Equity interest. Where the negative goodwill is related to takeover of contingent liabilities, the negative goodwill is not recognised before the contingent liabilities are settled or cancelled.

Acquired enterprises are subject to the acquisition method, reassessing all identified assets and liabilities to fair value at the acquisition date, which is the time for obtaining control. The purchase consideration consists of the fair value of the agreed consideration in the form of transferred assets and liabilities. If a part of the purchase consideration is contingent on future events or compliance with agreed terms, this part of the purchase consideration is recognised at fair value at the date of acquisition. Subsequent regulations of the contingent purchase consideration are recognised in the Income Statement.

The fair value is calculated based on acquisitions made in an active market, alternatively calculated using generally accepted valuation models. A discounted cash flow model is used to calculate the fair value of investment properties based on a discounted cash flow of future earnings. Operating equipment is recognised at fair value based on an assessor's opinion, based on an overall assessment of the production equipment. The acquisition date is the date on which the Company gains actual control over the acquired entity.

Ascertained excess values in relation to the underlying company's equity value are recognised and measured in accordance with the accounting policies for the assets and liabilities, to which they attributable. Excess values concerning land and buildings are depreciated on a straight-line basis over the depreciation period, which is X years. Excess values concerning plants and machines as well as operating equipment and inventory are depreciated on a straight-line basis over the depreciation period, which is x-x years.

Land and buildings, plants and machines, as well as other fixtures, fittings, tools and equipment are measured at cost with deduction of accumulated depreciations. Land is not depreciated. Investment properties are measured at fair value corresponding to the open market value of the property, where changes to the fair value are recognised in the Income Statement. Inventories are measured at cost according to the FIFO principle with deductions of any depreciations at a lower net realisation value. Receivables and payables are measured at amortised cost.

Consolidated goodwill is amortised over the expected useful life, which is determined on the basis of Management's experience within the individual lines of business. Consolidated goodwill is amortised on a straightline basis over the amortisation period, which is X years. The amortisation period is determined on the basis of an assessment of the acquired entity's market position and earnings profile, and the industryspecific condition.

Received dividend is deducted in the carrying amount of the equity investment.

Net revaluation of investments in subsidiaries and associates is transferred under equity to reserve for net revaluation under the equity value method to the extent that the carrying amount exceeds the acquisition value.

Profit and loss at disposal of investments in subsidiaries and associates are determined as the difference between the net selling price and the carrying amount of the disposed investment at the time of sale, including non-depreciated excess values and goodwill. Profit and loss are recognised in the Income Statement under income from investments.

Accounting Policies

Investments in subsidiaries and associates with negative equity value are measured at DKK 0. Any receivables with these companies are written off, to the extent that the receivable is uncollectible from a specifically assessed indication of impairment. To the extent that the Parent Company has a legal or actual obligation to cover a negative balance which exceeds the receivable, the remainder is recognised under provisions for liabilities.

Impairment of fixed assets

The carrying amount of intangible fixed and property, plant and equipment together with fixed assets, which are not measured at fair value,, are assessed annually 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 recoverable 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.

Inventories

Inventories are measured at cost using the FIFO-principle. If the net realisable amount is lower than cost, the inventories are written down to the lower amount.

The cost of merchandise as well as raw materials and consumables is calculated at acquisition price with addition of transportation and similar costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct payroll cost and other direct and other indirect production costs include indirect materials and payroll and maintenance and depreciation of the machines, factory buildings and equipment used in the production process, the cost of factory administration and management and capitalised development costs relating to the products.

The net realisable value of inventories is stated at the expected sales price less direct completion costs and costs incurred to execute the sale and is determined with due regard to marketability, obsolescence and development in expected sales price of the inventories.

Receivables

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

Write-off is performed to provide for losses when an objective indication has been assessed to have incurred that a receivable or a portfolio of receivables are impaired. If there is an objective indication that an individual receivable is impaired, the write-off is performed at individual level.

Receivables for which there are no objective indication of impairment at individual level are assessed at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' registered office and credit rating in accordance with the Company's policy for credit risk management. The objective indicators, which are applied for portfolios, are determined based on the historical loss experiences.

Accounting Policies

Write-off is determined as the difference between the carrying amount of receivables and the present value of the expected cash flows, including realisable value of any received collaterals. The effective interest rate is used as discount rate for the single receivable or portfolio.

Accruals, assets
Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Other provisions for liabilities
Other provisions for liabilities include the expected cost of warranty commitments, loss on work in progress, restructurings etc. and deferred tax.

Warranty commitments include liabilities for improvement of work within the warranty period of 1 to 5 years. The provision for liabilities is measured and recognised on the basis of experience with warranty work.

When it is likely that the total costs will exceed the total income on the contract work in progress, a provision is made for the total loss that is anticipated on the contract.

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.

Accruals, liabilities
Accruals recognised as liabilities include payments received regarding income in subsequent years.

Accounting Policies

Cash Flow Statement

With reference to Section 86(4) of the Danish Financial Statements Act, the Company has not prepared a cash flow statement. A cash flow statement has been prepared for the Group.

The cash flow statement shows the cash flows for the year for operating activities, investing activities and financing activities in the year, the change in cash and cash equivalents at beginning and end of the year.

Cash flows from operating activities:
Cash flows from operating activities are computed as the results for the year adjusted for non-cash operating items, changes in net working capital and corporation tax paid.

Cash flows from investing activities:
Cash flows from investing activities include payments in connection with purchase and sale of intangible asset and property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities:
Cash flows from financing activities include changes in the size or composition of share capital and related costs, and borrowings and repayment of interest-bearing debt and payment of dividend to shareholders.

Cash and cash equivalents:
Cash and cash equivalents include cash at bank and in hand and short-term securities, for which there is only negligible risk of changes in value, and which are readily negotiable for cash at bank and in hand.