Frida Group ApS

Fruebjergvej 3, 2100 Copenhagen Ø
CVR-nr. 42 70 00 45

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

Lars Bang Pedersen

BDO Statsautoriseret revisionsaktieselskab
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Company Details

Company	Frida Group ApS Fruebjergvej 3 2100 Copenhagen Ø	
	CVR No.:	42 70 00 45
	Established:	23 September 2021
	Municipality:	Copenhagen
	Financial Year:	1 January - 31 December
Executive Board	Lars Bang Pedersen	
Auditor	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V	

Management's Statement

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

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

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

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

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

Copenhagen, 25 June 2025

Executive Board

Lars Bang Pedersen

The Independent Auditor's Report

To the Shareholder of Frida Group ApS

Conclusion

We have performed an extended review of the Financial Statements of Frida Group ApS for the financial year 1 January - 31 December 2024, which comprise income statement, Balance Sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The Financial Statements are prepared under the Danish Financial Statements Act.

Based on the work performed in our opinion, the Financial Statements give a true and fair view of the Company's financial position at 31 December 2024 and of the results of the Company's operations for the financial year 1 January - 31 December 2024 in accordance with the Danish Financial Statements Act.

Basis for Conclusion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR – Danish Auditors' standard on extended review of Financial Statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Extended Review of the Financial Statements” section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants’ 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.

Emphasis of Matter Regarding the Extended Review

The company has voluntarily opted for audit obligation for the current financial year, and it has been decided to conduct an extended review of the annual financial statements. We must emphasize, as also stated in the annual financial statements, that no extended review or audit has been conducted on the comparative figures in the annual financial statements.

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.

The Independent Auditor's Report

Auditor’s Responsibilities for the Extended Review of the Financial Statements
Our responsibility is to express a conclusion on the Financial Statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the Financial Statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

An extended review comprises procedures that primarily consist of making inquiries of Management and others within the Company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the Financial Statements.

Statement on the Management Commentary
Management is responsible for the Management Commentary.

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

In connection with our extended review of the Financial Statements, our responsibility is to read the Management Commentary and, in doing so, consider whether the Management Commentary is materially inconsistent with the Financial Statements or our knowledge obtained during the extended review, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management Commentary provides the information required under the Danish Financial Statements Act.

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

Copenhagen, 25 June 2025

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Mads Juul Hansen
State Authorised Public Accountant
MNE no. mne44386

Management Commentary

Principal activities
The Frida Group's main activities include production and sales as well as financing and related business.

Significant events after the end of the financial year
Management engaged in discussions with potential new investors during 2025. An agreement was reached between management and the new investors, resulting in a capital increase in the first quarter of 2025. We also refer to Note 7, which outlines the assumptions underlying the going concern basis.

Apart from the above, no events of material significance to the company's financial position have occurred after the end of the financial year.

Income Statement 1 January - 31 December

	Note	2024 DKK	2023 Not audited DKK
Gross loss		**-5.115.848**	**-3.603.155**
Staff costs	1	-3.282.629	-3.675.158
Depreciation, amortisation and impairment losses		-8.443	-8.443
Operating loss		**-8.406.920**	**-7.286.756**
Other financial income		131	9.658
Other financial expenses	2	-595.903	-271.086
Loss before tax		**-9.002.692**	**-7.548.184**
Tax on profit/loss for the year	3	786.122	766.109
Loss for the year		**-8.216.570**	**-6.782.075**

Proposed distribution of profit

Retained earnings		-8.216.570	-6.782.075
Total		**-8.216.570**	**-6.782.075**

Balance Sheet at 31 December

Assets

	Note	2024 DKK	2023 Not audited DKK
Other plant, machinery tools and equipment		19.700	28.143
Property, plant and equipment	4	**19.700**	**28.143**
Rent deposit and other receivables		47.961	47.961
Financial non-current assets	5	**47.961**	**47.961**
Non-current assets		**67.661**	**76.104**
Other receivables		608.440	37.261
Corporation tax receivable		786.122	766.109
Receivables		**1.394.562**	**803.370**
Cash and cash equivalents		**122.901**	**160.949**
Current assets		**1.517.463**	**964.319**
Assets		**1.585.124**	**1.040.423**

Balance Sheet at 31 December

Equity and liabilities

	Note	2024 DKK	2023 Not audited DKK
Share capital		43.764	43.764
Retained earnings		-14.359.560	-6.142.990
Equity		**-14.315.796**	**-6.099.226**
Convertible and interest-bearing debt instruments		0	3.092.877
Payables to owners and management		2.673.371	2.999.062
Non-current liabilities	6	**2.673.371**	**6.091.939**
Convertible and interest-bearing debt instruments		10.395.539	0
Trade payables		2.183.262	453.587
Payables to owners and management		5.880	6.510
Other liabilities		642.868	587.613
Current liabilities		**13.227.549**	**1.047.710**
Liabilities		**15.900.920**	**7.139.649**
Equity and liabilities		**1.585.124**	**1.040.423**
Going concern assumptions	7		

Equity

DKK	Share capital	Retained earnings	Total
Equity at 1 January 2024	43.764	-6.142.990	-6.099.226
Proposed profit allocation		-8.216.570	-8.216.570
Equity at 31 December 2024	**43.764**	**-14.359.560**	**-14.315.796**

Notes

	2024 DKK	2023 Not audited DKK

1 | Staff costs

	2024	2023
Average number of full time employees	6	5
Wages and salaries	3.162.678	3.310.204
Pensions	74.356	333.000
Social security costs	45.595	31.954
	3.282.629	**3.675.158**

2 | Other financial expenses

	2024	2023
Group enterprises	581.971	176.514
Other interest expenses	13.932	94.572
	595.903	**271.086**

3 | Tax on profit/loss for the year

	2024	2023
Calculated tax on taxable income of the year	-786.122	-766.109
	-786.122	**-766.109**

4 | Property, plant and equipment

DKK	Other plant, machinery tools and equipment
Cost at 1 January 2024	42.215
Cost at 31 December 2024	**42.215**
Depreciation and impairment losses at 1 January 2024	14.072
Depreciation for the year	8.443
Depreciation and impairment losses at 31 December 2024	**22.515**
Carrying amount at 31 December 2024	**19.700**

Notes

5 | Financial non-current assets

DKK	Rent deposit and other receivables
Additions	47.961
Cost at 31 December 2024	**47.961**
Carrying amount at 31 December 2024	**47.961**

6 | Long-term liabilities

DKK	31/12 2024 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2023 total liabilities
Convertible and interest-bearing debt instruments	10.395.539	10.395.539	0	3.092.877
Payables to owners and management	2.673.371	0	2.673.371	2.999.062
	13.068.910	**10.395.539**	**2.673.371**	**6.091.939**

The value of convertible and interest-bearing debt amounts to DKK'000 10,396 as of the balance sheet date. The entire value is expected to be converted into equity by the end of 2025 and is not expected to have any liquidity impact on the company.

7 | Going concern assumptions

As of the date of approving the annual report for 2024, the company is in advanced discussions with current investors regarding further capital injection to cover expenses. Additionally, the company has already executed an investment round in early 2025 of 7,5 mio. DKK. Furthermore there is a plan to convert all Convertible and interest-bearing debt instruments at year-end 2025. The capital increases will ensure liquidity for the remainder of 2025. Consequently, management has assessed that the company is going concern.

Accounting Policies

The Annual Report of Frida Group ApS for 2024 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 Annual Report is prepared consistently with the accounting principles applied last year.

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. Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer.

Cost of sales

Cost of sales comprise costs incurred to achieve the net revenue for the year, including direct and indirect costs of raw materials and consumables.

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 and tangible assets, operating loss and conflict compensations, as well as salary refunds. Compensations are recognised when the income is estimated to be realisable.

Other external expenses

Other external expenses include other production, sales, delivery and administrative costs, including costs of energy, marketing, premises, loss on bad debts, lease expenses, etc

Staff costs

Staff costs comprise wages and salaries, including holiday pay and pensions, and other costs of social security etc., for the Company's employees.

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.

Accounting Policies

Balance Sheet

Property, plant and equipment
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
Other plant, fixtures and equipment	5 years	0 %

Financial non-current assets
Deposits include rental deposits which are recognised and measured at cost. Deposits are not depreciated.

Impairment of fixed assets
The carrying amount of 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.

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.

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.

Accounting Policies

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.

Foreign currency translation

Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognised in the Income Statement as a financial income or expense.

Receivables, payables and other monetary items in foreign currencies that are not settled on the Balance Sheet date are translated at the exchange rate on the Balance Sheet date. The difference between the exchange rate on the Balance Sheet date and the exchange rate at the date when the receivables or payables come into existence recognised in the Income Statement as financial income or expenses.

Fixed assets acquired in foreign currencies are translated at the rate of exchange on the transaction date.