ComplyCloud ApS

Borgergade 24B, 3, DK-1300 Copenhagen K

Annual Report for 2024

CVR No. 35 81 37 64

The Annual Report was presented and adopted at the Annual General Meeting of the company on 24/6 2025

Martin Folke Vasehus
Chairman of the general meeting

Contents

Management's statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of ComplyCloud ApS for the financial year 1 January - 31 December 2024.

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

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2024 of the Company and of the results of the Company operations for 2024.

In our opinion, 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.

Copenhagen K, 24 June 2025

Executive Board

Martin Folke Vasehus
CEO

Board of Directors

Peter Granild Colsted Chairman	Henrik Katholm Udsen	Peter Mühlendorph Egehoved
Torben Kjær	Jakob Brebbia Dirksen	

Independent Auditor's report

To the shareholders of ComplyCloud ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company 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.

We have audited the Financial Statements of ComplyCloud 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”).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the ”Auditor’s responsibilities for the audit of the Financial Statements” section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants’ International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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.

Independent Auditor's report

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 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.

Hellerup, 24 June 2025

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Niels Henrik B. Mikkelsen
State Authorised Public Accountant
mne16675

Rasmus Søgaard Nielsen
State Authorised Public Accountant
mne50610

Company information

The Company	ComplyCloud ApS Borgergade 24B, 3 DK-1300 Copenhagen K CVR No: 35 81 37 64 Financial period: 1 January - 31 December Incorporated: 26 March 2014 Financial year: 11th financial year Municipality of reg. office: Copenhagen
Board of Directors	Peter Granild Colsted, chairman Henrik Katholm Udsen Peter Mühlendorph Egehoved Torben Kjær Jakob Brebbia Dirksen
Executive Board	Martin Folke Vasehus
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup

Management's review

Key activities

The Company's main activity is to conduct business with web-based software solutions and thusrelated business at the discretion of the Board of Directors.

Development in the year

The income statement of the Company for 2024 shows a loss of DKK 29,599,403, and at 31 December 2024 the balance sheet of the Company shows a negative equity of DKK 11,101,031.

Capital resources

The Company’s net loss for the year reflects significant investments in the ongoing development of its product, platform, and organization, in line with its growth strategy and approved budgets. The results are consistent with Management’s expectations and are considered satisfactory.

In 2024, the Company completed two internal capital increases, in June and December respectively, and implemented cost adjustments to enhance financial sustainability. The Company continues to progress toward profitability and positive cash flow without additional external funding. This trajectory is supported by a scalable business model, increasing revenue, and disciplined cost management.

Given the current financial and operational position, Management assesses that the Company has sufficient financial resources to continue operations for the foreseeable future. Accordingly, the annual report has been prepared on a going concern basis.
Please see note 1.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income statement 1 January - 31 December

	Note	2024	2023
		DKK	DKK
Gross profit		**26,452,264**	**22,130,000**
Staff expenses	3	-42,763,739	-44,595,169
Amortisation, depreciation and impairment losses of intangible assets and property, plant and equipment		-10,487,002	-7,669,186
Profit/loss before financial income and expenses		**-26,798,477**	**-30,134,355**
Financial expenses		-4,622,546	-1,972,657
Profit/loss before tax		**-31,421,023**	**-32,107,012**
Tax on profit/loss for the year	4	1,821,620	1,958,761
Net profit/loss for the year		**-29,599,403**	**-30,148,251**

Distribution of profit

	2024	2023
	DKK	DKK
Proposed distribution of profit		
Retained earnings	-29,599,403	-30,148,251
	-29,599,403	**-30,148,251**

Balance sheet 31 December

Assets

	Note	2024	2023
		DKK	DKK
Completed development projects		30,332,834	32,363,272
Development projects in progress		0	0
Intangible assets	5	**30,332,834**	**32,363,272**
Other fixtures and fittings, tools and equipment		387,365	563,838
Property, plant and equipment	6	**387,365**	**563,838**
Deposits	7	497,066	488,883
Fixed asset investments		**497,066**	**488,883**
Fixed assets		**31,217,265**	**33,415,993**
Trade receivables		1,077,962	1,635,442
Receivables from group enterprises		25,375	12,500
Claim for payment of company capital		0	5,200,000
Other receivables		94,103	482,559
Deferred tax asset		956,284	956,284
Corporation tax		10,837,314	9,015,694
Prepayments		291,359	430,026
Receivables		**13,282,397**	**17,732,505**
Cash at bank and in hand		**6,010,704**	**225,165**
Current assets		**19,293,101**	**17,957,670**
Assets		**50,510,366**	**51,373,663**

Balance sheet 31 December

Liabilities and equity

	Note	2024	2023
		DKK	DKK
Share capital		83,693	71,705
Reserve for unpaid share capital and share premium		0	5,200,000
Share premium account		0	0
Reserve for development costs		23,659,610	32,363,372
Retained earnings		-34,844,334	-36,137,558
Equity		**-11,101,031**	**1,497,519**
Other payables		35,937,690	25,058,822
Long-term debt	8	**35,937,690**	**25,058,822**
Trade payables		2,449,255	2,207,506
Other payables	8	7,463,788	9,416,775
Deferred income		15,760,664	13,193,041
Short-term debt		**25,673,707**	**24,817,322**
Debt		**61,611,397**	**49,876,144**
Liabilities and equity		**50,510,366**	**51,373,663**

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Statement of changes in equity

	Share capital	Reserve for unpaid share capital and share premium	Share premium account	Reserve for developmen t costs	Retained earnings	Total
	DKK	DKK	DKK	DKK	DKK	DKK
Equity at 1 January	71,705	5,200,000	0	32,363,372	-36,137,558	1,497,519
Cash capital increase	11,988	-5,200,000	16,988,865	0	5,200,000	17,000,853
Development costs for the year	0	0	0	-8,703,762	8,703,762	0
Net profit/loss for the year	0	0	0	0	-29,599,403	-29,599,403
Transfer from share premium account	0	0	-16,988,865	0	16,988,865	0
Equity at 31 December	**83,693**	**0**	**0**	**23,659,610**	**-34,844,334**	**-11,101,031**

Notes to the Financial Statements

1. Capital resources

The Company's net loss for the year reflects significant investments in the ongoing development of its product, platform, and organization, in line with its growth strategy and approved budgets. The results are consistent with Management's expectations and are considered satisfactory.

In 2024, the Company completed two internal capital increases, in June and December respectively, and implemented cost adjustments to enhance financial sustainability. The Company continues to progress toward profitability and positive cash flow without additional external funding. This trajectory is supported by a scalable business model, increasing revenue, and disciplined cost management.

Given the current financial and operational position, Management assesses that the Company has sufficient financial resources to continue operations for the foreseeable future. Accordingly, the annual report has been prepared on a going concern basis.

2. Uncertainty relating to recognition and measurement

Uncertainty regarding the recognition and measurement of deferred tax asset.

The assumptions may be incomplete or inaccurate, and unforeseen events or circumstances may occur for which reason the actual results may differ from the estimates and judgments made.

The Company acknowledges the uncertainty associated with measuring and deferred tax asset and tax credit scheme including the enhanced deduction for development expenses. This uncertainty is primarily due to the fact that the Danish Tax Authorities has denied the application for usage of the Danish tax scheme during the year. Additional, the company has filed for an increased deduction for development expenses. To address this uncertainty, management conducts a thorough assessment of the potential implications and relevant accounting treatments in accordance. This involves a careful evaluation of the likelihood of success regarding the application for the enhanced deduction, as well as an assessment of how the loss in the dispute will develop since the company is has appealed the case. The expected outcome of the tax credit scheme is assessed, and the recognition is considered a significant estimate and judgement. The amount recognised as a current tax asset is DKK 10,837,314.

3. Staff expenses

	2024	2023
	DKK	DKK
Wages and salaries	41,728,721	43,141,656
Other social security expenses	534,511	553,362
Other staff expenses	500,507	900,151
	42,763,739	**44,595,169**
Average number of employees	**58**	**63**

	2024	2023
	DKK	DKK

4. Income tax expense

Current tax for the year	-1,821,620	-1,958,761
	-1,821,620	**-1,958,761**

5. Intangible fixed assets

	Completed development projects	Develop-ment projects in progress
	DKK	DKK
Cost at 1 January	46,948,521	0
Additions for the year	0	8,280,091
Transfers for the year	8,280,091	-8,280,091
Cost at 31 December	55,228,612	0
Impairment losses and amortisation at 1 January	14,585,249	0
Amortisation for the year	10,310,529	0
Impairment losses and amortisation at 31 December	24,895,778	0
Carrying amount at 31 December	**30,332,834**	**0**
Amortised over	5 years	5 years

Our development projects relate to the development of software which is the foundation of our product. The development projects are divided into infrastructural projects, developments projects, development of new features and not least UX-related projects. Our projects run continuously and are divided into sprints, according to the SCRUM method. The projects in 2024 have been completed and updated in operation. The projects have progressed satisfactorily, with the resources that have been available. Our software supports our entire business model, which we sell in a subscription-based form. This secures both existing and future cash flows into the Company.

Notes to the Financial Statements

6. Property, plant and equipment

	Other fixtures and fittings, tools and equipment
	DKK
Cost at 1 January	904,609
Cost at 31 December	904,609
Impairment losses and depreciation at 1 January	340,771
Depreciation for the year	176,473
Impairment losses and depreciation at 31 December	517,244
Carrying amount at 31 December	**387,365**

7. Other fixed asset investments

	Deposits
	DKK
Cost at 1 January	488,883
Additions for the year	8,183
Cost at 31 December	497,066
Carrying amount at 31 December	**497,066**

Notes to the Financial Statements

	2024	2023
	DKK	DKK

8. Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	2024	2023
Other payables		
After 5 years	2,053,726	1,776,811
Between 1 and 5 years	33,883,964	23,282,011
Long-term part	35,937,690	25,058,822
Within 1 year	1,109,782	1,098,214
Other short-term payables	6,354,006	8,318,561
	43,401,478	**34,475,597**

	2024	2023
	DKK	DKK

9. Contingent assets, liabilities and other financial obligations

	2024	2023
Rental and lease obligations		
Rental and lease obligations	3,624,774	1,970,941

Other contingent liabilities

As security for other debt, the Company has given a corporate mortgage of DKK 38,500,000. The corporate mortgage includes development projects, operating assets and receivables from sales.

Notes to the Financial Statements

10. Accounting policies

The Annual Report of ComplyCloud ApS for 2024 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2024 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, 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 flow 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 will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income statement

Revenue

Revenue from the sale of services is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Notes to the Financial Statements

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales as well as office expenses, etc.

Gross profit

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, work on own account recognised in assets and other external expenses.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Balance sheet

Intangible fixed assets

Development projects and costs relating to rights developed by the Company are capitalized in the balance sheet the year of acquisition and development. The development projects are amortised on a straight-line basis over its useful life, which is assessed at 5 years.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment	5 years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment and investments are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Notes to the Financial Statements

Other fixed asset investments

Other fixed asset investments consist of deposit.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off 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 will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial liabilities

Loans are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.

Deferred income

Deferred income comprises payments received in respect of income in subsequent years.