

NVIDIA Denmark ApS

Ledreborg Allé 130 B, 4000 Roskilde
CVR no. 27 37 39 68

Annual report for the financial year 01.02.23 - 31.01.24

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 10.07.24

Nadav Sadan
Dirigent

This document contains a Danish version as well as an English version. In the event of any disputes or misunderstandings regarding the interpretation of this document, the Danish version of the document shall prevail.

STATSAUTORISERET
REVISIONSPARTNERSELSKAB



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The company

NVIDIA Denmark ApS
Ledreborg Allé 130 B
4000 Roskilde
Registered office: Roskilde
CVR no.: 27 37 39 68
Financial year: 01.02 - 31.01

Executive Board

Managing Director Nadav Sadan

Board of Directors

Managing Director Nadav Sadan
Ofer Perets
Henning Lysdal
Gideon Rosenberg

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.02.23 - 31.01.24 for NVIDIA Denmark ApS.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.01.24 and of the results of the company's activities and cash flows for the financial year 01.02.23 - 31.01.24.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Roskilde, July 10, 2024

Executive Board

Nadav Sadan
Managing Director

Board of Directors

Nadav Sadan
Chairman

Ofer Perets

Henning Lysdal

Gideon Rosenberg

To the Shareholder of NVIDIA Denmark ApS**Opinion**

We have audited the financial statements of NVIDIA Denmark ApS for the financial year 01.02.23 - 31.01.24, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement and notes to the financial statements, including significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion the financial statements give a true and fair view of the company's financial position at 31.01.24 and of the results of the company's operations and cash flows for the financial year 01.02.23 - 31.01.24 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (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 the management's review

Management is responsible for the management's review.

Our opinion on the financial statements does not cover the management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, it is our responsibility 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, we conclude that the 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 of the management's review.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional 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.

Roskilde, July 10, 2024

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Birgit Sode

State Authorized Public Accountant
MNE-no. mne28909

FINANCIAL HIGHLIGHTS**Key figures**

Figures in USD '000	2023/24	2022/23	2021/22	01.01.20 31.01.21	2019
<i>Profit/loss</i>					
Gross profit	43,534	45,961	13,302	15,686	12,468
Operating profit	4,047	19,161	-16,267	-1,553	707
Total net financials	193	-33	-86	-137	-50
Profit for the year	3,279	14,717	-13,356	-1,669	364
<i>Balance</i>					
Total assets	15,454	16,472	8,871	14,835	13,568
Investments in property, plant and equipment	1,075	769	697	355	837
Equity	5,112	8,833	-5,883	7,473	9,142

Ratios

	2023/24	2022/23	2021/22	01.01.20 31.01.21	2019
<i>Profitability</i>					
Return on equity	47%	998%	-1,680%	-20%	4%
<i>Equity ratio</i>					
Solvency ratio	33%	54%	-66%	50%	67%

Ratios definitions

Return on equity:

$$\frac{\text{Profit/loss for the year} \times 100}{\text{Average equity}}$$

Solvency ratio:

$$\frac{\text{Equity, end of year} \times 100}{\text{Total assets}}$$

Primary activities

Starting February 1st, 2022, the company provides research and development services of integrated microelectronics to Mellanox Technologies Ltd ("MTL") which is used in fibre-optic interconnect in computers and network systems.

In addition, the company is receiving royalties from granting Mellanox Technologies Ltd a non-exclusive, sublicensable license to reproduce, manufacture, distribute, and use all its intangible rights and products for the purpose of MTL's business activity in each territory.

Development in activities and financial affairs

The income statement for the period 01.02.23 - 31.01.24 shows a profit of USD 3,278,911 against USD 14,716,521 for the period 01.02.22 - 31.01.23. The balance sheet shows equity of USD 5,112,192.

Outlook

The company expects a profit before tax in the region of USD 5-6M for the coming year.

Income statement

Note		2023/24 USD	2022/23 USD
	Gross profit	43,533,505	45,960,567
2	Staff costs	-38,820,690	-26,315,313
	Profit before depreciation, amortisation, write-downs and impairment losses	4,712,815	19,645,254
	Depreciation and impairments losses of property, plant and equipment	-666,206	-484,266
	Operating profit	4,046,609	19,160,988
	Financial income	193,308	3,959
	Financial expenses	0	-37,367
	Profit before tax	4,239,917	19,127,580
	Tax on profit for the year	-961,006	-4,411,059
	Profit for the year	3,278,911	14,716,521

3 Proposed appropriation account

Balance sheet

ASSETS			
		31.01.24	31.01.23
Note		USD	USD
	Leasehold improvements	170,857	236,121
	Other fixtures and fittings, tools and equipment	1,815,403	1,349,204
4	Total property, plant and equipment	1,986,260	1,585,325
5	Deposits	51,584	44,151
	Total investments	51,584	44,151
	Total non-current assets	2,037,844	1,629,476
	Receivables from group enterprises	8,468,594	3,892,294
	Deferred tax asset	1,266,069	1,960,047
	Other receivables	260,879	105,378
	Total receivables	9,995,542	5,957,719
	Cash	3,420,718	8,884,394
	Total current assets	13,416,260	14,842,113
	Total assets	15,454,104	16,471,589

Balance sheet

EQUITY AND LIABILITIES

Note	31.01.24 USD	31.01.23 USD
Share capital	260,226	260,226
Retained earnings	4,851,966	1,573,055
Proposed dividend for the financial year	0	7,000,000
Total equity	5,112,192	8,833,281
Trade payables	130,225	609,396
Payables to group enterprises	7,229,672	3,361,056
Income taxes	83,055	459,038
Other payables	2,898,960	3,208,818
Total short-term payables	10,341,912	7,638,308
Total payables	10,341,912	7,638,308
Total equity and liabilities	15,454,104	16,471,589

7 Contingent liabilities

8 Related parties

Statement of changes in equity

Figures in USD	Share capital	Retained earnings	Proposed dividend for the financial year	Total equity
Statement of changes in equity for 01.02.23 - 31.01.24				
Balance as at 01.02.23	260,226	1,573,055	7,000,000	8,833,281
Dividend paid	0	0	-7,000,000	-7,000,000
Net profit/loss for the year	0	3,278,911	0	3,278,911
Balance as at 31.01.24	260,226	4,851,966	0	5,112,192

Cash flow statement

Note	2023/24 USD	2022/23 USD
Profit for the year	3,278,911	14,716,521
9 Adjustments	1,425,240	4,954,843
Change in working capital:		
Inventories	0	1,063,192
Receivables	-4,739,231	-3,585,947
Trade payables	-479,171	361,857
Other payables relating to operating activities	3,558,758	-7,937,099
Cash flows from operating activities before net financials	3,044,507	9,573,367
Interest income and similar income received	193,308	3,959
Interest expenses and similar expenses paid	0	-37,367
Income tax paid	-643,011	-1,107,845
Cash flows from operating activities	2,594,804	8,432,114
Purchase of property, plant and equipment	-1,074,945	-768,866
Sale of property, plant and equipment	16,465	0
Cash flows from investing activities	-1,058,480	-768,866
Dividend paid	-7,000,000	0
Cash flows from financing activities	-7,000,000	0
Total cash flows for the year	-5,463,676	7,663,248
Cash, beginning of year	8,884,394	1,221,146
Cash, end of year	3,420,718	8,884,394
Cash, end of year, comprises:		
Cash	3,420,718	8,884,394
Total	3,420,718	8,884,394

1. Special items

Special items are income and expenses that are special due to their size and nature. The following special items were recorded in the financial year:

Special items:	Recognised in the income statement in:	2023/24 USD	2022/23 USD
Gain on the disposal of property, plant and equipment	Other operating income	5,289	0
One time sale of all the inventory	Revenue	0	17,172,569
Total		5,289	17,172,569

2. Staff costs

Wages and salaries	10,371,886	9,376,752
Pensions	1,453,928	1,247,981
Other staff costs	26,994,876	15,690,580
Total	38,820,690	26,315,313
Average number of employees during the year	83	84

3. Proposed appropriation account

Proposed dividend for the financial year	0	7,000,000
Retained earnings	3,278,911	7,716,521
Total	3,278,911	14,716,521

4. Property, plant and equipment

Figures in USD	Leasehold improvements	Other fixtures and fittings, tools and equipment
Cost as at 01.02.23	965,137	3,184,631
Additions during the year	0	1,074,945
Disposals during the year	0	-21,156
Cost as at 31.01.24	965,137	4,238,420
Depreciation and impairment losses as at 01.02.23	-729,016	-1,832,054
Depreciation during the year	-65,264	-600,943
Reversal of depreciation of and impairment losses on disposed assets	0	9,980
Depreciation and impairment losses as at 31.01.24	-794,280	-2,423,017
Carrying amount as at 31.01.24	170,857	1,815,403

5. Non-current financial assets

Figures in USD	Deposits
Cost as at 01.02.23	45,960
Additions during the year	5,624
Cost as at 31.01.24	51,584
Carrying amount as at 31.01.24	51,584

	31.01.24	31.01.23
	USD	USD

6. Deferred tax

Provisions for deferred tax as at 01.02.23	1,960,047	4,804,222
Deferred tax recognised in the income statement	-693,978	-2,844,175

Provisions for deferred tax as at 31.01.24	1,266,069	1,960,047
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Deferred tax is distributed as below:

Property, plant and equipment	28,876	29,348
Tax losses	1,237,193	1,930,699

Total	1,266,069	1,960,047
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As at 31.01.24, the company has recognised a deferred tax asset of USD 1,266,069, which can primarily be attributed to tax losses carried forward. The deferred tax asset is recognised on the basis of expectations of positive operating results for the coming years.

7. Contingent liabilities

Other contingent liabilities

The company has entered into rent agreements with total remaining rent payment of USD 913,000

8. Related parties

Controlling influence	Basis of influence
Mellanox Technologies UK Ltd, United Kingdom	Sole shareholder
Nvidia Corporation, United States	Indirect parent company

Related party transactions are not disclosed, as all transactions are entered into in the ordinary course of business at arms' length.

	2023/24 USD	2022/23 USD
9. Adjustments for the cash flow statement		
Other operating income	-5,289	0
Depreciation and impairments losses of property, plant and equipment	666,206	484,266
Financial income	-193,308	-3,959
Financial expenses	0	37,367
Tax on profit or loss for the year	961,006	4,411,059
Other adjustments	-3,375	26,110
Total	1,425,240	4,954,843

10. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for medium-sized enterprises in reporting class C.

The accounting policies have been applied consistently with previous years.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in USD. The exchange rate is 6,85 as at 31.01.24 and 7,08 as at 31.01.23.

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

10. Accounting policies - continued -**INCOME STATEMENT****Gross profit**

Gross profit comprises revenue and other operating income and other external expenses.

Revenue

Income from the sale of services is recognised in the income statement in line with completion of services, which means that revenue corresponds to the selling price of the work performed for the year.

Other operating income

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including gains on the sale of intangible assets and property, plant and equipment.

Other external expenses

Other external expenses comprise also research and development costs that do not qualify for capitalization ,

Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

Wages and salaries and other staff-related costs associated with the research and development activity are also recognised under staff costs.

Depreciation and impairment losses

The depreciation of property, plant and equipment aim at systematic depreciation over the expected useful lives of the assets. Assets are depreciated according to the straight-line method based on the following expected useful lives and residual values:

10. Accounting policies - continued -

	Useful lives, years	Residual value USD
Leasehold improvements	3-8	0
Other plant, fixtures and fittings, tools and equipment	3-7	0

The basis of depreciation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year.

10. Accounting policies - continued -**BALANCE SHEET****Property, plant and equipment**

Property, plant and equipment comprise leasehold improvements as well as other fixtures and fittings, tools and equipment.

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Depreciation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

10. Accounting policies - continued -

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Deposits recognised under assets comprise deposits paid to the lessor under leases entered into by the company.

Cash

Cash and cash equivalents include cash in hand and deposits (up to three months from the date of investment) held at call with banks.

Equity

The proposed dividend for the financial year is recognised as a separate item in equity.

Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

10. Accounting policies - continued -

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Short-term financial payables are measured at amortised cost, normally corresponding to the nominal value of such payables. Other short-term payables are measured at net realisable value.

CASH FLOW STATEMENT

The cash flow statement is prepared using the indirect method, showing cash flows from operating, investing and financing activities as well as cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities comprise the net profit or loss for the year, adjusted for non-cash operating items, income tax paid and changes in working capital.

Cash flows from investing activities comprise payments in connection with the acquisition and divestment of companies and financial assets as well as the purchase, development, improvement and sale of intangible assets and property, plant and equipment.

Cash flows from financing activities comprise changes in the company's share capital and associated costs and financing from and dividends paid to shareholders as well as the arrangement and repayment of long-term payables.

Cash and cash equivalents at the beginning and end of the year comprise cash.