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Impero Holding Denmark ApS

Gustav Adolfs Gade 5
2100 København Ø
CVR No. 41968362

Annual report 2024

The Annual General Meeting adopted the annual report on 04.08.2025

Joseph Nivaro
Chairman of the General Meeting

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Entity details

Entity

Impero Holding Denmark ApS
Gustav Adolfs Gade 5
2100 København Ø

Business Registration No.: 41968362
Registered office: København
Financial year: 01.01.2024 - 31.12.2024

Executive Board

Tobias Hartmann

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Statement by Management

The Executive Board has today considered and approved the annual report of Impero Holding Denmark ApS for the financial year 01.01.2024 - 31.12.2024.

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 Entity's financial position at 31.12.2024 and of the results of its operations for the financial year 01.01.2024 - 31.12.2024.

I believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

I recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 04.08.2025

Executive Board

Tobias Hartmann

Independent auditor's report

To the shareholders of Impero Holding Denmark ApS

Opinion

We have audited the financial statements of Impero Holding Denmark ApS for the financial year 01.01.2024 - 31.12.2024, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2024 and of the results of its operations for the financial year 01.01.2024 - 31.12.2024 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity 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.

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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion 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 audit 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 in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required by relevant law and regulations.

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 in the relevant law and regulations. We did not identify any material misstatement of the management commentary.

Copenhagen, 04.08.2025

Deloitte
Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Henrik Wolff Mikkelsen
State Authorised Public Accountant
Identification No (MNE) mne33747

Anders Rødgaard Østdal
State Authorised Public Accountant
Identification No (MNE) mne50620

Management commentary

Primary activities

The company's activity consists of owning capital shares in other capital companies and investment business as well related business.

Development in activities and finances

The income statement of the company for 2024 shows a loss of DKK 99.371 thousand which is mainly affected by an impairment of DKK 94,861 thousand from the investment in the Company's group enterprises.

At 31 December 2024 the balance sheet of the company shows a negative equity of DKK 79.360 thousand, thus the Company has lost it's equity, cf. Section 119 of the Danish Companies Act.

Management expects the equity to be restored through either a debt conversion or through positive earnings in the Company's subsidiaries making it possible to reverse the above mentioned impairment.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2024

	Notes	2024 DKK'000	2023 DKK'000
Gross profit/loss		**(67)**	**(63)**
Income from investments in group enterprises		(94,861)	0
Other financial income	1	794	759
Other financial expenses	2	(5,237)	(4,795)
Profit/loss for the year		**(99,371)**	**(4,099)**
Proposed distribution of profit and loss			
Retained earnings		(99,371)	(4,099)
Proposed distribution of profit and loss		**(99,371)**	**(4,099)**

Balance sheet at 31.12.2024

Assets

	Notes	2024 DKK'000	2023 DKK'000
Investments in group enterprises		22,545	117,406
Financial assets	3	**22,545**	**117,406**
Fixed assets		**22,545**	**117,406**
Receivables from group enterprises		18,418	17,624
Other receivables		69	69
Receivables		**18,487**	**17,693**
Current assets		**18,487**	**17,693**
Assets		**41,032**	**135,099**

Equity and liabilities

	Notes	2024 DKK'000	2023 DKK'000
Contributed capital		60	60
Retained earnings		(79,420)	19,951
Equity		**(79,360)**	**20,011**
Payables to group enterprises		119,937	104,120
Other payables		0	10,580
Non-current liabilities other than provisions	4	**119,937**	**114,700**
Trade payables		390	200
Other payables		65	188
Current liabilities other than provisions		**455**	**388**
Liabilities other than provisions		**120,392**	**115,088**
Equity and liabilities		**41,032**	**135,099**

Employees	5
Contingent liabilities	6

Statement of changes in equity for 2024

	Contributed capital DKK'000	Retained earnings DKK'000	Total DKK'000
Equity beginning of year	60	19,951	20,011
Profit/loss for the year	0	(99,371)	(99,371)
Equity end of year	**60**	**(79,420)**	**(79,360)**

Notes

1 Other financial income

	2024 DKK'000	2023 DKK'000
Financial income from group enterprises	794	759
	794	**759**

2 Other financial expenses

	2024 DKK'000	2023 DKK'000
Financial expenses from group enterprises	5,100	4,484
Other financial expenses	137	311
	5,237	**4,795**

3 Financial assets

	Investments in group enterprises DKK'000
Cost beginning of year	117,406
Cost end of year	**117,406**
Impairment losses for the year	(94,861)
Impairment losses end of year	**(94,861)**
Carrying amount end of year	**22,545**

Investments in subsidiaries	Registered in	Corporate form	Equity interest %	Equity DKK'000	Profit/loss DKK'000
Netop Solutions A/S	Ølstykke	A/S	100.00	22,545	(41,819)

4 Non-current liabilities other than provisions

	Due after more than 12 months 2024 DKK'000
Payables to group enterprises	119,937
	119,937

5 Employees

The Entity has no employees other than the Executive Board.

6 Contingent liabilities

The Entity serves as the administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for these entities.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Income statement

Gross profit or loss

Gross loss comprises other external expenses.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities.

Income from investments in group enterprises

Income from investments in group enterprises comprises dividends etc received from the individual group enterprises in the financial year.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises.

Other financial expenses
Other financial expenses comprise interest expenses.

Balance sheet

Investments in group enterprises
Investments in group enterprises are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

Receivables
Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Other financial liabilities
Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.