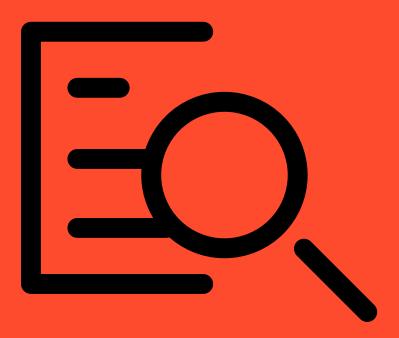
DECIDEACT

DECIDEACT ANNUAL REPORT 2023



DecideAct A/S, Østre Kajgade 3, 3730 Nexø, Denmark, CVR No. 36077735



PUBLISHED

The Annual Report 2023 is available for download on the website: https://www.decideact.net/investors from April 13, 2024. Following the Annual General Meeting, it will be registered with the Danish Business Authority (Erhvervsstyrelsen) for publication also on www.cvr.dk

Forward-looking statements: The Annual Report contains forward-looking statements. Such statements are subject to risks and uncertainties as various factors, many of which are beyond Decideact's control, may cause the actual development and results to differ materially from expectations contained in the Annual Report.

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MANAGEMENT COMMENTARY:

OPTIMIZED AND RIGHT-SIZED WITH LEAN OPERATIONS TO ENSURE THE PATH TO PROFITABILITY AND FUTURE GROWTH

In 2023, DecideAct has used the learning and experience gained in recent years to optimize and streamline the business to become a lean and efficient organization with a very clear focus on supporting selected market segments. The DecideAct Group expects to increase ARR by 50% during 2024, reach profitability by 2025, and reach a contracted ARR of DKK 18-20 million by the end of 2025, growing to more than DKK 50 million by 2030.

On December 31, 2023, the DecideAct Group reached a growth in ARR before churn of 27% (YOY) and a total realized ARR of DKK 8.9 million. Like other SaaS companies, DecideAct has been affected by companies taking a step back and cutting their fixed costs. Despite these extraordinary circumstances, the DecideAct Group has managed to grow its customer base by a 23% YOY increase before churn.

After several years of constant growth, DecideAct has had a strong focus on stabilizing the business in 2023. The DecideAct Group has ended up with a slight decline of -10.7% in ARR compared to the end of 2022. This is mainly due to structural cost reductions at a few major customers, which has also affected DecideAct through contract terminations.

Despite good gross growth throughout 2023, this has not been enough to fully compensate for the expected churn. Overall, this cannot be considered satisfactory. However, a closer look at the numbers and the reasons for the decline shows that the company is still in a good place and there is reason to be optimistic about the future.

DecideAct A/S is the Nasdaq-listed company and Parent Company of the Group that operates its commercial activities through subsidiaries in Denmark, Portugal, Iceland, and Canada. The following section provides a general insight into the Parent Company, and after this section, management provides an overview of the results for the entire Group.



KEY INSIGHTS INTO THE PARENT COMPANY DECIDEACT A/S

BECOMING A DOMINANT PLAYER WITH AN UNRIVALED AI-POWERED PRODUCT

From the beginning, DecideAct A/S has set an ambition and course to become dominant in the industry based on a best-in-class product strategy, and in 2023, the Parent Company has invested DKK 4.1 million in software development. DecideAct A/S is clearly on the right track and is constantly learning how to achieve maximum success.

Of course, this ambition requires immediate as well as ongoing investment in product and commercial activities. DecideAct A/S is now confident that it knows what can lead it to scale, and until that is in place, the focus is on achieving profitability through organic growth activities.

SUPPORT AND CONFIDENCE FROM THE INVESTORS

DecideAct A/S stands today with a strengthened leadership team, a strengthened product, a more cohesive marketing/sales process, a larger pipeline of higher quality leads, better partnership models, and a greater focus on the geographies and verticals where DecideAct gets the most out of its

efforts, a tighter cost structure and has the greatest opportunity to make breakthroughs despite the continued turbulence in the world.

The product is still unparalleled, especially when it comes to the ability to handle the most complex business issues and customize solutions to customer needs. To ensure being in the best position to become a dominant player, DecideAct A/S must also be able to match the competition on the other critical parameters. It is therefore reassuring to note that investor support and confidence in DecideAct A/S' long-term ambition remain high.

In March 2023, DecideAct A/S received an additional investment of DKK 4.1 million as the Parent Company agreed with its largest shareholder, Jens Munch (J. Munch Holding ApS) that he would invest a further DKK 3.7 million into DecideAct A/S by way of a directed issue, and in addition to that the chairman and CEO joined with a total amount of DKK 400,000 on the same terms. The capital increase resulted in the total issuance of 962,440 new shares, corresponding to 8,0% of the share capital after the transaction, and was executed by

the Board by use of the existing authorization to perform directed issues in DecideAct A/S' Articles of Association.

In Q1, the Board of Directors proposed a new authorization to the General Assembly to raise DecideAct A/S' share capital by up to a total of nominally DKK 1,100,000 with pre-emption rights for existing shareholders for 5 years. The Board of Directors had also proposed a new authorization to issue warrants with pre-emption rights for DecideAct A/S' existing shareholders and to effect the related capital increase by up to nominally DKK 600,000 for 5 years. The proposals were adopted at an extraordinary general meeting on 4 April.

In September 2023, DecideAct A/S succeeded in raising DKK 12 million through a rights issue, where a loan was simultaneously converted into shares, strengthening the balance sheet by a total of DKK 17 million. The investment is a boost to DecideAct A/S' capital base and will enable DecideAct A/S to navigate with a steady hand in today's turbulent markets and will be deployed to further ensure the long-term scaling of DecideAct A/S.

DEVELOPMENTS IN ACTIVITIES AND FINANCES

DecideAct A/S' result of DKK -19.2 million for 2023 is as expected, influenced significantly by investments in further product development, sales and marketing, and customer success management. The Parent Company's equity amounts to DKK 12.7 million, and intangible assets are DKK 16.6 million.

EARNING/SHARE AND NUMBER OF SHARES

	Profit/loss	Shares Outstanding	Average number of shares	Earning/ share
2022	(20,164,088)	11,065,946	9,875,558	(2,04)
2023	(19,191,829)	20,542,579	13,916,324	(1,38)
H1 2022	(9,890,317)	9,540,539	9,305,409	(1,06)
H1 2023	(7,628,835)	12,028,386	11,531.125	(0,66)

The dilution of outstanding warrants has not been calculated as the Earning/share is negative.

To support the ongoing operations and the achievement of DecideAct A/S' long-term goals, the Parent Company continuously monitors its liquidity needs. The liquidity position at the end of 2023 was considered sufficient to cover the liquidity needs for the next 12 months.

Given the current world market situation, the management considers DecideAct A/S' economic performance to be acceptable. The Company Group has secured a situation with many deals in the contract phase and a strong pipeline and therefore, DecideAct A/S' management is very optimistic about the future. It is currently assessed that the general uncertainties in the world market will not affect the Parent Company's financial position and development.

Key figures							
	H1 2022	2022	H1 2023	2023			
Gross profit (DKK)	-7,191,520	-13,766,963	-4,025,222	-10,491.264			
Operating profit/loss (DKK)	-10,299,077	-20,640,037	-7,955,204	- 18.708.192			
Profit/loss for the year (DKK)	-9,890,317	-20,164,088	-7,628,835	-19.191.829			



KEY INSIGHTS INTO THE COMMERCIAL ACTIVITIES OF THE DECIDEACT GROUP

FIT AND PROPER FOR ACHIEVING PROFITABILITY

In 2023, the DecideAct Group has used the learning and experience gained in recent years to strengthen its focus and has optimized and streamlined the business to become a lean and efficient organization with a very clear focus on supporting selected market segments such as investment funds and their portfolios as well as large and complex organizations, including the public sector.

The DecideAct Group has reached an ARR of DKK 8.9 million (consolidated for the Group) on 31 December 2023 and expects to increase ARR by 50% during 2024, reach profitability by 2025, and reach a contracted ARR of DKK 18-20 million by the end of 2025, growing to more than DKK 50 million by 2030.

The increased focus on cost structure, targeted product development for specific customer segments, including an intensive focus on certification and uncompromising cybersecurity, and a greater focus on strategic partnerships have had short-

term costs but have been necessary to lay the foundation for profitable operations and take the next steps towards increased growth.

OPTIMIZED AND RIGHT-SIZED

The DecideAct Group is now right-sized, development-wise the product is stronger than ever, and the Company Group is seeing the right indicators that the growth potential can unfold with full impact in the coming years.

Isolated to ARR, the result for the year cannot be considered fully satisfactory. Still, based on the strengthened strategic focus and solid solutions, it is considered realistic to increase ARR by 50% during 2024, achieve profitability in 2025, and reach a contracted ARR of more than DKK 50 million in 2030.

To achieve this and lay the foundation for further scaling, all of the DecideAct Group's strategic priorities in the coming period will have the overarching purpose of strengthening customer traction and increasing sales in both the private and public sec-

tors. Based on a thorough analysis of market needs and low-hanging fruit, investments will be made in sales-oriented initiatives in four focus areas:

- Investment funds and their portfolio companies
- The public sector in Denmark and Iceland
- Strategic partnerships for growth
- Artificial Intelligence (AI)

Alongside the four strategic focus areas, the DecideAct Group will prioritize the Nordic and English-speaking markets for more sales and further scaling. Initial emphasis will be placed on maturing the Canadian market, which has been identified as a sweet spot for sales of the DecideAct Group's products based on multiple contract wins.

ACCELERATING FUTURE GROWTH

Looking at the scaling opportunities, with an organic growth scenario, the Group can reach an annual ARR of DKK 40-50 million over the next five years. Of this, the US/North American market is expected to account for 40-50%. Considering the current efforts in the public sector, investor-owned companies, and larger partnerships, the opportunity is nothing short of massive when the Decide-Act Group finds the right setup to scale into the US market. Furthermore, when the DecideAct Group succeeds with more Al-powered solutions, the hope is that it will enable a 25% growth in existing customers' revenue and significantly strengthen the overall growth scenario.





In May, DecideAct signed a partner agreement with KPMG lceland.

Future growth can be further accelerated through larger partnerships – not least through potential major partnerships in the US. In late 2023, the DecideAct Group entered negotiations for various partnerships in both Europe and the US which, if realized in 2024, will have the potential to double or triple the current revenue in 12-24 months after the deals are confirmed. In addition, well-utilized AI and additional investments in AI and sales can support further and faster scaling.

The DecideAct Group is receiving more and more inquiries from large international companies and public institutions who see that the solutions 1:1 match their needs to manage and monitor their strategic priorities and thus their ability to develop their business in the desired direction. This applies not least to private equity funds and their portfolio companies, but also municipalities and utility companies have begun to realize the benefits of using the DecideAct Group's digital platform - for example, to create an overview and progress on their activities in the climate area.

THE MARKET IS MATURING

The platform has proven to be very feasible, efficient, and inexpensive for the public sector. Based on the current interest, it is a realistic expectation over the next four years to reach a total revenue from the Danish public sector of DKK 24-40 million based on an average ARR of DKK 6-10 million from this segment. The potential is even greater if expanded to all the Nordic countries. Currently,



the DecideAct Group is working on climate strategy, business strategy, procurement strategy, and budget agreements, and it is worth mentioning that a typical climate strategy extends to 2050.

By developing the product in depth for specific segments and targeting sales efforts to these, the DecideAct Group has moved to a new level where the dialog with potential customers is strengthened at all levels. They can see that the product addresses the very business development issues they have not been able to solve so far. Where the dialogue with potential customers has previously been based on targeted sales work, more and more inquiries come directly from companies and organizations looking for digital solutions to implement strategy. This indicates that the market is maturing and that the Strategy Execution Management approach is finding its way into the mindset of boards and senior management more broadly.

As for private companies, private equity-owned companies have proven to be the most mature in terms of readiness for the digital infrastructure for strategy execution, and this segment also has a faster decision-making process. It is estimated that maturity is particularly high among US companies

DKK 8.9 MILLION IN ARR

 The DecideAct Group's pipeline has grown steadily, and there are more deals in the contracting phase than ever before.
 Furthermore, the Group has improved its technical platform, strengthened its market position, gained new, important customers, established fruitful partnerships – and thus laid a strong foundation for achieving its goals.

THE AMBIGUITY BETWEEN STRATEGIC POTENTIAL AND REQUIRED FUNDS

Aiming to become profitable is a healthy and good goal in these times. But what if the potential is much greater? The question is not whether to become profitable or not. It's about not losing the business while aiming to create long-term share-holder value. The DecideAct Group is in an industry with hyper-growth potential, and achieving the market share that the product justifies requires more effort, not least in terms of marketing, than current resources allow for in the short term.

Considering how peer companies have invested in their products and growth to strengthen their market position, the DecideAct Group still has a long way to go. Therefore, management and the board are constantly looking for ways to optimize investments, strategic partnerships, and other means to help the company achieve the global market position that its ambition, vision, and product justifies.

KEEPING MOMENTUM TOWARD THE LONG-TERM GOALS

The DecideAct Group has come through 2023 well without losing focus on what is most important, namely keeping direction and momentum toward the long-term goals and driving breakthroughs despite the continued turbulence in the world.

Despite challenges externally with the decline in major customers' industries and internally with an intensified focus on adapting the organization, the Group has managed to keep ARR at an acceptable level with the addition of new customers. Against this backdrop and with the current pipeline, management is confident that the DecideAct Group can achieve its overall goals and create great value for DecideAct A/S' investors.

The stabilization of the business with a cost structure that tightens the margin between earnings and expenses that the DecideAct Group has undertaken during 2023 makes the Group more resilient to the more unpredictable reality of the market. At the same time, efforts on product development along with a new and more focused approach to selected customer segments are starting to pay off.

However, the DecideAct Group must be clearsighted enough to look soberly at the things that



it is in its power to improve and make sure to take advantage of all the lessons that can be learned from them. This is what the team has agreed on, and it is the DecideAct Group's promise to the investors in DecideAct A/S.

The approach is and will be balanced. The Decide-Act Group is working towards profitability in 2025. To be profitable, the Group needs to reach a revenue of DKK 15 million in 2025. In addition to that, the Group expects that the contracted ARR will be doubled by the end of 2025, reaching a level of DKK 18-20 million. With the current pipeline, a strengthened sales effort, lean operations, and an adjusted and streamlined cost level, it is expected that the DecideAct Group will be able to deliver on this target. The mantra is to grow fast but with caution. To raise the necessary capital, no more, no less. This is done gradually to show that the formula for growing and scaling the business works, step by step.

KEY EVENTS IN 2023

JANUARY:

Contract signed with private equity fund GRO Capital

FEBRUARY:

Welcoming the first customer in the US market

MARCH:

Contract signed with B&R Industrial Automation A/S

DecideAct A/S strengthens its balance sheet with a further DKK 4.1 million

APRIL:

Migration to Microsoft Azure and joining the Microsoft ISV Success Program

Disclosure of DecideAct A/S Annual Report 2022

MAY:

Hosting an online event on how A.P. Moller - Maersk reports on ESG

Partnership with the Danish Consultancy Kombination

Partnership agreement with RACI Solutions in Philadelphia, USA

Contract closed with The Icelandic Association of Local Authorities

Signing of contract with The Comprehensive Secondary School of West Iceland

Collaboration agreement with KPMG Iceland

Annual General Meeting 2023 in DecideAct A/S

JUNE:

Approved SKI supplier to the public sector in Denmark

Chosen by Danish municipality for climate and business strategy execution

AUGUST:

Disclosure of DecideAct A/S H1 Report 2023

Agreement signed with the Icelandic Climate Council

Advanced OKR tool added to the digital platform in collaboration with Blue Note

Contract signed with Animal Protection Denmark

Chosen by Red River Cooperative Ltd. for its strategy management

SEPTEMBER:

Renewal of contract with the University of Akureyri

DecideAct A/S Completes Capital Raise of DKK 17 million

Iceland State Electricity renews contract

Sigvaldi Egill Lárusson New CFO at DecideAct A/S

OCTOBER:

Chosen by iPoint for its strategy management

NOVEMBER:

New sales partnership with Knud Møller lensen and VitalMental

Odd Tore Finnøy to promote and sell the strategy platform in Norway

DECEMBER:

Selected by Omada to Streamline Strategy Execution

VALUE PROPOSITION HELP ENGAGE THE ENTIRE ORGANIZATION IN ACHIEVING BUSINESS GOALS

DecideAct's solution addresses one of the biggest problems in business. The ground-breaking Strategy Execution software is a digital infrastructure that replaces messy spreadsheets and manual follow-ups whilst making strategy implementation much easier for management.

The DecideAct software creates transparency, speeds up the progress of strategy execution, and helps engage the entire organization in reaching its business goals. DecideAct's vision is to modernize strategic leadership through technology which aligns perfectly with the Company's commitment to helping clients turn all their strategic goals, including ESG, into reality.

VISION MODERNIZE STRATEGIC LEADERSHIP THROUGH TECHNOLOGY

MISSION TRANSFORM STRATEGY INTO ACTION

GOAL
BECOME A DOMINANT
PLAYER IN SEM AND OWN
THE KNOWLEDGE DOMAIN



DecideAct A/S

Østre Kajgade 3 3730 Nexø CVR no. 36 07 77 35

Annual report for 2023

(9th Financial year)

Adopted at the Annual General Meeting

Chairman of the Annual General Meeting

Statement by management on the annual report

The Board of Directors and executive board have today discussed and approved the annual report of DecideAct A/S for the financial year 1 January - 31 December 2023.

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 company's financial position at 31 December 2023 and of the results of the company's operations and cash flows for the financial year 1 January - 31 December 2023.

In our opinion, management's commentary includes a fair review of the matters dealt with in the management's commentary.

Management recommends that the Annual Report be adopted at the Annual General Meeting.

Nexø, 13 April 2024

Executive board

Flendring Sylvang Videriksen

- DocuSigned by:

Signaldi Eall Láhusson Signaldi Egill Lárusson

director

DocuSigned by:

цыныя серьный кареtz director

Jacob Tackmann Thomsen

Jacoby Tackmann Thomsen

Board of Directors

-DocuSigned by:

Peter Sendermark Peter Sendergaard Jensen chairman

-DocuSigned by:

Hunk f. Jusu Henrik Pallisgaard Jensen Anglu-

Elemining Sylvang Videriksen

DocuSigned by:

Bjarni Sweeljorn Jousson Bjarni Sweeljorn Jonsson

Independent Auditor's Report

To the shareholders of DecideAct A/S Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023, and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of DecideAct A/S for the financial year 1 January - 31 December 2023, which comprise income statement, balance sheet, statement of cash flows, statement of changes in equity and notes, including a summary of significant accounting policies (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 Commentary

Management is responsible for Management's Commentary.

Our opinion on the financial statements does not cover Management's 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 Management's Commentary and, in doing so, consider whether Management's Commentary 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 Commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's 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 Management's Commentary.

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.

Independent Auditor's Report

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 skepticism 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.

Independent Auditor's Report

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, actions taken to eliminate threats or safeguards applied.

Ringsted, 13 April 2024

PricewaterhouseCoopers Statsautoriseret revisionspartnerselskab CVR no. 33 77 12 31

DocuSigned by:

m Poli

Brian Redersen State Authorised Accountant

mne28701

DocuSigned by:

Mkolaj Fransing Borch Nikolaj Fransing Borch State Authorised Accountant

mne44062

Company details

The company DecideAct A/S

Østre Kajgade 3 3730 Nexø

Telephone: +1 (949) 670-9224

CVR no.: 36 07 77 35

Reporting period: 1 January - 31 December 2023

Incorporated: 1 September 2014
Financial year: 9th financial year
Domicile: Bornholm, Denmark

Board of Directors Peter Søndergaard Jensen, chairman

Flemming Sylvang Videriksen Jacob Tackmann Thomsen Henrik Pallisgaard Jensen Bjarni Snæbjörn Jonsson

Executive board Flemming Sylvang Videriksen, CEO

Sigvaldi Egill Lárusson, director

Lilja Rut Graetz, director

Auditors PricewaterhouseCoopers

Statsautoriseret revisionspartnerselskab

Eventyrvej 16 4100 Ringsted

The annual report of DecideAct A/S for 2023 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2023 is presented in DKK

Pursuant to sections §110 subsection 1, of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

Correction of errors in relation to prior years

Management has become aware that there is a error relating to the recognition of investments in subsidiaries in previous years. The basis used for recognising investments in subsidiaries for 2022 was not the final figures for three of the subsidiaries, which is due to incorrectly recognised salaries and an error in deferred tax in the subsidiaries. As investments in subsidiaries are recognised using the equity method, this has led to a error relating to previous years for DecideAct A/S. Further, due to the transfer pricing model applied by the Group, there is a corresponding effect of the errors on the transfer pricing corrections for 2022, leading to an impact on gross profit/loss for DecideAct A/S.

The above errors have, in 2022, positively affected the year's gross profit by DKK 18,451, income from investment in subsidiaries negatively by DKK 335,140 and the result of the year negatively by DKK 316.689.

The balance sheet total has changed negatively by DKK 563,941, divided into investments in subsidiaries by DKK 335,140, receivables from group enterprises by DKK 228,801, payables to group enterprises DKK 247,253 and the equity has changed negatively with DKK 316,689 per 31 December 2022.

The change has no current or deferred tax effect.

Comparatives has been restated to reflect the above.

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 amortisation, depreciation and impairment losses, 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 the asset 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 the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue and other operating income less direct costs and other external expenses.

Revenue

Revenue from royalty is recognised in the income statement for the period which it relates to. The total royalty amount is determined through the transfer pricing model applied by the Group and is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration.

Capitalised work performed for own account

Capitalised work performed for own account comprises staff costs and other costs incurred in the financial year and recognized in cost for proprietary intangible assets.

Costs of Sales

Costs directly related to revenue, including transfer pricing adjustments related to sales companies in the Group

Other external expenses

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. Share-based programs are not recognized in the income statement, but are disclosed in a separate note as the share-based programs are solely equity-based.

Depreciation, amortisation and impairment of intangible assets and property, plant and equipmentDepreciation, amortisation and impairment of intangible assets and property, plant and equipment comprise the year's depreciation, amortisation 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 that relate to the financial year. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities, liabilities and foreign currency transactions, amortisation of financial assets and liabilities and surcharges and allowances under the Danish Tax Prepayment Scheme, etc.

Income from investments in subsidiaries, associates and participating interests

The proportionate share of the profit/loss for the year of subsidiaries is recognised in the company's income statement after full elimination of intra-group profits/losses.

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets

Development projects, patents and licences

Assets comprise development projects completed and in progress with related intellectual property rights.

Development projects etc are written down to the lower of recoverable amount and carrying amount.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprise of salaries, directly attributable external costs and a relevant share of indirect external expenses.

Following the completion of the development work, development costs are amortised on a straight-line basis over the estimated useful life. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 1-10 years.

Investments in subsidiaries, associates and participating interests

Investments in subsidiaries, associates and participating interests are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, plus or less unrealised intra-group gains or losses and plus or less any remaining value of positive or negative goodwill stated according to the purchase method. Negative goodwill is recognised in the income statement on acquisition. Where the negative goodwill relates to contingent liabilities having been taken over, the negative goodwill is not recognised until the contingent liabilities have been settled or no longer exist.

Investments in subsidiaries and associates are measured in the parent company financial statements using the equity method.

Investments in subsidiaries, associates and participating interests with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

Receivables

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

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash and deposits at banks.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity. Deferred tax is measured at net realisable value.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.

Foreign subsidiaries, associates and participating interests are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of such entities opening equity at closing rate and on translation of the income statements from the exchange rates at the transaction date to closing rate are taken directly to the fair value reserve under 'Equity' in the financial statements.

Derivative financial instruments

On initial recognition in the balance sheet, derivative financial instruments are measured at cost and subsequently at fair value. Positive and negative fair values of derivative financial instruments are included in 'Other receivables' or 'Other payables', respectively.

Cash flow statement

The cash flow statement shows the company's cash flows for the year, broken down under cash flows from operating, investing and financing activities, the year's changes in cash and cash equivalents and the company's cash and cash equivalents at the beginning and at the end of the year.

Cash flows from operating activities

Cash flows from operating activities are stated as the company's profit or loss for the year, adjusted for non-cash operating items, changes in working capital and paid income taxes. Dividend income from investments is recognised under 'Interest income and dividend received'.

Cash flows from investing activities

Cash flows from investing activities comprise payments related to the acquisition and sale of entities and activities as well as intangible assets, property, plant and equipment and investments.

Cash flows from financing activities

Cash flows from financing activities comprise changes in the size or composition of the company's share capital and related costs, as well as the raising of loans, repayment of interest-bearing debt and payment of dividends to shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term securities whose remaining life is less than three months and which are readily convertible into cash and which are subject only to insignificant risks of changes in value.

Financial Highlights

Definitions of financial ratios.

Churn:

Churn is calculated as the percentage rate at which customers cancel their recurring revenue subscriptions.

ARR:

ARR is calculated as the MRR ultimo each month multiplied with 12.

ARR growth after churn: ARR growth after churn is calculated as the change in annual recurring revenue in 2023 including chrun.

ARR growth before churn:

ARR growth before churn is calculated as the change in annual recurring revenue in 2023 excluding churn.

Growth in number of customers:

Growth in number of customers is calculated as the change in the number of customers from primo 2023 to ultimo 2023.

Earning/share:

Earning/share is calculated as profit/loss divided by average outstanding shares.

Income statement 1 January - 31 December

	Note	2023	2022
		DKK	DKK
Gross profit		-10,491,264	-13,748,512
Staff costs	1	-4,870,598	-4,419,347
Profit/loss before amortisation/depreciation and impairment losses		-15,361,862	-18,167,859
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	2	-3,346,330	-2,453,727
Profit/loss before net financials		-18,708,192	-20,621,586
Income from investments in subsidiaries Financial income Financial costs	3 4	491,285 91,537 -1,317,580	114,459 38,049 -814,262
Profit/loss before tax		-19,442,950	-21,283,340
Tax on profit/loss for the year	5	251,121	802,563
Profit/loss for the year		-19,191,829	-20,480,777
Recommended appropriation of profit/loss			
Transferred to reserve for development expenditure		614,056	2,589,592
Retained earnings		-19,805,885	-23,070,369
		-19,191,829	-20,480,777

Balance sheet 31 December

	Note	2023	2022
		DKK	DKK
Assets			
Completed development projects		14,331,897	11,962,304
Development projects in progress		2,253,250	3,835,592
Intangible assets	6	16,585,147	15,797,896
Investments in subsidiaries	7	4,087,446	3,605,283
Fixed asset investments		4,087,446	3,605,283
Total non-current assets		20,672,593	19,403,179
Receivables from subsidiaries		788,810	630,554
Other receivables		158,127	1,829,420
Receivable from shareholders and management	8	343,925	330,443
Corporation tax	10	251,121	792,431
Prepayments		12,583	98,159
Receivables		1,554,566	3,681,007
Cash at bank and in hand		6,599,261	4,367,695
Total current assets		8,153,827	8,048,702
Total assets		28,826,420	27,451,881

Balance sheet 31 December

	Note	2023	2022
		DKK	DKK
Equity and liabilities			
Share capital		2,054,258	1,106,595
Reserve for development expenditure		12,936,415	12,322,359
Reserve for current value adjustments of currency gains		0	22,982
Retained earnings		-2,339,869	-2,737,683
Equity		12,650,804	10,714,253
Other borrowings		8,141,792	8,116,917
Other payables		330,000	0
Total non-current liabilities	9	8,471,792	8,116,917
Banks	9	78,347	171,922
Other borrowings	9	815,139	1,212,716
Trade payables	·	715,699	823,594
Payables to subsidiaries		5,468,122	5,972,871
Payables to shareholders and management		0	63,178
Other payables		626,517	376,430
Total current liabilities		7,703,824	8,620,711
Total liabilities		16,175,616	16,737,628
Total equity and liabilities		28,826,420	27,451,881
Contingent assets	11		
Contingent liabilities	12		
Mortgages and collateral	13		
Financial instruments	14		
Fee to auditors appointed at the general meeting	15		
Share-based programme	16		

Statement of changes in equity

				Reserve for		
		01	_	current value		
		Share	Reserve for	adjustments		
		premium	development	of currency	Retained	
	Share capital	account	expenditure	gains	earnings	Total
Equity at 1 January 2023	1,106,595	0	12,322,359	22,982	-2,420,994	11,030,942
Net effect from adjustment of error	0	0	0	0	-316,689	-316,689
	1,106,595	0	12,322,359	22,982	-2,737,683	10,714,253
Exchange adjustments	0	0	0	-22,982	22,982	0
Increase of capital by conversion of debt	250,000	4,750,000	0	0	0	5,000,000
Cash capital increase	697,663	15,430,717	0	0	0	16,128,380
Net profit/loss for the year	0	0	614,056	0	-19,805,885	-19,191,829
Transfer from share premium account	0	-20,180,717	0	0	20,180,717	0
Equity at 31 December 2023	2,054,258	0	12,936,415	0	-2,339,869	12,650,804

Cash flow statement 1 January - 31 December

	Note	2023	2022
		DKK	DKK
Net profit/loss for the year		-19,191,829	-20,480,777
Adjustments	17	3,829,967	2,313,119
Change in working capital	18	1,997,945	-1,104,919
Cash flows from operating activities before financial income			
and expenses		-13,363,917	-19,272,577
Interest income and similar income		91,537	38,049
Interest expenses and similar charges		-1,404,937	-777,069
Cash flows from ordinary activities		-14,677,317	-20,011,597
Corporation tax paid/received		792,431	795,836
Cash flows from operating activities		-13,884,886	-19,215,761
Dunch and of intermillar and to		4 400 504	F 407 447
Purchase of intangible assets Fixed asset investments made etc		-4,133,581 0	-5,467,447 -22,288
Cash flows from investing activities		-4,133,581	-5,489,735
activities of the state of the			
Repayment of loans from credit institutions		-918,554	0
Repayment of payables to subsidiaries		-663,005	-591,807
Repayment of debt to participating interests		-16,208	0
Repayment of bank debt		-93,575	0
Raising of loans from credit institutions		5,812,995	2,935,750
Cash capital increase		16,128,380	13,981,112
Other adjustments		0	-34,230
Cash flows from financing activities		20,250,033	16,290,825
Change in cash and cash equivalents		2,231,566	-8,414,671
Cash and cash equivalents		4,367,695	12,782,366
Cash and cash equivalents		6,599,261	4,367,695
Analysis of souls and souls aminutents			
Analysis of cash and cash equivalents: Cash at bank and in hand		6,599,261	4,367,695
Cash and cash equivalents		6,599,261	4,367,695
and and oddin oquitatorino			=,,557,,550

		2023	2022
4	Staff costs	DKK	DKK
1		4 500 000	0.000.700
	Wages and salaries	4,508,830	3,902,722
	Pensions Other period accurity costs	337,781	502,500
	Other social security costs Other staff costs	22,544 1,443	14,125 0
	Other stall costs		
		4,870,598	4,419,347
	Number of fulltime employees on average	3	3
2	Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		
	Depreciation intangible assets	3,346,330	2,453,727
		3,346,330	2,453,727
3	Financial income		
3		00.000	40.500
	Interest income, group entitites	60,839	19,503
	Exchange gains	30,698	18,546
		91,537	38,049
4	Financial costs		
	Interest expenses, group entities	191,991	0
	Other financial costs	997,778	771,768
	Exchange loss	127,811	42,494
		1,317,580	814,262
5	Tax on profit/loss for the year		
-	Current tax for the year	-251,121	-792,431
		-251,121	-802,563

6 Intangible assets

	Completed		
	development	Development	
	projects	projects in progress	Total
Cost at 1 January 2023	17,296,257	3,835,592	21,131,849
Additions for the year	644,679	3,488,902	4,133,581
Disposals for the year	-332,862	0	-332,862
Transfers for the year	5,071,244	-5,071,244	0
Cost at 31 December 2023	22,679,318	2,253,250	24,932,568
Impairment losses and amortisation at 1 January			
2023	5,333,953	0	5,333,953
Amortisation for the year	3,346,330	0	3,346,330
Reversal of impairment and amortisation of sold			
assets	-332,862	0	-332,862
Impairment losses and amortisation at 31			
December 2023	8,347,421	0	8,347,421
Carrying amount at 31 December 2023	14,331,897	2,253,250	16,585,147

Development projects comprise software development costs related to the development of the DecideAct platform.

The software is under continuous development for the use of customers and is sold as a liccense through Group companies and gives the user access to the software for a given period.

New capitalizations are characterized as a new product or as a new feature. The user has access to upgrades and new functionalities during the contrat period.

The cost for maintenance and support of the DecideAct platform is expensed in the P&L.

DecideAct A/S holds the IP rights for all development projects.

In connection with the preparation of the financial statements, Management has considered whether indications for impairment exist related to the Company's development projects. Management has assessed that the historical profit/loss for the Company constitutes an impairment indicator, and has consequently prepared an impairment test at 31 December 2023. The impairment test has been performed using a discounted cash flow model, which requires Management to exercise professional judgment on a number of assumptions. The impairment test is based on expectations for future performance and cash flows of the Company and its development projects, and there is therefore a natural uncertainty related to the assumptions for future performance. One of the key assumptions relates to revenue, which is fraught with uncertainty specifically when looking ahead several years. Management has performed sensitivity analysis on the different assumptions, to alleviate some of the uncertainty.

The impairment test performed shows that no impairment loss should be recognised, as the estimated value exceeds the book value at 31 December 2023.

		2023	2022
	-	DKK	DKK
7 l	nvestments in subsidiaries		
C	Cost at 1 January 2023	6,096,429	6,074,141
P	Additions for the year	0	22,288
C	Cost at 31 December 2023	6,096,429	6,096,429
F	Revaluations at 1 January 2023	-2,491,146	-2,621,530
E	Exchange adjustment	-9,122	15,926
١	Net profit/loss for the year	491,285	114,458
F	Revaluations at 31 December 2023	-2,008,983	-2,491,146
C	Carrying amount at 31 December 2023	4,087,446	3,605,283

Investments in subsidiaries are specified as follows:

		Ownership		Profit/loss for the
Name	Registered office	interest	Equity	year
Decideact Solutions ApS	Nexø	100%	3,094,308	114,639
Decideact Solutions ehf.	Reykjavik	100%	444,645	163,401
Decideact Cloud Solution for strategy Execution Management Inc.	New Brunswick	100%	487,398	209,272
Decideact Solutions Portugal, Unipessoal LDA	Lisboa	100%	61,095	3,973
			2023	2022
		_	DKK	DKK
Receivable from shareholders and n	nanagement			
Receivable from shareholders and mai	nagement		343,925	330,443
				•

The Company has receivables from Katla Seed Invest ApS. This relates to a standing loan, which was established when Katla Seed Invest ApS was a parent company to the Company. The receivables bear interests of 4% p.a.

9 Long term debt

2023	2022
DKK	DKK
Other borrowings	
After 5 years 1,916,661	522,488
Between 1 and 5 years	7,594,429
Non-current portion 8,141,792	8,116,917
Other short-term debt other borrowings 815,139	1,212,716
Current portion 815,139	1,212,716
<u>8,956,931</u>	9,329,633
Other payables	
After 5 years 330,000	0
Non-current portion 330,000	0
Other short-term other debt 626,517	376,430
Current portion 626,517	376,430
<u>956,517</u>	376,430

10 Corporation tax

The outstanding corporate tax receivable included in the balance sheet relates to the use of the tax credit scheme under section 8X of the Danish Tax Assessment Act, whereby the compnay receives payment for the tax value of losses resulting from research and development expenditure. Based on the review of the criteria forusing the scheme, it is management's clear understanding that the company is eligible to use the scheme, and the recognition has been made based on this assessment. There is a risk that that the Danish Tax Authority may detemine that the conditions for using the scheme have not been met. If so, subsequent financial years will be negatively affected by the reduction of the outstanding corporate tax receivable through "Tax for the year" in the income statement.

11 Contingent assets

Deferred tax receivable of DKK 9.7 mio is not recognized in the income statement and balance.

12 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for the 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 the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is 0.

13 Mortgages and collateral

The company has a ban on pledging of fixed assets, intangible assets, inventory, shares in Decideact Solutions ApS, receivables, etc. and has submitted a company charge of nom. 7,200 t.kr. as security for balances with Væksfonden. The company charge includes intangible and tangible fixed assets, inventories, shares in Decideact Solutions ApS of nominal t.kr. 40 and receivables from sales. The carrying amount of pledged intangible fixed assets amounts to 16,585 t.kr.

14 Financial instruments

The Company has entered into a loan agreement with a loan provider. As part of the loan agreement, there are two potential payments bonus'; a performance bonus and an exit bonus, that the Company could be liable to pay to the loan provider. The performance bonus is triggered if the Company and its subsidiaries achieve a positive accumulated EBITDA of DKK 7.5 million over the loan period. The exit bonus is triggered in case of an exit in the loan period, and is measured as 5 % of the added value of the Company since the undertaking of the loan. The loan period is up to 10 years and the performance bonus has a cap of 5 % of the loan amount whereas the exit bonus has a cap of 10 % of the loan amount. The loan amount is DKK 5.5 million. Management has assessed the fair value of these deferred financial instruments at the undertaking of the loan. Management has reassesed the fair value at 31 December 2023 based on an evaluation of the probability of the bonus' being paid out. Measure at 31 December 2023 is specified below:

Performance bonus:

Value adjustment through income statement: 0. Fair value at 31 December 2023: TDKK 110 Exit bonus:

Value adjustment through income statement: 0. Fair value at 31 December 2023: TDKK 220

		2023	2022 DKK
15	Fee to auditors appointed at the general meeting		
	PricewaterhouseCoopers:		
	Audit fee	148,000	0
	Non-audit services, before appointment	18,700	38,804
		166,700	38,804
	Deloitte:		
	Audit fee	0	961,000
	Other assurance engagements	0	37,500
	Tax advisory services	7,070	84,227
	Non-audit services	24,000	0
		31,070	1,082,727
		197,770	1,121,531

16 Share-based programme

Number of warrants	Weighted average exercise price DKK	Board of Directors	Executive Committee	Members of staff/Advisors	Total
Granted 2021	8.15	0	0	94,506	94,506
Granted 3rd May 2022	6.01	137,093	18,000	86,493	241,586
Cancelled 2022	8.15	0	0	-21,000	-21,000
Cancelled 2024	8.15	0	0	-13,368	-13,368
Granted 24th May 2022	8.15	60,000	60,000	22,500	142,500
Cancelled 2023	8.15	0	-15,000	0	-15,000
Granted 18th Nov 2022	5.70	105,000	60,000	15,000	180,000
Cancelled 2023	5.70	0	-15,000	0	-15,000
		302,093	108,000	184,131	594,224
Outstanding warrants have the following characteristics					
	Weighted average exercise price DKK	Vesting period	Exercise period	No of warrants 2023	No of warrants 2022
Warrants granted 2021 Warrants granted 3rd May 2022 Members of	8.15	Jan 21	Jan 21 - Dec 25	94,506	94,506
Staff/Executive Committee	8.15	May 22 - May 24	May 22 - Dec 28	70,125	83,493
Warrants granted 3rd May 2022 Board of Directors Warrants granted 24th May 2022 Members of	4.38	May 22 - Dec 22	May 22 - Dec 28	137,093	137,093
Staff/Executive Committee	8.15	May 22 - May 24	May 22 - Dec 28	67,500	82,500
Warrants granted 24th May 2022 Board of Directors Warrants Granted 18th Nov 2022 Members of	8.15	May 22	May 22 - Dec 28	60,000	60,000
Staff/Executive Committee	5.70	May 23	May 23 - Dec 29	60,000	75,000
Warrants Granted 18th Nov 2022 Board of Directors	5.70	May 23	May 23 - Dec 29	105,000	105,000
				594,224	637,592

According to the AoA the Board of Directors has been authorized to pass a resolution to issue a total of 872,500 warrants of which 208,414 warrants have not yet been issued. A total of 69,862 warrants have either been issued and cancelled or are outdated bringing the total outstanding warrants of 637,592.

According to the AoA the Board of Directors can issue up till 6 mio. warrants to current shareholders. Terms have not yet been determined.

	2023	2022
	DKK	DKK
17 Cash flow statement - adjustments		
Financial income	-91,537	-38,049
Financial costs	1,317,580	814,262
Depreciation, amortisation and impairment losses	3,346,330	2,453,727
Income from investments in subsidiaries	-491,285	-114,459
Tax on profit/loss for the year	-251,121	-802,563
Other adjustments	0	201
	3,829,967	2,313,119
18 Cash flow statement - change in working capital		
Change in receivables	1,756,870	-380,888
Change in trade payables, etc.	241,075	-724,031
	1,997,945	-1,104,919

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