

Oktogrid ApS

Thoravej 24
DK-2400 København NV

CVR no. 40 22 31 26

Annual report 2023

The annual report was presented and approved at
the Company's annual general meeting on

29 May 2024

Knud Andersen

Chairman of the annual general meeting

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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report for Oktogrid ApS for the financial year 1 January - 31 December 2023.

The annual report has been 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 assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 13 May 2024

Executive Board:

Golam Reza Wöhlk
Sadeghnia

Board of Directors:

Knud Andersen
Chairman

Alfonso Carranza de las
Heras

Golam Reza Wöhlk
Sadeghnia

Ulrik Jensen

Mads Møller

Independent auditor's report

To the shareholder of Oktogrid ApS

Opinion

We have audited the financial statements of Oktogrid ApS for the financial year 1 January - 31 December 2023, comprising income statement, balance sheet, statement of changes in equity and notes, including 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 assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 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.

Management's responsibility 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 that 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 as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 financial statement users made 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 company 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.

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, our responsibility is to read the Management's review and, in doing so, consider whether the 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 the 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 Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 13 May 2024

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Morten Høgh-Petersen

State Authorised Public Accountant

mne34283

Management's review

Company details

OktoGRID ApS
Thoravej 24
DK-2400 København NV

CVR no.:	40 22 31 26
Established:	18 January 2019
Registered office:	København
Financial year:	1 January - 31 December

Board of Directors

Knud Andersen, Chairman
Alfonso Carranza de las Heras
Golam Reza Wöhlk Sadeghnia
Ulrik Jensen
Mads Møller

Executive Board

Golam Reza Wöhlk Sadeghnia

Audit

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfærgevej 28
DK-2100 København Ø
CVR no. 25 57 81 98

Management's review

Operating review

Principal activities

The Company's primary activity is producing other electronic equipment for monitoring legacy assets.

Development in activities and financial position

The Company's income statement for 2023 shows a loss of DKK 3,703,152 as against a loss of DKK 1,567,491 in 1/4-31/12 2022. Equity in the Company's balance sheet at 31 December 2023 stood at DKK 19,407,196 as against DKK 20,505,950 at 31 December 2022.

Events after the balance sheet date

No events have occurred after the balance sheet date of material importance to the annual report for 2023.

Financial statements 1 January – 31 December

Income statement

DKK	Note	2023	1/4-31/12 2022 (9 Mos)
Gross profit		1,225,375	613,090
Staff costs	2	-3,921,027	-1,941,055
Depreciation of property, plant and equipment and amortisation of intangible assets		-77,891	-33,424
Loss before financial income and expenses		-2,773,543	-1,361,389
Other financial income		148,203	60
Other financial expenses		-196,659	-116,095
Loss before tax		-2,821,999	-1,477,424
Tax on loss for the year	3	-881,153	-90,067
Loss for the year		<u>-3,703,152</u>	<u>-1,567,491</u>

Proposed distribution of loss

Reserve for development costs	6,111,504	2,099,299
Retained earnings	<u>-9,814,656</u>	<u>-3,666,790</u>
	<u>-3,703,152</u>	<u>-1,567,491</u>

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	31/12 2023	31/12 2022
ASSETS			
Fixed assets			
Intangible assets			
Acquired intangible assets		622,602	257,446
Development projects in progress		14,190,170	6,749,409
		<u>14,812,772</u>	<u>7,006,855</u>
Property, plant and equipment			
Fixtures, fittings, tools and equipment		82,529	20,908
Leasehold improvements		0	61,645
		<u>82,529</u>	<u>82,553</u>
Financial assets			
Deposits		135,320	135,320
Total fixed assets		<u>15,030,621</u>	<u>7,224,728</u>
Current assets			
Receivables			
Trade receivables		634,194	98,860
Corporation tax		1,636,900	0
Other receivables		393,506	382,869
		<u>2,664,600</u>	<u>481,729</u>
Cash at bank and in hand		<u>10,012,654</u>	<u>20,504,057</u>
Total current assets		<u>12,677,254</u>	<u>20,985,786</u>
TOTAL ASSETS		<u><u>27,707,875</u></u>	<u><u>28,210,514</u></u>

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	31/12 2023	31/12 2022
EQUITY AND LIABILITIES			
Equity			
Contributed capital		90,622	86,240
Share premium		24,302,223	21,702,207
Reserve for development costs		11,376,043	5,264,539
Retained earnings		-16,361,692	-6,547,036
Total equity		19,407,196	20,505,950
Provisions			
Provisions for deferred tax		3,152,735	634,682
Total provisions		3,152,735	634,682
Liabilities other than provisions			
Non-current liabilities other than provisions			
Debt to credit institutions	4	3,422,751	3,240,638
Current liabilities other than provisions			
Debt to credit institutions	4	18	2,604,416
Prepayments received from customers		239,030	0
Other payables, including taxes payable		1,486,145	1,224,828
		1,725,193	3,829,244
Total liabilities other than provisions		5,147,944	7,069,882
TOTAL EQUITY AND LIABILITIES		27,707,875	28,210,514

Financial statements 1 January – 31 December

Statement of changes in equity

DKK	Contributed capital	Share premium	Reserve for development costs	Retained earnings	Total
Equity at 1 January 2023	86,240	21,702,207	5,264,539	-6,547,036	20,505,950
Capital increase	4,382	2,600,016	0	0	2,604,398
Transferred over the distribution of loss	0	0	6,111,504	-9,814,656	-3,703,152
Equity at 31 December 2023	90,622	24,302,223	11,376,043	-16,361,692	19,407,196

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Oktogrid ApS for 2023 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Revenue

Income from the sale of goods, is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received. The date of transfer of the most significant benefits and risks is determined using standard Incoterms ®2020.

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year. This item also comprises direct costs for goods for resale and changes to inventory of goods for resale.

Other external costs

Other external costs comprise costs for distribution and sales costs, costs for advertising, administrative expenses, costs of premises, operating leases, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs.

Financial income and expenses

Financial income and expenses comprise interest income and expense, financial costs regarding finance leases, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Tax on loss for the year

The Parent Company is comprised by the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. The subsidiaries are included in the joint taxation from the date when they are included in the consolidated financial statements and up to the date when they are excluded from the consolidation.

The Parent Company is the administrative company for the joint taxation and accordingly settles all payments of corporation tax to the tax authorities.

On payment of joint taxation contributions, current Danish corporation tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have used the losses to reduce their own taxable profit.

Tax for the year comprises current tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement at the amount attributable to the profit/loss for the year and directly in equity at the amount attributable to entries directly in equity.

Balance sheet

Intangible assets

Patents are measured at cost less accumulated amortisation and impairment losses. Patents are amortised on a straight-line basis over the remaining life of the patent, and licences are amortised over the contract period, however, not exceeding 10 years.

Development costs and costs for internally generated rights are recognised in the income statement in the acquisition year.

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Fixtures, fittings, tools and equipment	5 years
Leasehold improvements	5 years

Investments

Deposits are recognised at amortised cost.

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment as well as equity investments in subsidiaries and participating interests (including associates) is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Corporation tax and deferred tax

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

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities measured on the planned use of the asset or settlement of the liability, respectively. However, deferred tax is not recognised on temporary differences relating to office buildings non-deductible for tax purposes and other items where temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Equity

Reserve for development costs

The reserve for development costs comprises capitalised development costs. The reserve cannot be used for dividends, distribution or to cover losses. If the recognised development costs are sold or in other ways excluded from the Company's operations, the reserve will be dissolved and transferred directly to the distributable reserves under equity. If the recognised development costs are written down, the part of the reserve corresponding to the write-down of the development costs will be reversed. If a write-down of development costs is subsequently reversed, the reserve will be re-established. The reserve is reduced by amortisation of capitalised development costs on an ongoing basis.

Liabilities other than provisions

Liabilities are measured at amortised cost.

2 Staff costs

DKK	2023	1/4-31/12 2022 (9 Mos)
Wages and salaries	3,882,393	1,907,364
Other social security costs	38,634	33,691
	<u>3,921,027</u>	<u>1,941,055</u>
Average number of full-time employees	<u>8</u>	<u>5</u>

3 Tax on loss for the year

DKK	2023	1/4-31/12 2022 (9 Mos)
Current tax for the year	-1,636,900	0
Deferred tax adjustment for the year	2,518,053	90,067
	<u>881,153</u>	<u>90,067</u>

4 Non-current liabilities other than provisions

DKK	31/12 2023	31/12 2022
Debt to credit institutions:		
0-1 year	18	2,604,416
1-5 year	3,422,751	3,240,638
	<u>3,422,769</u>	<u>5,845,054</u>

5 Contractual obligations, contingencies, etc.

Contingent liabilities

The company enters into joint taxation with GOSA Holding ApS and is jointly and severally liable for Danish corporation taxes and withholding taxes on dividends, interest and royalties within the co-taxation circle.

Operating lease obligations

The Company has entered into operating leases with a remaining term of 3 months, totalling DKK 64 thousand.

