

fashioncheque Nordics

ApS

c/o Mogens Jespersen
Kongefolden 39
DK-8660 Skanderborg

CVR no. 41 55 89 70

Annual report 1 July 2023 - 30 June 2024

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

20 December 2024

Stephan Pieter Tieleman
Chairman of the annual general meeting

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Statement by the Executive Board

I have reviewed and approved the annual report for fashioncheque Nordics ApS for the financial year 1 July 2023 - 30 June 2024.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In my opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 30 June 2024 and of the results of the Company's operations for the financial year 1 July 2023 - 30 June 2024.

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

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

Skanderborg, 20 December 2024

Executive Board:

Stephan Pieter Tieleman
CEO



Independent auditor's report

To the shareholder of fashioncheque Nordics ApS

Opinion

We have audited the financial statements of fashioncheque Nordics ApS for the financial year 1 July 2023 - 30 June 2024, 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 30 June 2024 and of the results of the Company's operations for the financial year 1 July 2023 - 30 June 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 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.



Independent auditor's report

- 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.

Aarhus, 20 December 2024

KPMG
Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Mikkel Trabjerg Knudsen
State Authorised Public Accountant
mne34459

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Management's review

Company details

fashioncheque Nordics ApS
Kongefolden 39
DK-8660 Skanderborg

CVR no.:	41 55 89 70
Established:	27 July 2020
Registered office:	Skanderborg
Financial year:	1 July - 30 June

Executive Board

Stephan Pieter Tieleman, CEO

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Frederiks Plads 42
DK-8000 Aarhus
CVR no. 25 57 81 98

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Management's review

Operating review

Principal activities

The Company's principal activities consist of sales, marketing and administration of gift cards and similar payment options.

Development in activities and financial position

The Company's income statement for 2023/24 shows a profit of DKK 113,022 as against a profit of DKK 134,711 in 2022/23. Equity in the Company's balance sheet at 30 June 2024 stood at DKK 432,062 as against DKK 319,040 at 30 June 2023.

The financial year was in line with forecast, and results for the year are considered satisfactory.

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Financial statements 1 July – 30 June

Income statement

DKK	Note	2023/24	2022/23
Gross profit	3,2	2,834,235	3,704,559
Distribution costs	3	-2,339,044	-2,625,147
Administrative expenses		-343,294	-905,492
Profit before financial income and expenses		151,897	173,920
Other financial expenses		-5,746	-1,079
Profit before tax		146,151	172,841
Tax on profit for the year	4	-33,129	-38,130
Profit for the year		<u>113,022</u>	<u>134,711</u>
Proposed profit appropriation			
Retained earnings		<u>113,022</u>	<u>134,711</u>
		<u>113,022</u>	<u>134,711</u>

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Financial statements 1 July – 30 June

Balance sheet

DKK	Note	2023/24	2022/23
ASSETS			
Fixed assets			
Property, plant and equipment			
Fixtures, fittings, tools and equipment		0	915
Financial assets			
Deposits		50,000	50,000
Total fixed assets		50,000	50,915
Current assets			
Receivables			
Receivables from group entities		48,529	0
Prepayments		0	526,916
		48,529	526,916
Cash at bank and in hand		523,560	365,525
Total current assets		572,089	892,441
TOTAL ASSETS		622,089	943,356

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Balance sheet

DKK	Note	2023/24	2022/23
EQUITY AND LIABILITIES			
Equity			
Contributed capital		40,000	40,000
Retained earnings		392,062	279,040
		<u>432,062</u>	<u>319,040</u>
Provisions			
Provisions for deferred tax		0	201
		<u>0</u>	<u>201</u>
Liabilities other than provisions			
Current liabilities other than provisions			
Trade payables		31,850	219,883
Payables to group entities		0	258,236
Corporation tax		68,825	74,350
Other payables, including taxes payable		89,352	71,646
		<u>190,027</u>	<u>624,115</u>
Total liabilities other than provisions		<u>190,027</u>	<u>624,115</u>
TOTAL EQUITY AND LIABILITIES		<u>622,089</u>	<u>943,356</u>

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DKK	Contributed capital	Retained earnings	Total
Equity at 1 July 2023	40.000	279.040	319,040
Transferred over the profit appropriation	0	113,022	113,022
Equity at 30 June 2024	40,000	392,062	432,062

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1 Accounting policies

The annual report of fashioncheque Nordics ApS for 2023/24 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.

Income statement

Revenue

Income from the sale 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. Income of sale consist from fees received in connection with sale of gift cards.

Production costs

Production costs comprise costs, including depreciation, amortisation, wages and salaries, incurred to generate revenue for the year.

Distribution costs

Sales and distribution costs comprise costs incurred to distribute goods sold during the year and to conduct sales campaigns, etc., including costs relating to sales staff, advertising and exhibitions as well as depreciation.

Administrative expenses

Administrative expenses comprise expenses incurred during the year for management and administration of the Company, including expenses for administrative staff, management, office premises, office expenses and depreciation.

Financial income and expenses

Financial income and expenses comprise interest income and expense.

Tax on profit for the year

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.

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1 Accounting policies

Balance sheet

Property, plant and equipment

Land and buildings, plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

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	2 years
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The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Land is not depreciated.

Fixed assets under construction are recognised and measured at cost at the balance sheet date. Upon entry into service, the cost is transferred to the relevant group of property, plant and equipment.

Depreciation is recognised in the income statement as production costs, distribution costs and administrative expenses, respectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

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.

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1 Accounting policies

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Cash at bank and in hand

Cash at bank and in hand comprises cash.

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 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.

Liabilities other than provisions

Other liabilities are measured at net realisable value.

2 Gross profit/Loss

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

3 Staff costs

DKK	2023/24	2022/23
Average number of full-time employees	<u>1</u>	<u>1</u>

4 Tax on profit for the year

DKK	2023/24	2022/23
Current tax for the year	33,330	39,600
Deferred tax adjustment for the year	<u>-201</u>	<u>-1,470</u>
	<u>33,129</u>	<u>38,130</u>

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5 Related parties disclosure

fashioncheque Nordics ApS' related parties comprise the following:

Control

fashioncheque europe B.V., Kruisweg 801 C, 2132NG Hoofddorp, Holland

fashioncheque europe B.V. holds the majority of the contributed capital in the Company.