

Heartcore Capital Fund III K/S

Annual Report 2024



The Annual General Meeting adopted the data on
27.02.25

Signe Marie Sveinbjørnsson
Chairwoman of the General Meeting

Heartcore Capital Fund III K/S
Frederiksgade 7,3 1265 København K
CVR No. 37239305

Contents

Fund details	2
Statement by the General Partner	3
Management commentary	4
Independent auditor's report	6
Statement of comprehensive income	9
Statement of financial position as at 31.12.2024	10
Statement of changes in net assets attributable to the Limited Partners	12
Statement of cash flows	13
Table of notes	14
Notes to the financial statements	15

Fund details

Fund

Heartcore Capital Fund III K/S

Frederiksgade 7, 3.

1265 København K

Business Registration No.: 37239305

Registered office: København

Financial period: 01.01.2024 - 31.12.2024

General Partner

Heartcore Capital General Partner III ApS

Board of Directors in Heartcore Capital General Partner III ApS

Christian Lindegaard Jepsen

Jimmy Fussing Nielsen

Fund Manager

Heartcore Capital A/S

Approved Manager of Alternative Investment Funds (Danish FSA number: 23074)

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Denmark

Statement by the General Partner

The General Partner have today considered and approved the annual report of Heartcore Capital Fund III K/S ("Fund") for the financial period 01.01.2024 - 31.12.2024

The annual report is presented in accordance with the IFRS Accounting Standards as adopted by the EU and additional disclosure requirements of the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Fund's financial position at 31.12.2024 of the results of its operations and the cash flows for the financial period 01.01.2024 - 31.12.2024

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

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

Copenhagen, 30.01.2025

On behalf of Heartcore Capital General Partner III ApS

Christian Lindegaard Jepsen

Jimmy Fussing Nielsen

Management commentary

Primary activity

Heartcore Capital Fund III K/S invests in technology companies mainly located in Europe.

A team of investment professionals is responsible for the investment management.

Investments

The descriptions below do not include all portfolio enterprises within the Fund, but only a select few considered the most important to highlight.

BLAST ApS: Danish company that is the organizer of the Blast Premier League. The company progress well and 2024 was a record year and will see further growth in 2025.

La Fourche SAS: French company located in Paris, is an online grocery that sells organic grocery products at a discount to its community of members. La Fourche had a strong year and are keeping the growth trajectory.

Podimo ApS: Located in Copenhagen, Denmark, is a consumer podcast platform offering a combination of free, licensed and original podcast content. The company had a good year and made two acquisitions during the year – a podcast production house ‘Tonny Media’ in the Netherlands and ‘Podads’, one of Denmark's leading podcast agencies and advertising platforms.

Taster Ltd.: Located in London, UK, Taster is a next generation fast food franchise. They create virtual restaurants brands and license them to a network of franchise partners who operate them on delivery platforms. The company had an exceptional 2024 and further growth in 2025 is expected.

TravelPerk Inc: US company with its main offices in Barcelona, Spain, is a business travel booking platform. The company had another record year.

Development in activities and finances

The Fund was established on 11 April 2016. At the time of publication of this annual report, the Fund holds 17 active portfolio enterprises of which four are located in Denmark. The rest are located in Sweden, UK, Germany, France, Spain and USA.

The result for the year showed a loss of DKK 91,478 million, primarily related to unrealised fair value losses from the investments in portfolio enterprises.

Future results of Heartcore Capital Fund III K/S are dependent on the development in the value of the Fund's investment in portfolio enterprises.

Uncertainty relating to recognition and measurement

When preparing the Fund's annual report, the General Partner, in accordance with legislative provisions, makes accounting judgements and estimates forming the basis of the annual report.

These accounting judgement and estimates are described in note 2 “Critical accounting judgements, estimates, assumptions and uncertainties” to which we refer. The estimates are primarily related to the measurement of

investments in portfolio enterprises made based on assumptions which the General Partner consider reasonable and realistic, but uncertain by nature.

For the current year, the General Partner has among others also considered the effects of current macroeconomic conditions, such as development during 2024 in interest rates, stock markets and the effect of the wars between Ukraine and Russia, and Hamas and Israel have been reflected upon.

The Fund itself has not been affected by the above factors. However, they have affected – both positively and negatively - the operations of many of the Fund's portfolio enterprises, which have been regarded in resolving the fair value of investments in portfolio enterprises.

As the Fund invests in unlisted equity investments within the venture environment, the valuation may be uncertain because of the industry and current macroeconomic conditions. The valuation also depends on execution of strategy by the individual companies; furthermore, in times of high economic uncertainty, valuation will also be more precarious.

Unusual circumstances affecting recognition and measurement

Except for the fair value changes on investments, the financial statements are not influenced by unusual circumstances.

Information according to the Alternative Investment Fund Managers Directive

According to Article 22 of the Alternative Investment Fund Managers Directive, Alternative Investment Funds (AIF) must make certain disclosures to investors in connection with the presentation of financial statements.

During the financial period covered by the financial statements, there have been no significant changes in the matters below:

- The Fund's Investment strategy;
- Valuation principles of the Fund's investments;
- The percentage of the AIF's assets which are subject to special arrangements arising from their illiquid nature;
- New arrangements for managing the Fund's liquidity;
- The Fund's risk profile and the risk management systems implemented by the Fund Manager used to manage the Fund's risks;
- There have been no amendments to the maximum level of leverage which the Fund Manager can use on behalf of the Fund. Nor has there been any changes in the right to use collateral or any guarantee accordance with the agreement allowing for the leverage.

Events after the balance sheet date

No events have occurred after the balance sheet date till now, which would influence the evaluation of annual report at hand.

Periodic disclosure for Article 6 financial product

The investment underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Independent auditor's report

To the shareholders of Heartcore Capital Fund III K/S

Opinion

We have audited the financial statements of Heartcore Capital Fund III K/S for the financial period 01.01.2024 to 31.12.2024, which comprise the statement of comprehensive income, balance sheet, statement of changes in equity, cash flow statement and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the IFRS Accounting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Fund's financial position at 31.12.2024 of the results of its operations and cash flows for the financial period 01.01.2024 to 31.12.2024 in accordance with the IFRS Accounting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act.

Basis for opinion

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

General Partner's responsibilities for the financial statements

The General Partner is responsible for the preparation of financial statements that give a true and fair view in accordance with the IFRS Accounting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act, and for such internal control as the General Partner 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, the General Partner is responsible for assessing the Fund's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless the General Partner either intends to liquidate the Fund or to cease operations or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements, and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

[Statement on the management commentary](#)

General Partner is responsible for the management commentary.

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

In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Copenhagen, 30.01.2025

Deloitte
Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Michael Thorø Larsen
State Authorised Public Accountant
Identification No (MNE) mne35823

Statement of comprehensive income

	Notes	2024 DKK'000	2023 DKK'000
Realised gains/(losses) from financial assets at fair value		629	2,562
Net increase/(decrease) in unrealised gains/(losses) from financial assets at fair value		(80,274)	(120,687)
Operating income/(loss)		(79,645)	(118,125)
Administrative expenses	3	(11,603)	(12,526)
Other operating expenses	4	(335)	(528)
Operating expenses		(11,938)	(13,054)
Operating profit/(loss) (EBIT)		(91,583)	(131,179)
Financial income		112	20
Financial expenses		(7)	(7)
Increase / (decrease) in net assets attributable to Limited Partners		(91,478)	(131,166)
Comprehensive income		(91,478)	(131,166)

Statement of financial position as at 31.12.2024

Assets

	Notes	2024 DKK'000	2023 DKK'000
Investments in portfolio companies	5	1,554,306	1,630,949
Investments		1,554,306	1,630,949
Non-current assets		1,554,306	1,630,949
Cash and cash equivalents		2,603	10,664
Current assets		2,603	10,664
Total assets		1,556,909	1,641,613

Net assets and liabilities

	Notes	2024 DKK'000	2023 DKK'000
Limited partnership capital	6	810,877	798,710
Retained earnings		750,933	842,411
Distributions		(5,096)	0
Net assets attributable to Limited Partners	1,556,714	1,641,121	
Other payables	7	128	277
Prepayments		67	215
Current liabilities		195	492
Total liabilities		195	492
Total liabilities and net assets attributable to Limited Partners		1,556,909	1,641,613

Statement of changes in net assets attributable to the Limited Partners

	Limited partnership capital DKK'000	Retained earnings DKK'000	Distributions DKK'000	Total DKK'000
Net assets 01.01.2024	798,710	842,411	0	1,641,121
Contributions from Limited Partners	12,167	0	0	12,167
Distributions to Limited Partners	0	0	(5,096)	(5,096)
Profit/(loss) for the period	0	(91,478)	0	(91,478)
Net assets 31.12.2024	810,877	750,933	(5,096)	1,556,714

	Limited partnership capital DKK'000	Retained earnings DKK'000	Total DKK'000
Net assets 01.01.2023	785,885	973,577	1,759,462
Contributions from Limited Partners	12,825	0	12,825
Profit/(loss) for the period	0	(131,166)	(131,166)
Net assets 31.12.2023	798,710	842,411	1,641,121

The Partners have committed themselves to contributing up to DKK 834,718 thousand into the Fund, as and when new capital is required for making investments, paying fund costs etc. Of the total committed capital, the Partners have paid-in net DKK 810,877 thousand, and the remaining contribution balance is DKK 23,841 thousand. Distributions to Partners comprise return of capital and realized gains.

Refer to note 7 for further information regarding the rights, preferences and restrictions attached to the limited partnership capital.

Statement of cash flows

	Notes	2024 DKK'000	2023 DKK'000
Operating profit/(loss) (EBIT)		(91,583)	(131,179)
Net increase/(decrease) in unrealised gains/(losses) from financial assets at fair value through profit or loss		80,274	120,687
Realised gains/(losses) from financial assets at fair value		(629)	(2,562)
Working capital changes		(149)	92
		(12,087)	(12,962)
Received financial income		112	20
Paid financial expenses		(7)	(7)
Cash flows from operating activities		(11,982)	(12,949)
Investments in portfolio companies	5	(3,631)	10,192
Proceeds from realisation of investments		629	0
Cash flows from investing activities		(3,002)	10,192
Cash flows from operating and investing activities		(14,984)	(2,757)
Contributions from Limited Partners		12,167	12,825
Distributions to Limited Partners		(5,096)	0
Change in prepaid contributions from Limited Partners		(148)	5
Cash flows from financing activities		6,923	12,830
Increase/decrease in cash and cash equivalents		(8,061)	10,073
Cash beginning of year		10,664	591
Cash end of year		2,603	10,664

Table of notes

1	Accounting policies
2	Significant accounting estimates, assumptions and uncertainties
3	Administrative expenses
4	Other operating expenses
5	Investments
6	Limited Partnership capital
7	Other payables
8	Financial instruments
9	Financial risk management
10	Financial instruments measured at fair value
11	Related parties
12	Assets charged
13	Contingent liabilities
14	Events after the balance sheet date
15	Authorisation of the annual report for issue

Notes to the financial statements

1 Accounting policies

Reporting class

The financial statements are prepared in accordance with the IFRS Accounting Standards as adopted by the EU and additional disclosure requirements of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

Heartcore Capital Fund III K/S is a Limited Partnership based in Denmark.

The financial period runs from 1 January to 31 December each year. The accounting policies applied to these financial statements are consistent with those applied last year.

The financial statements are presented in ~~DKK~~, ~~DKK~~ is the functional currency of the Fund.

The Fund is determined to be an investment entity in accordance with IFRS 10, Consolidated Financial Statements, and has therefore accounted for subsidiaries as well as investments in associates and joint ventures as investments designated at fair value through profit or loss where the relevant criteria under IFRS 10 are met.

The financial statements are presented on the basis of going concern.

The financial statements are presented on the basis of historical cost, except for the investments and receivables from investments, which are measured at fair value. Historical cost is based on the fair value of the consideration given in exchange for assets.

All amounts in the financial statements are presented in whole ~~DKK~~ thousand. Every figure is rounded off separately and, for that reason, minor differences between the stated totals and the sum of underlying figures may occur.

Judgements made by the General Partner in the application of the IFRS Accounting Standards that have had significant effects on the financial statements are disclosed, where applicable, in the relevant notes to the financial statements

Defining materiality

If a line item is not individually material, it is aggregated with other items and notes of a similar nature in the financial statements or in the notes. There are substantial disclosure requirements throughout the IFRS Accounting Standards. Disclosures required by the IFRS Accounting Standards are provided unless the information is considered immaterial to the economic decision making of the users of these financial statements or not applicable.

The most significant accounting policies are set out below.

Report on the exemption of preparation of consolidated financial statements

Heartcore Capital Fund III K/S has omitted to prepare consolidated financial statements under the provisions of IFRS 10, Consolidated Financial Statements, as the Limited Partnership qualifies as an investment entity. The definition of an investment entity is an entity that:

- Obtains funds from one or more investors for the purpose of providing those investor(s) with investment management services;
- Commits to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income or both; and
- Measures and evaluates the performance of substantially all its investments on a fair value basis.

In view of the circumstances described below, the General Partner believes that the Fund satisfies the typical criteria of an investment entity that:

- The Fund has more than one investment.
- The Fund has more than one investor and its investors are not related parties.
- The Fund's investments take the form of equity instrument or similar investments (portfolio companies).

As a result, the General Partner has decided to apply the exemption rule in IFRS 10 not to prepare consolidated financial statements where the controlled subsidiaries are consolidated, and instead the controlled subsidiaries are accounted for at fair value through profit or loss.

Standards and Interpretations not yet in force

All of the new and amended Standards and Interpretations which are relevant to the Fund, and which came into force with effect for financial years beginning 01.01.2024 have been applied when preparing the financial statements.

These Standards have not had an impact on the Fund's Annual Accounts.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued IFRS 18, which replaces IAS 1 Presentation of Financial Statements. IFRS 18 introduces new requirements to:

- present specified categories and defined subtotals in the statement of profit and loss
- provide disclosures on management-defined performance measures (MPMs) in the notes to the financial statements
- improve aggregation and disaggregation

IFRS 18 amendments are effective for reporting periods beginning on or after 1 January 2027, with earlier application permitted. IFRS 18 will apply retrospectively.

It is expected that the application of these amendments may have an impact on the Fund's financial statements in future periods.

There are no other Standards, Interpretations or amendments to existing Standards that are not yet effective that would be expected to have an impact on the Fund.

Significant accounting judgment and estimates

As part of the preparation of the financial statements, the General Partner made judgements and estimates which affect the application of the Fund's accounting policies and the reported amounts of assets, liabilities, income and expenses. The most significant accounting judgements and estimates are evident from note 2 to the financial statements.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Fund, and the value of the asset can be measured reliably. Assets are derecognised in the balance sheet when it is no longer probable that future economic benefits will flow to the Fund.

Liabilities are recognised in the balance sheet when the Fund has a legal or constructive obligation as a result of an event prior to or on the balance sheet date, and it is probable that future economic benefits will flow out of the Fund, and the value of the liability can be measured reliably. Liabilities are derecognised in the balance sheet when it is no longer probable that economic benefits will have to be given up to settle the liability.

Financial assets are recognised at fair value through profit or loss when the Fund becomes party to the contractual provisions of the instrument. Recognition takes place on the trade date when the Fund purchases or sells an investment under a contract whose terms require delivery of the investment within the time frame established by the market.

Financial assets are derecognised when the contractual rights to the cash flows from the investments have expired or the Fund has transferred substantially all risks and rewards of ownership.

On initial recognition, assets and liabilities are measured at cost. However, investment assets are measured at fair value on initial recognition, typically equalling contributions. Subsequent to initial recognition, all financial assets at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are presented in the statement of comprehensive income within net increase/(decrease) in unrealised gains/(losses) from financial assets at fair value at fair value in the period in which they arise.

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

All financial liabilities are subsequently measured at amortised cost.

Foreign currency translation

The functional currency reflects the currency in which the Limited Partners have committed themselves to the Fund as well as the currency in which the Fund pays the Fund Manager for carrying out investment related services. Investments and loans are carried out in different currencies and hence considered less relevant in terms of influencing the choice of functional currency. The financial statements of the Fund are presented in the currency unit DKK which is the Fund's functional and presentation currency.

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction

date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date or the rate at the balance sheet date are recognised in the statement of comprehensive income as financial income or financial expenses.

Statement of comprehensive income

Income from Investments in portfolio companies

Income from investments in portfolio enterprises comprises gains/losses from divestments, fair value changes and received dividends and other similar types of returns from the investments.

Gains/losses from divestment of investments in portfolio enterprises are stated as the difference between the selling price or disposal consideration and the carrying amount of the portfolio enterprises at the time of sale or disposal, respectively.

Dividends from investments in portfolio enterprises are recognised as income when final entitlement to the dividends is obtained, which is usually at the time of the approval of the declaring dividends by the portfolio enterprise.

Administrative expenses and other operating expenses

Other operating expenses include general costs, investment costs relating to incomplete investments and administrative expenses include management fee to the management company.

Financial income and expenses

Financial income and expenses comprise interest income and various expenses, and net exchange rate adjustments on transactions in foreign currencies.

Interest income and interest expenses are recognised on an accrual basis.

Taxation

Under current Danish law governing the Fund, it is not independently taxable because the Fund's profit/loss for the year is included in the Limited Partners' taxable income.

Balance sheet

Investments in and loans to portfolio companies

Investments in portfolio enterprises comprise equity investments in portfolio enterprises and loans to portfolio enterprises measured at fair value through profit or loss.

The fair value of the unlisted investments is determined in accordance with IPEV's Valuation Guidelines, according to which the fair value – depending on the type and maturity of the investment – is determined to be equal to cost (typically applied for new investments) or multiple-based calculations based on industry benchmarks.

For further information about the measurement of fair values, please refer to note 10.

Cash and cash equivalents

Cash comprises cash in bank deposits.

Other financial liabilities

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

Cash flow statement

The cash flows statement of the Fund is presented using the indirect method and shows cash flows from operating, investing, and financing activities as well as the Fund's cash at the beginning and the end of the financial period.

Cash flows from operating activities are calculated as the operating profit/loss adjusted for non-cash operating items and working capital changes.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of investment.

Cash flows from financing activities comprise cash changes in the size or composition of the contributed capital and cash payment of distributions to the Limited Partners.

Cash comprises cash in bank deposits.

Significant accounting estimates, assumptions, and uncertainties

Heartcore Capital Fund III K/S invests in portfolio enterprises, which primarily includes equity investments and to a smaller extent contribution of loans to development oriented enterprises, and which may require continuous contribution of capital. The investments are accounted for at a fair value through profit or loss.

When measuring the fair value of the unlisted investments, the General Partner assesses the development stage of the portfolio enterprises compared to the initial plans at the time of making the initial investments, future financing requirements, commercialisation possibilities, timing of exit and possible exit values.

The fair value of each unlisted portfolio enterprise is determined in accordance with commonly used valuation principles based on the IPEV Valuation Guidelines, taking into account the assessment of the development stage of the enterprise as well as its market potential and expected cash flows in order to reflect the fair value of the portfolio enterprise in the best way possible.

As the Fund invests in unlisted equity investments within the venture environment, the valuation is characterised by uncertainty as a result of the industry in general and current macroeconomic conditions. As a result, the valuation is associated with uncertainty, just as the valuation is dependent on the future execution of the strategy by the individual companies. In periods of high economic uncertainty, the uncertainty surrounding the valuation will also be greater.

Methods and assumptions for determining the fair value of investments in unlisted portfolio enterprises are further described in note 10.

3 Administrative expenses

The Fund has no employees.

Administrative expenses include management fee for the period to Heartcore Capital A/S in accordance with the Limited Partnership Agreement and management agreement.

	2024 DKK'000	2023 DKK'000
Management fee	11,543	12,466
General partner fee	60	60
Administrative expenses	11,603	12,526

According to Article 107 of the AIFMD Level 2 Regulation and paragraph 61 section 3 (5 and 6) of the Alternative Investment Fund Managers etc. Act, alternative investment funds must disclose information about the total remuneration of the entire staff of the Fund Manager and the number of beneficiaries. Furthermore, remuneration to material risk-takers must be disclosed.

The Fund Manager must also disclose the information necessary to provide an understanding of the risk profile of the Fund and the measures that the Fund Manager takes to avoid or manage conflicts of interest between the Fund Manager and the Limited Partners. The Board of Directors has adopted a remuneration policy in order to ensure that the employees and Management are remunerated according to the Danish Executive Order on remuneration policy and disclosure requirements on remuneration for managers of alternative investment funds, etc.

The remuneration policy ensures, among other matters, that the following is applied in relation to remuneration at the Fund Manager:

- Promoting of sound and effective risk management, which does not encourage excessive risk-taking.
- Consistency with the principles regarding the protection of the Limited Partners and measures in order to avoid conflicts of interest.

In accordance with paragraph 61 section 3 (5 and 6) of the Alternative Investment Fund Managers etc. Act, information regarding salaries paid to employees of the fund manager is disclosed in the Annual Report for for Heartcore Capital A/S and CVR no. 33858663.

2024

No carried interest was paid out by the Fund during the financial period.

4 Other operating expenses

Other operating expenses cover cost for investments that did not materialize, regulatory costs, cost for the fund's advisory and investment board and fees to other advisors.

5 Investments

	Investments in portfolio companies 2024 DKK'000	Investments in portfolio companies 2023 DKK'000
Cost at beginning of period	633,600	636,467
Additions	3,631	0
Divestments	(21,051)	(2,867)
Cost at end of period	616,180	633,600
Fair value adjustments at beginning of period	997,349	1,122,799
Divestments	21,051	(4,764)
Exchange rate regulations	2,254	1,271
Fair value adjustments	(82,528)	(121,957)
Fair value at end of period	938,126	997,349
Carrying amount at end of period	1,554,306	1,630,949

Equity investments include both direct Equity investments as well as convertible bonds, which have been entered into and converted to Equity instruments by subsequent capital rounds in the underlying portfolio enterprises. Investments via convertible bonds are normal practice within the venture fund, and are entered into solely for the purpose of future Equity conversions. As a result, it is considered most fair to show these together, just as the instruments have the same risk profile as the rest of the portfolio.

The convertible bonds have a fixed interest rate, which is according to normal practice in the industry. The convertible bonds are not recognised on an ongoing basis due to the fact that the interest income cannot be calculated reliably, and the Fund's ability to repay principal and accrued interest will depend on new investment rounds of capital.

Investments	Corporate form	Registered in	Equity interest %	Valuation method 2024	Valuation method 2023
Aire Labs	Ltd.	United Kingdom	5.62	Written off	Written off
BLAST	ApS	Denmark	11.63	Fair Value based on peer multiples	Fair Value based on peer multiples
Digital Assets ('Ana Luisa')	Inc.	United States	8.93	Cost	Cost
Exporo AG	AG	Germany	7.84	Price of recent investment	Price of Recent Investment
Fast Travel Games	AB	Sweden	8.54	Price of recent investment	Price of Recent Investment
Finn GmbH	GmbH	Germany	4.44	Price of recent investment	Price of Recent Investment
Forecast	ApS	Denmark	14.60	Price of recent investment	Price of Recent Investment
Formel Skin GmbH (fka. TrueSkin)	GmbH	Germany	0.00	Price of recent investment	Price of Recent Investment
Grandhood	ApS	Denmark	17.27	Written off	Written off
Herzsache (Kenbi)	GmbH	Germany	3.25	Written off	Price of Recent Investment
Italic	Inc.	United States	3.67	Written off	Written off
Kaia Health Software	GmbH	Germany	11.27	Price of recent investment	Price of Recent Investment
La Fourche	SAS	France	12.19	Fair Value based on peer multiples	Price of Recent Investment
Lillydoo	GmbH	Germany	11.19	Price of recent investment	Price of Recent Investment
Mojiworks	Ltd.	United Kingdom	14.68	Written off	Written off
Orbital Express Launch	Ltd.	United Kingdom	12.91	Price of recent investment	Price of Recent Investment
Podimo	ApS	Denmark	7.76	Fair Value based on peer multiples	Price of Recent Investment
Taster	Ltd.	United Kingdom	11.26	Fair Value based on peer multiples	Price of Recent Investment
Travelperk	S.L	Spain	4.18	Price of recent investment	Price of Recent Investment
Werlabs	AB	Sweden	14.79	Price of recent investment	Price of Recent Investment
Zolar	GmbH	Germany	9.93	Written off	Fair Value based on peer multiples

Equity interest percentage is based on the General Partners' latest information.

Consistently with the accounting policies, the Fund regularly adjusts the value of the investments to the best estimate of fair value. This means that the proportionate share of operating profit or loss for the Companies is not recognised in profit or loss of the Fund, but rather a fair value adjustment of the investment.

The methods applied by the Fund to measure investments are evident from ~~note~~ to the financial statements.

6 Limited partnership capital

	2024	2023
	DKK'000	DKK'000
Limited Partners' contribution at beginning of year	798,710	785,885
Contributions from Limited partners	12,167	12,825
Limited Partners' contribution at end of year	810,877	798,710

The Limited Partnership is owned by the Limited Partners in proportion to their respective capital commitments. Specific Limited Partnership interest classes have an associated right to receive carried interest. Refer to the description regarding carried interest below for further.

Carried interest

Holders of carried interest (Limited Partnership capital) receives a return on their investment that is dependent on the yield of the underlying investments throughout the lifecycle of the fund. The amount allocated to carried interest is based on the principle that the investments are realised at the balance date at a price corresponding to the estimated fair value of the assets.

Some specific commitment classes have an associated special right to receive carried interest which is calculated based on the overall performance net of cost and expenses of the portfolio of all investments as 15-25% (depending on share class) of net cash flows exceeding the agreed 8% minimum return (the Hurdle Rate). Carried interest is paid out with ordinary distributions based on adjusted economic rights which reflect an annual allocation of carried interest as if such carried interest had been reinvested into the Fund.

Except for entitlement to carried interest, the investments by the Limited Partners with specific commitment classes are made at the same time and on the same commercial terms as the other Limited Partners, provided that no Management Fee or carried interest are payable by those Limited Partners with specific commitment classes.

Distributions of carried interest to the specific commitment classes are subject to provision as defined in the Limited Partnership Agreement. Carried interest will be allocated to specific commitment classes on the basis of the carrying value of the investments at year end. However, distributions of carried interest are not paid to the specific commitment classes until the sale of investments are realised.

No carried interest was paid out by the Fund during the financial period.

7 Other payables

	2024	2023
	DKK'000	DKK'000
Auditor and other advisors	128	277
Other payables	128	277

The carrying amount of payables relates to legal fees, auditor's fees, etc. The amount recognised is equal to the fair value of the liabilities.

Other payables fall due for payment within 12 months.

8 Financial instruments

Categories of financial instruments:

	2024 DKK'000	2023 DKK'000
Equity investments	1,554,306	1,630,949
Financial assets measured at fair value through profit or loss	1,554,306	1,630,949
Other payables	128	277
Financial liabilities measured at amortised cost	128	277

All financial liabilities are due for payment within 12 months.

9 Financial risk management

The General Partner is ultimately responsible for the overall risk management within the Fund but has delegated the responsibility to the Fund Manager.

The Fund pursues an investment strategy approved by the Limited Partners and invests in early stage technology ventures. As a result of its investments in portfolio enterprises, the Fund is directly or indirectly exposed to changes in liquidity, credit, interest and currency risks.

The Fund's risk management processes include identification, measurement, monitoring, reporting and mitigation of the identified risks to minimise the potential negative effects at fund level.

Key financial risk factors and exposure regarding the financial statements ~~2024~~ can be categorised as follows:

Financial risk factors

Liquidity risks

	Less than 1 year DKK'000	Between 1 year and 5 years DKK'000	After 5 years DKK'000	Total DKK'000
Other payables	128	0	0	128
Prepayments	67	0	0	67
31.12.2024	195	0	0	195

	Less than 1 year DKK'000	Between 1 year and 5 years DKK'000	After 5 years DKK'000	Total DKK'000
Other payables	277	0	0	277
Prepayments	215	0	0	215
31.12.2023	492	0	0	492

Maturity of financial liabilities is specified above divided into timing intervals. The specified amounts represent

the amounts due for payment.

Credit risks

In some cases, the Fund provides loans to its portfolio enterprises.

These loans often carry conversion rights or are considered as intermediary financing with the expectation to be converted to equity investments, and hence such loans are considered part of the investment and are, therefore, not considered to represent a separate credit risk, but is rather considered being part of the total investment risk and risk relating to determining a fair value of the investments.

Currency risk

The Fund's investments are exposed to changes in the foreign currency USD. The Fund considers the currency risk as part of the whole investment risk and hence, the Fund does not separately hedge the currency risk relating to its investments in portfolio enterprises.

In addition, the Fund is indirectly exposed to currency risks through investments in portfolio enterprises which trade in other currencies than their functional currencies and hence, development in exchange rates may influence income and thereby their determination of fair value of the portfolio enterprises.

10 Financial instruments measured at fair value

The fair value of the investments is measured on a quarterly basis, or more frequently if significant changes occur.

The Fund Manager has implemented procedures and methodology to ensure that the valuation is carried out consistently over time and across investments.

Methods applied in and assumptions underlying the determination of fair values of investments

The fair value for each unlisted portfolio enterprise is determined based on methods which best reflect the individual investment's potential and risk, life cycle and industry conditions.

In general, the fair value is determined following the IPEV Valuation Guidelines which prescribe the use of accepted valuation methods, such as price of recent investments, multiple analysis/benchmarking, most recent transaction multiple and other relevant methods. The Fund invests venture capital primarily in development stage companies without any or with only limited revenue entailing that the fair value measurement of each of the investments is inherently subject to considerable uncertainty.

Upon initial investment, cost of the investment is generally determined to represent the fair value. If new investors join the investments and obtain more than just an insignificant share of the enterprise, the price of a recent investment is used as basis for determining the fair value.

Throughout the life of the investment, the General Partner reviews its investments for potential impairment, which may materialise if the portfolio enterprises have been subject to pervasive negative development and/or if the Fund decides that it will no longer participate in the further funding and there is a considerable risk that the portfolio enterprise may not be able to continue its operations or it is by other means obvious that there is a pervasive decline in the fair value of the portfolio enterprise. In these cases, the value is written down to a new lower fair value based on the General Partner's best estimate.

In cases where the portfolio company is performing in line with its original business case, and there have been no significant market movements as reflected by the CAPM (Capital Asset Pricing Model), the General Partner considers that cost remains the best estimate for fair value. This is based on the assessment that there are no factors indicating a material change in the underlying value of the portfolio company.

As investments mature, other valuation models for determining the fair value may be more appropriate. Such models are typically based on peer group multiples, which may be discounted depending on an objective assessment of the portfolio enterprise's growth, cash flows and funding status.

Peer group multiple

The Peer Group Multiple-method uses comparable entities, in which market value and earnings are known. Based on this, a market level for revenue multiples is determined for the comparable entities. Factors as size and liquidity are also taken into consideration when applied these methods.

The calculated EV /revenue is then capitalised on the basis of a normalised revenue for the individual portfolio companies which, by adjustment for net interest-bearing debt, yield the value of the investments. In using the method, the Fund assesses which multiples can be used and assesses the determination of normal earnings in the portfolio companies, including assessing the sensitivity of the values when changing the model's variables.

Description of the valuation process

The valuation process is carried out in connection with the preparation of internal reporting to investors and in connection with the preparation of the Fund's annual report. The valuation assesses the portfolio investments at the end of the accounting period and must reflect the fair value of each portfolio company, based on reasonable valuation methods and assumptions.

Individual investments are assessed separately at the end of the accounting period and are in most cases assessed on the basis of the market situation as follows: (i) determination of the Enterprise Value (EV) estimated on the basis of a hypothetical sale of the investment at the time of the balance sheet date, based on one or more of the valuation methods mentioned above, and (ii) calculation of the value of the equity investment by adjusting EV for net debt and NWC adjustments as well as any equity related waterfall structures, including dilution effect where relevant.

In connection with the use of this method, the Fund assesses which multiples are applicable as well as assesses the determination of the applicable earnings to be used in the calculation of the deemed fair value.

When applicable the fair value of investments, which are traded on a stock exchange, is based on the quoted market prices at the reporting date. The fair value is determined in the functional currency of the portfolio enterprise, which is then translated to DKK at the exchange rate at the balance sheet date, and any exchange rate adjustment is included in the fair value adjustment of the investment in profit or loss.

Fair value hierarchy for financial instruments measured at fair value in the balance sheet

Below, financial instruments measured at fair value are classified using the fair value hierarchy:

- Quoted prices in active markets for identical instruments (Level 1)
- Quoted prices in active markets for similar assets or liabilities or other valuation methods under which all material inputs are based on observable market data (Level 2)

- Valuation techniques under which any material inputs are not based on observable market data (Level 3)

All investments are classified as Level 3 investments and there have not been any transfers between the levels during the financial year.

Material unobservable inputs for Level 3

Financial instruments measured at fair value in the balance sheet are based on valuation techniques that include material unobservable input. Material unobservable inputs mean in this context that the valuation is dependent on a return requirement that contains a number of components that cannot be observed on trading markets, for example project-specific risks and illiquidity prices.

	Level 1 DKK'000	Level 2 DKK'000	Level 3 DKK'000	Total DKK'000
2024				
Fair value at 1 January	0	0	1,630,949	1,630,949
Follow-up investments	0	0	3,631	3,631
Fair value adjustments	0	0	(82,528)	(82,528)
Exchange rate adjustments	0	0	2,254	2,254
Financial assets measured at fair value through profit or loss	0	0	1,554,306	1,554,306

	Level 1 DKK'000	Level 2 DKK'000	Level 3 DKK'000	Total DKK'000
2023				
Fair value at 1 January	0	0	1,759,266	1,759,266
Disposals	0	0	(7,631)	(7,631)
Fair value adjustments	0	0	(121,957)	(121,957)
Exchange rate adjustments	0	0	1,271	1,271
Financial assets measured at fair value through profit or loss	0	0	1,630,949	1,630,949

Material unobservable inputs

Unlisted companies that are measured at fair value in the balance sheet are based on valuation methods that include significant unobservable inputs.

A significant unobservable assumption in connection with the valuation is the revenue-multiples used, just as expectations for the future earnings of the portfolio companies are included in the valuation. The multiples used in the valuation, are on level with peer groups and comparable companies. In addition, net interest-bearing debt in the portfolio companies is also taken into account in connection with the valuation.

Range for multiple implied

	2024	2023
Range of revenue-multiples used	2.07 - 5.38	2.17 - 3.14
Range of revenue-multiples used (after illiquidity, size, spread)	1.24 - 4.36	1.41 - 2.04

Sensitivity analysis

The fair value of the Fund's investments is affected by developments in the applied revenue multiples, future earnings expectations for these investments and debt level within the portfolio companies. A decrease or increase in the above significant non-observable inputs will have a direct impact on the valuation of portfolio companies.

In addition, the fair value of the Fund's portfolio companies is affected by the development in a number of macroeconomic conditions in which reliable sensitivity analyses cannot be prepared.

A change in the non-observable inputs used will have the following effects on the fair value of portfolio companies.

Portfolio sensitivity	Variable change in input	Approximately impact on Fund
A reduction in the applied valuation multiples	(+ / - 10%)	T.DKK 72,421 (2023: T.DKK 33,449)

The inputs above are considered the most material unobservable input due to the nature of the investments.

11 Related parties

Related parties with a controlling interest

The Limited Partnership has no investors or related parties with a controlling interest.

Related party transactions

		2024 DKK'000	2023 DKK'000
The General Partner receives a fee for its obligation towards Fund III K/S as per limited partnership agreement	Heartcore Capital		
Payment to the General Partner		60	60
Fund Manager (the Fund Manager) is considered a related party of the Fund due to its role as being Fund Manager			
Management fee		11,543	12,466

Management fee is calculated as a percentage of the total committed capital to the Fund.

12 Assets charged

The fund has not pledged any assets.

13 Contingent liabilities

There are no other guarantees or contingent liabilities of the Fund.

No provisions for expected credit loss have been recognised. Please refer to note 9 for further description related hereto.

14 Events after the balance sheet date

No events have occurred after the reporting date, which would materially influence the evaluation of this annual

report.

15 [Authorisation of the annual report for issue](#)

At the Board meeting held on 30.01.2025, the General Partner approved the financial statements. The financial statements will be presented to the Fund's Limited Partners for approval at the Annual General Meeting on 27.02.2025.