

# Epona HoldCo ApS

Boulevarden 19E, 7100 Vejle

CVR no. 45 27 58 68

## Annual report 2024

(As of the establishment of the Company 1 July - 31 December 2024)

Approved at the Company's annual general meeting on 11 April 2025

Chair of the meeting:

.....  
Wessel Geoff Ploegmakers

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## Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Epona HoldCo ApS for the financial year as of the establishment of the Company 1 July - 31 December 2024.

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

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2024 and of the results of the Company's operations for the financial year as of the establishment of the Company 1 July - 31 December 2024.

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.

Vejle, 11 April 2025  
Executive Board:

.....  
Gitte Bisgaard Døhr

.....  
Marcel Patrick Lang

Board of Directors:

.....  
Wessel Geoff Ploegmakers  
Chairman

.....  
Jens Jensen Find

.....  
David Sebastian Ingman

## Independent auditor's report

To the shareholders of Epona HoldCo ApS

### Opinion

We have audited the financial statements of Epona HoldCo ApS for the financial year as of the establishment of the Company 1 July - 31 December 2024, which comprise 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 financial position of the Company at 31 December 2024 and of the results of the Company's operations for the financial year as of the establishment of the company 1 July - 31 December 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Independence*

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.

### Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the 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 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 the 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 Company's internal control.

## Independent auditor's report

- ▶ 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 note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- ▶ Plan and perform the audit of the financial statements to obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business units as a basis for forming an opinion on the financial statements. We are responsible for the direction, supervision and review of the audit work performed. We remain solely responsible for our audit opinion.

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.

Vejle, 11 April 2025  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28

Henrik S. Meldahl  
State Authorised Public Accountant  
mne28654

## Management's review

### Company details

Name	Epona HoldCo ApS
Address, Postal code, City	Boulevarden 19E, 7100 Vejle
CVR no.	45 27 58 68
Registered office	Vejle
Financial year	1 July - 31 December 2024
Board of Directors	Wessel Geoff Ploegmakers, Chairman Jens Jensen Find David Sebastian Ingman
Executive Board	Gitte Bisgaard Døhr Marcel Patrick Lang
Auditors	EY Godkendt Revisionspartnerselskab Lysholt Allé 10, 7100 Vejle, Denmark

### Management commentary

#### Business review

The main activity of the parent company is to act as a holding company.

#### Financial review

The income statement for 2024 shows a loss of DKK 7,566,483, and the balance sheet at 31 December 2024 shows equity of DKK 296,924,310.

The company was established as part of an internal corporate demerger.

#### Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

## Financial statements for the period 1 July - 31 December 2024

### Income statement

Note	DKK	2024 6 months
	Other external expenses	<u>-37,625</u>
	Gross profit	-37,625
2	Staff costs	<u>0</u>
	Profit/loss before net financials	-37,625
	Income from investments in group enterprises	-7,549,860
3	Financial income	<u>16,651</u>
	Profit/loss before tax	-7,570,834
4	Tax for the year	<u>4,351</u>
	Profit/loss for the year	<u><u>-7,566,483</u></u>
	Recommended appropriation of profit/loss	-7,566,483
	Retained earnings/accumulated loss	<u><u>-7,566,483</u></u>

## Financial statements for the period 1 July - 31 December 2024

### Balance sheet

Note	DKK	<u>2024</u>
	ASSETS	
	Fixed assets	
5	Investments	
	Investments in group enterprises	<u>296,941,278</u>
		<u>296,941,278</u>
	Total fixed assets	<u>296,941,278</u>
	Non-fixed assets	
	Receivables	
	Corporation tax receivable	4,614
	Other receivables	<u>773,033</u>
		<u>777,647</u>
	Total non-fixed assets	<u>777,647</u>
	TOTAL ASSETS	<u>297,718,925</u>

### Balance sheet

Note	DKK	<u>2024</u>
	EQUITY AND LIABILITIES	
	Equity	
6	Share capital	230,017
	Retained earnings	<u>296,694,293</u>
	Total equity	<u>296,924,310</u>
	Liabilities other than provisions	
	Current liabilities other than provisions	
	Trade payables	36,000
	Payables to group enterprises	<u>758,615</u>
		<u>794,615</u>
	Total liabilities other than provisions	<u>794,615</u>
	TOTAL EQUITY AND LIABILITIES	<u>297,718,925</u>

- 1 Accounting policies
- 7 Contractual obligations and contingencies, etc.

Financial statements for the period 1 July - 31 December 2024

Statement of changes in equity

DKK	Share capital	Retained earnings	Total
Cash payments concerning formation of enterprise	0	0	0
Additions on merger/corporate acquisition	134,190	150,046,143	150,180,333
Capital increase	95,827	154,214,633	154,310,460
Transfer through appropriation of loss	0	-7,566,483	-7,566,483
Equity at 31 December 2024	230,017	296,694,293	296,924,310

## Financial statements for the period 1 July - 31 December 2024

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Epona HoldCo ApS for 2024 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

Pursuant to section 110(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

The company was established as part of an internal corporate demerger. The demerger was executed using the book value method.

#### Reporting currency

The financial statements are presented in Danish kroner (DKK).

#### Intra-group business combinations

The book value method is applied to business combinations such as acquisition and disposal of investments, mergers, demergers, contributions of assets and share conversions, etc. in which entities controlled by the parent company are involved, provided that the combination is considered completed at the time of acquisition without any restatement of comparative figures. Differences between the agreed consideration and the carrying amount of the acquiree are recognised directly in equity.

#### Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate 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 and payables and other monetary items denominated in foreign currencies are translated at the exchange rate 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 most recent financial statements is recognised in the income statement as financial income or financial expenses.

#### Income statement

##### Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to administration.

##### Profit/loss from investments in group entities

The income statement includes the proportional share of the underlying companies' profit or loss after elimination of internal profit/loss and after tax. In group entities, the full elimination of internal profit and loss is carried out without regard to ownership shares.

The item includes dividend received from group entities.

##### Financial income

Financial income are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

## Financial statements for the period 1 July - 31 December 2024

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Tax

The parent company is covered by the Danish rules on mandatory joint taxation of the Group's Danish group entities. Group entities are included in the joint taxation arrangement from the date at which they are included in the consolidated financial statements and up to the date when they are no longer consolidated.

The parent company acts as management company for the joint taxation arrangement and consequently settles all corporate income tax payments with the tax authorities.

On payment of joint taxation contributions, the Danish corporate income tax charge 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 been able to use the tax losses to reduce their own taxable income.

Tax for the year, which comprises the current income tax charge, joint taxation contributions and deferred tax adjustments, including adjustments arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

##### Balance sheet

##### Investments in group entities

Equity investments in group entities are measured according to the equity method.

On initial recognition, equity investments in group entities are measured at cost, i.e. plus transaction costs.

The cost is adjusted by shares of profit/loss after tax calculated in accordance with the Group's accounting policies less or plus unrealised intra-group gains/losses.

Identified increases in value and goodwill, if any, compared to the underlying entity's net asset value are amortised in accordance with the accounting policies for the assets and liabilities to which they can be attributed. Negative goodwill is recognised in the income statement.

Dividend received is deduced from the carrying amount.

Equity investments in group entities measured at net asset value are subject to impairment test requirements if there is any indication of impairment.

##### Impairment of fixed assets

The carrying amount of investments in group entities is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists.

## Financial statements for the period 1 July - 31 December 2024

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Receivables

The Company has chosen IAS 39 as interpretation for impairment write-down of financial receivables.

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected 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.

##### Equity

###### *Reserve for net revaluation according to the equity method*

The net revaluation reserve according to the equity method includes net revaluations of investments in group entities. The reserve can be eliminated in case of losses, realisation of investments or a change in accounting estimates. The reserve cannot be recognised at a negative amount.

##### Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to 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. Deferred tax assets are recognised at the expected value of their utilisation; 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. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

As management company for all the entities in the joint taxation arrangement, the parent company is liable for payment of the group entities' income taxes vis à vis the tax authorities as the group entities pay their joint taxation contributions. Joint taxation contributions payable or receivable are recognised in the balance sheet as income tax receivables or payables.

##### Liabilities

The Company has chosen IAS 39 as interpretation for liabilities.

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

## Financial statements for the period 1 July - 31 December 2024

### Notes to the financial statements

#### 2 Staff costs

The Company has no employees.

	2024 6 months
DKK	
3 Financial income	
Interest receivable, group entities	15,859
Other financial income	792
	<u>16,651</u>
4 Tax for the year	
Estimated tax charge for the year	-4,614
Deferred tax	263
	<u>-4,351</u>

#### 5 Investments

	Investments in group enterprises
DKK	
Additions on merger/corporate acquisition	150,180,071
Additions	154,311,067
Cost at 31 December 2024	304,491,138
Value adjustments at 1 July 2024	0
Profit/loss for the year	-7,549,860
Value adjustments at 31 December 2024	-7,549,860
Carrying amount at 31 December 2024	<u>296,941,278</u>

#### Group entities

Name	Domicile	Interest
Epona International ApS	Vejle	100.00%

#### 6 Share capital

Analysis of the share capital:

115,854 A shares of DKK 1.00 nominal value each	115,854
114,163 B shares of DKK 1.00 nominal value each	114,163
	<u>230,017</u>

#### 7 Contractual obligations and contingencies, etc.

As management company, the Company is jointly taxed with other Danish group entities and is jointly and severally with other jointly taxed group entities for payment of income taxes.

As security for a subsidiary's debt to banks, totalling DKK 18 million, the company has provided a guarantee. The guarantee commitment is maximally DKK 20 million.

As security for the subsidiary's debt to banks, totalling EUR 940,000, the company has provided a guarantee. The guarantee commitment is EUR 940,000.

Financial statements for the period 1 July - 31 December 2024

Notes to the financial statements