



SERODUS

ANNUAL REPORT 2024

Serodus is a Scandinavian private, mid-stage clinical company.

Serodus focuses on novel treatments for patients with diabetic kidney disease.

Table of contents

Serodus in brief	4
Pipeline.....	5
Serodus’s pipeline compounds	6
Corporate strategy.....	8
Board of Directors	9
Executive Management	11
Board of Directors’ report	13
Operational review	13
Outlook	13
Working environment and human resources	13
Environment	14
Financial review.....	14
Statement of income and comprehensive income	17
Statement of financial position.....	18
Statement of changes in equity.....	19
Statement of cash flows	20
Notes to the financial statements.....	21
Note 1 - General information.....	21
Note 2 - Summary of significant accounting principles.....	21
Note 3 - Government grants.....	27
Note 4 - Segments.....	27
Note 5 - Other operating expenses	28
Note 6 - Salaries and allowances	29
Note 7 - Intangible assets.....	30
Note 8 - Financial items.....	30
Note 9 - Tax.....	31
Note 10 - Subsidiaries	31
Note 11 - Receivables and prepayments.....	32
Note 12 - Cash and cash equivalents	32
Note 13 - Share capital.....	33



Note 14 - Financial risk management, objectives and guidelines.....	34
Note 15 - Related parties	37
Note 16 - Other current liabilities	37
Note 17 - Contingent liabilities	37
Note 18 - Events after the closing date.....	37
Responsibility statement	38

Serodus in brief

Serodus AS is a Norwegian private biotech company. Serodus is based in Oslo, Norway, and has two wholly owned subsidiaries: Serodus ApS (previously Phlogo ApS) in Copenhagen, Denmark, and Serodus (AUS) Pty Ltd in Melbourne, Australia.

Serodus AS has outsourced the management of its activities to Serodus ApS.

From an early stage in the disease, patients with diabetes develop non-infectious low-grade inflammatory processes in many organs of the body, including the kidneys. The increased blood glucose concentrations found in patients with diabetes induce several different pro-inflammatory activities.

Patients well treated with antidiabetic drugs and who have normal fasting blood glucose concentrations may have hyperglycemic spikes of abnormal blood glucose concentrations during the day. Pro-inflammatory processes are activated whenever blood glucose spikes are observed. A series of pro-inflammatory actors, such as thromboxane and different interleukins, are involved in the low-grade inflammation seen in patients with diabetes.

SER150 is Serodus's lead compound and was from 2022 studied in a second clinical study in well-controlled patients with type 2 diabetes with high concentrations of albumin in their urine and reduced kidney function. In 2024 it was decided to shorten the study and view it as a pilot study.

SER150 not only inhibits the synthesis of thromboxane but also blocks the receptor through which thromboxane stimulates low-grade inflammatory processes. The two actions of SER150 have the potential to effectively treat diabetic kidney disease.

Both SER130 and SER140 are anti-inflammatory compounds. Both have mechanisms of action that differ from SER150.

Serodus operates in a lean management structure. As of January 1, 2024, a part-time CEO in Norway is the sole employee of Serodus AS. All management activities are outsourced to the wholly owned subsidiary Serodus ApS in Denmark, which has a full-time CEO and two part-time consultants: one is the CFO, and the other is involved in documentation and business development.

Serodus has decided to convert the clinical study in Australia to a placebo-controlled pilot study and to sell or outlicense the Company's pipeline.

Pipeline

Type 2 diabetes (T2D) is a multifactorial, metabolic, low-grade inflammatory disorder that leads to serious debilitating and fatal complications, such as diabetic kidney disease.

Once diabetic patients have developed kidney disease, changes in the heart muscles and vessels are also recorded, and the condition is often referred to as cardiovascular-renal syndrome, indicating that the functioning of these two organ systems is closely linked.

There is also a close relationship between T2D, overweight or obesity, uncontrolled blood glucose and high blood pressure. This condition is called metabolic syndrome.

Both types of syndromes are difficult to treat, and low-grade inflammation plays an essential role in both conditions.

T2D does not have a clear etiological background, but there is a strong correlation with increased body weight, and the prevalence of diabetes is growing globally in parallel with obesity.

Oxidative stress and other metabolic changes are found in patients with T2D, followed by the activation of several pro- and anti-inflammatory endogenous agents. If the normal balance between the two opposite pro- and anti-inflammatory agents is not maintained, the consequence is low-grade inflammation. Thromboxane and TNF α receptors are two important non-infectious pro-inflammatory agents, alongside various interleukins. These agents increase during the development of diabetes.

Through a combination of acquisition, licensing and drug discovery studies, Serodus has created an interesting, innovative pipeline consisting of three different non-infectious anti-inflammatory compounds. These compounds inhibit the low-grade inflammatory processes seen both in patients with and without diabetes. Two compounds, SER150 and SER140, reduce the pro-inflammatory processes directly, and the third, SER130, inhibits inflammation indirectly by stimulating the body's own production of anti-inflammatory components.

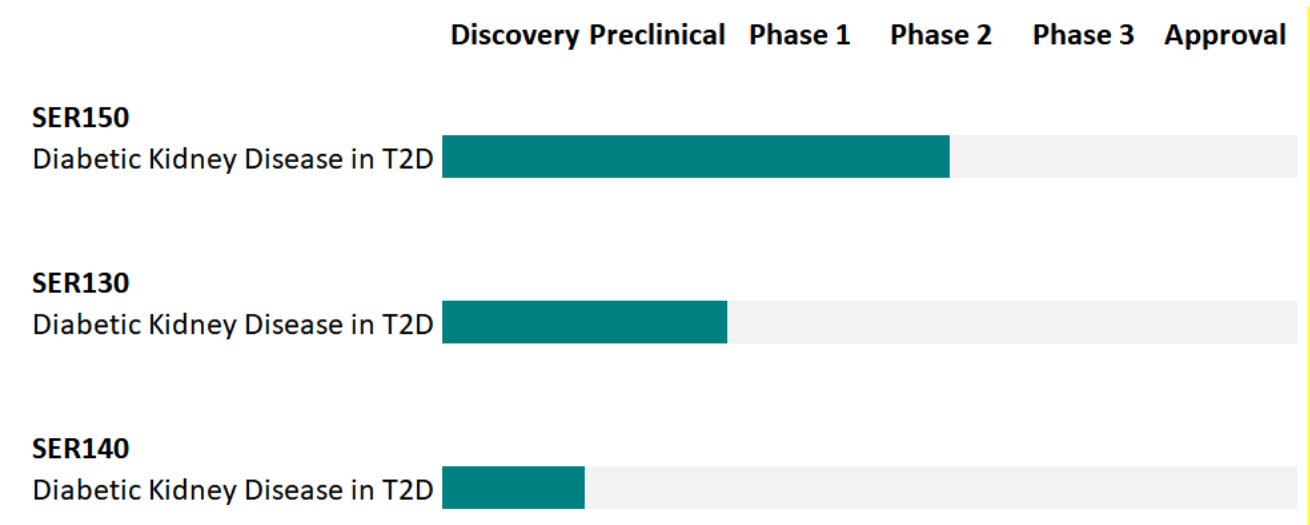
Serodus's compounds act as low-grade anti-inflammatory entities and re-establish the balance between pro- and anti-inflammatory endogenous processes. This addresses the lack of a treatment triumvirate - antidiabetic, antihypertensive and anti-inflammatory drugs - needed for the optimal treatment of patients with diabetic kidney disease, avoiding the need for chronic dialysis or kidney transplantation.

All currently available treatment options for diabetic patients are effective at reducing blood glucose and controlling blood pressure, and some of these drugs have demonstrated a certain decrease in loss of kidney function, thereby delaying the start of chronic dialysis. However, none of them has a direct effect on the low-grade systemic inflammation driving the pathophysiological processes of diabetes and its complications.

Serodus’s pipeline compounds

Serodus’s pipeline compounds target a large, growing and insufficiently treated market segment.

Three different molecules - three different development stages



SER150 and diabetic kidney disease

Serodus has demonstrated proof of clinical concept in patients with diabetes and albuminuria as an biomarker of renal disease. In the placebo-controlled pilot study in patients with T2D and severe albuminuria, which is indicative of significantly reduced kidney function, urinary protein was also reduced during treatment with SER150. No safety or tolerability concerns were identified.

SER150 significantly reduced other key biomarkers of kidney disease.

The important clinical effect of treatment with SER150 is thus that decreased urinary loss of albumin prevents or delays loss of kidney function in patients with diabetic kidney disease.

SER150 targets a large, growing and poorly treated market segment

The diabetic kidney disease market is large, with significant unmet clinical needs and a growing patient population worldwide. About one in 11 adults worldwide now have diabetes, with 90% having T2D. Asia is a major area in the rapidly emerging T2D global epidemic, with China and India being the two main epicenters.

Approximately 160 million people worldwide have diabetic kidney disease, and approximately 30 million patients have a high albumin content in their urine (macroalbuminuria). Diabetic kidney disease is the leading cause of end-stage renal disease, which is treated with chronic dialysis. Some patients will be candidates for kidney transplantation, but they are in the minority.

Diabetic kidney disease causes a progressive loss of kidney function, and changes are localized in both the kidneys' glomeruli and proximal tubules, characterized by persistent albuminuria, a progressive decline in the glomerular filtration rate and, often, elevated arterial blood pressure. However, patients do not have clinical symptoms until 85-90% of renal function is lost, i.e., end-stage kidney disease. Many patients may therefore not know that they have developed diabetic kidney disease until it is too late to intervene.

The annual treatment cost of dialysis and concomitant medical treatment for a patient with end-stage kidney disease is approximately EUR 90,000 in Europe and a similar amount in the US.

What is SER150?

SER150 is an orally administered, new chemical entity - a potent dual-acting competitive thromboxane receptor antagonist and thromboxane synthesis inhibitor.

Thromboxane is a pro-inflammatory endogenous mediator that is increased in patients with T2D. SER150 reduces the effect of thromboxane through its dual blockade of thromboxane synthase and the thromboxane competitive non-acting binding to the receptor. This mode of action reduces inflammation in all cells, including those of the kidneys.

SER150 inhibits inflammatory processes in all kidney cells. It is expected to inhibit the renal invasion of inflammatory cells and pro-inflammatory agents. More fundamentally, SER150 is expected to reduce or stop the progression of renal impairment typically seen in patients with diabetic kidney disease.

SER150 is being prepared for outlicensing or sale, and preliminary activities are ongoing. As soon as all data from the pilot study are secured and analyzed, sales activities will be initiated.

What is SER140?

SER140 is an IL-1 receptor antagonistic peptide for the treatment of diabetic kidney disease, with anti-inflammatory properties and a novel mode of action.

Inflammatory activities in the kidney, such as glomeruli and tubular cells, are expected to decrease. In pharmacological studies in diabetic experimental models, SER140 reduces the urinary content of albuminuria in a dose-dependent manner compared to the albumin content before treatment with SER140.

SER140 is consequently expected to reduce the progression of renal impairment in patients with diabetes.

What is SER130?

SER130 is an IL-4 receptor agonistic peptide compound for the treatment of diabetic kidney disease, with a novel mode of action.

SER130 stimulates endogenous anti-inflammatory processes and specifically reduces inflammatory processes.

In an experimental diabetic model, pharmacological studies show that SER130 reduces the urinary content of albuminuria compared to the albumin content in the urine before treatment with SER130. Treatment with SER130 is expected to delay the progression or even prevent the development of diabetic kidney disease.

Corporate strategy

Serodus's strategy is to sell its pipeline.

The Company has a dedicated focus on the treatment of patients with T2D and diabetic kidney disease and has a broad, chemically diversified basket of compounds.

Serodus has strived for risk mitigation by ensuring:

1. A multiple drug pipeline
2. Different modes of action of individual drug candidates

Serodus's strategy has been to collaborate with contract research organizations, contract manufacturing organizations and consultants in order to keep operational costs as low as possible.

Board of Directors



**Søren Elmann
Ingerslev**
Chairman

Elected as Chairman
in 2017

Mr Ingerslev is an attorney and a partner in the Danish law firm Elmann Advokatpartnerselskab. He has extensive international experience and business acumen within mergers and acquisitions (M&A), company law, business development and international business agreements.

He is head of Elmann's Corporate and M&A department and serves as a non-executive member of the board of directors of several listed and privately held companies, including Immudex ApS and Biostrip ApS.



Terri Sebree
Board member

Elected as a Board
member in 2014

Ms Sebree is an experienced pharmaceutical and biotechnology entrepreneur who has successfully founded, financed, grown and taken public three biopharmaceutical companies. She is currently president of 1323 Consulting based in Johnson City, TX, US. Previously she was president of Zynherba Pharmaceuticals (Nasdaq: ZYNE) based in Devon, PA, US, from 2014 to 2023. She co-founded NuPathe Inc. (Nasdaq: PATH) and served as its president from 2005 to 2014. Prior to NuPathe, she served as senior vice president, Development, of Auxilium Pharmaceuticals (Nasdaq: AUXL) from 2000 to 2005. Before joining Auxilium, she served as executive vice president, United States Operations, at IBAH, Inc., a contract research organization. Prior to that, she served in a variety of management roles with Abbott Laboratories for more than nine years, including as its development head for psychopharmacology products. She holds a BSc from Texas A&M University, US.



**Viggo Gunnersen
Harboe**

Board member

Elected as a Board member in 2022

Mr Harboe joined DAKO A/S (now part of Aglient Technologies, Inc.) in 1972. In 1980, he founded DAKO's first subsidiary in the US and served as its CEO in the US until 2002. He also founded DAKO's subsidiaries in Japan, Australia and Canada and served on the boards of these subsidiaries. He was a member of the board of directors of DAKO from 2002 until 2007, when the company was sold, and served as chairman of the Harboe Foundation from 2002 to 2019.



Lars Beck-Thomsen

Board member

Elected as a Board member in 2024

Mr Beck-Thomsen has had a career within Accounting and Finance in Danish and international companies in Denmark. For the last 18 years, he has served as CFO and member of the management team of Canon, Denmark. Furthermore, he has served as chairman of the board of Canon Danmark A/S, among other companies, since 2013.

Lars Beck-Thomsen has been involved in several M&A transactions over the course of his career.

Executive Management



Arnstein Gunnestad Endresen
CEO, Serodus AS

Mr Endresen has had a long career in Norwegian and international finance and investment activities. He has 10 years of banking experience. He has served as CFO of two companies and has headed a family office investing in health-related companies and other sectors.

He is a board member of several private companies and the chairman of Ursa Minor AS, which is a significant shareholder of Serodus.



Eva Steiness
CEO, Serodus ApS

Professor Eva Steiness was the first female dean of the Faculty of Health Science, University of Copenhagen, Denmark, professor in Clinical Pharmacology and senior vice president and deputy CEO of Lundbeck A/S. She holds an MD and a DSc in Medicine from the University of Copenhagen, Denmark.

During her time at Lundbeck A/S, she created a broad discovery and clinical pipeline, including registering and launching both Cipramil® (citalopram), an antidepressant drug that reached blockbuster status, and Serdolect® (sertindole), a neuroleptic drug.

She later founded Zealand Pharma A/S in 1998. Under her leadership, a GLP-1 agonist (lixisenatide) for the treatment of type 2 diabetes was developed and licensed to Aventis (Sanofi) in 2003. Lyxumia® (lixisenatide) was first launched on the European market in 2013.

She was CEO of Serodus from 2011 to 2023.

She has held a string of leadership positions, including chairman of the board of Genmab and other biotech start-up companies in the Copenhagen area of Denmark and in Norway. She was a board member of several of Lundbeck's affiliates and has also been a member of the board of directors of the Oticon Foundation, a member of the Danish Medical Research Council and chairman of the Danish Governmental Advisory Board on Research Politics.



Henrik Mordhorst
Group CFO

Mr Mordhorst holds an MSc in Economics from Copenhagen Business School, Denmark. He has worked in financial positions within real estate, investment banking, project financing, portfolio management and start-ups for 30 years.

After starting out in real estate in Denmark straight out of business school, he went to London, UK, for six years, working for Merrill Lynch and Nomura. He then took up a position as CFO of a development company in New York, US.

After the US contract expired, he went to Switzerland, where he lived for 15 years, working for UBS as a client advisor and for a family office as CIO.

He then returned to Denmark to co-found and act as CEO of Dansk Farm Management A/S.

He is the founder and CEO of HeMo ApS, a consulting company providing financial advice, management and support to SMEs. Since 2016, he has worked as CFO of several start-ups and of the Caladanian Group of companies in the UK.

Henrik Mordhorst joined Serodus in 2019.



Daniel Capion
*Business Development
& Documentation*
Serodus ApS

Mr Capion holds an MSc in Pharmacy, an Executive MBA from Copenhagen Business School and a Diploma in Managing Medicinal Product Innovation from the Scandinavian International Management Institute.

He was involved in the early days of Genmab and, for the following 10 years, headed the Global Regulatory Operations unit responsible for compliant R&D documentation, processes and systems. At Genmab, he supported a substantial number of due diligence activities on the seller side, preparing and coordinating the documentation needed for the due diligence process with large pharma companies.

For the past 25 years, Mr Capion has held various managerial positions in the life science industry, including at Ferring, LEO Pharma and Genmab. In addition, he was the primary lead in the initiation and realization of LEO Pharma's R&D data strategy program as well as the initiator of Ferring's initiative to utilize machine learning algorithms for computerized assessment of blastocyst selections during IVF treatment.

In 2021, he founded Documizer ApS - a specialist consulting and software company focusing on small and mid-sized biotech and pharma companies, specifically within R&D documentation.

Daniel Capion joined Serodus in 2021.

Board of Directors' report

Operational review

Serodus is a lean, virtual, clinical-stage biotech company. The lead program has completed a phase 2 study in patients with diabetic kidney disease. Serodus's goal is to mature its SER150 candidate and subsequently sell it.

In 2022, the Company received approval from the New Zealand authorities for the next SER150 clinical study in patients suffering from diabetic kidney disease, in addition to the ongoing approval in Australia.

In 2023, the Company changed from a public limited company (ASA) in Norway to a private limited company (AS).

Also in 2023, the Company decided to outsource the management of its R&D activities and financial administration to Serodus ApS.

In 2024, the Company decided to shorten the study for SER150 in Australia and New Zealand and classify it as a pilot study.

Outlook

During 2024, Serodus ApS - together with contract research organizations - has managed the SER150 clinical study in patients with T2D, severe albuminuria and reduced kidney function.

Serodus ApS will continue to present the individual compounds (SER130, SER140 and SER150) in the pipeline for the pharmaceutical industry. Serodus ApS will continue to explore the possibility of selling the pipeline or elements of it.

Working environment and human resources

Serodus is mindful of expectations regarding equal opportunities and ensures that all applicants for positions are treated equally. As of the end of 2024, the Company employs one man, the CEO of Serodus AS, and one woman, the CEO of its Danish subsidiary, Serodus ApS.

The Board of Serodus AS is made up of one woman and three men.

Environment

Serodus does not pollute the environment beyond what is normal for this kind of business, which is not considered to be material.

Financial review

Income statement

Serodus did not have any revenue from external customers in 2024.

In March 2024 the Company raised NOK 4.6 million through a subsequent private placement (a “repair round” following the private placement in October 2023).

The Group’s operating expenses for full-year 2024 amounted to NOK 15.5 million, compared to NOK 23.5 million for 2023. The net loss for the Group in 2024 was NOK 14.8 million, compared to a net loss of NOK 21.8 million in 2023.

Serodus AS (the Parent Company) posted a net loss of NOK 14.4 million in 2024, compared to a net loss of NOK 16.8 million in 2023.

Cash flow and statement of financial position

At December 31, 2024, the Serodus Group had total assets of NOK 20.3 million, compared to NOK 29.8 million at year-end 2023. For Serodus AS, total assets at December 31, 2024, were NOK 12.0 million, compared to NOK 22.5 million at year-end 2023.

Through two capital raises in Q1 2024, Serodus increased its share capital by NOK 0.3 million, thus raising NOK 4.6 million in cash.

At December 31, 2024, total equity for the Group was NOK 16.9 million, compared to NOK 28.0 million at year-end 2023. The registered share capital of Serodus AS at December 31, 2024, was NOK 18,753,396, divided into 17,073,396 A shares and 1,680,000 B shares, each with a nominal value of NOK 1.

The unrestricted cash balance at December 31, 2024, was NOK 14.7 million, compared to NOK 23.4 million at year-end 2023.

Going concern assumption

The Group plans to finance its sales activities for the pipeline and general and administrative (G&A) costs through 2025 from current cash. The management is in the process of preparing to sell or outlicense the pipeline.

At December 31, 2024, the Group had NOK 14.7 million in unrestricted cash. Further, the Group expects to receive payments from government grants of approx. NOK 4.6 million

during 2025 related to R&D activities performed in 2024, but these grants have not yet been approved. If these payments do not materialize in 2025 as expected or at a later date, additional financing might be needed to maintain the sales efforts. Such financing was secured in February 2025 by means of a DKK 8.8 million credit facility (approx. NOK 13.9 million), and the financial statements have been prepared on a going concern basis.

Financial risks

Serodus is exposed to financial risks in various areas. The long-term goal is to reduce this exposure where possible. At present, the Company does not use financial derivatives to hedge this risk.

Currency risk

Serodus operates in an international market and is exposed to various currencies. A substantial proportion of the project expenses is in foreign currency. Most of the exposure is related to transactions in USD, AUD, EUR and DKK. The Company does not currently hedge positions to reduce this risk but monitors the situation carefully.

Interest risk

Serodus does not have any loans. There is thus no interest risk associated with loans.

Liquidity risk

Serodus is exposed to significant liquidity risk through its capital-intensive development projects. The Company seeks to minimize this risk by securing sustained financing that enables the Company to reach key development milestones, which are expected to generate licensing interest from potential partners.

Market risk

Serodus operates in an international market and is exposed to global market fluctuations. The general economic situation may affect the progress of projects but is not expected to impact the overall need for the product candidates developed by Serodus. The market risk is thus considered limited.

Significant events after year-end

A credit facility of DKK 8.8 million (approx. NOK 13.9 million) was secured in February 2025.

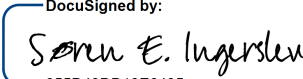
There have been no other significant events since the closing of the accounts on December 31, 2024.

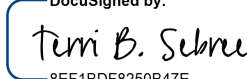
Allocation of the net result for the year

The Serodus Group generated a net loss for the 2024 financial year of NOK 14,809,325, while the Parent Company's loss for the year was NOK 14,406,641. The Board proposes the following allocation of the net results for the year for Serodus AS:

Net loss	NOK 14,406,641
Transferred from other equity	NOK 14,406,641

Oslo, March 10, 2025
Board of Directors, Serodus AS

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 Søren Elmann Ingerslev
 Chair of the Board

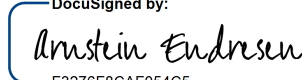
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 Terri Sebree
 Board member

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 Viggo Gunnarsen Harboe
 Board member

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 Lars Beck-Thomsen
 Board member

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 Arnstein Gunnestad
 Endresen
 CEO

Statement of income and comprehensive income

NOK

Group		Note	Note	Serodus AS	
2024	2023			2024	2023
Operating income					
0	0	4	4	0	5,221,928
0	0			0	5,221,928
Operating expenses					
7,262,787	11,349,058	5	5	(566,622)	6,048,943
2,978,140	2,805,336	6	6	594,709	885,191
0	0	7	7	0	0
5,298,497	9,311,047	5	5	7,235,900	6,831,897
15,539,423	23,465,441			7,263,987	13,766,032
(15,539,423)	(23,465,441)			(7,263,987)	(8,544,104)
Financial income					
83,091	41,283	8	8	3,477,471	2,897,649
673,283	1,463,376	8	8	998,405	1,770,132
756,375	1,504,658			4,475,876	4,667,781
Financial expenses					
0	7	8	8	0	0
101,413	73,607	8	8	11,618,530	12,920,464
101,413	73,614			11,618,530	12,920,464
654,962	1,431,045			(7,142,654)	(8,252,682)
(14,884,462)	(22,034,396)			(14,406,641)	(16,796,787)
Profit (loss) before tax					
0	0	9	9	0	0
(14,884,462)	(22,034,396)			(14,406,641)	(16,796,787)
Profit (loss) after tax					
75,137	261,793				
(14,809,325)	(21,772,603)			(14,406,641)	(16,796,787)
Total comprehensive income					

Statement of financial position

NOK

Group		Note		Note	Serodus AS	
2024	2023				2024	2023
ASSETS						
<i>Fixed assets</i>						
0	0	7	Intangible assets	7	0	0
0	0	10	Financial assets	10	636	636
<u>0</u>	<u>0</u>		Total fixed assets		636	636
<i>Current assets</i>						
5,584,082	6,421,639	11	Receivables and prepayments	11	2,762,840	2,924,423
14,715,404	23,416,465	12	Bank deposits	12	9,246,721	19,600,188
<u>20,299,486</u>	<u>29,838,104</u>		Total current assets		12,009,560	22,524,611
<u>20,299,486</u>	<u>29,838,104</u>		Total assets		12,010,197	22,525,247
EQUITY AND LIABILITIES						
<i>EQUITY</i>						
18,753,396	18,401,996	13	Share capital	13	18,753,396	18,401,996
(1,896,023)	9,597,816		Other paid-in capital		(8,499,082)	1,690,759
-	-		Uncovered loss		-	-
<u>16,857,373</u>	<u>27,999,812</u>		Total equity		10,254,314	20,092,755
<i>Current liabilities</i>						
3,097,777	879,502	14, 15	Accounts payable	14, 15	1,657,052	1,758,062
344,336	958,791	16	Other current liabilities	16	98,831	674,431
<u>3,442,113</u>	<u>1,838,293</u>		Total current liabilities		1,755,883	2,432,492
<u>20,299,486</u>	<u>29,838,104</u>		Total equity and liabilities		12,010,197	22,525,247

Statement of changes in equity

NOK

2024				
	Share capital	Other paid-in capital	Uncovered loss	Total equity
Serodus AS				
Equity at Jan. 1, 2024	18,401,996	1,690,759	-	20,092,754
- Total comprehensive income 2024	-	(5,907,558)	(8,499,083)	(14,406,641)
- Other income/expenses	-	-	-	-
Total comprehensive income:	-	(5,907,558)	(8,499,083)	(14,406,641)
Share-based compensation				-
Issues from convertible loan				-
Issues from cash contributions	351,400	4,216,800		4,568,200
Issues (not registered)*				-
Used to cover previous years' uncovered loss				-
Capital reduction				-
Equity at Dec. 31, 2024	18,753,396	0	(8,499,083)	10,254,314
Group				
Equity at Jan. 1, 2024	18,401,996	9,597,816	-	27,999,812
- Total comprehensive income 2024	-	(12,988,439)	(1,896,023)	(14,884,462)
- Exchange differences	-	75,137	-	75,137
Total comprehensive income:	-	(12,913,302)	(1,896,023)	(14,809,325)
Share-based compensation				-
Issues from convertible loan				-
Issues from cash contributions ¹	351,400	4,216,800		4,568,200
Issues (unregistered)				-
Issue expenses				-
Used to cover previous years' uncovered loss				-
Capital reduction				-
Other changes		(901,314)		(901,314)
Equity at Dec. 31, 2024	18,753,396	(0)	(1,896,023)	16,857,372
2023				
	Share capital	Other paid-in capital	Retained earnings	Total equity
Serodus AS				
Equity at Jan. 1, 2023	17,073,396	2,544,345	-	19,617,741
- Total comprehensive income 2023	-	(16,796,787)	-	(16,796,787)
- Other income/expenses	-	-	-	-
Total comprehensive income:	-	(16,796,787)	-	(16,796,787)
Share-based compensation				-
Issues from convertible loan				-
Issues from cash contributions	1,328,600	15,943,200		17,271,800
Issues (not registered)*				-
Used to cover previous years' uncovered loss				-
Capital reduction				-
Equity at Dec. 31, 2023	18,401,996	1,690,759	-	20,092,755
Group				
Equity at Jan. 1, 2023	17,073,396	20,095,800	-	37,169,197
- Total comprehensive income 2023	-	(22,034,396)	-	(22,034,396)
- Exchange differences	-	261,793	-	261,793
Total comprehensive income:	-	(21,772,603)	-	(21,772,603)
Share-based compensation				-
Issues from convertible loan				-
Issues from cash contributions ¹	1,328,600	15,943,200		17,271,800
Issues (unregistered)				-
Issue expenses				-
Used to cover previous years' uncovered loss				-
Capital reduction				-
Other changes		(4,668,581)		(4,668,581)
Equity at Dec. 31, 2023	18,401,996	9,597,816	-	27,999,812

¹ Issues from cash contributions registered on Dec. 14, 2023

Statement of cash flows

NOK

Group		Note	Serodus AS	
2024	2023		2024	2023
Cash flow from operating activities				
(14,884,461)	(22,034,396)		(14,406,641)	(16,796,787)
-	-		-	3,000,000
			11,517,117	9,846,856
(0)	-	7	(0)	1
2,218,274	(782,727)		(101,010)	(6,230)
(603,075)	7,107,512		(414,016)	4,096,405
(13,269,261)	(15,709,610)		(3,404,551)	140,245
Cash flow from investment activities				
-	-		(11,517,117)	(9,846,856)
-	-		(11,517,117)	(9,846,856)
Cash flow from financing activities				
4,568,201	17,271,801	13	4,568,200	17,271,800
-	-		-	-
4,568,201	17,271,801		4,568,200	17,271,800
(8,701,060)	1,562,191		(10,353,468)	7,565,189
23,416,465	21,854,274	12	19,600,188	12,034,998
14,715,404	23,416,465	12	9,246,721	19,600,188

Notes to the financial statements

Note 1 - General information

Serodus AS (the Company) is a private company incorporated and domiciled in Norway. On June 2, 2023, the Company changed from a public limited company (ASA) to a private limited company (AS). Serodus AS holds the license and patents for SER150. It is a virtual company. The staff work largely from home or in facilities near home. Serodus is a biomedical company that works on the development of new and innovative medicines for the treatment of diabetes-related complications. The financial statements were approved by the Company's Board of Directors in Oslo on March 10, 2025.

The Company has two subsidiaries:

Serodus ApS (formerly Phlogo ApS), a Danish limited company that holds the license and patent for SER130 and owned the SER140 pipeline project.

Serodus (AUS) Pty Ltd, an Australian limited company founded in 2020 that is acting as sponsor for the SER150 clinical study in Australia and New Zealand.

In January 2023, the Company restructured its organization. Eva Steiness took up the position of CEO in Serodus ApS, and Arnstein Gunnestad Endresen took up the position of CEO in Serodus AS. Serodus AS has subsequently outsourced management of R&D activities and financial administration to Serodus ApS.

Note 2 - Summary of significant accounting principles

The main accounting principles applied in preparing the financial statements are described below.

Basis of preparation

The financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and in compliance with additional requirements pursuant to the Norwegian Accounting Act.

The financial statements are prepared based on historical cost.

Going concern

The Group plans to finance the sales activities for the pipeline and general and administrative (G&A) costs through 2025 from current cash. The management is in the process of preparing to sell or outlicense the pipeline.

At December 31, 2024, the Group had NOK 14.7 million in unrestricted cash. Further, the Group expects to receive payments from government grants of approx. NOK 4.6 million during 2025 related to R&D activities performed in 2024, but these grants have not yet been approved. If these payments do not materialize in 2025 as expected or at a later date, additional financing might be needed to maintain the sales efforts. Such financing was secured in February 2025 by means of a DKK 8.8 million credit facility (approx. NOK 13.9 million), and the financial statements have been prepared on a going concern basis.

Consolidation principles

The financial statements include Serodus AS and the companies over which Serodus AS exercises control. Control is usually achieved when the Group owns more than 50% of the shares in the company. Control may also be achieved where the Group owns less than 50% of the voting shares, either by agreement or because the Group is capable of exercising actual control of the company. Non-controlling interests are included in the Group's equity.

The acquisition method is used for recognition of business combinations. Companies acquired or disposed of during the year are included in the financial statements from the time control commences and until control ceases.

Changes in ownership interests in subsidiaries that do not result in loss of control are recognized as an equity transaction. The consideration is recognized at fair value, and the difference between the consideration and the capitalized value of non-controlling ownership interests is offset against the controlling owner's equity.

In the event of a change in ownership resulting in loss of control, the consideration is measured at fair value. The capitalized value of assets and liabilities in subsidiaries and any non-controlling interests is derecognized at the date of loss of control. The difference between the consideration and the capitalized value of net assets and any non-controlling interests is recognized in the income statement as gains or losses. Any interest retained is measured at fair value, and any gains or losses are recognized in the income statement as share of gains/losses on sale of subsidiary. Depending on the nature of the items, amounts are recognized in other comprehensive income or charged directly to equity.

Intercompany transactions and balances, including intercompany profits and unrealized gains and losses, are eliminated. Unrealized gains arising from transactions with associates and jointly controlled entities are eliminated at the percentage of the Group's interest in the company/business. Correspondingly, unrealized losses are eliminated, but only to the extent that there is no indication of impairment of the asset sold internally.

Foreign currency

The functional currency of the Company is NOK. The functional currencies for the subsidiaries are DKK for Serodus ApS (formerly Phlogo ApS) and AUD for Serodus (AUS) Pty Ltd. Financial assets and liabilities in other currencies are converted at the exchange rates on December 31. Income and expenses in foreign currency are converted at the exchange

rate at the transaction date. Exchange rate gains and losses are recognized as other financial income and other financial expenses respectively and included in the determination of net profit. Statement of financial position items for Serodus ApS and Serodus (AUS) Pty Ltd are translated at the exchange rates at period-end. Income statement items are translated using the average exchange rates for the period.

Intangible assets

Intangible assets acquired separately are capitalized at cost less accumulated amortization and accumulated impairment losses. Amortization is calculated on a straight-line basis over the estimated useful life. The estimated useful life and amortization method are reviewed at the end of each year. The effect of any changes in estimates is recognized over the expected useful life.

Internally generated intangible assets are recognized less R&D costs.

Research costs are recognized as an expense in the period they are incurred.

An internally generated intangible asset relating to development (or in the development stage of an internal project) is recognized when, and if, the following conditions are met:

- it will be technically feasible to complete the asset such that it will be available for use or sale
- the Company intends to complete the asset and use or sell it
- it will be possible to use or sell the asset
- the asset will generate future economic benefits
- there are adequate technical, financial and other resources to complete development and to use or sell the asset
- it will be possible to reliably measure the costs related to development of the asset.

The Company considers that these criteria are not met until development work has led to a product that has been approved by the relevant authorities. In this context, no internally developed intangible assets were capitalized on December 31, 2024.

Depreciation of property, plant and equipment and amortization of intangible assets

At the end of each reporting period, the Company assesses the capitalized value of property, plant and equipment and intangible assets to determine whether there are indications of loss or impairment. If such indications exist, the recoverable amount of the asset is calculated to determine the extent of any decrease in value. Where it is not possible to estimate the recoverable amount for a given asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The recoverable amount is the higher of fair value less selling costs and value in use. To calculate the value in use, future cash flows discounted to present value are estimated.

If the recoverable amount for an asset (or cash-generating unit) is estimated to be less than the capitalized value of the asset (or cash-generating unit), the value is written down to the recoverable amount. Impairment losses are recognized immediately in the income statement.

In the event of a reversal of the impairment, the capitalized value of the asset (or cash-generating unit) is increased to the revised estimate of the recoverable amount, but such that the increased capitalized value does not exceed the capitalized value that would have been determined had it not been written down previously. A reversal of impairment is recognized immediately in the income statement.

Cash and cash equivalents

Cash and cash equivalents include cash, bank deposits and other short-term liquid investments with original maturities of three months or less.

Government grants

Government grants, e.g., “SkatteFUNN” in Norway, “Skattekredit” and “Patent Voucher” in Denmark, and “RDTI” in Australia, are recognized on a systematic basis in the period in which the Company recognizes the costs that the grant is intended to compensate. However, a government grant is not recognized until there is reasonable assurance that the entity will comply with the conditions attached to it and that the grant will be received. Grants are presented as part of other operating expenses, i.e., netted against the associated costs.

Revenue

Serodus AS is a biomedical company that works on the development of new and innovative medicines for the treatment of diabetes-related complications. The Group had no operating income in 2024 or 2023.

Taxes

Tax for the period includes tax payable and changes in deferred tax.

Tax is recognized in the income statement, except to the extent it is related to items recognized in the statement of comprehensive income or directly in equity. In this case, the tax is also recognized in comprehensive income or directly in equity.

Deferred tax assets and liabilities are calculated on the basis of temporary differences between the capitalized value of assets and liabilities in the financial statements and their tax values, as well as tax loss carryforwards at the closing date. Deferred tax assets and liabilities are calculated on the basis of tax rates and tax regulations that are expected to be in force when the assets are realized or the liability is settled, based on tax rates and tax regulations enacted or substantially enacted at the closing date. Deferred tax assets are recognized only to the extent it is likely that future taxable profit will be available against which the assets can be utilized.

Provisions

Provisions are recognized when the Company has a legal or constructive obligation as a result of past events, it is likely that the obligation will be met, and the amount can be estimated. Provisions are reviewed at each closing date and adjusted to reflect the current best estimate. Provisions are measured at the present value of expected expenditure to settle the obligation. Increases in liabilities due to a change in the time to maturity are recorded as financial expenses.

Contingent liabilities

Contingent liabilities are not recognized in the financial statements. Significant contingent liabilities are disclosed, except for contingent liabilities where the likelihood of liability is low.

Segment reporting

The Company has only one operating segment and does not report segment information.

Cost of equity transactions

Transaction costs directly attributable to an equity transaction are recognized directly in equity, net of tax.

Events after the closing date

The financial statements will be amended to reflect events after the closing date that provide information on conditions that existed on the closing date. The financial statements will not be amended for events after the closing date that relate to conditions that have arisen after the closing date. Such events are disclosed in a note if they are material.

Statement of cash flows

The statement of cash flows is prepared using the indirect method.

Use of accounting estimates and assumptions

The preparation of financial statements in compliance with IFRS requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes.

Future events could cause the estimates to change. Estimates and the underlying assumptions are reviewed on an ongoing basis. Changes to accounting estimates are recognized in the period in which the change occurs. If changes also apply to future periods, the effect is distributed across the current and future periods. Accounting items affected by estimates and assumptions are:

a) Intangible assets

Recognition and measurement of intangible assets: Application of the criteria for when development costs qualify for recognition as intangible assets is subject to management judgment, cf. Note 2.3. Even if projects have been capitalized, there may be uncertainty about the market and future margins, and consequently it is difficult to estimate the recoverable amount in relation to impairment tests.

To determine whether an intangible asset is impaired, it is necessary to calculate the value in use of the asset or the cash-generating unit. Calculation of value in use requires management to make estimates of future cash flows and determine an appropriate discount rate to calculate present value.

New standards effective for periods beginning on or after January 1, 2024

No changes in IFRS effective for the 2024 financial statements are relevant for this financial year.

No other IFRSs or IFRIC interpretations not yet effective are expected to have a significant impact on Serodus's financial statements.

Note 3 - Government grants

NOK

Group			Serodus AS	
2024	2023		2024	2023
5,172,313	5,056,666	Government grants	-	-
1,735,613	-	SkatteFUNN	1,687,631	-
6,907,926	5,056,666	Total grants	1,687,631	-

In 2023 and 2024 the Group applied to the Research Council of Norway for a grant under the "SkatteFUNN" scheme. The main objectives of the projects that were the subject of the grant application are the development of novel treatments for patients with diabetic kidney disease.

The Group received and recognized a payment of AUD 723,107 (NOK 5,105,135) in 2024 from the 2023 RDTI scheme in Australia. A SkatteFUNN payment (NOK 990 thousand) in Norway was received in 2024. The payment concerns an application for 2022 but was recognized at the date the payment was received in 2024. An application for NOK 746 thousand for 2023 was also received and recognized in 2024.

In 2025 applications for both RDTI (Australia) and SkatteFUNN (Norway) will be filed seeking a combined grant of approximately NOK 4.6 million.

Government grants are not recognized until they are received because of the uncertainty as to whether the Company's application will be fully approved.

Note 4 - Segments

The Group had no revenue from external customers in 2024.

The Group is regarded as a single unit, and there are therefore no separate segments.

Note 5 - Other operating expenses

NOK

Group			Serodus AS	
2024	2023		2024	2023
		<u>Project costs</u>		
14,170,713	16,405,724	Research and development ¹	1,121,009	6,048,943
(6,907,926)	(5,056,666)	SkatteFUNN - government grants ²	(1,687,631)	-
7,262,787	11,349,058		(566,622)	6,048,943
		<u>Other operating expenses</u>		
40,508	165,648	Travel expenses	37,769	51,057
451,584	417,767	Patents and licenses	451,584	417,767
4,291,401	8,121,293	Consultants	6,470,902	5,996,906
515,003	606,339	Other costs	275,645	366,168
5,298,497	9,311,047	Total other operating expenses	7,235,900	6,831,897
		<u>Remuneration of auditors</u>		
2024	2023		2024	2023
506,727	387,891	Audit	431,900	316,850
20,500	40,500	Certifications	20,500	40,500
7,500	17,867	Other services	7,500	17,867
534,727	446,258	Total, excl. VAT	459,900	375,217

¹ A substantial part of the Company's costs relate to research and development. Research and development costs have been recognized in the income statement in accordance with IFRS.

² See Note 3 for government grants.

Note 6 - Salaries and allowances

NOK

Group			Serodus AS	
2024	2023		2024	2023
2,929,848	2,763,198	Salaries and directors' fees	558,274	848,774
163,317	36,417	Social security tax	163,317	36,417
9,882	4,571	Pensions	-	-
1,976	1,150	Other salary-related payments	-	-
(126,882)	-	Refunds from SkatteFUNN (see Note 3)	(126,882)	-
2,978,140	2,805,336	Total	594,709	885,191

The Company has one Norwegian employee but no obligation to pay pension contributions for this employee. Pension contributions have been paid for Danish citizens employed in the Group.

Total remuneration of directors and management team

Recipient	Role	Description of the remuneration	2024	2023
Eva Steiness	CEO of Serodus ApS	Total	2,370,000	2,175,000
		- Salary	2,370,000	2,175,000
		- Other payments	-	-
Søren Elmann Ingerslev ¹	Chair	Total	-	-
		- Director's fee	-	-
Arnstein Gunnestad Endresen ²	CEO of Serodus AS	Total	250,000	225,962
		- Salary	250,000	225,962
		- Director's fee	-	-
Terri B. Sebree	Board member	Total	200,000	200,000
		- Director's fee	200,000	200,000
Viggo Gunnersen Harboe	Board member	Total	200,000	200,000
		- Director's fee	200,000	200,000
Lars Beck-Thomsen ³	Board member	Total	-	-
		- Director's fee	-	-
Total			3,020,000	2,800,962

Directors' fees

Recipient	Role	2024	2023
Søren Elmann Ingerslev ¹	Chair	-	-
Arnstein Gunnestad Endresen ²	Board member	-	-
Terri B. Sebree	Board member	200,000	200,000
Viggo Gunnersen Harboe	Board member	200,000	200,000
Lars Beck-Thomsen ³	Board member	-	-

¹ Remuneration for the Chair of the Board has been paid to Elmann Advokatpartnerselskab; see Note 15.

² CEO of Serodus AS from January 12, 2023, board member of Serodus ApS without remuneration from February 8, 2023.

³ Board member from June 2024. Remuneration for H2 2024 will be recognized in Q1 2025.

Note 7 - Intangible assets

Serodus AS

Licenses related to SER150 were written down to zero at December 31, 2022.

Group

Licenses related to SER150 were written down to zero at December 31, 2022.

Licenses related to SER130 were written down to zero at December 31, 2022.

The patent for SER140 has never been listed with any value.

Agreement with Evolva AG

In 2013, Serodus entered into an agreement with Evolva AG regarding rights for licenses for SER150.

For further information regarding the license agreement with Evolva AG, please see Note 17.

Agreement with Copenhagen University

In 2009, Serodus ApS (then Phlogo ApS) entered into an agreement with Copenhagen University regarding rights for licenses for SER130.

For further information regarding the license agreement with Copenhagen University, please see Note 17.

The patent for SER140 is held by Serodus ApS.

Note 8 - Financial items

NOK

Group			Serodus AS	
2024	2023		2024	2023
83,091	41,283	Total financial income	3,477,471	2,897,649
673,283	1,463,376	Interest income		
		Other financial income	998,405	1,770,132
756,375	1,504,658	Total financial income	4,475,876	4,667,781

Group			Serodus AS	
2024	2023		2024	2023
0	7	Total financial expenses	0	-
		Interest expenses		
		Impairment of shares in subsidiary	-	3,000,000
		Impairment of receivables from subsidiary	11,517,117	9,846,856
101,413	73,607	Other financial expenses	101,413	73,607
101,413	73,614	Total financial expenses	11,618,530	12,920,464

The Parent Company has financed operations in Serodus (AUS) Pty Ltd by granting a loan to the Company in 2024 and 2023. This loan was written down by NOK11,517,117 in 2024 and by NOK 9,846,856 in 2023 to zero, as Serodus Pty Ltd is currently unable to repay the loan.

Note 9 - Tax

NOK

Group			Serodus AS	
2024	2023		2024	2023
-	-	Taxes payable	-	-
-	-	Taxes SkatteFUNN	-	-
-	-	Change in deferred tax	-	-
-	-	Tax	-	-
Specification of temporary differences and deferred tax:				
2024	2023		2024	2023
(942,092)	(1,043,433)	Temporary differences	(77,906,702)	(66,490,926)
(239,389,802)	(234,663,373)	Tax loss carryforwards	(239,389,802)	(234,663,373)
(240,331,894)	(235,706,806)	Unrecognized deferred tax assets (Norway)	(317,296,504)	(301,154,299)
(73,695,506)	(61,700,569)	Unrecognized temporary differences related to subsidiaries		
(69,086,028)	(65,429,622)	Unrecognized deferred tax asset (22%)	(69,805,231)	(66,253,946)
Reconciliation of effective tax rate:				
2024	2023		2024	2023
(14,884,462)	(22,034,396)	Result before tax	(14,406,641)	(16,796,787)
(3,274,582)	(4,847,567)	Expected income tax (22%)	(3,169,461)	(3,695,293)
<i>Adjusted for the tax effect of the following items:</i>				
		Change in tax rate - calculation		
-		Taxes, SkatteFUNN	-	
(381,824)	660,000	Permanent differences	(381,824)	660,000
3,656,406	4,187,567	Change in unrecognized deferred tax assets	3,551,285	3,035,293
-	-	Tax	-	-

The Company believes there is no basis for the recognition of deferred tax assets because of uncertainty about future utilization of tax loss carryforwards.

Note 10 - Subsidiaries

NOK

Subsidiary	Country	Voting share	Acquisition cost	Book value	Fair value
Serodus ApS ¹	Denmark	100.00%	15,371,027	-	-
Serodus Pty Ltd.	Australia	100.00%	636	636	636

¹ The book value of the shares was written down to zero at December 21, 2024.

Note 11 - Receivables and prepayments

NOK

Group			Serodus AS	
2024	2023		2024	2023
19,871	158,444	VAT receivables	19,871	158,444
2,700,635	2,700,635	Raw materials ¹	2,700,635	2,700,635
2,863,576	3,562,560	Prepayments ²	42,333	65,344
5,584,082	6,421,639	Total other receivables	2,762,840	2,924,423

¹ Raw materials and other materials held in inventory until used in studies of SER150.

The materials are expensed when they are used in clinical trials.

² Prepaid costs represent prepayments made for a deposit to meet the pass-through cost generated at the CRO (Avance Clinical) in Australia.

Note 12 - Cash and cash equivalents

NOK

Group			Serodus AS	
2024	2023		2024	2023
14,601,918	23,302,979	Cash and bank deposits - unrestricted	9,133,235	19,486,702
113,486	113,486	Cash - restricted assets related to taxes withheld	113,486	113,486
14,715,404	23,416,465	Cash and cash equivalents in the statement of financial position	9,246,721	19,600,188

Note 13 - Share capital

NOK

	2024	2023
A shares, nominal value NOK 1	17,073,396	17,073,396
B shares, nominal value NOK 1	1,680,000	1,328,600
Total shares, nominal value NOK 1	18,753,396	18,401,996

All shares in the Company have equal voting rights.

In the event of an exit or recapitalization with distribution to shareholders, dividend distribution or other value distributed from the Company to shareholders, the amount raised through the B shares shall be repaid first. In all other respects, the class A shares and class B shares have equal rights.

A subsequent offering of B shares in February/March 2024 raised NOK 4.6 million.

The 20 largest shareholders at Dec. 31, 2024 are:

Shareholders	Number of A shares	Number of B shares	Percentage of capital
Viggo Harboe 2006 Holding ApS	9,125,080	830,000	53.08%
Beck	787,800	340,000	6.01%
Ursa Minor AS	828,413		4.42%
Beck-Thomsen	450,000	50,000	2.67%
Steiness	432,145	23,100	2.43%
Hansen	376,150	60,000	2.33%
Evolva AG	315,000		1.68%
Steiness	210,000	70,000	1.49%
CACEIS Bank	248,604		1.33%
UBS Switzerland AG	209,438		1.12%
Rolfs Holding AS	170,900		0.91%
MP Pensjon PK	169,607		0.90%
Ola Rustad AS	146,539		0.78%
Særvoll Holding AS	126,634	10,000	0.73%
Spar Kapital Investor AS	122,500		0.65%
Steiness	113,080		0.60%
Normann Hansen	100,000		0.53%
W-Service ApS	0	100,000	0.53%
Skeikampen Invest ApS	93,300		0.50%
Acadia Holding AS	91,324		0.49%
Total for the 20 largest shareholders	14,116,514	1,483,100	83.18%
Other shareholders	2,956,882	196,900	16.82%
Total number of shares	17,073,396	1,680,000	100.00%

Shares owned directly or indirectly by Board and management at Dec. 31, 2024.

Name	Role	Number of shares	Percentage of capital
Viggo G. Harboe	Board member	9,955,080	53.08%
Lars Beck-Thomsen	Board member	500,000	2.67%
Arnstein Gunnestad Endresen ¹	CEO	828,413	4.42%
Eva Steiness ²	CEO	455,245	2.43%
Henrik Mordhorst	CFO	7,500	0.04%
Daniel Capion	Business Dev.	25,000	0.13%
		11,771,238	62.77%

¹ Arnstein Gunnestad Endresen was appointed CEO of Serodus AS as of January 2023.

² Eva Steiness was CEO of Serodus AS in 2022. In January 2023 she changed position to CEO of Serodus ApS.

Financial management and management of all R&D activities were subsequently outsourced to Serodus ApS.

Note 14 - Financial risk management, objectives and guidelines

NOK

Categories of financial instruments

Category		Serodus AS			
		2024		2023	
		Book value	Fair value	Book value	Fair value
Financial assets:					
Trade accounts receivable	Loans and receivables	-	-	-	-
Other accounts receivable ¹	Loans and receivables	-	-	-	-
Cash and cash equivalents	Loans and receivables	9,246,721	9,246,721	19,600,188	19,600,188
Total financial assets		9,246,721	9,246,721	19,600,188	19,600,188
Financial liabilities:					
Accounts payable	Financial liabilities at amortized cost	1,657,052	1,657,052	1,758,062	1,758,062
Other liabilities ²	Financial liabilities at amortized cost	94,275	94,275	69,875	69,875
Total financial liabilities		1,751,327	1,751,327	1,827,936	1,827,936

Category		Group			
		2024		2023	
		Book value	Fair value	Book value	Fair value
Financial assets:					
Trade accounts receivable	Loans and receivables	-	-	-	-
Other accounts receivable ¹	Loans and receivables	-	-	-	-
Cash and cash equivalents	Loans and receivables	14,715,404	14,715,404	23,416,465	23,416,465
Total financial assets		14,715,404	14,715,404	23,416,465	23,416,465
Financial liabilities:					
Accounts payable	Financial liabilities at amortized cost	3,097,777	3,097,777	879,502	879,502
Other liabilities ²	Financial liabilities at amortized cost	183,327	183,327	236,030	236,030
Total financial liabilities		3,281,104	3,281,104	1,115,532	1,115,532

¹ VAT receivables and prepaid expenses are not included, as they are not considered financial assets.

² Accrued costs are not included, as they are not considered financial liabilities.

Financial risk management

The financial liabilities of the Company/Group consist primarily of other liabilities such as unpaid government charges and vacation pay due. The financial assets consist primarily of cash.

The Company/Group is exposed to market risk, credit risk and liquidity risk. Serodus AS's management monitors how these risks are being managed.

Market risk

Market risk is the risk that the fair value of future cash flows from a financial instrument will fluctuate due to changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk, and commodity price and other price risk. The financial assets and liabilities of the Company/Group have only limited exposure to these risks.

A) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows from a financial instrument will fluctuate due to changes in market prices. The Company/Group has no borrowings and is therefore not currently exposed to interest rate risk.

b) Currency risk

Currency risk is the risk that the fair value of future cash flows from a financial instrument will fluctuate due to changes in market prices. The Company/Group has some currency risks arising from foreign currency transactions. At year-end 2024, the Company/Group had trade payables in DKK, USD, AUD, SEK and EUR equivalent to NOK 2,863,576. If the respective exchange rates against NOK changed by +/-10%, the profit before tax would change by NOK +/-286,357.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in a financial loss for the Company. The Company/Group is mainly exposed to credit risk through deposits in banks. There are also receivables from VAT and grants. VAT receivables are included in the table below, even though, in accordance with IFRS 9, they do not represent financial assets.

NOK

The recognized value of financial assets represents the maximum credit exposure. The maximum exposure for credit risk at the reporting date was:

Company financial statements	2024	2023
Cash and cash equivalents	9,246,721	19,600,188
Receivables	-	-
Maximum credit exposure	9,246,721	19,600,188

The receivables are not due on the reporting dates.

Consolidated financial statements	2024	2023
Cash and cash equivalents	14,715,404	23,416,465
Receivables	-	-
Maximum credit exposure	14,715,404	23,416,465

Liquidity risk

The Company/Group manages the risk of lack of funding by continually monitoring the maturity of financial assets and liabilities and projected cash flows from operations. The possibility of further equity issues is an integral part of these assessments.

At the closing dates, the material financial commitments were trade payables and debt to related parties. At the end of 2023 and 2024, trade payables fell due for payment within three months of the respective reporting dates.

Capital management

An important objective in relation to capital management is ensuring that the Company/Group maintains an adequate capital structure to fund business development. The Company/Group considers its capital structure in light of current and projected cash flow, new business opportunities and the Company's financial obligations. To maintain or adjust the capital structure, the Company can issue new shares or sell assets to reduce its debt.

Market value of financial instruments

The book values of cash and cash equivalents, current financial receivables and trade receivables approximate fair value because of the short maturity.

Note 15 - Related parties

NOK

Services purchased from	Description of the service	2024	2023
Elmann Advokatpartnerselskab ¹	Legal fees	201,925	298,556

¹ The amounts above include remuneration for the role as Chairman of the Board.
Søren Elmann Ingerstev is a partner in Elmann Advokatpartnerselskab.

Note 16 - Other current liabilities

NOK

Group			Serodus AS	
2024	2023		2024	2023
148,065	203,717	Unpaid government charges	59,013	37,562
161,010	722,761	Accrued costs	4,556	604,556
35,262	32,313	Other current liabilities	35,262	32,313
344,336	958,791	Total other current liabilities	98,831	674,431

Note 17 - Contingent liabilities

In 2013, Serodus ASA entered into a license agreement with Evolva AG concerning the exclusive licensing of SER 150. The agreement was amended in 2015, 2020 and 2023. Serodus, or one or more third parties that have obtained a sublicense agreement, shall under certain circumstances pay Evolva royalties at predetermined percentages depending on the level of sublicense income. The effective payment of such royalties to Evolva can, however, be delayed until Serodus has received effective payment of sufficient income to meet Serodus' payments obligations to Evolva. No triggering events have occurred as of December 31, 2024 and no liabilities were recognized at December 31, 2024.

In 2009, SER130 was licensed by Serodus ApS from Copenhagen University with the obligation of maintaining the patent, which has been done. Serodus is obliged to pay a predetermined royalty to Copenhagen University if Serodus generates sales of any products from the license. No triggering events have occurred as of December 31, 2024 and no liabilities were recognized at December 31, 2024.

The patent for SER140 is owned by Serodus ApS and is maintained.

Note 18 - Events after the closing date

A credit facility of DKK 8.8 million (approx. NOK 13.9 million) was secured in February 2025.

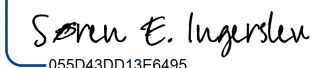
There have been no other significant events since the closing of the accounts on December 31, 2024.

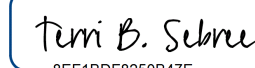
Responsibility statement

We confirm, to the best of our knowledge, that the financial statements for the year 2024 have been prepared in accordance with relevant accounting and reporting standards, and give a true and fair view of the assets, liabilities, financial position and results of operations for the Company and the Group as a whole. We also confirm that the Board of Directors' report includes a true and fair review of the development and performance of the business and the position of the Company and the Group, and a description of the main risks and uncertainties facing the Company and the Group.

Oslo, March 10, 2025

Board of Directors, Serodus AS

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Søren Elmann Ingerslev
 Chair of the Board

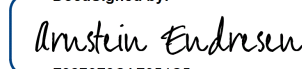
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Terri Sebree
 Board member

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Viggo Gunnarsen Harboe
 Board member

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Lars Beck-Thomsen
 Board member

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**Arnstein Gunnestad
 Endresen**
 CEO