

## **JDA Software Denmark A/S**

Strandvejen 60

2900 Hellerup

Central Business Registration No

15734345

## **Annual report 2018**

The Annual General Meeting adopted the annual report on 15.05.2019

### **Chairman of the General Meeting**

---

Name: Casper Carl Jakobsen

# Contents

	<b><u>Page</u></b>
Entity details	1
Statement by Management on the annual report	2
Independent auditor's report	3
Management commentary	6
Income statement for 2018	7
Balance sheet at 31.12.2018	8
Statement of changes in equity for 2018	10
Notes	11
Accounting policies	14

## Entity details

### Entity

JDA Software Denmark A/S  
Strandvejen 60  
2900 Hellerup

Central Business Registration No: 15734345  
Registered in: Gentofte  
Financial year: 01.01.2018 - 31.12.2018

### Board of Directors

Daniel James Maynard, Chairman  
Dawn Michele Heep  
Martin Tanti Felli

### Executive Board

Dawn Michele Heep

### Auditors

Deloitte Statsautoriseret Revisionspartnerselskab  
Weidekampsgade 6  
P.O. Box 1600  
0900 Copenhagen C

## Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of JDA Software Denmark A/S for the financial year 01.01.2018 - 31.12.2018.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018.

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.

Hellerup, 15.05.2019

### Executive Board

Dawn Michele Heep

### Board of Directors

Daniel James Maynard  
Chairman

Dawn Michele Heep

Martin Tanti Felli

# Independent auditor's report

## To the shareholder of JDA Software Denmark A/S

### Opinion

We have audited the financial statements of JDA Software Denmark A/S for the financial year 01.01.2018 - 31.12.2018, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018 in accordance with 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 Entity in accordance with the International Ethics Standards Board of Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 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 Entity'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 Management either intends to liquidate the Entity 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:

## Independent auditor's report

- 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**

Management 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.

## Independent auditor's report

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, 15.05.2019

### **Deloitte**

Statsautoriseret Revisionspartnerselskab  
Central Business Registration No: 33963556

Jan Larsen  
State Authorised Public Accountant  
Identification number (MNE) mne16541

## Management commentary

### Primary activities

The object of the Company is to carry on IT business, including development and sale of software, and to own other enterprises and companies with the same objects or parts of such enterprises and companies as well as all activities related to that.

### Development in activities and finances

JDA Software Denmark A/S realised revenue of DKK 2,965 thousand in 2018, which is a decrease of DKK 1,754 thousand compared to 2017.

The profit before tax amounts to DKK 760 thousand, which Management considers satisfactory.

In 2019, the Company plans to reduce the contributed capital from DKK 21,971 thousand to DKK 500 thousand. The capital reduction will be offset against negative earnings and distributed as dividend to the shareholder.

### Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

## Income statement for 2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Revenue		2.965.308	4.718.634
Other operating income		9.463.917	6.472.806
Cost of sales		(464.329)	(329.162)
Other external expenses		<u>(1.047.309)</u>	<u>(1.124.277)</u>
<b>Gross profit/loss</b>		<b>10.917.587</b>	<b>9.738.001</b>
Staff costs	1	(10.244.411)	(9.440.511)
Depreciation, amortisation and impairment losses	2	<u>(52.406)</u>	<u>(16.183)</u>
<b>Operating profit/loss</b>		<b>620.770</b>	<b>281.307</b>
Other financial income	3	177.159	281.781
Other financial expenses	4	<u>(37.809)</u>	<u>(16.744)</u>
<b>Profit/loss before tax</b>		<b>760.120</b>	<b>546.344</b>
Tax on profit/loss for the year	5	<u>(175.053)</u>	<u>473.396</u>
<b>Profit/loss for the year</b>		<b>585.067</b>	<b>1.019.740</b>
<b>Proposed distribution of profit/loss</b>			
Retained earnings		<u>585.067</u>	<u>1.019.740</u>
		<b>585.067</b>	<b>1.019.740</b>

## Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Other fixtures and fittings, tools and equipment		237.845	194.825
<b>Property, plant and equipment</b>	6	<b><u>237.845</u></b>	<b><u>194.825</u></b>
Deposits		62.560	58.206
Deferred tax		521.676	570.512
<b>Fixed asset investments</b>		<b><u>584.236</u></b>	<b><u>628.718</u></b>
<b>Fixed assets</b>		<b><u>822.081</u></b>	<b><u>823.543</u></b>
Trade receivables		504.926	8.275
Receivables from group enterprises		19.970.857	21.041.549
Deferred tax		134.005	260.222
Other receivables		0	95.875
Prepayments		117.495	120.724
<b>Receivables</b>		<b><u>20.727.283</u></b>	<b><u>21.526.645</u></b>
<b>Cash</b>		<b><u>596.098</u></b>	<b><u>802.779</u></b>
<b>Current assets</b>		<b><u>21.323.381</u></b>	<b><u>22.329.424</u></b>
<b>Assets</b>		<b><u>22.145.462</u></b>	<b><u>23.152.967</u></b>

## Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Contributed capital	7	21.971.059	38.468.792
Retained earnings		(5.034.551)	(22.117.351)
<b>Equity</b>		<b><u>16.936.508</u></b>	<b><u>16.351.441</u></b>
Prepayments received from customers		184.425	178.829
Trade payables		242.137	436.499
Payables to group enterprises		1.461.643	3.482.857
Other payables	8	3.320.749	2.703.341
<b>Current liabilities other than provisions</b>		<b><u>5.208.954</u></b>	<b><u>6.801.526</u></b>
<b>Liabilities other than provisions</b>		<b><u>5.208.954</u></b>	<b><u>6.801.526</u></b>
<b>Equity and liabilities</b>		<b><u>22.145.462</u></b>	<b><u>23.152.967</u></b>
Unrecognised rental and lease commitments	9		
Contingent assets	10		
Contingent liabilities	11		
Mortgages and securities	12		
Group relations	13		

## Statement of changes in equity for 2018

	<b>Contributed capital DKK</b>	<b>Retained earnings DKK</b>	<b>Total DKK</b>
	<u>DKK</u>	<u>DKK</u>	<u>DKK</u>
Equity beginning of year	38.468.792	(22.117.351)	16.351.441
Decrease of capital	(16.497.733)	16.497.733	0
Extraordinary dividend paid	0	(16.497.733)	(16.497.733)
Other equity postings	0	16.497.733	16.497.733
Profit/loss for the year	<u>0</u>	<u>585.067</u>	<u>585.067</u>
<b>Equity end of year</b>	<b><u>21.971.059</u></b>	<b><u>(5.034.551)</u></b>	<b><u>16.936.508</u></b>

Due to a misunderstanding, the Company distributed an extraordinary dividend of DKK 16,497,733 in connection with a decrease of the contributed capital in a situation in which retained earnings were negative.

The shareholder has repaid the distributed amount including interest in 2019, calculated in accordance with section 233 of the Danish Companies Act.

In the financial statements, the dividend has been recognised as receivables from group enterprises and, in the above statement, the dividend has recognised as other equity postings.

## Notes

	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>1. Staff costs</b>		
Wages and salaries	8.810.541	7.882.504
Pension costs	566.068	517.513
Other social security costs	75.902	44.347
Other staff costs	791.900	996.147
	<b>10.244.411</b>	<b>9.440.511</b>
Average number of employees	<b>6</b>	<b>6</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>2. Depreciation, amortisation and impairment losses</b>		
Depreciation of property, plant and equipment	52.406	16.183
	<b>52.406</b>	<b>16.183</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>3. Other financial income</b>		
Financial income arising from group enterprises	177.159	0
Exchange rate adjustments	0	281.781
	<b>177.159</b>	<b>281.781</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>4. Other financial expenses</b>		
Interest expenses	15.171	16.744
Exchange rate adjustments	22.638	0
	<b>37.809</b>	<b>16.744</b>
	<b>2018</b>	<b>2017</b>
	<b>DKK</b>	<b>DKK</b>
<b>5. Tax on profit/loss for the year</b>		
Change in deferred tax for the year	175.053	(350.739)
Adjustment concerning previous years	0	(122.657)
	<b>175.053</b>	<b>(473.396)</b>

## Notes

	<b>Other fixtures and fittings, tools and equipment DKK</b>
<b>6. Property, plant and equipment</b>	
Cost beginning of year	226.529
Additions	95.426
<b>Cost end of year</b>	<b>321.955</b>
Depreciation and impairment losses beginning of the year	(31.704)
Depreciation for the year	(52.406)
<b>Depreciation and impairment losses end of the year</b>	<b>(84.110)</b>
<b>Carrying amount end of year</b>	<b>237.845</b>

	<b>Number</b>	<b>Par value DKK</b>	<b>Nominal value DKK</b>
<b>7. Contributed capital</b>			
Ordinary shares	21.971.059	1	21.971.059
	<b>21.971.059</b>		<b>21.971.059</b>

On 23.11.2018, the contributed capital was reduced by DKK 16,497,733. No other changes have been made in the contributed capital for the past five years.

	<b>2018 DKK</b>	<b>2017 DKK</b>
<b>8. Other payables</b>		
Wages and salaries, personal income taxes, social security costs, etc payable	3.313.722	2.703.341
Other costs payable	7.027	0
	<b>3.320.749</b>	<b>2.703.341</b>
	<b>2018 DKK</b>	<b>2017 DKK</b>
<b>9. Unrecognised rental and lease commitments</b>		
Hereof liabilities under rental or lease agreements until maturity in total	<b>344.000</b>	<b>320.000</b>

## Notes

### **10. Contingent assets**

The Company has a contingent asset of DKK 13,194 thousand that is not recognised in the financial statements. The contingent asset consists of tax loss carryforwards.

### **11. Contingent liabilities**

The Company has no contingent liabilities.

### **12. Mortgages and securities**

The Company has no collateral or pledges.

### **13. Group relations**

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

JDA Software Denmark A/S are included in the consolidated financial statements of RedPrairie Holding Inc., whose registered address is, 20700 Swenson Drive, Waukesha, WI 53186, United States of America.

## Accounting policies

### Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C enterprises.

The accounting policies applied to these financial statements are consistent with those applied last year.

### 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 Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

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

### Foreign currency translation

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 income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

### Income statement

#### Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

#### Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities, including management fee income etc.

## Accounting policies

### Cost of sales

Cost of sales comprises costs related to contractors.

### Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

### Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

### Depreciation, amortisation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

### Other financial income

Other financial income comprises net capital or exchange gains on payables and transactions in foreign currencies, etc.

### Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, bank fees, and net capital or exchange losses on payables and transactions in foreign currencies, etc.

### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

### Balance sheet

#### Property, plant and equipment

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

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

## Accounting policies

Other fixtures and fittings, tools and equipment

3-5 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

### Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

### Receivables

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

### Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

### Cash

Cash comprises bank deposits.

### Other financial liabilities

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

### Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.