



TRAVEL POOL EUROPE F.M.B.A.

Vermundsgade 38 A, 1. th
2100 Copenhagen Ø
CVR No. 15753498

Annual report 2022

The Annual General Meeting adopted the
annual report on 30.05.2023

Søren Schødt

Chairman of the General Meeting

Contents

Entity details	2
Statement by Management	3
Independent auditor's report	4
Management commentary	7
Income statement for 2022	9
Balance sheet at 31.12.2022	10
Statement of changes in equity for 2022	12
Notes	13
Accounting policies	16

Entity details

Entity

TRAVEL POOL EUROPE F.M.B.A.

Vermundsgade 38 A, 1. th

2100 Copenhagen Ø

Business Registration No.: 15753498

Registered office: Copenhagen

Financial year: 01.01.2022 - 31.12.2022

Board of Directors

Mikael Koch Jensen, Chairman

Lasse Haakonsson

Henrik Feldborg Rüz

Henrik Deneke

Lars Johan Frahm

Brian Mogensen

Executive Board

Søren Schødt, Chief Executive Officer

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of TRAVEL POOL EUROPE F.M.B.A. for the financial year 01.01.2022 - 31.12.2022.

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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022.

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

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

Copenhagen, 08.05.2023

Executive Board

Søren Schødt

Chief Executive Officer

Board of Directors

Mikael Koch Jensen

Chairman

Lasse Haakonsson

Henrik Feldborg Rüz

Henrik Deneke

Lars Johan Frahm

Brian Mogensen

Independent auditor's report

To the shareholders of TRAVEL POOL EUROPE F.M.B.A.

Opinion

We have audited the financial statements of TRAVEL POOL EUROPE F.M.B.A. for the financial year 01.01.2022 - 31.12.2022, 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 31.12.2022 and of the results of its operations for the financial year 01.01.2022 - 31.12.2022 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 for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's 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:

- 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.

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, 08.05.2023

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Hans Tauby

State Authorised Public Accountant
Identification No (MNE) mne44339

Management commentary

Primary activities

TravelpoolEurope (TPE) is a member-owned association whose primary business area is to represent our members' interests in relation to purchasing and managing business travel, as if TPE was a part of the company's own functions.

In the financial year the association has handled purchase and administration of travel and transportation services for the amount of 691 million DKK compared to last financial year's 380 million DKK, which is an increase of 82%. This increase is primarily due to Covid-19 pandemic in 2021, which have had a huge impact on the global business travel. This financial year the number of transactions was 925,546 compared to 606,762 last year, an increase of 53%.

This financial year the association has had an influx of new members which ensures growth in the strategic focus areas – international travel set-up and increases in travel expense management activities.

The main part of the association's activities in this time period were based in Europe and USA. The association now has activities in 41 countries in total, and this means the association can provide services to member companies in all significant business markets.

The Covid 19 pandemic have still had an impact on this year's result. Activities in TPE have still been low in the beginning of 2022 because of the pandemic. So the focus through 2022 besides delivering TPE's services in a complex environment, have been to avoid loss and secure knowledge base and key staff members. TPE have during the year upgraded our product delivery, to ensure that the association on the other side of the pandemic will stand stronger.

In cooperation with Member companies new ESG reporting, and measurements have been established, so TPE now can support our Members with their effort to drive individual ESG goals for sustainability, social and management efforts.

TPE have increased the numbers of new Members, who have selected TPE for our Membership and outsourcing model, which create savings and benefits to the whole organisation through global outsourcing of non core services.

It is the management's view that all significant data needed for assessment of the association's financial position, the year's result and the financial development is evident from the annual accounts as well as the management's review.

Development in activities and finances

As in 2020 and 2021, TPE has in the beginning of 2022 been hit, along with everyone else in the global travel business, by shutdowns and lack of desire to travel due to Covid-19. From April/May 2022 TPE saw the volumes increasing.

The association achieved a result of 37 thousand DKK compared to minus 1,960 thousand DKK the year before, and the association's total equity was on the day of inventory minus 5,591 thousand DKK. The association still has at its disposal prepayments of the members.

The effect of Covid-19, which have led to a reduction in activities. The association has also received 1,040 thousand DKK. in compensation packages from the Danish state.

The association exits the financial year with plus 1,990 thousand DKK in EBITDA compared to minus 356 thousand DKK in 2021.

TPE's management find the result for the year satisfactory, expected in light of Covid 19's effect, on the beginning of the year, in the global travel industry.

A number of new member companies or members with new countries have joined the association during the year. The association's end-to-end solution where association deliver strong competitive global travel purchasing, and a complete web-based administration are integrated into a complete solution which in particular provide the member companies with substantial economic advantages.

Member satisfaction with the association remains at a stable high level.

Uncertainty relating to recognition and measurement

There is no uncertainty relating to recognition and measurement.

Outlook

The objective of the association is to be Europe's best Shared Service Centre for travel solutions with global delivery. It is the management's assessment that there continues to be increasing requirements for expertise as well as effective and resource-saving administrative solutions. Therefore, the association expects a continued increase in demand for savings and efficiency improvements in the travel area, which is the core competence of the association, and continued accession of new members is expected as well as increased global activities for existing member companies.

With a clear improvement in travel activity we expect a plus result in 2023. TPE have during 2022 taken needed actions to be prepared for a slow start of the global travel business, and have planned for a full return to 2019 numbers in 2024.

We still expect the equity to be re-established within the next 4-6 years, which will be driven via activity increase with existing members and growth from of new members .

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 2022

	Notes	2022 DKK	2021 DKK
Gross profit/loss	2	17,876,157	10,678,123
Staff costs	3	(15,686,949)	(11,034,434)
Depreciation, amortisation and impairment losses	4	(1,426,597)	(1,219,303)
Operating profit/loss		762,611	(1,575,614)
Other financial income	5	68,110	57,488
Other financial expenses	6	(793,190)	(441,867)
Profit/loss for the year		37,531	(1,959,993)
Proposed distribution of profit and loss			
Retained earnings		37,531	(1,959,993)
Proposed distribution of profit and loss		37,531	(1,959,993)

Balance sheet at 31.12.2022

Assets

	Notes	2022 DKK	2021 DKK
Completed development projects	8	10,328,740	8,410,434
Development projects in progress	8	24,300	2,108,916
Intangible assets	7	10,353,040	10,519,350
Other fixtures and fittings, tools and equipment		62,473	83,225
Leasehold improvements		0	4,790
Property, plant and equipment	9	62,473	88,015
Fixed assets		10,415,513	10,607,365
Trade receivables		66,801,663	48,359,765
Other receivables		6,950,275	5,267,577
Prepayments		1,170,050	601,644
Receivables		74,921,988	54,228,986
Cash		10,370,995	13,988,004
Current assets		85,292,983	68,216,990
Assets		95,708,496	78,824,355

Equity and liabilities

	Notes	2022 DKK	2021 DKK
Reserve for development expenditure		8,075,372	8,205,516
Retained earnings		(13,666,602)	(13,834,277)
Equity		(5,591,230)	(5,628,761)
Other payables		1,587,600	1,613,437
Non-current liabilities other than provisions	10	1,587,600	1,613,437
Prepayments received from customers		23,734,337	20,951,300
Trade payables		60,996,988	47,476,290
Other payables	11	11,069,735	10,670,167
Deferred income		3,911,066	3,741,922
Current liabilities other than provisions		99,712,126	82,839,679
Liabilities other than provisions		101,299,726	84,453,116
Equity and liabilities		95,708,496	78,824,355
Going concern	1		
Unrecognised rental and lease commitments	12		

Statement of changes in equity for 2022

	Reserve for development expenditure DKK	Retained earnings DKK	Total DKK
Equity beginning of year	8,205,516	(13,834,277)	(5,628,761)
Transfer to reserves	(130,144)	130,144	0
Profit/loss for the year	0	37,531	37,531
Equity end of year	8,075,372	(13,666,602)	(5,591,230)

Notes

1 Going concern

The Covid 19 pandemic has almost released most of the world and the impact on 2022 have been medium, because we was ready. In 2023, we expect that the pandemic will be insignificant. TPE have used the pandemic to focus on optimized upgraded our product delivery, to ensure that the association on the other side of the pandemic will stand stronger.

The revenue has been 66% higher in 2022 than 2021.

In the financial year TPE has handled sourcing and administration of travel and transportation services for the amount of 691 million DKK compared to 2021 financial year's 380 million DKK, which is an increase of 82 %. This financial year the number of transactions was 925,546 compared to 606,762 in 2021.

TPE Management assesses, that the TPE still stands on a solid foundation with huge backing from its members and have get new members. Managements also expect that the TPE in 2023 will increase the turnover and end 2023 about 21% higher than 2022. Management expects that prepayments from its members continue to be at TPE's disposal to secure a sufficient cashflow to support the operation.

The activity level from January 2023 until the signing of the annual report shows a turnover on level with budget and lot better than 2022. The result is better than the budget and lot better than last year. The cash position is also better than last year.

Based on our assessment of the associations financial condition and the actions has being taken to address potential risks and uncertainties, we are confident that TravelpoolEurope is a going concern and will continue to operate in the near future.

2 Gross profit/loss

Unusual circumstances are income and expenses that are special due to their size and nature. The association has for the financial year received a total compensation of DKK 1,040 thousand from the COVID-19 compensation packages. The compensation comprise compensation of salary of DKK 1,040 thousand.

The received compensation is recognised under other operating income.

3 Staff costs

	2022	2021
	DKK	DKK
Wages and salaries	13,265,918	9,074,982
Pension costs	1,657,610	1,270,675
Other social security costs	763,421	688,777
	15,686,949	11,034,434
Average number of full-time employees	28	22

4 Depreciation, amortisation and impairment losses

	2022 DKK	2021 DKK
Amortisation of intangible assets	1,401,055	1,146,122
Depreciation of property, plant and equipment	25,542	73,181
	1,426,597	1,219,303

5 Other financial income

	2022 DKK	2021 DKK
Other interest income	57,310	47
Exchange rate adjustments	10,800	56,271
Other financial income	0	1,170
	68,110	57,488

6 Other financial expenses

	2022 DKK	2021 DKK
Other interest expenses	338,699	106,636
Exchange rate adjustments	129,577	85,165
Other financial expenses	324,914	250,066
	793,190	441,867

7 Intangible assets

	Completed development projects DKK	Development projects in progress DKK
Cost beginning of year	13,121,093	2,108,916
Transfers	2,580,415	(2,580,415)
Additions	738,946	495,799
Cost end of year	16,440,454	24,300
Amortisation and impairment losses beginning of year	(4,710,659)	0
Amortisation for the year	(1,401,055)	0
Amortisation and impairment losses end of year	(6,111,714)	0
Carrying amount end of year	10,328,740	24,300

8 Development projects

Development projects concern improvement of the association's IT solutions and are supposed to increase the association's activities and earnings.

Consequently, the developments projects have been capitalised.

9 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost beginning of year	1,941,301	613,156
Cost end of year	1,941,301	613,156
Depreciation and impairment losses beginning of year	(1,858,076)	(608,366)
Depreciation for the year	(20,752)	(4,790)
Depreciation and impairment losses end of year	(1,878,828)	(613,156)
Carrying amount end of year	62,473	0

10 Non-current liabilities other than provisions

	Due after more than 12 months 2022 DKK	Outstanding after 5 years 2022 DKK
Other payables	1,587,600	1,587,600
	1,587,600	1,587,600

11 Other payables

	2022 DKK	2021 DKK
VAT and duties	4,325,649	5,735,348
Wages and salaries, personal income taxes, social security costs, etc. payable	762,123	2,072,582
Holiday pay obligation	722,906	644,185
Other costs payable	5,259,057	2,218,052
	11,069,735	10,670,167

12 Unrecognised rental and lease commitments

	2022 DKK	2021 DKK
Liabilities under rental or lease agreements until maturity in total	318,527	305,224

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 a few provisions for reporting class C.

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.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, changes in inventories of finished goods and work in progress, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

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.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for distribution, sale, marketing, administration, premises, bad debts etc.

Staff costs

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

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and property, plant and equipment.

Other financial income

Other financial income comprises interest income and realised and unrealised capital gains on transactions in foreign currencies.

Other financial expenses

Other financial expenses comprise interest expenses and realised and unrealised capital losses on transactions in foreign currencies.

Balance sheet**Intellectual property rights etc.**

Intellectual property rights etc. comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity in the reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Indirect production costs in the form of indirectly attributable staff costs and amortisation of intangible assets and depreciation of property, plant and equipment used in the development process are recognised in cost based on time spent on each project.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

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:

	Useful life
Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	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.

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 cash in hand and 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.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.