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# ***Textminded A/S***

Sønderhøj 3, DK-8260 Viby J

## **Annual Report for 1 January - 31 December 2017**

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CVR No 18 30 26 91

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
20/4 2018

Britta Aagaard  
Chairman



**pwc**

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# Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Textminded A/S for the financial year 1 January - 31 December 2017.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2017 of the Company and of the results of the Company operations for 2017.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Viby J, 20 April 2018

## Executive Board

Britta Aagaard

## Board of Directors

Jan Patrik Attemark  
Chairman

Carina Veronica Vibenius

Elisabeth Kerstin Olsson  
Cardoso Da Silva

Pär Gunnar Nordlander

# Independent Auditor's Report

To the Shareholder of Textminded A/S

## Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2017 and of the results of the Company's operations for the financial year 1 January - 31 December 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Textminded A/S for the financial year 1 January - 31 December 2017, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

## Basis for opinion

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

## Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financials Statements Act.

Based on the work we have performed, in our view, Management's Review 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 in Management's Review.

## 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 misstate-

# Independent Auditor's Report

ment, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

## **Auditor's responsibilities for the audit of the Financial Statements**

Our objectives are to obtain reasonable assurance 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 Company'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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events

# Independent Auditor's Report

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.

Aarhus, 20 April 2018

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Henrik Trangeled Kristensen  
State Authorised Public Accountant  
mne23333

Thomas Nørgaard Christensen  
State Authorised Public Accountant  
mne40048

## Company Information

### **The Company**

Textminded A/S  
Sønderhøj 3  
DK-8260 Viby J

CVR No: 18 30 26 91

Financial period: 1 January - 31 December

Municipality of reg. office: Aarhus

### **Board of Directors**

Jan Patrik Attemark, Chairman  
Carina Veronica Vibenius  
Elisabeth Kerstin Olsson Cardoso Da Silva  
Pär Gunnar Nordlander

### **Executive Board**

Britta Aagaard

### **Auditors**

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Nobelparken  
Jens Chr. Skous Vej 1  
DK-8000 Aarhus C

# Management's Review

## Key activities

The Company's activities consist of development and integration of communication solutions, advice regarding localization and internationalization of texts and software, translation into more than 40 languages, text consolidation, optimization and rationalization of work processes, terminology management, graphic production and interpretation.

## Development in the year

The income statement of the Company for 2017 shows a profit of DKK 310,886, and at 31 December 2017 the balance sheet of the Company shows equity of DKK 16,234,651.

The financial year 2017 reflects some strategic important events, most importantly that the Company has been acquired by Semantix Group AB as of 1 June 2017. The transaction will have significant positive effect on the common business platform. Further, it reflects the Company's own acquisition of Interpen Translation A/S, and the following merger with Interpen Translation A/S as of the beginning of this financial year. While the closing of the Interpen office has resulted in extraordinary costs in 2017, the merger will affect the Company positively on a forward going basis. At the same time the Company has developed a proprietary software, both client facing and productivity enhancing, in order to obtain strategic and competitive advantages.



## Income Statement 1 January - 31 December

	Note	2017 DKK	2016 DKK
<b>Gross profit/loss</b>		<b>38,123,909</b>	<b>33,516,364</b>
Staff expenses	2	-34,644,575	-24,102,522
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-2,207,830	-485,991
<b>Profit/loss before financial income and expenses</b>		<b>1,271,504</b>	<b>8,927,851</b>
Financial income		159,783	272,717
Financial expenses	3	-259,626	-132,850
<b>Profit/loss before tax</b>		<b>1,171,661</b>	<b>9,067,718</b>
Tax on profit/loss for the year	4	-860,775	-2,065,584
<b>Net profit/loss for the year</b>		<b>310,886</b>	<b>7,002,134</b>

## Distribution of profit

### Proposed distribution of profit

Extraordinary dividend paid	0	3,500,000
Retained earnings	310,886	3,502,134
	<b>310,886</b>	<b>7,002,134</b>

# Balance Sheet 31 December

## Assets

	Note	2017 DKK	2016 DKK
Completed development projects		2,108,035	364,221
Acquired trademarks		178,665	267,998
Goodwill		4,285,714	0
Development projects in progress		3,197,147	3,025,470
<b>Intangible assets</b>	5	<b>9,769,561</b>	<b>3,657,689</b>
Other fixtures and fittings, tools and equipment		167,442	196,307
Leasehold improvements		257,094	451
<b>Property, plant and equipment</b>	6	<b>424,536</b>	<b>196,758</b>
Investments in subsidiaries	7	1,239,085	441,211
Deposits		695,261	699,750
<b>Fixed asset investments</b>		<b>1,934,346</b>	<b>1,140,961</b>
<b>Fixed assets</b>		<b>12,128,443</b>	<b>4,995,408</b>
Trade receivables		25,553,999	22,213,434
Contract work in progress		1,236,262	1,310,601
Receivables from group enterprises		0	1,382,921
Receivables from associates		0	1,506,505
Other receivables		17,831	31,162
Corporation tax		679,444	0
Prepayments		626,684	199,108
<b>Receivables</b>		<b>28,114,220</b>	<b>26,643,731</b>
<b>Cash at bank and in hand</b>		<b>3,579,466</b>	<b>1,201,677</b>
<b>Current assets</b>		<b>31,693,686</b>	<b>27,845,408</b>
<b>Assets</b>		<b>43,822,129</b>	<b>32,840,816</b>

# Balance Sheet 31 December

## Liabilities and equity

	Note	2017 DKK	2016 DKK
Share capital		1,000,000	1,000,000
Reserve for development costs		5,305,182	3,389,691
Retained earnings		9,929,469	11,534,074
<b>Equity</b>	<b>8</b>	<b>16,234,651</b>	<b>15,923,765</b>
Provision for deferred tax		1,068,888	703,000
<b>Provisions</b>		<b>1,068,888</b>	<b>703,000</b>
Credit institutions		0	973,122
Prepayments received from customers		749,795	395,506
Trade payables		13,918,489	8,751,854
Payables to group enterprises		1,267,572	97,678
Corporation tax		0	886,022
Other payables		10,582,734	5,109,869
<b>Short-term debt</b>		<b>26,518,590</b>	<b>16,214,051</b>
<b>Debt</b>		<b>26,518,590</b>	<b>16,214,051</b>
<b>Liabilities and equity</b>		<b>43,822,129</b>	<b>32,840,816</b>
Subsequent events	1		
Key activities			
Contingent assets, liabilities and other financial obligations	9		
Related parties	10		
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## Statement of Changes in Equity

	Share capital	Reserve for development costs	Retained earnings	Total
	<u>DKK</u>	<u>DKK</u>	<u>DKK</u>	<u>DKK</u>
Equity at 1 January	1,000,000	3,389,691	11,534,074	15,923,765
Development costs for the year	0	1,915,491	-1,915,491	0
Net profit/loss for the year	<u>0</u>	<u>0</u>	<u>310,886</u>	<u>310,886</u>
<b>Equity at 31 December</b>	<b><u>1,000,000</u></b>	<b><u>5,305,182</u></b>	<b><u>9,929,469</u></b>	<b><u>16,234,651</u></b>

# Notes to the Financial Statements

## 1 Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

	<u>2017</u> DKK	<u>2016</u> DKK
<b>2 Staff expenses</b>		
Wages and salaries	31,662,963	22,228,777
Pensions	2,433,475	1,465,394
Other social security expenses	548,137	408,351
	<u><b>34,644,575</b></u>	<u><b>24,102,522</b></u>
<b>Average number of employees</b>	<u><b>70</b></u>	<u><b>49</b></u>

## 3 Financial expenses

Interest paid to group enterprises	66,799	0
Other financial expenses	192,827	132,850
	<u><b>259,626</b></u>	<u><b>132,850</b></u>

## 4 Tax on profit/loss for the year

Current tax for the year	496,270	1,410,022
Deferred tax for the year	446,310	643,000
Adjustment of tax concerning previous years	-1,383	12,562
Adjustment of deferred tax concerning previous years	-80,422	0
	<u><b>860,775</b></u>	<u><b>2,065,584</b></u>

## Notes to the Financial Statements

### 5 Intangible assets

	Completed development projects	Acquired trade- marks	Goodwill	Development projects in progress
	DKK	DKK	DKK	DKK
Cost at 1 January	819,495	446,664	0	3,025,470
Additions for the year	0	0	5,000,000	3,197,147
Transfers for the year	3,025,470	0	0	-3,025,470
Cost at 31 December	<u>3,844,965</u>	<u>446,664</u>	<u>5,000,000</u>	<u>3,197,147</u>
Impairment losses and amortisation at 1 January	455,275	178,666	0	0
Impairment losses for the year	0	89,333	0	0
Amortisation for the year	1,281,655	0	714,286	0
Impairment losses and amortisation at 31 December	<u>1,736,930</u>	<u>267,999</u>	<u>714,286</u>	<u>0</u>
<b>Carrying amount at 31 December</b>	<b><u>2,108,035</u></b>	<b><u>178,665</u></b>	<b><u>4,285,714</u></b>	<b><u>3,197,147</u></b>
Amortised over	<u>3 years</u>	<u>5 years</u>	<u>7 years</u>	

The Development projects in progress consist of a new developed system for their customers to better interact with the Company.

The completed development projects consist of a new system used internally in the Company to better serve their customers.

# Notes to the Financial Statements

## 6 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK	Leasehold improvements DKK
Cost at 1 January	3,606,063	405,269
Net effect from merger and acquisition	74,829	0
Additions for the year	224,077	352,809
Disposals for the year	-105,917	0
Cost at 31 December	<u>3,799,052</u>	<u>758,078</u>
Impairment losses and depreciation at 1 January	3,409,756	404,818
Net effect from merger and acquisition	10,393	0
Depreciation for the year	81,320	96,166
Impairment and depreciation of sold assets for the year	130,141	0
Impairment losses and depreciation at 31 December	<u>3,631,610</u>	<u>500,984</u>
<b>Carrying amount at 31 December</b>	<b><u>167,442</u></b>	<b><u>257,094</u></b>

## 7 Investments in subsidiaries

	2017 DKK	2016 DKK
Cost at 1 January	441,211	0
Additions for the year	838,041	441,211
Disposals for the year	-40,167	0
<b>Carrying amount at 31 December</b>	<b><u>1,239,085</u></b>	<b><u>441,211</u></b>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Votes and ownership
TextMinded AB	Sverige	100%
TextMinded SpA	Chile	100%
TextMinded S.L.	Spanien	100%
TextMinded China Co., Ltd	Kina	100%

# Notes to the Financial Statements

## 8 Equity

The share capital consists of 1,000 shares of a nominal value of DKK 1,000. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

	2017 DKK	2016 DKK
<b>9 Contingent assets, liabilities and other financial obligations</b>		
<b>Charges and security</b>		
The following assets have been placed as security with mortgage credit institutes:		
The Company has pledged security of EUR 40k to the European Parliament.		
The following assets have been placed as security with bankers:		
As security of the Company's engagement with its bank a letter of indemnity has been issued of nominally DKK 6,000k granting company charge in unsecured claims, rights, operating equipment, and goodwill. The carrying amount of the mortgaged assets amounts to	31,500,511	26,068,000
<b>Rental and lease obligations</b>		
Assignment obligation regarding operating leasing. The expected remaining values at the expiration of the contracts	0	309,402



# Notes to the Financial Statements

## 10 Related parties

### Transactions

No transactions with related parties outside the normal business course in the financial year.

### Ownership

The following shareholder is recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

Semantix Holding AB, Sweden

### Consolidated Financial Statements

The Company is a part of the Group Annual Report of:

Name	Place of registered office
Semantix International Group AB	Sweden

# Notes to the Financial Statements

## 11 Accounting Policies

The Annual Report of Textminded A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year except reclassifications within the equity. These reclassifications have not affected neither the income statement nor the equity.

The Financial Statements for 2017 are presented in DKK.

### Consolidated financial statements

With reference to section 110 of the Danish Financial Statements Act, no consolidated financial statements are prepared.

Furthermore, the Company has merged with its 100% owned subsidiary Interpen Translation A/S with effect from 1 January 2017. The net effect of the merger has been recognized within the equity due to the Company has used the booked equity method. With regards to this method, no changes in comparison figures has been made.

### Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

## Income Statement

### Revenue

Contract work in progress (construction contracts) is recognised at the rate of completion, which means that revenue equals the selling price of the work completed for the year (percentage-of-completion method). This method is applied when total revenues and expenses in respect of the contract and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the contract.

Services are recognised at the rate of completion of the service to which the contract relates by using the percentage-of-completion method, which means that revenue equals the selling price of the service completed for the year. This method is applied when total revenues and expenses in respect of the service and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the service.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

### Other external expenses

Other external expenses comprise rent, office costs, etc.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

### Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

### Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

### Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

### Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

## Balance Sheet

### Intangible assets

Goodwill acquired is measured at cost less accumulated amortisation. Goodwill is amortised on a straight-line basis over its useful life, which is assessed at 7 years.

The goodwill reflects a significant value in terms of the acquired customer portfolio. The amortization period is based on the experienced and expected economic lifetime.

Patents and licences are measured at the lower of cost less accumulated amortisation and recoverable amount. Patents are amortised over the remaining patent period, and licences are amortised over the licence period; however not exceeding 10 years.

Development costs and costs relating to rights developed by the Company are recognised at the lower of cost less accumulated amortisation and recoverable amount. Completed development projects are amortised over 3 years.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Interest expenses on loans raised directly for financing the construction of property, plant and equipment are recognised in cost over the period of construction. All indirectly attributable borrowing expenses are recognised in the income statement.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

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

Depreciation period and residual value are reassessed annually.

Assets costing less than DKK 13,200 are expensed in the year of acquisition.

### Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

### Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

Investments in are recognised and measured under the equity method.

### Other fixed asset investments

Other fixed asset investments consist of deposits.

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

### Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

### Contract work in progress

Contract work in progress regarding service is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

Payments received on account are set off against the selling price. The individual contracts are classified as receivables when the net selling price is positive and as liabilities when the net selling price is negative.

Expenses relating to sales work and the winning of contracts are recognised in the income statement as incurred.

### Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

### Equity

#### *Dividend*

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

### Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legisla-

# Notes to the Financial Statements

## 11 Accounting Policies (continued)

tion at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

### **Current tax receivables and liabilities**

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

### **Financial debts**

Debts are measured at amortised cost, substantially corresponding to nominal value.