



Matchware A/S

P. Hiort-Lorenzens Vej 2 A, st.
8000 Aarhus C
CVR No. 18373432

Annual report 2019

The Annual General Meeting adopted the
annual report on 08.04.2020

Ulrik Merrild

Chairman of the General Meeting

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Entity details

Entity

Matchware A/S

P. Hiort-Lorenzens Vej 2 A, st.

8000 Aarhus C

CVR No.: 18373432

Registered office: Aarhus

Financial year: 01.01.2019 - 31.12.2019

URL: www.matchware.com

E-mail: aarhus@matchware.com

Board of Directors

Peter Nielsen, Chairman of the Board

Beatrice Annet Emmelie Merrild

Ulrik Merrild

Executive Board

Ulrik Merrild

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

City Tower, Værkmestergade 2

8000 Aarhus C

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Matchware A/S for the financial year 01.01.2019 - 31.12.2019.

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 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019.

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.

Aarhus, 08.04.2020

Executive Board

Ulrik Merrild

Board of Directors

Peter Nielsen
Chairman of the Board

Beatrice Annet Emmelie Merrild

Ulrik Merrild

Independent auditor's extended review report

To the shareholders of Matchware A/S

Conclusion

We have performed an extended review of the financial statements of Matchware A/S for the financial year 01.01.2019 - 31.12.2019, 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.

Based on our extended review, in our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019 in accordance with the Danish Financial Statements Act.

Basis for conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. We are independent of the Entity 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity

personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

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 extended review 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 extended review 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 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.

Aarhus, 08.04.2020

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Klaus Tvede-Jensen

State Authorised Public Accountant
Identification No (MNE) mne23304

Management commentary

Primary activities

The company's primary activity consists of development and trading of software.

Description of material changes in activities and finances

Profit for the year of DKK 1.848k is considered satisfactory

Events after the balance sheet date

No events have occurred after the balance sheet date which would influence the evaluation of the annual report. The outbreak and spread of COVID-19 at the beginning of 2020 has not had any significant impact on the Company's financial position and development, although it is expected to have a negative influence on the result in 2020 according to the macroeconomic effects.

Income statement for 2019

	Notes	2019 DKK	2018 DKK
Gross profit/loss		6,249,334	6,224,195
Staff costs	1	(3,799,414)	(3,574,977)
Depreciation, amortisation and impairment losses		(23,142)	(22,575)
Operating profit/loss		2,426,778	2,626,643
Income from investments in group enterprises		22,566	348,073
Other financial income		6,982	17,878
Other financial expenses		(93,059)	(57,465)
Profit/loss before tax		2,363,267	2,935,129
Tax on profit/loss for the year	2	(514,801)	(569,393)
Profit/loss for the year		1,848,466	2,365,736
Proposed distribution of profit and loss			
Ordinary dividend for the financial year		3,000,000	0
Retained earnings		(1,151,534)	2,365,736
Proposed distribution of profit and loss		1,848,466	2,365,736

Balance sheet at 31.12.2019

Assets

	Notes	2019 DKK	2018 DKK
Acquired intangible assets		0	0
Intangible assets	3	0	0
Other fixtures and fittings, tools and equipment		22,448	45,590
Property, plant and equipment	4	22,448	45,590
Investments in group enterprises		908,698	886,132
Other receivables		60,863	60,863
Other financial assets	5	969,561	946,995
Fixed assets		992,009	992,585
Manufactured goods and goods for resale		525,187	242,395
Inventories		525,187	242,395
Trade receivables		746,979	711,206
Receivables from group enterprises		5,209,747	6,920,679
Deferred tax		8,000	7,000
Joint taxation contribution receivable		0	81,607
Prepayments		0	3,897
Receivables		5,964,726	7,724,389
Other investments		505	1,014
Other investments		505	1,014
Cash		3,908,950	916,619
Current assets		10,399,368	8,884,417
Assets		11,391,377	9,877,002

Equity and liabilities

	Notes	2019 DKK	2018 DKK
Contributed capital		842,105	842,105
Reserve for net revaluation according to the equity method		722,448	699,882
Retained earnings		5,015,731	6,189,831
Proposed dividend		3,000,000	0
Equity		9,580,284	7,731,818
Other payables		114,794	0
Deferred income		17,356	14,063
Non-current liabilities other than provisions		132,150	14,063
Trade payables		240,034	165,807
Payables to group enterprises		303,119	1,146,096
Joint taxation contribution payable		430,213	0
Other payables		600,916	719,114
Deferred income		104,661	100,104
Current liabilities other than provisions		1,678,943	2,131,121
Liabilities other than provisions		1,811,093	2,145,184
Equity and liabilities		11,391,377	9,877,002
Unrecognised rental and lease commitments	6		
Contingent liabilities	7		

Statement of changes in equity for 2019

	Contributed capital DKK	Reserve for net revaluation according to the equity method DKK	Retained earnings DKK	Proposed dividend DKK	Total DKK
Equity beginning of year	842,105	699,882	6,189,831	0	7,731,818
Transfer to reserves	0	22,566	(22,566)	0	0
Profit/loss for the year	0	0	(1,151,534)	3,000,000	1,848,466
Equity end of year	842,105	722,448	5,015,731	3,000,000	9,580,284

Notes

1 Staff costs

	2019	2018
	DKK	DKK
Wages and salaries	3,681,502	3,429,095
Other social security costs	39,406	36,474
Other staff costs	78,506	109,408
	3,799,414	3,574,977
Average number of full-time employees	7	6

2 Tax on profit/loss for the year

	2019	2018
	DKK	DKK
Current tax	515,801	568,393
Change in deferred tax	(1,000)	1,000
	514,801	569,393

3 Intangible assets

	Acquired intangible assets DKK
Cost beginning of year	221,892
Cost end of year	221,892
Amortisation and impairment losses beginning of year	(221,892)
Amortisation and impairment losses end of year	(221,892)
Carrying amount end of year	0

4 Property, plant and equipment

	Other fixtures and fittings, tools and equipment DKK
Cost beginning of year	270,264
Cost end of year	270,264
Depreciation and impairment losses beginning of year	(224,674)
Depreciation for the year	(23,142)
Depreciation and impairment losses end of year	(247,816)
Carrying amount end of year	22,448

5 Financial assets

Investments in subsidiaries	Registered in	Corporate form	Equity interest %
Matchware GmbH	Tyskland	GmbH	100

6 Unrecognised rental and lease commitments

	2019 DKK	2018 DKK
Liabilities under rental or lease agreements until maturity in total	103,328	96,879

7 Contingent liabilities

The Entity participates in a Danish joint taxation arrangement where MatchWare Holding ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities.

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.

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

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

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.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, cost of sales and external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. 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.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including stationery and office supplies, marketing costs, 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.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Other financial income

Other financial income comprises interest income as well as capital gain etc received on other investments, debt and transactions in foreign currency.

Other financial expenses

Other financial expenses comprise interest expenses as well as net capital or exchange losses on securities, payables and transactions in foreign currencies.

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.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet**Intellectual property rights etc**

Intellectual property rights etc comprise acquired intellectual property rights etc.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised on a straight-line basis over their remaining duration, and licences are amortised over the term of the agreement.

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:

Other fixtures and fittings, tools and equipment	3-5 years
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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.

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus unamortised goodwill and plus or minus unrealised intra-group profits or losses.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to reserve for net revaluation according to the equity method in equity.

Investments in group enterprises 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.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset. However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

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.

Joint taxation contributions receivable or payable

Current joint taxation contributions payable or joint taxation contributions receivable are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax.

Prepayments

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

Other investments

Other current asset investments comprise listed securities measured at fair value (market price) at the balance sheet date.

Cash

Cash comprises bank deposits.

Dividend

Dividend is recognised as a liability at the time of adoption at the general meeting. Proposed dividend for the financial year is disclosed as a separate item in equity.

Other financial liabilities

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

Deferred income

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