

# **Zibra A/S**

Høveltevej 67

3460 Birkerød

CVR No. 18860783

## **Annual Report 2018**

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 23 May 2019

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Trine Bøgelund  
Chairman

**Zibra A/S**

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Zibra A/S

## Management's Statement

Today, Management has considered and adopted the Annual Report of Zibra A/S for the financial year 1 January 2018 - 31 December 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 assets, liabilities and financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January 2018 - 31 December 2018.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

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

Furesø, 23 May 2019

### Executive Board

Christian Holm Christensen  
CEO

### Supervisory Board

Niels Erik Blangstrup Zibrandtsen

Christian Læsø Jensen

Claus Zibrandtsen

## Independent Auditor's Report

### To the shareholders of Zibra A/S

#### Opinion

We have audited the financial statements of Zibra A/S for the financial year 1 January 2018 - 31 December 2018, which comprise an income statement, balance sheet and notes. 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 Company's financial position at 31 December 2018 and of the results of its operations for the financial year 1 January 2018 - 31 December 2018 in accordance with the Danish Financial Statements Act.

#### Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and additional requirements applicable in Denmark. Our responsibility under those standards and requirements are further described in our auditors' report under "Auditors' responsibility for the audit of the financial statements". As required by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, we are independent of the Company, 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 responsibility 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 considers 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 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 either liquidate the Company or suspend operations, or has no realistic alternative but to do so.

#### The auditor's responsibility for the audit of the financial statements

Our responsibility is to obtain reasonable assurance as to whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with ISAs and additional requirements applicable in Denmark will always detect material misstatements. Misstatements can arise from fraud or error and can be considered material if it would be reasonable to expect that these - either individually or collectively - could influence the economic decisions taken by the users of financial statements on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain an attitude of professional skepticism throughout the audit. We also:

- \* Identify and assess the risk of material misstatements in 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 a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or 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.

## Independent Auditor's Report

- \* Evaluate whether the accounting policies used are appropriate and whether the accounting estimates and the related disclosures made by Management are reasonable.
- \* Conclude on whether Management's use of the going concern basis of accounting in preparing the financial statements is appropriate and, based on the audit evidence obtained, conclude on whether a material uncertainty exists relating to events or conditions, which could 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 auditors' 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 auditors' report. However, future events or conditions may imply that the Company can no longer remain a going concern.
- \* Evaluate the overall presentation, structure and contents of the financial statements, including note disclosures, and whether the financial statements reflect 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 which we identify during our audit.

### Statement on Management's Review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of opinion providing assurance regarding the Management's review.

Our responsibility in connection with our audit of the financial statements is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or with the knowledge we have gained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review meets the disclosure requirements in the Danish Financial Statements Act.

Based on our procedures, we are of the opinion that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements in the Danish Financial Statements Act. In our opinion, the Management's review is not materially misstated.

Copenhagen, 23 May 2019

**DELOITTE STATS-AUTORISERET  
REVISIONSPARTNERSELSKAB**

CVR-no. 33963556

Thomas Rosquist Andersen  
State Authorised Public Accountant  
mne31482

Zibra A/S

## Company details

<b>Company</b>	Zibra A/S Høveltevej 67 3460 Birkerød
CVR No.	18860783
Financial year	1 January 2018 - 31 December 2018
<b>Supervisory Board</b>	Niels Erik Blangstrup Zibrandtsen Christian Læsø Jensen Claus Zibrandtsen
<b>Executive Board</b>	Christian Holm Christensen, CEO
<b>Auditors</b>	DELOITTE STATS-AUTORISERET REVISIONSPARTNERSELSKAB Weidekampsgade 6 DK-2300 København S CVR-no.: 33963556

## Management's Review

### **The Company's principal activities**

The Company's main activities are consulting, management and administration for Group companies. The subsidiaries provide solutions within or adjacent to telecommunication and media industries as well as innovative initiatives related there to.

### **Development in activities and financial matters**

The Company's Income Statement of the financial year 1 January 2018 - 31 December 2018 shows a result of DKK -105.815.564 and the Balance Sheet at 31 December 2018 a balance sheet total of DKK 424.396.355 and an equity of DKK 220.017.836.

Management finds the result in accordance with the plan for the year 2018, and is satisfied with the progress and development of the company according to the long term plan. Management believes that progress of 2018 is well within the threshold of the overall plan and therefore the result is considered as satisfactory.

### **Post financial year events**

After the end of the financial year, no events have occurred which may change the financial position of the entity substantially.

## Accounting Policies

### Reporting Class

The Annual Report of Zibra A/S for 2018 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, with the adoption of individual rules from class C.

Zibra A/S has according to the Danish Financial Statement Act 112 omitted group financial statements.

The accounting policies applied remain unchanged from last year.

### Correction of fundamental errors regarding previous year

Comparative figures have been changed in subsidiary which have been incorporated in this Financial Statements comparison figures. The cumulative effect is reflected in a decrease of the investment in Subsidiaries of TDKK 77 and a decrease of Equity of TDKK 1.077.

### Reporting currency

The Annual Report is presented in Danish kroner.

### Translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

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 recognized in financial income and expenses in the income statement.

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

### Grants regarding consolidation

Grants provided to group enterprises are considered a capital contribution and are recognised under the item equity investments in group enterprises. Grants received from group enterprises are recognised as dividends.

## General Information

### Basis of recognition and measurement

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. 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 accrue 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 attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.



## Accounting Policies

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

### Income Statement

#### Gross profit/loss

The Company has decided to aggregate certain items of the Income Statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

#### Revenue

Revenue from the sale of goods and services is recognized when the risks and rewards relating to the goods and services sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

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

#### Other external expenses

Other external expenses comprise expenses for premises, sales, and distribution as well as office expenses, etc.

#### Staff expenses

Staff expenses comprise wages and salaries, pensions and social security costs as well as payroll expenses.

#### Amortisation and impairment of tangible and intangible assets

Amortisation and impairment of intangible and tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-5 years	0%

Profit or loss resulting from the sale of intangible or tangible assets is determined as the difference between the selling price less selling costs and the carrying amount at the date of sale, and is recognised in the Income Statement under depreciations.

#### Income from equity investments in group enterprises and associates

Income from associated investments comprises dividends received from associates so far as they do not exceed the accumulated earnings during the ownership period.

Income from equity investments comprises the proportionate share of profit/loss after tax and any adjustment of internal profit/loss and less amortisation of consolidated goodwill.

#### Financial income and expenses

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

#### Tax on net profit/loss for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity.

The Company and the Danish associates are taxed jointly. The Danish income tax is distributed between profit- and

## Accounting Policies

loss-making Danish enterprises in relation to their taxable income (full distribution).

### Balance Sheet

#### Tangible assets

Tangible assets are measured at cost plus revaluations, if any, and less accumulated amortisation and impairment losses. Cost comprises the purchase price and costs directly attributable to the purchase until the date when the asset is available for use.

An impairment test of tangible assets is performed in the event of indications of a decrease in value. The impairment test is performed for each individual asset and group of assets, respectively. The assets are written down to the higher of the asset's or asset group's value in use and the net selling price (recoverable amount) in the event that this one is lower than the carrying amount.

#### Equity investments in group enterprises and associates

Equity investments in associates are measured at cost. Dividends that exceed accumulated earnings of associate during the ownership period are treated as a reduction of the cost. If cost exceeds the net realisable value, a write-down to this lower value will be performed.

Equity investments in group enterprises and associates are measured by the equity method at the proportionately owned share of the equity of the enterprises plus any consolidated goodwill, less intercompany profit and negative goodwill. Enterprises with negative equity are measured at 0 as the negative value corresponding to the proportionate share is offset against receivables, if any. Amounts beyond this are recognised in the provisions item, if there is a legal or actual obligation to cover the negative balance.

An impairment test of consolidated goodwill is performed in the event of indications of a decrease in value. The impairment test is performed for the activity or the business area to which the goodwill relates. Goodwill is written down to the higher of the value in use and the net selling price for the activity or business area to which the goodwill relates (recoverable amount) in the event that this one is lower than the carrying amount.

#### Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

#### Accrued income, assets

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial years.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash at bank.

#### Equity

Proposed dividend for the year is recognised as a separate item in equity.

#### Deferred tax

Deferred tax and the associated adjustments for the year are determined according to the balance-sheet liability method as the tax base of all temporary differences between carrying amounts and the tax bases of assets and liabilities.

Deferred tax assets, including the tax base of tax losses allowed for carryforward, are recognised at the value at which they are expected to be used, either by elimination in tax on future earnings or by set-off against deferred tax liabilities in enterprises within the same legal entity and jurisdiction.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax.

## Accounting Policies

### Other provisions

Other provisions comprise expected costs of warranty commitments, loss on work in progress, restructuring, etc. Provisions are recognised when, at the balance sheet date, the company has a legal or actual obligation and it is likely that settlement will result in the company spending financial resources.

Provisions that are expected to be settled later than a year from the balance sheet date are measured at the present value and the expected payments. Other provisions are measured at net realisable value.

### Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

### Accruals and deferred income, equity and liabilities

Accruals and deferred income entered as liabilities consist of payments received regarding income in the subsequent financial years.

### Contingent assets and liabilities

Contingent assets and liabilities are not recognised in the Balance Sheet but appear only in the notes.

## Income Statement

	Note	2018 kr.	2017 kr.
<b>Gross Profit</b>		<b>-785.904</b>	<b>3.055.794</b>
Employee benefits expense	1	-11.403.533	-31.363.610
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss		-110.503	-189.279
<b>Profit from ordinary operating activities</b>		<b>-12.299.940</b>	<b>-28.497.095</b>
Income from investments in group enterprises and associates		-99.215.689	1.346.678.340
Other finance income from group enterprises		5.849.578	8.249.400
Other finance income	2	4.949	2.916.486
Finance expences	3	-3.489.838	-980.672
<b>Profit from ordinary activities before tax</b>		<b>-109.150.940</b>	<b>1.328.366.459</b>
Tax expense on ordinary activities	4	3.335.376	-2.591.010
<b>Profit</b>		<b>-105.815.564</b>	<b>1.325.775.449</b>
<b>Proposed distribution of results</b>			
Reserve for net revaluation according to equity method		0	-396.720.000
Retained earnings		-105.815.564	1.722.495.449
<b>Distribution of Profit</b>		<b>-105.815.564</b>	<b>1.325.775.449</b>

## Balance Sheet as of 31 December

	Note	2018 kr.	2017 kr.
<b>Assets</b>			
Land and buildings		1.676.562	1.722.812
Fixtures, fittings, tools and equipment		55.790	193.317
<b>Property, plant and equipment</b>		<b>1.732.352</b>	<b>1.916.129</b>
Long-term investments in group enterprises		226.261.424	424.861.853
Long-term investments in associates		16.358.750	0
<b>Investments</b>		<b>242.620.174</b>	<b>424.861.853</b>
<b>Fixed assets</b>		<b>244.352.526</b>	<b>426.777.982</b>
Short-term trade receivables		17.300	0
Short-term receivables from group enterprises		171.257.886	280.178.402
Other short-term receivables		4.303.258	18.326.806
Prepaid expenses		41.591	67.320
<b>Receivables</b>		<b>175.620.035</b>	<b>298.572.528</b>
Other short-term investments		0	186.070.214
<b>Short-term investments</b>		<b>0</b>	<b>186.070.214</b>
<b>Cash and cash equivalents</b>		<b>4.423.794</b>	<b>19.970.386</b>
<b>Current assets</b>		<b>180.043.829</b>	<b>504.613.128</b>
<b>Assets</b>		<b>424.396.355</b>	<b>931.391.110</b>

## Balance Sheet as of 31 December

	Note	2018 kr.	2017 kr.
<b>Liabilities and equity</b>			
Contributed capital	5	500.000	500.000
Reserve for net revaluation according to equity method	6	0	0
Retained earnings	7	219.517.836	897.333.400
Proposed dividend recognised in equity	8	0	0
<b>Equity</b>		<b>220.017.836</b>	<b>897.833.400</b>
Other provisions		9.794.068	13.469.678
<b>Provisions</b>		<b>9.794.068</b>	<b>13.469.678</b>
Debt to banks		0	400.246
Trade payables		1.264.869	2.523.556
Payables to group enterprises		188.410.808	15.256.055
Tax payables		0	175.961
Other payables		4.908.774	1.732.214
<b>Short-term liabilities other than provisions</b>		<b>194.584.451</b>	<b>20.088.032</b>
<b>Liabilities other than provisions within the business</b>		<b>194.584.451</b>	<b>20.088.032</b>
<b>Liabilities and equity</b>		<b>424.396.355</b>	<b>931.391.110</b>
Contingent liabilities	9		
Ownership	10		

## Notes

	2018	2017
<b>1. Employee benefits expense</b>		
Wages and salaries	10.289.533	27.688.236
Post-employment benefit expense	782.469	2.559.604
Social security contributions	-152.796	-35.718
Other employee expense	484.327	1.151.488
	<b>11.403.533</b>	<b>31.363.610</b>
Average number of employees	13	14
<b>2. Finance income</b>		
Other finance income	4.949	2.916.486
	<b>4.949</b>	<b>2.916.486</b>
<b>3. Finance expenses</b>		
Finance expenses arising from group enterprises	0	91.000
Other finance expenses	3.489.838	889.672
	<b>3.489.838</b>	<b>980.672</b>
<b>4. Tax expense</b>		
Calculated tax on taxable income	333.557	1.876.367
Adjustment of deferred tax	-3.668.933	714.643
	<b>-3.335.376</b>	<b>2.591.010</b>

## Notes

	2018	2017
<b>5. Contributed capital</b>		
Balance at the beginning of the year	500.000	500.000
<b>Balance at the end of the year</b>	<b>500.000</b>	<b>500.000</b>
<b>6. Reserve for net revaluation according to equity method</b>		
Balance at the beginning of the year	0	408.813.000
Correction at the beginning of the year	0	-12.093.000
Disposals during the year	0	-396.720.000
<b>Balance at the end of the year</b>	<b>0</b>	<b>0</b>
<b>7. Retained earnings</b>		
Balance at the beginning of the year	897.333.400	15.914.128
Correction at the beginning of the year	0	-1.076.728
Additions during the year	-105.815.564	1.722.496.000
Paid dividend	-572.000.000	-840.000.000
<b>Balance at the end of the year</b>	<b>219.517.836</b>	<b>897.333.400</b>
<b>8. Proposed dividend for the financial year</b>		
Balance at the beginning of the year	0	30.000.000
Disposals during the year	0	-30.000.000
<b>Balance at the end of the year</b>	<b>0</b>	<b>0</b>

**9. Contingent liabilities**

Zibra A/S has pledged the shares in BornFiber ApS to a third party.

## Joint liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The amount of corporation tax payable in the period 1st January – 31st December is disclosed in the Annual Report of LNZ Holding Zibra ApS, which is the management company of the joint taxation purposes.

Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

**10. Ownership**

Zibra A/S is included in the consolidated financial statement of:

LNZ Holding Zibra ApS  
Høveltevej 67  
DK-3460 Birkerød  
CVR-no. 39 18 89 96