

Keyloop Denmark ApS
Hældagervej 165
7120 Vejle

Keyloop Denmark ApS

Annual report for the period
1 January 2022 - 31 December 2022

The annual report was presented and adopted at the
Company's annual general meeting

On 30.06.2023

Thomas Edward Kilroy

CVR no. 19 26 30 88

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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Keyloop Denmark ApS for the financial year 1 January 2022 - 31 December 2022.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January 2022 - 31 December 2022.

Further, in our opinion, the Management's review gives a fair review of the development in the Group's and the Parent Company's operations and financial matters, of the results for the year and of the Group's and the Parent Company's financial position.

We recommend that the annual report should be approved at the annual general meeting.

Vejle, 30.06.2023

Executive Board:

Smahil Hellal
Chief Executive Officer

Board of Directors

Thomas Edward Kilroy
Chairman

Smahil Hellal

Anthony David Johnson

Independent auditor's report To the Shareholders of Keyloop Denmark ApS

Opinion

We have audited the Financial Statements of Keyloop Denmark ApS for the financial year 1 January 2022 - 31 December 2022, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement, notes and a summary of significant accounting policies. The Financial Statements are prepared under the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2022, and of the results of the Company operations and cash flows for the financial year 1 January 2022 - 31 December 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 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' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements 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 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 judgment and maintain professional skepticism 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 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 Management Commentary

Management is responsible for Management Commentary.

Our opinion on the Financial Statements does not cover 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 Management Commentary and, in doing so, consider whether Management Commentary 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 Commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that 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 Management Commentary.

Vejle, 30 June 2023

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Kristian Frost Vingum
State Authorised Public Accountant
MNE no. mne36183

Management's review

Company details

Keyloop Denmark ApS
Haeldagervej 165
7120 Vejle

CVR no.: 19 26 30 88
Established 1 April 1996
Registered office Vejle
Financial year: 1 January 2022 - 31 December 2022

Board of Directors
Thomas Edward Kilroy, Chairman
Anthony Johnson
Smahil Hellal

Auditor
BDO
Statsautoriseret Revisionspartnerselskab
Roms Hule 4, 1.
7100 Vejle

Management's review (continued)

Financial highlights for the Group

	2022 (12months)	2020/21 (18months)	2019/20 (12months)	2018/19 (12months)	2017/2018 (12months)
DKK'000					
Gross profit/loss	114 693	161 293	136 131	131 438	139 887
Operating profit/loss	58 790	54 713	58 552	57 486	62 758
Profit/loss from financial income and expenses	3 514	1 525	- 661	- 908	938
Net profit/loss for the year	48 623	43 908	45 110	44 062	49 674
Equity	131 263	84 515	94 734	126 367	157 888
Balance sheet total	201 752	172 007	200 004	230 214	252 030
Investments in property, plant and equipment	115	262	3 459	398	1 491
Cashflows from operating activities	- 1 207	20 747	- 36 687	54 699	47 283
Ratios%					
Return on capital employed	29.1	31.8	29.3	25.1	24.9
Solvency ratio	65.1	49.1	185.2	219.6	265.4
Quick ratio	282.8	193.0	40.9	31.0	37.2
Return on equity	45.1	49.0	47.4	54.8	62.6

The financial ratios have been calculated as follows:

Return on capital	$\frac{\text{Operating profit/loss} \times 100}{\text{Assets}}$
Solvency ratio	$\frac{\text{Equity} \times 100}{\text{Assets}}$
Quick ratio	$\frac{\text{Current assets} \times 100}{\text{Short term liabilities}}$
Return on equity	$\frac{\text{Net profit/loss for the year} \times 100}{\text{Average equity}}$

Management's review (continued)

Operating review

*Keyloop Denmark ApS
Annual report 2022
CVR no. 19 26 30 88*

The Group's principal activities

Keyloop Denmark ApS specialises in IT solutions for the automobile business. The Company develops, markets and renders support for the products Dracar+ and Autoline, which together cover a modern car dealer's/car importer's need for administrative solutions and data communication. Apart from the activities in Denmark, the Company also performs product development of and support for the pan-European versions of Dracar+, which is marketed through subsidiaries in Norway and Sweden and other group entities in Germany and Austria.

As regards development, Keyloop Denmark ApS are sub suppliers to the ultimate Parent Company in the UK, Concorde TopCo Limited, which owns the DMS software base.

Development in activities and finances

Net profit for the year shows DKK 48.6 million and is in line with the budget for the year. Net profit for the Group is considered satisfactory.

Outlook

In the coming year, the Group expects the activity level to remain unchanged or at a slightly lower level of DKK 45 million.

The Company management continues to monitor the impact of the Russia-Ukraine war but expects no significant impact to the outlook of the Company.

Particular risks

Operating risks

The Company has prepared contingency plans which are regularly updated and which ensure the Company's operations.

Management's review (continued)

Operating review (continued)

Intellectual capital resources

80% of the Company's employees are key persons with much IT technical knowledge and much product knowledge. The Management focuses on keeping these persons as well as on developing and maintaining their competencies, which i.e. appears from the Company's personnel policy.

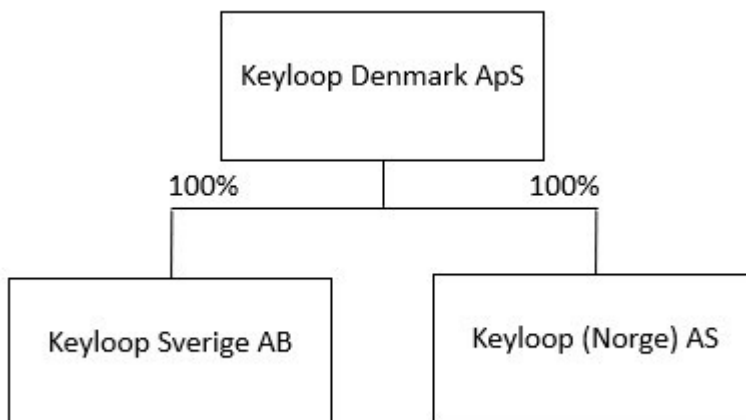
Research and development activities

Apart from further development of existing products to existing markets, the development trend will also go in the direction of further development of existing products to new geographical markets and introduction of new group products.

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.

Group chart



Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Income statement

DKK'000	Note	Group		Parent	
		1 January 2022 - 31 December 2022	1 July 2020 - 31 December 2021	1 January 2022 - 31 December 2022	1 July 2020 - 31 December 2021
Gross profit		114 693	161 293	93 752	128 757
Staff costs	2	-54 909	-104 938	-45 532	-87 038
Depreciation, amortization and impairment losses	3	-994	-1 642	-773	-1 258
		58 790	54 713	47 447	40 461
Operating profit/loss					
Income from equity investments in group entities		0	0	9 440	11 859
Financial income		3 903	3 654	2 918	2 420
Financial expense		-389	-2 129	-307	-1 793
Profit before tax		62 304	56 238	59 498	52 947
Tax on profit for the year	4	-13 681	-12 330	-10 875	-9 039
Net profit for the year	5	48 623	43 908	48 623	43 908

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Balance sheet

DKK'000	Note	Group		Parent	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
ASSETS					
Fixed assets					
Intangible assets		0	0	0	0
Property, plant and equipment	6				
Plant and machinery		205	689	205	284
Fixtures and fittings, tools and equipment		803	853	484	694
Leasehold improvements		773	1 144	773	1 144
		<u>1 781</u>	<u>2 686</u>	<u>1 463</u>	<u>2 122</u>
Investments					
Equity investments in group entities	7	0	0	30 461	22 895
Deposits		600	600	600	600
		<u>600</u>	<u>600</u>	<u>31 061</u>	<u>23 495</u>
Total fixed assets		2 381	3 286	32 525	25 617
Current assets					
Inventories		628	487	599	461
Trade receivables		36 604	34 226	23 194	20 609
Receivables from group entities		143 763	104 913	112 541	87 630
Other receivables		747	408	476	263
Deferred tax asset	8	1 080	543	956	384
Corporation tax		5 998	16 685	0	10 079
Prepayments	9	1 112	701	983	564
Receivables		<u>189 304</u>	<u>157 476</u>	<u>138 150</u>	<u>119 529</u>
Cash at bank and in hand		<u>9 439</u>	<u>10 760</u>	<u>8 977</u>	<u>3 941</u>
Total current assets		<u>199 371</u>	<u>168 723</u>	<u>147 726</u>	<u>123 931</u>
Total Assets		201 752	172 009	180 251	149 548

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Balance sheet

DKK'000	Note	Group		Parent	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
EQUITY AND LIABILITIES					
Equity					
Contributed capital		20 500	20 500	20 500	20 500
Reserve for net revaluation according to the equity method				14 226	19 510
Retained earnings		61 704	64 015	47 914	44 505
Proposed dividends for the financial year		49 059		48 623	
				0	0
Total equity		131 263	84 515	131 263	84 515
Provisions					
Other provisions		0	82	0	82
		0	82	0	82
Current liabilities other than provisions					
Trade payables		1 093	2 223	996	1 988
Debt to affiliated companies		23 767	13 994	19 696	12 931
Income taxes		2 806	3 014	562	0
Other payables	10	29 617	47 699	18 077	35 474
Deferred income	11	13 206	20 482	9 657	14 557
Total current liabilities other than provisions		70 489	87 412	48 988	64 950
Total liabilities		70 489	87 412	48 988	64 950
TOTAL EQUITY AND LIABILITIES		201 752	172 009	180 251	149 547

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balance sheet date 14

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Statement of changes in equity

DKK'000	Group					Total
	Share capital	Net revaluation equity method	Retained earnings	Reserve for foreign currency translation	Proposed dividends for the financial year	
Equity at 1 January 2022	20,500	0	63,142	873	0	84,515
Ordinary dividends paid	0	0	0	0	0	0
Exchange adjustment	0	0	0	-1,875	0	-1,875
Transferred over the profit appropriation	0	0	48,623	0	0	48,623
Equity at 31 December 2022	20,500	0	111,765	-1,002	0	131,263

DKK'000	Parent					Total
	Share capital	Net revaluation equity method	Retained earnings	Reserve for foreign currency translation	Proposed dividends for the financial year	
Equity at 1 January 2022	20,500	19,510	44,505	0	0	84,515
Ordinary dividends paid	0	0	0	0	0	0
Exchange adjustment	0	-1,875	0	0	0	-1,875
Transferred over the profit appropriation	0	10,120	38,503	0	0	48,623
Equity at 31 December 2022	20,500	27,755	83,008	0	0	131,263

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Cashflow statement

	Note	2022		2021
Profit for the year		48 623		43 908
Other adjustments of non-cash operating items	15	10 167		12 071
Depreciation, amortization and impairment losses		994		1 642
Cashflows from operations before changes in working capital		59 784		57 621
Changes in working capital	16	- 58 917	-	4 550
Cashflows from ordinary activities		867		53 071
Interest income		3 904		3 654
Interest expense		- 389	-	2 129
Corporation tax paid		- 5 589	-	33 849
Cashflows from operating activities		- 1 207		20 747
Acquisitions of property, plant and equipment		- 115	-	262
Deposits				-
Cashflows from investing activities		- 115	-	262
Shareholders:				
Distributed dividend		-	-	55 000
Cashflows for financing activities		-	-	55 000
Cashflows for the year		- 1 322	-	34 515
Cash and cash equivalents at the beginning of the year		10 760		45 275
Cash and cash equivalents at year end		9 439		10 760

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes

Accounting policies

The annual report of Keyloop Denmark ApS for 2022 has been presented in accordance with the provisions applying to reporting class C medium-sized entities under the Danish Financial Statements Act.

The accounting policies used in the preparation of the consolidated financial statements and parent company financial statements are consistent with those of 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 Company, and the value of the assets can be measured reliably.

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

Consolidated financial statements

The consolidated financial statements comprise Keyloop Denmark ApS (Parent Company) and group entities (subsidiaries) that are controlled by the Parent Company, see group chart on page 9.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

Accounting policies (continued)

Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of Keyloop Denmark ApS and its subsidiaries. The consolidated financial statements are prepared by aggregating uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated entities are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' items are fully recognised in the consolidated financial statements. Minority interests' pro rata share of profit/loss and net assets are disclosed as a specific item in the income statement and the balance sheet, respectively.

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 one effective at the payment date or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

When foreign subsidiaries that are independent entities are recognised, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered as belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the exchange rates at the balance sheet date as well as out of the translation of income statements from average rates to the exchange rates at the balance sheet date are recognised directly in equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are recognised directly in equity.

Gross profit/loss

In accordance with section 32 of the Danish Financial Statements Act, the Company has chosen to aggregate revenue, goods for resale, external costs and other income in one item called gross profit.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

Accounting policies (continued)

Income statement

Revenue

Sale of system deliveries is recognised in the income statement when delivery is made, and risk has passed to the buyer. Sale of services is recognised in the income statement when the services have been rendered. Revenue is recognised excluding VAT, duties and sales discounts.

Cost of sales

Cost of sales comprises direct and indirect costs incurred to generate revenue adjusted for write-down of inventories.

Other external expenses

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

Staff costs

Staff costs comprise salaries and wages as well as social security costs, pension contributions, etc. for the Company's staff.

Income from equity investments in group entities

The proportionate share of the individual subsidiaries' profit/loss after tax is recognised in the Company's income statement after full elimination of intra-group gains/losses and amortisation of goodwill.

Financial income and expenses

Financial income and expenses comprise interest income and expenses, realised and unrealised capital gains and losses on payables and transactions in foreign currencies as well as surcharges and refunds under the on-account tax scheme.

Tax on profit 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.

Deferred tax is recognised on all temporary differences between the carrying amount and tax base of assets and liabilities, for which the tax base is calculated based on the planned use of each asset. Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

Accounting policies (continued)

Balance sheet

Intangible assets

Development projects relating to products and processes that are clearly defined and identifiable, where the technical utilization rate, sufficient resources and potential future market or development opportunity in the Company can be demonstrated, and where it is intended to manufacture, promote or use the concerned product or the concerned process is recognised as intangible assets. Other development costs are recognised as costs in the income statement when the costs are incurred.

Goodwill

Goodwill on acquisition of activity is amortised on a straight-line basis over its estimated useful life, which is fixed based on the experience gained by Management for each business area. The amortisation period is 5 years.

The carrying amount of goodwill is regularly assessed and written down to recoverable amount if the carrying amount exceeds estimated future net income from the entity or activity to which the goodwill relates.

Property, plant and equipment

Land and buildings, plant and machinery, fixtures and fittings, tools and equipment, as well as leasehold improvements are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition, and preparation costs of the asset until the time when it is ready for use.

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:

Plant and machinery	3 years
Fixtures and fittings, tools and equipment	2-7 years
Leasehold improvements	10 years

Stand-alone assets with a price of less than DKK 31 thousand per unit are recognised as costs in the income statement at the time of acquisition.

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

Gains and losses from the sale of property, plant and equipment are calculated as the difference between selling price minus selling costs and the carrying amount at the time of sale. Gains or losses are recognised in the income statement as an adjustment to depreciation and impairment losses or under other operating income.

Expected useful lives and residual values are reviewed annually.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

Accounting policies (continued)

Equity investments in group entities

Investments in subsidiaries are recognised and measured under the equity method. This means that investments are measured at the pro rata share of the entites' net asset value plus or minus unamortised positive or negative goodwill on consolidation and plus or minus unrealised intra-group profits or losses.

The Company's share of the enterprises' profits or losses after elimination of unrealised intra-group profits and losses and minus or plus amortisation of positive or negative goodwill on consolidation is recognised in the income statement.

Net revaluation of investments in subsidiaries is taken to the reserve for net revaluation according to the equity method if the carrying amount exceeds cost.

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment as well as equity investments in group entities and participating interests (including associates) is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value. Cost of goods for resale consists of purchase price plus landing costs.

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

Receivables

Receivables are measured at amortised cost, usually equivalent to nominal value less write-down for bad debts.

Prepayments

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

Cash at bank and in hand

Cash comprises bank deposits.

Equity

Dividends

Dividends are recognised as a liability at the time of adoption at the general meeting. The proposed dividends for the financial year are disclosed as a separate item in equity.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

1 Accounting policies (continued)

Other financial liabilities

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

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities measured on the planned use of the asset or settlement of the liability, respectively. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income. Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Deferred income

Deferred income comprises payments received regarding income in subsequent financial years. Deferred income is measured at cost.

Cash flow statement

The cash flow statement is presented using the indirect method and shows cash flows from operating, investing and financing activities as well as the Company's cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are calculated as the operating profit/loss adjusted for non-cash operating items, changes in working capital and income taxes paid.

Cash flows from investing activities comprise payments in connection with the acquisition and divestment of entities, activities and fixed asset investments as well as the purchase, development, improvement and sale, etc. of intangible assets and property, plant and equipment, including the acquisition of assets held under finance leases.

Cash flows from financing activities comprise changes in the size or composition of the Company's share capital and related costs as well as the raising of loans, inception of finance leases, instalments on interest-bearing debt, purchase of treasury shares and payment of dividends.

Cash and cash equivalents comprise cash.

No separate cash flow statement has been prepared for the parent company as this is included in the cash flow statement for the Group.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

	Group		Parent	
	1 January 2022 - 31 December 2022 (12 months)	1 July 2020 - 30 June 2021 (18 months)	1 January 2022 - 31 December 2022 (12 months)	1 July 2020- 30 June 2021 (18 months)
2				
Staff costs				
Wages and salaries	45,595	87,917	38,712	74,855
Pensions	4,956	9,799	4,074	7,639
Other social security costs	4,358	7,222	2,746	4,544
	<u>54,909</u>	<u>104,938</u>	<u>45,532</u>	<u>87,038</u>
Average number of employees	<u>71</u>	<u>96</u>	<u>60</u>	<u>80</u>
According to the Danish Financial Statements Act section 98 B (3), information regarding the Executive Board's salary is omitted.				
3				
Depreciation and amortisation				
Plant and machinery	383	717	194	381
Fixtures and fittings, tools equipment	241	369	208	319
Leashold improvements	371	556	371	556
	<u>994</u>	<u>1,642</u>	<u>773</u>	<u>1,256</u>
4				
Tax on profit/loss for the year				
Current tax	13,681	12,330	11,446	8,877
Deferred tax for the year	0	0	-571	162
	<u>13,681</u>	<u>12,330</u>	<u>10,875</u>	<u>9,039</u>
5				
Proposed profit appropriation				
Reserve for net revaluation under equity method	0	0	0	2,900
Proposed dividends for the year	0	0	0	0
Retained earnings	48,623	43,908	48,623	41,008
	<u>48,623</u>	<u>43,908</u>	<u>48,623</u>	<u>43,908</u>

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

		Group			
		Plant and machinery	Fixtures and fittings, tools and equipment	Leasehold improvements	Total
6	Property, plant and equipment				
	Cost at 1 January 2022	7,058	3,741	2,125	12,924
	Exchange rate adjustment	-166	-20	0	-186
	Additions for the year	115	0	0	115
	Disposal for the year	0	0	0	0
	Cost at 31 December 2022	7,007	3,721	2,125	12,853
	Depreciation and impairment losses at 1 January 2022	-6,369	-2,888	-981	-10,238
	Exchange rate adjustment	149	12	0	161
	Disposal for the year	0	0	0	0
	Depreciation for the year	-383	-241	-371	-995
	Depreciation and impairment losses at 31 December 2022	-6,602	-3,117	-1,352	-11,072
	Carrying amount	404	604	773	1,781
		Parent			
		Plant and machinery	Fixtures and fittings, tools and equipment	Leasehold improvements	Total
	Property, plant and equipment				
	Cost at 1 January 2022	5,517	3,351	2,125	10,993
	Additions for the year	115	0	0	115
	Disposal for the year	0	0	0	0
	Cost at 31 December 2022	5,632	3,351	2,125	11,108
	Depreciation and impairment losses at 1 January 2022	-5,233	-2,657	-981	-8,871
	Disposal for the year	0	0	0	0
	Depreciation for the year	-194	-208	-371	-773
	Depreciation and impairment losses at 31 December 2022	-5,427	-2,865	-1,352	-9,644
	Carrying amount	204	486	773	1,463

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

	Parent
7	
Investments	<u>3,385</u>
Cost at 1 January 2022	3,385
Cost at 31 December 2022	<u>3,385</u>
Revaluations at 1 January 2022	22,895
Exchange adjustment	-1,875
Net profit/loss for the year	9,440
Received dividends	<u>0</u>
Revaluations at 31 December 2021	<u>7,565</u>
Carrying amount at 31 December 2021	<u>30,460</u>
Name/legal form	Registered office
Subsidiaries	Voting rights and ownership interest
Keyloop (Norge) AS	Oslo, Norway 100%
Keyloop (Sverige) AB	Stockholm, Sweden 100%

	Group		Parent	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
8				
Deferred tax assets				
Deferred tax at 1 January 2022	543	719	384	546
Deferred tax asset	<u>537</u>	<u>-176</u>	<u>571</u>	<u>-162</u>
	<u>1,080</u>	<u>543</u>	<u>955</u>	<u>384</u>

9 Prepayments

These items consist of accrued expense primarily concerning contracts of software and technical maintenance.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

	Group		Parent	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
10 Other payables				
Less than 1 year	29,617	47,699	18,077	35,474
2 – 5 years	0	0	0	0
	<u>29,617</u>	<u>47,699</u>	<u>18,077</u>	<u>35,474</u>

11 Deferred income

These items consist of accrued expense primarily concerning contracts of software and technical maintenance.

	Group		Parent	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
12 Contractual obligations, contingencies etc.				
Operating lease obligations				
Annual expense of operating leases	2,110	2,077	1,320	1,320
	<u>2,110</u>	<u>2,077</u>	<u>1,320</u>	<u>1,320</u>

13 Related parties

Keyloop Denmark ApS' related parties comprise the following:

Control

Keyloop (Nederland) B.V. Prins Bernhardplein 200, 1097JB Amsterdam, Holland. Keyloop (Nederland) B.V. holds the majority of the contributed capital in the Company.

Keyloop Denmark ApS is part of the consolidated financial statements of Francisco Partners, San Francisco, US A, which is the largest group, respectively, in which the Company is included as a subsidiary.

The consolidated financial statements can be obtained by addressing Keyloop Denmark ApS.

Related party transactions

In accordance with sec.98 c(7) of the Danish Financial Statements Act, related party transactions have not been disclosed in the consolidated financial statements and parent company financial statements, as they were conducted on an arm's length basis.

Consolidated financial statements and parent company financial statements 1 January 2022 - 31 December 2022

Notes (continued)

14 Events after balance sheet date

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

15 Other adjustments of non-cash operating items	31 December 2022	Group 31 December 2021
Other financial income	-3,904	-3,654
Financial expenses	389	2,129
Current tax for the year	13,681	14,384
Provision for deferred tax	0	0
Other	0	1,265
	<u>10,167</u>	<u>14,124</u>

16 Other adjustments of non-cash operating items	31 December 2022	Group 31 December 2021
Change in inventories	-141	-412
Change in receivables	-41,981	7,277
Change in trade payables	-16,795	-11,697
	<u>-58,917</u>	<u>-4,832</u>