

## Index Data ApS

Njalsgade 76, 4.  
c/o Univate  
2300 København S  
**CVR no. 21 23 29 39**

REVISION & RÅDGIVNING

## Annual report for 2017

Adopted at the annual general meeting on  
28 May 2018

*Adam Dickmeiss*

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Adam Dickmeiss  
chairman

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## Statement by management on the annual report

The executive board has today discussed and approved the annual report of Index Data ApS 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 company's financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 January - 31 December 2017.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved at the annual general meeting.

Copenhagen, 28 May 2018

### Executive board

*Adam Dickmeiss*

Adam Dickmeiss

*Sebastian Hammer*

Sebastian Hammer

*Lynn Bailey*

Lynn Bailey

## **Independent auditor's report**

### ***To the shareholders of Index Data ApS***

#### **Opinion**

We have audited the financial statements of Index Data ApS for the financial year 1 January - 31 December 2017, which comprise a summary of significant accounting policies, income statement, balance sheet and notes. 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 company's financial position 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.

#### **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.

#### **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

## **Independent auditor's report**

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'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.

## Independent auditor's report

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 Financial Statements Act.

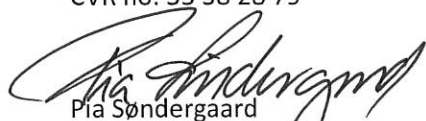
Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of management's review.

Brøndby, 28 May 2018

**ALBJERG**

Statsautoriseret Revisionspartnerselskab

CVR no. 35 38 28 79



Pia Søndergaard

State Authorised Public Accountant

MNE no. mne15008

## Company details

### The company

Index Data ApS  
Njalsgade 76, 4.  
c/o Univate  
2300 København S

CVR no.: 21 23 29 39

Reporting period: 1 January - 31 December 2017

Domicile: Copenhagen

### Executive board

Adam Dickmeiss  
Sebastian Hammer  
Lynn Bailey

### Auditors

ALBJERG  
Statsautoriseret Revisionspartnerselskab  
Ringager 4C, 2.th.  
2605 Brøndby

### Bankers

Arbejdernes Landsbank

## **Management's review**

### **Business activities**

Index Data's primary activity is software development and consultancy. Our goal as a business is to grow and develop our niche as a provider of sophisticated software components in the area of information retrieval and library management.

### **Business review**

The Company's income statement for the year ended 31 December shows a profit of DKK 3.218.078, and the balance sheet at 31 December 2017 shows equity of DKK 14.827.523.

Management notes with pleasure that total revenues are holding strong and both subsidiaries were profitable. Management expect the next year's results to be roughly the same as this year.

Index Data is leading the technical development of FOLIO, a new opensource library platform which is designed to support libraries, developers, and vendors to collaborate in creating new kinds of library services. Our focus in 2017 has been on developing this platform and building a Community around it. We have partnered with a number of vendors and libraries in the industry and continue to enjoy a strong reputation.

Our work on FOLIO has raised our profile in the library industry and we see this project leading to new opportunities for growth in the future. We have added staff to support this work and have hired a new Director to build out an Implementation, Support and Services business based on FOLIO.

We also continue to build ongoing revenue streams in the form of relationships with partners that bring products to market based on our technology and services. Recurring revenue also comes from support agreement with customers who use our open source tools and from providing hosted services (SaaS) on our MasterKey platform.

### **Significant events occurring after end of reporting period**

No events have occurred after the balance sheet date which could significantly affect the company's financial position.



## **Accounting policies**

The annual report of Index Data ApS for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act concerning reporting class B entities as well as selected provisions as regards larger entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2017 is presented in Danish kr.

### **Income statement**

#### **Gross profit**

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, changes in inventories of finished goods and work in progress and other operating income less raw materials and consumables and other external expenses.

#### **Revenue**

License and royalty income is recognised over the term of the agreement in accordance with the contents of the agreement.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

#### **Other external costs**

Other external costs include expenses related to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

#### **Staff costs**

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees. The item is net of refunds made by public authorities.

#### **Amortisation, depreciation and impairment losses**

Amortisation, depreciation and impairment losses comprise the year's 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. Net financials include interest income and expenses, financial expenses relating to finance leases, realised and unrealised capital/exchange gains and losses on securities and foreign currency transactions, amortisation of mortgage loans and surcharges and allowances under the advance-payment-of-tax scheme, etc.

# Accounting policies

## Profit/loss from investments in subsidiaries and associates

The proportionate share of the results after tax of the individual subsidiaries is recognised in the income statement of the company after full elimination of intra-group profits/losses.

The proportionate share of the results after tax of the associates is recognised in the company income statement after elimination of the proportionate share of intra-group profits/gains.

## Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, including changes arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to entries directly in equity.

## Balance sheet

### Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

Where individual parts of an item of property, plant and equipment have different useful lives, the cost is divided into separate parts, which are depreciated separately.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life
Other fixtures and fittings, tools and equipment	3-8 years

Gains or losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses.

## Investments in subsidiaries and associates

Investments in subsidiaries and associates are measured at the proportionate share of the net asset value of the entities, calculated on the basis of the group's accounting policies, less or plus unrealised intra-group gains or losses and plus or less any remaining value of positive or negative goodwill made up according to the purchase method.

## **Accounting policies**

Investments in subsidiaries and associates with a negative net asset value are measured at DKK 0, and the carrying amount of any receivables from these entities is reduced to the extent that they are considered irrecoverable. If the parent company has a legal or constructive obligation to cover a deficit that exceeds the receivable, the balance is recognised under provisions.

### **Impairment of fixed assets**

The carrying amount of intangible assets, property, plant and equipment and investments in subsidiaries and associates is reviewed for impairment, other than what is reflected through normal amortisation and depreciation, on an annual basis.

### **Receivables**

Receivables are measured at amortised cost.

### **Prepayments**

Prepayments comprise costs incurred concerning subsequent financial years.

### **Equity**

#### **Dividend**

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability at the date of declaration by the annual general meeting.

### **Income tax and deferred tax**

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

### **Liabilities**

Other debts are measured at net realisable value.

### **Deferred income**

Deferred income comprises payments received concerning income in subsequent reporting years.

## **Accounting policies**

### **Foreign currency translation**

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign-exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency transactions are considered cash flow hedges, the value adjustments are taken directly to equity.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Foreign group entities and associates are considered separate entities. The income statements are translated at the average exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of the opening balance of equity of such entities at the exchange rates at the balance sheet date and on translation of the income statements from the exchange rates at the transaction date to the exchange rates at the balance sheet date are taken directly to equity.

Foreign exchange adjustments of balances with unrelated foreign subsidiaries which are considered part of the investment in the subsidiary are taken directly to equity. Correspondingly, foreign exchange gains and losses on loans and derivative financial instruments hedging separate foreign subsidiaries are taken directly to equity.

## Income statement 1 January - 31 December

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
<b>Gross profit</b>		<b>9.135.957</b>	<b>10.935.135</b>
Staff costs	1	<u>-4.834.220</u>	<u>-5.446.072</u>
<b>Resultat før af- og nedskrivninger</b>		<b>4.301.737</b>	<b>5.489.063</b>
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	2	<u>-11.228</u>	<u>-10.716</u>
<b>Profit/loss before financial income and expenses</b>		<b>4.290.509</b>	<b>5.478.347</b>
Income from investments in subsidiaries		90.249	1.692.947
Financial income	3	762.880	645.701
Financial costs	4	<u>-1.043.028</u>	<u>-5.141</u>
<b>Profit/loss before tax</b>		<b>4.100.610</b>	<b>7.811.854</b>
Tax on profit/loss for the year	5	<u>-882.532</u>	<u>-1.352.576</u>
<b>Net profit/loss for the year</b>		<b><u>3.218.078</u></b>	<b><u>6.459.278</u></b>
<b>Proposed distribution of profit</b>			
Proposed dividend for the year		750.000	750.000
Reserve for net revaluation under the equity method		90.249	1.692.947
Retained earnings		<u>2.377.829</u>	<u>4.016.331</u>
		<b><u>3.218.078</u></b>	<b><u>6.459.278</u></b>

## Balance sheet 31 December

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
<b>Assets</b>			
Other fixtures and fittings, tools and equipment		7.079	18.307
<b>Tangible assets</b>	6	<u>7.079</u>	<u>18.307</u>
Investments in subsidiaries	7	4.272.849	4.758.034
Other receivables		55.628	46.002
<b>Fixed asset investments</b>		<u>4.328.477</u>	<u>4.804.036</u>
<b>Fixed assets total</b>		<u>4.335.556</u>	<u>4.822.343</u>
Trade receivables		381.931	507.650
Receivables from subsidiaries		10.200.862	4.564.488
Other receivables		150.919	170.101
Deferred tax asset		7.643	8.239
Corporation tax		93.064	0
<b>Receivables</b>		<u>10.834.419</u>	<u>5.250.478</u>
<b>Cash at bank and in hand</b>		<u>970.448</u>	<u>3.930.627</u>
<b>Current assets total</b>		<u>11.804.867</u>	<u>9.181.105</u>
<b>Assets total</b>		<u><u>16.140.423</u></u>	<u><u>14.003.448</u></u>

## Balance sheet 31 December

	<u>Note</u>	<u>2017</u> DKK	<u>2016</u> DKK
<b>Liabilities and equity</b>			
Share capital		200.000	200.000
Reserve for net revaluation under the equity method		4.272.848	4.758.033
Retained earnings		9.604.675	7.226.846
Proposed dividend for the year		<u>750.000</u>	<u>750.000</u>
<b>Equity</b>	<b>8</b>	<b><u>14.827.523</u></b>	<b><u>12.934.879</u></b>
Trade payables		508.515	116.564
Corporation tax		0	147.986
Other payables		416.963	415.438
Deferred income		<u>387.422</u>	<u>388.581</u>
<b>Short-term debt</b>		<b><u>1.312.900</u></b>	<b><u>1.068.569</u></b>
<b>Debt total</b>		<b><u>1.312.900</u></b>	<b><u>1.068.569</u></b>
<b>Liabilities and equity total</b>		<b><u>16.140.423</u></b>	<b><u>14.003.448</u></b>
Contingent assets, liabilities and other financial obligations	9		
Charges and securities	10		

## Notes to the annual report

	<u>2017</u>	<u>2016</u>
	DKK	DKK
<b>1 Staff costs</b>		
Wages and salaries	4.784.161	5.344.844
Other social security costs	16.154	18.950
Other staff costs	33.905	82.278
	<u><b>4.834.220</b></u>	<u><b>5.446.072</b></u>
Average number of employees	<u>5</u>	<u>6</u>
<b>2 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment</b>		
Depreciation tangible assets	<u>11.228</u>	<u>10.716</u>
	<u><b>11.228</b></u>	<u><b>10.716</b></u>
<b>3 Financial income</b>		
Interest received from subsidiaries	758.028	484.559
Other financial income	4.852	161.142
	<u><b>762.880</b></u>	<u><b>645.701</b></u>
<b>4 Financial costs</b>		
Other financial costs	<u>1.043.028</u>	<u>5.141</u>
	<u><b>1.043.028</b></u>	<u><b>5.141</b></u>



## Notes to the annual report

	<u>2017</u>	<u>2016</u>
	DKK	DKK
<b>5 Tax on profit/loss for the year</b>		
Current tax for the year	881.936	1.350.844
Deferred tax for the year	<u>596</u>	<u>1.732</u>
	<b><u>882.532</u></b>	<b><u>1.352.576</u></b>
<b>6 Tangible assets</b>		Other fixtures and fittings, tools and equipment
		<u>95.175</u>
Cost at 1 January 2017		<u>95.175</u>
Cost at 31 December 2017		<u>95.175</u>
Impairment losses and depreciation at 1 January 2017		76.868
Depreciation for the year		<u>11.228</u>
Impairment losses and depreciation at 31 December 2017		<u>88.096</u>
<b>Carrying amount at 31 December 2017</b>		<b><u>7.079</u></b>

## Notes to the annual report

	<u>2017</u>	<u>2016</u>
	DKK	DKK
<b>7 Investments in subsidiaries</b>		
Cost at 1 January 2017	<u>0</u>	<u>0</u>
Cost at 31 December 2017	<u>0</u>	<u>0</u>
Revaluations at 1 January 2017	4.758.024	2.968.260
Exchange adjustment	-575.424	96.827
Net profit/loss for the year	<u>90.249</u>	<u>1.692.947</u>
Revaluations at 31 December 2017	<u>4.272.849</u>	<u>4.758.034</u>
<b>Carrying amount at 31 December 2017</b>	<b><u><u>4.272.849</u></u></b>	<b><u><u>4.758.034</u></u></b>

Investments in subsidiaries are specified as follows:

<u>Name</u>	<u>Place of registered office</u>	<u>Ownership</u>	<u>Equity</u>	<u>Net profit/loss for the year</u>
Index Data LLC	Boston, USA	100%	4.272.849	90.249

## Notes to the annual report

### 8 Equity

	Share capital	Reserve for net revalua- tion under the equity method	Retained earnings	Proposed dividend for the year	Total
Equity at 1 January 2017	200.000	4.758.033	7.226.846	750.000	12.934.879
Ordinary dividend paid	0	0	0	-750.000	-750.000
Exchange adjustment, foreign	0	-575.434	0	0	-575.434
Net profit/loss for the year	0	90.249	2.377.829	750.000	3.218.078
<b>Equity at 31 December 2017</b>	<b>200.000</b>	<b>4.272.848</b>	<b>9.604.675</b>	<b>750.000</b>	<b>14.827.523</b>

	Share capital	Reserve for net revalua- tion under the equity method	Retained earnings	Proposed dividend for the year	Total
Equity 1. januar 2016	200.000	2.968.259	3.210.515	299.400	6.678.174
Ordinary dividend paid	0	0	0	-299.400	-299.400
Exchange adjustment, foreign	0	96.827	0	0	96.827
Net profit/loss for the year	0	1.692.947	4.016.331	750.000	6.459.278
<b>Equity 31. december 2016</b>	<b>200.000</b>	<b>4.758.033</b>	<b>7.226.846</b>	<b>750.000</b>	<b>12.934.879</b>

The share capital consists of 200 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.

## Notes to the annual report

	<u>2017</u>	<u>2016</u>
	DKK	DKK
<b>9 Contingent assets, liabilities and other financial obligations</b>		
Rent liability (3 month termination)	<u>55.626</u>	<u>-</u>
	<u><b>55.626</b></u>	<u><b>-</b></u>

### 10 Charges and securities

The company has no charges and securities at 31 december 2017.