TMF Denmark A/S CVR no. 25014855 Copenhagen, Denmark

H.C. Andersens Boulevard 38, 3.th 1553 København V Danmark

Annual report for the year ended 31 December 2021

Adopted at the Company's Annual General Meeting on June 28th, 2022

Inders Myboc Indersen

Chairman Anders Nyboe Andersen

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Company details

Company: TMF Denmark A/S

CVR no: 25014855

Registered address: H.C. Andersens Boulevard 38, 3.th

1553 København V

Danmark

Telephone: +45 58 59 59 18

Website: www.tmf-group.com

Financial year: 22st financial year

Registered in: Copenhagen commune

Executive Board: Dannie Wai

Board of Directors: Marianne Engh Hofbauer

Niels Didrich Buch Juraj Gerženi

Company auditors: inforevision statsautoriseret revisionsaktieselskab

Buddingevej 312 2860 Søborg Denmark

Management's review

Principal Activities of the Company

As in previous years, the Company's activities were provision of accounting, payroll and other administrative and management services.

Development in the Company's activities and financial matters

The Company's activities in the financial year 2021 resulted in a profit of DKK 7,302,814 and per the balance sheet date 31/12/2021 equity totals to DKK 28,431,160.

After the reporting date the Company has generated positive result and cash flow.

The Company's budget for the coming financial year shows a positive result too, and a positive cash flow is expected for the year 2021.

Outlook for 2022

The management expects a continued positive result and development in cash flow.

Significant events after the balance sheet date

No events have occurred after the balance sheet date which would influence the evaluation of the Company's financial position as at the balance sheet date.

Statement by the Management on the annual report

The Supervisory and Executive Boards have today discussed and approved the annual report of TMF Denmark A/S (the Company) for the financial year 1 January – 31 December 2021.

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

It is our opinion that the financial statements give a true and fair view of the Company's financial position at 31 December 2021 and of the results of the Company's operations for the financial year 1 January – 31 December 2021.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

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

Copenhagen, June 28th, 2022

Executive Board

DocuSigned by:

Vannie Wai

Dannie Wai

Board of Directors

DocuSigned by:

Marianne Hofbauer

Mels Didrich Buch

Marianne Engh Hofbatter

DocuSigned by:

Niels Didrich Buch

____DocuSigned by:

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Independent auditors' report

To the shareholders of TMF Denmark A/S

Opinion

We have audited the financial statements of TMF Denmark A/S for the financial year 1 January to 31 December 2021, which comprise the accounting policies applied, the income statement, the balance sheet, statement of changes in equity and notes. The financial statements are prepared in accordance under the Danish Financial Statements Act.

In our opinion the financial statement give a true and fair view of the Company's financial position at 31 December 2021, and of the result of the Company's operations for the financial year 1 January to 31 December 2021 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 (IESBA Code) and the additional ethical requirements applicable 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 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 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 responsibility 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 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 circum-stances, 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.

Independent auditors' report

* 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 the Management's review

Management is responsible for Management's Review.

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

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

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish 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 Statement Acts. We did not identify any material misstatement of Management's Review.

June 28th, 2022

inforevision statsautoriseret revisionsaktieselskab

CVR no : 1926381976d by:

Ulrik Fog Christensen

Ulrik Christensen

State Authorized Public Accountant

mne29419

Accounting policies

The annual report has been prepared in accordance with Danish financial statements legislation as well as generally accepted accounting principles.

The annual report has been prepared in accordance with the reporting requirements of the Danish Financial Statements Act of class B entities with the addition of some regulations from Danish Financial Statements Act of class C.

The accounting policies have not been changed from last year.

Recognition and Measurement

The financial statements have been prepared based on historical cost.

The income is recognised in the income statement as earned. Further to this, value adjustments of financial assets and liabilities measured at fair value or amortised costs are recognised. Furthermore, all costs incurred to earn the profit or loss for year have been recognised in the income statement, including amortisation, depreciation, write-down and provisions as well as reversals as a consequence of changed accounting estimates of amounts previously recognised in the income statement.

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

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

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

Certain financial assets and liabilities are measured at amortised cost, by which a constant redemption yield is recognised over the term. Amortised cost is calculated as original cost less instalments and addition/deduction of the accumulated amortisation of the difference between cost and the nominal amount. Thereby, capital and exchange losses or gains are allocated over the term.

On recognition and measurement, anticipated losses and risks that appear before presentation of the annual report and which confirm or invalidate affairs or conditions existing at the balance sheet date are considered.

The functional currency is Danish kroner, DKK. All other currencies are considered foreign currencies.

Foreign Currency Translations

During the year, transactions in foreign currencies have been translated applying the exchange rate at the transaction date. If currency positions are considered hedge of future cash flows, the value adjustments are recognised directly in equity.

Receivables and debt denominated in foreign currencies have been recognised at the exchange rate of the balance sheet date.

Realised and unrealised exchange gains and losses have been recognised in the income statement under other financial income and expenses.

Income Statement

The income statement has been classified by nature.

Gross profit/loss

The Company has aggregated the items "revenue", "other operating income" as well as external expenses.

Revenue

As income recognition criterion, the completed contract method is applied so that revenue comprises invoiced revenue for the year. Revenue is measured at fair value excl. VAT and less granted goods and customer discounts.

Accounting policies

Other operating income

Other operating income includes financial statement items of a secondary nature in relation to the primary activity of the enterprise, including profit on sale of fixed assets.

External expenses

External expenses comprise selling casts, facility costs and administrative expenses.

Staff costs include wages and salaries including holiday pay and pension and other social security costs etc. to the Company's employees. Staff costs are reduced with payments received from public authorities.

Other operating expenses

Other operating expenses include financial statement items of a secondary nature in relation to the primary activity of the enterprise, including profit from sale of fixed assets.

Income from investments in associates

Income from investments in associates comprises the dividends received for the year.

Other financial income and other financial expenses

Financial income and expenses comprise interest, realised and unrealised exchange gains and losses as well as interest surcharge and interest reimbursements under the Danish Tax Prepayment Scheme.

Tax on profit or loss for the year income taxes

Tax on profit or loss for the year represents 22% of the book profit or loss adjusted for non-taxable and non deductible items.

Tax on profit or loss for the year consists of the anticipated tax portion of the taxable income for the year adjusted for the changes for the year in deferred tax. Changes in deferred taxes due to adjustments of tax rates is recognised in the income statement.

The Company is jointly taxed with other Danish group enterprises with TMF Denamrk A/S as management company. The tax effect of the joint taxation is allocated among the group enterprises in ratio to their taxable income according to the rules on full allocation with a refund for tax losses of the Danish Corporation Tax Act.

Corporation tax relating to the financial year which has not been settled at the balance sheet date is to be classified as corporation tax in receivables or liabalities other than provisions.

Joint tax contributions between the jointly taxed companies which have not been settled at the balance sheet date are classified as joint tax contributions in receivables or liabilities.

The Company is subject to the Danish Tax Prepayment Scheme. Interest reimbursement and interest surcharge have been recognised in financial income and expenses.

Balance Sheet

The balance sheet has been presented in account form.

Assets

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulate amortisation and depreciation. The basis of amortisation and depreciation is cost less estimated residual value after the end of useful life.

Cost comprises the acquisition price as well as costs directly related to the acquisition until the time when the asset is ready to be put into operation. The costprice for an asset is divided into separate components, that are depreciated separately, if the useful life of the individual components is significantly different.

Depreciation is initiated when the assets are ready to be taken into operation. Assets are depreciated on a straight-line basis over their estimated useful lives with following residual values:

Computer equipment - 3 years - residual value 0% Office furniture - 10 years - residual value 0%
Office equipment - 5 years - residual value 0% Software - 3 years - residual value 0% Certificates - 3 years - residual value 0% Leasehold improvments - 4 years -residual value 0%

Minor purchases below DKK 1000 have been recognised as an expense in the income statement in external expenses.

Profit/loss on sale or retirement has been included in the income statement under other operating income and other operating expenses.

Accounting policies

Impairment of property, plant and equipment

The carrying amount of property plant and equipment is reviewed annually for indication of impairment for loss, apart from what is expressed by usual amortisation and depreciation. If this applies, impairment for loss is made of each asset or group of assets, respectively, to lower recoverable amount.

As recoverable amount, the higher of expected net selling price and net present value is applied. The net present value is calculated as the present value of the anticipated cash flows from the use of the asset or the group of assets.

Impairment for loss for the year is recognised in the income statement as amortisation, depreciation and impairment for loss of property, plant and equipment and intangible assets.

Fixed asset investments

Other receivables recognised under fixed assets comprise loans and rental deposits measured at amortised cost, which usually corresponds to nominal amount. In events when the carrying amount exceeds the recoverable amount, impairment for loss is made to such lower value. Impairment for loss for the year is recognised in the income statement as impairment for loss of financial assets.

Investments in group enterprises

Investments in group enterprises have been measured at cost. Cost is reduced by dividends received which exceeds the accumulate earnings after the acquisition.

In the event, the cost exceeds the recoverable amount, a write-down is made to this lower value. Indications of impairment exists for example when dividends exceeds the accumulated earnings since the acquisition or when the cost exceeds the net asset value of the investments companies. Recoverable amount used is the highest value of the expected net sales price and capital value. Capital value is determined as the present value of the expected net cash flow from the possession of the individual investments. Impairment is recognized in the income statement as impairment of financial assets.

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down for bad debt according to an individual assessment.

Contract work in progress

Contract work in progress has been recognised according to the percentage-of-completion method, according to which work in progress is measured at the market value of the work performed. The market value is measured on the basis of the degree of completion at the balance sheet date and the total anticipated income from each work in progress. Completion is calculated as the proportion of the costs incurred [hours] in relation to the expected total costs [hours] of the individual work in progress.

When the market value of the individual work in progress can not be measured reliably, the market value is recognized at cost or net realizable value, if this value is lower.

Prepayments

Prepayments comprise costs incurred relating to subsequent financial years.

Equity and Liabilities

Equity

Management's proposed dividends for the financial year is disclosed as a separate item in equity.

Provision for deferred tax

Deferred tax is measured according to the liability method. Provision has been made for deferred tax by 22 % on all temporary differences between carrying amount and tax-based value of assets and liabilities.

Deferred tax is also measures with respect of the planned use of the asset and the settlement of the liability. The tax value of the tax losses to be carried forwardare included in the calculation of deferred taxes if it is probable that the losses can be used.

The tax-based values of tax losses carried forward are included in the statement of deferred tax if it is probable that the losses can be utilised.

Deferred tax assets which are not expected utilised within a few years have been disclosed in notes under contingent assets.

Other liabilities other than provisions

Other liabilities other than provisions have been measured at amortised cost which corresponds to nominal value.

Deferred income

Income statement

	Year ended		
	Notes	31-12-21 DKK	31-12-20 DKK
Gross profit/loss		22,172,351	18,772,259
Staff costs	1	(12,619,017)	(9,970,337)
Profit/loss before tax depreciation, interest and tax		9,553,334	8,801,922
Depreciation, amortisation and impairment losses Depreciation, leasehold improvements	5,6 7	(85,466) (92,720)	(171,476) (92,720)
Operating profit/loss		9,375,148	8,537,726
Income from investments in group enterprises Other financial income Other financial expenses	8 2 3	(7,313) 87,693 (82,015)	103,293 (159,363)
Profit/loss before tax		9,373,513	8,481,655
Tax on profit/loss for the year	4	(2,070,699)	(1,998,919)
Profit/loss for the year	_	7,302,814	6,482,736
Proposed profit/loss distribution			
Retained earnings		7,302,814	6,482,736
Proposed dividends for the financial year		-	
Profit/loss for the year	_	7,302,814	6,482,736

Balance sheet

	As at		
		31-12-21	31-12-20
Assets	Notes	DKK	DKK
Fixed assets			
Intangible assets	5	_	_
Fixture and fittings, tools and equipment	6	114,329	195,210
Leaseholds improvements	7	114,529	92,720
Leaseriolas improvements	,		32,720
Total property, plant and equipment	_	114,329	287,929
Investments in group enterprises	8	32,687	-
Other receivables	9	1,132,475	1,519,772
Total fixed asset investments		1,165,162	1,519,772
Total fixed assets		1,279,492	1,807,701
Current assets			
Trade receivables		5,231,452	3,826,066
Receivables from group enterprises		1,784,332	2,084,908
Deferred tax assets	4	-	12,846
Prepayments	10	242,072	49,927
Contract work in progress		3,227,602	2,123,110
Total reseivables		40 40E 4E0	8,096,857
Total receivables		10,485,458	0,090,057
Cash		30,909,664	23,005,369
Total current assets		41,395,122	31,102,226
Total Assets		42,674,613	32,909,928
Equity and liabilities			
Equity Share conite!		E 40,000	E 40,000
Share capital		540,000	540,000
Retained earnings		27,891,160	20,588,346
Proposed dividends		-	-
Total equity		28,431,160	21,128,346
But taken			
Provisions Provision for deferred tax	4	15,513	
Flovision for deferred tax	4	10,010	-
Total provisions		15,513	-
Liabilities			
Current liabilities			
Other credit institutions		3,760,769	_
Trade payables		785,536	1,238,272
Payables to group enterprises		2,634,965	1,156,446
Income tax payable	4	1,267,340	859,343
Other payables	·	5,779,329	8,527,520
		44 227 242	
Total current liabilities		14,227,940	11,781,582
Total liabilities		14,227,940	11,781,582
Total Equity and Liabilities		42,674,613	32,909,928
	_		

Statement of changes in equity

	Share capital	Retained earnings	Proposed dividends	Total
Equity as at 1 January 2020	540,000	14,105,610	-	14,645,610
Dividends paid	-	-	-	-
Transferred from distribution of profit/loss		6,482,736	-	6,482,736
Equity as at 1 January 2021	540,000	20,588,346	-	21,128,346
Dividends paid	-	-	-	-
Transferred from distribution of profit/loss		7,302,814	-	7,302,814
Equity as at 31 December 2021	540,000	27,891,160		28,431,160

The share capital consist of 540 certificates of DKK 1,000. The shares have not been divided into classes.

Notes to the financial statements

1 Staff costs	2021	2020
	DKK	DKK
Wages and salaries	(10,240,441)	(8,253,654)
Holiday pay accrual Pension	(94,270) (426,481)	(32,715) (410,635)
Other social security costs	(72,360)	(53,741)
Training expenses	(95,038)	(32,823)
Other staff costs	(1,690,426)	(1,186,769)
	(12,619,017)	(9,970,337)
The average number of employees for year 2021 totalled to 15 (2020: 15).		
2 Other financial income		
	2021 DKK	2020 DKK
Foreign exchange gains	87,688	103,293
Interest income	5	, -
	87,693	103,293
3 Other financial expenses		
Strict Interior September	2021	2020
	DKK	DKK
Interest expense to group enterprises	-	(40,715)
Foreign exchange losses	(80,225)	(111,780)
Other financial expenses	(1,790)	(6,869)
	(82,015)	(159,363)
4 Corporation tax and deferred tax	2021	2020
	DKK	DKK
Current tax for the year	(2,042,340)	(2,051,343)
Deferred tax charge	(28,359)	52,425
	(2,070,699)	(1,998,919)
Current tax for the year	(2,042,340)	(2,051,343)
Voluntary payment	775,000	1,192,000
	(1,267,340)	(859,343)
Deferred tax at 1 January 2021	12,846	(39,579)
Deferred tax at 1 damaily 2021 Deferred tax change	(28,359)	52,425
	(15,513)	12,846

Notes to the financial statements

5 Intangible assets

	Software DKK	ISO certification DKK	<u>Total</u> DKK
Cost			
At 1 January 2020	78,468	158,627	237,095
Additions Disposals	-	-	-
At 31 December 2020	78,468	158,627	237,095
At 31 December 2020		130,027	237,033
At 1 January 2021	78,468	158,627	237,095
Additions	-	=	-
Disposals	<u> </u>	-	
At 31 December 2021	78,468	158,627	237,095
Accumulated depreciation			
Accumulated depreciation At 1 January 2020	78,468	110,305	188,772
Charge for the year	-	48,323	48,323
At 31 December 2020	78,468	158,627	237,095
		·	
At 1 January 2021	78,468	158,627	237,095
Charge for the year	-	-	-
Disposals At 31 December 2021	78,468	158,627	237,095
At 31 December 2021	78,400	130,027	237,093
Carrying amount			
At 1 January 2020	0	48,322	48,323
At 31 December 2020	0	(0)	0
At 1 January 2021	0	(0)	0
At 31 December 2021	0	(0)	0

6 Fixture and fittings, tools and equipment

	Office furniture and equipment DKK	Computer equipment DKK	<u>Total</u> DKK
Cost			
At 1 January 2020			-
Additions	408,425	297,332	705,756
Disposals	-	22,932	22,932
At 31 December 2020	408,425	320,263	728,688
At 1 January 2021	408,425	320,263	728,688
Additions	-	4,585	4,585
Disposals	-	-	=
At 31 December 2021	408,425	324,848	733,273
Accumulated depreciation			
At 1 January 2020	202,671	207,651	410,323
Charge for the year	72,854	50,299	123,154
Disposals	-	· -	-
At 31 December 2020	275,525	257,951	533,476
At 1 January 2021	275,525	257,951	533,476
Charge for the year	43,602	41,866	85,467
Disposals		<u> </u>	=
At 31 December 2021	319,127	299,816	618,943
Carrying amount			
At 1 January 2020	205,754	89,680	295,434
At 31 December 2020	132,899	62,312	195,212
At 1 January 2021	132,899	62,312	195,212
At 31 December 2021	89,298	25,032	114,329

Notes to the financial statements

7 <u>Leaseholds improvements</u>				<u>Total</u> DKK
Cost At 1 January 2020 Additions Disposals			370,880 - -	370,880 - -
At 31 December 2020			370,880	370,880
At 1 January 2021 Additions Disposals			370,880 - -	370,880 - -
At 31 December 2021			370,880	370,880
Accumulated depreciation At 1 January 2020 Charge for the year Disposals			185,440 92,720 -	185,440 92,720 -
At 31 December 2020			278,160	278,160
At 1 January 2021 Charge for the year Disposals			278,160 92,720 -	278,160 92,720 -
At 31 December 2021			370,880	370,880
Carrying amount At 1 January 2020 At 31 December 2020			185,440 92,720	185,440 92,720
			92,720	
At 1 January 2021 At 31 December 2021			92,720	92,720
8 Investments in group enterprises	Ownership share	Contributed capital	Profit or loss for the year	Equity
Group enterprises	Silaic	Сарка	ioi tile year	Ечину
TMF Denmark Payment Servises ApS	100%	40,000	(7,313)	32,687
TOTAL		40,000	(7,313)	32,687
				Total DKK
Cost At 1 January 2021 Additions			40,000	40,000
Disposals At 31 December 2021			40,000	40,000
Impairments				
At 1 January 2021 Charge for the year			- 7,313	- 7,313
Disposals At 31 December 2021			7,313	7,313
Carrying amount at 1 December 2021			32,687	32,687
9 Other receivables			2021	2020
			DKK	DKK
Guarantee deposit Loans to customers			401,927 730,549	401,927 1,117,845
			1,132,475	1,519,772

Notes to the financial statements

10 Prepayments

O <u>Prepayments</u>	2021 DKK	2020 DKK
Prepaid intercompany expenses Prepaid other expenses	204,996 37,075	- 49,927
	242,072	49,927

10 Contingent assets

The Company has no contingent assets (2020: 0).

11 Contractual obligations

Office agreement has been changed only in 2022. TMF Denmark A/S moves to new offices the 1st May 2022. The total amount of the future lease commitment is around DKK 250,000.

* * *