

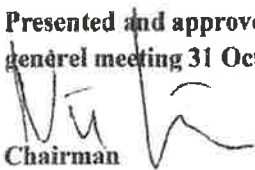
ANNUAL REPORT 2015/16

Area9 Labs ApS
Galionsvej 37
1437 København K

CVR nr. 25167406

Submitter:
Sønderup I/S
Statsautoriserede revisorer
Jyllandsgade 9
4100 Ringsted

**Presented and approved at the company's ordinary
general meeting 31 October 2016**


Chairman
Niels Bach Vildbrad



Contents

Management's Statement on the Annual Report	3
Independent Auditor's Report on the Financial Statements	4
Accounting principles applied	6
Income statement 1 June - 31 May	11
Balance sheet 31 May	12
Notes	14

Management's Statement on the Annual Report

The management have today considered and approved the annual report for Arca9 Labs ApS for the financial year 1 June 2015 to 31 May 2016.

The annual report is presented in accordance with the Danish Financial Statements Act.

In the managements opinion, the financial statements give a true and fair view of the company's financial position at 31 May 2016 and of its financial performance for the financial year 1 June 2015 to 31 May 2016.

We recommend the annual report for approval at the annual general meeting.

Copenhagen, 31 October 2016

Executive Board

Asger Kunak Alstrup Palm

Board of Directors:

Ulrik Juul Christensen

Patrick Milano

Asger Kunak Alstrup Palm

Independent Auditor's Report on the Financial Statements

To the shareholders of Area9 Labs ApS

We have audited the financial statements of Area9 Labs ApS for the financial year 1 June 2015 to 31 May 2016, which comprise income statement, balance sheet and notes, including summary of significant accounting policies, for the Company. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Management's Responsibility for the Financial Statements

The 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 the Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish Audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Management, as well as the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The audit has not resulted in any qualification.

Independent Auditor's Report on the Financial Statements

Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 May 2016 and of the results of the Company's operations for the financial year 1 June 2015 to 31 May 2016 in accordance with the Danish Financial Statements Act.

Ringsted, 31 October 2016

SØNDERUP I/S
statsautoriserede revisorer
CVR 31 82 45 59


Tom Sønderup
State Authorised Public Accountant

Accounting principles applied

The annual report for Area9 Labs ApS 2015/16 has been prepared in accordance with the Danish Financial Statements Act for class B companies.

The income statement is presented by type of expenditure and the balance sheet is presented in account from. The measurement currency used is Danish kroner. All other currencies are considered foreign currency.

The company has, in accordance with the Danish Financial Statements Act § 43A chosen to recognize investments in group companies under the equity method.

General information on recognition and measurement

Income is recognized in the income statement as earned, including any value adjustments of financial assets and liabilities. Furthermore, all costs, including amortisation/depreciation and write-downs, are recognized in the income statement.

Assets are recognized in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of the assets can be measured reliably.

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

The first recognition measures assets and liabilities at cost. Subsequently, assets and liabilities will be measured individually in respect of each accounting item as described below.

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 statement

Gross profit

In pursuance of section 32 (1) of the Danish Financial Statements Act, the first item in the income statement is the gross profit. The item gross profit is the result of revenue, cost of sales, other external cost and other operating income.

Revenue

Revenue from the sale of services is recognized in the income statement as performed, if the income can be determined reliably and is expected to be received. Revenue is recognized ex. VAT and net of discounts in connection with the sale. Revenue corresponds to the market value of the work in progress (production method).

Other external costs

Other external costs comprise costs for distribution, sales, advertising, administration, premises etc.

Accounting principles applied

Staff expenses

Staff expenses contains salaries and wages, including holiday payment, pensions and other social security costs etc. to the company's employees. In staff expenses are received subsidies from public authorities, deducted.

Financial items

Financial income and expenses are recognized in the income statement with the amounts relating to the financial year. The financial items comprise interest income and expense, realized and unrealized exchange rate, gains and losses resulting from transactions in foreign currencies and surcharges and refunds regarding corporation tax.

Tax for the year

The company is jointly taxed with other group companies. The current corporation tax is divided between the jointly taxed companies pro rata to their taxable incomes. The parent company functions as the management company for the joint taxation and handles the tax payments to the danish tax authorities.

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognized in the income statement by the portion attributable to the profit for the year and recognized directly on equity by the portion attributable to entries directly on equity.

Balance sheet

Tangible fixed assets

Operating equipment and tools and fixtures as well as leasehold improvements are measured at cost price less accumulated depreciation and write-down.

Depreciation is based on cost price less expected residual value after end of service life. The cost price includes acquisition price and costs directly linked to the acquisition until the time when the asset is ready for commencement of use.

Straight-line depreciation is based on the following assesment of the assets expected useful lives:

Buildings: Other fixtures and fittings, tools and equipment: 3-10 år. Leasehold improvements: 3-10 years.

Assets with a cost per unit under the tax threshold for small assets are recognized as expenses in the year of acquisition.

Profits or losses in connection with disposal of tangible fixed assets are calculated as the difference between the sales price less sales costs and the book value at the time of sale. Profits and losses are entered in the income statement under other operating income and -costs.

Accounting principles applied

Financial fixed assets

Investments in group companies and associates

Investments in associates are measured at cost. In cases where the cost exceeds net realizable value, it is written down to its recoverable amount.

Dividends from investments in associates are recognized in the parent company's income statement in the period in which the dividend is declared. To the extent that distributed dividends exceed the accumulated earnings after the transfer date, the dividend is recognized as a reduction of the investment cost.

The proportionate share of the group companies are recognized in the income statement. Investments from these companies are recognized in the balance sheet at the proportionate share of the net asset value.

Group companies with negative net asset values are recognized at DKK zero and any receivables from these enterprises are written down by the parent company's share of the negative equity to the extent it is deemed uncollectible. If the negative net book value exceeds the amount owed, the remaining amount is recognized under provisions to the extent that the parent has a legal or constructive obligation to cover the subsidiary's balance sheet.

The total net revaluation of investments in group companies are transferred to reserve for net revaluation according to the equity method under equity. The reserve is reduced by dividend payments to the parent company and by other changes in equity in group companies.

Newly acquired or established companies are recognized in the annual report from the acquisition date. Sold or divested companies are included up to the date of disposal.

Surcharge on acquisition of interests in relation to the actual net asset value is considered goodwill. This goodwill is amortized linearly over the estimated service life. The amortization period for goodwill is in the annual report incorporated with 10 years.

Other receivables

Deposits are measured at cost.

Impairment of fixed assets

The carrying value of intangible and tangible fixed assets and investments in subsidiaries are assessed annually for indications of impairment beyond what is expressed by depreciation.

If there are indications of impairment, an impairment test of each asset or group of assets will be made. Impairment will be made to its recoverable amount if this is lower than the carrying value.

Inventories

Inventories are valued at cost using the FIFO method. In cases where net realizable value is lower than cost, it will be written down to this lower value.

Accounting principles applied

Cost of goods for resale, raw materials and consumables comprise of purchase price plus transportation costs.

The cost of finished goods and work in progress comprises raw materials, direct labor and direct production costs.

The net realizable value of inventories is calculated as the selling price less costs of completion and costs to be incurred to make the sale and is determined taking into account marketability, obsolescence and development in expected sales.

Receivables

Receivables are measured at amortized cost, which usually corresponds to the nominal value. Value is reduced by provisions for bad debts.

Prepayments

Prepaid expenses are recorded as assets.

Dividend

Proposed dividend for the financial year is recognized as a separate component of the equity. Proposed dividends are recognized as a liability at the time of adoption.

Tax payable and deferred tax

Current tax liabilities and current tax assets are recognized in the balance sheet as tax calculated on the taxable income allocated with the current tax rate, and adjusted for tax on prior years taxable income and prepaid taxes.

Deferred tax is measured by the liability method concerning temporary differences between the carrying value and tax value of assets and liabilities, calculated based on the planned use of the assets and settlement of the obligation, respectively.

Deferred tax assets, including the tax value of tax losses allowed for carry-forward, are measured at the value at which the asset is expected to be realisable, either through elimination in tax on future earnings or through offsetting in deferred tax liabilities in the same legal tax unit. Any deferred net tax assets are measured at their net realisation values.

Deferred tax is measured based on the tax rules and tax rates applicable in pursuance of the legislation in force on the balance sheet date when the deferred tax is expected to become payable as current tax. Changes in deferred tax due to change in tax rates is recognized in the income statement.

Liabilities

Liabilities are measured at amortised cost corresponding to the nominal value.

Deferred revenue

Deferred revenue is received payments regarding income related to future financial years.

Accounting principles applied

Conversion of foreign currency

Transactions in foreign currencies are converted at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognized in the income statement as a financial income or expense. If the foreign exchange position is considered to hedge future cash flows, the unrealised exchange adjustments are recognized directly in the equity.

Accounts receivable, payable and other monetary items in foreign currencies that are not settled on the balance sheet date are converted at the exchange rate on the balance sheet date. The difference between the exchange rate on the balance sheet date and the receivable or payable is recognized in the income statement as financial income or expenses.

Fixed assets acquired in foreign currencies are converted at the rate of exchange on the transaction date.

Income statement 1 June - 31 May

Note	2015/16	2014/15
Gross profit	23.862.213	3.587.613
1. Staff costs	-15.065.503	-22.915.896
2. Depreciation and write-downs	-513.832	-645.841
OPERATING PROFIT	8.282.878	-19.974.124
Income from investments in group companies	-12.726.154	-1.194.469
Financial income from group companies	212.488	103.278
Other financial income	6.100	10.574
Financial expenses to group companies	-962.886	-389.586
Other financial costs	-51.139	-54.386
PROFIT/-LOSS BEFORE TAX	-5.238.713	-21.498.713
Tax for the year	-1.876.574	4.354.286
NET PROFIT/-LOSS FOR THE YEAR	-7.115.287	-17.144.427
Appropriation of profit		
Retained earnings	-7.115.287	-17.144.427
Total appropriation	-7.115.287	-17.144.427

Balance sheet 31 May

Note	2015/16	2014/15
ASSETS		
Other fixtures and fittings, tools and equipment	174.567	278.665
Leasehold improvements	302.747	645.563
Total tangible fixed assets	477.314	924.228
3. Financial fixed assets		
Investments in group companies	878.803	1.744.186
Investments in associates	1.000	1.000
Other receivables	581.047	564.123
Total financial fixed assets	1.460.850	2.309.309
TOTAL FIXED ASSETS	1.938.164	3.233.537
Finished goods and merchandise	7.688.613	5.671.815
Total inventories	7.688.613	5.671.815
Receivables from sales and services	394.102	122.854
Receivables from group companies	7.974.147	1.268.002
Deferred tax assets	108.221	1.218.413
Other receivables	5.721.533	21.516.527
Prepayments	18.894	31.882
Total receivables	14.216.897	24.157.678
Cash funds	2.925.252	1.498.815
Total cash funds	2.925.252	1.498.815
TOTAL CURRENT ASSETS	24.830.762	31.328.308
TOTAL ASSETS	26.768.926	34.561.845

Balance sheet 31 May

Note	2015/16	2014/15
EQUITY AND LIABILITIES		
4. Equity		
5. Share capital	80.000	80.000
Retained earnings	-24.259.715	-17.144.427
TOTAL EQUITY	-24.179.715	-17.064.427
Other credit institutions	61.278	330.312
Suppliers of goods and services	506.085	1.403.431
Payables to group companies	38.249.813	30.673.643
Payables to associates	0	2.601.591
Income tax	766.382	0
Other payables	3.594.403	4.877.217
Deferred income	7.770.680	11.735.134
Debt to shareholders and management	0	4.944
Total short-term liabilities	50.948.641	51.626.272
TOTAL LIABILITIES	50.948.641	51.626.272
TOTAL EQUITY AND LIABILITIES	26.768.926	34.561.845

- 6. Uncertainty about the continued operation
- 7. Main activity
- 8. Contingencies

Noter

	2015/16	2014/15
1. Staff costs		
Salaries	14.551.013	22.306.537
Pension costs	408.234	475.793
Other social security costs	106.256	133.566
Total staff costs	<u>15.065.503</u>	<u>22.915.896</u>
2. Depreciation and write-downs		
Depreciation and write-downs of fixed assets	513.832	645.841
Total depreciation and write-downs	<u>513.832</u>	<u>645.841</u>
3. Financial fixed assets		
Specification of investments in group companies		
Area9 Inc., USA, 100%		
Area9 Learning ApS, Copenhagen, 100%		
Specification of investments in associated companies		
Comapping A/S, Copenhagen, 47,5%		
4. Equity		
Share capital		
Beginning of year	80.000	80.000
End of year	<u>80.000</u>	<u>80.000</u>
Retained earnings		
Beginning of year	-17.144.428	0
Transferred from net profit	-7.115.287	-17.144.427
End of year	<u>-24.259.715</u>	<u>-17.144.427</u>
Dividend		
Equity end of year	<u>-24.179.715</u>	<u>-17.064.427</u>

5. Share capital

The share capital consists of 80.000 shares of DKK 1,00. No shares have special rights.

Noter

6. Uncertainty about the continued operation

The company's continued operation is subject to the retention of the credit available from suppliers and main shareholder, under the current conditions, and that fresh capital is contributed if needed. There is nothing that indicates that the credits would not be available and that there should not be given additional credit for at least 12 months from the balance sheet date. There is delivered letter of intent about necessary credit from main shareholder until 31 May 2017. The annual report is prepared in accordance with the principle of continuous operation.

7. Main activity

The company's main activity is to carry production, trade, services and consultancy activities as well as other activities related therewith.

8. Contingencies

The company is liable for the total tax of jointly taxed Danish companies.