

# Signal Arkitekter ApS

Århusgade 88, 2.

2100 København Ø

## Annual Report 2022

The Annual Report was presented and adopted at  
the Annual General Meeting of the Company

on 20 June 2023

  
\_\_\_\_\_  
Chair, Tanja Roijer Warkentin Hillerup

CVR No. 25 31 93 62

*This report contains 16 pages*

## **Contents**

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Company Information	5
Management's Review	6
Financial statements for period 1 January - 31 December 2022	7
Income statement	7
Balance sheet	8
Notes to the financial statements	11

## Statement by the Board of Directors and the Executive Board

The Board of Directors and Executive Board have today discussed and adopted the annual report for Signal Arkitekter 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.

It is our opinion that the financial statements give a true and fair view of the company's financial position on 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 and performance of the company's activities and of the company's results for the year and the financial position.

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


Copenhagen, June 19<sup>th</sup>, 2023

Executive Board:



Janus Rostock  
CEO

Board of Directors:



Troels Bjerg  
Chair



Andrew Price



Ulla Riber



Rune Christensen



Martin Kjær Hansen

## **Independent auditor's report**

### **To the shareholders of Signal Arkitekter ApS**

#### **Opinion**

We have audited the financial statements of Signal Arkitekter ApS for the financial year 1 January – 31 December 2022, which comprise income statement, balance sheet and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 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 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

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.

#### **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 as to 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 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 the financial statements.

## **Independent auditor's report**

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism 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 note 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 the Management's review.

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

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

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed; we conclude that the 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 the Management's review.

Copenhagen, June 19<sup>th</sup>, 2023  
EY Godkendt Revisionspartnerselskab  
CVR no. 30 70 02 28



Claus Kronbak  
State Authorised  
Public Accountant  
mne28675



Thomas Bruun Kofoed  
State Authorised  
Public Accountant  
mne28677

## **Company Information**

### **Company details**

Signal Arkitekter ApS  
Århusgade 88, 2.  
2100 København Ø

CVR No: 25 31 93 62  
Established: 1 April 2000  
Registered office: Copenhagen  
Financial year: 1 January - 31 December

### **Board of Directors**

Troels Bjerg (Chair)  
Andrew Price  
Ulla Riber  
Rune Christensen  
Martin Kjær Hansen

### **Executive Board**

Janus Rostock

### **Auditors**

EY Godkendt Revisionspartnerselskab  
Dirch Passers Allé 36  
2000 Frederiksberg

### **Annual General Meeting**

The Annual General Meeting is expected to be held on June 20<sup>th</sup>, 2023 at Buddingevej 197, 2860 Søborg.

## **Management's Review**

### **Operating review**

The company's purpose is to carry out consulting architect business as well as any related business activities.

### **Development in activities and financial position**

In 2022, Signal recorded a loss of DKK 1,322 thousand (2021: loss of DKK 2,624 thousand). The financial result reflects the continued transition as SIGNAL is moving towards a more predictable and higher revenue business. In 2022 Signal saw increased sales activities and successful delivery of our senior advisory and design on projects in Denmark. In addition to yielding better financial results, these projects in general also bring more valuable and lasting outcomes to customer workplaces.

Total assets amounted to DKK 7,965 thousand (2021: DKK 9,284 thousand) and Equity is DKK 1,752 thousand (2021: DKK 3,074 thousand).

In 2023, management will focus on maintaining the strong momentum from past years. Key focus point will be continued sales activities, excellence in delivery and client management. Lifting workforce capabilities within sustainability will enable this topic to become the centre of the workplace offerings of the future. Also, further improvements to the operating model through automation will create efficiencies and provide transparency in our project management and further improve operational performance.

As opposed to the two previous years no capital injection from ISS Global A/S was required in 2022, due to the financial performance.

### **Events after the balance sheet date**

We are not aware of events subsequent to 31 December 2022, which are expected to have a material impact on Signal Arkitekter ApS' financial position.



## Financial statements for period 1 January - 31 December 2022

### Income statement

	Note	2022	2021
		DKK'000	DKK'000
<b>Gross profit</b>		14,496	8,913
Staff costs	2	-15,162	-11,104
Depreciation and amortisation		-949	-991
<b>Operating profit</b>		<b>-1,615</b>	<b>-3,182</b>
Financial income	3	5	0
Financial expenses	4	-85	-153
<b>Loss before tax</b>		<b>-1,695</b>	<b>-3,335</b>
Tax on profit for the year		373	711
<b>Net loss for the year</b>		<b>-1,322</b>	<b>-2,624</b>
<b>Proposed distribution of loss:</b>			
Retained earnings		-1,322	-2,624
		<b>-1,322</b>	<b>-2,624</b>

## Financial statements for period 1 January - 31 December 2022

### Balance sheet

	Note	2022	2021
		DKK'000	DKK'000
<b>ASSETS</b>			
Software		5	17
<b>Intangible assets</b>		<b>5</b>	<b>17</b>
Fixtures and fittings, tools, and equipment		45	86
Leasehold improvements		4	26
Right-of-use assets		1,749	2,623
<b>Property, plant and equipment and leases</b>		<b>1,798</b>	<b>2,735</b>
Other financial assets		511	446
<b>Financial assets</b>		<b>511</b>	<b>446</b>
<b>Non-current assets total</b>		<b>2,314</b>	<b>3,198</b>
Deferred tax		8	22
Trade receivables		4,209	2,229
Contract work in progress for third parties		537	159
Receivables from companies within the ISS Group		241	2,659
Prepayments		191	164
Other receivables		22	2
<b>Current assets</b>		<b>5,208</b>	<b>5,235</b>
Liquid funds		443	851
<b>Current assets total</b>		<b>5,651</b>	<b>6,086</b>
<b>TOTAL ASSETS</b>		<b>7,965</b>	<b>9,284</b>

## Financial statements for period 1 January - 31 December 2022

### Balance sheet

	Note	2022	2021
		DKK'000	DKK'000
<b>EQUITY</b>			
<b>Equity</b>			
Share capital		208	208
Retained earnings		1,544	2,866
<b>Total equity</b>		<b>1,752</b>	<b>3,074</b>
<b>LIABILITIES</b>			
Provisions	5	1,370	1,370
Lease obligations		1,013	1,965
<b>Non-current liabilities</b>		<b>2,383</b>	<b>3,335</b>
Contract work in progress for third parties		-	108
Lease obligations		952	892
Trade payables		676	362
Other liabilities		2,202	1,512
<b>Current liabilities</b>		<b>3,830</b>	<b>2,874</b>
<b>Total liabilities</b>		<b>6,213</b>	<b>6,210</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>7,965</b>	<b>9,284</b>
<b>Contingent liabilities</b>	6		
<b>Related parties</b>	7		
<b>Subsequent events</b>	8		

### Statement of changes in equity

DKK '000	Share capital	Retained earnings	Total
<b>Equity at 1 January 2022</b>	<b>208</b>	<b>2,866</b>	<b>3,074</b>
Transfer through appropriation of loss	-	-1,322	-1,322
<b>Equity at 31 December 2022</b>	<b>208</b>	<b>1,544</b>	<b>1,752</b>

## **Notes to the financial statements**

### **1 Accounting policies**

#### **Basis of preparation**

The annual report for Signal Arkitekter ApS for the financial year ended 31 December 2022 have been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The financial statements are presented in Danish kroner (DKK). All amounts have been rounded to nearest DKK thousand, unless otherwise indicated. The accounting policies used in the preparation of the financial statements are consistent with those of last year.

#### **Recognition and measurement in general**

Income is recognized in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortized cost are recognized. Moreover, all expenses incurred to achieve the earnings for the year are recognized in the income statement, including depreciation, amortization, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts previously recognized in the income statement.

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

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each below. Recognition and measurement consider gains, losses and risks that arise before the annual report is presented and which prove or disprove matters existing at the balance sheet date.

#### **Income statement**

##### **Gross profit or loss**

Gross profit or loss comprise revenue, cost of sales and other external costs.

##### **Revenue**

The Company has chosen IFRS 15 as interpretation for revenue recognition.

With reference to section 32 of the Danish Financial Statement Act, revenue has not been disclosed in the income statement. This is due competition related matters in local markets.

Revenue from contracts with customers is recognised when control of the services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services. Control is transferred over time as Signal Arkitekter ApS' performance does not create or enhances an asset with an alternative use and the Company has an enforceable right to payment for performance completed to date.

## Notes to the financial statements

### 1 Accounting policies (*continued*)

The input method is used to measure progress towards complete satisfaction of the service because there is a direct relationship between incurred costs, and the work performed under a given contract.

Revenue excludes amounts collected on behalf of third parties, e.g. VAT and duties.

#### Cost of sales

Cost of sales comprise the product consumption measured at cost for the period.

#### Other external costs

Other external costs comprise costs related to the company's primary activities including office costs, sales promotion costs etc. Impairment losses on trade receivables are also included.

#### Staff costs

Staff costs comprise wages and salaries, pensions and other social costs for the company's employees.

#### Depreciation and amortization

Depreciation and amortization comprise depreciation, amortisation and impairment relating to property, plant and equipment as well as leases and intangible assets respectively.

#### Financial income and expenses

Financial income and expenses comprise interest income and expenses, interest on leased assets, realized and unrealized gains and losses on securities, gain and losses on transactions denominated in foreign currencies, amortization of financial assets and liabilities as well as additions and reimbursement under the Danish prepayment scheme, etc.

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

Tax for the year comprises the current tax for the year and changes in deferred tax. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

### Balance Sheet

#### Intangible assets

Software is measured at cost less accumulated amortization and less any accumulated impairment losses.

The cost comprises the purchase price and other directly attributable cost of preparing the assets for its intended use.

Amortization is calculated on a straight-line basis over the estimated useful lives of the assets, which are:

Software licenses	5 years
-------------------	---------

## Notes to the financial statements

### 1 Accounting policies (*continued*)

Amortization methods and useful lives are reassessed at each reporting date and adjusted prospectively if appropriate.

Software is written down to recoverable amount if it is lower than carrying amount.

#### Property, plant and equipment and leases

##### Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

The cost comprises the purchase price and costs directly related to the acquisition until the date when the asset is ready for intended use.

Depreciation is based on the cost of the assets less its residual value calculated on a straight-line basis over the expected useful lives of the assets, which are:

Fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	5 years (the lease term)

Depreciation methods and useful lives are reassessed at each reporting date and adjusted prospectively if appropriate.

Property, plant and equipment are written down to recoverable amount if it is lower than carrying amount.

##### Leases

Leases are recognized at the commencement date of the lease. Leases are measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurements of lease liabilities.

Cost comprise the amount of lease liabilities recognized, initial direct cost and dismantling and restoration costs incurred as well as lease payments made at or before the commencement date less any lease incentives received.

The Company has chosen IFRS 16 as interpretation of financial leases.

Leases are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful life of the asset. Buildings are depreciated over 5 years and cars over 2 years.

##### Other financial assets

This category comprise assets related to deposits for the office rental agreement for Signal offices in Århusgade, København. The amount is adjusted annually following contractual increases included in rental agreement with the landlord.

##### Other liabilities

Other liabilities are measured at net realisable value.

## Notes to the financial statements

### 1 Accounting policies (*continued*)

#### Receivables

Receivables are measured at amortised cost, which usually approximates the nominal value, less impairment losses. Impairment losses are recognised when objective evidence indicates that an individual receivable or a portfolio of receivables with similar risk characteristics is impaired.

The Company has chosen IAS 39 as interpretation of impairment of financial receivables.

#### Contract work in progress

Contract work in progress is measured at the selling price of the work performed at the reporting date.

The selling price is measured based on the stage of completion and the total expected income for each ongoing work. The stage of completion is measured by the ratio of actual resource consumption and the budgeted resource consumption.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

The individual contract work in progress is recognised in the balance sheet under receivables or liabilities, depending on whether the net value, which is calculated as the selling value price prepaid payments received, is positive or negative.

#### Prepayments

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

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

#### Liquid funds

Liquid funds comprise cash and bank deposits.

#### Corporation tax and deferred tax

The company is covered by the Danish rules of joint taxation with the ultimate Danish holding company ISS A/S and other Danish subsidiaries. ISS A/S is the administration company for the joint taxation and settles all tax payments with the tax authorities. The Danish income tax payable is allocated between the jointly taxed Danish companies based on their proportion of taxable income (full absorption including reimbursement of tax deficits). Payable and receivable joint tax contributions are recognised in the balance sheet as receivables or debt to affiliates.

Deferred tax is measured in accordance with the liability method and comprises all temporary differences between accounting and tax values of assets and liabilities. When alternative taxation rules can be applied to determine the tax base, deferred tax is measured according to management's intended use of the assets or settlement of the liability, respectively.

Deferred tax is measured according to the taxation rules and tax rates applicable at the reporting date when the deferred tax is expected to be realized as current tax.

Deferred tax assets, including the tax base of tax losses carried forward, are recognized at the expected value of their utilization, either as a set-off against tax on future income or as a set-off against deferred tax liabilities.

## Notes to the financial statements

	2022	2021
	DKK'000	DKK'000
<b>2 Staff costs</b>		
Wages and salaries	13,744	9,915
Pensions	1,285	1,001
Other social security costs	133	188
	<u>15,162</u>	<u>11,104</u>
Average number of full-time employees	<u>23</u>	<u>17</u>
<b>3 Financial income</b>		
Interest income from companies within the ISS Group	5	0
	<u>5</u>	<u>0</u>
<b>4 Financial expenses</b>		
Interest expenses	69	108
Loss on foreign exchange	3	6
Other financial expenses	13	39
	<u>85</u>	<u>153</u>

### 5 Provisions

Holiday debt with a maturity of more than 5 years estimated to be 1,370 DKK thousand.

### 6 Contingent liabilities

The company is jointly taxed with the Danish companies in the ISS Group. Together with the other Danish companies, the company have a joint and unlimited liability of Danish corporation taxes and Danish withholding taxes on dividends, interests, and royalties in the joint taxation. On 31 December 2022, the jointly taxed companies' net liabilities to SKAT amounted to DKK 0 thousand. Any subsequent corrections of the taxable income subject to joint taxation may entail that the Company's liability will increase.

In addition, there are no company liabilities not recognised in the financial statement.



## **Notes to the financial statements**

### **7 Related parties**

Signal Arkitekter ApS's related parties comprise the following:

#### **Parties exercising control**

ISS Global A/S owns 100% of the shares of the company. The company is included in the consolidated financial statements for ISS Global A/S (CVR no. 21 40 83 95) and the Danish holding company ISS A/S (CVR no. 28 50 47 99), both Buddingevej 197, DK - 2860 Søborg.

#### **Transactions with related parties**

During the year, there have been transactions with related parties concerning, loans, interests, taxes, royalties, facility services, IT fees as well as workplace services delivered to ISS.

### **8 Subsequent events**

We are not aware of events subsequent to 31 December 2022, which are expected to have a material impact on Signal Arkitekter ApS' financial position.