

# AS Solution A/S

Marielundvej 46 E, 2730 Herlev

Company reg. no. 26 90 96 86

# **Annual report**

1 January - 31 December 2019

The annual report was submitted and approved by the general meeting on the 5 March 2020.

Karsten Kielland Chairman of the meeting





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#### Notes:

- $\bullet \ \ \text{To ensure the greatest possible applicability of this document, British English terminology has been used. }$
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

# Management's report

The board of directors and the managing director have today presented the annual report of AS Solution A/S for the financial year 1 January to 31 December 2019.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2019 and of the company's results of its activities in the financial year 1 January to 31 December 2019.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Herley, 5 March 2020

### **Managing Director**

Sonny Schürer

#### **Board of directors**

Edward Barry Silverman

Sonny Schürer

Karsten Kielland

#### To the shareholder of AS Solution A/S

#### **Opinion**

We have audited the annual accounts of AS Solution A/S for the financial year 1 January to 31 December 2019, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January to 31 December 2019 in accordance with the Danish Financial Statements Act.

#### **Basis for opinion**

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

#### The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

## **Independent auditor's report**

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts reflect 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 the internal control that we identify during our audit.

#### Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

# **Independent auditor's report**

Furthermore, 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 believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Copenhagen, 5 March 2020

### **BUUS JENSEN**

State Authorised Public Accountants Company reg. no. 16 11 90 40

Ulrik Nørskov State Authorised Public Accountant mne29456 Michael Markussen State Authorised Public Accountant mne34295

# Company data

**The company** AS Solution A/S

Marielundvej 46 E

2730 Herlev

Company reg. no. 26 90 96 86

Established: 10 December 2002 Domicile: Herley, Denmark

Financial year: 1 January 2019 - 31 December 2019

**Board of directors** Edward Barry Silverman, Chairman

Sonny Schürer Karsten Kielland

Managing Director Sonny Schürer

Auditors BUUS JENSEN, Statsautoriserede revisorer

# Management's review

# The principal activities of the company

The companys principal activities is security services and related activities.

# Development in activities and financial matters

The results from ordinary activities after tax are DKK 7.123.000 against DKK 5.848.000 last year. The management consider the results satisfactory.

### Own shares

The enterprise' holding of own shares is 150.000 shares of DKK 650.000 each, corresponding to 23 % of the contributed capital.

# **Profit and loss account 1 January - 31 December**

All amounts in DKK.

Note	<del>2</del> -	2019	2018
	Gross profit	25.952.554	23.173.661
1	Staff costs	-17.205.903	-16.277.943
	Depreciation and writedown relating to tangible fixed assets	-669.217	-829.925
	Operating profit	8.077.434	6.065.793
2	Other financial income from group enterprises	793.067	620.930
	Other financial income	354.420	935.208
3	Other financial costs	-76.542	-110.068
	Results before tax	9.148.379	7.511.863
4	Tax on ordinary results	-2.024.978	-1.664.058
	Results for the year	7.123.401	5.847.805
	Proposed distribution of the results:		
	Allocated to results brought forward	7.123.401	5.847.805
	Distribution in total	7.123.401	5.847.805

# **Balance sheet 31 December**

All amounts in DKK.

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Note		2019	2018
	Fixed assets		
5	Other plants, operating assets, and fixtures and furniture	1.422.215	1.349.032
	Tangible fixed assets in total	1.422.215	1.349.032
6	Deposits	139.185	135.131
	Financial fixed assets in total	139.185	135.131
	Fixed assets in total	1.561.400	1.484.163
	Current assets		
	Trade debtors	3.750.936	3.746.938
	Amounts owed by group enterprises	24.413.595	14.985.440
	Accrued income and deferred expenses	103.603	97.844
	Debtors in total	28.268.134	18.830.222
	Available funds	2.353.785	3.372.702
	Current assets in total	30.621.919	22.202.924
	Assets in total	32.183.319	23.687.087

# **Balance sheet 31 December**

All amounts in DKK.

	<b>Equity and liabilities</b>		
Note	<u>&gt;</u>	2019	2018
	Equity		
7	Contributed capital	650.000	650.000
8	Results brought forward	24.527.685	17.404.284
	Equity in total	25.177.685	18.054.284
	Provisions		
	Provisions for deferred tax	22.000	32.000
	Provisions in total	22.000	32.000
	Liabilities		
	Leasing liabilities	0	299.413
9	Long-term liabilities in total	0	299.413
9	Short-term part of long-term liabilities	299.344	284.000
	Prepayments received from customers	0	100.384
	Trade creditors	2.452.515	1.891.537
	Debt to group enterprises	315.127	21.797
	Corporate tax	982.466	1.743.390
	Other debts	2.934.182	1.227.126
	Accrued expenses and deferred income	0	33.156
	Short-term liabilities in total	6.983.634	5.301.390
	Liabilities in total	6.983.634	5.600.803
	Equity and liabilities in total	32.183.319	23.687.087

# 10 Mortgage and securities

# 11 Contingencies

# Notes

A11	amounts	in	DKK.

7 111 6	amounts in DXX.		
		2019	2018
1.	Staff costs		
	Salaries and wages	16.621.493	15.597.386
	Pension costs	356.362	362.074
	Other costs for social security	228.048	318.483
		17.205.903	16.277.943
	Average number of employees	33	41
2.	Other financial income from group enterprises		
	Interest, group enterprises	793.067	620.930
		793.067	620.930
3.	Other financial costs		
	Financial costs, group enterprises	14.150	57.565
	Other financial costs	62.392	52.503
		76.542	110.068
4.	Tax on ordinary results		
٦.	•	2 024 079	1 741 050
	Tax of the results for the year  Adjustment for the year of deferred tax	2.034.978 -10.000	1.741.058 -77.000
	Adjustificite for the year of deferred tax		
		2.024.978	1.664.058

All amounts in DKK.

		31/12 2019	31/12 2018
5.	Other plants, operating assets, and fixtures and furniture		
	Cost 1 January 2019	7.774.450	7.767.538
	Additions during the year	742.400	64.486
	Disposals during the year	-40.000	-57.574
	Cost 31 December 2019	8.476.850	7.774.450
	Depreciation and writedown 1 January 2019	-6.425.418	-5.653.067
	Depreciation and writedown for the year	-669.217	-829.925
	Depreciation and writedown, assets disposed of	40.000	57.574
	Depreciation and writedown 31 December 2019	-7.054.635	-6.425.418
	Book value 31 December 2019	1.422.215	1.349.032
	Leased assets are included with a book value of	545.652	756.872
6.	Deposits		
	Cost 1 January 2019	135.131	131.195
	Additions during the year	4.054	3.936
	Cost 31 December 2019	139.185	135.131
	Book value 31 December 2019	139.185	135.131
7.	Contributed capital		
	Contributed capital 1 January 2019	650.000	650.000
		650.000	650.000

The share capital consists of 650.000 shares, each with a nominal value of DKK 1. No shares hold particular rights. Treasury shares consists of 150.000 shares, each with a nominal value of DKK 1.

### **Notes**

All amounts in DKK.

		31/12 2019	31/12 2018
8.	Results brought forward		
	Results brought forward 1 January 2019	17.404.284	11.556.479
	Profit or loss for the year brought forward	7.123.401	5.847.805
		24.527.685	17.404.284
9.	Liabilities		

	Debt in total 31 Dec 2019	Short-term part of long- term liabilities	Long-term debt 31 Dec 2019	Outstanding debt after 5 years
Leasing liabilities	299.344	299.344	0	0
	299.344	299.344	0	0

#### **10.** Mortgage and securities

Other plants, operating assets, fixtures and furniture, all representing a book value of T.DKK 546 at 31 December 2019 have been financed by means of financial leasing. At 31 December 2019, the liabilities of this financial leasing amount to T.DKK 299.

#### 11. **Contingencies**

## **Contingent liabilities**

Leasing liabilities	tousands 807
Contingent liabilities in total	807

#### **Joint taxation**

The company is the administration company of the group of companies subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

The total tax payable under the joint taxation amounts to T.DKK 1.000.

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All amounts in DKK.

# 11. Contingencies (continued)

# **Joint taxation (continued)**

The liability relating to obligations in connection with withholding tax on dividends, interest and royalties represents an estimated maximum of T.DKK 0.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.

The annual report for AS Solution A/S is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

#### Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

#### Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

In case the foreign group enterprises and associated enterprises meet the criteria for being independent units, the profit and loss accounts are translated by using an average exchange rate for the period in question, and the balance sheet items are translated by using the closing rate. Differences arising in connection with the translation of the equity of foreign group enterprises at the beginning of the year to the closing rate are recognised directly in the equity. The same goes for differences arising in connection with translation of the profit and loss accounts from average exchange rate to the closing rate.

At recognition of foreign group enterprises which are integrated units, the monetary items are translated by using the closing rate. Non monetary items are translated by using the exchange rate prevailing at the time of acquisition or at the time of the following depreciation or writedown of the asset. The items of the profit and loss account are translated by using the exchange rate prevailing at the date of the transaction. However, items in the profit and loss account deriving from non monetary items are translated by using historical prices.

Currency adjustment of balances with group enterprises abroad that are considered part of the total investment in group enterprises are recognised directly in the equity. Likewise, foreign exchange gains and losses on loans and derived financial instruments for currency hedging independent group enterprises abroad are recognised in the equity.

# The profit and loss account

# **Gross profit**

The gross profit comprises the net turnover, costs of sales, and other external costs.

Net turnover from the sale of services is recognised in the result concurrently with delivery of the services. Thus, the net turnover corresponds to the sales value of the completed services of the year (production method). Recognition at sales value requires that the total income, the total costs and the scope of completion on the balance sheet date can be determined reliably, and that it is likely that payment will be received by the company.

Costs of sales comprise costs for subcontractors, equipment etc.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

#### **Staff costs**

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

#### Depreciation, amortisation and writedown

Depreciation, comprise depreciation for the year and gains and losses on disposal of tangible fixed assets.

#### **Net financials**

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

## Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises. The company acts as an administration company in relation to the joint taxation. This means that the total Danish tax payable of the income of the Danish consolidated companies is paid to the tax authorities by the company.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

# The balance sheet

# Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

If the amortisation period or the residual value is changed, the effect on amortisation will in the future be recognised as a change in the accounting estimates.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life and the residual value of the individual assets:

Useful life Residual value
Other plants, operating assets, fixtures and furniture 3-5 years 0 %

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or loss is recognised in the profit and loss account under depreciation.

#### Leases

At the first recognition in the balance sheet, leases concerning tangible fixed assets by which the company holds all essential risks and advantages attached to the proprietary right (finance lease) are measured either at fair value or at the present value of the future lease payments, whichever value is lower. When calculating the present value, the internal interest rate of the lease or alternatively the borrowing rate of the enterprise is used as discount rate. Afterwards, assets held under a finance lease are treated in the same way as other similar tangible assets.

The capitalised residual lease commitment is recognised in the balance sheet as a liability, and the interest part of the lease is recognised in the profit and loss account over the term of the contract.

Leases are regarded as operating leases. Payments in connection with operating leases and other rental agreements are recognised in the profit and loss account over the term of the contract. The company's total liabilities concerning operating leases and rental agreements are recognised under contingencies etc.

#### Writedown of fixed assets

The book values of tangible fixed assets are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets respectively. Writedown takes place to the recoverable amount, if this value is lower than the book value.

The recoverable value is equal to the value of the net selling price or the value in use, whichever is higher. The value in use is determined as the present value of the expected net cash flow deriving from the use of the asset or the group of assets.

Previously recognised writedown is reversed when the condition for the writedown no longer exist. Writedown relating to goodwill is not reversed.

#### **Financial fixed assets**

# Other securities and equity investments

Securities and equity investments recognised under fixed assets comprise listed bonds and shares which are measured at fair value on the balance sheet date. Listed securities are measured at market price.

Other unlisted securities are measured at cost. Writedown takes place to the recoverable amount, if this value is lower than the book value.

#### **Deposits**

Deposits are measured at amortised cost and represent rent deposits, etc.

#### **Debtors**

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

### Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

#### Available funds

Available funds comprise cash at bank and in hand.

#### **Equity**

#### Own shares

Purchase prices and sales prices of own shares are recognised directly in the equity. The capital reduction in connection with the cancellation of own shares reduces the share capital by an amount corresponding to the nominal value of the shares and increases the results brought forward respectively. The dividend of own shares is recognised directly in the equity under results brought forward.

# Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

AS Solution A/S is jointly taxed with the Danish group companies and acts in this respect as the administration company. According to the rules of joint taxation, AS Solution A/S is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax assets, including the tax value of tax losses eligible for carry over, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set off in deferred tax liabilities within the same legal tax unit.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

#### Liabilities

Capitalised residual leasing liabilities in connection with financial leasing contracts are recognised in the financial liabilities.

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

### Accrued expenses and deferred income

Received payments concerning income during the following years are recognised under accrued expenses and deferred income.