

---

# ***FFW Danmark ApS***

Lyngbyvej 2, DK-2100 Copenhagen

## **Annual Report for 1 January - 31 December 2019**

---

CVR No 28 68 75 40

The Annual Report was  
presented and adopted at  
the Annual General  
Meeting of the Company on  
29/5 2020

Magnus Christensen  
Chairman of the General  
Meeting



# Contents

	<u>Page</u>
<b>Management's Statement and Auditor's Report</b>	
Management's Statement	1
Independent Auditor's Report	2
<b>Company Information</b>	
Company Information	5
Management's Review	6
<b>Financial Statements</b>	
Income Statement 1 January - 31 December	7
Balance Sheet 31 December	8
Statement of Changes in Equity	10
Notes to the Financial Statements	11

# Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of FFW Danmark ApS for the financial year 1 January - 31 December 2019.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2019 of the Company and of the results of the Company operations for 2019.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 30 January 2020

## Executive Board

Thomas Pedersen  
Executive Officer

## Board of Directors

Thomas Pedersen  
Chairman

Magnus Sveen Christensen

Michael Koefoed Steensborg  
Drejer

# Independent Auditor's Report

To the Shareholder of FFW Danmark ApS

## Opinion

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

We have audited the Financial Statements of FFW Danmark ApS for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Statement on Management's Review

Management is responsible for Management's Review.

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

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 Financials Statements Act.

Based on the work we have performed, in our view, 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 in Management's Review.

# Independent Auditor's Report

## Management's responsibilities for the Financial Statements

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

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the Financial Statements

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

As part of an audit conducted in accordance with ISAs and the 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.

## Independent Auditor's Report

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Hellerup, 30 January 2020

**PricewaterhouseCoopers**

Statsautoriseret Revisionspartnerselskab

*CVR No 33 77 12 31*

Niels Henrik B. Mikkelsen

statsautoriseret revisor

mne16675

## **Company Information**

### **The Company**

FFW Danmark ApS  
Lyngbyvej 2  
DK-2100 Copenhagen

CVR No: 28 68 75 40  
Financial period: 1 January - 31 December  
Municipality of reg. office: Copenhagen

### **Board of Directors**

Thomas Pedersen, Chairman  
Magnus Sveen Christensen  
Michael Koefoed Steensborg Drejer

### **Executive Board**

Thomas Pedersen

### **Auditors**

PricewaterhouseCoopers  
Statsautoriseret Revisionspartnerselskab  
Strandvejen 44  
DK-2900 Hellerup

## **Management's Review**

Financial Statements of FFW Danmark ApS for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The Annual Report has been prepared under the same accounting policies as last year.

### **Key activities**

The company delivers services within digital technology, data, strategy, design and UX, mainly for medium and large enterprises, governmental and NGOs.

### **Development in the year**

The income statement of the Company for 2019 shows a loss of DKK 1,020,755, and at 31 December 2019 the balance sheet of the Company shows equity of DKK 2,077,002.

The group entities FFW Danmark ApS and Chainbizz 2009 A/S merged on 7 January 2020 with accounting effect from 1 January 2019. For the merger the uniting of interests method has been used which means that the two enterprises are combined at carrying amounts. The uniting of interests method is applied as if the two enterprises had always been combined by restating comparative figures.

### **Subsequent events**

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.



## Income Statement 1 January - 31 December

	Note	2019 DKK	2018 DKK
<b>Revenue</b>		<b>84,987,360</b>	<b>78,342,113</b>
Other operating income		0	711,069
Production expenses		-49,125,770	-40,544,272
Other external expenses		-11,391,280	-15,553,650
<b>Gross profit/loss</b>		<b>24,470,310</b>	<b>22,955,260</b>
Staff expenses	1	-20,520,656	-18,817,716
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	2	-3,983,083	-788,633
Other operating expenses		-486,812	0
<b>Profit/loss before financial income and expenses</b>		<b>-520,241</b>	<b>3,348,911</b>
Financial income	3	923,594	469,884
Financial expenses	4	-1,707,157	-1,712,267
<b>Profit/loss before tax</b>		<b>-1,303,804</b>	<b>2,106,528</b>
Tax on profit/loss for the year	5	283,049	-500,905
<b>Net profit/loss for the year</b>		<b>-1,020,755</b>	<b>1,605,623</b>

## Distribution of profit

### Proposed distribution of profit

Transfer for the year to other reserves	0	573,000
Retained earnings	-1,020,755	1,032,623
	<b>-1,020,755</b>	<b>1,605,623</b>

# Balance Sheet 31 December

## Assets

	Note	2019 DKK	2018 DKK
Completed development projects		0	502,502
Development projects in progress		0	3,157,105
<b>Intangible assets</b>	6	<b>0</b>	<b>3,659,607</b>
Other fixtures and fittings, tools and equipment		245,772	311,545
Leasehold improvements		57,857	173,397
<b>Property, plant and equipment</b>	7	<b>303,629</b>	<b>484,942</b>
Investments in subsidiaries	8	1,567,390	856,355
Deposits		62,143	62,143
<b>Fixed asset investments</b>		<b>1,629,533</b>	<b>918,498</b>
<b>Fixed assets</b>		<b>1,933,162</b>	<b>5,063,047</b>
Trade receivables		13,427,410	9,878,193
Contract work in progress		2,081,510	4,597,285
Receivables from group enterprises		13,605,973	21,085,103
Other receivables		106,712	213,156
Deferred tax asset	9	80,840	0
Prepayments		1,166,918	871,268
<b>Receivables</b>		<b>30,469,363</b>	<b>36,645,005</b>
<b>Cash at bank and in hand</b>		<b>3,989,065</b>	<b>492,101</b>
<b>Currents assets</b>		<b>34,458,428</b>	<b>37,137,106</b>
<b>Assets</b>		<b>36,391,590</b>	<b>42,200,153</b>

# Balance Sheet 31 December

## Liabilities and equity

	Note	2019 DKK	2018 DKK
Share capital		131,250	131,250
Other statutory reserves		0	2,603,800
Retained earnings		1,945,752	362,707
<b>Equity</b>		<b>2,077,002</b>	<b>3,097,757</b>
Provision for deferred tax	9	0	758,435
<b>Provisions</b>		<b>0</b>	<b>758,435</b>
Other payables		580,086	0
<b>Long-term debt</b>	10	<b>580,086</b>	<b>0</b>
Credit institutions		0	19,582,308
Prepayments received from customers		1,736,415	672,391
Trade payables		1,851,134	2,163,894
Payables to group enterprises		26,240,460	12,447,188
Corporation tax		486,372	124,677
Other payables	10	3,420,121	3,353,503
<b>Short-term debt</b>		<b>33,734,502</b>	<b>38,343,961</b>
<b>Debt</b>		<b>34,314,588</b>	<b>38,343,961</b>
<b>Liabilities and equity</b>		<b>36,391,590</b>	<b>42,200,153</b>
Contingent assets, liabilities and other financial obligations	11		
Related parties	12		
Accounting Policies	13		

## Statement of Changes in Equity

	Share capital DKK	Other statutory reserves DKK	Retained earnings DKK	Total DKK
<b>2019</b>				
Equity at 1 January	131,250	2,603,800	362,707	3,097,757
Transfers, reserves	0	-2,603,800	2,603,800	0
Net profit/loss for the year	0	0	-1,020,755	-1,020,755
<b>Equity at 31 December</b>	<b>131,250</b>	<b>0</b>	<b>1,945,752</b>	<b>2,077,002</b>
<b>2018</b>				
Equity 1 January	131,250	2,030,800	664,420	2,826,470
Net effect from merger and acquisition under the uniting of interests method	0	0	-1,334,336	-1,334,336
Adjusted equity at 1 January	131,250	2,030,800	-669,916	1,492,134
Net profit/loss for the year	0	573,000	1,032,623	1,605,623
<b>Equity at 31 December</b>	<b>131,250</b>	<b>2,603,800</b>	<b>362,707</b>	<b>3,097,757</b>

# Notes to the Financial Statements

	2019	2018
	DKK	DKK
<b>1 Staff expenses</b>		
Wages and salaries	18,776,684	16,856,182
Pensions	851,444	883,626
Other social security expenses	303,742	327,443
Other staff expenses	588,786	750,465
	<u>20,520,656</u>	<u>18,817,716</u>
<b>Average number of employees</b>	<u>28</u>	<u>31</u>
<b>2 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment</b>		
Amortisation of intangible assets	1,075,142	483,835
Depreciation of property, plant and equipment	323,476	305,680
Impairment of intangible assets	2,584,465	0
Gain and loss on disposal	0	-882
	<u>3,983,083</u>	<u>788,633</u>
<b>3 Financial income</b>		
Other financial income	891	874
Exchange gains	922,703	469,010
	<u>923,594</u>	<u>469,884</u>
<b>4 Financial expenses</b>		
Other financial expenses	463,614	497,545
Exchange loss	1,243,543	1,214,722
	<u>1,707,157</u>	<u>1,712,267</u>

## Notes to the Financial Statements

	2019 <u>DKK</u>	2018 <u>DKK</u>
<b>5 Tax on profit/loss for the year</b>		
Current tax for the year	556,226	164,421
Deferred tax for the year	-839,275	336,484
	<u><b>-283,049</b></u>	<u><b>500,905</b></u>
 <b>6 Intangible assets</b>		
	Completed development projects <u>DKK</u>	Development projects in progress <u>DKK</u>
Cost at 1 January	1,454,000	3,157,105
Transfers for the year	3,157,105	-3,157,105
Cost at 31 December	<u>4,611,105</u>	<u>0</u>
Impairment losses and amortisation at 1 January	951,498	0
Impairment losses for the year	2,584,465	0
Amortisation for the year	1,075,142	0
Impairment losses and amortisation at 31 December	<u>4,611,105</u>	<u>0</u>
 <b>Carrying amount at 31 December</b>	<u><b>0</b></u>	<u><b>0</b></u>
 <b>7 Property, plant and equipment</b>		
	Other fixtures and fittings, tools and equipment <u>DKK</u>	Leasehold improvements <u>DKK</u>
Cost at 1 January	1,144,344	463,000
Additions for the year	142,164	0
Cost at 31 December	<u>1,286,508</u>	<u>463,000</u>
Impairment losses and depreciation at 1 January	832,799	289,604
Depreciation for the year	207,937	115,539
Impairment losses and depreciation at 31 December	<u>1,040,736</u>	<u>405,143</u>
 <b>Carrying amount at 31 December</b>	<u><b>245,772</b></u>	<u><b>57,857</b></u>

## Notes to the Financial Statements

	2019	2018
	DKK	DKK
<b>8 Investments in subsidiaries</b>		
Cost at 1 January	856,355	3,206,535
Net effect from merger and acquisition	0	-2,350,180
Additions for the year	711,035	0
<b>Carrying amount at 31 December</b>	<b>1,567,390</b>	<b>856,355</b>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
FFW Bulgaria EOOD	Sofia, BG	19,097	100%
FFW Deutschland GmbH	Berlin, DE	186,090	100%

### 9 Deferred tax asset

The recognised tax asset comprises only from differences between the accounting value and the tax value from assets. There is no tax loss. The recognised tax assets therefore expects to be utilised within the next years.

### 10 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

#### Other payables

Between 1 and 5 years	580,086	0
Long-term part	580,086	0
Other short-term payables	3,420,121	3,353,503
	<b>4,000,207</b>	<b>3,353,503</b>

## Notes to the Financial Statements

	2019 DKK	2018 DKK
<b>11 Contingent assets, liabilities and other financial obligations</b>		
<b>Rental and lease obligations</b>		
Lease obligations under operating leases. Total future lease payments:		
Within 1 year	664,805	1,153,825
Between 1 and 5 years	0	644,267
	<b>664,805</b>	<b>1,798,092</b>

### Other contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

## 12 Related parties

The company is a part of the Group Annual Report for the parent company

Name	Place of registered office
Fiona Acquisition ApS	Tuborg Boulevard 12, 2900 Hellerup



# Notes to the Financial Statements

## 13 Accounting Policies

The Annual Report of FFW Danmark ApS for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2019 are presented in DKK.

### Consolidated financial statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements of Fiona Acquisition ApS, the Company has not prepared consolidated financial statements.

### Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised 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 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.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

### Business combinations

#### *Uniting of interests*

Intragroup business combinations are accounted for under the uniting-of-interests method. Under this method, the two enterprises are combined at carrying amounts, and no differences are identified. Any consideration which exceeds the carrying amount of the acquired enterprise is recognised directly in equity. The uniting-of-interests method is applied as if the two enterprises had always been combined by restating comparative figures.

# Notes to the Financial Statements

## 13 Accounting Policies (continued)

### Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

## Income Statement

### Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Contract work in progress (construction contracts) is recognised at the rate of completion, which means that revenue equals the selling price of the work completed for the year (percentage-of-completion method). This method is applied when total revenues and expenses in respect of the contract and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the contract.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

### Production expenses

Production expenses comprise purchase of external services and consumables used to achieve net revenue for the year.

### Other external expenses

Other external expenses comprise expenses for premises, sales and distribution as well as office expenses, etc.

# Notes to the Financial Statements

## 13 Accounting Policies (continued)

### Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

### Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

### Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company.

### Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

### Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. 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.

The Company is jointly taxed with majority owned Danish subsidiaries. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

## Balance Sheet

### Intangible assets

Development costs and costs of internally generated software products are measured at the lower of cost less accumulated amortisation and recoverable amount. The software product is amortised on a straight-line basis over its useful life, which has been determined at 5 years.

# Notes to the Financial Statements

## 13 Accounting Policies (continued)

### Property, plant and equipment

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

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

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

Other fixtures and fittings, tools and equipment	3-5	years
Leasehold improvements	3-5	years

Depreciation period and residual value are reassessed annually.

Assets costing less than DKK 13,800 are expensed in the year of acquisition.

### Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

### Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

### Other fixed asset investments

Other fixed asset investments consist of deposits.

### Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

# Notes to the Financial Statements

## 13 Accounting Policies (continued)

### Contract work in progress

Contract work in progress is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

### Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

### Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

### Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

### Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.

### Deferred income

Deferred income comprises payments received in respect of income in subsequent years.