

Management Events Denmark A/S


Overgaden Neden Vandet 9 A, 1414 København K

CVR no. 28 71 39 16

Annual report 2018

Approved at the Company's annual general meeting on 17 June 2019

Chairman:


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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Management Events Denmark A/S for the financial year 1 January - 31 December 2018.

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 of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018.

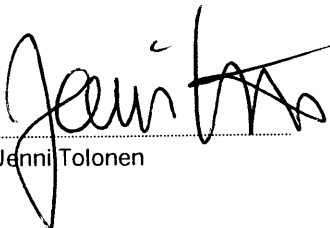
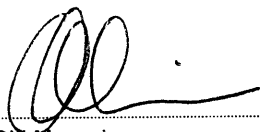
Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

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

Copenhagen, 17 June 2019
Executive Board:


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Jenni Tolonen

Board of Directors:


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Leena Paajanen
Chairman
.....
Jenni Tolonen
.....
Olli Muurainen



Independent auditor's report

To the shareholders of Management Events Denmark A/S

Opinion

We have audited the financial statements of Management Events Denmark A/S for the financial year 1 January - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity 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 2018 and of the results of the Company's operations for the financial year 1 January - 31 December 2018 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We 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' 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 rules and requirements.

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 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 the 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.

Independent auditor's report

- 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 Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 17 June 2019
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Lisse Fagerlin Hammer
State Authorised Public Accountant
mne27747



Management's review

Company details

Name	Management Events Denmark A/S
Address, Postal code, City	Overgaden Neden Vandet 9 A, 1414 København K
CVR no.	28 71 39 16
Financial year	1 January - 31 December
Board of Directors	Leena Paajanen, Chairman Jenni Tolonen Olli Muurainen
Executive Board	Jenni Tolonen
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Osvald Helmuths Vej 4, P.O. Box 250, 2000 Frederiksberg, Denmark
Bankers	Nykredit Bank A/S

Management commentary

Business review

The Company's activities consist of organising b-to-b events aimed solely at invited chief executives and decision makers.

Financial review

The income statement for 2018 shows a loss of DKK 1,530,942 against a profit of DKK 427,142 last year, and the balance sheet at 31 December 2018 shows a negative equity of DKK 685,231. Management considers the Company's financial performance for 2018 to be dissatisfactory.

During 2018, the Company lost more than 50% of its share capital. Management expects the share capital to be restored through future earnings.

Based on company's current situation, the parent company, Management Events Int., has issued a letter of comfort guaranteeing to provide the Company with the funds required to continue its operations until 31 May 2020.

Events after the balance sheet date

No significant events have occurred subsequent to the financial year-end.



Financial statements 1 January - 31 December

Income statement

Note	DKK	2018	2017
	Gross profit	5,332,399	6,873,757
2	Staff costs	-6,831,002	-6,245,558
	Profit/loss before net financials	-1,498,603	628,199
3	Financial income	294	0
4	Financial expenses	-32,633	-47,373
	Profit/loss before tax	-1,530,942	580,826
5	Tax for the year	0	-153,684
	Profit/loss for the year	<u>-1,530,942</u>	<u>427,142</u>
	Recommended appropriation of profit/loss	-1,530,942	427,142
	Retained earnings/accumulated loss	<u>-1,530,942</u>	<u>427,142</u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2018	2017
	ASSETS		
	Fixed assets		
	Investments		
	Other receivables	196,075	210,847
		<u>196,075</u>	<u>210,847</u>
	Total fixed assets	<u>196,075</u>	<u>210,847</u>
	Non-fixed assets		
	Receivables		
	Trade receivables	2,638,779	1,801,232
	Receivables from group entities	3,236,796	676,419
7	Deferred tax assets	52,003	52,003
	Income taxes receivable	196,446	252,000
	Other receivables	43,532	0
	Prepayments	0	130,420
		<u>6,167,556</u>	<u>2,912,074</u>
	Cash	<u>586,833</u>	<u>1,733,217</u>
	Total non-fixed assets	<u>6,754,389</u>	<u>4,645,291</u>
	TOTAL ASSETS	<u>6,950,464</u>	<u>4,856,138</u>
	EQUITY AND LIABILITIES		
	Equity		
6	Share capital	500,000	500,000
	Retained earnings	-1,185,231	345,711
	Total equity	<u>-685,231</u>	<u>845,711</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Trade payables	1,002,092	563,566
	Payables to group entities	3,450,787	548,292
	Other payables	676,828	810,317
	Deferred income	2,505,988	2,088,252
		<u>7,635,695</u>	<u>4,010,427</u>
	Total liabilities other than provisions	<u>7,635,695</u>	<u>4,010,427</u>
	TOTAL EQUITY AND LIABILITIES	<u>6,950,464</u>	<u>4,856,138</u>

- 1 Accounting policies
- 8 Contractual obligations and contingencies, etc.
- 9 Collateral
- 10 Related parties



Financial statements 1 January - 31 December

Statement of changes in equity

DKK	Share capital	Retained earnings	Total
Equity at 1 January 2018	500,000	345,711	845,711
Transfer through appropriation of loss	0	-1,530,942	-1,530,942
Equity at 31 December 2018	500,000	-1,185,231	-685,231

During 2018, the Company lost more than 50% of its share capital. Management expects the share capital to be restored through future earnings. Based on company's current situation, the parent company, Management Events Int., has issued a letter of comfort guaranteeing to provide the Company with the funds required to continue its operations until 31 May 2020.

Based on the above, management has prepared the financial statements on the assumption of going concern

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Management Events Denmark A/S for 2018 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Reporting currency

The financial statements are presented in Danish kroner (DKK).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Revenue

The Company has chosen IAS 11/IAS 18 as interpretation for revenue recognition.

Income from the organising of b-to-b events is recognised as revenue as the events are held, implying that revenue corresponds to the market value of the services rendered in the year.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Gross profit

The items revenue and external expenses have been aggregated into one item in the income statement called gross profit in accordance with section 32 of the Danish Financial Statements Act.

Other external expenses

Other external expenses include the year's expenses relating to the entity's core activities, including expenses relating to distribution, sales, advertising, administration, premises, bad debts, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

Balance sheet

Receivables

Receivables are measured at amortised cost.

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

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Receivables in respect of which there is no objective evidence of individual impairment are tested for objective evidence of impairment on a portfolio basis. The portfolios are primarily based on the debtors' domicile and credit ratings in line with the Company's risk management policy. The objective evidence applied to portfolios is determined based on historical loss experience.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Prepayments

Prepayments recognised under "Assets" comprise prepaid expenses regarding subsequent financial reporting years.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

Deferred income

Deferred income recognised as a liability comprises payments received concerning income in subsequent financial reporting years.

DKK	2018	2017
2 Staff costs		
Wages/salaries	6,602,691	6,015,345
Other social security costs	99,068	92,194
Other staff costs	129,243	138,019
	<u>6,831,002</u>	<u>6,245,558</u>
Average number of full-time employees	<u>14</u>	<u>13</u>
3 Financial income		
Other financial income	294	0
	<u>294</u>	<u>0</u>
4 Financial expenses		
Other financial expenses	32,633	47,373
	<u>32,633</u>	<u>47,373</u>

Financial statements 1 January - 31 December

Notes to the financial statements

DKK	2018	2017
5 Tax for the year		
Estimated tax charge for the year	0	-15,464
Deferred tax adjustments in the year	0	169,148
	<u>0</u>	<u>153,684</u>

6 Share capital

The Company's share capital has remained DKK 500,000 over the past 5 years.

7 Deferred tax

Deferred tax at 1 January	-52,003	-52,003
Deferred tax at 31 December	<u>-52,003</u>	<u>-52,003</u>

The Company has a deferred tax asset relating to a taxloss carryforward totalling DKK 1,712 thousand. Due to uncertainty as to the timing of the utilisation, the tax asset has only been partially recognised in the financial statements.

8 Contractual obligations and contingencies, etc.

Other financial obligations

Other rent and lease liabilities:

DKK	2018	2017
Rent and lease liabilities	<u>198,036</u>	<u>490,187</u>

9 Collateral

The Company has not placed any assets or other as security for loans at 31 December 2018.

10 Related parties

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
Management Events International OY Ltd.	Finland	www.managementevents.com