

Global Knowledge Denmark ApS

Stamholmen 110, 2650 Hvidovre

Company reg. no. 29 39 97 00

Annual report

1 October 2018 - 30 September 2019

The annual report was submitted and approved by the general meeting on the 25 February 2020.

Brian Glenn Holland
Chairman of the meeting

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Notes:

- 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 Global Knowledge Denmark ApS for the financial year 1 October 2018 to 30 September 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 30 September 2019 and of the company's results of its activities in the financial year 1 October 2018 to 30 September 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.

Hvidovre, 25 February 2020

Managing Director

Brian Glenn Holland

Board of directors

Brian Glenn Holland

Allan John Pettman

Andrew Iain Boyle

Morten Koefoed Haaber

Independent auditor's report on extended review

To the shareholders of Global Knowledge Denmark ApS

Opinion

We have performed extended review of the annual accounts of Global Knowledge Denmark ApS for the financial year 1 October 2018 to 30 September 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.

Based on the work we have performed, we believe that the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 30 September 2019 and of the results of the company's operations for the financial year 1 October 2018 to 30 September 2019 in accordance with the Danish Financial Statements Act.

Basis for opinion

We performed the extended review in accordance with the standard from the Danish Business Authority applicable on auditor's reports to small enterprises and in accordance with the standard from the Danish Institute of State Authorised Public Accountants applicable on extended review of annual accounts prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the extended review 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 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 extended review of the annual accounts

Our responsibility is to express an opinion on the annual accounts. This requires that we plan and perform our procedures with the purpose of achieving moderate assurance as to our opinion on the annual accounts. Furthermore, it requires that we perform particularly required additional procedures with a view to achieving further assurance as to our opinion.

Independent auditor's report on extended review

An extended review comprises procedures primarily comprising inquiries to the management and to other persons within the enterprise when appropriate, analytical procedures, and the particularly required additional procedures along with an evaluation of the achieved audit evidence.

The scope of the procedures performed during an extended review is less than in case of an audit, and consequently, we do not express any audit opinion on the annual accounts.

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 extended review 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 extended review, or whether it otherwise appears to contain material misstatement.

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, 25 February 2020

Grant Thornton

State Authorised Public Accountants
Company reg. no. 34 20 99 36

Brian Rasmussen
State Authorised Public Accountant
mne30153

Kasper Sone Randrup
State Authorised Public Accountant
mne36175

Company data

The company

Global Knowledge Denmark ApS
Stamholmen 110
2650 Hvidovre

Company reg. no. 29 39 97 00
Established: 23 February 2006
Domicile: Copenhagen
Financial year: 1 October 2018 - 30 September 2019
14th financial year

Board of directors

Brian Glenn Holland
Allan John Pettman
Andrew Iain Boyle
Morten Koefoed Haaber

Managing Director

Brian Glenn Holland

Auditors

Grant Thornton, Statsautoriseret Revisionspartnerselskab
Stockholmsgade 45
2100 København Ø

Parent company

Global Knowledge Holdings BV

Management's review

The principal activities of the company

The Company advises, teaches and contributes to the development of IT and professional skills in organizations to any desired level. The objective is to add professional knowledge to companies and its employees to enable these companies to be efficient and successful.

The following principles are pursued:

- Consistent across the world
- High quality
- Experience from practice

Global Knowledge in EMEA is the largest independent supplier of IT training in the EMEA market, with more than 21 training centres in 13 countries and operates a portfolio of over 4,300 courses. In EMEA, there are approximately 600 people working for Global Knowledge, over one third as technical teachers or consultants.

Global Knowledge is certified as:

- Cisco Learning Solutions Partner (CLSP)
- Microsoft Certified Partner for Learning Solutions (CPLS)
- VMWare Authorised Training Centre (VATC)
- VUE Authorised Test Centre
- Amazon Web Services (APN training partner)
- Avaya Learning Partner (ALP)
- Brocade Authorized Training Partners
- Google Cloud Premier Training Partner (GCP)
- IAPP Official Training Partners
- IBM Global Training Providers
- Juniper Authorized Education Partners
- Nutanix Authorized Training Centers
- Oracle Certified Partner
- Symantec Authorized Training Partners
- Veeam Authorized Education Center
- Red Hat Premier Business Partner
- Salesforce partner
- EC-Council Accredited Training Center (ATC)

Development in activities and financial matters

The gross profit for the year is DKK 8.284.000 against DKK 7.526.000 last year. The results from ordinary activities after tax are DKK 678.000 against DKK -1.725.000 last year. The management consider the results satisfactory.

Management's review

The expected development

The management expect a continued positive overall development, where the current IT skills shortage in combination with the current economic growth will have a positive effect on the demand for the company's core services. Further to this the company should benefit from the new vendor authorized portfolios and from its capability to offer the new learning solutions to its clients.

The company will not only communicate its vendor solution into the market, but will also address its solution to the market via themes like Cloud, Security, Big data/ Analytics and Mobility.

Expectations 2020

Based on:

- the expected market increase by some of the vendors in 2020 and further
- the Company's current portfolio's and the planned additions,
- the reseller and partnerships the Company has,
- the investment in systems and tools,
- the continued investment in a better classroom setup and IT infrastructure,
- the investment and further growth of the new learning capabilities

With the continued positive development in sales productivity, it is the expectation that the year 2020 will show growth on both revenue and profit.

Accounting policies used

The annual report for Global Knowledge Denmark ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B 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.

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.

Accounting policies used

The profit and loss account

Gross profit

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

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Costs of sales includes costs for the purchase of raw materials and consumables less discounts and changes in inventories.

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, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

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.

Accounting policies used

The balance sheet

Intangible fixed assets

Goodwill

Goodwill is amortised over its estimated useful life, which is determined on the basis of the management's experience with the individual business areas. Goodwill is amortised on a straight-line basis over the amortisation period, which is 15 years. The amortisation period is determined on the basis of an expected payback period.

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.

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:

	<i>Useful life</i>
<i>Other plants, operating assets, fixtures and furniture</i>	<i>1-5 years</i>

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 losses are recognised in the profit and loss account as other operating income or other operating expenses.

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.

Accounting policies used

Writedown of fixed assets

The book values of both intangible and tangible fixed assets as well as equity investments in subsidiaries and associated enterprises 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.

Inventories

Inventories are measured at cost on basis of the FIFO method. In case the net realisable value of the inventories is lower than the cost, writedown takes place to this lower value.

The cost for trade goods, raw materials, and consumables comprises the acquisition cost with the addition of the delivery costs.

The net realisable value for inventories is recognised as the market price with deduction of completion costs and selling costs. The net realisable value is determined taking into consideration the negotiability, obsolescence, and development of the expected market price.

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.

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.

Accounting policies used

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

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.

Profit and loss account 1 October - 30 September

All amounts in DKK.

<u>Note</u>	<u>2018/19</u>	<u>2017/18</u>
Gross profit	8.283.853	7.525.552
1 Staff costs	-7.223.090	-8.266.741
Depreciation, amortisation and writedown relating to tangible and intangible fixed assets	-485.260	-485.503
Operating profit	575.503	-1.226.692
Other financial income from group enterprises	259.673	0
Other financial income	106.778	0
2 Other financial costs	-264.243	-498.295
Results before tax	677.711	-1.724.987
Tax on ordinary results	0	0
Results for the year	677.711	-1.724.987
 Proposed distribution of the results:		
Allocated to results brought forward	677.711	0
Allocated from results brought forward	0	-1.724.987
Distribution in total	677.711	-1.724.987

Balance sheet 30 September

All amounts in DKK.

Assets		
<u>Note</u>	<u>2019</u>	<u>2018</u>
Fixed assets		
3 Goodwill	342.486	684.959
Intangible fixed assets in total	<u>342.486</u>	<u>684.959</u>
4 Other plants, operating assets, and fixtures and furniture	185.757	281.393
Tangible fixed assets in total	<u>185.757</u>	<u>281.393</u>
Fixed assets in total	<u>528.243</u>	<u>966.352</u>
Current assets		
Manufactured goods and trade goods	47.707	42.139
Inventories in total	<u>47.707</u>	<u>42.139</u>
Trade debtors	4.280.065	2.949.602
Amounts owed by group enterprises	1.905.322	0
Other debtors	286.963	318.205
Accrued income and deferred expenses	561.372	703.761
Debtors in total	<u>7.033.722</u>	<u>3.971.568</u>
Available funds	650.026	178.842
Current assets in total	<u>7.731.455</u>	<u>4.192.549</u>
Assets in total	<u>8.259.698</u>	<u>5.158.901</u>

Balance sheet 30 September

All amounts in DKK.

Equity and liabilities			
<u>Note</u>		<u>2019</u>	<u>2018</u>
Equity			
5	Contributed capital	201.000	201.000
6	Results brought forward	1.388.013	-3.289.698
	Equity in total	<u>1.589.013</u>	<u>-3.088.698</u>
Liabilities			
	Subordinate loan capital	<u>0</u>	<u>1.330.603</u>
	Long-term liabilities in total	<u>0</u>	<u>1.330.603</u>
	Bank debts	86.705	38.495
	Prepayments received from customers	987.828	1.532.690
	Trade creditors	2.166.868	1.624.456
	Other debts	2.714.520	3.318.186
	Accrued expenses and deferred income	<u>714.764</u>	<u>403.169</u>
	Short-term liabilities in total	<u>6.670.685</u>	<u>6.916.996</u>
	Liabilities in total	<u>6.670.685</u>	<u>8.247.599</u>
	Equity and liabilities in total	<u>8.259.698</u>	<u>5.158.901</u>
7	Mortgage and securities		
8	Contingencies		

Notes

All amounts in DKK.

	<u>2018/19</u>	<u>2017/18</u>
1. Staff costs		
Salaries and wages	6.703.452	7.530.021
Pension costs	451.829	509.832
Other costs for social security	67.809	83.101
Other staff costs	<u>0</u>	<u>143.787</u>
	<u>7.223.090</u>	<u>8.266.741</u>
Average number of employees	<u>10</u>	<u>12</u>
2. Other financial costs		
Financial costs, group enterprises	220.326	0
Other financial costs	<u>43.917</u>	<u>498.295</u>
	<u>264.243</u>	<u>498.295</u>
3. Goodwill		
Cost 1 October 2018	<u>5.137.108</u>	<u>5.137.108</u>
Cost 30 September 2019	<u>5.137.108</u>	<u>5.137.108</u>
Amortisation and writedown 1 October 2018	-4.452.149	-4.109.676
Amortisation and writedown for the year	<u>-342.473</u>	<u>-342.473</u>
Amortisation and writedown 30 September 2019	<u>-4.794.622</u>	<u>-4.452.149</u>
Book value 30 September 2019	<u>342.486</u>	<u>684.959</u>

Notes

All amounts in DKK.

	<u>30/9 2019</u>	<u>30/9 2018</u>
4. Other plants, operating assets, and fixtures and furniture		
Cost 1 October 2018	3.523.639	3.303.512
Additions during the year	<u>47.150</u>	<u>220.127</u>
Cost 30 September 2019	<u>3.570.789</u>	<u>3.523.639</u>
Depreciation and writedown 1 October 2018	-3.242.246	-3.099.215
Depreciation and writedown for the year	<u>-142.786</u>	<u>-143.031</u>
Depreciation and writedown 30 September 2019	<u>-3.385.032</u>	<u>-3.242.246</u>
Book value 30 September 2019	<u>185.757</u>	<u>281.393</u>
5. Contributed capital		
Contributed capital 1 October 2018	<u>201.000</u>	<u>201.000</u>
	<u>201.000</u>	<u>201.000</u>
6. Results brought forward		
Results brought forward 1 October 2018	-3.289.698	-1.564.711
Profit or loss for the year brought forward	677.711	-1.724.987
Group contribution	<u>4.000.000</u>	<u>0</u>
	<u>1.388.013</u>	<u>-3.289.698</u>
7. Mortgage and securities		
Of the cash funds, tDKK 100 is pledged as security for bank debts.		
8. Contingencies		
Contingent liabilities		
The company is subject to a rental obligation of tDKK 400 at September 30, 2019.		