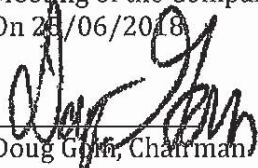


The annual report has been presented  
And approved at the Annual General  
Meeting of the Company  
On 28/06/2018



Doug Gorn, Chairman

## **ZeroChaos (Nordic) ApS**

Bygstubben 5

Trørød

2950 Vedbæk

CVR nr. 29 77 08 59

CVR no. 29 77 08 59

**Annual report 2017**

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## Statement by the Management on the annual report

The Executive and Board of Directors have today considered and adopted the Annual Report of ZeroChaos (Nordic) ApS for the financial year 1 January – 31 December 2017.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements and the consolidated financial statements give a true and fair view of the financial position at 31 December 2017 of the Company and the Group and of the results of the Company and Group operations and cash flows for 2017.

Further, in our opinion, the Management's Review gives a fair review of the development in the Group's and the parent Company's operations and financial matters and the results of the Group's and the parent Company's operations and financial position.

We recommend that the annual report be approved at the Annual General Meeting.

Vedbæk, 25 June, 2018

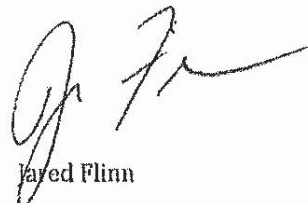
### Executive Board

Helen Seigfried

### Board of directors

  
Douglas Allen  
Chairman

  
Helen Seigfried

  
Jayed Flinn



## **Independent auditor's report**

**To the shareholders of ZeroChaos (Nordic) ApS**

### **Opinion**

We have audited the consolidated financial statements and the parent company financial statements of ZeroChaos (Nordic) ApS for the financial year 1 January – 31 December 2017 comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies, for the Group as well as for the Parent Company and a cash flow statement for the Group. The consolidated financial statements and parent company financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the Group's and the Parent Company's assets, liabilities and financial position at 31 December 2017 and of the results of the Group's and the Parent Company's operations and consolidated cash flows for the financial year 1 January – 31 December 2017 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 consolidated financial statements and the parent company financial statements" section of our report. We are independent of the Group 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Management's responsibility for the consolidated financial statements and the parent company financial statements**

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



## **Independent auditor's report**

In preparing the consolidated financial statements and the parent company financial statements, Management is responsible for assessing the Group's and the Parent 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 consolidated financial statements and the parent company financial statements unless Management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the consolidated financial statements and the parent company financial statements**

Our objectives are to obtain reasonable assurance as to whether the consolidated financial statements and the parent company 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 financial statement users made on the basis of these consolidated financial statements and parent company 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 consolidated financial statements and the parent company 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 Group's and the Parent 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 consolidated financial statements and the parent company 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 Group's and the Parent 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 consolidated financial statements and the parent company 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 Group and the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the consolidated financial statements and the parent company financial statements, including the disclosures, and whether the consolidated financial statements and the parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 consolidated financial statements and the parent company 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 consolidated financial statements and the parent company 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 consolidated financial statements or the parent company 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 consolidated financial statements and the parent company 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, 25 June 2018

**KPMG**

Statsautoriseret Revisionspartnerselskab  
CVR no. 25 57 81 98

A handwritten signature in black ink, appearing to read 'M. Høgh-Petersen'.

Morten Høgh-Petersen  
State Authorised  
Public Accountant  
mne34283

## Company Information

<b>The Company</b>	ZeroChaos (Nordic) ApS Bygstubben 5 Trørød 2950 Vedbæk
	CVR-nr.: 29 77 08 59 Registration no
	Established: 2 August 2006
	Financial year: 1. januar - 31. december
<b>Board of directors</b>	Douglas Allen Goin (Chairman) Helen Seigfried Jared Flinn
<b>Executive Board</b>	Helen Seigfried
<b>Auditor</b>	KPMG Statsautoriseret Revisionspartnerselskab Damfærgevej 28 2100 Copenhagen
<b>Annual General Meeting</b>	The Annual General Meeting is convened on 25 June 2018.



**Financial highlights for the Group**

<b>Key figures</b>	<b>2017</b>	<b>2016</b>	<b>2015</b>	<b>2014</b>	<b>2013</b>
	(t.kr.)	(t.kr.)	(t.kr.)	(t.kr.)	(t.kr.)
	(DKK '000)	(DKK '000)	(DKK '000)	(DKK '000)	(DKK '000)
Revenue	5.691.490	5.573.239	4.638.968	4.030.841	2.855.438
Gross profit	164.653	163.563	135.236	126.545	96.833
Profit / loss from operating activities	64.312	59.514	42.585	16.893	7.194
Financial items, net	10.234	-7.406	-21.376	-20.365	-25.358
Profit / loss for the year	58.091	33.356	8.484	-12.506	-22.181
<b>Balance Sheet</b>					
Balance Sheet total	1.531.216	1.517.862	1.430.528	1.213.411	1.078.041
Equity	75.642	16.706	-19.068	-22.134	-20.255
<b>Cash Flow</b>					
Operating activities	-49.414	145.015	7.418	-31.648	-69.928
Investing activities	-184	-653	-646	-364	-737
Including investments in tangible fixed assets	-184	-653	-646	-364	-737
Financing activities	30.054	-176.050	31.805	21.813	20.068

## Financial highlights for the Group

	2017	2016	2015	2014	2013
<b>Employees</b>					
Average number of full-time employees	101	98	94	95	92
<b>Financial Ratios in % *)</b>					
Gross margin	2,89	2,93	2,92	3,14	3,39
Net profit ratio	1,12	1,07	0,92	0,42	0,25
Return on assets	4,20	3,92	2,98	1,39	0,67
Solvency ratio	4,93	1,10	-1,33	-1,82	-1,88
Return on equity	125,83	-2.824	41,18	-59,26	-186,62

\*) Financial ratios are calculated in accordance with the Danish Society of Financial Analysts' guidelines on the calculation of financial ratios "Recommendations and Ratios". The financial ratios have been calculated as follows:

Gross margin	$\frac{\text{Gross profit} \times 100}{\text{Revenue}}$
Net profit ratio	$\frac{\text{Operating profit} \times 100}{\text{Revenue}}$
Return on assets	$\frac{\text{Operating profit} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year-end} \times 100}{\text{Total assets}}$
Return on equity	$\frac{\text{Profit / loss for the year} \times 100}{\text{Average equity}}$

## **Management's review**

### **Principal activities of the Group**

The Group's principal activities are the administration of staffing services.

### **Development in activities and financial matters**

In 2017 the Group has realised revenues of DKK 5.691.490 thousand compared to DKK 5.573.239 thousand in 2016. This growth is primarily driven by the acquisition of new customers in Finland and Poland.

Gross profit has increased from DKK 163.563 thousand to DKK 164.653 thousand, an increase of 1%. Excluding depreciation and amortization, operating profit has increased from DKK 74.805 thousand to DKK 79.396 thousand, an increase of 6%. Management believe the Group has exceeded the expectation of moderate growth in 2017 and are satisfied with both the result for 2017 and the financial position of the Group.

The Group's equity is positive by DKK 75.642 thousand as at 31 December 2017 compared to a positive equity of DKK 16.706 thousand as at 31 December 2016.

### **The Group's anticipated development**

Moderate growth is expected in 2018 resulting in further positive development for the Group and the parent company. A positive result is expected for 2018.

### **Specific risk**

Other than currency risks as a consequence of being funded by the parent company in USD, the Group and the parent company holds no unusual risk.

The majority of the Group's payables are contingent upon receipt of cash from customers; as a result, credit risk is relatively low. The Group is partially funded by debt and is therefore exposed to the normal risks of interest rate fluctuation arising from variable rate instruments.

### **Corporate social responsibility**

At the current moment, we have not developed any formal policies to CSR, including human rights, environment and climate. We are committed to follow our Group's social responsibility policies, which could be found at: <http://www.zerochaos.com/social-responsibility.php>."

## Goals and policies for gender quotation

ZeroChaos does not discriminate in employment opportunities or practices on the basis of race, color, disability, religion, gender, national origin, age, marital status, creed, veterans status or any other characteristic protected by applicable law.

There are 3 members in ZeroChaos (Nordic) ApS Board of Directors. The executive director is female, which exceeds our target of 25% female representation on the board. She also serves as managing director of the subsidiary entities. The current gender representation at the Board is consider sufficient and there is no need of additional targets.

In 2017, the ZeroChaos (Nordic) ApS has 1 males and 6 females in the management level. The company continue to work and strengthen its strategy to increase the gender representation on the management level by presenting equal opportunities to both genders and trainings to develop their skills.

ZeroChaos does not discriminate in employment opportunities or practices on the basis of race, color, disability, religion, gender, national origin, age, marital status, creed, veterans status or any other characteristic protected by applicable law.

## Branch

The Group has branch activity in Sweden and France with the same activity as the rest of the Group.

## Income Statement for the Group

	Note	2017 (DKK '000)	2016 (DKK '000)
Revenue	2	5.691.490	5.573.239
Cost of services sold		<u>-5.526.837</u>	<u>-5.409.676</u>
<b>Gross Profit</b>		164.653	163.563
Other external costs	3	-36.050	-37.646
Staff cost	4	-49.208	-51.112
Depreciation and Amortization of intangible and tangible assets	5,6	<u>-15.083</u>	<u>-15.291</u>
<b>Operating profit</b>		64.312	59.514
Financial income	7	11.325	7.011
Financial expenses	8	<u>-1.091</u>	<u>-14.417</u>
<b>Net income/loss for the year before tax</b>		74.546	52.108
Tax on income/loss for the year	9	<u>-16.455</u>	<u>-18.752</u>
<b>Net income/loss for the year</b>		<u>58.091</u>	<u>33.356</u>

**Balance Sheet as at 31 December for the Group**

	Note	2017 (DKK '000)	2016 (DKK '000)
<b>Assets</b>			
<b>Fixed assets</b>			
Goodwill	5	<u>52.319</u>	<u>66.919</u>
<b>Intangible assets</b>		<u>52.319</u>	<u>66.919</u>
Computers & Equipment	6	<u>1.523</u>	<u>1.822</u>
<b>Property, plant and equipment</b>		<u>1.523</u>	<u>1.822</u>
Deposits		<u>1.875</u>	<u>1.819</u>
<b>Financial assets</b>		<u>1.875</u>	<u>1.819</u>
<b>Total fixed assets</b>		<u>55.717</u>	<u>70.560</u>
Trade receivables		1.137.677	1.141.126
Amounts owed by group enterprises		304.403	191.093
Corporate tax receivables		30	30
Deferred taxes		1.614	-
Other receivables		10.174	83.172
Prepayments	12	<u>16.761</u>	<u>1.725</u>
<b>Receivables</b>		<u>1.470.659</u>	<u>1.417.146</u>
<b>Cash at bank and in hand</b>		<u>10.612</u>	<u>30.156</u>
<b>Total current assets</b>		<u>1.481.271</u>	<u>1.447.302</u>
<b>Total assets</b>		<u>1.536.988</u>	<u>1.517.862</u>

## Balance Sheet as at 31 December for the Group

	Note	2016 (DKK '000)	2016 (DKK '000)
<b>Liabilities and equity</b>			
Share capital		125	125
Retained earnings		<u>75.517</u>	<u>16.581</u>
<b>Total equity</b>		<u>75.642</u>	<u>16.706</u>
Accounts payable		1.201.002	1.245.128
Amounts owed to group enterprises		231.893	196.065
Corporate tax payables		16.238	15.787
Other payables		<u>12.213</u>	<u>44.176</u>
<b>Short-term liabilities excluding provisions</b>		<u>1.461.346</u>	<u>1.501.156</u>
<b>Total liabilities</b>		<u>1.461.346</u>	<u>1.501.156</u>
<b>Total liabilities and equity</b>		<u>1.536.988</u>	<u>1.517.862</u>
Contractual obligations and contingencies	13		
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**Consolidated statement of changes in equity**

	<b>Share capital</b>	<b>Retained earnings</b>	<b>Total</b>
	(DKK '000)	(DKK '000)	(DKK '000)
<b>For the Group</b>			
Equity at 1 January 2017	125	16.581	16.706
Foreign currency translation adjustments	-	2.398	2.398
Release of untaxed reserves	-	-1.553	-1.553
Profit for the year		<u>58.091</u>	<u>58.091</u>
Equity at 31 December 2017	<u>125</u>	<u>75.517</u>	<u>75.642</u>



## Cash Flow Statement for the Group

	Note	2017 (DKK '000)	2016 (DKK '000)
Profit for the year		58.091	33.356
Adjustments for non-cash operating items	15	<u>5.693</u>	<u>22.364</u>
<b>Cash generated from operations (operating activities) before changes in working capital</b>		<b>63.784</b>	<b>55.720</b>
Change in working capital	16	<u>-121.821</u>	<u>90.419</u>
Cash (used in) generated from operations (operating activities)		-58.037	146.139
Interest received		11.326	8
Interest paid		<u>-1.091</u>	<u>-949</u>
Cash generated from operations (ordinary activities)		-47.802	145.198
Paid income taxes		<u>-1.614</u>	<u>-183</u>
<b>Cash flows from operating activities</b>		<b><u>-49.416</u></b>	<b><u>145.015</u></b>
Additions, fixed assets		<u>-184</u>	<u>-653</u>
<b>Cash flows from investing activities</b>		<b><u>-184</u></b>	<b><u>-653</u></b>
Increase / (decrease) in loans from group companies		30.056	-176.050
<b>Cash flows from financing activities</b>		<b><u>30.056</u></b>	<b><u>-176.050</u></b>
<b>Change in cash and cash equivalents</b>		<b>-19.544</b>	<b>-31.668</b>
Cash and cash equivalents at the beginning of the year		<u>30.156</u>	<u>61.844</u>
<b>Cash and cash equivalents at year-end</b>		<b><u>10.612</u></b>	<b><u>30.156</u></b>

**Income Statement – Parent Company**

	Note	2017 (DKK '000)	2016 (DKK '000)
Revenue	2	223.586	137.384
Cost of services sold		<u>-205.572</u>	<u>-128.097</u>
<b>Gross Profit</b>		18.014	9.287
Other external costs	3	-2.352	-2.206
Staff cost	4	-2.448	-2.977
Depreciation & Amortization	6	<u>-4</u>	<u>-4</u>
<b>Operating profit</b>		13.210	4.100
Financial income	7	4.676	6.498
Financial expenses	8	<u>-4.922</u>	<u>-3.087</u>
<b>Net income/loss for the year before tax</b>		12.964	7.511
Tax on income/loss for the year	9	<u>-2.014</u>	<u>-2.195</u>
<b>Net income/loss for the year</b>		<u>10.950</u>	<u>5.316</u>
<b>Proposed distribution of profit</b>	10		

## Balance Sheet as at 31 December – Parent Company

	Note	2017 (DKK '000)	2016 (DKK '000)
<b>Assets</b>			
<b>Fixed assets</b>			
Computers & Equipment	6	<u>2</u>	<u>5</u>
<b>Property, plant and equipment</b>		<u>2</u>	<u>5</u>
Deposits		52	52
Investments in subsidiaries	11	<u>208</u>	<u>208</u>
<b>Financial assets</b>		<u>260</u>	<u>260</u>
<b>Total fixed assets</b>		<u>262</u>	<u>265</u>
Trade receivables		80.799	55.046
Receivables from group enterprises		111.021	48.695
Corporate tax receivables		30	30
Other receivables		2.036	667
Prepayments	12	<u>80</u>	<u>207</u>
<b>Receivables</b>		193.966	104.645
Cash		540	12.175
<b>Total current assets</b>		194.768	116.820
<b>Total assets</b>		<u>194.768</u>	<u>117.085</u>

**Balance Sheet as at 31 December – Parent Company**

	Note	2017 (DKK '000)	2016 (DKK '000)
<b>Liabilities and equity</b>			
Share capital		125	125
Retained earnings		<u>29.450</u>	<u>17.421</u>
<b>Total equity</b>		<u>29.575</u>	<u>17.546</u>
Accounts payable		67.772	47.247
Payable to group enterprises		90.257	46.128
Corporate tax payables		4.444	3.129
Other payables		<u>2.720</u>	<u>3.035</u>
<b>Short-term liabilities excluding provisions</b>		<u>165.193</u>	<u>99.539</u>
<b>Total liabilities</b>		<u>165.193</u>	<u>99.539</u>
<b>Total liabilities and equity</b>		<u>194.768</u>	<u>117.085</u>
Contractual obligations and contingencies	13		
Related party disclosures	14		

## Statement of changes in equity

	Share capital (DKK '000)	Retained earnings (DKK '000)	Total (DKK '000)
<b>For the Parent</b>			
Equity at 1 January 2017	125	17.421	17.546
Foreign currency translation adjustments	-	1.079	1.079
Profit for the year	-	<u>10.950</u>	<u>10.950</u>
Equity at 31 December 2017	<u>125</u>	<u>29.450</u>	<u>29.575</u>

The share capital consists of 125 shares of DKK 1,000 each

## Notes

### Note 1 – Accounting policies

The annual report for ZeroChaos (Nordic) ApS for 2017 has been prepared in accordance with the provisions applying to reporting class C large enterprises under the Danish Financial Statements Act.

The accounting policies are unchanged from last year.

The financial statement is presented in DKK.

#### ***Omission of cash flow statement***

Pursuant to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are included in the cash flow statement in the consolidated financial statements.

#### ***Recognition and measurement***

Income is recognized in the income statement as earned, including value adaments of financial assets and liabilities. All expenses including depreciation / amortisation and impairment losses are recognised in the income statement.

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

Liabilities are recognized in the balance sheet when it is likely that the future financial benefits will flow out of the company and when the measurement of the value of the liability is reliable.

On initial recognition, assets and liabilities are recognized at cost. Subsequently, assets and liabilities are measured as described below for each item.

#### ***Consolidated Financial Statements***

The consolidated financial statements comprise the parent company, ZeroChaos (Nordic) ApS, and subsidiaries in which the parent company directly or indirectly holds more than 50% of the voting rights.

On consolidation, intra-group income and expenses, shareholdings, intra-group balances and dividends, and realised and unrealised gains and losses on intra-group transactions are eliminated.

Investments in subsidiaries are set off against the proportionate share of the subsidiaries' fair value of net assets or liabilities at the acquisition date.

#### ***Intra-group business combinations***

In connection with business combinations such as acquisition and disposal of equity investments, mergers, demergers, addition of assets and exchange of shares, etc., involving enterprises controlled by the parent company, the uniting-of-interests method is used. Differences between the agreed consideration and the carrying amount of the acquired enterprise are recognized in equity. Moreover, comparative figures for previous financial years are restated.

### ***Foreign currency translation***

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at 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 rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Foreign subsidiaries and associates are considered separate entities. The income statements are translated at the average Exchange rates for the month, and the balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising on translation of the opening equity of foreign subsidiaries at the exchange rates at the balance sheet date and on translation of the income statements from average exchange rates to the exchange rates at the balance sheet date are recognized directly in equity.

Foreign exchange adjustments of intra-group balances with independent foreign subsidiaries which are considered part of the investment in the subsidiary are recognised directly in equity. Foreign exchange gains and losses on loans and derivative financial instruments designated as hedges of foreign subsidiaries are also recognised directly in equity.

On recognition of foreign subsidiaries which are integral entities, monetary items are translated at the exchange rates at the balance sheet date. Non-monetary items are translated at the exchange rates at the acquisition date or at the date of any subsequent revaluation or impairment of the asset. Income statement items are translated at the exchange rates at the transaction date, although items derived from non-monetary items are translated at the historical exchange rates applying to the non-monetary items.

### ***The income statement Revenue***

Revenue comprising sale of consultancy services is recognized if delivery and transfer of risk took place before the end of the year. Revenue is recognized without VAT and with deduction of discounts in connection with the sale.

### ***Cost of services sold***

Consultancy services comprise expenses for external consultants held in direct connection with the company's revenue.

### ***The income statement Revenue***

Revenue comprising sale of consultancy services is recognized if delivery and transfer of risk took place before the end of the year. Revenue is recognized without VAT and with deduction of discounts in connection with the sale.

### ***Cost of services sold***

Consultancy services comprise expenses for external consultants held in direct connection with the company's revenue.

### ***Financial income and expenses***

Financial income and expenses comprise interest income and expense, gains and losses on transactions denominated in foreign currencies and refunds under the on-account tax scheme, etc.

### ***Tax on results for the year***

Tax on results for the year which comprises current tax and changes in deferred tax is recognised in the income statement with the portion of taxes related to the taxable income for the year and directly under equity with the portion which can be related to entries entered directly under equity.

### ***The Balance Sheet***

#### ***Intangible assets- goodwill and software***

Goodwill and software are amortised over their estimated useful life determined on the basis of Management's experience of the specific business areas.

Goodwill is amortized on a straight-line basis over an amortization period of 10 years. Software is depreciated under the straight-line method over 5 years.

#### ***Property, plant and equipment***

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Depreciation is provided on a straight-line basis over the expected useful lives of the assets. The expected useful lives are as follows:

Fixtures and fittings, tools and equipment	5 years.
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Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains or losses are recognised in the income statement as other operating income or other operating costs, respectively.

#### ***Investments in subsidiaries***

Investments in subsidiaries are measured at cost price. Where the carrying value exceeds the recoverable amount it is written down to the recoverable amount.

At the distribution of reserves other than retained earnings in subsidiaries, the distribution will reduce the cost of investments when the distribution is characterised as repayment of the parent company's investment.



### ***Impairment of non-current assets***

The carrying amount of intangible assets and property, plant and equipment as well as investments in subsidiaries is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the expected net cash flows from the use of the asset or the group of assets and expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

### ***Receivables***

Receivables are measured at amortised cost which usually equals nominal value. Write-down is made for bad debt losses where there is an objective indication that a receivable or a receivable portfolio has been impaired. If there is an objective indication that an individual receivable has been impaired, a write-down is made based on an individual assessment.

### ***Prepayments***

Prepayments recognised under assets comprise incurred expenses related to the following financial year.

### ***Dividends***

Proposed dividends are recognised as a liability at the date when they are adopted at the annual general meeting (declaration date). The expected dividend payment for the year is disclosed as a separate item under equity.

### ***Current and deferred tax***

Current tax liabilities and current tax receivable are recognised in the balance sheet as tax calculated on the taxable income for the year adjusted for tax on previous years' taxable income and pre-paid taxes.

Deferred tax is measured according to the balance sheet liability method in respect of temporary differences between the carrying amount and the tax base of assets and liabilities.

Deferred tax assets, including the tax base of tax loss carry forward are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Deferred tax is measured in accordance with tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallize as current tax.

### ***Cash flow statement***

The cash flow statement shows the Group's cash flows from operating, investing and financing activities for the year, the year's changes in cash and cash equivalents as well as the Group's cash and cash equivalents at the beginning and end of the year.

The cash flow effect of acquisitions and disposals of enterprises is shown separately in cash flows from investing activities. Cash flows from acquisitions of enterprises are recognized in the cash flow statement from the date of acquisition. Cash flows from disposals of enterprises are recognized up until the date of disposal.

### ***Cash flow from operating activities***

Cash flows from operating activities are calculated as the Group's share of the profit/loss adjusted for non-cash operating items, changes in working capital and corporation tax paid.

### ***Cash flow from investment activities***

Cash flows from investing activities comprise payments in connection with acquisitions and disposals of enterprises and activities and of intangible assets, property, plant and equipment and investments.

### ***Cash flow from financing activities***

Cash flows from financing activities comprise changes in the size or composition of the Group's share capital and related costs as well as the raising of loans, repayment of interest-bearing debt and payment of dividends to shareholders.

### **Cash and cash equivalents**

Cash and cash equivalents comprise cash and short-term marketable securities with a term of three months or less which are subject to an insignificant risk of changes in value.

## Notes

	2017 (DKK '000)	2016 (DKK '000)
<b>Note 2 – Revenue</b>		
<i>Sale of expert advice – for the Group</i>		
Denmark . . . . .	208.145	131.199
Sweden . . . . .	5.103.170	5.205.527
Norway . . . . .	15.428	6.011
Poland . . . . .	100.344	92.210
Finland . . . . .	255.297	138.292
France . . . . .	<u>9.106</u>	<u>-</u>
	<u>5.691.490</u>	<u>5.573.239</u>
<i>Sale of expert advice – Parent Company</i>		
Denmark . . . . .	208.145	131.199
Sweden . . . . .	13	174
Norway . . . . .	<u>15.428</u>	<u>6.011</u>
	<u>223.586</u>	<u>137.384</u>
<b>Note 3 – Fees paid to auditors appointed at the annual general meeting</b>		
<i>For the Group</i>		
Statutory Audit . . . . .	<u>700</u>	<u>431</u>
	<u>700</u>	<u>431</u>
<i>Parent Company</i>		
Statutory Audit . . . . .	<u>250</u>	<u>275</u>
	<u>250</u>	<u>217</u>

## Notes

### Note 4 - Staff Cost

	2017 (DKK '000)	2016 (DKK '000)
<i>For the Group</i>		
Wages and Salaries . . . . .	35.645	34.474
Pension cost . . . . .	2.556	2.674
Other Expenses to Social Security . . . . .	9.982	10.425
Other Staff Costs . . . . .	<u>1.025</u>	<u>3.539</u>
	<u>49.208</u>	<u>51.112</u>
	(Number)	(Number)
Average Number of employees . . . . .	<u>101</u>	<u>98</u>
<i>For the Parent</i>		
Wages and Salaries . . . . .	2.140	2.446
Pension cost . . . . .	209	264
Other Expenses to Social Security . . . . .	42	25
Other Staff costs . . . . .	<u>57</u>	<u>242</u>
	<u>2.448</u>	<u>2.977</u>
	(Number)	(Number)
Average Number of Employees . . . . .	<u>4</u>	<u>4</u>

Pursuant to section 98b (3) of the Danish Financial Statements Act, the Group/Company has decided not to disclose information on remuneration of present and previous members of the Executive Board and the Board of Directors.

## Notes

### Note 5 – Intangible Fixed Assets

#### For the Group

	Goodwill (DKK '000)
Cost at 1 January 2017 . . . . .	146.006
Impact of changes in exchange rates at 31 December 2017 . . . . .	<u>- 3.666</u>
Cost at 31. december 2017 . . . . .	<u>142.340</u>
Amortization and impairment losses 1 January 2017. . . . .	79.087
Impact of changes in exchange rates at 31 December 2017 . . . . .	-3.578
Amortisation and impairment Losses . . . . .	<u>14.512</u>
Amortization and impairment losses at 31 December 2017 . . . . .	<u>90.021</u>
Carrying amount at 31. december 2017. . . . .	<u><u>52.319</u></u>

### Note 6 – Property, Plant and equipment

#### For the Group

	Computers (DKK '000)
Cost at 1. januar 2017 . . . . .	4.689
Additions . . . . .	184
Impact of changes in exchange rates 31. december 2017 . . . . .	<u>90</u>
Cost at 31. december 2017 . . . . .	<u>4.963</u>
Amortization and impairment losses 1. januar 2017 . . . . .	2.867
Amortisation and impairment losses . . . . .	571
Impact of changes in exchange rates 31. december 2017 . . . . .	<u>2</u>
Amortization and impairment losses 31. december 2017. . . . .	<u>3.440</u>
Carrying amount at 31. december 2017. . . . .	<u><u>1.523</u></u>

## Notes

### Parent Company

	Computers (DKK '000)
Cost at 1 January 2017 . . . . .	<u>101</u>
Cost 31. december 2017 . . . . .	<u>101</u>
Amortization and impairment 1. january 2017 . . . . .	96
Amortisationa and impairment losses . . . . .	<u>3</u>
Amortizationa and impairment losses 31. december 2017 . . . . .	<u>99</u>
Carrying amount . 31. december 2017. . . . .	<u><u>2</u></u>

	2017 (DKK '000)	2016 (DKK '000)
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### Note 7 - Financial Income

#### For the Group

Interest Income . . . . .	-	8
Foreign Exchange Gains . . . . .	<u>11.325</u>	<u>7.003</u>
	<u><u>11.325</u></u>	<u><u>7.011</u></u>

#### For the Parent

Foreign exchange gains. . . . .	<u>4.676</u>	<u>6.498</u>
	<u><u>4.676</u></u>	<u><u>6.498</u></u>

### Note 8 - Financial expenses

#### For the Group

Interest expenses, bank . . . . .	766	621
Intercompany interest . . . . .	-	9.102
Foreign exchange losses . . . . .	-	4.365
Other Financial Expenses . . . . .	<u>325</u>	<u>329</u>
	<u><u>1.091</u></u>	<u><u>14.417</u></u>

## Notes

### Parent Company

Interest Expenses bank . . . . .	84	68
Foreign Exchange Losses . . . . .	4.722	2.989
Other Financial Expense . . . . .	<u>116</u>	<u>30</u>
	<u>4.922</u>	<u>3.087</u>

2017  
(DKK '000)                      2016  
(DKK '000)

### Note 9 - Corporation Tax

#### For the Group

Current corporation tax . . . . .	17.110	18.752
Adjustment to Previous Years . . . . .	<u>-655</u>	<u>-</u>
	<u>16.455</u>	<u>18.752</u>

#### Parent Company

Current Corporation Tax . . . . .	2.669	2.195
Adjustment to previous years . . . . .	<u>-655</u>	<u>-</u>
	<u>2.014</u>	<u>2.195</u>

### Note 10 - Proposed distribution of profit

Retained Earnings . . . . .	<u>10.950</u>	<u>5.316</u>
	<u>10.950</u>	<u>5.316</u>

### Note 11 - Investments in subsidiaries

#### Parent Company

Cost at 1 January 2017 . . . . .	<u>208</u>
Cost 31. December 2017 . . . . .	<u>208</u>
Value adjustments 31. december 2017 . . . . .	<u>-</u>
Carrying amount 31. december 2017 . . . . .	<u>208</u>

## Notes

### The financial highlights for the enterprises according to the latest approved annual report

Name	Registered office	Profit / loss for the year	Equity	Voting rights and ownership
ZeroChaos AB	Sweden	29.928 tkr	36.036 tkr	100%

#### Note 12 – Prepayments

##### *For the Group*

Prepaid Expenses . . . . .	16.646
Prepaid Pension . . . . .	16
Prepaid Workers Compensation . . . . .	12
Prepaid Insurance . . . . .	<u>87</u>
Total Prepayments . . . . .	<u><u>16.761</u></u>

##### *Parent Company*

Prepaid Expenses . . . . .	68
Prepaid Workers Compensation . . . . .	<u>12</u>
Total Prepayments . . . . .	<u><u>80</u></u>

#### Note 13 - Contractual obligations and contingencies

The Group has lease obligations (operating lease) totalling DKK 7.168 thousand of which DKK 4.597 thousand is due in 2018.

The parent company has lease obligations (operating lease) totalling DKK 210 thousand of which DKK 210 thousand is due in 2018.



## Notes

### Note 14 – Related Party disclosures

#### *Controlling influence*

APC Workforce Solutions, LLC  
420 S. Orange Ave., Suite 600  
Orlando, FL 32801  
United States

#### *Basis*

Principal Shareholder

The Company is recognized as a subsidiary in the consolidated financial statements for ZeroChaos Parent, LLC (ultimate owner)

ZeroChaos Parent, LLC  
420 S. Orange Ave., Suite 600  
Orlando, FL 32801  
United States

The consolidated financial statements for ZeroChaos Parent, LLC are not publicly available and cannot be obtained.

### Related party transactions

Pursuant to section 98c(7) of the Danish Financial Statements Act, the Group and the Parent Company have not disclosed related party transactions as they have been carried out on an arm's length basis.

	2017 (DKK '000)	2016 (DKK '000)
<b>Note 15 – Adjustments for non-cash operating items</b>		
Depreciation/amortization .....	15.083	15.291
Interest Expense .....	766	9.432
Foreign Exchange losses .....	<u>-10.156</u>	<u>-2.359</u>
Total adjustments for non-cash operating items .....	<u>5.693</u>	<u>22.364</u>
	2017 (DKK '000)	2016 (DKK '000)
<b>Note 16 - Change in working capital</b>		
Changes in receivables .....	-47.797	-137.388
Changes in debt related to operations .....	<u>-74.024</u>	<u>227.807</u>
Total Changes in working capital .....	<u>-121.821</u>	<u>90.419</u>

