

Digital Technology International (Denmark) ApS

c/o Advokatfirmaet Kjellegaard Jensen, Tuborg Boulevard 12, 3., 2900 Hellerup

CVR no. 32 08 30 13

Annual report 2021

Approved at the Company's annual general meeting on 19 July 2022

Chair of the meeting:

DocuSigned by:

Scott Roessler

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Scott Edward Roessler

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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 Digital Technology International (Denmark) ApS for the financial year 1 January - 31 December 2021.

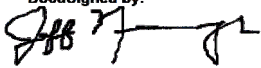
The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the Company at 31 December 2021 and of the results of the Company's operations for the financial year 1 January - 31 December 2021.

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.

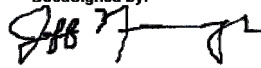
Hellerup, 19 July 2022
Executive Board:

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Jeffrey Paul Neunsinger

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Scott Edward Roessler

Board of Directors:

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Scott Edward Roessler
Chair

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Jeffrey Paul Neunsinger

Independent auditor's report

To the shareholders of Digital Technology International (Denmark) ApS

Opinion

We have audited the financial statements of Digital Technology International (Denmark) ApS for the financial year 1 January - 31 December 2021, 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 2021 and of the results of the Company's operations for the financial year 1 January - 31 December 2021 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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

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.
- ▶ 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.

Independent auditor's report

- ▶ 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.

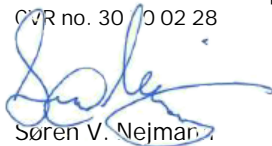
Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

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.

Aalborg, 19 July 2022
EY Godkendt Revisionspartnerselskab
CVR no. 30 02 28



Søren V. Nejmar
State Authorised Public Accountant
mne32775



Henrik K. Andersen
State Authorised Public Accountant
mne36193

Management's review

Company details

Name	Digital Technology International (Denmark) ApS c/o Advokatfirmaet Kjellegaard Jensen, Tuborg Boulevard
Address, Postal code, City	12, 3., 2900 Hellerup
CVR no.	32 08 30 13
Established	1 February 2009
Registered office	Gentofte
Financial year	1 January - 31 December
Board of Directors	Scott Edward Roessler, Chair Jeffrey Paul Neunsinger
Executive Board	Jeffrey Paul Neunsinger Scott Edward Roessler
Auditors	EY Godkendt Revisionspartnerselskab Vestre Havnepromenade 1A, 9000 Aalborg, Denmark

Management's review

Business review

The main activity of the Company is marketing and support to newspaper publisher.

The Company is without activities.

Financial review

The income statement for 2021 shows a loss of DKK 192,420 against a profit of DKK 177,810 last year, and the balance sheet at 31 December 2021 shows equity of DKK 0. Management considers the Company's financial performance in the year satisfactory.

More than half of the share capital has been lost and the Company is therefore covered by the rules in the Danish Companies Act regarding capital loss.

The management has to provide a plan to reestablish the equity in the Company. The management expects to reestablish the equity by capital increase or future profits.

On the basis of the above, the management considers the company to be going concern.

Events after the balance sheet date

No events materially affecting the Company's financial position have occurred subsequent to the financial year-end.

Financial statements 1 January - 31 December

Income statement

Note	DKK	2021	2020
	Gross profit/loss	9,435	-9,436
	Financial income	0	354,572
3	Financial expenses	-201,855	-167,326
	Profit/loss for the year	<u>-192,420</u>	<u>177,810</u>
	Recommended appropriation of profit/loss		
	Retained earnings/accumulated loss	<u>-192,420</u>	<u>177,810</u>
		<u>-192,420</u>	<u>177,810</u>

Financial statements 1 January - 31 December

Balance sheet

Note	DKK	2021	2020
	ASSETS		
	Non-fixed assets		
	Receivables		
	Receivables from group enterprises	0	108,648
		0	108,648
	Total non-fixed assets	0	108,648
	TOTAL ASSETS	0	108,648
	EQUITY AND LIABILITIES		
	Equity		
	Share capital	125,000	125,000
	Retained earnings	-125,000	-4,895,779
	Total equity	0	-4,770,779
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Payables to group enterprises	0	4,869,992
	Other payables	0	9,435
		0	4,879,427
	Total liabilities other than provisions	0	4,879,427
	TOTAL EQUITY AND LIABILITIES	0	108,648

- 1 Accounting policies
- 2 Capital and cash flow conditions
- 5 Contractual obligations and contingencies, etc.
- 6 Related parties

Financial statements 1 January - 31 December

Statement of changes in equity

DKK	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2021	125,000	-4,895,779	-4,770,779
Capital increase	0	4,963,199	4,963,199
Transfer through appropriation of loss	0	-192,420	-192,420
Equity at 31 December 2021	<u>125,000</u>	<u>-125,000</u>	<u>0</u>

Regarding the equity and related going concern considerations, we refer to note 2.

Financial statements 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of Digital Technology International (Denmark) ApS for 2021 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

Gross profit/loss

The items other operating income and external expenses have been aggregated into one item in the income statement called gross margin 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 Company's core activities, including expenses relating to administration etc.

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.

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet

Receivables

Receivables are measured at amortised cost.

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

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.

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. 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.

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.

Other payables

Other payables are measured at net realisable value.

Financial statements 1 January - 31 December

Notes to the financial statements

2 Capital and cash flow conditions

The Company has lost more than half of the share capital. The balance sheet at 31 December 2021 shows a equity of DKK 0.

More than half of the share capital has been lost and the Company is therefore covered by the rules in the Danish Companies Act regarding capital loss.

The management has to provide a plan to reestablish the equity in the Company. The management expects to reestablish the equity by capital increase or future profits.

On the basis of the above, the management considers the company to be going concern.

DKK	2021	2020
3 Financial expenses		
Interest expenses, group entities	0	167,326
Other financial expenses	201,855	0
	201,855	167,326

4 Deferred tax

The Company has tax losses at a carrying amount of DKK 4,788 thousand. As it is uncertain if these tax losses can be utilised within a foreseeable future, their carrying amount has not been recognised in the financial statements.

5 Contractual obligations and contingencies, etc.

Contingent liabilities

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc og the Group. The total amount of corporation tax payable is disclosed in the Annual Report og Newscycle Denmark ApS, which is the management company of the joint taxation purpose. Moreover, the Danish 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 withholding taxes may increase the Company's liability.

6 Related parties

Information about consolidated financial statements

Parent	Domicile
Newscycle Solutions Holdings Inc	Bloomington, USA