Ironman Denmark ApS

Hannovergade 8, 2300 Copenhagen S, Denmark CVR no. 32 30 12 66

Annual report 2020

Approved at the Company's annual general meeting on 16 July 2021

Chair of the meeting:





Ironman Denmark ApS Annual report 2020

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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 Ironman Denmark ApS for the financial year 1 January - 31 December 2020.

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 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020.

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, 16 July 2021 Executive Board:

Thomas Veje blsen

Board of Directors:

Andrew Lawrence Messick

Frank Brooks Cowan Jr.



Independent auditor's report

To the shareholder of Ironman Denmark ApS

Opinion

We have audited the financial statements of Ironman Denmark ApS for the financial year 1 January - 31 December 2020, 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 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020 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:

- ldentify 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.

Copenhagen, 16 July 2021 EY Godkendt Revisionspartnerselskab CVR no. 30 70 02 28

Peter Jensen

State Authorised Public Accountant

mne33246



Management's review

Company details

Name Ironman Denmark ApS

Address, Postal code, City Hannovergade 8, 2300 Copenhagen S, Denmark

CVR no. 32 30 12 66
Established 10 April 2010
Registered office Copenhagen

Financial year 1 January - 31 December

Website http://www.ironman.com/

Board of Directors Andrew Lawrence Messick

Frank Brooks Cowan Jr.

Executive Board Thomas Veje Olsen

Auditors EY Godkendt Revisionspartnerselskab

Dirch Passers Allé 36, P.O. Box 250, 2000 Frederiksberg,

Denmark

Bankers Danske Bank



Management's review

Business review

IM Denmark ApS operates triathlon, duathlon, and distance running events under the IRONMAN, IRONMAN 70.3, 5i50™, IRON GIRL and IRONKIDS brands throughout Denmark. Beginning in 1978 as a challenge between a US naval commander and his group of friends, the IRONMAN has grown to become the most recognized full distance triathlon in the world.

Originally a combination of the Waikiki Rough Water Swim, the Around Oahu Bike Race, and the Honolulu Marathon, the IRONMAN® events consist of a 2.4-mile swim, a 112-mile bike ride, and a 26.2-mile run. IRONMAN 70.3® races are long-distance triathlons (half the distances of the IRONMAN® event). 5i50™ events are Olympic-distance triathlons. IRON GIRL® and IRONKIDS® events include triathlons, duathlons, or distance running events. The events are operated in Denmark by IRONMAN Denmark ApS. In addition to operating events, IRONMAN Denmark ApS is committed to growing the sport of triathlon through a comprehensive program of sponsorships, media sources, and other event production opportunities.

20 July 2020 the Ironman group was acquired by the Advanced Group a private, family-owned business. Our mission is to build the value of the company over the long-term by fostering growth and innovation across a diversified portfolio which includes media, entertainment, communications, technology, education and other promising sectors.

Recognition and measurement uncertainties

As mentioned in Annual Report for 2019, the Company had to reschedule substantially all events planned for 2020 due to government restrictions related to Covid-19. Hence the Company has applied for compensation regarding cancelled arrangements for 2020, and an amount of DKK 6 million has been recognized as other operating income and other receivables. At the time of the preparation of the Annual Report for 2020, the Company has yet to receive any response from the Danish Business Authority on the application. Management believes that all criteria for being approved for compensation are met. In general the criteria for this compensation form has been changed since being introduced, and there are currently no clear guidance in all aspects to how the Danish Business Authority consider the statement of loss due to cancelled arrangements, why there is uncertainty connected with the recognized compensation and corresponding receivable in the financial statements.

Unusual matters having affected the financial statements

The Company has recognized DKK 6 million related to compensation for cancelled arrangements due to Covid-19. Reference is made to note 3 for more information.

Financial review

The income statement for 2020 shows a profit of DKK 1,627,936 against a loss of DKK 1,190,504 last year, and the balance sheet at 31 December 2020 shows a negative equity of DKK 11,524,564.

The Company received a supporting letter of comfort and a guarantee for any IC - Receivable from its indirect parent.

The Company believes that its current cash balance, along with the actions taken as outlined above, and other \ considerations, provide it with sufficient current liquidity for a Period of at least 12 months from now.

Events after the balance sheet date

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



Income statement

Note	DKK	2020	2019
4	Revenue Cost of sales Other operating income Other external expenses	1,195,346 -1,440,754 7,394,797 -1,672,316	25,655,117 -12,752,543 5,782,210 -10,594,499
5 6 7	Gross profit Staff costs Amortisation/depreciation of intangible assets and property, plant and equipment Other operating expenses	5,477,073 -4,334,986 -46,253 0	8,090,285 -8,494,787 -146,056 -154,347
8	Profit/loss before net financials Financial income Financial expenses	1,095,834 822,055 -289,953	-704,905 0 -485,599
	Profit/loss before tax Tax for the year	1,627,936 0	-1,190,504 0
	Profit/loss for the year	1,627,936	-1,190,504
	Recommended appropriation of profit/loss Retained earnings/accumulated loss	1,627,936	-1,190,504
	-	1,627,936	-1,190,504



Balance sheet

Note	DKK	2020	2019
	ASSETS Fixed assets		
9	Intangible assets		
	Acquired intangible assets	0	0
		0	0
10	Property, plant and equipment	20.764	27 271
	Plant and machinery Other fixtures and fittings, tools and equipment	20,764 60,072	37,371 89,719
		80,836	127,090
	Investments		
	Other receivables	61,403	76,403
		61,403	76,403
	Total fixed assets	142,239	203,493
	Non-fixed assets	<u> </u>	<u> </u>
	Receivables		
	Trade receivables	140,942 17,351,824	516,550 16,850,534
	Receivables from group entities Other receivables	6,000,054	16,650,554
	Prepayments	0	95,594
		23,492,820	17,462,732
	Cash	9,784,212	9,930,747
	Total non-fixed assets	33,277,032	27,393,479
	TOTAL ASSETS	33,419,271	27,596,972
	EQUITY AND LIABILITIES		
	Equity		
	Share capital	80,000	80,000
	Reserve for equity settled share based payment Retained earnings	0 -11,604,564	1,089,326 -13,981,340
	Total equity	-11,524,564	-12,812,014
	Liabilities other than provisions		
	Non-current liabilities other than provisions	44.4.057	1.42.006
	Other payables	414,957	143,806
	Output the little and the matter and the little	414,957	143,806
	Current liabilities other than provisions Prepayments received from customers	17,818,572	11,475,100
	Trade payables	902,933	1,357,120
	Payables to group entities	24,230,487	24,438,627
	Other payables	1,576,886	2,994,333
		44,528,878	40,265,180
		44,943,835	40,408,986
	TOTAL EQUITY AND LIABILITIES	33,419,271	<u>27,596,972</u>

- 1 Accounting policies
- 2 Recognition and measurement uncertainties
- 3 Special items



- 11 Contractual obligations and contingencies, etc.
- 12 Collateral
- 13 Related parties



Statement of changes in equity

	.	Reserve for equity settled share based	Retained	
DKK	Share capital	payment	earnings	Total
Equity at 1 January 2019 Transfer through appropriation	80,000	0	-12,790,836	-12,710,836
of loss	0	0	-1,190,504	-1,190,504
Transfer	0	1,089,326	0	1,089,326
Equity at 1 January 2020 Transfer through appropriation	80,000	1,089,326	-13,981,340	-12,812,014
of profit	0	0	1,627,936	1,627,936
Transfer	0	-748,840	748,840	0
Revaluations in the year	0	-340,486	0	-340,486
Equity at 31 December 2020	80,000	0	-11,604,564	-11,524,564

The Company has lost its equity and must, according to the Danish Companies Act, adopt measures to restore it. Management still expects to recover the lost equity through positive results going forward.

In addition, we have received a letter of support stating that World Triathlon Corporation will support the Company financially when needed in order for the Company to fulfil its obligations as they fall due until at least 12 months after the approval by the annual general meeting of the financial statements for 2020.

Moreover, the parent company World Triathlon Corporation unconditionally and irrevocably guarantees to Ironman Denmark ApS the due and punctual fulfilment of each of the Obligors' payment obligations of all amounts, whether now existing or hereinafter incurred, owed to Ironman Denmark ApS under the IC-receivables

Against this background, Management presents the financial statements based on a going concern assumption.



Notes to the financial statements

1 Accounting policies

The annual report of Ironman Denmark ApS for 2020 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.

Effective from the financial year 2020, the Company has implemented amending act no. 1716 of 27 December 2018 to the Danish Financial Statements Act. The implementation of the amending act has not affected the Company's accounting policies on recognition and measurement of assets and liabilities but has solely entailed a requirement for further disclosures. 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 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 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

Income from the rendering of services, comprising registration fees for participation in sports events, is recognised as revenue as the services are rendered, implying that revenue corresponds to the market value of the services rendered in the year (percentage-of-completion method).

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.

Other operating income and operating expenses

Other operating income and operating expenses comprise items of a secondary nature relative to the Company's core activities, including gains or losses on the sale of fixed assets.

Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.



Notes to the financial statements

1 Accounting policies (continued)

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.

Share-based payment expenses are also recognized.

Shared based payments:

The Company's employees and Management receive consideration in the form of share-based payments. The share-based consideration is an equity-settled program under which employees and management deliver services in return for share options. The share options are measured at fair value at the time of granting. The fair value of share options is determined using an option-pricing model. Costs relating to equity-settled share-based payments are recognized in the income statement under administrative expenses and in equity over the vesting period. The total expense recognized for equity-settled share-based payments at the reporting date reflects the share of the vesting period that has lapsed and management's best estimate of the number of equity instruments that will ultimately vest. Where the terms for equity-settled programs change, the minimum expense is the expense that would have been recognized had the terms not been changed, provided that the employee's or management's right had vested. In addition, an expense is recognized corresponding to the increase in the fair value of the share-based payment at the time at which the terms are changed.

Amortisation/depreciation

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment.

The basis of amortisation/depreciation, which is calculated as cost less any residual value, is amortised/depreciated on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Software	5 years
Plant and machinery	5 years
Other fixtures and fittings, tools and equipment	3 years

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.

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.



Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Intangible assets

Other intangible assets include acquired intangible rights, including software licences and distribution rights.

Other intangible assets are measured at cost less accumulated amortisation and impairment losses.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Impairment of fixed assets

Intangible assets and property, plant and equipment as well as investments in subsidiaries and associates are reviewed for impairment on an annual basis. Where there is evidence of impairment, each individual asset or group of assets generating independent cash flows is tested for impairment. The carrying amount of impaired assets is reduced to the higher of the value in use and the net selling price (recoverable amount). Where an impairment loss is recognised on a group of assets, a loss is first allocated to goodwill and then to the other assets on a pro rata basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

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

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value. 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. in which case the carrying amount is reduced to the net realisable value.

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

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.



Notes to the financial statements

1 Accounting policies (continued)

Prepayments

Prepayments 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.

Equity

Revaluation reserve

The reserve compraises value adjustment of equity settled share based payment.

The value of share options granted is recognized in equity under share-based payment reserve over the vesting period as the employees deliver the relevant services. The reserve reflects the total value of share options granted based on the share of the vesting period that has lapsed and the best estimate of the number of instruments that will ultimately vest. The reserve is part of the distributable reserve.

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

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.

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.



Notes to the financial statements

1 Accounting policies (continued)

Deferred income

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

2 Recognition and measurement uncertainties

As mentioned in Annual Report for 2019, the Company had to reschedule substantially all events planned for 2020 due to government restrictions related to Covid-19. Hence the Company has applied for compensation regarding cancelled arrangements for 2020, and an amount of DKK 6 million has been recognized as other operating income and other receivables. At the time of the preparation of the Annual Report for 2020, the Company has yet to receive any response from the Danish Business Authority on the application. Management believes that all criteria for being approved for compensation are met. In general the criteria for this compensation form has been changed since being introduced, and there are currently no clear guidance in all aspects to how the Danish Business Authority consider the statement of loss due to cancelled arrangements, why there is uncertainty connected with the recognized compensation and corresponding receivable in the financial statements.

3 Special items

Special items for the year are specified below just as are the items under which they are recognised in the income statement.



Notes to the financial statements

3 Special items (continued)

DKK	2020	2019
Income Compensation for cancelled arrangements, Covid-19	6,000,000	0
	6,000,000	0
Special items are recognised in the below items of the financial statements		
Ohter operating income	6,000,000	0
Net profit on special items	6,000,000	0



Notes to the financial statements

4	Other operating income		
	Management fee Compensation	1,394,797 6,000,000	5,782,210 0
		7,394,797	5,782,210
	DKK	2020	2019
5	Staff costs Wages/salaries Pensions	4,218,554 116,432	7,985,238 509,549
	T CHOICHS	4,334,986	8,494,787
	Average number of full-time employees	9	10
6	Amortisation/depreciation of intangible assets and property, plant and equipment		
	Amortisation of intangible assets Depreciation of property, plant and equipment	0 46,253	23,242 122,814
	pepreciation of property, plant and equipment	46,253	146,056
7	Other operating expenses		
	Other operating expenses include losses on the sale of fixed assets.		
8	Financial expenses		
	Interest expenses, group entities	289,953	485,599
		289,953	485,599
9	Intangible assets		
	DKK		Acquired intangible assets
	Cost at 1 January 2020		519,208
	Cost at 31 December 2020		519,208
	Impairment losses and amortisation at 1 January 2020		519,208
	Impairment losses and amortisation at 31 December 2020		519,208
	Carrying amount at 31 December 2020		0



Notes to the financial statements

10 Property, plant and equipment

DKK	Plant and machinery	Other fixtures and fittings, tools and equipment	Total
Cost at 1 January 2020	226,837	463,430	690,267
Cost at 31 December 2020	226,837	463,430	690,267
Impairment losses and depreciation at 1 January 2020 Amortisation/depreciation in the year	189,466 16,607	373,711 29,647	563,177 46,254
Impairment losses and depreciation at 31 December 2020	206,073	403,358	609,431
Carrying amount at 31 December 2020	20,764	60,072	80,836

11 Contractual obligations and contingencies, etc.

Other contingent liabilities

Other financial obligations

Other rent and lease liabilities:

DKK	2020	2019
Rent and lease liabilities	133,267	131,744

Rent and lease liabilities include a rent obligation totalling DKK 133,267, which is equal to six months' rent.



Notes to the financial statements

12 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2020.

13 Related parties

Information about consolidated financial statements

Parent	Domicile	company's consolidated financial statements
Advance Publications, Inc	United States	Company's webpage www.advance.com