UST GLOBAL (DENMARK) ApS

Omogade 8, 2
2100 Copenhagen O

Annual report
1 January 2016 - 31 December 2016

The annual report has been presented and approved on the company's general meeting the

26/06/2017

Andrew Woods
Chairman of general meeting

Content

Company information

Reporting company	UST GLOBAL (DENMARK) ApS Omogade 8, 2 2100 Copenhagen O	
	CVR-nr:	32317936
	Reporting period:	01/01/2016 - 31/12/2016
Auditor	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V DK Denmark	
	CVR-nr:	20222670
	P-number:	1002977095

Statement by Management

Today the Management have discussed and approved the Annual Report for 1 January - 31 December 2016 for UST GLOBAL (DENMARK) ApS.

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

In our opinion, the financial statements give a true and fair view of the Company’s assets, liabilities and financial position at 31 December 2016, and the results for the financial period 1 January - 31 December 2016. Also, we believe that the Management report contains a fair review of the affairs and conditions referred to therein.

The Management's Review includes in our opinion a fair presentation of the matters dealt with in the review.

We recommend that the Annual Report be approved at the Annual General meetings.

Copenhagen, the 26/06/2017

Management

Ramanathan Raghunathan

The independent auditor's report on financial statements

To the shareholders of UST GLOBAL (DENMARK) ApS.

Opinion

We have audited the Financial Statements of UST GLOBAL (DENMARK) ApS for the financial year 1 January - 31 December 2016, which comprise income statement, balance sheet, notes and a summary of significant accounting policies. The Financial Statements are prepared under 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 2016, and of the results of the Company operations for the financial year 1 January - 31 December 2016 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 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 requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of management 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 responsibility

Our objectives are to obtain reasonable assurance about 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 these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism 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.
- 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 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 Management's Review.
Our opinion on the Financial Statements does not cover 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 Management's Review and, in doing so, consider whether 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 Management's Review provides the information required under the Danish Financial Statements Act. Based on the work we have performed, we conclude that Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management's Review.

Copenhagen, 26/06/2017

Morten Kenhof
State Authorised Public Accountant
BDO Statsautoriseret revisionsaktieselskab
CVR: 20222670

Management’s Review

Principal activities
The Company’s object is to conduct trade and financial activities, including the acquisition of and investment in share capital as a holding company in Danish and foreign companies, and any other similar business in accordance with the decision of the management board including software development and IT consulting services. The business can be conducted directly or through other companies.

Financial development
The company considers the results for the year to be in line with expectations.

Restoring the share capital
The company is covered by the rules regarding capital loss in the Danish Companies Act § 119. The Management expects that the capital will be re-established through the company’s operations in future financial years. The company has received a letter of support from the parent company.

Events after the end of the financial year
No events have occurred after the year-end of the financial year that may have a significant impact on the financial position of the company.

Accounting Policies

The annual report has been prepared in accordance with the regulation applying to Reporting class B. There have been options of certain rules in reporting class C.

The Annual Report has been prepared in DKK.

The Annual Report is prepared consistently with the accounting policies used last year.

General about recognition and measurement
Income is recognised in the income statement as and when it is earned, including recognition of value adjustments of financial assets and liabilities. Any costs, including depreciation, amortisation and write-down, are also recognised in the income statement.

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

Liabilities are recognised in the balance sheet when it is likely that future economic benefits will flow from the company and the value of the liability can be measured reliably.

The initial recognition measures assets and liabilities at cost. Subsequently, assets and liabilities are measured as described in the following for each item.

Certain financial assets and liabilities are measured at amortised cost, recognising a constant effective interest over the term. Amortised cost is stated at initial cost less any deductions and with addition/deduction of the accumulated amortisation on the difference between cost and nominal amount.

The recognition and measurement takes into account predictable losses and risks arising before the year-end reporting and which prove or disprove matters that existed at the balance sheet date.

The carrying amount of intangible and tangible fixed assets is reviewed annually to determine if there is any indication of impairment in excess of the amount reflected by normal amortisation or depreciation. If this is the case, write-down should be made to the lower recoverable amount.

INCOME STATEMENT

Gross profit
The Company applies the Financial Statements Act § 32 after which the Company's revenue is not stated.

Gross profit is a summary of net sales and other operating income less cost of sales and other external costs.

Net revenue
The net revenue from sale of services is recognised in the income statement if supply and risk transfer to purchaser has taken place before the end of the year and if the income can be measured reliably and is expected to be received. Net revenue is recognised exclusive of VAT, duties and less discounts related to the sale.

Cost of sales
Cost of sales comprise costs incurred to achieve the net revenue for the year, including direct and indirect costs of external assistance.

Other external costs
Other external costs include costs relating to sale, marketing, administration, premises etc.

Staff costs
Staff costs comprise wages and salaries, including holiday pay and pensions and other costs for social security etc. for the company's employees. Repayments from public authorities are deducted from staff costs.

Financial income and expenses in general
Financial income and expenses include interest income and expenses, realised and unrealised gains and losses arising from transactions in foreign currencies. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

Tax
The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

BALANCE SHEET

Fixed assets investments
Equity investments in subsidiaries are measured at cost. If the cost exceeds the net realisable value, this is written down to the lower value.

Receivables
Receivables are measured at amortised cost, which usually corresponds to nominal value. The value is reduced by write-down to meet expected losses.

Contract work in progress
Contract work in progress is measured at the sales value of the work performed. The sales value is measured on the basis of the completion rate at the balance sheet date and the total expected income for each ongoing work.

Costs associated with sales work and the acquisition of contracts are recognised in the income statement as they are incurred.

Tax payable and deferred taxes
Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date would be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities
Liabilities are measured at amortised cost equal to nominal value.

Foreign currency translation
Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange

differences arising between the rate on the transaction date and the rate on the payment date are recognised in the income statement as a financial income or expense.

If the foreign exchange position is considered to hedge future cash flows, the unrealised exchange adjustments are recognised directly in the equity.

Receivables, payables and other monetary items in foreign currencies that are not settled on the balance sheet date are translated at the exchange rate on the balance sheet date. The difference between the exchange rate on the balance sheet date and the exchange rate at the time of occurrence of the receivables or payables is recognised in the income statement as financial income or expenses.

Fixed assets acquired in foreign currencies are translated at the rate of exchange on the transaction date.

Income statement 1 Jan 2016 - 31 Dec 2016

	Disclosure	2016 kr.	2015 kr.
Gross Result		**18,887,051**	**14,235,266**
Employee expense	1	-13,499,392	-11,217,918
Profit (loss) from ordinary operating activities		**5,387,659**	**3,017,348**
Other finance income		74,564	627,261
Other finance expenses		-143,040	-1,029,148
Profit (loss) from ordinary activities before tax		**5,319,183**	**2,615,461**
Tax expense		0	0
Profit (loss)		**5,319,183**	**2,615,461**
Proposed distribution of results			
Retained earnings		5,319,183	2,615,461
Proposed distribution of profit (loss)		**5,319,183**	**2,615,461**

Balance sheet 31 December 2016

Assets

	Disclosure	2016 kr.	2015 kr.
Investments in group enterprises		2,485,462	2,485,462
Investments	**2**	**2,485,462**	**2,485,462**
Total non-current assets		**2,485,462**	**2,485,462**
Trade receivables		6,231,682	3,696,352
Contract work in progress		2,694,831	1,436,059
Receivables from group enterprises		27,629,866	22,732,846
Other receivables		137,802	42,042
Receivables		**36,694,181**	**27,907,299**
Cash and cash equivalents		1,337,584	503,602
Current assets		**38,031,765**	**28,410,901**
Total assets		**40,517,227**	**30,896,363**

Balance sheet 31 December 2016

Liabilities and equity

	Disclosure	2016	2015
		kr.	kr.
Contributed capital		82,060	82,060
Retained earnings		-5,149,501	-10,468,684
Total equity		**-5,067,441**	**-10,386,624**
Payables to group enterprises		43,045,739	38,777,058
Other payables, including tax payables, liabilities other than provisions		2,538,929	2,505,929
Short-term liabilities other than provisions, gross		**45,584,668**	**41,282,987**
Liabilities other than provisions, gross		**45,584,668**	**41,282,987**
Liabilities and equity, gross		**40,517,227**	**30,896,363**

Statement of changes in equity 1 Jan 2016 - 31 Dec 2016

	Contributed capital	Retained earnings	Total
	kr.	kr.	kr.
Equity, beginning balance	82,060	-10,468,684	-10,386,624
Profit (Loss)	0	5,319,183	5,319,183
Equity, ending balance	82,060	-5,149,501	-5,067,441

Disclosures

1. Employee expense

	2016 DKK	2015 DKK
Wages and salaries	11,659,290	9,216,641
Other social security costs	81,359	245,326
Other personel costs	1,758,742	1,755,951
	13,499,392	**11,217,918**
Average number of employees	23	15

2. Investments

	Participation in group companies DKK	Participation in group companies DKK
Historical cost at 1 January	3,485,462	2,968,808
Addition of investment in group companies	0	516,654
Historical cost at 31 December	**3,485,462**	**3,485,462**
Write up and down		
Opening Balance	-1,000,000	-1,000,000
Provision for write-down	0	0
Closing Balance	**-1,000,000**	**-1,000,000**
Accounting value	**2,485,462**	**2,485,462**

Investments in subsidiary can be specified as follows, DKK:

Name, legal form and homeplace	Ownership	Equity	Profit/Loss	Accounting value
UST Global (Brazil) Solucoes DE T.I. LTDA,	89%	955,215	220,722	2,485,462

3. Disclosure of uncertainties relating to going concern

The Company has lost all of the share capital. The management expects the share capital to be restored through the Company's operations. The company has received a letter of support from the parent company.

4. Disclosure of contingent liabilities

The Company has no contingent liabilities and has not provided any security.

5. Disclosure of deferred tax assets and liabilities

The Company has a total deferred tax asset of DKK ('000) 700 of which none has been capitalised because it can be related to tax losses which infinite can be carried forwarded and netted against future tax profit.