

Realtime Targeting ApS

Nygade 7, 1164 København K

Company reg. no. 32 56 78 27

Annual report

1 January - 31 December 2016

The annual report have been submitted and approved by the general meeting on the 31 May 2017.

Henrik Mansfeldt Wiit
Chairman of the meeting

Notes:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Contents

	<u>Page</u>
Reports	
Management's report	1
Independent auditor's report	2
Management's review	
Company data	5
Management's review	6
Annual accounts 1 January - 31 December 2016	
Profit and loss account	7
Balance sheet	8
Notes	10
Accounting policies used	11

Management's report

The board of directors and the executive board have today presented the annual report of Realtime Targeting ApS for the financial year 1 January to 31 December 2016.

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

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2016 and of the company's results of its activities in the financial year 1 January to 31 December 2016.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

København K, 28 April 2017

Executive board

Thomas Dahl Jensen

Carsten Hyldahl

Board of directors

Jens Wittrup Willumsen

Stephen Chandler

Peter Rosenkilde

Gregers Kronborg

Independent auditor's report

To the shareholders of Realtime Targeting ApS

Opinion

We have audited the annual accounts of Realtime Targeting ApS for the financial year 1 January to 31 December 2016, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2016 and of the results of the company's operations for the financial year 1 January to 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 and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

Without modifying our opinion, we note that the company have lost its entire equity. Management expects to dissolve the company, and are financially supported by its shareholders. We refer to note 1 of the financial statements.

The management's responsibilities for the annual accounts

The management is responsible for the preparation of annual accounts that give a true and fair view in accordance with the Danish Financial Statements Act. The management is also responsible for such internal control as the management determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Independent auditor's report

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts reflect 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 the internal control that we identify during our audit.

Independent auditor's report

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Copenhagen, 28 April 2017

Grant Thornton

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

Steen K. Bager

State Authorised Public Accountant

Company data

The company

Realtime Targeting ApS
Nygade 7
1164 København K

Web site www.realtime-targeting.com

Company reg. no. 32 56 78 27

Financial year: 1 January - 31 December

Board of directors

Jens Wittrup Willumsen
Stephen Chandler
Peter Rosenkilde
Gregers Kronborg

Executive board

Thomas Dahl Jensen
Carsten Hyldahl

Auditors

Grant Thornton, Statsautoriseret Revisionspartnerselskab
Stockholmsgade 45
2100 København Ø

Management's review

The principal activities of the company

The company's activity in the past financial year were the development of new Software As A Service ("SAAS") technology which is focused on the data and marketing industries.

Development in activities and financial matters

The gross loss for the year is DKK -114.000 against DKK -5.651.000 last year. The results from ordinary activities after tax are DKK 303.000 against DKK -35.241.000 last year. The management consider the results as expected.

The company has lost its entire equity and is in process of dissolving the company. The company is financially supported by its shareholders.

Profit and loss account 1 January - 31 December

Amounts concerning 2016: DKK.

Amounts concerning 2015: DKK in thousands.

<u>Note</u>	<u>2016</u>	<u>2015</u>
Gross loss	-113.899	-5.651
2 Staff costs	-40.294	-8.280
Depreciation and writedown relating to tangible fixed assets	<u>0</u>	<u>-27</u>
Operating profit	-154.193	-13.958
Other financial income	-11.855	-47
Other financial costs	<u>-3.227</u>	<u>-21.236</u>
Results before tax	-169.275	-35.241
Tax on ordinary results	<u>472.607</u>	<u>0</u>
Results for the year	<u>303.332</u>	<u>-35.241</u>
 Proposed distribution of the results:		
Allocated to results brought forward	303.332	0
Allocated from results brought forward	<u>0</u>	<u>-35.241</u>
Distribution in total	<u>303.332</u>	<u>-35.241</u>

Balance sheet 31 December

Amounts concerning 2016: DKK.

Amounts concerning 2015: DKK in thousands.

Assets		
<u>Note</u>	<u>2016</u>	<u>2015</u>
Current assets		
Trade debtors	0	41
Amounts owed by group enterprises	0	67
Receivable corporate tax	676.056	663
Other debtors	3.295	323
Debtors in total	<u>679.351</u>	<u>1.094</u>
Available funds	<u>1.064.171</u>	<u>211</u>
Current assets in total	<u>1.743.522</u>	<u>1.305</u>
Assets in total	<u>1.743.522</u>	<u>1.305</u>

Balance sheet 31 December

Amounts concerning 2016: DKK.

Amounts concerning 2015: DKK in thousands.

<u>Note</u>	<u>2016</u>	<u>2015</u>
Equity and liabilities		
Equity		
3 Contributed capital	1.337.148	1.337
4 Results brought forward	-19.495.103	-19.798
Equity in total	-18.157.955	-18.461
Liabilities		
Convertible and profit-sharing debt instruments	19.111.995	19.112
Long-term liabilities in total	19.111.995	19.112
Trade creditors	129.283	75
Other debts	660.199	579
Short-term liabilities in total	789.482	654
Liabilities in total	19.901.477	19.766
Equity and liabilities in total	1.743.522	1.305

Notes

Amounts concerning 2016: DKK.

Amounts concerning 2015: DKK in thousands.

1. Uncertainties concerning the enterprise's ability to continue as a going concern

The company has lost its entire equity and is in process of dissolving the company. The company is financially supported by its shareholders.

	<u>2016</u>	<u>2015</u>
2. Staff costs		
Salaries and wages	0	7.978
Pension costs	395	0
Other costs for social security	39.899	49
Other staff costs	<u>0</u>	<u>253</u>
	<u>40.294</u>	<u>8.280</u>
Average number of employees	<u>0</u>	<u>12</u>

3. Contributed capital

Contributed capital 1 January 2016	1.337.148	864
Cash capital increase	<u>0</u>	<u>473</u>
	<u>1.337.148</u>	<u>1.337</u>

The share capital consists of A shares, with a nominal value of DKK 399.147 and B shares on 938.001.

4. Results brought forward

Results brought forward 1 January 2016	-19.798.435	15.443
Profit or loss for the year brought forward	<u>303.332</u>	<u>-35.241</u>
	<u>-19.495.103</u>	<u>-19.798</u>

Accounting policies used

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

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

Translation of foreign currency

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

Accounting policies used

Fixed assets and other non-monetary assets acquired in foreign currency and which are not considered to be investment assets purchased in foreign currencies are measured at the exchange rate on the transaction date.

The profit and loss account

Gross loss

The gross loss comprises the net turnover, foreign assistance and other external costs.

Other external costs comprise costs for administration.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The balance sheet

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

Accounting policies used

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

Financial liabilities related to borrowings are recognised at the received proceeds with the deduction of transaction costs incurred. In following periods, the financial liabilities are recognised at amortised cost, corresponding to the capitalised value by use of the effective interest. The difference between the proceeds and the nominal value is recognised in the profit and loss account during the term of the loan.

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

Accrued expenses and deferred income

Received payments concerning income during the following years are recognised under accrued expenses and deferred income.