

**Vektor Capital Investment ApS**  
**Fruebjergvej 3, 2100 København Ø**

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**Annual report**

**2019**

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**Company reg. no. 32 79 00 54**

The annual report was submitted and approved by the general meeting on the 17 August 2020.

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David Owen  
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS 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 %.

## **Management's report**

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Today, the executive board has presented the annual report of Vektor Capital Investment ApS for the financial year 2019.

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

We consider the accounting policies appropriate and, in our opinion, the financial statements provide a fair presentation of the company's assets, equity and liabilities, and financial position at 31 December 2019 and of the company's results of activities in the financial year 1 January - 31 December 2019.

We are of the opinion that the management commentary presents a fair account of the issues dealt with.

We recommend that the annual report be approved by the general meeting.

Copenhagen, 17 August 2020

### **Executive board**

David Owen

Carsten Pedersen Rise

## Independent auditor's report

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### To the shareholders of Vektor Capital Investment ApS

#### Opinion

We have audited the financial statements of Vektor Capital Investment ApS for the financial year 1 January - 31 December 2019, which comprise accounting policies, income statement, statement of financial position and notes. The financial statements have been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements present a fair view of the company's assets, equity and liabilities, and financial position at 31 December 2019 and of the results of the company's activities for the financial year 1 January - 31 December 2019 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 section "Auditor's responsibilities for the audit of the financial statements". We are independent of the company in accordance with international ethical requirements for auditors (IESBA's Code of Ethics), 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 and those charged with governance for the financial statements

Management is responsible for the preparation of financial statements that provide a fair view in accordance with the Danish Financial Statements Act. Management is also responsible for such internal control as the 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 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 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 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 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.

## Independent auditor's report

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As part of an audit conducted in accordance with international standards on auditing, and the additional requirements applicable in Denmark, we exercise professional judgment 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 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 and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's preparation of the financial statements using the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists arising from 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 disclosures in notes, and whether the financial statements reflect the underlying transactions and events in a manner that presents a 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.

### Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on and the financial statements does not cover the management commentary, and we express no assurance opinion thereon.

## **Independent auditor's report**

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In connection with our audit of the financial statements, it is our responsibility to read the management commentary and to consider whether the management commentary is materially inconsistent with the financial statements or the evidence obtained during the audit, or whether it otherwise appears to contain material misstatement.

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

Based on the work we have performed, we believe that management commentary is consistent with the financial statements and that it has been prepared in accordance with the provisions of the Danish Financial Statement Act. We did not discover any material misstatement in the management commentary.

Copenhagen, 17 August 2020

### **Martinsen**

State Authorised Public Accountants  
Company reg. no. 32 28 52 01

### **Leif Tomasson**

State Authorised Public Accountant  
mne25346

## Company information

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<b>The company</b>	Vektor Capital Investment ApS Fruebjergvej 3 2100 København Ø
	Company reg. no. 32 79 00 54 Established: 18 March 2010 Domicile: Copenhagen Financial year: 1 January - 31 December 10th financial year
<b>Executive board</b>	David Owen Carsten Pedersen Rise
<b>Auditors</b>	Martinsen Statsautoriseret Revisionspartnerselskab Øster Allé 42 2100 København Ø
<b>Parent company</b>	SJO Enterprises Limited
<b>Associated enterprises</b>	Vektor Kapital Holding A/S, Copenhagen Vektor Puljeinvest III ApS, Copenhagen

## **Management commentary**

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### **The principal activities of the company**

Like previous years, the principal activities are finance and investment in debt certificates.

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

Income or loss from ordinary activities after tax totals DKK 24.612.777 against DKK 20.813.766 last year. Management considers the net profit or loss for the year satisfactory.

### **Events occurring after the end of the financial year**

On April 30, 2020, the equity was increased with 58 mio. DKK by a debt conversion. The share capital was increased with 1 mio. DKK and the rest, 57 mio. DKK, as share premium.



## Accounting policies

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The annual report for Vektor Capital Investment ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

The accounting policies are unchanged from last year, and the annual report is presented in DKK.

### Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

## Income statement

### Gross loss

Gross loss comprises external costs.

Other external costs comprise costs incurred for administration.

### Financial income and expenses

Financial income and expenses 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 income statement with the amounts concerning the financial year.

### Results from equity investments in associates

After full elimination of intercompany profit or loss less amortised of consolidated goodwill, the equity investment in the individual associates are recognised in the income statement as a proportional share of the associate' post-tax profit or loss.

## Accounting policies

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### Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

## Statement of financial position

### Investments

#### Equity in associates

Equity in associates recognised in the statement of financial position as a proportional share of the enterprise's equity value. This is calculated on the basis of the accounting policies of the parent less/plus unrealised intercompany profits and losses, and less/plus residual value of positive or negative goodwill measured by applying the purchase method.

To the extent the equity exceeds the cost, the net revaluation of equity investments in associates are transferred to the reserve under equity for net revaluation according to the equity method. The reserve is adjusted by other equity movements in associates.

Profit or loss in connection with the disposal of associates are measured as the difference between the sales amount and the carrying amount of net assets at the time of sale, inclusive of remaining consolidated goodwill and expected costs of sale or liquidation. Profit and loss are recognised in the income statement under net financials.

#### Other financial instruments and equity investments

Financial instruments and equity investments recognised under non-current assets comprise listed bonds and shares measured at fair value on the reporting date. Listed financial instruments are measured at market price.

Other unlisted financial instruments are measured at fair value. The measurement is made on the basis of relevant accounting records.

### Receivables

Receivables are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, they are written down for impairment to the net realisable value.

### Cash on hand and demand deposits

Cash on hand and demand deposits comprise cash at bank and on hand.

### Equity

#### Reserve for net revaluation according to the equity method

The reserve for net revaluation according to the equity method comprises net revaluation of equity investments in subsidiaries and associates proportional to cost.

## Accounting policies

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The reserve may be eliminated in the event of losses, realisation of equity investments, or changes in the accounting estimates.

The reserve cannot be recognised by a negative amount.

### Income tax and deferred tax

Current tax receivables and tax liabilities are recognised in the statement of financial position with 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 receivables and tax liabilities are offset to the extent that a legal right of set-off exists and the items are expected to be settled net or simultaneously.

Deferred tax is tax on all temporary differences in the carrying amount and tax base of assets and liabilities measured on the basis of the planned application of the asset and disposal of the liability, respectively.

Deferred tax assets, including the tax value of tax losses eligible for carryforward, are recognised at their expected realisable value, either by settlement against tax of future earnings or by setoff in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisation value.

Deferred tax is measured on the basis of the tax rules and tax rates of applicable legislation at the reporting date and prevailing when the deferred tax is expected to be released as current tax.

### Liabilities other than provisions

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

## Income statement 1 January - 31 December

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All amounts in DKK.

<u>Note</u>	<u>2019</u>	<u>2018</u>
<b>Gross loss</b>	<b>-143.813</b>	<b>-160.230</b>
Income from equity investments in associates	25.855.704	17.949.319
Other financial income from group enterprises	0	519.772
Other financial income	2.259.739	3.419.826
1 Other financial costs	-3.218.853	-954.921
<b>Pre-tax net profit or loss</b>	<b>24.752.777</b>	<b>20.773.766</b>
Tax on net profit or loss for the year	-140.000	40.000
<b>Net profit or loss for the year</b>	<b>24.612.777</b>	<b>20.813.766</b>
 <b>Proposed appropriation of net profit:</b>		
Extraordinary dividend adopted during the financial year	0	78.000.000
Reserves for net revaluation according to the equity method	15.855.704	17.949.319
Transferred to retained earnings	8.757.073	0
Allocated from retained earnings	0	-75.135.553
<b>Total allocations and transfers</b>	<b>24.612.777</b>	<b>20.813.766</b>

## Statement of financial position at 31 December

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All amounts in DKK.

<b>Assets</b>		
<u>Note</u>	<u>2019</u>	<u>2018</u>
<b>Non-current assets</b>		
2 Equity investments in associates	134.093.873	108.238.169
3 Other financial instruments and equity investments	14.904.469	14.971.319
Total investments	<u>148.998.342</u>	<u>123.209.488</u>
<b>Total non-current assets</b>	<b><u>148.998.342</u></b>	<b><u>123.209.488</u></b>
<b>Current assets</b>		
Receivables from associates	2.070.658	10.270.658
Deferred tax assets	0	140.000
Income tax receivables	246.510	0
Total receivables	<u>2.317.168</u>	<u>10.410.658</u>
Cash on hand and demand deposits	<u>1.357.579</u>	<u>946.721</u>
<b>Total current assets</b>	<b><u>3.674.747</u></b>	<b><u>11.357.379</u></b>
<b>Total assets</b>	<b><u>152.673.089</u></b>	<b><u>134.566.867</u></b>

## Statement of financial position at 31 December

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All amounts in DKK.

<b>Equity and liabilities</b>		
<u>Note</u>	<u>2019</u>	<u>2018</u>
<b>Equity</b>		
4 Contributed capital	5.000.000	5.000.000
5 Reserve for net revaluation according to the equity method	68.066.872	52.211.168
6 Retained earnings	17.470.342	8.713.269
<b>Total equity</b>	<b><u>90.537.214</u></b>	<b><u>65.924.437</u></b>
<b>Liabilities other than provisions</b>		
Trade payables	60.000	103.125
Payables to group enterprises	61.760.750	67.786.099
Other payables	315.125	753.206
Total short term liabilities other than provisions	<u>62.135.875</u>	<u>68.642.430</u>
<b>Total liabilities other than provisions</b>	<b><u>62.135.875</u></b>	<b><u>68.642.430</u></b>
<b>Total equity and liabilities</b>	<b><u>152.673.089</u></b>	<b><u>134.566.867</u></b>

## 7 Contingencies

## Notes

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All amounts in DKK.

	<u>2019</u>	<u>2018</u>
<b>1. Other financial costs</b>		
Financial costs, group enterprises	3.191.951	611.542
Other financial costs	<u>26.902</u>	<u>343.379</u>
	<b><u>3.218.853</u></b>	<b><u>954.921</u></b>
<b>2. Equity investments in associates</b>		
Cost 1 January 2019	27.002	27.001
Additions during the year	0	1
Disposals during the year	<u>-1</u>	<u>0</u>
<b>Cost 31 December 2019</b>	<b><u>27.001</u></b>	<b><u>27.002</u></b>
Revaluation, opening balance 1 January 2019	108.211.167	100.261.849
Correction of previous revaluations	0	-100.351
Net profit or loss for the year before amortisation of goodwill	25.855.704	18.049.669
Reversals for the year concerning disposals	1	0
Dividend	<u>0</u>	<u>-10.000.000</u>
<b>31 December 2019</b>	<b><u>134.066.872</u></b>	<b><u>108.211.167</u></b>
<b>Carrying amount, 31 December 2019</b>	<b><u>134.093.873</u></b>	<b><u>108.238.169</u></b>
<b>Associated enterprises:</b>		
	<b>Domicile</b>	<b>Equity interest</b>
Vektor Kapital Holding A/S	Copenhagen	33,33 %
Vektor Puljeinvest III ApS	Copenhagen	33,33 %

## Notes

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All amounts in DKK.

	<u>31/12 2019</u>	<u>31/12 2018</u>
<b>3. Other financial instruments and equity investments</b>		
Cost 1 January 2019	11.978.664	1.541.663
Additions during the year	0	10.437.001
Disposals during the year	<u>-874.893</u>	<u>0</u>
<b>Cost 31 December 2019</b>	<b><u>11.103.771</u></b>	<b><u>11.978.664</u></b>
Revaluation 1 January 2019	2.992.655	0
Revaluations for the year	<u>808.043</u>	<u>2.992.655</u>
<b>Revaluation 31 December 2019</b>	<b><u>3.800.698</u></b>	<b><u>2.992.655</u></b>
<b>Carrying amount, 31 December 2019</b>	<b><u>14.904.469</u></b>	<b><u>14.971.319</u></b>
<b>4. Contributed capital</b>		
Contributed capital 1 January 2019	5.000.000	100.000.000
Cash capital reduction	<u>0</u>	<u>-95.000.000</u>
	<b><u>5.000.000</u></b>	<b><u>5.000.000</u></b>
<p>On April 30, 2020, the equity was increased with 58 mio. DKK by a debt conversion. The share capital was increased with 1 mio. DKK and the rest, 57 mio. DKK, as share premium.</p>		
<b>5. Reserve for net revaluation according to the equity method</b>		
Reserves for net revaluation 1 January 2019	52.211.168	34.261.849
Share of profit or loss	<u>15.855.704</u>	<u>17.949.319</u>
	<b><u>68.066.872</u></b>	<b><u>52.211.168</u></b>
<b>6. Retained earnings</b>		
Retained earnings 1 January 2019	8.713.269	-11.151.178
Retained earnings for the year	8.757.073	-75.135.553
Extraordinary dividend adopted during the financial year	0	78.000.000
Distributed extraordinary dividend adopted during the financial year	0	-78.000.000
Capital reduction	<u>0</u>	<u>95.000.000</u>
	<b><u>17.470.342</u></b>	<b><u>8.713.269</u></b>



## Notes

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All amounts in DKK.

### 7. Contingencies

#### Contingent assets

The company has a deferred tax asset of 640.000 DKK which is not included in the annual accounts due to an uncertainty of when it can be used.