

Actimo ApS

Fruebjergvej 3
2100 København Ø
CVR-nr.32 93 27 70

Annual Report 2016

The Annual General Meeting adopted the annual report on 29 May 2017

Chairman of the General Meeting

Eske Gunge



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Statement by Management on the annual report

We have today processed and approved the annual report for the financial year 1 January 2016 - 31 December 2016 for Actimo ApS.

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

It is our opinion that the financial statements give a true and fair view of the Company's financial position and financial performance. Also, it is our belief that the Management's review gives a fair review of the matters included in the Review.

We recommend the annual report for adoption at the General Meeting

Østerbro, the 29 May 2017

The Management

Eske Gunge

Executive Board

Ole Andersen
Chairman

Michael Gauguin Houghton-Larsen

Martin Bøge Mikkelsen

Ander Kragelund

Eske Gunge

Jan Dal Lehrmann



The Independent Auditor's Report and Statement

To the shareholders of Actimo ApS

Opinion

We have audited the Financial Statements of Actimo ApS for the financial year 1 January - 31 December 2016, which comprise income statement, balance sheet and notes, including a summary of significant accounting policies, for the Company. 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 Company's financial position at 31 December 2016 and of the result of the Company's 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 rules and requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility 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 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 of accounting information taken on the basis of these Financial Statements.



The Independent Auditor's Report and Statement (continued)

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.



The Independent Auditor's Report and Statement (continued)

Statement on 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 Statement Act. We did not identify any material misstatement of Management's Review.

Søborg, the 29 May 2017

2talRevision

Certified accountant company
CVR-nr. 29091331

Morten Thornberg
Certified Public Accountant



Management's review

Company details

Actimo ApS
Fruebjergvej 3
2100 København Ø

CVR-nr.	32 93 27 70
Established	18. maj 2010
Registered in	København
Financial year:	1. januar - 31. december

Supervisory Board

Ole Andersen
Michael Gauguin Houghton-Larsen
Martin Bøge Mikkelsen
Ander Kragelund
Eske Gunge
Jan Dal Lehrmann

Executive Board

Eske Gunge

Company auditors

2talRevision
Member of FSR • danish accountants
Generatorvej 37
2860 Søborg

General Meeting

The Annual General Meeting is held on 29 May 2017 at the Company's address.



Management's review

Review

The Company's primary activity

The Company's purpose is to develop and operate communication solutions and related activities.

Uncertainty relating to recognition and measurement

It is assessed that there are no particular uncertainties relating to recognition and measurement in relation to the financial statements 2016, and it is the management's assessment that there are no particular risks associated with the Company's operations except from the general industry and societal development.

Substantial changes in activities and finances

The Company has in 2016 made significant investments in sales resources. As a consequence the Company's revenue has increased more than a 100% compared to last year due to a large increase in the number of customers using Actimo's platform. Furthermore, the Company has made agreements with customers from a variety of countries and the Company's products are now utilised globally by some of the Company's customers.

The profit (loss) which presents a loss of 3.197 t.kr. corresponds to the Executive Board's expectations and is deemed as satisfying as a consequence of the growth in sales.

The Company expects in 2017 to increase investments in sales resources, development resources and is planning to establish sales units in new geographical markets during 2017.

As a consequence of the continued investments, it is expected that there will be an operating loss in the financial year 2017, which is expected to be financed by the current investors and new investors.

The Danish Financial Statements Act is amended, hence it is not possible anymore to classify proposed dividend as debt under the balance sheet. Proposed dividend are presented at a special reserve under equity. For a description of the changes in accounting policies and the effect on the present and previous financial year, we refer to the section "Changes in applied accounting policies" under applied accounting policies.

Subsequent events

From the balance sheet day to present time there have been no new circumstances, which would distort the assessment of the annual report.



Income Statement 1. januar - 31. december

Note	2016 kr.	2015 kr.
Gross profit	3.888.307	3.338.171
1 Employee expense	-5.995.314	-3.319.100
Depreciation, amortisation expense and impairment losses of property, plant and equipment and intangible assets recognised in profit or loss	-1.209.893	-797.492
Profit (loss) from ordinary operating activities	-3.316.900	-778.421
Other finance income	400	0
Other finance expenses	-405.961	-356.646
Profit before tax	-3.722.461	-1.135.067
2 Tax expense	525.692	144.458
PROFIT (LOSS)	-3.196.769	-990.609
Proposed distribution of profit (loss) etc.		
Retained earnings	-3.196.769	
	-3.196.769	



Balance sheet 31. december

Assets

<u>Note</u>	<u>2016</u>	<u>2015</u>
	<u>kr.</u>	<u>kr.</u>
Completed development projects	4.442.020	3.257.070
3 Intangible assets	4.442.020	3.257.070
Fixtures, fittings, tools and equipment	1.778	7.111
4 Property, plant and equipment	1.778	7.111
Other long-term investments	3.000	3.000
Deposits, investments	20.000	0
Investments	23.000	3.000
NON-CURRENT ASSETS	4.466.798	3.267.181
Short-term trade receivables	4.945.994	2.080.835
Short-term tax receivables	525.692	133.306
Other short-term receivables	22.894	15.415
Deferred income assets	33.329	27.421
Receivables	5.527.909	2.256.977
Cash and cash equivalents	1.982.996	202.205
CURRENT ASSETS	7.510.905	2.459.182
ASSETS	11.977.703	5.726.363



Balance pr. 31. december

Equity and liabilities

Note	2016	2015
	kr.	kr.
Contributed capital	131.552	124.161
Share premium	4.520.828	2.653.048
Other statutory reserves	4.442.020	3.257.070
Retained earnings	-11.496.878	-7.115.159
TOTAL EQUITY	-2.402.478	-1.080.880
Long-term payables to group enterprises	0	91.460
Other long-term payables	3.219.257	3.026.864
5 Long-term liabilities other than provisions	3.219.257	3.118.324
Convertible, profit yielding or dividend yielding short-term debt instruments	230.000	0
Short-term trade payables	585.297	271.514
Other short-term payables	2.381.229	1.493.332
5 Short-term debt to other credit institutions	800.000	600.000
Short-term payables to shareholders and management	7.809	1.277
Short-term prepayments received for work in progress	7.156.589	1.322.796
Short-term liabilities other than provisions	11.160.924	3.688.919
LIABILITIES OTHER THAN PROVISIONS	14.380.181	6.807.243
LIABILITIES AND EQUITY	11.977.703	5.726.363
6 Contingent liabilities		
7 Pledged assets and collateral securities		
8 Accounting policies		



Statement of changes in equity 31. december

	2016	2015
	<u>kr.</u>	<u>kr.</u>
Contributed capital		
Beginning balance	124.161	104.557
Increase of capital	7.391	19.604
End balance	<u>131.552</u>	<u>124.161</u>
Share premium		
Beginning balance	2.653.048	797.660
Increase of capital	1.867.780	1.855.388
End balance	<u>4.520.828</u>	<u>2.653.048</u>
Other statutory reserves		
Profit (loss)	4.442.020	3.257.070
End balance	<u>4.442.020</u>	<u>3.257.070</u>
Retained earnings		
Beginning balance	-7.115.159	-6.205.371
Profit (loss)	-4.381.719	-909.788
End balance	<u>-11.496.878</u>	<u>-7.115.159</u>



Notes

	2016	2015
	kr.	kr.
1 Employee expense		
Wages and salaries	7.945.497	4.854.172
Pension	317.286	106.000
Other social security contributions	122.041	53.424
Development projects	-2.389.510	-1.694.496
	<u>5.995.314</u>	<u>3.319.100</u>
Average number of full-time employees	<u>12</u>	<u>7</u>
2 Tax expense		
Adjustments for current tax of prior period	0	-11.152
Tax credit development	-525.692	-133.306
	<u>-525.692</u>	<u>-144.458</u>

The Company has unused tax assets of 561 t.kr., which from a specific assessment is not included in the balance sheet.

	Completed development projects kr.
3 Intangible assets	
Cost beginning of period	4.808.043
Increase in reporting period	2.389.510
Decrease in reporting period	<u>0</u>
Cost ending of period	<u>7.197.553</u>
Depreciation beginning of period	-1.550.973
Depreciation during reporting period	-1.204.560
Depreciation on disposed intangible assets during reporting period	0
Depreciation of disposed property, plant and equipment	<u>0</u>
Depreciation ending of period	<u>-2.755.533</u>
Accounting value ending of period	<u>4.442.020</u>



Notes

				Tools and equipment kr.
4 Tangible assets				
Cost beginning of period				15.999
Cost ending of period				15.999
Depreciation beginning of period				-8.888
Depreciation during reporting period				-5.333
Depreciation ending of period				-14.221
Accounting value ending of period				1.778
	Total debt	Short term	Long-term	Remaning
	31.12.2016	2017	part	debt after
				5 years
5 Long-term debt				
Other long-term payables	4.019.257	800.000	3.219.257	19.257
	4.019.257	800.000	3.219.257	19.257
6 Contingent liabilities				
None				
7 Pledged assets and collateral securities				
None				



Notes

8 Accounting policies

The annual report for Actimo ApS for 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with selected elements from reporting class C.

Changes in the applied accounting policies

The Danish Financial Statements Act has changed and in consequence the applied accounting policies have changed in the following manner:

- Revaluation reserve regarding intangible and tangible assets that are valued at fair value following § 41 will from now on be reduced with the performed depreciations. Previously, performed depreciations on the revaluated were deducted on the available Company's equity reserve.

None of the above changes have any numerical influence on the income statement or the balance sheet for the current financial year or comparable figures.

Except from the above-mentioned areas the applied accounting policies are unchanged from last year.

Gross profit

Referring to section 32 of the Danish Financial Statements Act, the Company has not disclosed its revenue.

The gross profit or loss consists of revenue less the costs of sales, other operating expenses and other operating income, together with other external expenses.

Revenue

Income from trades are included in the income statement, when delivery and the transfer of risk to the buyer have occurred and if the income can be reliably assessed and expected delivered.

Net revenue is measured at fair value from the agreed upon payment ex VAT and fees. All types of discounts are deducted in net revenue.

Other external expenses

Other external expenses include distribution cost, sales cost, advertising cost, administration cost, facility cost, loss on debtors, leasing cost etc.

Employee expense

Employee expense comprise salaries and wages, incl. holiday allowance and pensions, as well as other social security costs, etc. of the Company's employees. Staff costs are less of any reimbursement received from public authorities.

Finance items

Finance income and expenses are included in the income statement with the amounts that concern the financial year. Finance items include interest income and expenses, finance expenses due to finance leasing, realised and unrealised capital gains and losses related to securities, debt and transactions in foreign currency, amortisation of mortgage debt including premiums and the compensation through the Tax Prepayment Scheme.



Intangible assets

Development expenses and expenses for internally developed rights are included in the income statement under expenses in the year of the acquisition.

Gains or losses at the time of the sale of intangible assets are calculated as the difference between the sales price less sales cost and the accounting value at the time of the sale. Gains or losses are included in the income statement under other operating income or other operating expenses.

Tangible assets

Tools and equipment as well as leasehold improvements are measured at cost less accumulated depreciation and impairment losses.

The basis of depreciation is cost less estimated salvage value after the end of useful life. Land is not depreciated.

Cost comprises the acquisition price and costs directly attributable to the acquisition until the time when it is ready to be put into operation

The cost price of an asset is divided into parts that are depreciated separately if the useful lives on the individual parts are different.

Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment, 3-8 years - salvage value 0-20 %

Gains or losses at the time of the sale of tangible assets are calculated as the difference between the sales price less sales cost and the accounting value at the time of the sale. Gains or losses are included in the income statement under other operating income or other operating expenses.

Assets with a cost price under the tax-related boundary for immediate depreciation are included as expenses under other external expenses at the time of the acquisition.

Decrease in value non-current assets

The accounting value of intangible and tangible non-current assets as well as shares in subsidiaries are assessed annually for indications of any decrease in value aside from what is expressed by depreciation.

Are the indications of decrease in value, a write-down test is performed of each asset or group of assets. A write-down to the recoverable amount will be performed if it is lower than the accounting value.

The net sales price and capital value is used as the recoverable value. The capital value is calculated as the present value of the expected net cash flow from the sale of the asset or asset group after the end of useful life.



Receivables

Receivables are measured at amortised cost, which is usually equivalent to the nominal value. The value is reduced with write-downs to deal with an expected loss.

Deferred income assets

Deferred income assets are included under assets relating to expenses pertaining to the following financial year.

Equity - Dividends

Proposed dividends are recognised as a liability at the time of adoption at the Annual General Meeting (time of declaration). Dividends, which are expected distributed for the year, are shown as a separate item under equity.

Corporation tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as tax calculated on the taxable income for the year adjusted for tax on previous years' taxable income and for prepaid taxes.

Deferred tax assets, including the tax-based value of tax loss carryforwards, are measured at the value at which they are expected realised, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured on the basis of the tax rules and tax rates in effect at the laws at the balance sheet date when the deferred tax is expected triggered as current tax. Change in deferred tax as a result of changes in tax rates are recognised in the income statement except from items that are shown under equity.

Liabilities other than provisions

Finance liabilities are included at the time of the borrowing at the received proceeds less transaction cost. The finance liabilities are in the following periods measured at an amortised cost price equivalent to the capitalised value using the effective rate, hereby the difference between the proceeds and the nominal value are included in the income statement during the loan period.

Mortgage debt are measured at an amortised cost price, which for cash loans are equivalent to the unpaid debt. For bond loans the amortised cost price is equivalent to the unpaid debt calculated as the loan's underlying cash value at the time of the borrowing adjusted for an amortisation of the loan's value adjustments at the time of the borrowing over the repayment period.

Other liabilities, which include payables to suppliers, group enterprises and other payables are measured at amortised cost price, which is usually equivalent to the nominal value.