Aiia A/S

Artillerivej 86, st. tv.
2300 København S
Denmark

CVR no. 33 50 90 06

Annual report 2022

The annual report was presented and approved at the Company's annual general meeting on

29 March 2023

Erik Jozef Stessens
Chairman of the annual general meeting

Contents

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Aiia A/S for the financial year 1 January – 31 December 2022.

The annual report has been 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 assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022.

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, 29 March 2023
Executive Board:

Bart Pieter M. Willaert	Line Toft Ahrensburg

Board of Directors:

Erik Jozef Stessens Chairman	Rebecca Kate Rawson	Valerie Nowak
Bart Pieter M. Willaert		

Independent auditor's report

To the shareholder of Aiia A/S

Opinion

We have audited the financial statements of Aiia A/S for the financial year 1 January – 31 December 2022 comprising 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 Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January – 31 December 2022 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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

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 that 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made 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 judgement and maintain professional scepticism throughout the audit. We also

— identify and assess the risks of material misstatement of the company 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.

Independent auditor's report

- 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 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 Statements Act. We did not identify any material misstatement of the Management's review.

Hellerup, 29 March 2023
PwC
Statsautoriseret Revisionspartnerselskab
CVR no. 33 77 12 31

Henrik Kyhnauv
State Authorised
Public Accountant
mne40028

Management's review

Company details

Aiia A/S
Artillerivej 86, st. tv.
2300 København S
Denmark

CVR no.:	33 50 90 06
Established:	3 February 2011
Registered office:	Copenhagen
Financial year:	1 January – 31 December

Board of Directors

Erik Jozef Stessens, Chairman
Rebecca Kate Rawson
Valerie Nowak
Bart Pieter M. Willaert

Executive Board

Bart Pieter M. Willaert
Line Toft Ahrensburg

Auditor

PwC
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
2900 Hellerup
CVR-nr. 33 77 12 31

Management's review

Operating review

Principal activities

Aiia is a leading European open banking technology provider that offers single and secure bank account API access to banks, payments and fintech companies.

The Company continues a European growth strategy and has in 2022 expanded its open banking platform across Europe with an emphasis on quality and with the same mission: to create open banking that simply works. Aiia has a European open banking infrastructure with a strong strategic focus on simplicity and compliance with local laws and regulation.

In addition to expanding the Company's position as the market leader for open banking platforms in the Nordics, the goal is to reach high quality in all European markets in close collaboration with customers. Aiia continues the launch and further the development of strong connectivity, payments and open banking data products.

Development in activities and financial position

The Company results are set out in the Income Statement on page 7. The Company's Balance Sheet is set out on page 8. During 2022 Aiia invested in the development of connectivity and its products of over a 40mil DKK, bringing the total assets of the Company to a 273mil DKK. The development activities had been financed through the capital increase in May 2022.

The Company will continue to launch new, secure and innovative account-to-account payment products to businesses and consumers. The strategy for Aiia is to establish a leading position in the European market for open banking data and payment initiation.

Aiia aspires to be the most trusted open banking provider by having top quality products and processes, built to scale the business in 2023 and future years to come. Aiia plans to strengthen and build out its connectivity network and extend its product/service range in both payment initiation and data use cases whilst at the same time continuing to ensure compliance with the required financial, regulatory, legal and privacy governance obligations.

Events after the balance sheet date

No events have occurred after the end of the financial year of material importance for the Company's financial position.

Financial statements 1 January – 31 December

Income statement

DKK	Note	2022	2021
Gross profit		8,670,297	14,262,933
Staff costs	2	-65,613,329	-31,794,549
Depreciation, amortisation and impairment losses		-13,922,004	-7,960,642
Loss before financial income and expenses		-70,865,036	-25,492,258
Other financial expenses		-1,001,292	-2,356,680
Loss before tax		-71,866,328	-27,848,938
Tax on loss for the year	3	11,618,945	5,046,793
Loss for the year		-60,247,383	-22,802,145

Proposed distribution of loss

Retained earnings		-60,247,383	-22,802,145
		-60,247,383	-22,802,145

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	31/12 2022	31/12 2021
ASSETS			
Fixed assets			
Intangible assets	4		
Completed development projects		52,451,603	46,236,956
Development projects in progress		26,615,103	1,030,310
		79,066,706	47,267,266
Property, plant and equipment	5		
Fixtures and fittings, tools and equipment		1,046,964	353,191
Investments	6		
Deposits and other receivables		800,133	699,714
Total fixed assets		80,913,803	48,320,171
Current assets			
Receivables			
Trade receivables		2,793,096	2,063,267
Other receivables		609,333	500,985
Corporation tax receivable from group entities		15,100,403	4,257,660
Prepayments		784,045	1,603,994
		19,286,877	8,425,906
Cash at bank and in hand		172,648,161	50,403,054
Total current assets		191,935,038	58,828,960
TOTAL ASSETS		272,848,841	107,149,131

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	31/12 2022	31/12 2021
EQUITY AND LIABILITIES			
Equity			
Contributed capital		3,000,000	2,579,442
Share premium		328,842,713	114,263,271
Reserve for development costs		61,672,031	36,868,467
Retained earnings		-147,960,272	-62,909,325
Total equity		245,554,472	90,801,855
Liabilities			
Non-current liabilities	7		
Other payables		0	1,926,849
Current liabilities			
Trade payables		11,597,115	4,969,856
Other payables		9,698,008	2,820,753
Deferred income		5,999,246	6,629,818
		27,294,369	14,420,427
Total liabilities		27,294,369	16,347,276
TOTAL EQUITY AND LIABILITIES		272,848,841	107,149,131

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Financial statements 1 January – 31 December

Statement of changes in equity

DKK	Contributed capital	Share premium	Reserve for development costs	Retained earnings	Total
Equity at 1 January 2022	2,579,442	114,263,271	36,868,467	-62,909,325	90,801,855
Cash capital increase	420,558	214,579,442	0	0	215,000,000
Transfers, reserves	0	0	24,803,564	-24,803,564	0
Transferred over the distribution of loss	0	0	0	-60,247,383	-60,247,383
Equity at 31 December 2022	3,000,000	328,842,713	61,672,031	-147,960,272	245,554,472

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Aiia A/S for 2022 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Change in comparative figures

Few reclassifications have been made in the comparison figures to comply with the current year presentation.

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 the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates 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 latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Gross loss

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross loss.

Revenue

Net revenue from the sale of software 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. The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

Net revenue is recognised exclusive of VAT and less duties and discounts related to the sale.

Other external costs

Other external expenses include other production, sales, delivery and administrative costs, including costs of energy, marketing, premises, loss on bad debts, lease expenses, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs. Refunds from public authorities are deducted from staff costs.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Financial expenses

Financial expenses include interest expenses, realised and unrealised losses arising from securities, debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial expenses are recognised by the amounts that relate to the financial year. Interest expenses are calculated on amortised cost prices.

Tax on loss for the year

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Intangible assets

Development projects

Development projects comprise costs, including wages and salaries, and amortisation, which directly or indirectly can be related to the Company's development activities and which fulfil the criteria for recognition in the Balance Sheet.

The accounting item is measured at the lower of the capitalised costs less accumulated amortisation and recoverable amount.

Capitalised development costs are amortised on a straight-line basis over the estimated useful life after completion of the development work. The amortisation period is normally 5 years.

Intangible fixed assets are generally written down to the recoverable amount if this is lower than the carrying amount.

Profit or loss from sale of intangible fixed assets is calculated at the difference between the sales price and the carrying amount at the time of the sale. Profit and loss are recognised in the Income Statement under other operating income or other operating expenses.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Fixtures and fittings, tools and equipment	3-5 years

The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Investments

Deposits and other receivables are recognised at amortised cost.

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Financial statements 1 January – 31 December

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1 Accounting policies (continued)

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast 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.

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Equity

Reserve for development costs

The reserve for development costs comprises recognised development costs less related deferred tax liabilities.

The reserve cannot be used as dividends or for covering losses.

The reserve is reduced or dissolved if the recognised development costs are amortised or abandoned. This is done by direct transfer to the distributable reserves of the equity.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; 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. Any deferred net assets are measured at net realisable value.

Financial statements 1 January – 31 December

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1 Accounting policies (continued)

Deferred tax is measured in accordance with 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. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities

Financial liabilities are recognised at cost at the date of borrowing, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost using the effective interest method. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

Other liabilities are measured at amortised cost.

Deferred income

Deferred income comprises advance invoicing regarding income in subsequent years.

Financial statements 1 January – 31 December

Notes

DKK		2022	2021
2	**Staff costs**		
	Wages and salaries	59,060,835	31,096,122
	Pensions	4,598,048	0
	Other social security costs	488,690	306,225
	Other staff costs	1,465,756	392,202
		65,613,329	31,794,549
	Average number of full-time employees	63	43

Incentive schemes

In 2016 the company issued incentive program in warrants with a distribution right of nom DKK t. 381, where the company under certain conditions, to a preset exercise rate, was obligated to deliver shares to existing shareholders. As of 31st December 2020, nom DKK t. 381 has been granted where the subscription period runs until 22nd August 2021.

As of 31st December 2022 all previously granted warrants have been fully utilized.

In 2018, the company issued incentive program in warrants, where the company under certain conditions, it is obliged to deliver shares to board of directors, executive management and senior employees on a preset exercise rate. The program has a total distribution right of DKK t. 97, of which nom. DKK t. 93. has been granted per 31st December 2020. The subscription period for warrants granted runs until 8th March 2023.

As of 31st December 2022 all previously granted warrants have been fully utilized.

3 Tax on loss for the year

	2022	2021
Current tax for the year	-15,100,403	-4,257,660
Adjustment of tax concerning previous years	3,481,458	-789,133
	-11,618,945	-5,046,793

4 Intangible assets

DKK	Completed development projects	Development projects in progress	Total
Cost at 1 January 2022	61,909,211	1,030,310	62,939,521
Additions for the year	18,560,753	26,615,103	45,175,856
Transfers for the year	1,030,310	-1,030,310	0
Cost at 31 December 2022	81,500,274	26,615,103	108,115,377
Amortisation and impairment losses at 1 January 2022	-15,672,255	0	-15,672,255
Amortisation for the year	-13,376,416	0	-13,376,416
Amortisation and impairment losses at 31 December 2022	-29,048,671	0	-29,048,671
Carrying amount at 31 December 2022	52,451,603	26,615,103	79,066,706

Financial statements 1 January – 31 December

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4 Intangible assets (continued)

The Company's development projects relate to the development of new open bankingsoftware. The development proceeds as planned and the development of basic software iscompleted, while significant further development of software is activated continuously afterplanned "sprints", which are predominantly completed within a project series of 1-3 years,with an expected lifespan of 5-10 years.

5 Property, plant and equipment

DKK	Fixtures and fittings, tools and equipment
Cost at 1 January 2022	1,416,430
Additions for the year	1,239,361
Cost at 31 December 2022	2,655,791
Depreciation and impairment losses at 1 January 2022	-1,063,239
Depreciation for the year	-545,588
Depreciation and impairment losses at 31 December 2022	-1,608,827
Carrying amount at 31 December 2022	1,046,964

6 Investments

DKK	Deposits and other receivables
Cost at 1 January 2022	699,714
Additions for the year	100,419
Cost at 31 December 2022	800,133
Carrying amount at 31 December 2022	800,133

7 Non-current liabilities

DKK	31/12 2021	Outstanding debt after five years
Frozen holiday pay	1,926,849	0
	1,926,849	0

Financial statements 1 January – 31 December

Notes

8 Contractual obligations, contingencies, etc.

Contingent liabilities

The Company has entered into rental agreements and lease agreement with a residual liability of 764 DKK ('000).

The Danish companies of the Group are jointly and severally liable for tax on the Group's joint taxable income and for certain possible withholding taxes such as dividend tax, etc.

9 Related party disclosures

Aiia A/S' related parties comprise the following:

Control

Aiia A/S' parent entity is Mastercard/Europay U.K. Limited, which is part of the consolidated financial statements of Mastercard Inc., 2000 Purchase Street, Purchase, NY 10577 U.S.A.

The consolidated financial statements of Mastercard Inc. can be obtained by contacting the Company at the address above.