

Graduateland ApS
Njalsgade 23, 1. th.
2300 Copenhagen
Business Registration No
33511566

**Annual report 01.07.2017
- 30.06.2018**

The Annual General Meeting adopted the annual report on 18.12.2018

Chairman of the General Meeting

Name: Patrick Teglgård Lund

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Entity details

Entity

Graduateland ApS
Njalsgade 23, 1. th.
2300 Copenhagen

Central Business Registration No (CVR): 33511566

Registered in: Copenhagen

Financial year: 01.07.2017 - 30.06.2018

Board of Directors

Morten Petersen
Patrick Teglgård Lund
Jens Reimer Olesen

Executive Board

Patrick Teglgård Lund

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
Postboks 1600
0900 Copenhagen

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Graduateland ApS for the financial year 01.07.2017 - 30.06.2018.

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 Entity's financial position at 30.06.2018 and of the results of its operations for the financial year 01.07.2017 - 30.06.2018.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 18.12.2018

Executive Board

Patrick Teglgård Lund

Board of Directors

Morten Petersen

Patrick Teglgård Lund

Jens Reimer Olesen

Independent auditor's report

To the shareholders of Graduateland ApS

Opinion

We have audited the financial statements of Graduateland ApS for the financial year 01.07.2017 - 30.06.2018, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant 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 Entity's financial position at 30.06.2018 and of the results of its operations for the financial year 01.07.2017 - 30.06.2018 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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.

Management's responsibilities 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 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 judgement and maintain professional scepticism throughout the audit. We also:

Independent auditor's report

- 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Independent auditor's report

Based on the work we have performed, we conclude that the management commentary 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 commentary.

Copenhagen, 18.12.2018

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No (CVR) 33963556

Henrik Wolff Mikkelsen
State Authorised Public Accountant
Identification No (MNE) mne33747

Management commentary

Primary activities

The object of the company is to carry on the business of administering various websites and related activities.

Development in activities and finances

The income statement of the company for 2017/18 shows a deficit of 370k DKK, and the balance sheet is 12.032k DKK. The company equity is 1.872k DKK at 30 June 2018.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2017/18

	<u>Notes</u>	<u>2017/18 DKK</u>	<u>2016/17 DKK'000</u>
Gross profit		12.507.946	9.142
Staff costs	1	(10.349.316)	(6.918)
Depreciation, amortisation and impairment losses	2	<u>(2.583.880)</u>	<u>(2.057)</u>
Operating profit/loss		(425.250)	167
Other financial income	3	129.777	583
Other financial expenses	4	<u>(166.853)</u>	<u>(713)</u>
Profit/loss before tax		(462.326)	37
Tax on profit/loss for the year	5	<u>92.446</u>	<u>124</u>
Profit/loss for the year		<u>(369.880)</u>	<u>161</u>
Proposed distribution of profit/loss			
Retained earnings		<u>(369.880)</u>	<u>161</u>
		<u>(369.880)</u>	<u>161</u>

Balance sheet at 30.06.2018

	<u>Notes</u>	<u>2017/18 DKK</u>	<u>2016/17 DKK'000</u>
Completed development projects		7.268.483	4.731
Development projects in progress		0	2.451
Intangible assets	6	<u>7.268.483</u>	<u>7.182</u>
Other fixtures and fittings, tools and equipment		233.551	214
Leasehold improvements		153.496	210
Property, plant and equipment	7	<u>387.047</u>	<u>424</u>
Other investments		0	0
Deposits		184.544	175
Fixed asset investments	8	<u>184.544</u>	<u>175</u>
Fixed assets		<u>7.840.074</u>	<u>7.781</u>
Trade receivables		2.949.525	2.344
Receivables from group enterprises		128.462	370
Receivables from associates		34.416	0
Other receivables		58.458	0
Income tax receivable		409.446	0
Receivables		<u>3.580.307</u>	<u>2.714</u>
Cash		<u>611.392</u>	<u>395</u>
Current assets		<u>4.191.699</u>	<u>3.109</u>
Assets		<u>12.031.773</u>	<u>10.890</u>

Balance sheet at 30.06.2018

	<u>Notes</u>	<u>2017/18</u> <u>DKK</u>	<u>2016/17</u> <u>DKK'000</u>
Contributed capital		83.178	83
Reserve for development expenditure		3.378.576	2.451
Retained earnings		<u>(1.589.908)</u>	<u>(293)</u>
Equity		<u>1.871.846</u>	<u>2.241</u>
Deferred tax		<u>1.609.000</u>	<u>1.292</u>
Provisions		<u>1.609.000</u>	<u>1.292</u>
Bank loans		0	2.482
Deposits		143.412	0
Prepayments received from customers		0	43
Trade payables		1.429.003	972
Payables to group enterprises		230.000	0
Payables to shareholders and management		0	69
Other payables		2.258.295	1.392
Deferred income		<u>4.490.217</u>	<u>2.399</u>
Current liabilities other than provisions		<u>8.550.927</u>	<u>7.357</u>
Liabilities other than provisions		<u>8.550.927</u>	<u>7.357</u>
Equity and liabilities		<u>12.031.773</u>	<u>10.890</u>
Unrecognised rental and lease commitments	9		
Contingent liabilities	10		
Assets charged and collateral	11		

Statement of changes in equity for 2017/18

	Contributed capital DKK	Reserve for development expenditure DKK	Retained earnings DKK	Total DKK
Equity beginning of year	83.178	2.451.257	(292.709)	2.241.726
Profit/loss for the year	0	927.319	(1.297.199)	(369.880)
Equity end of year	83.178	3.378.576	(1.589.908)	1.871.846

Notes

	2017/18	2016/17
	DKK	DKK'000
1. Staff costs		
Wages and salaries	10.073.096	6.570
Other social security costs	135.573	96
Other staff costs	140.647	252
	10.349.316	6.918
Average number of employees	21	15
	2017/18	2016/17
	DKK	DKK'000
2. Depreciation, amortisation and impairment losses		
Amortisation of intangible assets	2.424.741	1.925
Depreciation of property, plant and equipment	159.139	132
	2.583.880	2.057
	2017/18	2016/17
	DKK	DKK'000
3. Other financial income		
Financial income arising from group enterprises	2.988	4
Other interest income	52.853	28
Fair value adjustments	0	551
Other financial income	73.936	0
	129.777	583
	2017/18	2016/17
	DKK	DKK'000
4. Other financial expenses		
Other interest expenses	95.027	72
Exchange rate adjustments	71.826	105
Other financial expenses	0	536
	166.853	713

Notes

	2017/18	2016/17
	DKK	DKK'000
5. Tax on profit/loss for the year		
Change in deferred tax	317.000	(209)
Adjustment concerning previous years	0	85
Refund in joint taxation arrangement	(409.446)	0
	(92.446)	(124)
	Completed	Develop-
	develop-	ment
	ment	projects in
	projects	progress
	DKK	DKK
6. Intangible assets		
Cost beginning of year	9.626.586	2.451.257
Transfers	2.451.257	(2.451.257)
Additions	2.511.525	0
Cost end of year	14.589.368	0
Amortisation and impairment losses beginning of year	(4.896.144)	0
Amortisation for the year	(2.424.741)	0
Amortisation and impairment losses end of year	(7.320.885)	0
Carrying amount end of year	7.268.483	0

Development projects

Development costs relate to further development of the company's products. The year's attendance is attribute to labor costs and external consultants. The products are fully developed and management believes that there is a market for the products after completion of development.

Notes

	Other fixtures and fittings, tools and equipment DKK	Leasehold improve- ments DKK
7. Property, plant and equipment		
Cost beginning of year	377.331	332.170
Additions	<u>110.796</u>	<u>11.300</u>
Cost end of year	<u>488.127</u>	<u>343.470</u>
Depreciation and impairment losses beginning of year	(163.001)	(122.410)
Depreciation for the year	<u>(91.575)</u>	<u>(67.564)</u>
Depreciation and impairment losses end of year	<u>(254.576)</u>	<u>(189.974)</u>
Carrying amount end of year	<u>233.551</u>	<u>153.496</u>
	Other investments DKK	Deposits DKK
8. Fixed asset investments		
Cost beginning of year	186.387	174.970
Additions	0	9.574
Disposals	<u>(186.387)</u>	<u>0</u>
Cost end of year	<u>0</u>	<u>184.544</u>
Impairment losses beginning of year	(186.387)	0
Reversal of impairment losses	<u>186.387</u>	<u>0</u>
Impairment losses end of year	<u>0</u>	<u>0</u>
Carrying amount end of year	<u>0</u>	<u>184.544</u>
Other investments consists investments to Sourced Technologies, S.L.		
	2017/18 DKK	2016/17 DKK'000
9. Unrecognised rental and lease commitments		
Liabilities under rental or lease agreements until maturity in total	<u>483.000</u>	<u>1.006</u>

Notes

10. Contingent liabilities

The Entity participates in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities.

11. Assets charged and collateral

The entity has provided security in the form of a floating charge of 3.000k DKK to Nordea. The floating charge contains intangible assets, receivables, inventories and PPE. The securities booked value are 11.923k DKK on the balance date.

The entity has provided security in the form of a floating charge of 1.000k DKK to Nordea. The floating charge contains receivables. The securities' booked are value are 2.950k DKK.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, own work capitalised, other operating income, cost of raw materials and consumables and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Own work capitalised

Own work capitalised comprises staff costs and other costs incurred in the financial year and recognised in cost for proprietary intangible assets and property, plant and equipment.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant inventories.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

Accounting policies

Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

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

Balance sheet

Intellectual property rights etc

Intellectual property rights etc comprise in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Indirect production costs in the form of indirectly attributable staff costs and amortisation of intangible assets and depreciation of property, plant and equipment used in the development process are recognised in cost based on time spent on each project.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 5 years.

Accounting policies

Property, plant and equipment

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

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

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	5 years
Leasehold improvements	3 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Other investments

Other investments comprise listed securities which are measured at fair value (market price) at the balance sheet date, and unlisted equity investments measured at the lower of cost and net realisable value.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Income tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Cash

Cash comprises cash in hand and bank deposits.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset or the planned settlement of each liability.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Accounting policies

Other financial liabilities

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

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.