

**MONSTARLAB EMEA HOLDING APS**  
**ORIENTKAJ 4, 1. TH., 2150 NORDHAVN**  
**ANNUAL REPORT**  
**1 JANUARY - 31 DECEMBER 2020**

The Annual Report has been presented and  
adopted at the Company's Annual General  
Meeting on 5 October 2021

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Hiroki Inagawa

*The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.*

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**COMPANY DETAILS**

<b>Company</b>	Monstarlab EMEA Holding ApS Orientkaj 4 1. th. 2150 Nordhavn
	CVR No.: 34 08 74 66
	Established: 20 December 2011
	Financial Year: 1 January - 31 December
<b>Board of Directors</b>	Hiroki Inagawa, chairman Yoshihiro Nakahara
<b>Executive Board</b>	Hiroki Inagawa
<b>Auditor</b>	BDO Statsautoriseret revisionsaktieselskab Havneholmen 29 1561 Copenhagen V

## BOARD OF DIRECTORS STATEMENT AND MANAGEMENT'S STATEMENT

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of Monstarlab EMEA Holding ApS for the financial year 1 January - 31 December 2020.

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 Company's assets, liabilities and financial position at 31 December 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020.

The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.

We recommend the Annual Report be approved at the Annual General Meeting.

Japan, 5 October 2021

Executive Board

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Hiroki Inagawa  
Managing Director

Board of Directors

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Hiroki Inagawa  
Chairman

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Yoshihiro Nakahara

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Monstarlab EMEA Holding ApS

### AUDITORS OPINION ON THE FINANCIAL STATEMENTS

#### Opinion

We have audited the Financial Statements of Monstarlab EMEA Holding ApS for the financial year 1 January - 31 December 2020, which comprise income statement, Balance Sheet, statement of changes in equity, notes and 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 assets, liabilities and financial position of the Company at 31 December 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020 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 requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

#### 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 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 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 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.

## INDEPENDENT AUDITOR'S REPORT

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

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

### Violation of the Deadline stated in the Danish Financial Statements Act Relating to Submission of the Financial Statements

In our opinion, the Company has not complied with the provisions of the Danish Financial Statements Act to submit the Financial Statements to the Danish Business Authority within the deadline of five months specified in the Danish Financial Statements Act, and the Company's Management may incur liability in this respect.

Copenhagen, 5 October 2021

BDO Statsautoriseret revisionsaktieselskab  
CVR no. 20 22 26 70

Ole C. K. Nielsen  
State Authorised Public Accountant  
MNE no. mne23299

## MANAGEMENT COMMENTARY

### **Principal activities**

The principal activity of the Company is to own shares in subsidiaries and related business.

### **Significant events after the end of the financial year**

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

**INCOME STATEMENT 1 JANUARY - 31 DECEMBER**

	<b>Note</b>	<b>2020 DKK</b>	<b>2019 DKK</b>
Other operating income.....		455,499	0
Other external expenses.....		-438,634	-1,225,730
<b>OPERATING PROFIT .....</b>		<b>16,865</b>	<b>-1,225,730</b>
Other financial income.....	2	10	380,538
Impairment of asset investments.....		-32,937,783	0
Other financial expenses.....	3	-2,599	-395,891
<b>LOSS BEFORE TAX.....</b>		<b>-32,923,507</b>	<b>-1,241,083</b>
Tax on profit/loss for the year.....	4	207,023	376,706
<b>LOSS FOR THE YEAR.....</b>		<b>-32,716,484</b>	<b>-864,377</b>
<b>PROPOSED DISTRIBUTION OF LOSS</b>			
Retained earnings.....		-32,716,484	-864,377
<b>TOTAL.....</b>		<b>-32,716,484</b>	<b>-864,377</b>



# BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2020 DKK	2019 DKK
Equity investments in group enterprises.....		337,176	31,536,044
Equity investments in associated enterprises.....		0	1,389,091
<b>Financial non-current assets.....</b>	<b>5</b>	<b>337,176</b>	<b>32,925,135</b>
<b>NON-CURRENT ASSETS.....</b>		<b>337,176</b>	<b>32,925,135</b>
Receivables from group enterprises.....		29,578,771	16,198,478
Deferred tax assets.....		3,389	281,628
Other receivables.....		0	226,265
Joint tax contribution receivable.....		275,098	0
<b>Receivables.....</b>		<b>29,857,258</b>	<b>16,706,371</b>
<b>Cash and cash equivalents.....</b>		<b>273,394</b>	<b>3,231</b>
<b>CURRENT ASSETS.....</b>		<b>30,130,652</b>	<b>16,709,602</b>
<b>ASSETS.....</b>		<b>30,467,828</b>	<b>49,634,737</b>

# BALANCE SHEET AT 31 DECEMBER

<b>EQUITY AND LIABILITIES</b>	<b>Note</b>	<b>2020 DKK</b>	<b>2019 DKK</b>
Share capital.....		229,177	229,177
Retained earnings.....		20,468,053	38,315,037
<b>EQUITY.....</b>		<b>20,697,230</b>	<b>38,544,214</b>
Trade payables.....		91,222	450,331
Debt to group companies.....		9,658,654	10,497,321
Other liabilities.....		20,722	142,871
<b>Current liabilities.....</b>		<b>9,770,598</b>	<b>11,090,523</b>
<b>LIABILITIES.....</b>		<b>9,770,598</b>	<b>11,090,523</b>
<b>EQUITY AND LIABILITIES.....</b>		<b>30,467,828</b>	<b>49,634,737</b>
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# EQUITY

	Share capital	Retained earnings	Total
Equity at 1 January 2020.....	229,177	38,315,037	38,544,214
Proposed loss allocation.....		-32,716,484	-32,716,484
<b>Transactions with owners</b>			
Capital increase.....		14,869,500	14,869,500
<b>Equity at 31 December 2020.....</b>	<b>229,177</b>	<b>20,468,053</b>	<b>20,697,230</b>

## NOTES

	2020 DKK	2019 DKK	Note
<b>Staff costs</b>			<b>1</b>
Average number of employees	1	1	
<b>Other financial income</b>			<b>2</b>
Group enterprises.....	0	367,648	
Other interest income.....	10	12,890	
	<b>10</b>	<b>380,538</b>	
<b>Other financial expenses</b>			<b>3</b>
Group enterprises.....	0	241,538	
Other interest expenses.....	2,599	154,353	
	<b>2,599</b>	<b>395,891</b>	
<b>Tax on profit/loss for the year</b>			<b>4</b>
Calculated tax on taxable income of the year.....	0	-273,038	
Adjustment of tax in previous years.....	-210,164	-103,668	
Adjustment of deferred tax.....	3,141	0	
	<b>-207,023</b>	<b>-376,706</b>	
<b>Financial non-current assets</b>			<b>5</b>
	Equity investments in group enterprises	Equity investments in associated enterprises	
Cost at 1 January 2020.....	31,885,868	1,389,091	
Disposals.....	-349,814	0	
<b>Cost at 31 December 2020.....</b>	<b>31,536,054</b>	<b>1,389,091</b>	
Revaluation and impairment losses for the year.....	-31,198,878	-1,389,091	
<b>Revaluation and impairment at 31 December 2020.....</b>	<b>-31,198,878</b>	<b>-1,389,091</b>	
<b>Carrying amount at 31 December 2020.....</b>	<b>337,176</b>	<b>0</b>	

## NOTES

### Note

#### Fixed asset investments (continued) Investments in subsidiaries (DKK)

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Name and domicil	Equity	Profit/loss for the year	Ownership
Monstarlab Denmark ApS, Denmark.....	-12,418,695	-13,707,180	100 %
Implicit ApS, Denmark.....	3,990,196	-988,992	100 %
Monstarlab UK, United Kingdom.....	-2,570,777	116,812	100 %
Monstarlab DE, Germany.....	-9,481,959	-5,300,209	100 %
Monstarlab NL, Netherlands.....	-8,353,519	-4,086,697	100 %
Monstarlab CZ, Czech republic.....	-3,637,136	-4,610,430	100 %
Monstarlab UAE, United Arab Emirates.....	7,596,596	4,229,183	100 %

#### Contingencies etc.

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##### Joint liabilities

The Danish companies of the group is jointly and severally liable for tax on the group's jointly taxed income and for certain possible withholding taxes such as dividend tax and royalty tax, and for the joint registration of VAT.

Tax payable of the group's jointly taxed income amounts to DKK ('000) 0 at the Balance Sheet date.

#### Charges and securities

None.

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#### Information on significant uncertainties and unusual circumstances

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##### Capital Resources

The company has received a letter of support from the parent company Monstarlab Inc. to provides such financial support as it is necessary to enable the company and subsidiaries to continue their operations and meet their liabilities as they fall due for a period to at least August 2022.

Monstarlab Inc. has raised DKK 250 million in August 2020, and based on this information it is expected that Monstarlab Inc. will be able to provide the financial support as necessary.

##### Significant events after the end of the financial year

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The COVID-19 situation in 2021 has also had an impact on the operations of the Group.

The Management have followed recommendations from the authorities during 2020, and have managed the company aligned with the shareholders, and based on the change of circumstances.

The shareholders of Monstarlab EMEA Holding ApS and related companies are continuously reviewing the status of the group, and will support financially, to ensure that the subsidiaries at any time is in a position to fulfil any and all obligations.

**NOTES****Note****Consolidated Financial Statements****10**

The company's consolidated financial statements can requisitioned at Monstarlab Inc.'s, address in Tokyo, Japan.

## ACCOUNTING POLICIES

The Annual Report of Monstarlab EMEA Holding ApS for 2020 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The format of the income statement has been adjusted to the company's activities as a holding company.

The Annual Report is prepared consistently with the accounting principles applied last year.

### Consolidated Financial Statements

Consolidated Financial Statements have not been prepared because the group fulfils the exemption provisions of section 112 of the Danish Financial Statements Act on sub-groups. The company is included in the consolidated financial statements of Monstarlab Inc, Ebisu Prime Square Tower 4F, Tokyo, Japan.

## INCOME STATEMENT

### Income from equity interests in subsidiaries and associates

Dividend from equity interests is recognised in the financial year in which the dividend is declared. In connection with transfers, potential profits are recognised when the economic rights related to the sold equity interests are transferred, however, at the earliest when the profit has been realised or is regarded as realisable. Moreover, realised losses other than impairments are included where identified.

### Other operating income

Other operating income includes items of a secondary nature in relation to the Group's and the Company's activities, including profit from sale of intangible and tangible fixed assets. In addition, profit from sale of intangible and tangible fixed assets as well as business interruption and conflict compensations are included. Compensations are recognised when the income is deemed to be realisable.

### Other external expenses

Other external expenses include cost of administration etc.

### Financial income and expenses

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

### Tax

The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the Income Statement by the share that may be attributed to the profit for the year, and is recognised directly in equity by the share that may be attributed to entries directly to equity.

## BALANCE SHEET

### Financial non-current assets

Equity investments in subsidiaries and associates are measured at cost. If the cost exceeds the net realisable value, this is written down to the lower value.

The combination method is applied when acquiring enterprises within the Group, where the combination is regarded as completed from the earliest financial period included in the Financial Statements, and by using the carrying amounts of the assets and liabilities acquired.

## ACCOUNTING POLICIES

### Impairment of fixed assets

The carrying amount of fixed assets are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the carrying amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

### Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

### Tax payable and deferred tax

Current tax liabilities and receivable current tax are recognised in the Balance Sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The Company is subject to joint taxation with Danish Group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the tax-on-account scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are measured at the amount at which the asset is expected to be used within a reasonable number of years, either by setoff against tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the Balance Sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

### Liabilities

Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.