

**Vigga.us A/S**  
**Central Business Registration No**  
**35847774**  
**Strunensegade 15A, 2. mf.**  
**2200 Copenhagen N**

**Annual report 2015**

The Annual General Meeting adopted the annual report on 23.05.2016

**Chairman of the General Meeting**

  
Name: Jesper Søgaard

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## Entity details

### Entity

Vigga.us A/S  
Strunenseegade 15A, 2. mf.  
2200 Copenhagen N

Central Business Registration No: 35847774

Founded: 09.05.2014

Registered in: Copenhagen

Financial year: 01.01.2015 - 31.12.2015

Internet: vigga.us

### Board of Directors

Jesper Søgaard, Chairman

Helene Mark

Thomas Høgenhaven

Vigga Louise Svensson

Peter Svensson

### Executive Board

Vigga Louise Svensson

Peter Svensson

### Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Kindhestegade 4-6

4700 Næstved

## Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Vigga.us A/S for the financial year 01.01.2015 - 31.12.2015.

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

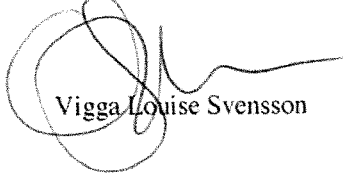
In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2015 and of the results of its operations for the financial year 01.01.2015 - 31.12.2015.

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

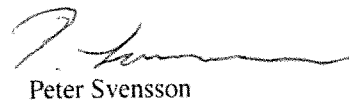
We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen N, 27.04.2016

### Executive Board



Vigga Louise Svensson

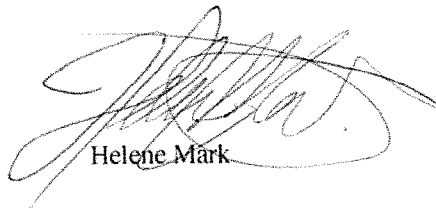


Peter Svensson

### Board of Directors



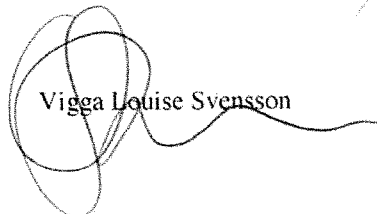
Jesper Søgaard  
Chairman



Helene Mørk



Thomas Høgenhaven



Vigga Louise Svensson



Peter Svensson

## **Independent auditor's reports**

### **To the owners of Vigga.us A/S**

#### **Report on the financial statements**

We have audited the financial statements of Vigga.us A/S for the financial year 01.01.2015 - 31.12.2015, which comprise the accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

#### **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.

#### **Auditor's responsibility**

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our audit has not resulted in any qualification.

#### **Opinion**

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31.12.2015 and of the results of its operations for the financial year 01.01.2015 - 31.12.2015 in accordance with the Danish Financial Statements Act.

#### **Emphasis of matter affecting the financial statements**

Without modifying our opinion, we refer to note 1 to the financial statements in which Management has specified the conditions for the Entity's ability to continue as a going concern and so stated the reasons why the Entity's financial statements have been prepared applying the principle of going concern.

## Independent auditor's reports

### Statement on the management commentary


Pursuant to the Danish Financial Statements Act, we have read the management commentary. We have not performed any further procedures in addition to the audit of the financial statements.

On this basis, it is our opinion that the information provided in the management commentary is consistent with the financial statements.

Næstved, 27.04.2016

**Deloitte**

Statsautoriseret Revisionspartnerselskab

  
Jesper Hartmann Olsen  
State Authorised Public Accountant

CVR-nr. 33963556

## Management commentary

### Primary activities

The Company's object is to operate as a lessor of baby products by way of a circular on-line subscription service and other activities related thereto.

### Development in activities and finances

A loss of DKK 1.964k was realised for the financial year.

This performance is as expected. 2015 was the Company's second financial year which is why it remained affected by development and start-up costs. Management expects a profit from 2017.

### 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.

## 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 for these financial statements are consistent with those applied last year.

### Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

### Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the one in effect at the payment date, or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

### Income statement

#### Gross profit or loss

Gross profit or loss comprises revenue, other operating income, cost of sales and external expenses.



## Accounting policies

### Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

### Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities, including rental income and gains from the sale of intangible assets and property, plant and equipment.

Grants covering expenses taken to profit or loss are recognised in the income statement based on separate project financial statements and included in other operating income.

### Cost of sales

Cost of sales comprises costs of sales for the financial year measured at cost.

### 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 write-downs 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.

### Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing.

Grants received for the funding of assets and recognised as prepayments are recognised as income concurrently with amortisation and depreciation and are offset against amortisation and depreciation made.

### 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 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.

## Accounting policies

### Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital 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.

### Income taxes

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.

The Entity is jointly taxed with parent company, as administration company. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

## Balance sheet

### Intellectual property rights etc

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights and acquired intellectual property rights.

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.

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.

Completed development projects are amortised on a straight-line basis using the estimated useful lives of the assets. The amortisation period is 3-5 years. For development projects protected by intellectual property rights, the maximum amortisation period is the remaining duration of the relevant rights. Development projects are written down to the lower of recoverable amount and carrying amount.

### Grants received to purchase intangible assets

Grants received for the funding of assets are recognised as deferred income under short-term payables and are recognised as income concurrently with the amortisation of the intangible assets to which such grants relate.

## Accounting policies

### Property, plant and equipment

Other fixtures and fittings, tools and equipment and leasehold improvement 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	3-5 years
Leasehold improvement	5 years

Other fixtures and fittings, tools and equipment also include inventories of children's clothes subject to circular leasing over an estimated multi-annual period.

Cost consists of the purchase price plus delivery costs etc. Inventories of clothes are depreciated on a straight-line basis over the estimated useful life which is determined based on Management's assessment and experience, typically over a period of three years.

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

### Receivables

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

### Deferred tax

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

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.

### Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

### Cash

Cash comprises cash in hand and bank deposits.

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

### **Grants received to purchase intangible assets**

Grants received for the funding of assets are recognised as deferred income under short-term payables and are recognised as income concurrently with the amortisation of the intangible assets to which such grants relate.

## Income statement for 2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
<b>Gross loss</b>		<b>(910.111)</b>	<b>(366.672)</b>
Staff costs	2	(1.093.008)	(577.362)
Depreciation, amortisation and impairment losses	3	<u>(412.468)</u>	<u>(2.369)</u>
<b>Operating profit/loss</b>		<b>(2.415.587)</b>	<b>(946.403)</b>
Other financial income		609	158
Other financial expenses		<u>(130.451)</u>	<u>(25.514)</u>
<b>Profit/loss from ordinary activities before tax</b>		<b>(2.545.429)</b>	<b>(971.759)</b>
Tax on profit/loss from ordinary activities	4	<u>581.157</u>	<u>203.707</u>
<b>Profit/loss for the year</b>		<b><u>(1.964.272)</u></b>	<b><u>(768.052)</u></b>
<b>Proposed distribution of profit/loss</b>			
Retained earnings		<u>(1.964.272)</u>	<u>(768.052)</u>
		<b><u>(1.964.272)</u></b>	<b><u>(768.052)</u></b>

**Balance sheet at 31.12.2015**

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Completed development projects		883.825	0
Development projects in progress		<u>0</u>	<u>543.103</u>
<b>Intangible assets</b>	5	<u><b>883.825</b></u>	<u><b>543.103</b></u>
Other fixtures and fittings, tools and equipment		1.754.808	72.602
Leasehold improvements		<u>87.972</u>	<u>67.148</u>
<b>Property, plant and equipment</b>	6	<u><b>1.842.780</b></u>	<u><b>139.750</b></u>
Other receivables		<u>91.183</u>	<u>74.813</u>
<b>Fixed asset investments</b>		<u><b>91.183</b></u>	<u><b>74.813</b></u>
<b>Fixed assets</b>		<u><b>2.817.788</b></u>	<u><b>757.666</b></u>
Trade receivables		45.442	9.334
Deferred tax assets	7	602.747	203.707
Other short-term receivables		171.865	1.065.952
Prepayments		<u>248.156</u>	<u>269.237</u>
<b>Receivables</b>		<u><b>1.068.210</b></u>	<u><b>1.548.230</b></u>
<b>Cash</b>		<u><b>778.568</b></u>	<u><b>1.779.715</b></u>
<b>Current assets</b>		<u><b>1.846.778</b></u>	<u><b>3.327.945</b></u>
<b>Assets</b>		<u><u><b>4.664.566</b></u></u>	<u><u><b>4.085.611</b></u></u>

**Balance sheet at 31.12.2015**

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Contributed capital	8	598.802	598.802
Retained earnings		<u>(536.130)</u>	<u>1.428.142</u>
<b>Equity</b>		<u><b>62.672</b></u>	<u><b>2.026.944</b></u>
Other payables		<u>3.138.291</u>	<u>1.275.416</u>
<b>Non-current liabilities other than provisions</b>	9	<u><b>3.138.291</b></u>	<u><b>1.275.416</b></u>
Current portion of long-term liabilities other than provisions	9	514.958	0
Prepayments received from customers		43.318	32.167
Trade payables		592.795	574.623
Other payables		42.918	29.041
Deferred income		<u>269.614</u>	<u>147.420</u>
<b>Current liabilities other than provisions</b>		<u><b>1.463.603</b></u>	<u><b>783.251</b></u>
<b>Liabilities other than provisions</b>		<u><b>4.601.894</b></u>	<u><b>2.058.667</b></u>
<b>Equity and liabilities</b>		<u><u><b>4.664.566</b></u></u>	<u><u><b>4.085.611</b></u></u>
Going concern	1		
Unrecognised rental and lease commitments	10		
Contingent liabilities	11		

**Statement of changes in equity for 2015**

	<b>Contributed capital DKK</b>	<b>Retained ear- nings DKK</b>	<b>Total DKK</b>
Equity beginning of year	598.802	1.428.142	2.026.944
Profit/loss for the year	0	(1.964.272)	(1.964.272)
<b>Equity end of year</b>	<b>598.802</b>	<b>(536.130)</b>	<b>62.672</b>



## Notes

### 1. Going concern

Management is aware that the Entity's ability to continue as a going concern will require further credit facilities. It is possible for the Entity to arrange for further credit facilities that will cover its cash needs for at least 12 months after the balance sheet date. Management is presenting the annual report on a going concern basis.

	<u>2015</u> <u>DKK</u>	<u>2014</u> <u>DKK</u>
<b>2. Staff costs</b>		
Wages and salaries	1.047.012	559.280
Other social security costs	14.775	2.700
Other staff costs	31.221	15.382
	<u>1.093.008</u>	<u>577.362</u>
	<u>2015</u> <u>DKK</u>	<u>2014</u> <u>DKK</u>
<b>3. Depreciation, amortisation and impairment losses</b>		
Amortisation of intangible assets	174.722	0
Depreciation of property, plant and equipment	237.746	2.369
	<u>412.468</u>	<u>2.369</u>
	<u>2015</u> <u>DKK</u>	<u>2014</u> <u>DKK</u>
<b>4. Tax on ordinary profit/loss for the year</b>		
Current tax	(182.117)	0
Change in deferred tax for the year	(399.040)	(203.707)
	<u>(581.157)</u>	<u>(203.707)</u>

## Notes

	<b>Completed development projects DKK</b>	<b>Development projects in progress DKK</b>
<b>5. Intangible assets</b>		
Cost beginning of year	0	543.103
Transfer to and from other items	1.135.353	(1.135.353)
Additions	0	592.250
<b>Cost end of year</b>	<b>1.135.353</b>	<b>0</b>
Amortisation for the year	(251.528)	0
<b>Amortisation and impairment losses end of year</b>	<b>(251.528)</b>	<b>0</b>
<b>Carrying amount end of year</b>	<b>883.825</b>	<b>0</b>
	<b>Other fix- tures and fittings, tools and equipment DKK</b>	<b>Leasehold improve- ments DKK</b>
<b>6. Property, plant and equipment</b>		
Cost beginning of year	73.833	68.286
Additions	1.898.542	42.234
<b>Cost end of year</b>	<b>1.972.375</b>	<b>110.520</b>
Depreciation and impairment losses beginning of the year	(1.231)	(1.138)
Depreciation for the year	(216.336)	(21.410)
<b>Depreciation and impairment losses end of the year</b>	<b>(217.567)</b>	<b>(22.548)</b>
<b>Carrying amount end of year</b>	<b>1.754.808</b>	<b>87.972</b>

## 7. Deferred tax

Deferred tax includes intangible assets, property, plant and equipment, prepayments and an unused tax loss carryforward.

	<b>Number</b>	<b>Par value DKK</b>	<b>Nominal value DKK</b>
<b>8. Contributed capital</b>			
Share capital	598.802	1,00	598.802
	<b>598.802</b>		<b>598.802</b>

## Notes

	Instalments within 12 months 2014 DKK	Instalments within 12 months 2015 DKK	Instalments beyond 12 months 2015 DKK
<b>9. Long-term liabilities other than provisions</b>			
Other payables	0	514.958	3.138.291
	<u>0</u>	<u>514.958</u>	<u>3.138.291</u>
		<u>2015 DKK</u>	<u>2014 DKK</u>
<b>10. Unrecognised rental and lease commitments</b>			
Commitments under rental agreements or leases until expiry		<u>158.000</u>	<u>313.000</u>

## 11. Contingent liabilities

The Company participates in a Danish joint taxation arrangement in which Rønsholdt Svensson Holding ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable from the financial year 2014 alternatively for income taxes etc for the jointly taxed companies and alternatively for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed companies.