

CHOCOLATE CLOUD APS
MØLLESVINGET 31, 8541 SKØDSTRUP
ANNUAL REPORT
1. JULI 2018 - 30. JUNI 2019

**The Annual Report has been presented and
adopted at the Company's Annual General
Meeting on 6 December 2019**

Klaus Ahlbech

CONTENTS

	Page
Company Details	
Company Details.....	3
Statement and Report	
Statement by Board of Directors and Board of Executives.....	4
Independent Auditor's Report.....	5-6
Management's Review	
Management's Review	7
Financial Statements 1 July 2018 - 30 June 2019	
Income Statement.....	8
Balance Sheet.....	9
Notes.....	10-12
Accounting Policies.....	13-15

COMPANY DETAILS

Company	Chocolate Cloud ApS Møllesvinget 31 8541 Skødstrup CVR no.: 35 86 57 56 Established: 2 June 2014 Registered Office: Aarhus Financial Year: 1 July 2018 - 30 June 2019
Board of Directors	Peter Ladefoged, Chairman Muriel Medard Frank Hanns Paul Fitzek Per Hartmann Christensen
Board of Executives	Klaus William Ahlbech, adm. direktør Daniel Enrique Lucani Rötter
Auditor	BDO Statsautoriseret revisionsaktieselskab Visionsvej 51 9000 Aalborg
Bank	Jutlander Bank Tankedraget 5 9000 Aalborg

STATEMENT BY BOARD OF DIRECTORS AND BOARD OF EXECUTIVES

Today the Board of Directors and Board of Executives have discussed and approved the Annual Report of Chocolate Cloud ApS for the year 1 July 2018 - 30 June 2019.

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 the Company's financial position at 30 June 2019 and of the results of the the Company's operations for the financial year 1 July 2018 - 30 June 2019.

The Management's Review includes in our opinion a fair presentation of the matters dealt with in the review.

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

Aarhus, den 6. december 2019

Board of Executives

Klaus William Ahlbech, adm.
direktør

Daniel Enrique Lucani Rötter

Board of Directors

Peter Ladefoged
Chairman

Muriel Medard

Frank Hanns Paul Fitzek

Per Hartmann Christensen

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Chocolate Cloud ApS

Opinion

We have audited the Financial Statements of Chocolate Cloud ApS for the financial year 1 July 2018 - 30 June 2019, which comprise income statement, balance sheet, 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's at 30 June 2019 and of the results of the Company's operations for the financial year 1 July 2018 - 30 June 2019 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.

Emphasis of matter

We draw attention to the note "Information on uncertainty in recognition and measurement" in the financial statements, which describes the uncertainty associated with the recognized intangible fixed assets of DKK 8,547,683. Our conclusion is not modified regarding this relationship.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such Internal control as management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibility for 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.

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 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.

Aalborg, 6 December 2019

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20222670

Søren Engelund Bærentsen
State Authorised Public Accountant
MNE no. mne33757

MANAGEMENT'S REVIEW

Principal activities

The purpose of the company is to perform development, manufacturing and sales of cloud storage technologies. Chocolate Cloud offers software solutions for managing storage in multiple storage clouds. Whether our customers are interested in employing commercial cloud storage services, deploy their own clouds, or a mix of the two, our technology allows to store files reliably while reducing the storage cost. Our team has also developed Hadoop and OpenStack solutions that exploit our core technology (network coding) for increased data reliability, while significantly reducing the storage and network costs to your system.

Our technical goal is to provide flexible, highly reliable, privacy preserving, and blazing fast cloud storage technologies. We wield the power of network coding, a novel erasure coding strategy, to enable solutions in highly dynamic settings and mobile devices, where others cannot, as well as solutions for standard data centers.

Uncertainty as to recognition and measurement

Due to the company specific activity as a development company there is a natural uncertainty related to the measurement of the company's development. The carrying amount of the development project is based on the management's positive expectations to the future.

Development in activities and financial position

Chocolate Cloud has during the year successfully finished the SecureCloud H2020 project using our basic secure storage technology protecting key-value stores in the cloud. The project has created basic technology at Chocolate Cloud. Technology, which is a help in the INCOM project, which we have been participating in since November 2018. The INCOM project is one of the biggest Innovation Fund projects and will continue for the next two years. As well the company has received its first patent on its technology.

During the year Chocolate Cloud has finished development of the highly safe and secure file storage service in the cloud for teams (www.skyflok.com). The service has been operational since February 2018 with paying commercial customers since April 2018.

Since the SecureCloud project came to an end, Chocolate Cloud has reduced its development efforts to what is needed to finish the development of SkyFlok.com and for the INCOM project. This has reduced the operating cost to a bare minimum. The key developers are still in the company and the reduction in head count has no impact on the built-up knowledge in the company.

Early 2019 the management and board realized the cost of marketing the SkyFlok service to retail customers and small enterprises would be outside the financial means of Chocolate Cloud. Therefore it was decided to reduce the marketing effort of SkyFlok, but keep it operational, and use the management resources to find investors, who have a sales and marketing perspective, preferably investors who have an established business selling IT-services to enterprises. This process is still ongoing.

The financial position at the end of the financial year is stressed and has continued to be stressed, but with the help and flexibility of our creditors, Chocolate Cloud has come through this period, and brought balance between revenue and expenses.

Significant events after the end of the financial year

There have been no events after the financial year that have a significant impact on the company's financial position.

INCOME STATEMENT 1 JULY - 30 JUNE

	Note	2018/19 DKK	2017/18 DKK
GROSS LOSS.....		-855.919	-79.302
Staff costs.....	1	-454.441	-337.227
Depreciation, amortisation and impairment.....		-700.571	-216.272
OPERATING LOSS.....		-2.010.931	-632.801
Other financial income.....		0	5.128
Other financial expenses.....		-14.585	-76.497
PROFIT BEFORE TAX.....		-2.025.516	-704.170
Tax on profit/loss for the year.....	2	454.521	162.802
PROFIT FOR THE YEAR.....		-1.570.995	-541.368
PROPOSED DISTRIBUTION OF PROFIT			
Accumulated profit.....		-1.570.995	-541.368
TOTAL.....		-1.570.995	-541.368

BALANCE SHEET AT 30 JUNE

ASSETS	Note	2019 DKK	2018 DKK
Development projects completed.....		8.547.683	3.652.973
Development projects in progress and prepayments.....		0	2.970.088
Intangible fixed assets.....	3	8.547.683	6.623.061
Other plants, machinery, tools and equipment.....		11.950	25.782
Tangible fixed assets.....	4	11.950	25.782
Rent deposit and other receivables.....		51.733	48.762
Fixed asset investments.....	5	51.733	48.762
FIXED ASSETS.....		8.611.366	6.697.605
Trade receivables.....		0	15.090
Other receivables.....		341.768	170.344
Receivables corporation tax.....	6	1.153.323	1.051.705
Receivables.....		1.495.091	1.237.139
Cash and cash equivalents.....		199.329	1.678.143
CURRENT ASSETS.....		1.694.420	2.915.282
ASSETS.....		10.305.786	9.612.887
EQUITY AND LIABILITIES			
Share capital.....		110.939	110.939
Transfer to reserve for development costs.....		5.189.698	3.514.944
Retained profit.....		-8.026.243	-4.780.494
EQUITY.....	7	-2.725.606	-1.154.611
Provision for deferred tax.....		1.348.000	1.281.000
PROVISION FOR LIABILITIES.....		1.348.000	1.281.000
Convertible and interest-bearing debt instruments.....		8.943.345	8.379.439
Accruals and deferred income.....		2.106.267	500.000
Long-term liabilities.....	8	11.049.612	8.879.439
Trade payables.....		205.005	183.985
Other liabilities.....		428.775	423.074
Current liabilities.....		633.780	607.059
LIABILITIES.....		11.683.392	9.486.498
EQUITY AND LIABILITIES.....		10.305.786	9.612.887
Contingencies etc.	9		
Information on uncertainty with respect to recognition and measurement	10		

NOTES

	2018/19 DKK	2017/18 DKK	Note
Staff costs			1
Average number of employees 4 (2017/18: 4)			
Wages and salaries.....	399.155	248.288	
Pensions.....	9.278	8.584	
Social security costs.....	17.525	9.479	
Other staff costs.....	28.483	70.876	
	454.441	337.227	

During the financial year, salary and staff costs were transferred to DKK 903.746 for development costs (2017/18: 1.221.727).

Tax on profit/loss for the year			2
Calculated tax on taxable income of the year.....	-521.521	-631.802	
Adjustment of deferred tax.....	67.000	469.000	
	-454.521	-162.802	

Intangible fixed assets 3

	Development projects completed	Development projects in progress and prepayments
Cost at 1 July 2018.....	3.845.077	2.970.088
Transfer.....	5.713.076	-5.713.076
Additions.....	0	2.742.988
Cost at 30 June 2019.....	9.558.153	0
Amortisation at 1 July 2018.....	192.104	0
Depreciation for the year.....	818.366	0
Depreciation at 30 June 2019.....	1.010.470	0
Carrying amount at 30 June 2019.....	8.547.683	0
Interest expenses recognised as part of cost of assets.....	1.660.962	0

The development project constitutes the development of the products SkyFlok as well as backends for OpenStack Swift, Ceph, and Hadoop.

SkyFlok is now ready for the Market and the management has high expectations for the product and has no indication of impairment in ratio to the carrying amount.

NOTES

					Note
Tangible fixed assets					4
				Other plants, machinery, tools and equipment	
Cost at 1 July 2018.....				94.686	
Additions.....				9.545	
Disposals.....				-8.157	
Cost at 30 June 2019.....				96.074	
Depreciation and write-down at 1 July 2018.....				68.904	
Reversal of depreciation of assets disposed of.....				-4.328	
Depreciation for the year.....				19.548	
Depreciation and write-down at 30 June 2019.....				84.124	
Carrying amount at 30 June 2019.....				11.950	
Fixed asset investments					5
				Rent deposit and other receivables	
Cost at 1 July 2018.....				48.762	
Additions.....				2.971	
Cost at 30 June 2019.....				51.733	
Carrying amount at 30 June 2019.....				51.733	
Receivables corporation tax					6
Of this amount, DKK 521.521 will be due for payment in November 2020.					
Equity					7
	Share capital	Transfer to reserve for development- costs	Retained profit	Total	
Equity at 1 July 2018.....	110.939	3.514.944	-4.780.494	-1.154.611	
Proposed distribution of profit.....			-1.570.995	-1.570.995	
Transfer to reserve for development costs...		1.674.754	-1.674.754		
Equity at 30 June 2019.....	110.939	5.189.698	-8.026.243	-2.725.606	

NOTES

					Note
Long-term liabilities					8
	1/7 2018	30/6 2019	Repayment	Debt outstanding	
	total liabilities	total liabilities	next year	after 5 years	
Convertible and interest-bearing debt instruments.....	8.379.439	8.943.345	0	0	
Accruals and deferred income..	500.000	2.106.267	224.344	1.071.719	
	8.879.439	11.049.612	224.344	1.071.719	
Contingencies etc.					9
Chocolate Cloud had entered into a lease for which the notice of termination is 3 months, equivalent to t. DKK 24.					
For collateral for debt instruments, a company loan has been granted for t.DKK 1,500.					
It has been agreed to the effect that debt instruments with a principal sum of t.DKK 3,218 are to be settled at a price of 200 provided that they are repaid after 31. december 2021. The debt instruments are to be repaid by 30 June 2022 at the latest.					
Information on uncertainty with respect to recognition and measurement					10
Due to the company specific activity as a development company there is a natural uncertainty related to the measurement of the company's development. The carrying amount of the development project is based on the management's positive expectations to the future.					

ACCOUNTING POLICIES

The annual report of Chocolate Cloud ApS for 2018/19 has been prepared in accordance with the provisions applying to reporting class B under the Danish Financial Statements Act with opt-in from higher reporting classes.

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

INCOME STATEMENT

Net revenue

Net revenue from sale of merchandise and finished goods 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. Net revenue is recognised exclusive of VAT, duties and less discounts related to the sale.

Other external expenses

Other external expenses include cost of sales, advertising, administration, buildings, bad debts, operational lease expenses, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday pay and pensions and other costs for social security etc. for the company's employees. Repayments from public authorities are deducted from staff costs.

Financial income and expenses in general

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from investments in financial assets, debt and transactions in foreign currencies, amortisation of financial assets and liabilities as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

Tax on profit for the year

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 portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

BALANCE SHEET

Intangible fixed assets

Development costs 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.

Capitalised development costs are measured at the lower of cost less accumulated amortisation or 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 10 years.

An amount corresponding to the recognised development costs is tied up on a special reserve under equity, called "Reserve for development costs". The reserve is reduced by depreciation and reduction of deferred tax.

Intangible fixed assets are generally written down to the lower of recoverable value and carrying amount.

ACCOUNTING POLICIES

Tangible fixed assets

Other plants, fixtures and equipment are measured at cost less accumulated depreciation and write-down.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used. As regards self-manufactured assets, the cost price includes cost of materials, components, subcontractors, direct payroll and indirect production costs.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Other plants, fixtures and equipment.....	2 years	0 %

Profit or loss on disposal of tangible fixed assets is stated at the difference between selling price less selling costs and the carrying amount at the time of sale. Profits or losses are recognised in the income statement.

Fixed asset investments

Deposits include rental deposits which are recognised and measured at amortised cost. Deposits are not depreciated.

Impairment of fixed assets

The carrying amount of intangible and tangible fixed assets together with investments, which are not measured at fair value, 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 net realisable value is lower than the carrying amount, write-down is provided to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down to meet expected losses.

Cash and cash equivalents

Cash and cash equivalents includes cash and cash equivalents.

ACCOUNTING POLICIES

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.

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 carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off 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 would 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 borrowing 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 term of loan.

Accruals, liabilities

Accruals recognised as liabilities include payments received regarding income in subsequent years.