

TBL Nordic ApS

Strandvejen 60
2900 Hellerup

CVR no. 35 87 07 33

Annual report
1 July 2017 - 30 June 2018

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

on November 30th 2018



Carsten Beck Jørgensen
chairman of the annual general meeting

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Annual report
CVR no. 35 87 07 33

Statement by Management

The Management has today discussed and approved the annual report of TBL Nordic ApS for the financial year 1 July 2017 – 30 June 2017/18.

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 30 June 2018 and of the results of the Company's operations for the financial year 1 July 2017 – 30 June 2017/18.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 30 november 2018
Board of Directors:

Carsten Beck Jørgensen

Management confirms that the Company fulfils the requirement to be exempt from audit.



Auditor's report on compilation of financial statements

To the Management of TBL Nordic ApS

We have compiled the financial statements of TBL Nordic ApS for the financial year 1 July – 30 June 2018 based on the Company's bookkeeping records and other information provided by you. The financial statements comprise income statement, balance sheet and notes, including accounting policies.

We performed our work in accordance with ISRS 4410 Engagements to Compile Financial Statements.

We have applied our expertise in accounting and financial reporting to assist you in the preparation and presentation of these financial statements in accordance with the Danish Financial Statements Act. We have complied with relevant provisions of the Danish Auditors Act and FSR – Danish Auditors' ethical requirements, including principles of integrity, objectivity, professional competence and due care.

These financial statements and the accuracy and completeness of the information used to compile them are your responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information you provided to us to compile these financial statements. Accordingly, we do not express an audit opinion or a review conclusion as to whether these financial statements are prepared in accordance with the Danish Financial Statements Act.

Copenhagen, 30 November 2018

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Morten Høgh-Petersen

State Authorised

Public Accountant

MNE no. 34283

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Management's review

Company details

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2900 Hellerup

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CVR no. 38 87 07 33
Financial year: 1 July – 30 June

Board of Directors

Carsten Beck Jørgensen

Financial statements 1 July – 30 June

Income statement

DKK	Note	2017/18	2016/17
Gross profit/loss		0	-515,993
Staff costs	2	0	-1,359,604
Depreciation on property, plant and equipment, amortisation of intangible assets and impairment losses		-5,000	-5,000
Operating profit/loss		-5,000	-1,880,597
Other financial income		0	13,064
Other financial costs		-7,017	0
Profit/loss before tax		-12,017	-1,867,533
Tax on profit/loss for the year		0	0
Profit/loss for the year		-12,017	-1,867,533
Proposed distribution of loss			
Retained earnings		-12,017	-1,867,533
		-12,017	-1,867,533

Financial statements 1 July – 30 June

Balance sheet

DKK	Note	2017/18	2016/17
ASSETS			
Fixtures and fittings, tools and equipment		0	35,000
Property, plant and equipment		0	35,000
Total fixed assets		0	35,000
Cash at bank and in hand		0	0
Total current assets		0	0
TOTAL ASSETS		0	35,000
EQUITY AND LIABILITIES			
Contributed capital		50,000	50,000
Other reserves		1,504,075	1,504,075
Retained earnings		-2,013,021	-2,001,004
Total equity		-458,946	-446,929
Current liabilities other than provisions			
Other payables, including taxes payable		458,946	481,929
Total liabilities other than provisions		458,946	481,929
TOTAL EQUITY AND LIABILITIES		0	35,000
Main activities	3		
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Financial statements 1 July – 30 June

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1 Accounting policies

The annual report of TBL Nordic ApS for 1 July 2017/18 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act.

Income statement

Gross profit

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the annual report.

Revenue

Income from the sale of services is recognised in revenue when delivery and transfer of risk to the buyer have taken place and the income may be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts granted are deducted from revenue.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs, excluding reimbursements from public authorities.

Other external costs

Other external costs comprise costs for distribution and sales costs, costs for advertising, administrative expenses, costs of premises, bad debts, operating leases, etc.

Financial income and expenses

Financial expenses and income are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

The Company is comprised by the Danish rules on compulsory joint taxation of the Group's Danish companies. The Company serves as the administrative company for the joint taxation and consequently settles all payments of corporation tax with the tax authorities. Current Danish corporation tax is allocated by the settlement of joint taxation contributions between the jointly taxed enterprises in proportion to their taxable income. In relation thereto, enterprises with tax losses receive joint taxation contributions from enterprises which have been able to use this loss to reduce their tax loss.

Tax for the year comprises current tax and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement at the amount attributable to the profit/loss for the year and directly in equity at the amount attributable to entries directly in equity.

Financial statements 1 July – 30 June

Notes

1 Accounting policies (continued)

Balance sheet

Equipment

IT equipment, fixtures and fittings, are measured at expected realisation value.

Receivables

Receivables are measured at expected realisation value.

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

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Corporation tax and deferred tax

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

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities measured on the planned use of the asset or settlement of the liability, respectively.

Provisions

Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation. Provisions are measured at value in use.

Liabilities other than provisions

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

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

Deferred income

Deferred income comprises payments received regarding income in subsequent years.

Financial statements 1 July – 30 June

Notes

2 Staff costs

DKK	2017/18	2016/17
Wages and salaries	0	1,298,770
Pensions	0	3,691
Other social security costs	0	57,143
	<u>0</u>	<u>1,359,604</u>
Average number of full-time employees	<u>0</u>	<u>1</u>

3 Main activities

The purpose of the entity is supporting global brands with branding and marketing.

4 Uncertainties relating to going concern

The Company has a dispute within the previous ownership.

It is Management's assessment that a settlement within the current and previous ownership is uncertain, and that there is a risk that the Company will not be able to continue as a going concern, if the Company does not get a legal clarification, as this is the basis for receiving additional funding. There are no external creditors in the Company besides the current and previous owners, therefore Management finds it prudent to keep the Company alive while awaiting legal clarification of the dispute.

Management is aware that the Company has lost more than half of its share capital. It is the Management's view that keeping the Company alive is in the best interest of the Company's creditors. It is the Management's view that capital can be reestablished through future investments or activity if the dispute is successfully resolved.