

## Annual Report 2016

# Zibra Digital Media Group ApS

Erik Husfeldts Vej 7  
2630 Taastrup

**CVR-no. 36 07 53 25**

The Annual Report was presented and adopted at the  
Annual General Meeting of the company on 22 May 2017



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Trine Bøgelund  
Chairman of the meeting

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# Company Information

## The Company

Zibra Digital Media Group ApS  
Erik Husfeldts Vej 7  
DK-2630 Taastrup

CVR-no. 36 07 53 25  
Established: 25 March 2014  
Registered Office: Høje Taastrup  
Financial Year: 1 January - 31 December

## Board of Directors

Niels Erik Blangstrup Zibrandtsen (Chairman)  
Christian Læsø Jensen  
Trine Bøgelund  
Martin Rune Gammeltoft  
Le Rune Gammeltoft

## Executive Board

Le Rune Gammeltoft

## Auditor

BDO Statsautoriseret revisionsaktieselskab  
Havneholmen 29  
DK-1561 Copenhagen V

## Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Zibra Digital Media Group ApS for the financial year 1 January - 31 December 2016.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2016 of the Company and of the results of the Company operations for 2016.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Høje Taastrup 18 May 2017

### Executive Board



Le Rune Gammeltoft

### Board of Directors



Niels Erik Blangstrup Zibrandtsen (Chairman)



Trine Bøgelund



Le Rune Gammeltoft



Christian Læse Jensen



Martin Rune Gammeltoft

# Independent Auditor's Report

To the Shareholder of Zibra Digital Media Group ApS

## Opinion

We have audited the Financial Statements of Zibra Digital Media Group ApS for the financial year 1 January 2016 - 31 December 2016, which comprise income statement, balance sheet, notes and a summary of significant accounting policies. The Financial Statements are prepared under the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2016, and of the results of the Company operations for the financial year 1 January 2016 - 31 December 2016 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 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 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 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, mis-representations, 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.

**Copenhagen, 30 May 2017**

BDO Statsautoriseret revisionsaktieselskab  
CVR-no. 20 22 26 70



Torben Bjerre-Poulsen  
State Authorised Public Accountant

# Management's Review

## **Main activity**

The company's main activity is to operate within the video and media space. The company has built its own streaming platform which serves a number of media sites in Denmark with video streaming on their websites and in archive. Furthermore, the company produces high quality sound and video productions for corporations.

## **Development in the year**

The income statement of the Company for 2016 shows a loss of TDKK -4.979, and at 31 December 2016 the balance sheet of the Company shows equity of TDKK 977.

The result is acceptable. Zibra Digital Media Group is still in a start-up phase and is expanding its product offering with new solutions. Actions has been initiated to increase the activity level to improve the future earnings of the company.

The parent company has in the financial year injected funds of TDKK 8.837 in order for the activities to continue to evolve and to secure that the company could meet its financial obligations.

## **Subsequent events**

After the reporting period the company has secured access to funds to carry through the budgeted activities in 2017.

After the end of the year Zibra Digital Media Group has taken over a majority stake in Heartbeats ApS and will expand its offerings in accordance herewith.

No other events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

# Income Statement 1 January - 31 December

	Note	2016 TDKK (12 mth)	2015 TDKK (16 mth)
<b>Gross loss</b>		-1.164	4.819
Staff costs	1	4.674	8.073
Depreciation, amortisation and write-down		333	480
<b>Operating loss</b>		<b>-6.170</b>	<b>-3.735</b>
Other financial income	2	4	1
Other financial costs	3	238	79
<b>Loss before tax</b>		<b>-6.404</b>	<b>-3.813</b>
Tax on loss for the year	4	-1.425	-881
<b>Net loss for the year</b>		<b>-4.979</b>	<b>-2.932</b>

## Distribution of profit

### Proposed distribution of loss

Retained earnings	-4.979	-2.932
	<b>-4.979</b>	<b>-2.932</b>



## Balance Sheet 31 December

	Note	2016 TDKK	2015 TDKK
<b>Assets</b>			
Other fixtures and fittings, tools and equipment	5	1.215	1.901
<b>Tangible fixed assets</b>		<b>1.215</b>	<b>1.901</b>
Other receivables		0	42
<b>Financial fixed assets</b>		<b>0</b>	<b>42</b>
<b>Fixed assets</b>		<b>1.215</b>	<b>1.943</b>
Trade receivables		434	465
Receivables from group companies		40	277
Receivables from associated companies		0	78
Other receivables		34	15
Deffered tax asset		17	0
Joint tax contribution		1.413	906
Prepayments		75	74
<b>Receivables</b>		<b>2.013</b>	<b>1.815</b>
<b>Cash and cash equivalents</b>		<b>638</b>	<b>876</b>
<b>Current assets</b>		<b>2.651</b>	<b>2.691</b>
<b>Assets</b>		<b>3.866</b>	<b>4.634</b>

## Balance Sheet 31 December

	Note	2016 TDKK	2015 TDKK
<b>Liabilities and equity</b>			
Share capital		50	50
Retained earnings		927	-2.931
<b>Equity</b>	6	<b>977</b>	<b>-2.881</b>
Provision for deferred tax		0	25
<b>Provision for liabilities</b>		<b>0</b>	<b>25</b>
Lease provisions		218	421
<b>Long-term liabilities</b>		<b>218</b>	<b>421</b>
Lease provisions, current portion of long-term liabilities		202	190
Amounts due to group companies		1.251	5.036
Trade payables		133	227
Other liabilities		1.085	1.616
<b>Current liabilities</b>		<b>2.671</b>	<b>7.069</b>
<b>Liabilities</b>		<b>2.889</b>	<b>7.491</b>
<b>Liabilities and equity</b>		<b>3.866</b>	<b>4.634</b>
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# Notes to the Financial Statements

	2016	2015
	TDKK	TDKK
	(12 mth)	(16 mth)
<b>1 Staff costs</b>		
Wages and salaries	3.978	7.353
Pensions	393	465
Other social security costs	78	72
Other staff costs	225	183
	<u>4.674</u>	<u>8.073</u>
<b>Average number of employees:</b>	<u>6</u>	<u>15</u>
<b>2 Other financial income</b>		
Interest income from group enterprises	0	1
Exchange adjustment	4	0
	<u>4</u>	<u>1</u>
<b>3 Other financial costs</b>		
Interest expense to group enterprises	213	67
Other interest expenses	24	11
Exchange adjustment	1	1
	<u>238</u>	<u>79</u>
<b>4 Tax on loss for the year</b>		
Calculated tax on taxable income of the year	-1.397	-906
Adjustment of deferred tax	-42	25
Tax adjustment relating to prior years	14	0
	<u>-1.425</u>	<u>-881</u>

## 5 Finance lease assets

The value of finance lease assets, recognised under Other fixtures and fittings, tools and equipment, is TDKK 520 of the total value of TDKK 1.215

# Notes to the Financial Statements

## 6 Equity

	Share capital	Reserves for net revaluations under the equity method	Retained earnings	Proposed dividend for the financial year
Equity at 1 January	50	0	-2.983	0
Change in accounting policies	0	0	52	0
<b>Adjusted equity at 1 January</b>	<b>50</b>	<b>0</b>	<b>-2.931</b>	<b>0</b>
Other changes in equity	0	0	8.837	0
Proposed distribution of loss	0	0	-4.979	0
Equity at 31 December	50	0	927	0

## 7 Contingencies etc.

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of ZS Holding ApS, which is the management company of the joint taxation purposes.

Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

## 8 Consolidated financial statements

Zibra Digital Media Group ApS is included in the consolidated financial statements of:

ZS Holding ApS  
Høveltevej 67  
DK-3460 Birkerød

# Accounting Policies

Financial Statements of Zibra Digital Media Group ApS for 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B with the adoption of rules from reporting class C.

The accounting policies applied remain unchanged from last year.

The comparison figures in this Financial Statement covers a different period than this years figures.

Financial Statements are presented in DKK.

## Change in accounting policies

Accounting policies have been changed in the following areas:

- The company's finance lease assets were previously expensed and treated as operational leasing. Practice has been changed and assets are now recognized in the balance sheet as Finance Lease assets while leasing debt is recognized as a finance lease liability.
- Comparative figures regarding changes in practice have been adapted for last year. The practice changes on the comparative figures are recognized directly as equity at the beginning, cf. the equity note, of the year.
- For 2015, the profit for the year before tax was changed by TDKK 71 and after tax by 51, while the balance sheet total was increased by TDKK 688 on tangible fixed assets. The deferred tax at the beginning of the year is due to the change of practice, changed by TDKK 24.

## Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

## INCOME STATEMENT

### Gross profit/loss

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

### Revenue

Revenue from the sale of goods and services is recognised when the risks and rewards relating to the goods and services sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

### Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the enterprise.

# Accounting Policies

## Other external expenses

Other external expenses comprise expenses for premises, sales and distribution as well as office expenses, etc.

## Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses other than production wages.

## Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and tangible fixed assets.

## Financial income and expenses

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

## Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

## BALANCE SHEET

### Tangible fixed assets

Tangible fixed assets are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

		Residual value
Other fixtures and fittings, tools and equipment	3-5 år	0%

Depreciation period and residual value are reassessed annually.

Profit or loss on disposal of tangible fixed assets is stated at the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

### Impairment of fixed assets

The carrying amount of 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, it is written down 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 recognised in the balance sheet at amortised cost, which substantially corresponds to nominal value.

# Accounting Policies

Provisions for estimated bad debts are made.

## **Prepayments**

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

## **Deferred tax assets and liabilities**

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in 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 will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

## **Current tax receivables and liabilities**

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

## **Financial debts**

Loans, such as mortgage loans and loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.