

Northsea ApS
Vendersgade 28 2. th., 1363 København K

Annual report

2016/17

Company reg. no. 36 44 71 41

The annual report have been submitted and approved by the general meeting on the 15 June 2018.

Michael Heiberg
Chairman of the meeting

Notes to users of the English version of this document:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points remain unchanged from the Danish version of the document. This means that for instance DKK 146.940 is the same as the English amount of DKK 146,940, and that 23,5 % is the same as the English 23.5 %.

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Management's report

The managing director has today presented the annual report of Northsea ApS for the financial year 1 July 2016 to 31 December 2017.

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

I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2017 and of the company's results of its activities in the financial year 1 July 2016 to 31 December 2017.

I am of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

København K, 6 June 2018

Managing Director

Michael Heiberg

Independent auditor's report

To the shareholders of Northsea ApS

Opinion

We have audited the annual accounts of Northsea ApS for the financial year 1 July 2016 to 31 December 2017, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 July 2016 to 31 December 2017 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section "Auditor's responsibilities for the audit of the annual accounts". We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainties concerning the enterprise's ability to continue as a going concern

We note that there is a material uncertainty concerning the enterprise's ability to continue as a going concern. We draw attention to Note 1 which describe that the parent company and a sister company have signed letters that they will maintain their outstanding debts. Further, the parent company has signed a declaration that it will continue to support the operation of the company – as it has done over the previous three years. Our opinion is not qualified in respect of this matter.

Furthermore we draw attention to the fact that the company have lost its contributed capital and therefore is subject to the capital loss rules in the Danish companies act, § 119. Our opinion is not qualified in respect of this matter.

The management's responsibilities for the annual accounts

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

In preparing the annual accounts, the management is responsible for evaluating the company's ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Independent auditor's report

Auditor's responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts reflect the underlying transactions and events in a manner that gives a true and fair view.

Independent auditor's report

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 the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management's review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management's review and in that connection consider whether the management's review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

Furthermore, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Copenhagen, 6 June 2018

Martinsen

State Authorised Public Accountants
Company reg. no. 32 28 52 01

Leif Tomasson
State Authorised Public Accountant
MNE-nr. 25346

Aage Brink Thomsen
State Authorised Public Accountant
MNE-nr. 10018

Company data

The company

Northsea ApS
Vendersgade 28 2. th.
1363 København K

Company reg. no. 36 44 71 41
Established: 27 November 2014
Domicile: Copenhagen
Financial year: 1 July - 31 December
3rd financial year

Managing Director

Michael Heiberg

Auditors

Martinsen
Statsautoriseret Revisionspartnerselskab
Øster Allé 42
2100 København Ø
Phone +45 35 38 48 88
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Management's review

The principal activities of the company

Ocean.io is a browser-based business growth application. Ocean.io helps you identify, analyse and acquire your next customer, partner, new hire and competitor.

Development in activities and financial matters

The gross loss for the year is DKK -22.542.649 against DKK 522.354 last year. The results from ordinary activities after tax are DKK -23.688.948 against DKK 66.851 last year.

Continued operation

As the operations of company has been funded by the parent company and a sister company, the company has a debt to these two companies. Both companies have signed letters that they will maintain their outstanding debts. Further, the parent company has signed a declaration that it will continue to support the operation of the company – as it has done over the previous three years.

The accounts are on this basis prepared with continued operation in mind.

Accounting policies used

The annual report for Northsea ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

The profit and loss account

Gross loss

The gross loss comprises the net turnover and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Accounting policies used

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation on, amortisation of and writedown relating to intangible and tangible fixed assets respectively.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The balance sheet

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

	<i>Useful life</i>
<i>Other plants, operating assets, fixtures and furniture</i>	<i>2-5 years</i>

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or losses are recognised in the profit and loss account as other operating income or other operating expenses.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accounting policies used

Available funds

Available funds comprise cash at bank and in hand.

Corporate tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

Liabilities

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

Profit and loss account

All amounts in DKK.

<u>Note</u>	1/7 2016 - 31/12 2017	1/7 2015 - 30/6 2016
Gross loss	-22.542.649	522.354
2 Staff costs	-3.169.291	-426.903
Depreciation and writedown relating to tangible fixed assets	-89.284	-5.687
Operating profit	-25.801.224	89.764
Other financial income	0	1.023
3 Other financial costs	-721.548	-4.312
Results before tax	-26.522.772	86.475
Tax on ordinary results	2.833.824	-19.624
Results for the year	-23.688.948	66.851
 Proposed distribution of the results:		
Allocated to results brought forward	0	66.851
Allocated from results brought forward	-23.688.948	0
Distribution in total	-23.688.948	66.851

Balance sheet

All amounts in DKK.

Assets		
<u>Note</u>	<u>31/12 2017</u>	<u>30/6 2016</u>
Fixed assets		
4 Other plants, operating assets, and fixtures and furniture	108.221	11.373
Tangible fixed assets in total	<u>108.221</u>	<u>11.373</u>
Deposits	0	15.600
Financial fixed assets in total	<u>0</u>	<u>15.600</u>
Fixed assets in total	<u>108.221</u>	<u>26.973</u>
Current assets		
Amounts owed by group enterprises	0	1.459.599
5 Receivable corporate tax	2.853.837	0
Other debtors	87.232	14.472
Debtors in total	<u>2.941.069</u>	<u>1.474.071</u>
Available funds	1.403.437	138.894
Current assets in total	<u>4.344.506</u>	<u>1.612.965</u>
Assets in total	<u>4.452.727</u>	<u>1.639.938</u>

Balance sheet

All amounts in DKK.

Equity and liabilities		
<u>Note</u>	<u>31/12 2017</u>	<u>30/6 2016</u>
Equity		
6 Contributed capital	50.000	50.000
7 Results brought forward	<u>-23.497.935</u>	<u>191.012</u>
Equity in total	<u>-23.447.935</u>	<u>241.012</u>
 Liabilities		
Trade creditors	411.798	55.207
Debt to group enterprises	27.272.324	1.141.760
Corporate tax	0	57.060
Other debts	<u>216.540</u>	<u>144.899</u>
Short-term liabilities in total	<u>27.900.662</u>	<u>1.398.926</u>
 Liabilities in total	<u>27.900.662</u>	<u>1.398.926</u>
 Equity and liabilities in total	<u>4.452.727</u>	<u>1.639.938</u>

1 Continued operation

Notes

All amounts in DKK.

1. Continued operation

As the operations of company has been funded by the parent company and a sister company, the company has a debt to these two companies. Both companies have signed letters that they will maintain their outstanding debts. Further, the parent company has signed a declaration that it will continue to support the operation of the company – as it has done over the previous three years.

The accounts are on this basis prepared with continued operation in mind.

	1/7 2016 - 31/12 2017	1/7 2015 - 30/6 2016
2. Staff costs		
Salaries and wages	2.566.076	385.837
Pension costs	49.066	0
Other costs for social security	18.555	1.963
Other staff costs	535.594	39.103
	3.169.291	426.903
3. Other financial costs		
Financial costs, group enterprises	711.800	0
Other financial costs	9.748	4.312
	721.548	4.312
4. Other plants, operating assets, and fixtures and furniture		
Cost 1 July 2016	17.060	17.060
Additions during the year	186.132	0
Cost 31 December 2017	203.192	17.060
Depreciation and writedown 1 July 2016	-5.687	0
Depreciation for the year	-89.284	-5.687
Depreciation and writedown 31 December 2017	-94.971	-5.687
Book value 31 December 2017	108.221	11.373

Notes

All amounts in DKK.

	<u>31/12 2017</u>	<u>30/6 2016</u>
5. Receivable corporate tax		
The company applies the rules in the Danish "Ligningsloven" section 8X and has promoted the utilization of development costs incurred.		
6. Contributed capital		
Contributed capital 1 July 2016	50.000	50.000
	<u>50.000</u>	<u>50.000</u>
7. Results brought forward		
Results brought forward 1 July 2016	191.013	124.161
Profit or loss for the year brought forward	-23.688.948	66.851
	<u>-23.497.935</u>	<u>191.012</u>