

Spring Family ApS

Studsgade 22, 8000 Aarhus C
CVR no. 36 73 40 35

Annual report for the financial year 01.07.20 - 30.06.21

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 30.11.21

Karen Bach Lück
Dirigent



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The company

Spring Family ApS
Studsgade 22
8000 Aarhus C
Registered office: Aarhus
CVR no.: 36 73 40 35
Financial year: 01.07 - 30.06

Executive Board

Peer Brændholt

Board of Directors

Albert Crilles Sebastian Funder
Lars Bo Hansen
Michael Kaltoft Paterson
Morten Eskildsen
Petter Pablo Sommerfelt-Venegas
Jesper Angelsø Hjortshøj
Peter Herlev Enevoldsen
Mogens Kristensen
Mads Heide Mikkelsen
Peer Brændholt

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Bank

Nordea Bank Danmark A/S

Lawyer

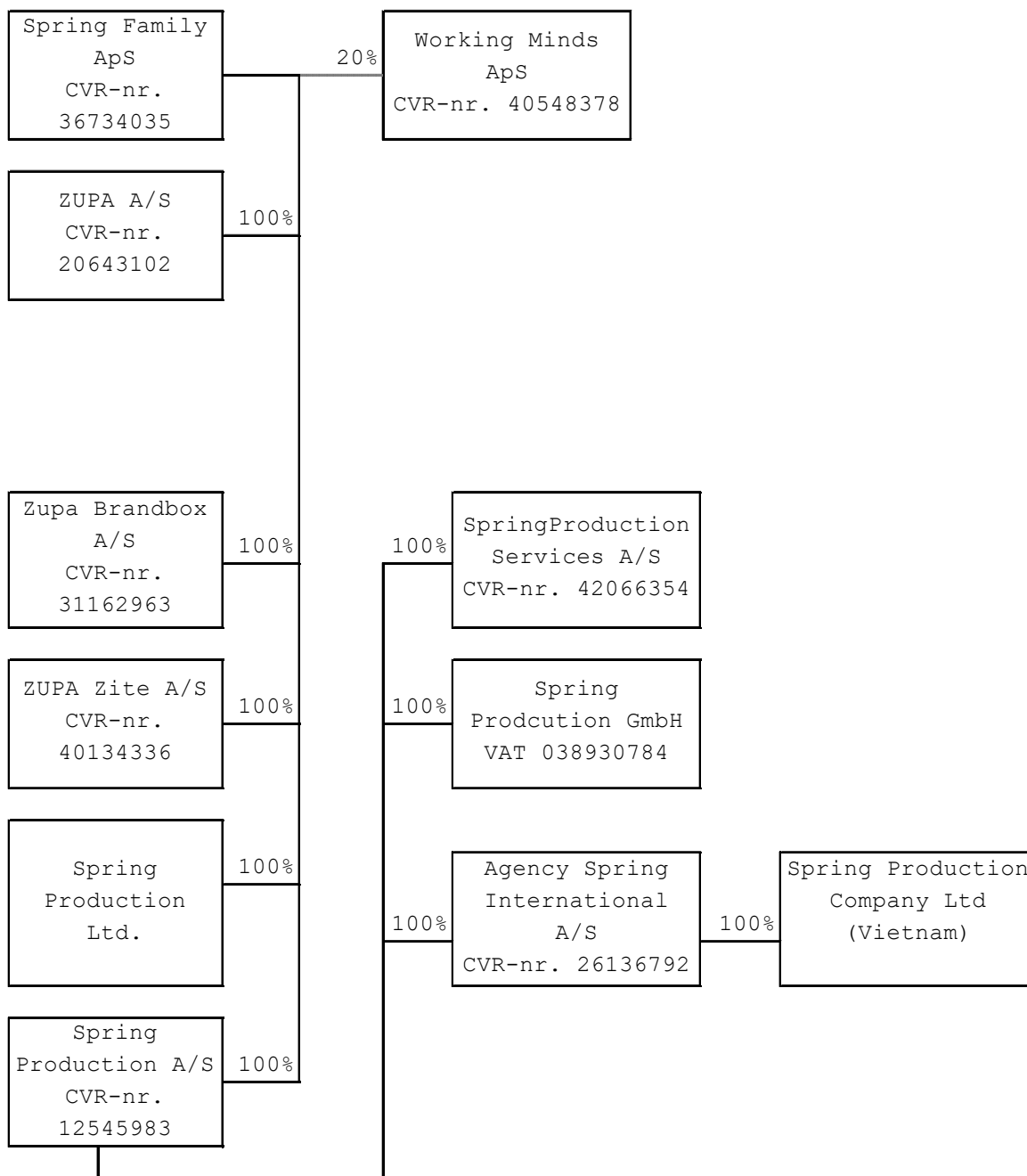
Bech-Bruun

Subsidiaries

ZUPA A/S, Aarhus
Spring Production A/S, Aarhus
ZUPA BrandBox A/S, Aarhus
ZUPA Zite A/S, Aarhus
Spring Production Ltd, Manchester

Associate

Working Minds ApS, Roskilde



Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.07.20 - 30.06.21 for Spring Family ApS.

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

In our opinion, the consolidated financial statements and financial statements give a true and fair view of the group's and the parent's assets, liabilities and financial position as at 30.06.21 and of the results of the group's and parent's activities and of the group's cash flows for the financial year 01.07.20 - 30.06.21.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Aarhus C, November 30, 2021

Executive Board

Peer Brændholt

Board of Directors

Albert Crilles Sebastian Funder
Chairman

Lars Bo Hansen

Michael Kaltoft Paterson

Morten Eskildsen

Petter Pablo Sommerfelt-
Venegas

Jesper Angelsø Hjortshøj

Peter Herlev Enevoldsen

Mogens Kristensen

Mads Heide Mikkelsen

Peer Brændholt

To the capital owner of Spring Family ApS**Opinion**

We have audited the consolidated financial statements and parent company financial statements of Spring Family ApS for the financial year 01.07.20 - 30.06.21, which comprise the income statement, balance sheet, statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies for the group as well as for the parent company as well as the consolidated cash flow statement. The consolidated financial statements and parent company financial statements are prepared in accordance with the Danish Financial Statements Act (Årsregnskabsloven).

In our opinion the consolidated financial statements and parent company financial statements give a true and fair view of the group's and the parent company's assets, liabilities and financial position at 30.06.21 and of the results of the group's and the parent company's operations and the consolidated cash flows for the financial year 01.07.20 - 30.06.21 in accordance with the the Danish Financial Statements Act (Årsregnskabsloven).

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 "Auditor's responsibilities for the audit of the consolidated financial statements and parent company financial statements" section of our report. We are independent of the group and 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 responsibility for the consolidated financial statements and parent company financial statements

The Management is responsible for the preparation of consolidated financial statements and parent company financial statements that give a true and fair view in accordance with the Danish Financial Statements Act. Furthermore the Management is responsible for the internal control as the Management determines is necessary to enable the preparation of consolidated financial statements and parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and parent company financial statements, management is responsible for assessing the group's and the parent 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 consolidated financial statements and parent company financial statements unless management either intends to liquidate the group and the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements and parent company financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and parent company 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 International Standards on Auditing 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 consolidated financial statements and parent company financial statements.

As part of an audit conducted in accordance with International Standards on Auditing 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 consolidated financial statements and parent company 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.
- 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 group's and the parent 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 consolidated financial statements and parent company 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 group's and the parent 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 consolidated financial statements and parent company 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 group and the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the consolidated financial statements and parent company financial statements, including the disclosures, and whether the consolidated financial statements and parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 regarding the management's review

Management is responsible for management's review.

Our opinion on the consolidated financial statements and parent company 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 consolidated financial statements and parent company financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the consolidated financial statements or parent company 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 consolidated financial statements and parent company financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Acts. We did not identify any material misstatement of management's review.

Aarhus, November 30, 2021

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Lars Østergaard

State Authorized Public Accountant
MNE-no. mne26806

GROUPS FINANCIAL HIGHLIGHTS**Key figures**

Figures in DKK '000	2020/21	2019/20	2018/19	2017/18	2016/17
<i>Profit/loss</i>					
Revenue	200,317	146,023	145,638	129,789	93,491
Index	214	156	156	139	100
Operating profit/loss	23,666	-1,097	4,693	6,985	7,269
Index	326	-15	65	96	100
Profit/loss before net financials	23,603	-1,176	4,695	6,928	7,269
Index	325	-16	65	95	100
Total net financials	310	-357	-481	-49	-142
Index	-218	251	339	35	100
Profit/loss for the year	16,541	-3,321	2,054	4,914	4,832
Index	342	-69	43	102	100

Balance

Total assets	79,982	65,986	71,981	68,626	46,094
Index	174	143	156	149	100
Investments in property, plant and equipment	1,923	1,460	3,032	2,899	2,205
Index	87	66	138	131	100
Equity	26,215	16,523	19,825	17,500	20,176
Index	130	82	98	87	100

Ratios

	2020/21	2019/20	2018/19	2017/18	2016/17
<i>Profitability</i>					
Gross margin	67.8%	68.5%	68.4%	64.1%	63.2%
Profit margin	11.8%	-0.8%	3.2%	5.4%	7.8%
<i>Equity ratio</i>					
Solvency Ratio	32.77%	25.0%	27.5%	25.5%	43.8%
<i>Others</i>					
Number of employees (average)	351	303	275	218	158

Ratios definitions

Gross margin:
$$\frac{\text{Gross result} \times 100}{\text{Revenue}}$$

Profit margin:
$$\frac{\text{Operating profit/loss} \times 100}{\text{Revenue}}$$

Solvency Ratio
$$\frac{\text{Equity at year end} \times 100}{\text{Total Assets}}$$

Primary activities

The object of the Company is to own shares in other companies within the industry of advertising, marketing implementation, and MarTech.

Development in activities and financial affairs

The income statement for the period 01.07.20 - 30.06.21 shows a profit/loss of DKK 16,541,387 against DKK -3,321,460 for the period 01.07.19 - 30.06.20. The earnings were better than expected. The balance sheet shows equity of DKK 26,215,430.

Outlook

Company Management is optimistic about the future. Next year, the Company expects a further growth in revenue primarily driven by international sales of marketing implementation services, by establishing new in-house agencies at client locations, and by organic growth of sales of advertising services. As all these growth initiatives require short-term investment, the Company Management expects a slight decrease in margins and profits for the financial year 2021/22.

Knowledge resources

The competition for attracting and retaining the right talent is expected to become fiercer. Investment in staff recruitment and development – at both employee and management level – is expected and planned to increase in the coming year.

Subsequent events

No important events have occurred after the end of the financial year.

Treasury shares

Treasury shares consist of:

	Purchase- /salesprice DKK	Total nominal value DKK	Percent of capital
Holding of treasury shares as at 01.07.20		68,560	6.856%
Additions during the year	6,483,631	101,900	10.19%
Disposals for the year	-1,138,250	-20,460	-2.046%
Holding of treasury shares as at 30.06.21		150,000	15.00%

The acquisition of treasury shares has been made with a view to establishing an employee share ownership plan.

Note	Group		Parent		
	2020/21 DKK	2019/20 DKK	2020/21 DKK	2019/20 DKK	
	Revenue	200,316,957	146,022,808	0	0
	Costs of raw materials and consumables	-33,327,787	-20,683,156	0	0
	Other external expenses	-31,077,397	-25,384,994	-1,872,764	-186,465
	Gross result	135,911,773	99,954,658	-1,872,764	-186,465
1	Staff costs	-106,743,236	-95,154,237	0	0
	Profit/loss before depreciation, amortisation, write-downs and impairment losses	29,168,537	4,800,421	-1,872,764	-186,465
	Depreciation, amortisation and impairments losses of intangible assets and property, plant and equipment	-5,502,950	-5,897,228	0	0
	Other operating expenses	-62,860	-79,657	0	0
	Profit/loss before net financials	23,602,727	-1,176,464	-1,872,764	-186,465
2	Income from equity investments in group enterprises	0	0	19,681,828	-1,487,782
3	Income from equity investments in associates	-402	-3,766	-402	-3,766
4	Financial income	467,531	462,451	34,954	6,998
5	Financial expenses	-156,699	-815,797	-2,187,881	-1,950,576
	Profit/loss before tax	23,913,157	-1,533,576	15,655,735	-3,621,591
6	Tax on profit or loss for the year	-7,371,770	-1,787,884	885,652	470,160
	Profit/loss for the year	16,541,387	-3,321,460	16,541,387	-3,151,431
7	Proposed appropriation account				

ASSETS		Group		Parent	
		30.06.21 DKK	30.06.20 DKK	30.06.21 DKK	30.06.20 DKK
Note					
	Goodwill	12,141,029	15,621,223	0	0
8	Total intangible assets	12,141,029	15,621,223	0	0
	Land and buildings	37,504	25,534	0	0
	Leasehold improvements	908,803	1,178,444	0	0
	Other fixtures and fittings, tools and equipment	3,405,504	3,493,238	0	0
9	Total property, plant and equipment	4,351,811	4,697,216	0	0
10	Equity investments in group enterprises	0	0	52,272,027	70,099,890
10	Equity investments in associates	3,832	4,234	3,832	4,234
11	Deposits	770,453	401,094	0	0
	Total investments	774,285	405,328	52,275,859	70,104,124
	Total non-current assets	17,267,125	20,723,767	52,275,859	70,104,124
12	Work in progress for third parties	7,275,642	6,917,939	0	0
	Trade receivables	40,215,504	29,674,237	0	0
	Receivables from group enterprises	0	0	47,758,633	0
	Deferred tax asset	0	893,378	0	0
	Income tax receivable	0	0	0	796,288
	Other receivables	1,701,144	1,255,976	0	0
13	Prepayments	5,081,092	6,519,744	0	0
	Total receivables	54,273,382	45,261,274	47,758,633	796,288
	Cash	8,441,879	982	16,921	982
	Total current assets	62,715,261	45,262,256	47,775,554	797,270
	Total assets	79,982,386	65,986,023	100,051,413	70,901,394

		Group		Parent	
		30.06.21 DKK	30.06.20 DKK	30.06.21 DKK	30.06.20 DKK
EQUITY AND LIABILITIES					
Note					
	Share capital	1,000,000	1,000,000	1,000,000	1,000,000
	Reserve for net revaluation according to the equity method	0	0	0	4,769,278
	Foreign currency translation reserve	0	0	-220,919	0
	Retained earnings	25,215,430	14,722,527	25,436,349	9,953,249
	Proposed dividend for the financial year	0	800,000	0	800,000
	Total equity	26,215,430	16,522,527	26,215,430	16,522,527
14	Provisions for deferred tax	540,740	0	0	0
	Other provisions	0	0	6,780,545	2,840,093
	Total provisions	540,740	0	6,780,545	2,840,093
15	Payables to other credit institutions	0	4,791,109	0	1,010,215
15	Other payables	4,921,962	4,292,391	0	0
	Total long-term payables	4,921,962	9,083,500	0	1,010,215
15	Short-term part of long-term payables	0	1,467,000	0	1,467,000
	Payables to other credit institutions	2,102,289	4,173,045	0	0
12	Prepayments received from work in progress for third parties	3,012,609	0	0	0
	Prepayments received from customers	5,588,210	7,030,912	0	0
	Trade payables	7,959,897	4,048,055	35,688	0
	Payables to group enterprises	0	0	66,504,962	49,053,310
	Income taxes	4,967,091	1,507,864	122,658	0
	Other payables	24,621,178	22,153,120	392,130	8,249
16	Deferred income	52,980	0	0	0
	Total short-term payables	48,304,254	40,379,996	67,055,438	50,528,559
	Total payables	53,226,216	49,463,496	67,055,438	51,538,774
	Total equity and liabilities	79,982,386	65,986,023	100,051,413	70,901,394
18	Contingent liabilities				
19	Charges and security				
20	Related parties				

Statement of changes in equity

Figures in DKK	Share capital	Reserve for net revaluation according to the equity method	Foreign currency translation reserve	Retained earnings	Proposed dividend for the financial year	Total equity
Group:						
Statement of changes in equity for 01.07.20 - 30.06.21						
Balance as at 01.07.20	1,000,000	0	0	14,722,527	800,000	16,522,527
Purchase of treasury shares	0	0	0	-6,483,631	0	-6,483,631
Sale of treasury shares	0	0	0	1,138,250	0	1,138,250
Dividend from treasury shares	0	0	0	247,040	0	247,040
Dividend paid	0	0	0	0	-800,000	-800,000
Other changes in equity	0	0	0	-950,143	0	-950,143
Net profit/loss for the year	0	0	0	16,541,387	0	16,541,387
Balance as at 30.06.21	1,000,000	0	0	25,215,430	0	26,215,430
Parent:						
Statement of changes in equity for 01.07.20 - 30.06.21						
Balance as at 01.07.20	1,000,000	4,769,278	0	9,953,249	800,000	16,522,527
Foreign currency translation adjustment of foreign enterprises	0	0	-220,919	0	0	-220,919
Purchase of treasury shares	0	0	0	-6,483,631	0	-6,483,631
Sale of treasury shares	0	0	0	1,138,250	0	1,138,250
Dividend from treasury shares	0	0	0	247,040	0	247,040
Dividend paid	0	0	0	0	-800,000	-800,000
Other changes in equity	0	-729,224	0	0	0	-729,224
Net profit/loss for the year	0	-4,040,054	0	20,581,441	0	16,541,387
Balance as at 30.06.21	1,000,000	0	-220,919	25,436,349	0	26,215,430

Consolidated cash flow statement

Note	Group	
	2020/21 DKK	2019/20 DKK
	16,541,387	-3,321,460
17	11,614,147	8,128,931
Change in working capital:		
Receivables	-9,905,486	1,690,944
Trade payables	8,002,787	13,823,725
	26,252,835	20,322,140
Interest income and similar income received	467,531	462,541
Interest expenses and similar expenses paid	-156,699	-815,806
Income tax paid	-2,232,878	-1,511,887
	24,330,789	18,456,988
Purchase of property, plant and equipment	-2,292,257	-1,460,046
Purchase of investments	0	-73,825
	-2,292,257	-1,533,871
Purchase of treasury shares	-6,483,631	0
Sale of treasury shares	1,138,250	0
Dividend paid	-552,960	0
Repayment of payables to group enterprises	0	27,526
Repayment of payables to associates	0	-136,969
Arrangement of other long-term payables	629,571	0
	-5,268,770	-109,443
	16,769,762	16,813,674
Cash, beginning of year	982	-27,243,846
Short-term payables to credit institutions, beginning of year	-10,431,154	0
	6,339,590	-10,430,172
Cash, end of year, comprises:		
Cash	8,441,879	982
Short-term payables to credit institutions	-2,102,289	-10,431,154
Total	6,339,590	-10,430,172

	Group		Parent	
	2020/21 DKK	2019/20 DKK	2020/21 DKK	2019/20 DKK

1. Staff costs

Wages and salaries	98,563,207	89,513,856	0	0
Pensions	5,235,156	4,736,748	0	0
Other social security costs	1,326,183	903,633	0	0
Other staff costs	1,618,690	0	0	0
Total	106,743,236	95,154,237	0	0

Average number of employees during the year	351	303	0	0
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Remuneration for the management:

Total remuneration for the Executive Board and Board of Directors	2,595,618	2,345,556	0	0
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2. Income from equity investments in group enterprises

Share of profit or loss of group enterprises	0	0	22,586,266	1,416,655
Amortisation of goodwill	0	0	-2,904,438	-2,904,437
Total	0	0	19,681,828	-1,487,782

3. Income from equity investments in associates

Share of profit or loss of associates	-402	-3,766	-402	-3,766
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	Group		Parent	
	2020/21 DKK	2019/20 DKK	2020/21 DKK	2019/20 DKK

4. Financial income

Interest, group enterprises	0	0	34,954	0
Other financial income	467,531	462,451	0	6,998
Total	467,531	462,451	34,954	6,998

5. Financial expenses

Interest, group enterprises	0	0	2,183,494	1,792,090
Other interest expenses	0	0	4,387	0
Other financial expenses	156,699	815,797	0	158,486
Other financial expenses	156,699	815,797	4,387	158,486
Total	156,699	815,797	2,187,881	1,950,576

6. Tax on profit or loss for the year

Current tax for the year	5,937,652	1,956,722	-885,652	-470,160
Adjustment of deferred tax for the year	1,434,118	-168,814	0	0
Adjustment of tax in respect of previous years	0	-24	0	0
Total	7,371,770	1,787,884	-885,652	-470,160

	Group		Parent	
	2020/21 DKK	2019/20 DKK	2020/21 DKK	2019/20 DKK

7. Proposed appropriation account

Reserve for net revaluation according to the equity method	0	0	-4,040,054	-1,469,250
Proposed dividend for the financial year	0	800,000	0	800,000
Non-controlling interests	0	169,939	0	0
Retained earnings	16,541,387	-4,291,399	20,581,441	-2,482,181
Total	16,541,387	-3,321,460	16,541,387	-3,151,431

8. Intangible assets

Figures in DKK Goodwill

Group:

Cost as at 01.07.20	83,749,891
Cost as at 30.06.21	83,749,891
Amortisation and impairment losses as at 01.07.20	-68,128,668
Amortisation during the year	-3,480,194
Amortisation and impairment losses as at 30.06.21	-71,608,862
Carrying amount as at 30.06.21	12,141,029

9. Property, plant and equipment

Figures in DKK	Land and buildings	Leasehold and fittings, tools improvements	Other fixtures and equipment
Group:			
Cost as at 01.07.20	27,855	2,364,235	15,900,129
Foreign currency translation adjustment of foreign enterprises	-2,384	-6,553	-331,435
Additions during the year	19,734	0	1,903,164
Disposals during the year	0	-170,007	-782,742
Cost as at 30.06.21	45,205	2,187,675	16,689,116
Depreciation and impairment losses as at 01.07.20	-2,321	-1,185,791	-12,406,893
Foreign currency translation adjustment of foreign enterprises	0	21,218	163,264
Depreciation during the year	-5,380	-195,224	-1,822,152
Reversal of depreciation of and impairment losses on disposed assets	0	80,925	0
Depreciation of and impairment losses on disposed assets for the year	0	0	782,169
Depreciation and impairment losses as at 30.06.21	-7,701	-1,278,872	-13,283,612
Carrying amount as at 30.06.21	37,504	908,803	3,405,504

10. Equity investments

Figures in DKK	Equity invest- ments in group enterprises	Equity invest- ments in asso- ciates
Group:		
Cost as at 01.07.20	0	8,000
Cost as at 30.06.21	0	8,000
Revaluations as at 01.07.20	0	-3,766
Net profit/loss from equity investments	0	-402
Revaluations as at 30.06.21	0	-4,168
Carrying amount as at 30.06.21	0	3,832
Parent:		
Cost as at 01.07.20	62,490,509	8,000
Additions during the year	4,500,000	0
Cost as at 30.06.21	66,990,509	8,000
Revaluations as at 01.07.20	4,769,287	-3,766
Foreign currency translation adjustment of foreign enterprises	-220,919	0
Amortisation of goodwill	-2,904,437	0
Net profit/loss from equity investments	22,586,266	-402
Dividend relating to equity investments	-45,000,000	0
Other equity adjustments relating to equity investments	-729,224	0
Transfers during the year to/from other items	6,780,545	0
Revaluations as at 30.06.21	-14,718,482	-4,168
Carrying amount as at 30.06.21	52,272,027	3,832
The item comprises goodwill as at 30.06.21 of	9,837,996	0
Positive balances ascertainable on initial recognition of equity investments measured at equity value	24,954,630	0
Name and registered office:		Ownership interest
Subsidiaries:		
ZUPA A/S, Aarhus		100%
Spring Production A/S, Aarhus		100%
ZUPA BrandBox A/S, Aarhus		100%
ZUPA Zite A/S, Aarhus		100%

Spring Production Ltd, Manchester	100%
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Associates:

Working Minds ApS, Roskilde	20%
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11. Other non-current financial assets

Figures in DKK Deposits

Group:

Cost as at 01.07.20	401,094
Additions during the year	369,359
Cost as at 30.06.21	770,453
Carrying amount as at 30.06.21	770,453

	Group		Parent	
	30.06.21	30.06.20	30.06.21	30.06.20
	DKK	DKK	DKK	DKK

12. Work in progress for third parties

Work in progress for third parties	7,043,310	6,917,939	0	0
On-account invoicing	-2,780,277	0	0	0
Total work in progress for third parties	4,263,033	6,917,939	0	0
Work in progress for third parties	7,275,642	6,917,939	0	0
Prepayments received from work in progress for third parties, short-term payables	-3,012,609	0	0	0
Total	4,263,033	6,917,939	0	0

13. Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance and subscription

	Group		Parent	
	30.06.21 DKK	30.06.20 DKK	30.06.21 DKK	30.06.20 DKK

14. Deferred tax

Deferred tax as at 01.07.20	-893,378	-724,564	0	0
Deferred tax recognised in the income statement	1,434,118	-168,814	0	0
Deferred tax as at 30.06.21	540,740	-893,378	0	0

Deferred tax is distributed as below:

Intangible assets	0	-924,461	0	0
Property, plant and equipment	224,621	539,791	0	0
Receivables	-765,361	-508,708	0	0
Total	-540,740	-893,378	0	0

15. Long-term payables

Figures in DKK	Outstanding debt after 5 years	Total payables at 30.06.21	Total payables at 30.06.20
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Group:

Payables to credit institutions	0	0	6,258,109
Other payables	0	4,921,962	4,292,391
Total	0	4,921,962	10,550,500

Parent:

Payables to credit institutions	0	0	2,477,215
Total	0	0	2,477,215

16. Deferred income

Prepayments and accrued income relate to prepayments received relating to income in subsequent year.

	Group	
	2020/21 DKK	2019/20 DKK
17. Adjustments for the cash flow statement		
Depreciation, amortisation and impairments losses of intangible assets and property, plant and equipment	5,502,950	5,976,885
Income from equity investments in associates	402	3,766
Financial income	-467,531	-462,541
Financial expenses	156,699	815,797
Tax on profit or loss for the year	7,371,770	1,787,884
Other adjustments	-950,143	7,140
Total	11,614,147	8,128,931

18. Contingent liabilities

Group:

Lease commitments

Tenancy agreements, including parking spaces, have been entered into with a period of notice of six months; the liability amounts to DKK 4,208k

A lease agreement on copying machines and software has been entered into. Liability in the remaining lease term totals DKK 3,243k.

Lease agreements on cars, etc. have been concluded, and the remaining liability constitutes DKK 1,785k.

Guarantee commitments

Performance guarantee in the amount of DKK 88k and USD 83k has been provided to customers.

Parent:

Other contingent liabilities

The Company has issued a letter of financial support to its subsidiary ZUPA Zite A/S.

Unlisted shares in Zupa A / S, Spring Production A/S. Zupa Brandox A/S and Zupa Brandbox A/S has been pledged as security against the Group's bank facilities.

The group companies are jointly and severally liable for tax on the jointly taxed income of the Group etc. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, royalty tax and tax on unearned income. Any subsequent adjustments to corporation taxes and withholding taxes may imply that the Company's liability is higher.

19. Charges and security

Group:

An all monies mortgage of DKK 42,000k has been provided as security for the exposure with Nordea Bank A/S, securing a company charge over receivables from sale, other plant, operating equipment and inventory as well as goodwill.

20. Related parties

Related party transactions are not disclosed, as all transactions are entered into in the ordinary course of business at arms' length.

Remuneration for the management is specified in note 1. Staff costs.

21. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act for medium-sized groups and enterprises in reporting class C.

The accounting policies have been applied consistently with previous years.

The Company has chosen to reclassify certain items in the income statement and the balance sheet. These reclassifications have no impact on net profit, balance sheet or equity.

Comparative figures for 2019/20 have been adjusted.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements comprise the parent and its subsidiaries in which the parent directly or indirectly holds more than 50% of the voting rights or by way of agreements exercises control. Enterprises in which the group holds participating interests, between 20% and 50% of the voting rights and in which it has significant interest but not control, are considered associates.

All financial statements used for consolidation are prepared in accordance with the accounting policies of the group.

The consolidated financial statements consolidate the financial statements of the parent and its subsidiaries by adding together items of a uniform nature, eliminating intercompany income and expenditure, equity investments, intercompany balances and dividends as well as gains and losses resulting from transactions between the consolidated enterprises to the extent that the underlying assets and liabilities are not realised.

21. Accounting policies - continued -**CURRENCY**

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

On recognition of independent foreign entities, the income statements are translated at the exchange rates applicable at the transaction date or approximate average exchange rates. The balance sheet items are translated using the exchange rates applicable at the balance sheet date. Foreign currency translation adjustments arising from the translation of equity at the beginning of the year using the exchange rates applicable at the balance sheet date and from the translation of income statements from average exchange rates to the exchange rates applicable at the balance sheet date are recognised directly in equity under the foreign currency translation reserve.

Translation adjustments of intercompany balances with independent foreign entities, measured using the equity method and where the balance is considered to be part of the overall investment, are recognised directly in equity under the foreign currency translation reserve. On the divestment of foreign entities, accumulated exchange differences are recognised in the income statement.

LEASES

Lease payments relating to operating leases are recognised in the income statement on a straight-line basis over the lease term.

INCOME STATEMENT**Gross result**

Gross result comprises revenue and raw materials and consumables and other external expenses.

21. Accounting policies - continued -**Revenue**

Income from the sale of services is recognised in the income statement as delivery takes place (delivery method). Revenue is measured at the selling value of the agreed consideration exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Income from construction contracts involving the delivery of highly customised assets are recognised in the income statement as revenue according to the stage of completion. Accordingly, revenue corresponds to the selling price of work performed during the year (percentage of completion method).

Costs of raw materials and consumables

Expenses for consumables comprise the consumables consumed to achieve revenue for the year.

Other external expenses

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

Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

Depreciation, amortisation and impairment losses

The depreciation and amortisation of intangible assets and property, plant and equipment aim at systematic depreciation and amortisation over the expected useful lives of the assets. Assets are depreciated and amortised according to the straight-line method based on the following expected useful lives and residual values:

	Useful lives, years	Residual value, per cent
Goodwill	10-20	0
Buildings	5	0
Leasehold improvements	10	0
Other plant, fixtures and fittings, tools and equipment	1-10	0

Goodwill is amortised over 10-20 years. The useful life has been determined in consideration of the expected future net earnings of the enterprise or activity to which the goodwill relates.

Land is not depreciated.

21. Accounting policies - continued -

The basis of depreciation and amortisation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation and amortisation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Intangible assets and property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

Other operating expenses

Other operating expenses comprise costs of a secondary nature in relation to the enterprise's activities, including costs relating to rental activities and losses on the sale of intangible assets and property, plant and equipment.

Income from equity investments in group enterprises and associates

For equity investments in equity investments in associates and in the parent also equity investments in subsidiaries that are measured using the equity method, the share of the enterprises' profit or loss is recognised in the income statement after elimination of unrealised intercompany profits and losses and less any goodwill amortisation and impairment losses. For associates only the proportionate share of intercompany gains and losses is eliminated.

Income from equity investments in equity investments in subsidiaries and associates also comprises gains and losses on the sale of equity investments.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

The company is jointly taxed with Danish consolidated enterprises. The parent is the administration company for the joint taxation and thus settles all income tax payments with the tax authorities.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that

21. Accounting policies - continued -

enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

BALANCE SHEET**Intangible assets***Goodwill*

Goodwill is measured in the balance sheet at cost less accumulated amortisation and impairment losses.

Goodwill is amortised using the straight-line method based on useful lives, which are stated in the 'Depreciation, amortisation and impairment losses' section.

Gains or losses on the disposal of intangible assets are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal.

Property, plant and equipment

Property, plant and equipment comprise land and buildings, leasehold improvements as well as other fixtures and fittings, tools and equipment.

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

The total cost of an asset is decomposed into separate components that are depreciated separately if the useful lives of the individual components vary.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Depreciation, amortisation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

21. Accounting policies - continued -**Equity investments in group enterprises and associates***Equity investments in group enterprises*

Equity investments in subsidiaries are recognised and measured according to the equity method in the balance sheet of the parent. For equity investments in subsidiaries, the equity method is considered a measurement method, and reference is made to the 'Equity method' section for further details.

Equity investments in associates

In the balance sheet, equity investments in associates are recognised and measured according to the equity method. For equity investments in associates, the equity method is considered a measurement method, and reference is made to the 'Equity method' section for further details.

Equity method

On initial recognition, equity investments measured according to the equity method are measured at cost. Transaction costs directly attributable to the acquisition are recognised in the cost of equity investments. However, transaction costs on the acquisition of subsidiaries are recognised in the income statement in the consolidated financial statements at the date incurred.

On subsequent recognition and measurement of equity investments according to the equity method, equity investments are measured at the proportionate share of the enterprises' equity value, determined according to the accounting policies of the parent, adjusted for the remaining value of goodwill and gains and losses on transactions with the enterprises in question. Equity investments, where information for recognition according to the equity method is not known, are measured at cost.

Equity investments with a negative carrying amount are measured at DKK 0. Receivables that are considered part of the combined investment in the enterprises in question are impaired by any remaining negative equity value. Other receivables from such enterprises are impaired to the extent that such receivables are considered uncollectible. Provisions to cover the remaining negative equity value are recognised to the extent that the parent has a legal or constructive obligation to cover the liabilities of the enterprise in question.

Goodwill recognised under equity investments is amortised according to the straight-line method based on an individual assessment of the useful life of the asset. The useful life of goodwill has been determined at 10 years for equity investments in subsidiaries. The useful life has been determined in consideration of the expected future net earnings of the enterprise to which the goodwill relates.

Gains or losses on disposal of equity investments

Gains or losses on disposal of equity investments are determined as the difference between the disposal consideration and the carrying amount of net assets at the time of sale, including non-amortised goodwill, as well as the expected costs of divestment or discontinuation. Gains and losses

21. Accounting policies - continued -

are recognised in the income statement under income from equity investments.

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation and amortisation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist. Impairment losses on goodwill are not reversed, unless goodwill is included in the carrying amount of equity investments.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Deposits recognised under assets comprise deposits paid to the lessor under leases entered into by the company.

Work in progress for third parties

Work in progress for third parties is measured at the selling price of the work performed less on-account invoicing made for each piece of work in progress.

The selling price is measured according to the stage of completion at the balance sheet date and total

21. Accounting policies - continued -

expected income from each piece of work in progress. The degree of completion for each piece of work in progress is normally calculated as the ratio between the resources spent and the total budgeted resource consumption. For some work in progress where the resource consumption cannot be used as a basis, the ratio between completed subactivities and the combined subactivities for the individual piece of work in progress is used instead.

When the selling price of a piece of work in progress cannot be determined reliably, the selling price is measured at the lower of costs incurred and net realisable value.

The individual piece of work in progress is recognised under receivables or payables in the balance sheet depending on whether the net value of the selling price less prepayments received is positive or negative.

When it is likely that the total costs of the individual piece of work in progress will exceed total sales income, the total expected loss is recognised as a provision.

Prepayments

Prepayments recognised under assets comprise costs incurred in respect of subsequent financial years.

Cash

Cash includes deposits in bank accounts as well as operating cash.

Equity

The proposed dividend for the financial year is recognised as a separate item in equity.

The net revaluation of equity investments measured according to the equity method is recognized in the financial statements of the parent in the net revaluation reserve in equity according to the equity method to the extent that the carrying amount exceeds the cost. Dividends from subsidiaries which are adopted before adoption of the annual report for Spring Family ApS are not tied up in the revaluation reserve (simultaneous principle).

Acquisition costs and consideration for treasury shares as well as dividends therefrom are recognised directly in equity under retained earnings.

Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of

21. Accounting policies - continued -

the taxable income for the year, adjusted for tax paid on account.

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities within the same tax jurisdiction or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates in the respective countries which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Long-term payables are measured at cost at the time of contracting such liabilities (raising of the loan). The payables are subsequently measured at amortised cost where capital losses and loan expenses are recognised in the income statement as a financial expense over the term of the payable on the basis of the calculated effective interest rate in force at the time of contracting the liability.

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to the time and date of delivery of the agreed product or completion of the agreed service.

Deferred income

Deferred income under liabilities comprises payments received in respect of income in subsequent financial years.

21. Accounting policies - continued -**CASH FLOW STATEMENT**

The cash flow statement is prepared using the indirect method, showing cash flows from operating, investing and financing activities as well as cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities comprise the net profit or loss for the year, adjusted for non-cash operating items, income tax paid and changes in working capital.

Cash flows from investing activities comprise payments in connection with the acquisition and divestment of companies and financial assets as well as the purchase, development, improvement and sale of intangible assets and property, plant and equipment.

Cash flows from financing activities comprise changes in the parent's share capital and associated costs and the purchase and sale of treasury shares and financing from and dividends paid to shareholders as well as the arrangement and repayment of long-term payables.

Cash and cash equivalents at the beginning and end of the year comprise cash and short-term payables to credit institutions.

Referring to section 86(4) of the Danish Financial Statements Act a cash flow statement has not been prepared for the parent as the parent is included in the consolidated cash flow statement.