

# Lunar Way A/S

Hack Kampmanns Plads 10

8000 Aarhus C

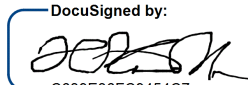
CVR no. 36 98 28 37

## Annual Report 2020

Approved at the Company's annual general meeting on 25 March 2021

Chairman:

DocuSigned by:



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Henning Kruse Petersen

## **Contents**

<b>Statement by Management on the annual report</b>	<b>2</b>
<b>Independent auditor's report</b>	<b>3</b>
<b>Management's review</b>	
Company details	5
Management's review	6
<b>Financial statements 1 January – 31 December</b>	
Income statement	7
Balance sheet	8
Statement of changes in equity	10
Notes	11

## Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Lunar Way A/S for the financial year 1 January – 31 December 2020.

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 financial position of the Company at 31 December 2020 and of the results of its operations for the financial year 1 January – 31 December 2020.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report approved at the Annual General Meeting.

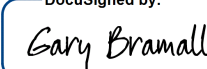
Aarhus, 25 March 2021

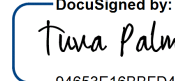
Executive Board:

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Ken Villum Guldbrandt Klausen

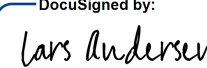
Board of Directors:

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Henning Kruse Petersen  
Chairman

DocuSigned by:  
  
BCF1DD2D410E419  
Gary Stephen Bramall

DocuSigned by:  
  
94653E168BED45F  
Tuva Lo Palm

DocuSigned by:  
  
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Ken Villum Guldbrandt Klausen

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Lars Andersen

## Independent auditor's report

### To the shareholders of Lunar Way A/S

#### Opinion

We have audited the financial statements of Lunar Way A/S for the financial year 1 January – 31 December 2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31 December 2020 and of the results of its operations for the financial year 1 January – 31 December 2020 in accordance with the Danish Financial Statements Act.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity or to cease operations or has no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of 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 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 the financial statements.

As part of an audit conducted in accordance with ISAs and additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting

from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the note 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 the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed; we conclude that the 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 the Management's review.

Copenhagen, 25 March 2021

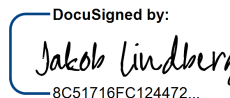
#### DELOITTE

Statsautoriseret Revisionspartnerselskab

Central Business Registration No (CVR) 33 96 35 56

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Kasper Bruhn Udam  
State Authorised Public Accountant  
MNE no 29421

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Jakob Lindberg  
State Authorised Public Accountant  
MNE no 40824

## Company details

### The Company

Lunar Way A/S  
Hack Kampmanns Plads 10  
8000 Aarhus C

CVR no: 36 98 28 37  
Reporting period: 1 January – 31 December 2020  
Domicile: Aarhus

### Ownership

The company is fully owned by:  
Lunar Group A/S  
Hack Kampmanns Plads 10  
8000 Aarhus C

### Board of Directors

Henning Kruse Petersen  
Gary Stephen Bramall  
Tuva Lo Palm  
Ken Villum Guldbrandt Klausen  
Lars Andersen

### Executive Board

Ken Villum Guldbrandt Klausen

### Auditors

Deloitte  
Statsautoriseret Revisionspartnerselskab  
Weidekampsgade 6  
2300 København S

## Management's review

### Primary activities

Lunar Way A/S is a fintech company offering banking services through our mobile platform. In 2020 the migration of customers to Lunar Bank A/S was initiated. Hence, the activities at the end of the year are limited. Lunar Way A/S offer hereafter fintech solutions and management services for the other entities in Lunar Group A/S.

### Financial review

The company's income statement for the year ended 31 December 2020 shows a loss of DKK 77,335,904, and the balance sheet at 31 December 2020 shows equity of DKK 7,706,576. The loss for the financial year is as expected.

During 2020 a capital injection of DKK 69,999,999 was received from the parent company.

The company has received a letter of support from the parent in the period until 31.12.2021, and Management therefore expects adequate liquidity for continued operations and development.

Consequently, Management has presented the financial statement on the assumption of going concern.

### Uncertainty relating to recognition and measurement

The Company has signed contracts with payment processing providers with a maximum period of interminability until December 2022. The contracts are interdependent, and that is why Management has assessed them collectively.

Net expenses are estimated at DKK 1.874.330 by Management, and the contracts are estimated to be onerous. The onerous contracts are recognised as "other provisions" in the balance sheet and effect the financial performance for the year by an equivalent amount.

Due to the forecast of the future cash flows, estimated net expenses may be subject to uncertainty.

### Events after the balance sheet date

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

## Financial statements 1 January – 31 December

## Income statement

Note	DKK	2020	2019
2	Gross profit/loss	19,806,170	-75,434,694
3	Staff costs	-87,362,909	-39,819,588
	Depreciation, amortisation and impairment losses	-1,436,904	-6,498,699
	<b>Operating profit/loss</b>	<b>-68,993,643</b>	<b>-121,752,981</b>
4	Other income	0	95,500,000
4	Other external costs	0	-34,133,487
5	Other financial expenses	-1,073,490	-1,688,239
	<b>Profit/loss before tax</b>	<b>-70,067,133</b>	<b>-62,074,707</b>
6	Tax for the year	-7,268,771	0
	<b>Profit/loss for the year</b>	<b>-77,335,904</b>	<b>-62,074,707</b>
	<b>Proposed distribution of profit/loss</b>		
	Transferred to retained earnings	-77,335,904	-62,074,707
		<b>-77,335,904</b>	<b>-62,074,707</b>



## Financial statements 1 January – 31 December

## Balance sheet

Note	DKK	2020	2019
	<b>ASSETS</b>		
	<b>Non-current assets</b>		
7	<b>Property, plant and equipment</b>		
	Operating equipment	2,034,731	0
	Leasehold improvements	1,642,483	525,621
		<b>3,677,214</b>	<b>525,621</b>
	<b>Fixed asset investments</b>		
	Deposits	4,267,272	2,716,171
		<b>4,267,272</b>	<b>2,716,171</b>
	<b>Total non-current assets</b>	<b>7,944,486</b>	<b>3,241,792</b>
	<b>Current assets</b>		
	<b>Receivables</b>		
	Trade receivables	4,009,130	7,934,554
	Receivables from group entities	11,921,577	14,017,189
	Other receivables	0	1,922,656
	Income tax receivable	0	5,218,000
	Prepayments	642,788	2,887,641
		<b>16,573,495</b>	<b>31,980,040</b>
	<b>Cash</b>	<b>12,127,626</b>	<b>344,432</b>
	<b>Total current assets</b>	<b>28,701,121</b>	<b>32,324,472</b>
	<b>TOTAL ASSETS</b>	<b>36,645,607</b>	<b>35,566,264</b>

## Financial statements 1 January – 31 December

## Balance sheet

Note	DKK	2020	2019
	<b>EQUITY AND LIABILITIES</b>		
	<b>Equity</b>		
	Share capital	500,001	500,000
	Retained earnings	7,206,575	5,098,486
	<b>Total equity</b>	<b>7,706,576</b>	<b>5,598,486</b>
	<b>Non-current liabilities</b>		
8	Other provisions	1,874,330	0
	<b>Total non-current liabilities</b>	<b>1,874,330</b>	<b>0</b>
	<b>Current liabilities</b>		
	Amounts owed to credit institutions	95,229	1,008,648
	Trade payables	11,704,922	23,285,960
	Other payables	15,264,550	5,673,170
	<b>Total current liabilities</b>	<b>27,064,701</b>	<b>29,967,778</b>
	<b>Total liabilities</b>	<b>28,939,031</b>	<b>29,967,778</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>36,645,607</b>	<b>35,566,264</b>

- 1 Accounting policies  
9 Rent and lease liabilities  
10 Contractual obligations and contingencies, etc.

## Financial statements 1 January – 31 December

## Statement of changes in equity

DKK	Share capital	Share premium	Reserve for development expenditure	Retained earnings	Total
Equity at 1 January 2019	500,000	0	19,827,170	-13,061,057	7,266,113
Transfer to retained earnings	0	0	-19,827,170	19,827,170	0
Contribution from group	0	0	0	64,708,433	64,708,433
Transferred; see distribution of profit/loss	0	0	0	-66,376,060	-66,376,060
<b>Equity at 31 December 2019</b>	<b>500,000</b>	<b>0</b>	<b>0</b>	<b>5,098,486</b>	<b>5,598,486</b>
Restated equity 2019 due to corrections	0	0	0	4.301.353	4.301.353
<b>Equity at 1 January 2020 after corrections</b>	<b>500,000</b>	<b>0</b>	<b>0</b>	<b>9,399,839</b>	<b>9,899,839</b>
Capital increase	1	69,999,999	0	0	70,000,000
Transfer to retained earnings	0	-69,999,999	0	69,999,999	0
Share-based payments	0	0	0	5,142,641	5,142,641
Transferred; see distribution of profit/loss	0	0	0	-77,335,904	-77,335,904
<b>Equity at 31 December 2020</b>	<b>500,001</b>	<b>0</b>	<b>0</b>	<b>7,206,575</b>	<b>7,706,576</b>

The share capital amounts to DKK 500,001 distributed on shares of DKK 1 each or multiple thereof.  
The Company does not hold own shares.

The share capital has been increased in November 2020 from an amount of DKK 500,000 into DKK 500,001.

The restated equity is due to errors in the distribution of costs within Lunar group entities.

## Financial statements 1 January – 31 December

### Notes

#### 1 Accounting policies

The annual report of Lunar Way A/S for 2020 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

The annual report for 2020 is presented in DKK.

#### Basis of recognition and measurement

Income is recognised in the income statement when earned, whereas costs recognised by the amounts attributable to this financial year.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company and the value of the asset 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 the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

#### Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Non-current assets acquired in foreign currency are measured at the exchange rate at the transaction date.

#### Income statement

##### Gross profit or loss

Gross profit or loss comprises revenue, cost of sales and other external expenses.

## Financial statements 1 January – 31 December

### Notes

#### 1 Accounting policies (continued)

##### Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is measured at the fair value of the agreed consideration exclusive of VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

##### Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost and adjustments for the financial year of other provisions.

##### Other external expenses

Other external expenses comprise expenses relating to the entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc.

##### Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc. for entity staff.

##### Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

##### Other financial expenses

Other financial expenses comprise interest cost, including interest costs on payables to group entities etc.

##### Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Company is jointly taxed with Lunar Group A/S and all Danish group companies. The current Danish income tax is allocated among the jointly taxed companies proportionally to their taxable income (full allocation with a refund concerning tax losses).

##### Balance sheet

##### Property, plant and equipment

Leasehold improvements and operating equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

## Financial statements 1 January – 31 December

### Notes

#### 1 Accounting policies (continued)

##### Property, plant and equipment

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made over a five-year period.

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

##### Fixed asset investments

Fixed asset investments comprise deposits. Fixed asset investments are measured at cost.

##### Receivables from group entities

Receivables from group entities are recognised at amortised cost, usually equalling nominal value less write-downs for bad and doubtful debts.

##### Other receivables

Other receivables are measured at amortised cost, usually equalling nominal value less write-downs for bad and doubtful debts.

##### Joint taxation contributions receivables or payable

Current joint taxation contributions payable or joint taxation contributions receivables are recognised in the balance sheet, calculated as tax computed on the taxable income for the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivables are only recognised if such losses are expected to be used under the joint taxation arrangement.

##### Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

##### Cash

Cash comprises bank deposits.

##### Income tax payable or receivable

Current tax payable or receivable is recognized in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

## **Financial statements 1 January – 31 December**

### **Notes**

#### **1 Accounting policies (continued)**

##### **Other provisions**

Other provisions comprise anticipated costs of loss on contract etc.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

##### **Financial liabilities**

Financial liabilities comprising amounts owed to trade payables are recognised at the date of borrowing at cost, corresponding to the proceeds received less transaction costs paid. In subsequent periods, financial liabilities are measured at amortised cost.

Other liabilities are measured at net realisable value.

#### **2 Gross profit/loss**

The majority of the gross profit is driven by related party transactions settled on arm's length basis.

## Financial statements 1 January – 31 December

## Notes

DKK	2020	2019
<b>3 Staff costs</b>		
Wages and salaries	74,082,619	48,261,338
Pensions	3,042,750	2,267,218
Other social security costs	912,980	707,759
Other staff costs	4,181,919	2,752,750
Share-based payments	5,142,641	0
	<b>87,362,909</b>	<b>53,989,065</b>
Staff costs classified as assets	0	-14,169,477
	<b>87,362,909</b>	<b>39,819,588</b>
Average number of employees	119	84
<b>4 Other income and other financial external costs</b>		
Other income and other external costs relate to sale of intangible assets to Lunar Bank A/S.		
The transaction is settled on an arm's length basis.		
<b>5 Other financial expenses</b>		
Interest expenses to group entities	624,995	1,551,847
Other financial expenses	448,495	136,392
	<b>1,073,490</b>	<b>1,688,239</b>
<b>6 Tax for the year</b>		
Prior year tax adjustment	7,268,771	0
	<b>7,268,771</b>	<b>0</b>



## Financial statements 1 January – 31 December

## Notes

## 7 Property, plant and equipment

	Operating equipment	Leasehold improvement
Cost at 1 January 2020	0	794,957
Additions	2,372,972	2,215,526
Disposals	0	-156,980
Cost at 31 December 2020	2,372,972	2,853,503
Amortisation and impairment losses at 1 January 2020	0	269,337
Amortisation	338,241	1,004,792
Reversed amortisation on disposals	0	-63,109
Amortisation and impairment losses at 31 December 2020	338,241	1,211,020
<b>Carrying amount at 31 December 2020</b>	<b>2,034,731</b>	<b>1,642,483</b>

## 8 Other provisions

The Company has signed contracts with payment processing providers with a maximum period of interminability until December 2022. The contracts are interdependent, and that is why Management has assessed them collectively.

Management has estimated the future cash flows showing that the contracts entered into are onerous. In the financial statements, Management has made a provision for the estimated net expense in the period of interminability.

## 9 Rent and lease liabilities

Liabilities under rental or lease agreements until maturity in total DKK 32,328,194 (FY 2019: DKK 1,460,370).

## 10 Contractual obligations and contingencies, etc.

## Contingent liabilities

The Company participates in a Danish joint taxation arrangement in which Lunar Group A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable from 17.07 2017 for income taxes etc for the jointly taxed entities, and for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed entities. The jointly taxed entities' total known net liability under the joint taxation arrangement is disclosed in the administration company's financial statements.