

RELEX Solutions ApS

Ny Kongensgade 15, 5., 1472 København K

Annual report for 2022

CVR no. 37 45 78 25

Adopted at the annual general meeting on 22 June 2023

chairman: Johan-Eerik Haataja

Table of contents

	Page
Statements	
Statement by management on the annual report	1
Independent auditor's report	2
Company details	
Company details	4
Financial statements	
Income statement 1 January - 31 December	5
Balance sheet 31 December	6
Statement of changes in equity	8
Notes	9
Accounting policies	10

Statement by management on the annual report

The supervisory board and executive board have today discussed and approved the annual report of RELEX Solutions ApS for the financial year 1 January - 31 December 2022.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 22 June 2023

Executive board

Tuomo Sakari Pesonen
CEO

Johan-Eerik Haataja
director

Supervisory board

Johan-Eerik Haataja
chairman

Tuomo Sakari Pesonen

Tuomo Juhani Sirkka

Independent auditor's report

To the shareholder of RELEX Solutions ApS

Opinion

We have audited the financial statements of RELEX Solutions ApS for the financial year 1 January - 31 December 2022, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and IESBA Code. 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 the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the 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 the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Independent auditor's report

- 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 company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Copenhagen, 22 June 2023

Ecovis Danmark
statsautoriseret revisionsinteressentskab
CVR no. 28 93 95 23

Jerrick Olsen
State Authorized Public Accountant
MNE no. mne46584

Company details

The company	RELEX Solutions ApS Ny Kongensgade 15, 5. 1472 København K CVR no.: 37 45 78 25 Reporting period: 1 January - 31 December 2022 Domicile: Copenhagen
Supervisory board	Johan-Erik Haataja, chairman Tuomo Sakari Pesonen Tuomo Juhani Sirkka
Executive board	Tuomo Sakari Pesonen, director Johan-Erik Haataja, director
Auditors	Ecovis Danmark statsautoriseret revisionsinteressentskab Vendersgade 28 st. th 1363 København K
Bankers	Danske Bank

Income statement 1 January - 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Gross profit		19.933.153	11.661.128
Staff costs	2	<u>-18.518.433</u>	<u>-10.893.110</u>
Profit/loss before amortisation/depreciation and impairment losses		1.414.720	768.018
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		<u>-62.838</u>	<u>-4.676</u>
Profit/loss before net financials		1.351.882	763.342
Financial costs		<u>-77.724</u>	<u>-60.745</u>
Profit/loss before tax		1.274.158	702.597
Tax on profit/loss for the year	3	<u>-274.693</u>	<u>-165.247</u>
Profit/loss for the year		999.465	537.350
Retained earnings		<u>999.465</u>	<u>537.350</u>
		999.465	537.350

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Assets			
Other fixtures and fittings, tools and equipment		429.375	0
Tangible assets		429.375	0
Deposits		453.920	158.832
Fixed asset investments		453.920	158.832
Total non-current assets		883.295	158.832
Receivables from group companies		3.608.196	1.818.725
Other receivables		163.001	128.893
Prepayments		14.339	41.140
Receivables		3.785.536	1.988.758
Cash at bank and in hand		947.633	2.033.589
Total current assets		4.733.169	4.022.347
Total assets		5.616.464	4.181.179

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Equity and liabilities			
Share capital		50.000	50.000
Retained earnings		<u>2.990.634</u>	<u>1.991.169</u>
Equity		<u>3.040.634</u>	<u>2.041.169</u>
Provision for deferred tax		<u>13.247</u>	<u>0</u>
Total provisions		<u>13.247</u>	<u>0</u>
Other credit institutions		44.326	46.750
Trade payables		13.391	9.184
Payables to group companies		1.432.848	776.961
Corporation tax		222.916	133.792
Other payables		<u>849.102</u>	<u>1.173.323</u>
Total current liabilities		<u>2.562.583</u>	<u>2.140.010</u>
Total liabilities		<u>2.562.583</u>	<u>2.140.010</u>
Total equity and liabilities		<u>5.616.464</u>	<u>4.181.179</u>
Main activity	1		
Rent and lease liabilities	4		

Statement of changes in equity

	Share capital	Retained earnings	Total
Equity at 1 January 2022	50.000	1.991.169	2.041.169
Net profit/loss for the year	0	999.465	999.465
Equity at 31 December 2022	50.000	2.990.634	3.040.634

Notes

1 Main activity

The company operates with distribution of supply chain management software and related implementing services.

	2022	2021
	DKK	DKK
2 Staff costs		
Wages and salaries	16.482.892	10.636.585
Pensions	1.822.158	180.474
Other social security costs	213.383	76.051
	<u>18.518.433</u>	<u>10.893.110</u>
Average number of employees	<u>23</u>	<u>18</u>
3 Tax on profit/loss for the year		
Current tax for the year	262.475	166.276
Deferred tax for the year	12.218	-1.029
	<u>274.693</u>	<u>165.247</u>
4 Rent and lease liabilities		
Lease obligation, termination clause 20 months (6 months in 2021)	1.150.000	219.500

5 Related parties and ownership structure

Consolidated financial statements

The company is reflected in the group report as the parent company Retail Logistics Excellence - RELEX Oy, Postintaival 7, Helsinki, Finland

Accounting policies

The annual report of RELEX Solutions ApS for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2022 is presented in DKK

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 amortisation, depreciation and impairment losses, 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 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.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

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.

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue and other external expenses.

Revenue

Revenue is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Accounting policies

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Other external costs

Other external costs includes expenditure related to distribution, sale, advertising, administration and premises.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees.

Amortisation, depreciation and impairment losses

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

Financial income and expenses

Financial expenses are recognised in the income statement at the amounts that relate to the financial year.

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Tangible assets

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	5 years	0 %

The useful life and residual value are re-assessed annually. A change is accounted for as an accounting estimate, and the impact on amortisation/depreciation is recognised going forward.

Accounting policies

Gains and losses on the sale of items of property, plant and equipment are calculated as the difference between the selling price, less costs to sell, and the carrying amount at the time of sale. Gains or losses on the sale of items of property, plant and equipment are recognised in the income statement under other operating income or other operating expenses, respectively.

Deposits

Deposits comprises rent security deposits for the company's premises and are measured at amortised cost.

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable is impaired, an impairment loss for that individual asset is recognised.

Impairment losses are calculated as the difference between the carrying amount of the receivables and the present value of the expected cash flows, including the realisable value of any collateral received, using the effective interest rate of individual receivables or portfolios of receivables as discount rate.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount 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. Deferred tax is measured at net realisable value.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax adjustments resulting from changes in tax rates are recognised in the income statement, with the exception of items taken directly to equity.

Accounting policies

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses. If foreign currency instruments are considered cash flow hedges, any unrealised value adjustments are taken directly to a fair value reserve under 'Equity'.

Receivables and 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.

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"By my signature I confirm all dates and content in this document."

Johan-Eerik Haataja

Director

Serial number: johan.haataja@relexsolutions.com

IP: 84.20.xxx.xxx

2023-06-28 13:33:14 UTC



Johan-Eerik Haataja

Chairman of the board

Serial number: johan.haataja@relexsolutions.com

IP: 84.20.xxx.xxx

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Tuomo Sakari Pesonen

Board member

Serial number: tuomo.pesonen@relexsolutions.com

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2023-06-29 13:25:53 UTC



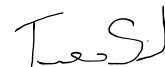
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Board member

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Jerrick Olsen

Certified public Accountant

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Johan-Eerik Haataja

Chairman of the annual general meeting

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