



Pere ApS

Bredgade 28
1260 København K
CVR No. 37752355

Annual report 2019

The Annual General Meeting adopted the
annual report on 31.08.2020

Martin Firing Jørgensen

Chairman of the General Meeting

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Entity details

Entity

Pere ApS

Bredgade 28

1260 København K

CVR No.: 37752355

Registered office: Copenhagen

Financial year: 01.01.2019 - 31.12.2019

Board of Directors

Martin Firing Jørgensen, Chairman

Rune Rousing Vest

Anders Boelskifte Mogensen

Kasper Gjedsted

Steffen Boutrup Møller

Executive Board

Kasper Gjedsted, CEO

Rune Rousing Vest, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

P. O. Box 1600

0900 Copenhagen C

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Pere ApS for the financial year 01.01.2019 - 31.12.2019.

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 Entity's financial position at 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 31.08.2020

Executive Board

Kasper Gjedsted
CEO

Rune Rousing Vest
CEO

Board of Directors

Martin Firing Jørgensen
Chairman

Rune Rousing Vest

Anders Boelskifte Mogensen

Kasper Gjedsted

Steffen Boutrup Møller

Independent auditor's report

To the shareholders of Pere ApS

Opinion

We have audited the financial statements of Pere ApS for the financial year 01.01.2019 - 31.12.2019, 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 31.12.2019 and of the results of its operations for the financial year 01.01.2019 - 31.12.2019 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 of Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the financial statements

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

In preparing the financial statements, Management is responsible for assessing the 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 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:

- 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 content of the financial statements, including the disclosures in the notes, 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 commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary 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 commentary.

Copenhagen, 31.08.2020

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Mads Juul Hansen

State Authorised Public Accountant
Identification No (MNE) mne44386

Management commentary

Primary activities

The Company's main activities comprises of development of digital services and other related activities.

Description of material changes in activities and finances

2019 was a good year for PERE.

Our two key priorities for 2019 was to further improve our core product offering, adding new features and automating key functions and secondly drive supply and demand growth in our two pilot markets London and Copenhagen.

On the platform we saw users from hotels like Marriott, Intercontinental, Radisson, Sheraton and Hilton successfully being onboarded and beginning to use PERE on a daily basis driving substantial ancillary revenue to their businesses when handling restaurant bookings for their guests. This adaption of the product from users at major hotel brands resulted in a transaction growth rate of more than 1,100% YoY towards the end of 2019.

For 2020 we plan to continue with further product development, to grow the user base on existing markets, and expand to 3-5 new international markets.

The company's income statement for the year ended 31 December shows a loss of DKK (164,445), and the balance sheet at 31 December 2019 shows equity of DKK 2,301,772.

Events after the balance sheet date

The outbreak of COVID-19 will lead to several precautions that will affect the planning and execution of day-today operations, and the Company's suppliers, business partners and customers may be affected as well. Their financial impact cannot be determined at this stage.

The company has in 2020 raised new capital as well as converted convertible loans into equity. This will ensure the company's cash flow for the remainder of 2020.

Apart from above no other events have occurred after the balance sheet date.

Income statement for 2019

	Notes	2019 DKK	2018 DKK
Gross profit/loss		(148,996)	(659,548)
Staff costs	1	(285,168)	(1,580,171)
Depreciation, amortisation and impairment losses	2	(237,192)	(90,884)
Operating profit/loss		(671,356)	(2,330,603)
Other financial income		4,582	4,628
Other financial expenses		(113,165)	(32,306)
Profit/loss before tax		(779,939)	(2,358,281)
Tax on profit/loss for the year	3	615,494	512,139
Profit/loss for the year		(164,445)	(1,846,142)
Proposed distribution of profit and loss			
Retained earnings		(164,445)	(1,846,142)
Proposed distribution of profit and loss		(164,445)	(1,846,142)

Balance sheet at 31.12.2019

Assets

	Notes	2019 DKK	2018 DKK
Completed development projects	5	2,008,029	2,245,221
Development projects in progress	5	2,544,263	0
Intangible assets	4	4,552,292	2,245,221
Deposits		39,700	39,700
Other financial assets		39,700	39,700
Fixed assets		4,591,992	2,284,921
Trade receivables		109,555	60,616
Deferred tax		278,000	306,190
Other receivables		220,779	156,017
Income tax receivable		559,738	429,997
Prepayments		0	192,500
Receivables		1,168,072	1,145,320
Cash		53,423	343,996
Current assets		1,221,495	1,489,316
Assets		5,813,487	3,774,237

Equity and liabilities

	Notes	2019 DKK	2018 DKK
Contributed capital		66,800	66,800
Reserve for development expenditure		3,550,788	1,751,272
Retained earnings		(1,315,816)	648,145
Equity		2,301,772	2,466,217
Convertible and dividend-yielding debt instruments		1,680,436	540,469
Other payables		41,800	0
Non-current liabilities other than provisions	6	1,722,236	540,469
Trade payables		324,644	127,028
Payables to shareholders and management		212,120	309,278
Other payables		1,252,715	331,245
Current liabilities other than provisions		1,789,479	767,551
Liabilities other than provisions		3,511,715	1,308,020
Equity and liabilities		5,813,487	3,774,237
Unrecognised rental and lease commitments	7		

Statement of changes in equity for 2019

	Contributed capital DKK	Reserve for development expenditure DKK	Retained earnings DKK	Total DKK
Equity beginning of year	66,800	1,751,272	648,145	2,466,217
Transfer to reserves	0	1,799,516	(1,799,516)	0
Profit/loss for the year	0	0	(164,445)	(164,445)
Equity end of year	66,800	3,550,788	(1,315,816)	2,301,772

Notes

1 Staff costs

	2019	2018
	DKK	DKK
Wages and salaries	1,492,895	2,082,305
Other social security costs	36,398	30,563
Other staff costs	39,195	36,306
	1,568,488	2,149,174
Staff costs classified as assets	(1,283,320)	(569,003)
	285,168	1,580,171
Average number of full-time employees	4	7

2 Depreciation, amortisation and impairment losses

	2019	2018
	DKK	DKK
Depreciation of property, plant and equipment	237,192	90,884
	237,192	90,884

3 Tax on profit/loss for the year

	2019	2018
	DKK	DKK
Current tax	(559,738)	(429,997)
Change in deferred tax	28,190	(82,142)
Adjustment concerning previous years	(83,946)	0
	(615,494)	(512,139)

4 Intangible assets

	Completed development projects DKK	Development projects in progress DKK
Cost beginning of year	2,336,104	0
Additions	0	2,544,263
Cost end of year	2,336,104	2,544,263
Amortisation and impairment losses beginning of year	(90,883)	0
Amortisation for the year	(237,192)	0
Amortisation and impairment losses end of year	(328,075)	0
Carrying amount end of year	2,008,029	2,544,263

5 Development projects

Development projects in progress include the development of a new software platform. The development project essentially consists of costs in the form of direct salaries and other costs, which are registered through the company's internal project module. The management is of the opinion that it is technically possible to complete the development project during execution.

6 Non-current liabilities other than provisions

	Due after more than 12 months 2019 DKK
Convertible and dividend-yielding debt instruments	1,680,436
Other payables	41,800
	1,722,236

7 Unrecognised rental and lease commitments

	2019 DKK	2018 DKK
Liabilities under rental or lease agreements until maturity in total	68,000	68,000

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

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

Income statement

Gross profit or loss

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

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

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

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets.

Other financial income

Other financial income comprises dividends etc received on other investments, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme 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.

Balance sheet**Intellectual property rights etc**

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Indirect production costs in the form of indirectly attributable staff costs and amortisation of intangible assets and depreciation of property, plant and equipment used in the development process are recognised in cost based on time spent on each project.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods

used are 5-10 years.

Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

However, no deferred tax is recognised for amortisation of goodwill disallowed for tax purposes and temporary differences arising at the date of acquisition that do not result from a business combination and that do not have any effect on profit or loss or on taxable income.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Income tax payable or receivable

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

Prepayments

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

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

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