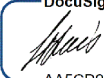


WSG DENMARK APS  
C/O WSG DENMARK ApS,  
Strandvejen 70, 2.,  
2900 Hellerup

Annual report for 2021/22

Adopted at the annual general meeting on  
13 July 2023

DocuSigned by:  


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Lynsey Ann Blair  
chairman

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## STATEMENT BY MANAGEMENT ON THE ANNUAL REPORT

The executive board has today discussed and approved the annual report of WSG Denmark ApS for the financial year 1 July 2021 - 31 December 2022.

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


In my 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 July 2021 - 31 December 2022.

In my opinion, management's review includes a fair review of the matters dealt with in the management's review.

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

Copenhagen, 13 July 2023

### Executive board

DocuSigned by:  
  
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Director

## INDEPENDENT AUDITOR'S REPORT

### *To the shareholder of WSG Denmark ApS*

#### **Opinion**

We have audited the financial statements of WSG Denmark ApS for the financial year 1 July 2021 - 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 July 2021 - 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.

#### **Material uncertainty related to going concern**

We draw the attention to note 1 in the financial statements, stating the company realized a loss in the financial year ending 31 December 2022 and the Company's current liabilities at this date exceed its current assets. In combination with other matters described in note 1, these matters indicate that material uncertainty exists that may cast significant doubt on the Company's ability to continue as going concern. Our opinion is not modified in respect of this matter.

#### **Other matter**

Effective from this financial year, the Company is subject to the statutory audit requirement. As stated in the financial statements, we point out that the comparative figures in the financial statements have not been audited.

#### **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.

## INDEPENDENT AUDITOR'S REPORT

### **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 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.

### **Statement on management's review**

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

## INDEPENDENT AUDITOR'S REPORT

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether 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 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 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 management's review.

Copenhagen, 13 July 2023

**KPMG**

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98



Henrik V. Jensen

State Authorized Public Accountant

MNE no. mne35442

## COMPANY DETAILS

The company

WSG Denmark ApS  
C/O WSG DENMARK ApS  
Strandvejen 70, 2.  
2900 Hellerup

Reporting period: 1 July 2021 - 31 December 2022

Domicile: Hellerup

Executive board

Lynsey Ann Blair

Auditors

KPMG  
Statsautoriseret Revisionspartnerselskab  
Dampfærgevej 28  
2100 København Ø

## MANAGEMENT'S REVIEW

### **Business review**

The company operates as a provider of office facilities through Regus Management ApS, which company operates as a manager of the Regus activities in Denmark.

### **Financial review**

The company's income statement for the year ended 31. december 2022 shows a loss of DKK 8.050.292, and the balance sheet at 31 December 2022 shows negative equity of DKK 9.529.891.

Material uncertainty related to going concern:

The company has realized a loss in the financial year ending 31 December 2022 and the Company's current liabilities at this date exceed its current assets.

The company is dependent on IWG Group regularly provide sufficient and necessary liquidity to ensure that the company is able to fulfill its obligations and liabilities as they fall due until the annual general meeting where the annual report for 2023 will be approved.

No commitment in financial support has been provided from IWG Group, which indicate that a material uncertainty exist and may cast significant doubt on the Company's ability to continue as a going concern.

Management however expect that IWG Group have the ability and intention to provide necessary financial support as in previous years. On this basis the financial statements for the year ended 31 December 2022 has been prepared on a going concern basis.

### **Significant events occurring after the end of the financial year**

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

### **Expected development of the company, including specific prerequisites and uncertainties**

The Company has budgetary and financial reporting procedures, supported by appropriate key performance indicators, to manage credit, liquidity and other financial risk.

Key performance indicators used by management include assessment of turnover, occupancy rates and profitability per unit.



## ACCOUNTING POLICIES

The annual report of WSG Denmark ApS for 2021/22 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B. Effective from this financial year, the Company is subject to the statutory audit requirement. The comparative figures in the financial statements have not been audited.

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

The annual report for 2021/22 is presented in DKK

The financial year 2021/22 is 18 months and comparative figures are only 12 months. This is due to adapt to the group's accounting policies.

### **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 / gross loss**

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, consumables and other external expenses.

#### **Revenue**

Income from the sale of goods for resale and finished goods 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

### **Other external expenses**

Other external expenses include expenses related to distribution, sale, advertising, administration, premises, bad debts etc.

### **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.

### **Financial income and expenses**

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year. Net financials include interest income and expenses, as well as allowances and surcharges under the advance payment of tax scheme, ect.

### **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, including changes arising from changes in tax rates, is recognised in the income statement as regards the portion that relates to entries directly in equity.

The entity and its Danish group entities are taxed on a joint basis. The danish income tax charge is allocated between profit-making Danish entities in proportion to their taxable income (full allocation method).

Jointly taxed companies entitled to a tax refund are, as a minimum, reimbursed by the management company according to the current rates applicable to interest allowances, and jointly taxed companies having paid too little tax pay as a maximum, a surcharge according to the current rates applicable to interest surcharges to the management company.

### **Balance sheet**

#### **Intangible assets**

##### ***Goodwill***

Acquired goodwill is measured at cost less accumulated amortisation and impairment losses.

#### **Tangible assets**

Items of plant and machinery and 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. The cost of self-constructed assets comprises direct and indirect costs of materials, components, sub-suppliers and wages.

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

	<b>Useful life</b>
Other fixtures and fittings, tools and equipment.	3-10 years
Leasehold improvements	10 years

## ACCOUNTING POLICIES

Assets costing less than DKK 18 months 31.000 are expensed in the year of acquisition.

### **Receivables**

Receivables are measured at amortised cost.

### **Prepayments**

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

### **Cash and cash equivalents**

Cash and cash equivalents comprise cash and deposits at banks.

### **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.

### **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.

## INCOME STATEMENT 1 JULY 2021 - 31 DECEMBER 2022

	<u>Note</u>	<u>2021/22</u> DKK 18 months	<u>2020/21</u> DKK 12 months
<b>Gross profit</b>		<b>-7.875.494</b>	<b>1.650.504</b>
Staff costs	2	-1.043.851	-2.895.171
Depreciation property, plant and equipment		-384.702	-274.088
<b>Profit/loss before net financials</b>		<b>-9.304.047</b>	<b>-1.518.755</b>
Financial income	3	707	73.091
Financial costs	4	-234.983	-346.856
<b>Profit/loss before tax</b>		<b>-9.538.323</b>	<b>-1.792.520</b>
Tax on profit/loss for the year	5	1.488.031	387.612
<b>Profit/loss for the year</b>		<b>-8.050.292</b>	<b>-1.404.908</b>
 <b>Recommended appropriation of profit/loss</b>			
Retained earnings		-8.050.292	-1.404.908
		<b>-8.050.292</b>	<b>-1.404.908</b>

**BALANCE SHEET AT 31 DECEMBER 2022**

	<u>Note</u>	<u>2021/22</u> DKK	<u>2020/21</u> DKK
<b>ASSETS</b>			
Goodwill		0	0
<b>Intangible assets</b>	6	<u>0</u>	<u>0</u>
Other fixtures and fittings, tools and equipment	7	1.499.888	88.544
Leasehold improvements	7	949.727	1.220.360
<b>Tangible assets</b>		<u>2.449.615</u>	<u>1.308.904</u>
Deposits	8	2.049.409	1.952.137
<b>Fixed asset investments</b>		<u>2.049.409</u>	<u>1.952.137</u>
<b>Total non-current assets</b>		<u>4.499.024</u>	<u>3.261.041</u>
Trade receivables		4.104.919	1.430.862
Receivables from group enterprises		2.788.676	3.400.458
Other receivables		759.985	15.568
Deferred tax asset		2.196.725	1.282.217
Corporation tax		262.262	0
Prepayments		678.042	632.868
<b>Receivables</b>		<u>10.790.609</u>	<u>6.761.973</u>
<b>Cash at bank and in hand</b>		<u>0</u>	<u>809.435</u>
<b>Total current assets</b>		<u>10.790.609</u>	<u>7.571.408</u>
<b>Total assets</b>		<u>15.289.633</u>	<u>10.832.449</u>

**BALANCE SHEET AT 31 DECEMBER 2022**

	<u>Note</u>	<u>2021/22</u> DKK	<u>2020/21</u> DKK
<b>EQUITY AND LIABILITIES</b>			
Share capital		769.112	769.112
Retained earnings		-10.299.003	-1.993.490
<b>Equity</b>		<b>-9.529.891</b>	<b>-1.224.378</b>
Banks		0	1.389.343
<b>Total non-current liabilities</b>		<b>0</b>	<b>1.389.343</b>
Short-term part of lon-term debt		0	898.383
Trade payables		8.027.093	1.240.288
Prepayments received from customers		0	4.976.819
Payables to group enterprises		8.008.602	0
Other payables		5.975.457	2.198.993
Deferred income		2.808.372	1.353.001
<b>Total current liabilities</b>		<b>24.819.524</b>	<b>10.667.484</b>
<b>Total liabilities</b>		<b>24.819.524</b>	<b>12.056.827</b>
<b>Total equity and liabilities</b>		<b>15.289.633</b>	<b>10.832.449</b>

## NOTES

### 1 UNCERTAINTY ABOUT THE CONTINUED OPERATION (GOING CONCERN)

The company has realized a loss in the financial year ending 31 December 2022 and the Company's current liabilities at this date exceed its current assets.

The company is dependent on IWG Group regularly provide sufficient and necessary liquidity to ensure that the company is able to fulfill its obligations and liabilities as they fall due until the annual general meeting where the annual report for 2023 will be approved.

No commitment in financial support has been provided from IWG Group, which indicate that a material uncertainty exist and may cast significant doubt on the Company's ability to continue as a going concern.

Management however expect that IWG Group have the ability and intention to provide necessary financial support as in previous years. On this basis the financial statements for the year ended 31 December 2022 has been prepared on a going concern basis.

	2021/22	2020/21
	DKK	DKK
	18 months	12 months
<b>2 STAFF COSTS</b>		
Wages and salaries	1.015.881	2.835.642
Pensions	18.886	0
Other social security costs	9.084	59.529
	1.043.851	2.895.171
 Average number of employees	 3	 9
 <b>3 FINANCIAL INCOME</b>		
Interest income from group enterprises	0	67.278
Other financial income	0	5.813
Exchange adjustments	707	0
	707	73.091
 <b>4 FINANCIAL COSTS</b>		
Interest paid to group enterprises	168.908	0
Other financial costs	58.927	0
Exchange loss	7.148	0
	234.983	0

## NOTES

	<u>2021/22</u>	<u>2020/21</u>
	DKK	DKK
	18 months	12 months
<b>5 TAX ON PROFIT/LOSS FOR THE YEAR</b>		
Current tax for the year	-262.262	0
Deferred tax for the year	-914.508	-387.612
Adjustment of tax concerning previous years	76.351	0
Adjustment of deferred tax concerning previous years	-387.612	0
	<u>-1.488.031</u>	<u>-387.612</u>
<b>6 INTANGIBLE ASSETS</b>		<u>Goodwill</u>
Cost at 1 July 2021		<u>180.000</u>
Cost at 31 December 2022		<u>180.000</u>
Impairment losses and amortisation at 1 July 2021		<u>180.000</u>
Impairment losses and amortisation at 31 December 2022		<u>180.000</u>
Carrying amount at 31 December 2022		<u>0</u>
<b>7 TANGIBLE ASSETS</b>		
	<u>Other fixtures and fittings, tools and equipment</u>	<u>Leasehold improvements</u>
Cost at 1 July 2021	497.268	1.656.510
Additions for the year	1.525.413	0
Transfers for the year	-74.580	-488.353
Cost at 31 December 2022	<u>1.948.101</u>	<u>1.168.157</u>
Impairment losses and depreciation at 1 July 2021	408.724	436.150
Depreciation for the year	114.069	270.633
Transfers for the year	-74.580	-488.353
Impairment losses and depreciation at 31 December 2022	<u>448.213</u>	<u>218.430</u>
Carrying amount at 31 December 2022	<u>1.499.888</u>	<u>949.727</u>



## NOTES

### 8 FIXED ASSET INVESTMENTS

	Deposits
Cost at 1 July 2021	1.952.137
Additions for the year	97.272
Cost at 31 December 2022	2.049.409
Impairment losses at 1 July 2021	0
Impairment losses at 31 December 2022	0
Carrying amount at 31 December 2022	2.049.409

### 9 CONTINGENT LIABILITIES

#### **Contingent pension liabilities**

Regus Management ApS being the administration company is subject to the Danish scheme of joint taxation and, as from the financial year 2013, unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

As from 2021, the company is unlimited jointly and severally liable with the other jointly and severally liable with the other jointly taxed companies for the total corporation tax.

Any subsequent adjustments of corporate taxes or withheld taxes etc. may changes in the company's liabilities.

Other rent and lease liabilities as of December 31st 2022: 47,968 tDKK - 2021: 95,252 tDKK.

### 10 RELATED PARTIES AND OWNERSHIP STRUCTURE

#### **Controlling interest**

IWG Group Holdings SARL, 26 Boulevard Royal, Luxembourg, L-2449, Luxembourg.

#### **Other related parties**

WSG Denmark ApS' related parties comprise the following:  
IWG Plc, 22 Grenville Street, st. Heller, JE4 8PX Jersey.