



Portchain ApS

Amaliegade 14 A, st.
1256 København K
CVR No. 38405640

Annual report 2019

The Annual General Meeting adopted the
annual report on 11.05.2020

Niels Adam Hedeager Kristiansen
Conductor

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Entity details

Entity

Portchain ApS
Amaliegade 14 A, st.
1256 København K

CVR No.: 38405640
Registered office: Copenhagen
Financial year: 01.01.2019 - 31.12.2019

Board of Directors

Anders Olivarius
Thor Thorup
Niels Adam Hedeager Kristiansen

Executive Board

Niels Adam Hedeager Kristiansen
Anders Olivarius
Thor Thorup

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 Portchain 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, 11.05.2020

Executive Board

Niels Adam Hedeager Kristiansen

Anders Olivarius

Thor Thorup

Board of Directors

Anders Olivarius

Thor Thorup

Niels Adam Hedeager Kristiansen

Independent auditor's extended review report

To the shareholders of Portchain ApS

Conclusion

We have performed an extended review of the financial statements of Portchain 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.

Based on our extended review, 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 conclusion

We conducted our extended review in accordance with the assurance engagement standard for small enterprises as issued by the Danish Business Authority and the standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act as issued by FSR - Danish Auditors. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the extended review of the financial statements" section. 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 the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

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, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting 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 extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures to obtain limited assurance about our conclusion on the financial statements and that we also perform specifically required supplementary procedures for the purpose of obtaining additional assurance about our conclusion.

An extended review consists of making inquiries, primarily of management and, if appropriate, of other entity

personnel, performing analytical and the specifically required supplementary procedures as well as evaluating the evidence obtained.

The procedures performed in an extended review are less in scope than in an audit, and accordingly we do not express an audit opinion on the financial statements.

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 extended review 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 extended review 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 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, 11.05.2020

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Mads Juul Hansen

State Authorised Public Accountant
Identification No (MNE) mne44386

Management commentary

Primary activities

The main activity of the company has been in the development and sale of cloud-based SaaS applications to help container carriers and terminal operators plan their operations better. Portchain's customers are large, multinational corporations with a high level of operational complexity. Being a SaaS company, Portchain's subscription revenues are spread over a 12-month period, despite the majority of its subscriptions being paid upfront on an annual basis.

Development in activities and finances

Portchain is on a multi-year growth journey which is planned to continue in 2020 and 2021.

2019 was a strong year for Portchain. The company made its first modest revenue at the end of 2018, but grew it substantially during 2019. In addition, the company reached the aspirational growth targets for the year, landing some of the leading global shipping companies as customers.

To further capitalize on the commercial traction in the market, Portchain completed a DKK 17M seed round in June 2019. This will further strengthen the balance sheet and ability to grow in 2020 and 2021.

Overall, management is satisfied with the financial results of 2019.

The loss of the year is DKK (1,965K). The total assets is DKK 19,335K. and the equity is DKK 14,222K.

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-to-day operations, and the Company's suppliers, business partners and customers may be affected as well. Their financial impact cannot be determined at this stage.

Income statement for 2019

	Notes	2019 DKK	2018 DKK
Gross profit/loss		2,003,895	1,678,707
Staff costs	1	(4,411,969)	(2,657,418)
Operating profit/loss		(2,408,074)	(978,711)
Impairment losses on financial assets		(85,116)	0
Other financial expenses		(20,648)	(9,904)
Profit/loss before tax		(2,513,838)	(988,615)
Tax on profit/loss for the year	2	549,083	216,680
Profit/loss for the year		(1,964,755)	(771,935)
Proposed distribution of profit and loss			
Retained earnings		(1,964,755)	(771,935)
Proposed distribution of profit and loss		(1,964,755)	(771,935)

Balance sheet at 31.12.2019

Assets

	Notes	2019 DKK	2018 DKK
Deposits		67,544	58,037
Other financial assets		67,544	58,037
Fixed assets		67,544	58,037
Trade receivables		315,039	47,337
Other receivables		105,671	26,564
Income tax receivable		549,083	216,680
Prepayments		213,640	0
Receivables		1,183,433	290,581
Cash		18,084,114	3,271,634
Current assets		19,267,547	3,562,215
Assets		19,335,091	3,620,252

Equity and liabilities

	Notes	2019 DKK	2018 DKK
Contributed capital		92,070	75,000
Retained earnings		14,130,085	(887,984)
Equity		14,222,155	(812,984)
Other provisions		2,000,000	2,000,000
Provisions		2,000,000	2,000,000
Other payables		95,308	0
Non-current liabilities other than provisions	3	95,308	0
Deposits		54,000	0
Prepayments received from customers		2,135,667	18,653
Trade payables		410,317	236,840
Payables to shareholders and management		1,165	790
Other payables		397,631	113,310
Deferred income		18,848	2,063,643
Current liabilities other than provisions		3,017,628	2,433,236
Liabilities other than provisions		3,112,936	2,433,236
Equity and liabilities		19,335,091	3,620,252

Unrecognised rental and lease commitments

4

Statement of changes in equity for 2019

	Contributed capital DKK	Share premium DKK	Retained earnings DKK	Total DKK
Equity beginning of year	75,000	0	(887,984)	(812,984)
Increase of capital	17,070	16,982,824	0	16,999,894
Transferred from share premium	0	(16,982,824)	16,982,824	0
Profit/loss for the year	0	0	(1,964,755)	(1,964,755)
Equity end of year	92,070	0	14,130,085	14,222,155

Notes

1 Staff costs

	2019	2018
	DKK	DKK
Wages and salaries	4,121,150	2,481,926
Pension costs	45,454	5,785
Other social security costs	55,078	65,591
Other staff costs	190,287	104,116
	4,411,969	2,657,418
Number of employees at balance sheet date	12	10

2 Tax on profit/loss for the year

	2019	2018
	DKK	DKK
Current tax	(549,083)	(216,680)
	(549,083)	(216,680)

3 Non-current liabilities other than provisions

	Due after more than 12 months 2019 DKK	Outstanding after 5 years 2019 DKK
Other payables	95,308	95,308
	95,308	95,308

4 Unrecognised rental and lease commitments

	2019	2018
	DKK	DKK
Liabilities under rental or lease agreements until maturity in total	15,000	15,000

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 other operating income 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.

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 as well as social security contributions, pension contributions, etc for entity staff.

Impairment losses on financial assets

Impairment losses on financial assets comprise impairment losses on financial assets which are not measured at fair value on a current basis.

Other financial expenses

Other financial expenses comprise interest expenses, net capital or exchange losses on securities as well as 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**Receivables**

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

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 bank deposits.

Other provisions

Other provisions comprise anticipated costs of non-recourse guarantee commitments, returns, loss on contract work in progress, decided and published restructuring, 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.

Other financial liabilities

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

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods agreed or completion of the service agreed.

Deferred income

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.