

OnLaw ApS

Sankt Petri Passage 5, st
1165 København K

CVR 38 51 57 48

Annual report 2021

The Annual General Meeting adopted the annual report on 29 June 2022

Björn Anders Pontus Bodelsson
Chairman of the General Meeting

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Management's Statement

The Executive and Board of Directors have today considered and adopted the Annual Report of OnLaw ApS for the financial year 1 January – 31 December 2021

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 financial position at 31 December 2021 of the Company and of the results of the Company's operations for 2021.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 29 June 2022

Executive Board

Björn Anders Pontus Bodelsson

Independent Auditor's Report

To the Shareholders of OnLaw ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2021, and of the results of the Company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of OnLaw ApS for the financial year 1 January - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

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' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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.

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, in our view, 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 in Management's Review.

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 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 judgment and maintain professional skepticism 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.

Copenhagen, 29 June 2022

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Josephine Kilsgaard Holm
State Authorised Public Accountant
mne44114

Company details

Company

OnLaw ApS
Sankt Petri Passage 5, st.
1165 København K

Executive board

Björn Anders Pontus Bodelsson

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
2900 Hellerup

Management's Review

Principal Activities of the Company

The principal activity of the Company is to conduct business by selling and developing software as well as other related activities.

Development in the Company's activities and financial matters

The result for the period shows net loss for the period of TDKK 90 and per the balance sheet date 31 December 2021, equity totals to TDKK -89.

Effective from 1 January 2021 Karnov Group acquired 100% of the shares in the company and from this day the company is incorporated in the consolidated financial statements for Karnov Group with ultimate parent company Karnov Group AB (corp.id. 559016-9016) located in Stockholm.

The motivation for the acquisition is for Karnov Group to integrate Onlaw's products in the Group's portfolio and combine the technology from Onlaw with the extensive content of Karnov Group. This process will continue in 2022 with a current plan to merge the company with the parent company in the foreseeable future.

At 31 December 2021 the company has current assets excluding deferred tax assets of TDKK 25 and current liabilities of TDKK 114. To support the company's activities the parent company, Karnov AB, has issued a statement of support which is effective until 30 June 2023. On the basis of this, the annual report is presented based under the assumption that the Company is a going concern

Significant events after the balance sheet date

No events have occurred after the balance sheet date which would influence the evaluation of the Company's financial position at the balance sheet date.

Income statement 1 January - 31 December

	<u>Note</u>	<u>2021</u> DKK'000	<u>2020</u> DKK'000
Gross profit/loss		-31	152
Employee benefit expenses	3	<u>0</u>	<u>-637</u>
Operating profit		-31	-485
Financial income		<u>1</u>	<u>596</u>
Profit/ loss before income tax		-30	111
Income tax expense	4	-60	76
Profit/ loss for the period		<u>-90</u>	<u>187</u>
 Proposed allocation of result			
Result carried forward		-90	187
Total		<u>-90</u>	<u>187</u>

Balance sheet 31 December

	<u>Note</u>	<u>2021</u> DKK'000	<u>2020</u> DKK'000
ASSETS			
Deferred tax assets	4	0	76
Other receivables		0	13
Cash		<u>25</u>	<u>30</u>
Current assets		<u>25</u>	<u>119</u>
Total assets		<u>25</u>	<u>119</u>
EQUITY AND LIABILITIES			
Share capital		86	86
Share premium		0	27
Retained earnings		<u>-175</u>	<u>-112</u>
Equity		<u>-89</u>	<u>1</u>
Trade payables		0	6
Payables to parent		114	0
Other liabilities		<u>0</u>	<u>112</u>
Current liabilities		<u>114</u>	<u>118</u>
Total equity and liabilities		<u>25</u>	<u>119</u>
Going Concern	2		
Contingencies	5		
Related parties	6		

Statement of changes in equity

	Share- capital	Share- premium	Retained earnings	Total
	DKK'000	DKK'000	DKK'000	DKK'000
Balance as at 1 January 2021	86	0	-85	1
Profit / loss for the year	0	0	-90	-90
Balance as at 31 December 2021	86	0	-175	-89
Balance as at 1 January 2020	61	0	-298	-238
Profit / loss for the year	0	0	187	187
Transferred from sharepremium	0	-27	27	0
Capital increase	25	27	0	52
Balance as at 31 December 2020	86	0	-85	1

Notes

- 1 Accounting policies
- 2 Going Concern
- 3 Employee benefit expenses
- 4 Income tax expenses
- 5 Contingencies
- 6 Related parties

Notes

1 Accounting policies

The Annual Report of OnLaw ApS for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C. The accounting policies applied remain unchanged from last year. The Financial Statements for 2021 are presented in DKK.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement. Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset 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 out of the Company, and the value of the liability can be measured reliably. Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity. Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement. Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Revenue

Revenue from sale of subscriptions is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for raw materials and consumables and other external expenses.

Employee benefit expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with Karnov Group Holdco DK ApS and its controlled entities in Denmark. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Notes

1 Accounting policies (continued)

Balance Sheet

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Other liabilities

Other debts are measured at amortised cost, substantially corresponding to nominal value.

Notes

	<u>2021</u>	<u>2020</u>
	DKK'000	DKK'000
2 Going concern		
Management is aware that the equity is negative but the majority of liabilities are to other Karnov Group entities. The parent company will secure financing of the company's activities until the planned merger with the parent company will be completed.		
Management therefore consider the company as being going concern.		
3 Employee benefit expenses		
Salary and other remuneration	0	628
Social charges	0	9
	<u>0</u>	<u>637</u>
The company had in average 0 employee during 2021 and 1 in 2020		
4 Income tax expenses		
Tax on profit/ loss for the year can be specified as follows:		
Current tax on profit/ loss for the year	0	0
Tax adjustment previous years	-16	0
Change in deferred tax	76	-76
	<u>60</u>	<u>-76</u>
5 Contingencies		
Effective from 1 January 2021 OnLaw ApS is jointly and severally liable for tax on the jointly taxed incomes etc of controlled Danish entities in the Karnov Group. Administration of the jointly taxed entities is managed by Karnov Group Holdco DK ApS. Moreover, the Danish group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.		
6 Related parties		
The company is a part of the consolidated financial statements for Karnov Group AB, Stockholm, Sweden. The consolidated financial statement of Karnov Group can be downloaded from www.karnovgroup.com .		