

Travel Operations A/S

Måløv Byvej 229

2760 Måløv

Business Registration No

38707701

Annual report 08.06.2017 - 30.06.2018

The Annual General Meeting adopted the annual report on 01.10.2018

Chairman of the General Meeting

Name: Michael Holst Andersen

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Entity details

Entity

Travel Operations A/S
Måløv Byvej 229
2760 Måløv

Central Business Registration No (CVR): 38707701

Registered in: Ballerup

Financial year: 08.06.2017 - 30.06.2018

Board of Directors

Jacob Sylvest Andersen, Chairman

Peter Jacobsen

Michael Holst Andersen

Executive Board

Michael Holst Andersen, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
Postboks 1600
0900 København C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Travel Operations A/S for the financial year 08.06.2017 - 30.06.2018.

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 30.06.2018 and of the results of its operations for the financial year 08.06.2017 - 30.06.2018.

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.

Måløv, 01.10.2018

Executive Board

Michael Holst Andersen
CEO

Board of Directors

Jacob Sylvest Andersen
Chairman

Peter Jacobsen

Michael Holst Andersen

Independent auditor's report

To the shareholders of Travel Operations A/S

Opinion

We have audited the financial statements of Travel Operations A/S for the financial year 08.06.2017 - 30.06.2018, 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 30.06.2018 and of the results of its operations for the financial year 08.06.2017 - 30.06.2018 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.

Independent auditor's report

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.

Independent auditor's report

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.

København, 01.10.2018

Deloitte

Statsautoriseret Revisionspartnerselskab

Central Business Registration No (CVR) 33963556

Stine Eva Grothen

State Authorised Public Accountant

Identification No (MNE) mne29431

Management commentary

Primary activities

Travel Operations primary activity is to develop and deliver software solutions and services based on Microsoft Technology for companies within the travel industry.

Development in activities and finances

It has been a year where Travel Operations have invested in both our solution and in attracting new people to support our growth. From a solution perspective we have invested in making our solution offerings available on the newest Microsoft Dynamics D365 platform. At the same time, there has also been focus on enhancing current functionality and delivering new functionality that will help existing and new customers.

We have also invested in opening new offices in Copenhagen, Northern Jutland and increasing the size of our Brisbane location. The investment in new locations have helped us to attract new employees from the industry with a long history and extensive experience in delivering complex IT-implementations for large and enterprise organizations.

We have seen a strong demand for both our software and services and the company has realized a gain of DKK 4,612 thousand, which management considers satisfactory.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement for 2017/18

	<u>Notes</u>	<u>2017/18</u> <u>DKK</u>
Gross profit		17.032.798
Staff costs	1	(8.574.050)
Depreciation, amortisation and impairment losses	2	<u>(2.468.070)</u>
Operating profit/loss		5.990.678
Other financial income		3.349
Other financial expenses		<u>(42.802)</u>
Profit/loss before tax		5.951.225
Tax on profit/loss for the year	3	<u>(1.338.970)</u>
Profit/loss for the year		<u>4.612.255</u>
Proposed distribution of profit/loss		
Retained earnings		<u>4.612.255</u>
		<u>4.612.255</u>

Balance sheet at 30.06.2018

	<u>Notes</u>	<u>2017/18 DKK</u>
Completed development projects		<u>7.297.487</u>
Intangible assets	4	<u>7.297.487</u>
Other fixtures and fittings, tools and equipment		<u>75.000</u>
Property, plant and equipment	5	<u>75.000</u>
Deposits		<u>64.159</u>
Fixed asset investments	6	<u>64.159</u>
Fixed assets		<u>7.436.646</u>
Trade receivables		3.567.239
Other receivables		1.507.660
Prepayments		<u>70.027</u>
Receivables		<u>5.144.926</u>
Cash		<u>2.610.189</u>
Current assets		<u>7.755.115</u>
Assets		<u>15.191.761</u>

Balance sheet at 30.06.2018

	<u>Notes</u>	<u>2017/18</u> <u>DKK</u>
Contributed capital		1.000.000
Retained earnings		4.612.255
Equity		<u>5.612.255</u>
Deferred tax		1.338.970
Provisions		<u>1.338.970</u>
Bank loans		2.494.473
Other payables		400.000
Non-current liabilities other than provisions	7	<u>2.894.473</u>
Current portion of long-term liabilities other than provisions	7	1.042.948
Prepayments received from customers		542.810
Trade payables		700.672
Other payables		3.059.633
Current liabilities other than provisions		<u>5.346.063</u>
Liabilities other than provisions		<u>8.240.536</u>
Equity and liabilities		<u>15.191.761</u>
Unrecognised rental and lease commitments	8	
Assets charged and collateral	9	

Statement of changes in equity for 2017/18

	Contributed capital DKK	Retained earnings DKK	Total DKK
Contributed upon formation	1.000.000	0	1.000.000
Profit/loss for the year	0	4.612.255	4.612.255
Equity end of year	1.000.000	4.612.255	5.612.255

Notes

	2017/18
	DKK
1. Staff costs	
Wages and salaries	7.968.965
Pension costs	175.854
Other social security costs	120.941
Other staff costs	308.290
	8.574.050
 Average number of employees	 10
	2017/18
	DKK
2. Depreciation, amortisation and impairment losses	
Amortisation of intangible assets	2.393.070
Depreciation of property, plant and equipment	75.000
	2.468.070
	2017/18
	DKK
3. Tax on profit/loss for the year	
Change in deferred tax	1.338.970
	1.338.970
	Completed develop- ment projects DKK
4. Intangible assets	
Additions	9.690.557
Cost end of year	9.690.557
Amortisation for the year	(2.393.070)
Amortisation and impairment losses end of year	(2.393.070)
Carrying amount end of year	7.297.487

Notes

	Other fixtures and fittings, tools and equipment DKK	
5. Property, plant and equipment		
Additions		150.000
Cost end of year		150.000
Depreciation for the year		(75.000)
Depreciation and impairment losses end of year		(75.000)
Carrying amount end of year		75.000
	Deposits DKK	
6. Fixed asset investments		
Additions		64.159
Cost end of year		64.159
Carrying amount end of year		64.159
	Due within 12 months 2017/18 DKK	Due after more than 12 months 2017/18 DKK
7. Liabilities other than provisions		
Bank loans	442.948	2.494.473
Other payables	600.000	400.000
	1.042.948	2.894.473
		2017/18 DKK
8. Unrecognised rental and lease commitments		
Liabilities under rental or lease agreements until maturity in total		118.846

Notes

9. Assets charged and collateral

Bank loans are secured by way of a deposited mortgage deed registered to the mortgage of DKK 2,000,000 nominal.

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 enterprises.

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

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, own work capitalised and other external expenses.

Revenue

Revenue from the sale of manufactured goods and goods for resale is recognised in the income statement when delivery is made and risk has passed to the buyer. 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.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise the consumption of raw materials and consumables for the financial year after adjustment for changes in inventories of these goods from the beginning to the end of the year. This item includes shrinkage, if any, and ordinary writedowns of the relevant inventories.

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.

Depreciation, amortisation and impairment losses

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

Other financial income

Other financial income comprises interest income, payables and transactions in foreign currencies, amortisation of financial assets as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses

Other financial expenses comprise interest expenses, payables and transactions in foreign currencies, amortisation of financial liabilities as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Accounting policies

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.

Amortisation

3-5 years

Property, plant and equipment

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

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation. For self-constructed assets, cost comprises direct and indirect costs of materials, components, subsuppliers and labour costs. For assets held under finance leases, cost is the lower of the asset's fair value and present value of future lease payments.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment

3-5 years

Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Accounting policies

Receivables

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

Prepayments

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

Cash

Cash comprises cash in hand and bank deposits.

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 or the planned settlement of each liability. 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.

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.