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**Adnami ApS**  
Store Kongensgade 59A, 1. th., 1264 København K

Company reg. no. 38 76 93 59

**Annual report**

**1 January - 31 December 2021**

The annual report was submitted and approved by the general meeting on the 13 July 2022.

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Simon Kvist Gaulshøj  
Chairman of the meeting

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Notes:

- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instance DKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

## Management's statement

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Today, the Board of Directors and the Managing Director have approved the annual report of Adnami ApS for the financial year 1 January - 31 December 2021.

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

We consider the chosen accounting policy to be appropriate, and 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.

Further, in our opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 13 July 2022

### Managing Director

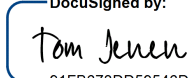
Simon Kvist Gaulshøj  
CEO

### Board of directors

Jacob Lachmann  
Chairman of the Board

Christian Lund

Thomas Eugene C Jenen

DocuSigned by:  
  
91FB673DD59546D...

Henrik Valentin Printzlau

Jacob Bach

David Søren Borring

## **Independent auditor's report**

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### **To the Shareholders of Adnami ApS**

#### **Opinion**

We have audited the financial statements of Adnami ApS for the financial year 1 January - 31 December 2021, which comprise a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes, for the Company. 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 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.

#### **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.

#### **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.

## **Independent auditor's report**

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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.

### **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**

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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 Statement Act. We did not identify any material misstatement of Management's Review.

Copenhagen, 13 July 2022

### **Grant Thornton**

State Authorised Public Accountants  
Company reg. no. 34 20 99 36

#### **Kim Kjellberg**

State Authorised Public Accountant  
mne29452

#### **Kristian Randløv Lydolph**

State Authorised Public Accountant  
mne47843

## Company information

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**The company**

Adnami ApS  
Store Kongensgade 59A, 1. th.  
1264 København K

Company reg. no. 38 76 93 59  
Domicile: Copenhagen  
Financial year: 1 January - 31 December  
4th financial year

**Board of directors**

Jacob Lachmann, Chairman of the Board  
Thomas Eugene C Jenen  
Jacob Bach  
Christian Lund  
Henrik Valentin Printzlau  
David Søren Borring

**Managing Director**

Simon Kvist Gaulshøj, CEO

**Auditors**

Grant Thornton, Statsautoriseret Revisionspartnerselskab  
Stockholmsgade 45  
2100 København Ø

**Subsidiary**

Adnami LTD, London

**General meeting**

Ordinary general meeting will be held on 13 July 2022 on the address of the company.

## **Management's review**

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### **The principal activities of the company**

Like previous years, the principal activities has been the development and sale of software for use by media and advertisers in the digital advertising market and related activities.

### **Development in activities and financial matters**

This year's gross profit has grown by 117%, the gross profit for the year totals DKK 8.947.000 against DKK 4.128.000 last year. Income or loss from ordinary activities after tax totals DKK -2.295.000 against DKK 681.000 last year. The company received new capital in October 2021, which is devoted for developing Adnami's products and for continuing to expand outside Denmark. Additionally, investments have been made in the year to adapt the company's products so that there are prerequisites for winning new customers, which is the main driver for that the result is worse than last year.

### **Events occurring after the end of the financial year**

A collaboration has been initiated with a new strategy partner, which has provided liquidity in July 2022, and which in the future expects to participate in connection with fulfilling the strategic plans for the future. No other significant events have occurred after the end of the financial year that could affect the assessment of the company's financial position as of December 31, 2021.



## Accounting policies

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The annual report for Adnami ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class B enterprises. Furthermore, the company has decided to comply with certain rules applying to reporting class C enterprises.

### Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, writedowns for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the company and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the company and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

### Foreign currency translation

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

## Income statement

### Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, and work in progress, work performed for own account and capitalised, other operating income, and external costs.

The enterprise will be applying IAS 11 and IAS 18 as its basis of interpretation for the recognition of revenue.

## **Accounting policies**

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Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Recognition of revenue is exclusive of VAT and taxes and less any discounts relating directly to sales.

Cost of sales comprises costs concerning purchase of services and consumables less discounts.

### **Work performed for own account and capitalised**

Work performed for own account and capitalised includes staff cost and other internal costs incurred during the financial year and recognised in the cost of proprietary intangible and tangible fixed assets.

Other external costs comprise costs incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

### **Staff costs**

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members. Staff costs are less government reimbursements.

### **Depreciation, amortisation, and writedown for impairment**

Depreciation, amortisation, and writedown comprise depreciation on and writedown relating to tangible assets respectively.

### **Financial income and expenses**

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, as well as surcharges and reimbursements under the advance tax scheme, etc.

### **Results from investments in subsidiaries**

Dividend from investments in subsidiaries is recognised in the financial year in which the dividend is declared.

### **Tax on net profit or loss for the year**

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

## **Statement of financial position**

### **Intangible assets**

#### **Development projects, patents, and licences**

Development costs and internally generated rights are recognised in the income statement as costs in the acquisition year.

## Accounting policies

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Patents and licenses are measured at cost less accrued amortisation. Patents are amortised on a straightline basis over the remaining patent period and licenses are amortised over the contract period, however, for a maximum of 10 years.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life and the residual value of the individual assets:

	Useful life	Residual value
Completed development projects	5 years	0%
Development projects in progress	0 years	0%

Residual value after use has not been included in the depreciation periods, as the intangible assets are not traded on an active market.

Development projects are depreciated from completion.

Profit and loss from the sale of development projects, are measured as the difference between the sales price less sales costs and the carrying amount at the time of sale. Profit or loss are recognised in the income statement as other operating income or other operating expenses, respectively.

### Impairment loss relating to non-current assets

The carrying amount of both intangible and tangible fixed assets as well as equity investments in subsidiaries are subject to annual impairment tests in order to disclose any indications of impairment beyond those expressed by amortisation and depreciation respectively.

If indications of impairment are disclosed, impairment tests are carried out for each individual asset or group of assets, respectively. Writedown for impairment is done to the recoverable amount if this value is lower than the carrying amount.

The recoverable amount is the higher value of value in use and selling price less expected selling cost. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the asset group and expected net cash flows from the sale of the asset or the asset group after the end of their useful life.

### Investments

#### Investments in subsidiaries

Investments in subsidiaries are recognised and measured at cost. If the recoverable amount is lower than the cost price, it shall be written down for impairment to this lower value.

#### Deposits

Deposits are measured at amortised cost and represent lease deposits, etc.

## Accounting policies

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### Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

### Demand deposits

Demand deposits comprise cash at bank.

### Equity

#### Share premium

Share premium comprises premium payments made in connection with the issue of shares. Costs incurred for carrying through an issue are deducted from the premium.

The premium reserve can be used for dividend, for issuing bonus shares, and for covering losses.

#### Reserve for development costs

The reserve for development costs comprises recognised development costs less related deferred tax liabilities.

The reserve cannot be used as dividends or for covering losses.

#### Income tax and deferred tax

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

## **Accounting policies**

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Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

### **Liabilities other than provisions**

Liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

## Income statement 1 January - 31 December

All amounts in DKK.

<u>Note</u>	<u>2021</u>	<u>2020</u>
<b>Gross profit</b>	<b>8.946.898</b>	<b>4.128.208</b>
1 Staff costs	-11.142.395	-3.188.825
Amortisation and impairment of intangible assets	-280.269	-77.212
<b>Operating profit</b>	<b>-2.475.766</b>	<b>862.171</b>
Other financial income	138.330	585
2 Other financial expenses	-479.057	-94.065
<b>Pre-tax net profit or loss</b>	<b>-2.816.493</b>	<b>768.691</b>
Tax on net profit for the year	521.872	-87.257
<b>Net profit for the year</b>	<b>-2.294.621</b>	<b>681.434</b>
<b>Proposed appropriation of net profit:</b>		
Transferred to retained earnings	0	681.434
Allocated from retained earnings	-2.294.621	0
<b>Total allocations and transfers</b>	<b>-2.294.621</b>	<b>681.434</b>

**Balance sheet at 31 December**

All amounts in DKK.

<b>Assets</b>		
<u>Note</u>	<u>2021</u>	<u>2020</u>
<b>Non-current assets</b>		
3 Completed development projects	1.993.520	907.859
4 Development projects under construction and prepayments for intangible assets	1.482.126	404.330
Total intangible assets	<u>3.475.646</u>	<u>1.312.189</u>
5 Investments in subsidiaries	840	0
6 Deposits	133.720	57.400
Total investments	<u>134.560</u>	<u>57.400</u>
<b>Total non-current assets</b>	<b><u>3.610.206</u></b>	<b><u>1.369.589</u></b>
<b>Current assets</b>		
Trade receivables	5.960.398	1.956.910
Receivables from subsidiaries	2.410.631	0
Receivable corporate tax	537.619	0
Tax receivables from subsidiaries	0	113.761
Total receivables	<u>8.908.648</u>	<u>2.070.671</u>
Cash and cash equivalents	<u>4.992.720</u>	<u>10.646.235</u>
<b>Total current assets</b>	<b><u>13.901.368</u></b>	<b><u>12.716.906</u></b>
<b>Total assets</b>	<b><u>17.511.574</u></b>	<b><u>14.086.495</u></b>

## Balance sheet at 31 December

All amounts in DKK.

<b>Equity and liabilities</b>		
<u>Note</u>	<u>2021</u>	<u>2020</u>
<b>Equity</b>		
Contributed capital	93.886	76.280
Reserve for development expenditure	2.711.003	1.023.507
Retained earnings	4.506.428	4.756.712
<b>Total equity</b>	<b><u>7.311.317</u></b>	<b><u>5.856.499</u></b>
<b>Provisions</b>		
Provisions for deferred tax	216.765	201.018
<b>Total provisions</b>	<b><u>216.765</u></b>	<b><u>201.018</u></b>
<b>Long term liabilities other than provisions</b>		
7 Bank loans	5.812.436	5.542.471
8 Other payables	308.663	86.778
Total long term liabilities other than provisions	<u>6.121.099</u>	<u>5.629.249</u>
Trade payables	1.261.871	709.854
Debt to associated enterprises	186.739	32.119
Payables to shareholders and management	3.975	3.975
Other payables	2.409.808	1.653.781
Total short term liabilities other than provisions	<u>3.862.393</u>	<u>2.399.729</u>
<b>Total liabilities other than provisions</b>	<b><u>9.983.492</u></b>	<b><u>8.028.978</u></b>
<b>Total equity and liabilities</b>	<b><u>17.511.574</u></b>	<b><u>14.086.495</u></b>

## 9 Contingencies



## Statement of changes in equity

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All amounts in DKK.

	<b>Contributed capital</b>	<b>Share premium</b>	<b>Reserve for development costs</b>	<b>Retained earnings</b>	<b>Total</b>
Equity 1 January 2021	76.280	0	1.023.507	4.756.712	5.856.499
Cash capital increase	17.606	3.731.833	0	0	3.749.439
Profit or loss for the year brought forward	0	0	0	-2.294.621	-2.294.621
Transferred to retained earnings	0	-3.731.833	0	3.731.833	0
Transferred from results brought forward	0	0	1.687.496	-1.687.496	0
	<b>93.886</b>	<b>0</b>	<b>2.711.003</b>	<b>4.506.428</b>	<b>7.311.317</b>

## Notes

All amounts in DKK.

	<u>2021</u>	<u>2020</u>
<b>1. Staff costs</b>		
Salaries and wages	10.797.030	3.172.639
Other costs for social security	345.365	16.186
	<u><b>11.142.395</b></u>	<u><b>3.188.825</b></u>
Average number of employees	<u>15</u>	<u>3</u>
<b>2. Other financial expenses</b>		
Other financial costs	479.057	94.065
	<u><b>479.057</b></u>	<u><b>94.065</b></u>
	<u>31/12 2021</u>	<u>31/12 2020</u>
<b>3. Completed development projects</b>		
Cost 1 January 2021	985.071	0
Additions during the year	1.099.350	985.071
Transfers	266.580	0
<b>Cost 31 December 2021</b>	<u><b>2.351.001</b></u>	<u><b>985.071</b></u>
Amortisation and writedown 1 January 2021	-77.212	0
Amortisation for the year	-280.269	-77.212
<b>Amortisation and writedown 31 December 2021</b>	<u><b>-357.481</b></u>	<u><b>-77.212</b></u>
<b>Carrying amount, 31 December 2021</b>	<u><b>1.993.520</b></u>	<u><b>907.859</b></u>
<b>4. Development projects under construction and prepayments for intangible assets</b>		
Cost 1 January 2021	404.330	0
Additions during the year	1.344.376	404.330
Transfers	-266.580	0
<b>Cost 31 December 2021</b>	<u><b>1.482.126</b></u>	<u><b>404.330</b></u>
<b>Carrying amount, 31 December 2021</b>	<u><b>1.482.126</b></u>	<u><b>404.330</b></u>

## Notes

All amounts in DKK.

	<u>31/12 2021</u>	<u>31/12 2020</u>
<b>5. Investments in subsidiaries</b>		
Additions during the year	840	0
<b>Carrying amount, 31 December 2021</b>	<b>840</b>	<b>0</b>

### Financial highlights for the enterprises according to the latest approved annual reports

	Equity interest	Equity DKK	Results for the year DKK	Carrying amount, Adnami ApS DKK
Adnami LTD, London	100 %	-2.673.374	-2.674.260	840
		<b>-2.673.374</b>	<b>-2.674.260</b>	<b>840</b>

### 6. Deposits

Cost 1 January 2021	57.400	0
Additions during the year	133.720	57.400
Disposals during the year	-57.400	0
<b>Cost 31 December 2021</b>	<b>133.720</b>	<b>57.400</b>
<b>Carrying amount, 31 December 2021</b>	<b>133.720</b>	<b>57.400</b>

### 7. Bank loans

Total bank loans	5.812.436	5.542.471
Share of amount due within 1 year	0	0
<b>Total bank loans</b>	<b>5.812.436</b>	<b>5.542.471</b>
Share of liabilities due after 5 years	0	1.833.333

### 8. Other payables

Total other payables	308.663	86.778
Share of amount due within 1 year	0	0
<b>Total other payables</b>	<b>308.663</b>	<b>86.778</b>
Share of liabilities due after 5 years	308.663	86.778

## Notes

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All amounts in DKK.

### 9. Contingencies

#### Contingent liabilities

	31/12 2021 DKK in thousands
Lease liabilities	<u>108.000</u>
<b>Total contingent liabilities</b>	<b><u>108.000</u></b>

# PENNEO

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“Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument.”

**David Søren Borring****Bestyrelsesmedlem**

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NEM ID **Henrik Valentin Printzlau****Bestyrelsesmedlem**

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2022-07-13 20:12:46 UTC

Mit  **Kristian Randløv Lydolph****Statsautoriseret revisor**

Serienummer: PID:9208-2002-2-041695457543

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2022-07-13 20:16:48 UTC

NEM ID **Kim Kjellberg****Statsautoriseret revisor**

Serienummer: CVR:34209936-RID:28302661

IP: 185.108.xxx.xxx

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