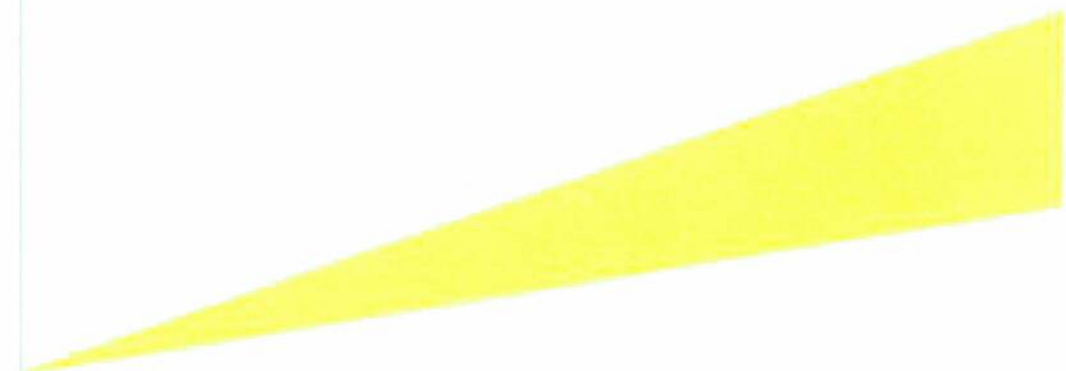
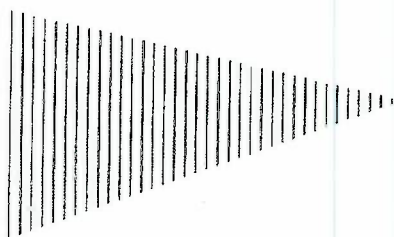


# Omada SAP Services A/S

Østerbrogade 135, 2100 Copenhagen Ø

CVR no.



## Annual report 2016

(As of the establishment of the Company 1 January - 31 December 2016)

Approved at the annual general meeting of shareholders on 1 May 2017

Chairman:



Building a better  
working world



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### Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Omada SAP Services A/S for the financial year as of the establishment of the Company 1 January - 31 December 2016.

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 of the Company at 31 December 2016 and of the results of the Company's operations for the financial year as of the establishment of the Company 1 January - 31 December 2016.

Further, in our opinion, the Management's review gives a 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, 1 May 2017  
Executive Board:



Morten Boel Sigurdsson  
Chief Executive Officer



Christian Stendevad  
Executive Vice President,  
Sales



Jacob Olsen  
Chief Financial Officer

Board of Directors:



Peter Cubandt Colsted  
Chairman



Vladimir Kuznetsov



Kwellen Hatleskog



Morten Boel Sigurdsson



Lars Blavnsfeldt

## Independent auditor's report

To the shareholders of Omada SAP Services A/S

### Opinion

We have audited the financial statements of Omada SAP Services A/S for the financial year as of the establishment of the Company 1 January - 31 December 2016, which comprise an income statement, balance sheet, statement of changes in equity and notes, including 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 financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year as of the establishment of the company 1 January - 31 December 2016 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 rules and 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 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 the 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 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.

### Independent auditor's report

- 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 conclusion is 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 note 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 the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on our procedures, we conclude that the 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 the Management's review.

Copenhagen, 1 May 2017

ERNST & YOUNG

Godkendt Revisionspartnerselskab

CVR no. 30 70 02 28



Robert Christensen  
State Authorised Public Accountant



## Management's review

### Company details

Name	Omada SAP Services A/S
Address, Postal code, City	Østerbrogade 135, 2100 Copenhagen Ø
Registered office	Copenhagen municipality
Financial year	1 January - 31 December 2016
Website	<a href="http://www.omada.net">www.omada.net</a>
Board of Directors	Peter Cubandt Colsted, Chairman Vladimir Kuznetsov Kweilen Hatleskog Morten Boel Sigurdsson Lars Blavnsfeldt
Executive Board	Morten Boel Sigurdsson, Chief Executive Officer Christian Stendevad, Executive Vice President, Sales Jacob Olsen, Chief Financial Officer
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Osvold Helmuhs Vej 4, P.O. Box 250, 2000 Frederiksberg, Denmark

## Management commentary

### Business review

Omada SAP Services A/S (changing name to Omada Digitalization Services A/S in 2017) provides professional services within the areas of Digitalization, Application Management Support and SAP Services.

### Demerger of Omada Services A/S

The Company was established effective 1 January 2016 whereby its activities were spun off from Omada SAP Services A/S as part of a demerger. The demerger has been accounted for in accordance with the book value method.

### Financial review

In 2016, Omada SAP Services A/S reported significant double-digit revenue growth.

The income statement for 2016 shows profit for the year of DKK 3,411 thousand. The balance sheet shows equity of DKK 7,492 thousand.

This development reflects strong underlying growth in business activities and leaves Omada SAP Services A/S strongly positioned to participate in and execute the further growth strategy of the Omada Group in the coming years.

### Events after the balance sheet date

Since the closing of the financial statements, no events have occurred which could change the Company's financial position.

### Outlook

Management expects to further grow the Company in 2017 and to invest in increasing the Company's resource pool to support the growth and to take advantage of the Company's market opportunities.



## Financial statements for the period 1 January - 31 December

### Income statement

Note	DKK'000	2016
	<b>Gross margin</b>	<u>29,313</u>
2	Staff costs	<u>-25,099</u>
	<b>Profit before net financials</b>	4,214
3	Financial income	<u>172</u>
	<b>Profit before tax</b>	4,386
4	Tax for the year	<u>-975</u>
	<b>Profit for the year</b>	<u>3,411</u>
	<b>Recommended appropriation of profit</b>	
	Retained earnings	<u>3,411</u>
		<u>3,411</u>



## Financial statements for the period 1 January - 31 December

### Balance sheet

Note	DKK'000	<u>2016</u>
	<b>ASSETS</b>	
	Current assets	
	Receivables	
	Receivables from group enterprises	21,470
		<u>21,470</u>
	<b>Total current assets</b>	<b>21,470</b>
	<b>TOTAL ASSETS</b>	<b><u>21,470</u></b>
	<b>EQUITY AND LIABILITIES</b>	
	Equity	
	Share capital	2,000
	Retained earnings	5,492
	<b>Total equity</b>	<b><u>7,492</u></b>
	Current liabilities	
	Trade payables	8,145
	Corporation tax payable	975
	Other payables	4,858
	<b>Total current liabilities</b>	<b><u>13,978</u></b>
	<b>Total liabilities</b>	<b><u>13,978</u></b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b><u>21,470</u></b>

- 1 Accounting policies
- 5 Contractual obligations and contingencies, etc.
- 6 Collateral





## Financial statements for the period 1 January - 31 December

### Statement of changes in equity

DKK'000	Share capital	Retained earnings	Total
Equity at 1 January 2016	0	0	0
Additions on demerger	2,000	2,081	4,081
Transfer, see "Appropriation of profit"	0	3,411	3,411
<b>Equity at 31 December 2016</b>	<b>2,000</b>	<b>5,492</b>	<b>7,492</b>

## Financial statements for the period 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies

The annual report of Omada SAP Services A/S for 2016 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

The annual report does not include comparative figures, as the current financial year is the Company's first financial year.

#### Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

#### Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

### Income statement

#### Revenue

Income from contracts involving a high degree of customisation is recognised as revenue by reference to the stage of completion. Accordingly, revenue corresponds to the market value of the contract work performed during the year (percentage-of-completion method). This method is used where the total income and expenses and the degree of completion of the contract can be measured reliably.

Where income from a contract cannot be estimated reliably, contract revenue corresponding to the expenses incurred is recognised only in so far as it is probable that such expenses will be recoverable from the counterparty.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

#### Gross margin

The items revenue, change in inventories of finished goods and work in progress, work performed for own account and capitalised, other operating income and external expenses have been aggregated into one item in the income statement called gross margin in accordance with section 32 of the Danish Financial Statements Act.

#### Other external expenses

Other external expenses include the year's expenses relating to the Company's core activities, including expenses relating to distribution, sale, advertising, administration, premises, bad debts, payments under operating leases, etc.

#### Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

## Financial statements for the period 1 January - 31 December

### Notes to the financial statements

#### 1 Accounting policies (continued)

##### Financial income

Financial income are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

##### Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other subsidiaries. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

##### Balance sheet

##### Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

##### Income taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

##### Other payables

Other payables are measured at net realisable value.

## Financial statements for the period 1 January - 31 December

### Notes to the financial statements

DKK'000	2016
<b>2 Staff costs</b>	
Wages/salaries	24,363
Pensions	571
Other social security costs	165
	25,099
 Average number of full-time employees	 27
 <b>3 Financial income</b>	
Interest receivable, group entities	172
	172
 <b>4 Tax for the year</b>	
Estimated tax charge for the year	975
	975

### 5 Contractual obligations and contingencies, etc.

#### Other contingent liabilities

Pursuant to section 254(2) of the Danish Companies Act, the Company and Omada Services A/S are jointly and severally liable for Omada Services A/S' remaining liabilities at the time when the demerger was publicly announced, however not at an amount higher than the contributed capital at that time.

The Company is jointly taxed with its parent, Omada A/S, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for the payment of income taxes for the income year 2016 onwards as well as withholding taxes on interest, royalties and dividends falling due for payment on or after 1 July 2015.

### 6 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2016.