

ItsMyCargo ApS

c/o Talent Garden Rainmaking
Danneskiold-Samsøes Allé 41
1434 København K
Denmark

CVR no. 39 19 74 21

Annual report 2021/22

The annual report was presented and approved at
the Company's annual general meeting on

24 October 2022

Martin Landgraf

Chairman of the annual general meeting

Contents

Statement by the Board of Directors and the Executive Board	2
Independent auditor's report	3
Management's review	6
Company details	6
Operating review	7
Financial statements 1 April – 31 March	8
Income statement	8
Balance sheet	9
Statement of changes in equity	11
Notes	12

Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of ItsMyCargo ApS for the financial year 1 April 2021 – 31 March 2022.

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

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 March 2022 and of the results of the Company's operations for the financial year 1 April 2021 – 31 March 2022.

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, 24 October 2022

Executive Board:

Robert Erich Sieg

Henry Maximilian Horst
Perschk

Martin Landgraf

Board of Directors:

Erich Karl-Friedrich Martin
Chairman

Robert Erich Sieg

Jannik Pahl

Stefan Björk

Martin Landgraf

Henry Maximilian Horst
Perschk

Independent auditor's report

To the shareholders of ItsMyCargo ApS

Independent auditor's report on the financial statements

Opinion

We have audited the financial statements of ItsMyCargo ApS for the financial year 1 April 2021 – 31 March 2022 comprising 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 Company's assets, liabilities and financial position at 31 March 2022 and of the results of the Company's operations for the financial year 1 April 2021 – 31 March 2022 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 responsibility 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 that 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 as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made 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 judgement and maintain professional scepticism throughout the audit. We also

Independent auditor's report

- identify and assess the risks of material misstatement of the company 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 the 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 the work we have performed, 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 Statements Act. We did not identify any material misstatement of the Management's review.



Independent auditor's report

Report on other legal and regulatory requirements

Non-compliance with the provision regarding treasury shares in the Danish Companies act

During the financial year the Company has purchased treasury shares that exceed the limits set out in the Danish Companies Act §197. Subsequent to the year-end and before signing of the annual report, the Company has initiated the annulment of these shares.

Copenhagen, 24 October 2022

KPMG

Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Morten Høgh-Petersen
State Authorised
Public Accountant
mne34283

ItsMyCargo ApS
Annual report 2021/22
CVR no. 39 19 74 21

Management's review

Company details

ItsMyCargo ApS
c/o Talent Garden Rainmaking
Danneskiold-Samsøes Allé 41
1434 København K
Denmark

CVR no.:	39 19 74 21
Established:	25 December 2017
Registered office:	Copenhagen
Financial year:	1 April – 31 March

Board of Directors

Erich Karl-Friedrich Martin, Chairman
Robert Erich Sieg
Jannik Pahl
Stefan Björk
Martin Landgraf
Henry Maximilian Horst Perschk

Executive Board

Robert Erich Sieg
Henry Maximilian Horst Perschk
Martin Landgraf

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfærgevej 28
DK-2100 København Ø
CVR no. 25 57 81 98

Management's review

Operating review

Principal activities

The Company's main activity is the development, sale, implementation and maintenance of modern quotation and booking software for logistics globals.

Development in activities and financial position

The Company's income statement for 2021/22 shows a loss of DKK -7,619,834 as against DKK -499,484 in 2020/21. Equity in the Company's balance sheet at 31 March 2022 stood at DKK 3,478,170 as against DKK 10,570,039 at 31 March 2021.

Aside from the continuous development of our software, positive growth across our existing customer base, and from taking on additional investment from an existing shareholder, there have been no noteworthy changes or events happening during the 21/22 fiscal year. At the current expense level, Management has assessed that the Company will have sufficient funding for the entire 22/23 fiscal year. A new investment round will be initiated in the latter part of the 22/23 fiscal year in preparation for the 23/24 fiscal year. Management continues to closely monitor liquidity and have made plans for cost reductions in the event that the general logistics market has another tumultuous year ahead of it where sales cycles and retention rates are difficult to predict.

Events after the balance sheet date

No events have occurred after the balance sheet date of material importance to the annual report for 2021/22.

Treasury shares

Treasury shares are specified as follows:

	Number	Nom. DKK'000	% of contributed capital
Acquired treasury shares in the financial year	<u>95,627</u>	<u>1,117</u>	<u>13</u>
Sold treasury shares in the financial year	<u> </u>	<u>0</u>	<u>0</u>
Treasury shares at 31 March 2022	<u>95,627</u>	<u>1,117</u>	<u>13</u>
			<u>2021/22</u>
Total acquisition cost			<u>1,117</u>
Total sales price			<u>0</u>

The treasury shares were acquired due to restructuring of the ownership.

Financial statements 1 April – 31 March

Income statement

DKK	Note	2021/22	2020/21
Gross loss		-1,989,953	-293,245
Staff costs	2	-1,097,787	-741,535
Depreciation, amortisation and impairment losses		-4,369,879	0
Loss before financial income and expenses		-7,457,619	-1,034,780
Other financial income		0	1,144
Other financial expenses		-214,232	-38,261
Loss before tax		-7,671,851	-1,071,897
Tax on loss for the year	3	52,017	572,413
Loss for the year		-7,619,834	-499,484
Proposed distribution of loss			
Reserve for development projects		-710,583	4,458,176
Retained earnings		-6,909,251	-4,957,660
		-7,619,834	-499,484

Financial statements 1 April – 31 March

Balance sheet

DKK	Note	31/3 2022	31/3 2021
ASSETS			
Fixed assets			
Intangible assets	4		
Development projects in progress		<u>13,017,597</u>	<u>13,928,601</u>
Investments			
Equity investments in group entities		<u>523,510</u>	<u>523,510</u>
Total fixed assets		<u>13,541,107</u>	<u>14,452,111</u>
Current assets			
Receivables			
Trade receivables		2,313	0
Other receivables		147,355	197,717
Corporation tax		<u>497,258</u>	<u>1,221,894</u>
		<u>646,926</u>	<u>1,419,611</u>
Cash at bank and in hand		<u>289,209</u>	<u>518,100</u>
Total current assets		<u>936,135</u>	<u>1,937,711</u>
TOTAL ASSETS		<u><u>14,477,242</u></u>	<u><u>16,389,822</u></u>

Financial statements 1 April – 31 March

Balance sheet

DKK	Note	31/3 2022	31/3 2021
EQUITY AND LIABILITIES			
Equity			
Contributed capital		710,065	672,997
Reserve for development projects		10,153,726	10,864,309
Retained earnings		<u>-7,385,621</u>	<u>-967,267</u>
Total equity		<u>3,478,170</u>	<u>10,570,039</u>
Provisions			
Provisions for deferred tax		<u>2,863,871</u>	<u>2,278,533</u>
Total provisions		<u>2,863,871</u>	<u>2,278,533</u>
Liabilities other than provisions			
Non-current liabilities other than provisions			
Convertible and profit-sharing debt instruments		<u>5,635,027</u>	<u>1,670,389</u>
Current liabilities other than provisions			
Current portion of non-current liabilities		743,790	0
Prepayments received from customers		57,425	57,202
Trade payables		3,315	127,432
Payables to group entities		1,674,540	1,226,695
Other payables		10,871	7,664
Payables to shareholders and Management		<u>10,233</u>	<u>451,868</u>
		<u>2,500,174</u>	<u>1,870,861</u>
Total liabilities other than provisions		<u>8,135,201</u>	<u>3,541,250</u>
TOTAL EQUITY AND LIABILITIES		<u>14,477,242</u>	<u>16,389,822</u>
Contractual obligations, contingencies, etc.			

Financial statements 1 April – 31 March

Statement of changes in equity

DKK	Contributed capital	Reserve for development costs	Retained earnings	Total
Equity at 1 April 2021	672,997	10,864,309	-967,267	10,570,039
Cash capital increase	3,564	0	154,638	158,202
Debt conversion	33,504	0	1,453,701	1,487,205
Purchase of treasury shares	0	0	-1,117,442	-1,117,442
Transferred over the distribution of loss	0	-710,583	-6,909,251	-7,619,834
Equity at 31 March 2022	710,065	10,153,726	-7,385,621	3,478,170

Financial statements 1 April – 31 March

Notes

1 Accounting policies

The annual report of ItsMyCargo ApS for 2021/22 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Omission of consolidated financial statements

Pursuant to section 110(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Income statement

Gross loss

Pursuant to Section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross loss.

Revenue

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

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year. This item also comprises direct costs for goods for resale.

Other external costs

Other external costs comprise costs of distribution, sales and advertising, administrative expenses, costs of premises, bad debts, operating leases, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs. Refunds from public authorities are deducted from staff costs.

Financial income and expenses

Financial income and expenses comprise interest income and expense, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Dividends from equity investments in group entities measured at cost are recognised as income in the Parent Company's income statement in the financial year when the dividends are declared.

Financial statements 1 April – 31 March

Notes

1 Accounting policies (continued)

Tax on loss for the year

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Intangible assets

Development projects

Development costs comprise costs, wages, salaries and amortisation directly and indirectly attributable to development activities.

Development projects that are clearly defined and identifiable, where the technical feasibility, sufficient resources and a potential future market or development opportunities are evidenced, and where the Company intends to produce, market or use the project, are recognised as intangible assets provided that the cost can be measured reliably and that there is sufficient assurance that future earnings can cover production costs, selling costs and administrative expenses as well development costs. Other development costs are recognised in the income statement as incurred.

Development costs recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Upon completion of development work, development costs are amortised on a straight-line basis over the estimated useful lives. The amortisation period is usually 5 years.

Investments

Equity investments in group entities are measured at cost. In case of indication of impairment, an impairment test is conducted. When the cost exceeds the recoverable amount, write-down is made to this lower value. The cost is reduced by dividends received exceeding accumulated earnings after the acquisition date.

Impairment of fixed assets

The carrying amount of intangible assets as well as equity investments in group entities is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Financial statements 1 April – 31 March

Notes

1 Accounting policies (continued)

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; 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. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with 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. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Equity

Reserve for development costs

The reserve for development costs comprises capitalised development costs. The reserve cannot be used for dividends, distribution or to cover losses. If the recognised development costs are sold or in other ways excluded from the Company's operations, the reserve will be dissolved and transferred directly to the distributable reserves under equity. If the recognised development costs are written down, the part of the reserve corresponding to the write-down of the developments costs will be reversed. If a write-down of development costs is subsequently reversed, the reserve will be re-established. The reserve is reduced by amortisation of capitalised development costs on an ongoing basis.

Financial statements 1 April – 31 March

Notes

1 Accounting policies (continued)

Treasury shares

Cost of and sales proceeds from the sale of treasury shares are recognised directly in equity. Capital reduction arising from the annulment of treasury shares reduces contributed capital by an amount equivalent to the nominal value of the shares and increases retained earnings. Dividends from treasury shares are recognised directly in equity in retained earnings.

Liabilities other than provisions

Financial liabilities are recognised at cost at the date of borrowing, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost using the effective interest method. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

Other liabilities are measured at amortised cost.

Prepayments received from costumers

Prepayments received from costumers comprise prepayment of costs incurred relating to subsequent financial years.

Financial statements 1 April – 31 March

Notes

DKK	<u>2021/22</u>	<u>2020/21</u>
2 Staff costs		
Wages and salaries	1,097,787	735,296
Other social security costs	<u>0</u>	<u>6,239</u>
	1,097,787	741,535
Average number of full-time employees	<u>3</u>	<u>3</u>
3 Tax on loss for the year		
Current tax for the year	-532,666	-1,257,434
Deferred tax for the year	585,338	675,030
Adjustment of tax concerning previous years	<u>-104,689</u>	<u>9,991</u>
	<u>-52,017</u>	<u>-572,413</u>
4 Intangible assets		
DKK		Development projects in progress
Cost at 1 April 2021		13,928,601
Additions for the year		<u>3,458,875</u>
Cost at 31 March 2022		<u>17,387,476</u>
Impairment losses for the year		<u>-4,369,879</u>
Amortisation and impairment losses at 31 March 2022		<u>-4,369,879</u>
Carrying amount at 31 March 2022		<u>13,017,597</u>