



DONKEYREPUBLIC BIKE APS
SKELBÆKGADE 4 4. TH., 1717 KØBENHAVN V
ANNUAL REPORT
1 JANUARY - 31 DECEMBER 2022

The Annual Report has been presented and
adopted at the Company's Annual General
Meeting on 28 April 2023

Christian Dufft

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COMPANY DETAILS

Company	DonkeyRepublic Bike ApS Skelbækgade 4 4. th. 1717 Copenhagen V
	CVR No.: 39 53 70 01
	Established: 25 April 2018
	Municipality: Copenhagen
	Financial Year: 1 January - 31 December
Board of Directors	Caroline Søeborg Ahlefeldt-Laurvig-Bille, chairman Jens Kramer Mikkelsen Jesper Lilledal Holmgaard Karl Erik Wenngren Laurent Mercat Marina Kolesnik
Executive Board	Niels Henrik Rasmussen Christian Dufft
Auditor	Deloitte Statsautoriseret Revisionspartnerselskab Weidekampsgade 6 2300 Copenhagen S

MANAGEMENT'S STATEMENT

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of DonkeyRepublic Bike ApS for the financial year 1 January - 31 December 2022.

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 Company's assets, liabilities and financial position at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022.

The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.

We recommend the Annual Report be approved at the Annual General Meeting.

Copenhagen, 28 April 2023

Executive Board

Niels Henrik Rasmussen
Chief Executive Officer

Christian Dufft
Chief Financial Officer

Board of Directors

Caroline Søeborg Ahlefeldt-
Laurvig-Bille
Chairman

Jens Kramer Mikkelsen

Jesper Lilledal Holmgaard

Karl Erik Wenngren

Laurent Mercat

Marina Kolesnik

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of DonkeyRepublic Bike ApS

Opinion

We have audited the Financial Statements of DonkeyRepublic Bike ApS for the financial year 1 January - 31 December 2022, which comprise income statement, Balance Sheet, statement of changes in equity, notes and 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 assets, liabilities and financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 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), together with the ethical requirements that are relevant to our audit of the financial statements in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Material uncertainty related to going concern

We refer to note 9 in the financial statements which indicate that the company's continued operations, depends on further capital injection from investor and new loans at Group level, for the company to continue the current growth strategy. Management expect that both the capital injection and refinancing will be solved at Group level. Due to uncertainty related to both capital injections from investors and refinancing of the loan there is material uncertainty related to going concern at Group level.

Since Donkeyrepublic Bike ApS is an integrated part of the Donkeyrepublic group, the uncertainty is also related to Donkeyrepublic Bike ApS.

Management's Responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such Internal control as Management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

INDEPENDENT AUDITOR'S REPORT

- 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.
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the company or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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 Commentary

Management is responsible for Management Commentary.

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

Based on the work we have performed, we conclude that 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 Management Commentary.

INDEPENDENT AUDITOR'S REPORT

Copenhagen S, 28 April 2023

Deloitte Statsautoriseret Revisionspartnerselskab
CVR no. 33 96 35 56

Claus Jorch Andersen
State Authorised Public Accountant
MNE no. mne33712

MANAGEMENT COMMENTARY

Principal activities

The entity's primary activities consist of owning bikes which can be rented by end users through the DonkeyRepublic App and software. The App is operated by the Group.

Development in activities and financial and economic position

For a more detailed overview of the operational highlights of the DonkeyRepublic Group, please see the Consolidated Group commentary in the Consolidated Annual Report of DonkeyRepublic Holding A/S.

The income statement shows a profit after tax amounting to DKK ('000) 685 and the balance sheet shows equity of DKK ('000) 14,936 with a total asset sum of DKK ('000) 68,399. The result is considered satisfactory.

The Company's sole owner, DonkeyRepublic Holding A/S, has issued a letter of support, whereby it confirms that it has undertaken the obligation to provide the necessary cash and capital, to ensure that the Company will be able to continue operating.

Significant events after the end of the financial year

No events have occurred after the end of the financial year of material importance for the Company's financial position.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2022 DKK	2021 DKK
NET REVENUE		8.762.285	8.185.206
Other external expenses.....		-179.464	-70.993
GROSS PROFIT/LOSS		8.582.821	8.114.213
Depreciation, amortisation and impairment losses.....		-6.581.329	-6.961.186
OPERATING PROFIT		2.001.492	1.153.027
Other financial income.....	1	507.962	521.414
Other financial expenses.....	2	-1.624.165	-848.923
PROFIT BEFORE TAX		885.289	825.518
Tax on profit/loss for the year.....	3	-199.823	-5.942
PROFIT FOR THE YEAR		685.466	819.576
PROPOSED DISTRIBUTION OF PROFIT			
Retained earnings.....		685.466	819.576
TOTAL		685.466	819.576

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2022 DKK	2021 DKK
Other plant, machinery tools and equipment.....		50.274.384	12.300.240
Property, plant and equipment.....	4	50.274.384	12.300.240
NON-CURRENT ASSETS.....		50.274.384	12.300.240
Receivables from group enterprises.....		0	12.073.708
Other receivables.....		8.253.493	0
Receivables.....		8.253.493	12.073.708
Cash and cash equivalents.....		9.870.868	291.249
CURRENT ASSETS.....		18.124.361	12.364.957
ASSETS.....		68.398.745	24.665.197

BALANCE SHEET AT 31 DECEMBER

EQUITY AND LIABILITIES	Note	2022 DKK	2021 DKK
Share capital.....		50.000	50.000
Retained earnings.....		14.885.716	14.200.247
EQUITY.....		14.935.716	14.250.247
Debt to other credit institutions.....		40.099.936	3.533.550
Non-current liabilities.....	5	40.099.936	3.533.550
Current portion of non-current liabilities.....		2.676.104	4.539.198
Trade payables.....		35.000	40.000
Debt to Group companies.....		10.452.166	844.735
Joint tax contribution payable.....		199.823	0
Other liabilities.....		0	1.457.467
Current liabilities.....		13.363.093	6.881.400
LIABILITIES.....		53.463.029	10.414.950
EQUITY AND LIABILITIES.....		68.398.745	24.665.197
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EQUITY

	Share capital	Retained earnings	Total
Equity at 1 January 2022.....	50.000	14.200.250	14.250.250
Proposed profit allocation.....		685.466	685.466
Equity at 31 December 2022	50.000	14.885.716	14.935.716

NOTES

	2022 DKK	2021 DKK	Note	
Other financial income			1	
Group enterprises.....	503.859	521.403		
Other interest income.....	4.103	11		
	507.962	521.414		
Other financial expenses			2	
Financial expenses from group enterprises.....	35.822	803		
Other interest expenses.....	1.588.343	848.120		
	1.624.165	848.923		
Tax on profit/loss for the year			3	
Calculated tax on taxable income of the year.....	199.823	0		
Adjustment of tax in previous years.....	0	5.942		
	199.823	5.942		
Property, plant and equipment			4	
		Other plant, machinery tools and equipment		
Cost at 1 January 2022.....		38.598.834		
Additions.....		44.555.473		
Cost at 31 December 2022.....		83.154.307		
Depreciation and impairment losses at 1 January 2022.....		26.298.594		
Reversal of depreciation of assets disposed of.....		-1.117.511		
Impairment losses.....		2.150.163		
Depreciation for the year.....		5.548.677		
Depreciation and impairment losses at 31 December 2022.....		32.879.923		
Carrying amount at 31 December 2022.....		50.274.384		
Long-term liabilities			5	
	31/12 2022 total liabilities	Repayment next year	Debt outstanding after 5 years	31/12 2021 total liabilities
Debt to other credit institutions.....	42.776.040	2.676.104	7.827.868	8.072.748
	42.776.040	2.676.104	7.827.868	8.072.748

NOTES

	Note
Contingencies etc.	6
<p>Joint liabilities</p> <p>The Company is jointly and severally liable together with the Parent Company and the other group companies in the joint taxable group for tax on the group's joint taxable income and for certain possible withholding taxes, such as dividend tax, etc.</p> <p>Tax payable on the Group's joint taxable income is stated in the annual report of DonkeyRepublic Holding A/S, which serves as management Company for the joint taxation.</p>	
Charges and securities	7
<p>A floating charge of nominally DKK ('000) 37,350 has been provided to Vækstfonden. The floating charge provides collateral in intangible assets, property, plant and equipment, inventories and trade receivables across DonkeyRepublic Admin ApS, DonkeyRepublic Bike ApS and DonkeyRepublic Holding A/S. The book value of assets charged as collateral amounts to DKK ('000) 50,274 in DonkeyRepublic Bike ApS. The assets are charged as collateral against loans from Vækstfonden across the three Companies.</p> <p>Lastly, a negative pledge have been made in favor of Vækstfonden, which ensures that no other debtor can post a collateral in the entity's assets.</p>	
Related parties	8
<p>Transactions with related parties</p> <p>The Company did not carry out any material transactions that were not concluded on market conditions. According to section 98c, subsection 7 of the Danish Financial Statements Act information is given only on transactions that were not performed on common market conditions.</p>	
Uncertainty with respect to going concern	9
<p>Donkeyrepublic Bike is an integrated part of Donkey group and for the execution of some parts of the growth business plan at group level further funding needs to be secured. This refers to the investment plan regarding fleet growth, development of new products and growth of the sales pipeline for 2024 and beyond.</p> <p>The Group has an existing loan facility that is connected to a further extension of the Group's Antwerp operation. The Group is actively working on a private placement (at the range of EUR 1-2M) at market price to be completed within the first half of the year, to strengthen the balance sheet and provide funding (at the range of EUR 2-3M) for some of the above mentioned activities.</p> <p>Should the current financing activities fail to be completed (wholly or partly) or be delayed, management has a mitigation plan in place that could offset shortcomings regarding the availability of funding. This plan would lead to a lower growth ambition in 2024.</p> <p>The Financial Statements are prepared on the assumptions, that the necessary funding will be obtained at Group level through one or more of the current ongoing dialogues, and therefore prepared on a going concern basis. However, material uncertainty exists to the group's continued operations.</p>	

NOTES**Note****Consolidated Financial Statements****10**

The Company is included in the consolidated financial statements of the ultimate parent, DonkeyRepublic Holding A/S, Skelbækgade 4, 4. th., 1717 Copenhagen V.

ACCOUNTING POLICIES

The Annual Report of DonkeyRepublic Bike ApS for 2022 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The Annual Report is prepared consistently with the accounting principles applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

INCOME STATEMENT

Revenue

Revenue from the lease of rental bikes are 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.

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.

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, and gains and losses from the sale of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from securities, debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial income and expenses are recognised by the amounts that relate to the financial year. Interest income and expenses are calculated on amortised cost prices.

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.

The Entity is jointly taxed with all Danish group enterprises. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

ACCOUNTING POLICIES

BALANCE SHEET

Tangible fixed assets

Plant and machinery as well as 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.

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:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment.....	3-5 years	0 %

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.

Impairment of fixed assets

The carrying amount of tangible assets, are assessed annually for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the recoverable amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is written down to meet expected losses.

ACCOUNTING POLICIES

Tax payable and deferred tax

Current tax liabilities and receivable current tax are recognised in the Balance Sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

The Company is subject to joint taxation with Danish Group companies. The current corporation tax is distributed among the joint taxable companies in proportion to their taxable income and with full allocation and refund related to tax losses. The joint taxable companies are included in the tax-on-account scheme. Joint taxation contributions receivable and payable are recognised in the Balance Sheet under current assets and liabilities, respectively.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carryforwards, are measured at the amount at which the asset is expected to be used within a reasonable number of years, either by setoff against tax on future earnings or by setoff against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the Balance Sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities

Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.