
Iter Bidco Aps

c/o Accura Advokatpartnerselskab, Tuborg
Boulevard 1, DK-2900 Hellerup

Annual Report for 11 June - 31 December 2018

CVR No 39 63 32 21

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
29/5 2019

Henrik Vestergaard
Kastbjerg
Chairman of the General
Meeting



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Management's Statement

The Executive Board has today considered and adopted the Annual Report of Iter Bidco Aps for the financial year 11 June - 31 December 2018.

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 at 31 December 2018 of the Company and of the results of the Company operations for 2018.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Hellerup, 29 May 2019

Executive Board

Jonas Niklas Samlin
Executive Officer

Nicholas Jordan
Executive Officer

Independent Auditor's Report

To the Shareholder of Iter Bidco Aps

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2018 and of the results of the Company's operations for the financial year 11 June - 31 December 2018 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Iter Bidco Aps for the financial year 11 June - 31 December 2018, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

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 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 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

Independent Auditor's Report

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.

Hellerup, 29 May 2019

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Jacob F Christiansen
statsautoriseret revisor
mne18628

Dennis Nymann
statsautoriseret revisor
mne34469

Company Information

The Company

Iter Bidco Aps
c/o Accura Advokatpartnerselskab
Tuborg Boulevard 1
DK-2900 Hellerup

CVR No: 39 63 32 21
Financial period: 11 June - 31 December
Incorporated: 11 June 2018
Financial year: 1st financial year
Municipality of reg. office: Gentofte

Executive Board

Jonas Niklas Samlin
Nicholas Jordan

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Income Statement 11 June - 31 December

	<u>Note</u>	<u>2018</u> TDKK
Gross profit/loss		-44.430
Staff expenses	2	-1.869
Profit/loss before financial income and expenses		-46.299
Income from investments in subsidiaries		-31.030
Financial income	3	11.543
Financial expenses	4	-44.359
Profit/loss before tax		-110.145
Tax on loss for the year	5	1.784
Net profit/loss for the year		-108.361

Distribution of profit

Proposed distribution of profit

Retained earnings	-108.361
	-108.361

Balance Sheet 31 December

Assets

	<u>Note</u>	<u>2018</u> TDKK
Investments in subsidiaries	6	1.504.432
Receivables from group enterprises		405.489
Fixed asset investments		<u>1.909.921</u>
Fixed assets		<u>1.909.921</u>
Receivables from group enterprises		2.212
Other receivables		1.162
Corporation tax		1.784
Prepayments		488
Receivables		<u>5.646</u>
Cash at bank and in hand		<u>28.993</u>
Currents assets		<u>34.639</u>
Assets		<u>1.944.560</u>

Balance Sheet 31 December

Liabilities and equity

	<u>Note</u>	<u>2018</u> TDKK
Share capital		50
Retained earnings		263.094
Equity		<u>263.144</u>
Subordinate loan capital		803.576
Credit institutions		871.049
Long-term debt	7	<u>1.674.625</u>
Payables to group enterprises		19
Other payables		6.772
Short-term debt		<u>6.791</u>
Debt		<u>1.681.416</u>
Liabilities and equity		<u>1.944.560</u>
Key activities	1	
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Statement of Changes in Equity

	Share capital	Retained earnings	Total
	TDKK	TDKK	TDKK
Equity at 11 June	50	0	50
Cash capital increase	0	204.907	204.907
Contribution from group	0	166.548	166.548
Net profit/loss for the year	0	-108.361	-108.361
Equity at 31 December	50	263.094	263.144

Notes to the Financial Statements

1 Key activities

The Company's key activity consists of acting as a holding company and owning companies with related activities.

	2018 TDKK
2 Staff expenses	
Wages and salaries	1.655
Pensions	211
Other social security expenses	3
	<u>1.869</u>
Average number of employees	<u>4</u>
3 Financial income	
Interest from group enterprises	11.543
	<u>11.543</u>
4 Financial expenses	
Interest to group enterprises	23.118
Other financial expenses	21.241
	<u>44.359</u>
5 Tax on loss for the year	
Current tax for the year	-1.784
	<u>-1.784</u>

Notes to the Financial Statements

	2018 TDKK
6 Investments in subsidiaries	
Cost at 11 June	0
Net effect from acquisition	<u>1.565.462</u>
Cost at 31 December	<u>1.565.462</u>
Value adjustments at 11 June	0
Net profit/loss for the year	-11.044
Dividend	-30.000
Amortisation of goodwill	-9.248
Amortisation of customer relationships	<u>-10.738</u>
Value adjustments at 31 December	<u>-61.030</u>
Carrying amount at 31 December	<u>1.504.432</u>
Remaining positive difference included in the above carrying amount at 31 December	<u>1.172.383</u>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
IT Relation Holding A/S	Herning	3.318	100%

Notes to the Financial Statements

7 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	<u>2018</u> TDKK
Subordinate loan capital	
After 5 years	803.576
Long-term part	<u>803.576</u>
Within 1 year	<u>0</u>
	<u>803.576</u>
Credit institutions	
After 5 years	871.049
Long-term part	<u>871.049</u>
Within 1 year	<u>0</u>
	<u>871.049</u>

Notes to the Financial Statements

2018

TDKK

8 Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with third party:

Investments in subsidiaries

1.504.432

Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Iter Topco ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Notes to the Financial Statements

9 Related parties

Consolidated Financial Statements

The Company is included in the Group Annual Report of the Parent Company:

Name	Place of registered office
Iter Midco ApS	Gentofte

Notes to the Financial Statements

10 Accounting Policies

The Annual Report of Iter Bidco Aps for 2018 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The Financial Statements for 2018 are presented in TDKK.

Consolidated financial statements

With reference to section 112 of the Danish Financial Statements Act and to the consolidated financial statements of Iter Midco ApS, the Company has not prepared consolidated financial statements.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Notes to the Financial Statements

10 Accounting Policies (continued)

Income Statement

Revenue

Services are recognised at the rate of completion of the service to which the contract relates by using the percentage-of-completion method, which means that revenue equals the selling price of the service completed for the year. This method is applied when total revenues and expenses in respect of the service and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Company. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the service.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish subsidiaries. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Notes to the Financial Statements

10 Accounting Policies (continued)

Balance Sheet

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item “Investments in subsidiaries” in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to “Reserve for net revaluation under the equity method” under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Notes to the Financial Statements

10 Accounting Policies (continued)

Financial debts

Loans, such as loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.