



B a a g ø e | S c h o u
statsautoriseret revisionsaktieselskab

Board Software Nordic ApS
c/o Business Supporting ApS, Fiolstræde 44, 3. th., 1171 København K

Company reg. no. 39 95 98 60

Annual report

2018/19

The annual report was submitted and approved by the general meeting on the 14 August 2020.

Giovanni Grossi
Chairman of the meeting



Contents

	<u>Page</u>
Reports	
Management's report	1
Auditor's report on compilation of the annual accounts	2
Management's review	
Company data	3
Management's review	4
Annual accounts 17 October 2018 - 31 December 2019	
Accounting policies used	5
Profit and loss account	8
Balance sheet	9
Notes	11

Notes:

- To ensure the greatest possible applicability of this document, British 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 report

The managing director has today presented the annual report of Board Software Nordic ApS for the financial year 17 October 2018 to 31 December 2019.

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

I consider the accounting policies used appropriate, and in my opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position at 31 December 2019 and of the company's results of its activities in the financial year 17 October 2018 to 31 December 2019.

The managing director considers the requirements of omission of audit of the annual accounts for 2018/19 as met.

I am of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

Copenhagen, 14 August 2020

Managing Director


Giovanni Grossi
CEO



Auditor's report on compilation of the annual accounts

To the shareholder of Board Software Nordic ApS

We have compiled the annual accounts of Board Software Nordic ApS for the period 17 October 2018 to 31 December 2019 based on the bookkeeping of the company and on further information you have provided.

The annual accounts comprise the accounting policies used, profit and loss account, balance sheet and notes.

We performed this engagement in accordance with ISRS 4410, Compilation Engagements.

We have applied our professional expertise to assist you in the preparation and presentation of the annual accounts in accordance with the Danish Financial Statements Act. We have complied with relevant requirements of the Danish Act on Approved Auditors and Audit Firms and with ethical requirements of the Danish Institute of State Authorised Public Accountants, including principles of integrity, objectivity, professional competence and due care.

The annual accounts and the accuracy and completeness of the information used to compile them are your responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information you provided to us to compile the annual accounts. Accordingly, we do not express an audit opinion or a review conclusion on whether the annual accounts are prepared in accordance with the Danish Financial Statements Act.

Copenhagen, 14 August 2020

Baagøe | Schou

State Authorised Public Accountants
Company reg. no. 21 14 81 48

Søren Larsen
State Authorised Public Accountant
mne10850



Company data

The company

Board Software Nordic ApS
c/o Business Supporting ApS
Fiolstræde 44, 3. th.
1171 København K

Company reg. no. 39 95 98 60
Domicile: Copenhagen
Financial year: 17 October - 31 December

Managing Director

Giovanni Grossi, CEO

Auditors

Baagøe | Schou
statsautoriseret revisionsaktieselskab
Fiolstræde 44, 3. th.
1171 København K

Parent company

Board International S.A, Switzerland



Management's review

The principal activities of the company

The company's purpose is to promote, distribute and sell its product Board in Denmark, Finland and Iceland.

Development in activities and financial matters

The gross loss for the year is DKK -1.492.000. The results from ordinary activities after tax are DKK -5.053.000. The management considers the results as expected.

The financial year has been characterized by the fact that it is the company's first financial year and the associated start-up costs in connection with access to the market.

The management is aware that the company has lost the company's capital, and has proposed that the capital will be restored by future operating profits.

Furthermore, the parent company has made a declaration of support and withdrawal to the company to finance the activities up to the end of the financial year 2020 and that the parent company loans will step back from the company's other creditors. The loan amounted TDKK 5.474 per December 31, 2019.

Special risks

Financial risks

The outbreak of corona virus (COVID-19) presents new challenges and risks for the enterprise. A number of measures have been taken to ensure the health of employees. In connection with the health risks, the outbreak of viruses has led to uncertainty and instability both politically and socially and for the enterprise. Current and any future political and economic measures that may be implemented could cause financial risks related to the enterprise's operations and may possibly limit the enterprise's trading opportunities.

However, the enterprise's current and planned activities do not give rise to particular financial risks, and the company's cash resources are assessed to be adequately hedged.

Events subsequent to the financial year

After the end of the financial year, no events have occurred that could materially affect the company's financial position.



Accounting policies used

The annual report for Board Software Nordic ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises.

The annual accounts are presented in Danish kroner (DKK). The annual report comprises the first financial year, and consequently, comparative figures are not included.

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concern matters existing on the balance sheet date.

Translation of foreign currency

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.

Debtors, creditors, and other monetary items in foreign currency are translated by using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or the recognition in the latest annual accounts of the amount owed or the liability is recognised in the profit and loss account under financial income and expenses.

In case the foreign group enterprises and associated enterprises meet the criteria for being independent units, the profit and loss accounts are translated by using an average exchange rate for the period in question, and the balance sheet items are translated by using the closing rate. Differences arising in connection with the translation of the equity of foreign group enterprises at the beginning of the year to the closing rate are recognised directly in the equity. The same goes for differences arising in connection with translation of the profit and loss accounts from average exchange rate to the closing rate.



Accounting policies used

Currency adjustment of balances with group enterprises abroad that are considered part of the total investment in group enterprises are recognised directly in the equity. Likewise, foreign exchange gains and losses on loans and derived financial instruments for currency hedging independent group enterprises abroad are recognised in the equity.

Income statement

Gross loss

The gross loss comprises the net turnover, changes in inventories of finished goods and work in progress, work performed for own purposes and capitalised, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Costs of sales includes costs for the purchase of consumables less discounts and changes in inventories.

Other external costs comprise costs for distribution, sales, advertisement, administration, and premises.

Staff costs

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

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The balance sheet

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.



Accounting policies used

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax assets, including the tax value of tax losses eligible for carry-over, 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.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

Other liabilities are measured at amortised cost which usually corresponds to the nominal value.

Accrued expenses and deferred income

Received payments concerning income during the following years are recognised under accrued expenses and deferred income.



Profit and loss account

All amounts in DKK.

<u>Note</u>	17/10 2018 - 31/12 2019
Gross loss	-1.491.896
2 Staff costs	<u>-3.477.670</u>
Results before net financials	-4.969.566
Other financial income	1.164
3 Other financial costs	<u>-85.001</u>
Results before tax	-5.053.403
Tax on ordinary results	<u>0</u>
Results for the year	<u>-5.053.403</u>
 Proposed distribution of the results:	
Allocated from results brought forward	<u>-5.053.403</u>
Distribution in total	<u>-5.053.403</u>



Balance sheet

All amounts in DKK.

<u>Note</u>	<u>31/12 2019</u>
Assets	
Current assets	
Trade debtors	690.716
Other debtors	156.121
Accrued income and deferred expenses	228.628
Debtors in total	<u>1.075.465</u>
Available funds	<u>542.394</u>
Current assets in total	<u>1.617.859</u>
Assets in total	<u>1.617.859</u>



Balance sheet

All amounts in DKK.

Equity and liabilities		
<u>Note</u>		<u>31/12 2019</u>
Equity		
4	Contributed capital	50.000
5	Results brought forward	<u>-5.053.403</u>
	Equity in total	<u>-5.003.403</u>
 Liabilities		
	Debt to group enterprises	<u>4.838.920</u>
	Long-term liabilities in total	<u>4.838.920</u>
	Bank debts	12.976
	Trade creditors	37.049
	Debt to group enterprises	634.824
	Other debts	626.123
	Accrued expenses and deferred income	<u>471.370</u>
	Short-term liabilities in total	<u>1.782.342</u>
	Liabilities in total	<u>6.621.262</u>
	Equity and liabilities in total	<u>1.617.859</u>

- 1 **Uncertainties concerning the enterprise's ability to continue as a going concern**
- 6 **Mortgage and securities**
- 7 **Contingencies**



Notes

All amounts in DKK.

1. Uncertainties concerning the enterprise's ability to continue as a going concern

The management is aware that the company has lost the company's capital, and has proposed that the capital will be restored by future operating profits.

Furthermore, the parent company has made a declaration of support and withdrawal to the company to finance the activity up to the end of the financial year 2020 and that the parent company loans will step back from the company's other creditors. The loan amounted TDKK 4.839 per December 31, 2019.

	17/10 2018 - 31/12 2019
2. Staff costs	
Salaries and wages	3.449.546
Other costs for social security	15.053
Other staff costs	13.071
	<u>3.477.670</u>
Average number of employees	<u>5</u>
	17/10 2018 - 31/12 2019
3. Other financial costs	
Financial costs, group enterprises	50.660
Other financial costs	34.341
	<u>85.001</u>
	<u>31/12 2019</u>
4. Contributed capital	
Contributed capital 17 October 2018	50.000
	<u>50.000</u>



Notes

All amounts in DKK.

	<u>31/12 2019</u>
5. Results brought forward	
Results brought forward 17 October 2018	0
Profit or loss for the year brought forward	<u>-5.053.403</u>
	<u>-5.053.403</u>
6. Mortgage and securities	
The company is not liable for mortgage or collateral at 31 December 2019	
7. Contingencies	
Contingent assets	
The company has a deferred tax asset of TDKK 1.109 which is not included in the balance.	
Contingent liabilities	
	DKK in thousands
Contingent liabilities in total	<u>87</u>