



## HoldCo Sourcing A/S

Solbjerg Hedevej 39  
8355 Aarhus  
CVR No. 40138501

## Annual report 2021

The Annual General Meeting adopted the  
annual report on 18.05.2022

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**Johnny Rindahl**

Chairman of the General Meeting

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# Entity details

## Entity

HoldCo Sourcing A/S

Solbjerg Hedevej 39

8355 Aarhus

Business Registration No.: 40138501

Registered office: Aarhus

Financial year: 01.01.2021 - 31.12.2021

## Board of Directors

Michael Betto Vibe Fiorini

Christopher Ludt Parmo

Betina Charlotte Nygaard

Ole Peter Nielsen

Johnny Rindahl

## Executive Board

Johnny Rindahl

## Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

City Tower, Værkmestergade 2

8000 Aarhus C

# Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of HoldCo Sourcing A/S for the financial year 01.01.2021 - 31.12.2021.

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

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2021 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2021 - 31.12.2021.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Solbjerg, 18.05.2022

## Executive Board

**Johnny Rindahl**

## Board of Directors

**Michael Betto Vibe Fiorini**

**Christopher Ludt Parmo**

**Betina Charlotte Nygaard**

**Ole Peter Nielsen**

**Johnny Rindahl**

# Independent auditor's report

## To the shareholders of HoldCo Sourcing A/S

### Opinion

We have audited the consolidated financial statements and the parent financial statements of HoldCo Sourcing A/S for the financial year 01.01.2021 - 31.12.2021, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for the Group as well as the Parent, and the consolidated cash flow statement. The consolidated financial statements and the parent financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2021 and of the results of their operations and the consolidated cash flows for the financial year 01.01.2021 - 31.12.2021 in accordance with the Danish Financial Statements Act.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 consolidated financial statements and the parent financial statements" section of this auditor's report. We are independent of the Group 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 responsibilities for the consolidated financial statements and the parent financial statements

Management is responsible for the preparation of consolidated financial statements and parent 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 consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

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

### Auditor's responsibilities for the audit of the consolidated financial statements and the parent financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent 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 consolidated financial statements and parent 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:

- Identify and assess the risks of material misstatement of the consolidated financial statements and the parent 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 Group's and the Entity'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 consolidated financial statements and the parent 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 Group's and the Entity'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 consolidated financial statements and the parent 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 Group and the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent 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 entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group 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 the management commentary**

Management is responsible for the management commentary.

Our opinion on the consolidated financial statements and the parent financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements and the parent financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the consolidated financial statements and the parent financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the consolidated financial statements and the parent 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 commentary.

Aarhus, 18.05.2022

**Deloitte**

Statsautoriseret Revisionspartnerselskab  
CVR No. 33963556

**Mads Fauerskov**

State Authorised Public Accountant  
Identification No (MNE) mne35428

# Management commentary

## Financial highlights

	2021 DKK'000	2020 DKK'000
<b>Key figures</b>		
Gross profit/loss	49,260	35,871
Operating profit/loss	3,146	(3,432)
Net financials	2,048	(2,832)
Profit/loss for the year	5,056	(5,672)
Balance sheet total	282,746	179,420
Investments in property, plant and equipment	190	602
Equity	128,936	123,639
Cash flows from operating activities	90,995	11,262
Cash flows from investing activities	(89,308)	(21,488)
Cash flows from financing activities	6,879	7,496
<b>Ratios</b>		
Return on equity (%)	3.97	(4.56)
Equity ratio (%)	45.60	68.91

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

### Return on equity (%):

Profit/loss for the year \* 100

Average equity

### Equity ratio (%):

Equity \* 100

Balance sheet total



### Primary activities

The primary activity for HoldCo Sourcing A/S is to hold shares in Bidco Sourcing A/S, which owns shares in Scanmarket A/S. Therefore, we have repeated the management commentary of Scanmarket A/S below.

Scanmarket is the market-leading global Strategic Sourcing platform. Our proven cloud-based solution is trusted by 300+ customers across more than 80 countries. Our sole focus is on driving real, measurable business results via an easy to deploy, easy to use platform which includes: eSourcing (RFx & Auctions), Project Management, Contract Management, and Supply Base Management.

### Development in activities and finances

The group has realized a profit of DKK 5,056 k in the financial year 2021. Management finds the profit satisfactory.

The integration of Symfact in the group will continue in 2022, we expect a positive impact on the future revenue and growth in the group. The positive effect on the net result is limited in 2022.

### Profit/loss for the year in relation to expected developments

We are following the expected results, both in relation to the revenue, but also following the expected cost. The impact of the acquisition of Symfact AG in October, also have a positive effect on the net result.

### Uncertainty relating to recognition and measurement

The acquisition price of Symfact is based on an estimated valuation allocation in the Balance per 31.12.2021.

### Outlook

The expected result in 2022 is a realized net result from 4M DKK to 7M DKK. We expect an increased revenue but are also still investing in the development of our software to meet the needs from the market and continue the improvement of the products.

The integration of Symfact in the group will continue in 2022, we expect a positive impact on the future revenue and growth in the group. The positive effect on the net result is limited in 2022.

### Knowledge resources

It is important for Scanmarket A/S continued growth to attract and retain a highly educated workforce. To ensure a high and at the same time competitive product quality, the company uses the most modern and automated processes in production. This requires a high level of competence, and therefore significant resources are invested in further training of the company's employees.

### Environmental performance

We do not have a general environmental policy. We are trying to decrease the unnecessary power usages. We have also prioritized to buy wind and solar energy.

### Research and development activities

The Group has decided to capitalise development costs as it is Management's opinion that the relating future amortisation burden can be encompassed in future financial benefits.

### Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

# Consolidated income statement for 2021

	Notes	2021 DKK	2020 DKK
<b>Gross profit/loss</b>		<b>49,259,804</b>	<b>35,870,999</b>
Staff costs	1	(28,146,715)	(25,195,139)
Depreciation, amortisation and impairment losses	2	(17,967,071)	(14,108,064)
<b>Operating profit/loss</b>		<b>3,146,018</b>	<b>(3,432,204)</b>
Other financial income		4,358,733	3
Other financial expenses	3	(2,310,710)	(2,832,400)
<b>Profit/loss before tax</b>		<b>5,194,041</b>	<b>(6,264,601)</b>
Tax on profit/loss for the year	4	(137,810)	592,412
<b>Profit/loss for the year</b>	5	<b>5,056,231</b>	<b>(5,672,189)</b>

# Consolidated balance sheet at 31.12.2021

## Assets

	Notes	2021 DKK	2020 DKK
Completed development projects	7	32,333,876	24,661,565
Acquired intangible assets		38,637,123	6,070,868
Goodwill		153,197,882	121,586,353
<b>Intangible assets</b>	6	<b>224,168,881</b>	<b>152,318,786</b>
Other fixtures and fittings, tools and equipment		221,018	100,271
Leasehold improvements		326,089	352,303
<b>Property, plant and equipment</b>	8	<b>547,107</b>	<b>452,574</b>
Deposits		483,070	493,045
<b>Financial assets</b>	9	<b>483,070</b>	<b>493,045</b>
<b>Fixed assets</b>		<b>225,199,058</b>	<b>153,264,405</b>
Trade receivables		44,083,970	21,399,259
Other receivables		909,599	358,368
Tax receivable		1,192,546	1,910,152
Prepayments	10	1,391,843	1,084,325
<b>Receivables</b>		<b>47,577,958</b>	<b>24,752,104</b>
<b>Cash</b>		<b>9,969,045</b>	<b>1,402,995</b>
<b>Current assets</b>		<b>57,547,003</b>	<b>26,155,099</b>
<b>Assets</b>		<b>282,746,061</b>	<b>179,419,504</b>

**Equity and liabilities**

	Notes	2021 DKK	2020 DKK
Contributed capital	11	1,041,316	1,041,316
Translation reserve		239,945	0
Retained earnings		127,654,365	122,598,134
<b>Equity</b>		<b>128,935,626</b>	<b>123,639,450</b>
Deferred tax	12	6,472,600	4,929,947
<b>Provisions</b>		<b>6,472,600</b>	<b>4,929,947</b>
Bank loans		33,852,805	34,022,216
Other payables	13	1,860,417	2,182,978
<b>Non-current liabilities other than provisions</b>	14	<b>35,713,222</b>	<b>36,205,194</b>
Bank loans		10,155,602	3,107,068
Trade payables		5,455,149	2,660,285
Payables to group enterprises		75,813,063	0
Other payables	15	11,764,044	7,960,519
Deferred income	16	8,436,755	917,041
<b>Current liabilities other than provisions</b>		<b>111,624,613</b>	<b>14,644,913</b>
<b>Liabilities other than provisions</b>		<b>147,337,835</b>	<b>50,850,107</b>
<b>Equity and liabilities</b>		<b>282,746,061</b>	<b>179,419,504</b>
Assets charged and collateral	18		
Transactions with related parties	19		
Subsidiaries	20		

# Consolidated statement of changes in equity for 2021

	Contributed capital DKK	Translation reserve DKK	Retained earnings DKK	Total DKK
Equity beginning of year	1,041,316	0	122,598,134	123,639,450
Exchange rate adjustments	0	239,945	0	239,945
Profit/loss for the year	0	0	5,056,231	5,056,231
<b>Equity end of year</b>	<b>1,041,316</b>	<b>239,945</b>	<b>127,654,365</b>	<b>128,935,626</b>

# Consolidated cash flow statement for 2021

	Notes	2021 DKK	2020 DKK
Operating profit/loss		3,146,018	(3,432,204)
Amortisation, depreciation and impairment losses		17,967,071	14,108,064
Working capital changes	17	65,674,641	3,496,281
<b>Cash flow from ordinary operating activities</b>		<b>86,787,730</b>	<b>14,172,141</b>
Financial income received		4,358,733	3
Financial expenses paid		(2,310,710)	(2,832,400)
Taxes refunded/(paid)		2,159,316	(78,203)
<b>Cash flows from operating activities</b>		<b>90,995,069</b>	<b>11,261,541</b>
Acquisition etc. of intangible assets		(16,862,863)	(13,710,742)
Acquisition etc. of property, plant and equipment		(189,536)	(602,149)
Acquisition of enterprises		(72,265,718)	(7,164,671)
Deposits		9,975	(9,975)
<b>Cash flows from investing activities</b>		<b>(89,308,142)</b>	<b>(21,487,537)</b>
<b>Free cash flows generated from operations and investments before financing</b>		<b>1,686,927</b>	<b>(10,225,996)</b>
Loans raised		0	5,314,716
Repayments of loans etc.		(169,411)	0
Cash capital increase		0	2,785,000
Other cash flows from financing activities		7,048,534	(603,396)
<b>Cash flows from financing activities</b>		<b>6,879,123</b>	<b>7,496,320</b>
<b>Increase/decrease in cash and cash equivalents</b>		<b>8,566,050</b>	<b>(2,729,676)</b>
Cash and cash equivalents beginning of year		1,402,995	4,132,671
<b>Cash and cash equivalents end of year</b>		<b>9,969,045</b>	<b>1,402,995</b>
Cash and cash equivalents at year-end are composed of:			
Cash		9,969,045	1,402,995
<b>Cash and cash equivalents end of year</b>		<b>9,969,045</b>	<b>1,402,995</b>

# Notes to consolidated financial statements

## 1 Staff costs

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Wages and salaries	38,554,006	34,202,230
Pension costs	1,527,751	1,081,400
Other social security costs	841,820	725,863
Other staff costs	22,673	0
	<b>40,946,250</b>	<b>36,009,493</b>
Staff costs classified as assets	(12,799,535)	(10,814,354)
	<b>28,146,715</b>	<b>25,195,139</b>
Average number of full-time employees	<b>60</b>	<b>54</b>

	<b>Remuneration of manage- ment 2021 DKK</b>	<b>Remuneration of manage- ment 2020 DKK</b>
Total amount for management categories	2,271,526	2,311,323
	<b>2,271,526</b>	<b>2,311,323</b>

## 2 Depreciation, amortisation and impairment losses

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Amortisation of intangible assets	17,872,068	14,021,671
Depreciation on property, plant and equipment	95,003	86,393
	<b>17,967,071</b>	<b>14,108,064</b>

## 3 Other financial expenses

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Financial expenses from group enterprises	484,555	0
Other interest expenses	1,732,999	1,080,599
Exchange rate adjustments	7,238	1,692,440
Other financial expenses	85,918	59,361
	<b>2,310,710</b>	<b>2,832,400</b>

**4 Tax on profit/loss for the year**

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Current tax	(1,155,504)	(1,610,321)
Change in deferred tax	1,542,653	875,112
Adjustment concerning previous years	(249,339)	142,797
	<b>137,810</b>	<b>(592,412)</b>

**5 Proposed distribution of profit/loss**

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Retained earnings	5,056,231	(5,672,189)
	<b>5,056,231</b>	<b>(5,672,189)</b>

**6 Intangible assets**

	<b>Completed development projects DKK</b>	<b>Acquired intangible assets DKK</b>	<b>Goodwill DKK</b>
Cost beginning of year	65,756,702	6,475,593	135,095,948
Addition through business combinations etc	0	33,852,927	39,006,374
Exchange rate adjustments	0	0	(1)
Additions	16,862,863	0	0
<b>Cost end of year</b>	<b>82,619,565</b>	<b>40,328,520</b>	<b>174,102,321</b>
Amortisation and impairment losses beginning of year	(41,095,137)	(404,725)	(13,509,595)
Amortisation for the year	(9,190,552)	(1,286,672)	(7,394,844)
<b>Amortisation and impairment losses end of year</b>	<b>(50,285,689)</b>	<b>(1,691,397)</b>	<b>(20,904,439)</b>
<b>Carrying amount end of year</b>	<b>32,333,876</b>	<b>38,637,123</b>	<b>153,197,882</b>



## 7 Development projects

Development projects in progress comprise the continuous development of the Group's sourcing software, including new features etc.

The capitalised costs consist of internal costs relating to employees and to a minor extent assistance purchased from sub-suppliers.

The continuous development of the system etc. is expected to ensure continued development in primary activities, leading to increased market shares.

Based on an assessment of the capitalised development projects in progress, Management has concluded that the recoverable amount or value in use exceeds the carrying amount.

## 8 Property, plant and equipment

	<b>Other fixtures and fittings, tools and equipment DKK</b>	<b>Leasehold improvements DKK</b>
Cost beginning of year	1,907,500	417,521
Addition through business combinations etc	151,761	0
Additions	20,510	17,265
Disposals	(1,407,007)	(39,285)
<b>Cost end of year</b>	<b>672,764</b>	<b>395,501</b>
Depreciation and impairment losses beginning of year	(1,807,229)	(65,218)
Depreciation for the year	(51,524)	(43,479)
Reversal regarding disposals	1,407,007	39,285
<b>Depreciation and impairment losses end of year</b>	<b>(451,746)</b>	<b>(69,412)</b>
<b>Carrying amount end of year</b>	<b>221,018</b>	<b>326,089</b>

## 9 Financial assets

	<b>Deposits DKK</b>
Cost beginning of year	493,045
Disposals	(9,975)
<b>Cost end of year</b>	<b>483,070</b>
<b>Carrying amount end of year</b>	<b>483,070</b>

## 10 Prepayments

Prepayments comprise incurred costs relating to subsequent financial years.

**11 Contributed capital**

	Number	Par value DKK	Nominal value DKK	Recorded par value DKK
A-shares	92,830,500	0.01	928,305	928,305
B-Shares	10,000,000	0.01	100,000	100,000
C-Shares	1,301,100	0.01	13,011	13,011
	<b>104,131,600</b>		<b>1,041,316</b>	<b>1,041,316</b>

**12 Deferred tax**

	2021 DKK	2020 DKK
Intangible assets	7,113,600	5,425,000
Property, plant and equipment	17,000	4,000
Liabilities other than provisions	(166,000)	(154,053)
Tax losses carried forward	(492,000)	(345,000)
<b>Deferred tax</b>	<b>6,472,600</b>	<b>4,929,947</b>

<b>Changes during the year</b>	2021 DKK	2020 DKK
Beginning of year	4,929,947	4,054,835
Recognised in the income statement	1,542,653	875,112
<b>End of year</b>	<b>6,472,600</b>	<b>4,929,947</b>

Deferred tax liabilities include tax loss carried forward. Based on budgets, Management has assessed that there will be future taxable income in which unutilized tax deficits can be utilized.

**13 Other payables**

	2021 DKK	2020 DKK
Holiday pay obligation	1,860,417	2,182,978
	<b>1,860,417</b>	<b>2,182,978</b>

**14 Non-current liabilities other than provisions**

	Due after more than 12 months 2021 DKK	Outstanding after 5 years 2021 DKK
Bank loans	33,852,805	0
Other payables	1,860,417	1,860,417
	<b>35,713,222</b>	<b>1,860,417</b>

**15 Other payables**

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
VAT and duties	4,029,224	3,146,686
Wages and salaries, personal income taxes, social security costs, etc. payable	1,661,938	3,371,271
Holiday pay obligation	945,696	583,667
Other costs payable	5,127,186	858,895
	<b>11,764,044</b>	<b>7,960,519</b>

**16 Deferred income**

Deferred income consists of accruals of the Group's contracts.

**17 Changes in working capital**

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Increase/decrease in receivables	(24,147,018)	(4,832,546)
Increase/decrease in trade payables etc.	89,608,605	6,990,723
Other changes	213,054	1,338,104
	<b>65,674,641</b>	<b>3,496,281</b>

**18 Assets charged and collateral**

Bank loans are secured by way of a registered all-moneys mortgage with floating charge of DKK 4,000k nominal in intangible assets, property, plant and equipment and receivables. The carrying amount of mortgaged assets is DKK 59,334k.

A bank guarantee of a total of DKK 22k has been provided.

**19 Non-arm's length related party transactions**

Only non-arm's length related party transactions are disclosed in the annual report. No such transactions were conducted during the financial year.

**20 Subsidiaries**

	<b>Registered in</b>	<b>Corporate form</b>	<b>Ownership %</b>
BidCo Sourcing A/S	Solbjerg, Denmark	A/S	100.00
Scanmarket A/S	Solbjerg, Denmark	A/S	100.00
MIA data ApS	Solbjerg, Denmark	ApS	100.00
Scanmarket North America Inc.	Alpharetta, USA	Inc.	100.00
Scanmarket.com Ltd.	London, United Kingdom	Ltd.	100.00
Scanmarket BV	Amsterdam, The Netherlands	BV	100.00
Symfact AG	Sugiez, Switzerland	AG	100.00
Symfact Inc.	Chicago, USA	Inc.	100.00

# Parent income statement for 2021

	Notes	2021 DKK	2020 DKK
<b>Gross profit/loss</b>		<b>(33,573)</b>	<b>(42,500)</b>
Income from investments in group enterprises		5,038,743	(5,628,050)
Other financial income	1	484,555	0
Other financial expenses	2	(491,091)	(15,597)
<b>Profit/loss before tax</b>		<b>4,998,634</b>	<b>(5,686,147)</b>
Tax on profit/loss for the year	3	57,597	13,958
<b>Profit/loss for the year</b>	4	<b>5,056,231</b>	<b>(5,672,189)</b>

# Parent balance sheet at 31.12.2021

## Assets

	Notes	2021 DKK	2020 DKK
Investments in group enterprises		128,374,336	123,095,648
<b>Financial assets</b>	5	<b>128,374,336</b>	<b>123,095,648</b>
<b>Fixed assets</b>		<b>128,374,336</b>	<b>123,095,648</b>
Receivables from group enterprises		75,763,004	0
Deferred tax	6	34,000	25,000
Other receivables		0	285,000
Tax receivable		1,192,546	1,958,574
Joint taxation contribution receivable		132,437	0
<b>Receivables</b>		<b>77,121,987</b>	<b>2,268,574</b>
<b>Cash</b>		<b>592,349</b>	<b>297,035</b>
<b>Current assets</b>		<b>77,714,336</b>	<b>2,565,609</b>
<b>Assets</b>		<b>206,088,672</b>	<b>125,661,257</b>

**Equity and liabilities**

	<b>Notes</b>	<b>2021 DKK</b>	<b>2020 DKK</b>
Contributed capital		1,041,316	1,041,316
Retained earnings		127,894,310	122,598,134
<b>Equity</b>		<b>128,935,626</b>	<b>123,639,450</b>
Trade payables		15,000	15,000
Payables to group enterprises		75,813,063	11,792
Joint taxation contribution payable		1,324,983	1,958,574
Other payables		0	36,441
<b>Current liabilities other than provisions</b>		<b>77,153,046</b>	<b>2,021,807</b>
<b>Liabilities other than provisions</b>		<b>77,153,046</b>	<b>2,021,807</b>
<b>Equity and liabilities</b>		<b>206,088,672</b>	<b>125,661,257</b>

Employees	7
Contingent liabilities	8
Assets charged and collateral	9
Related parties with controlling interest	10
Transactions with related parties	11

# Parent statement of changes in equity for 2021

	Contributed capital DKK	Reserve for net revaluation according to the equity method DKK	Retained earnings DKK	Total DKK
Equity beginning of year	1,041,316	0	122,598,134	123,639,450
Exchange rate adjustments	0	239,945	0	239,945
Profit/loss for the year	0	(239,945)	5,296,176	5,056,231
<b>Equity end of year</b>	<b>1,041,316</b>	<b>0</b>	<b>127,894,310</b>	<b>128,935,626</b>



# Notes to parent financial statements

## 1 Other financial income

	2021 DKK	2020 DKK
Financial income from group enterprises	484,555	0
	<b>484,555</b>	<b>0</b>

## 2 Other financial expenses

	2021 DKK	2020 DKK
Financial expenses from group enterprises	484,555	0
Other interest expenses	6,364	15,597
Exchange rate adjustments	172	0
	<b>491,091</b>	<b>15,597</b>

## 3 Tax on profit/loss for the year

	2021 DKK	2020 DKK
Change in deferred tax	(9,000)	(25,000)
Adjustment concerning previous years	(48,597)	11,042
	<b>(57,597)</b>	<b>(13,958)</b>

## 4 Proposed distribution of profit and loss

	2021 DKK	2020 DKK
Retained earnings	5,056,231	(5,672,189)
	<b>5,056,231</b>	<b>(5,672,189)</b>

## 5 Financial assets

	Investments in group enterprises DKK
Cost beginning of year	131,500,000
<b>Cost end of year</b>	<b>131,500,000</b>
Impairment losses beginning of year	(8,404,352)
Adjustments on equity	239,945
Share of profit/loss for the year	5,038,743
<b>Impairment losses end of year</b>	<b>(3,125,664)</b>
<b>Carrying amount end of year</b>	<b>128,374,336</b>

A specification of investments in subsidiaries is evident from the notes to the consolidated financial statements.

## 6 Deferred tax

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
Tax losses carried forward	34,000	25,000
<b>Deferred tax</b>	<b>34,000</b>	<b>25,000</b>

	<b>2021</b>	<b>2020</b>
	<b>DKK</b>	<b>DKK</b>
<b>Changes during the year</b>		
Beginning of year	25,000	0
Recognised in the income statement	9,000	25,000
<b>End of year</b>	<b>34,000</b>	<b>25,000</b>

### Deferred tax assets

Deferred tax assets have been recognized, as it is expected that this can be realized within a short number of years.

## 7 Employees

The Entity has no employees other than the Executive Board. The Executive Officer has not received any remuneration.

## 8 Contingent liabilities

The Entity serves as the administration company in a Danish joint taxation arrangement. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity is therefore liable for income taxes etc. for the jointly taxed entities, and also for obligations, if any, relating to the withholding of tax on interest, royalties and dividends for these entities.

## 9 Assets charged and collateral

A first pledge is given on any outstanding amounts to the company's primary bank-connection Jyske Bank, regarding all shares in BidCo Sourcing A/S.

The shares are recognised and measured according to the equity method. Per 31.12.2021 the shares amounts to 128,374,336 DKK while debt in Jyske Bank amounts to 0 DKK.

## 10 Related parties with controlling interest

Verdane Edda (D) AB, Sweden owns the majority of the shares in the Entity, thus exercising control.

## 11 Non-arm's length related party transactions

Only non-arm's length related party transactions are disclosed in the annual report. No such transactions were conducted during the financial year.

# Accounting policies

## Reporting class

This annual report has been prepared in accordance with the provisions of the Danish Financial Statements Act governing reporting class C enterprises (medium).

The accounting policies applied to these consolidated financial statements and parent financial statements are consistent with those applied last year. This is the first year the company prepares a consolidated annual report. This has been prepared in accordance with the accounting policies described below.

## 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.

## Consolidated financial statements

The consolidated financial statements comprise the Parent and the group enterprises (subsidiaries) that are controlled by the Parent. Control is achieved by the Parent, either directly or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence.

## Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of the Parent and its subsidiaries. The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements.

Investments in subsidiaries are offset at the pro rata share of such subsidiaries' net assets at the acquisition date, with net assets having been calculated at fair value.

## Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates and out of the translation of income statements from average rates to the exchange rates at the balance sheet date are recognised directly in the translation reserve in equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are recognised directly in the translation reserve in equity.

When recognising foreign subsidiaries that are integral entities, monetary assets and liabilities are translated using the exchange rates at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rate at the time of acquisition or the time of any subsequent revaluation or writedown. The items of the income statement are translated at the average rates of the months; however, items deriving from non-monetary assets and liabilities are translated using the historical rates applicable to the relevant non-monetary items.

## Income statement

### Gross profit or loss

Gross profit or loss comprises revenue, cost of sales and external expenses.

### Revenue

Revenue consists of sale of software licenses and consultancy services. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed. The Company's signed contracts are treated according to the rules of bundled contracts, and the value of each service is calculated prior to revenue recognition.

Revenue from consultancy services are recognized at the time of delivery.

Recognition of revenue from sale of software licenses requires an agreement with the client which creates enforceable rights and obligations between the parties, has commercial substance, and identifies payment terms. In addition, it must be probable that the consideration determined in the contract will be collected.

Revenue from both contract- and lock-in period is recognized when the client has obtained control of the license or service and has the ability to use and obtain substantially all the benefits from the license or service, because the company is then assured of the profit.

Scanmarket has therefore assessed that the client obtains control of the license when all of the following criteria

are met: a binding contract is entered into; the license is delivered; and the client has the right to use it. License revenue is therefore generally recognized at that point-in-time.

When the contract contains functionality gaps or requires client acceptance of functionality, the revenue recognition will be deferred until the time of delivery or acceptance. The consideration attributable to license fee in subscription-based agreements is discounted to net present value when the value of the financing element is deemed significant.

Revenue from hosting fees and support agreements is recognized on a straight-line basis over the contract period.

#### **Cost of sales**

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

#### **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.

#### **Staff costs**

Staff costs comprise wages and salaries, and social security contributions, pension contributions, etc. for entity staff.

#### **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.

#### **Income from investments in group enterprises**

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

#### **Other financial income**

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital or exchange gains on transactions in foreign currencies, and tax relief under the Danish Tax Prepayment Scheme etc.

#### **Other financial expenses**

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on transactions in foreign currencies and tax surcharge under the Danish Tax Prepayment Scheme etc.

#### **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 Parent is jointly taxed with all of its 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).

## Balance sheet

### Goodwill

Goodwill is the positive difference between cost of investments and fair value of assets and liabilities arising from acquisitions. Goodwill is amortised straight-line over its estimated useful life, which is fixed based on the experience gained by Management for each business area. For amounts of goodwill, useful life has been determined based on an assessment of whether the enterprises are strategically acquired enterprises with a strong market position and a long-term earnings profile and whether the amount of goodwill includes intangible resources of a temporary nature that cannot be separated and recognised as separate assets. Useful lives are reassessed annually. The amortisation periods used are 5-10 years.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

### Intellectual property rights etc.

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity in the reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using their estimated useful lives of the assets. The amortisation periods used are 3-5 years.

Intellectual property rights acquired are measured at cost less accumulated amortisation. Patents are amortised on a straight-line basis over their remaining duration, and licences are amortised on a straight-line basis over the term of the agreement.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

### Property, plant and equipment

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:

Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	10 years

For leasehold improvements and assets subject to finance leases, the depreciation period cannot exceed the contract period.

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.

#### **Investments in group enterprises**

Investments in group enterprises are recognised and measured in the parent financial statements according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to the reserve for net revaluation according to the equity method in equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

#### **Receivables**

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

#### **Deferred tax**

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

#### **Tax payable or receivable**

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

#### **Joint taxation contributions payable or receivable**

Current joint taxation contributions payable or receivable are recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

**Prepayments**

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

**Cash**

Cash comprises cash in hand and bank deposits.

**Other financial liabilities**

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

**Joint taxation contributions payable or receivable**

Current joint taxation contributions payable or receivable are recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.

**Deferred income**

Deferred income comprises income received for recognition in subsequent financial years. Deferred income is measured at cost.

**Cash flow statement**

The cash flow statement shows cash flows from operating, investing and financing activities, and cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are presented using the indirect method and calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes, and financial income, financial expenses and income tax paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises, activities and fixed asset investments, and purchase, development, improvement and sale, etc. of intangible assets and property, plant and equipment.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs, and the raising of loans, repayments of interest-bearing debt, including lease liabilities, purchase of treasury shares and payment of dividend.

Cash and cash equivalents comprise cash.