
Working Minds ApS

Fjordager 21, DK-4040 Jyllinge

Annual Report for 27 May 2019 - 30 June 2020

CVR No 40 54 83 78

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
26/11 2020

Albert Crilles Sebastian
Funder
Chairman of the General
Meeting



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Working Minds ApS for the financial year 27 May 2019 - 30 June 2020.

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 30 June 2020 of the Company and of the results of the Company operations for 2019/20.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

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

Aarhus, 26 November 2020

Executive Board

Henrik Jochumsen
Executive Officer

Board of Directors

Albert Crilles Sebastian Funder
Chairman

Karen Hørlyck

Peter Herlev Enevoldsen

Henrik Jochumsen

Andreas Taarnskov Mailand

Independent Auditor's Report

To the Shareholders of Working Minds ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 June 2020 and of the results of the Company's operations for the financial year 27 May 2019 - 30 June 2020 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Working Minds ApS for the financial year 27 May 2019 - 30 June 2020, 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.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financials Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

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 misstate-

Independent Auditor's Report

ment, 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 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

Independent Auditor's Report

in a manner that gives a true and fair view.

Independent Auditor's Report

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.

Aarhus, 26 November 2020

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Lars Østergaard

statsautoriseret revisor

mne26806

Company Information

The Company

Working Minds ApS
Fjordager 21
DK-4040 Jyllinge

CVR No: 40 54 83 78
Financial period: 27 May - 30 June
Municipality of reg. office: Roskilde

Board of Directors

Albert Crilles Sebastian Funder, Chairman
Karen Hørlyck
Peter Herlev Enevoldsen
Henrik Jochumsen
Andreas Taarnskov Mailand

Executive Board

Henrik Jochumsen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Nobelparken
Jens Chr. Skous Vej 1
DK-8000 Aarhus C

Lawyers

Advokat & Co
Kronprinsensgade 13, 1 sal
DK-1114 København K

Bankers

Danske Bank

Management's Review

Key activities

The object of the Company is to carry on business in advertising and marketing.

The Company was established on 27 May 2019 by cash contribution of DKK 40,000 at a price of DKK 100.

As it is the Company's first financial year, no comparative figures are included in the Annual Report.

Development in the year

The Company's income statement for 2019/20 shows a loss of DKK 18,829, and the Company's balance sheet shows equity of DKK 21,171 on 30 June 2020.

The reason for the Company's 2019/20 loss is that the Company is in a start-up phase and has been affected by COVID-19 in 2019/20. The Company had expected a profit before tax of approx. DKK 300k; however, as a result of the COVID-19 pandemic, the profit was not realised. In the financial year, the Company availed itself of the COVID-19 relief packages, and a total of DKK 140k has been recognised as income in the Annual Report.

Reference is made to note 1 to the Annual Report for further details on COVID-19.

Capital resources

As appears from the Annual Report, equity of the Company was DKK 21,271 on 30 June 2020, and the Company has thereby lost its share capital of DKK 40,000. Company Management expects capital to be restored in the immediate future by way of the Company's future earnings.

Targets and expectations for the year ahead

Company Management expects to realise a profit for 2020/21. Furthermore, Company Management expects that the liquidity necessary for conducting operations in 2020/21 will be made available.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income Statement 27 May - 30 June

	<u>Note</u>	<u>2019/20</u> DKK
Gross profit/loss		1.764.029
Staff expenses	2	-1.668.062
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	3	<u>-86.500</u>
Profit/loss before financial income and expenses		9.467
Financial income		203
Financial expenses		<u>-28.799</u>
Profit/loss before tax		-19.129
Tax on profit/loss for the year	4	<u>300</u>
Net profit/loss for the year		<u>-18.829</u>

Distribution of profit

Proposed distribution of profit

Retained earnings		<u>-18.829</u>
		<u>-18.829</u>

Balance Sheet 30 June

Assets

	<u>Note</u>	<u>2020</u> DKK
Other fixtures and fittings, tools and equipment		328.700
Property, plant and equipment	5	328.700
Deposits		59.970
Fixed asset investments		59.970
Fixed assets		388.670
Trade receivables		177.297
Other receivables		61.121
Deferred tax asset		300
Prepayments		20.596
Receivables		259.314
Cash at bank and in hand		349.598
Currents assets		608.912
Assets		997.582

Balance Sheet 30 June

Liabilities and equity

	<u>Note</u>	<u>2020</u> DKK
Share capital		40.000
Retained earnings		-18.829
Equity		<u>21.171</u>
Credit institutions		278.762
Other payables		52.856
Long-term debt	6	<u>331.618</u>
Credit institutions	6	59.854
Trade payables		8.400
Payables to owners and Management		207.651
Other payables	6	368.888
Short-term debt		<u>644.793</u>
Debt		<u>976.411</u>
Liabilities and equity		<u>997.582</u>
Unusual events	1	
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Statement of Changes in Equity

	<u>Share capital</u> DKK	<u>Retained earnings</u> DKK	<u>Total</u> DKK
Equity at 27 May	0	0	0
Cash payment concerning formation of entity	40.000	0	40.000
Net profit/loss for the year	0	-18.829	-18.829
Equity at 30 June	40.000	-18.829	21.171

Notes to the Financial Statements

1 Unusual events

The implications of COVID-19 with many governments across the world deciding to "close down their countries" will have great impact on the global economy.

The Company carries on business in marketing and advertising, and Company Management has assessed that COVID-19 has had an impact on the company in 2019/20 as its customers have been affected by the pandemic. The Company expected a profit before tax of approx. DKK 300k for 2019/20, and the conclusion is therefore that the Company has been significantly affected by COVID-19 in its start-up phase. In addition, the Company expects to be affected by the pandemic in 2020/21, yet currently not to a material degree.

	<u>2019/20</u> DKK
2 Staff expenses	
Wages and salaries	1.647.738
Other social security expenses	14.640
Other staff expenses	<u>5.684</u>
	<u>1.668.062</u>
Average number of employees	<u>4</u>
3 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	
Depreciation of property, plant and equipment	<u>86.500</u>
	<u>86.500</u>
4 Tax on profit/loss for the year	
Current tax for the year	0
Deferred tax for the year	<u>-300</u>
	<u>-300</u>

Notes to the Financial Statements

5 Property, plant and equipment

	Other fixtures and fittings, tools and equipment <u>DKK</u>
Cost at 27 May	0
Additions for the year	<u>415.200</u>
Cost at 30 June	<u>415.200</u>
Impairment losses and depreciation at 27 May	0
Depreciation for the year	<u>86.500</u>
Impairment losses and depreciation at 30 June	<u>86.500</u>
Carrying amount at 30 June	<u>328.700</u>

6 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>2020</u> DKK
Credit institutions	
Between 1 and 5 years	<u>278.762</u>
Long-term part	278.762
Other short-term debt to credit institutions	<u>59.854</u>
	<u>338.616</u>
Other payables	
Between 1 and 5 years	<u>52.856</u>
Long-term part	52.856
Other short-term payables	<u>368.888</u>
	<u>421.744</u>

Notes to the Financial Statements

7 Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with mortgage credit institutes:

No security provided as at 30 June 2020.

Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed income of the Group etc.

Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, royalty tax and tax on unearned income. Any subsequent adjustments to corporation taxes and withholding taxes may imply that the Company's liability is higher.

The Company has entered into a tenancy agreement with a period of notice of three months; The total liability amounts to DKK 36k.

8 Related parties

Ownership

The following shareholders are recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

Noprobs ApS, c/o Henrik Jochumsen, Fjordager 21, 4040 Jyllinge - Equity interest of 60%

KH Magente ApS, c/o Karen Hørlyck, Englandsvej 38D, 3. th., 2300 København S - Equity interest of 20%

Spring Family ApS, Studsgade 22, 8000 Aarhus C - Equity interest of 20%

Notes to the Financial Statements

9 Accounting Policies

The Annual Report of Working Minds ApS for 2019/20 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The Financial Statements for 2019/20 are presented in DKK.

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

9 Accounting Policies (continued)

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

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

Expenses for consumables

Expenses for consumables comprise consumables consumed to achieve revenue for the year.

Other external expenses

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

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, expenses for consumables and other external expenses.

Staff expenses

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

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Financial income and expenses

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

Tax on profit/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.

Notes to the Financial Statements

9 Accounting Policies (continued)

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

Balance Sheet

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment 4 years

Depreciation period and residual value are reassessed annually.

Assets costing less than DKK 14,100 are expensed in the year of acquisition.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Fixed asset investments

Fixed asset investments consist of deposits.

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.

Notes to the Financial Statements

9 Accounting Policies (continued)

Equity

Dividend

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

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off 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 will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

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.

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.