BEIERHOLM
VI SKABER BALANCE

# DigiShares A/S

Niels Jernes Vej 10, 9220 Aalborg Øst
CVR no. 40 62 36 20

## Annual report for 2021

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 09.06.22

Claus Skaaning
Dirigent

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# Company information etc.

## The company

DigiShares A/S
Niels Jernes Vej 10
9220 Aalborg Øst
Registered office: Aalborg
CVR no.: 40 62 36 20
Financial year: 01.01 - 31.12

## Executive Board

Claus Skaaning

## Board of Directors

Claus Skaaning
Yuriy Mikhaylovich Zubarovskiy
Ulrik Lehrskov-Schmidt

## Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

## Bank

Danske Bank, Erhverv Direkte

# Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.01.21 - 31.12.21 for DigiShares A/S.

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

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.12.21 and of the results of the company's activities for the financial year 01.01.21 - 31.12.21.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Aalborg, May 6, 2022

**Executive Board**

Claus Skaaning

**Board of Directors**

| | | |
|---|---|---|
| Claus Skaaning | Yuriy Mikhaylovich Zubarovskiy | Ulrik Lehrskov-Schmidt |

# Independent auditor's report on extended review

**To the Shareholder of DigiShares A/S**

## Opinion

We have performed an extended review of the financial statements of DigiShares A/S for the financial year 01.01.21 - 31.12.21 which comprise the income statement, balance sheet, statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial statements are prepared in accordance with the the Danish Financial Statements Act (Årsregnskabsloven).

Based on the work performed, in our opinion, the financial statements give a true and fair view of the company's assets, equity and liabilities and financial position as at 31.12.21 and the company's financial performance for the financial year 01.01.21 - 31.12.21 in accordance with the Danish Financial Statements Act.

## Basis for Opinion

We conducted our extended review in accordance with the Danish Business Authority's Assurance Standard for Small Enterprises and FSR – Danish Auditors' standard on extended review of financial statements prepared in accordance with the Danish Financial Statements Act. Our responsibilities under those standards and requirements are further described in the 'Auditor's responsibilities for the extended review of the financial statements' section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) 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 evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

## Statement regarding the management's review

The management is responsible for the management's review.

Our opinion on the financial statements does not include the management's review, and we do not express any form of conclusion on the management's review.

# Independent auditor's report on extended review

In connection with our extended review of the financial statements, it is our responsibility to read the management's review and in this connection consider whether the management's review is materially inconsistent with the financial statements or the knowledge we have ob-tained during our extended review, or in any other way appears to be materially misstated.

Furthermore, it is our responsibility to consider whether management's review contains the information required under the Danish Financial Statements Act.

Based on the work performed, we believe that the management's review is in accordance with the financial statements and has been prepared in accordance with the provisions of the Danish Financial Statements Acts. We have not detected any material misstatement in the management's review.

## Management's responsibility for the financial statements

The management is responsible for the preparation and fair presentation of the financial statements in accordance with the Danish Financial Statements Act and for such internal control as the 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 extended review of the financial statements

Our responsibility is to express a conclusion on the financial statements. This requires that we plan and perform procedures in order to obtain limited assurance for our conclusion on the financial statements and in addition perform specifically required supplementary procedures to obtain further assurance for our conclusion.

An extended review comprises procedures primarily consisting of making inquiries of management and others within the company, as appropriate, analytical procedures and the specifically required supplementary procedures as well as evaluation of the evidence obtained.

The procedures performed in an extended review are less than those performed in an audit, and accordingly, we do not express an audit opinion on the financial statements.

Hobro, May 6, 2022

**Beierholm**
Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Jan Carøe Sørensen
State Authorized Public Accountant
MNE-no. mne28583

## Primary activities

The company's activities comprise developing and selling software.

## Development in activities and financial affairs

The income statement for the period 01.01.21 - 31.12.21 shows a profit/loss of DKK 285,306 against DKK -969 for the period 01.01.20 - 31.12.20. The balance sheet shows equity of DKK 3,410,330.

## Subsequent events

No important events have occurred after the end of the financial year.

# Income statement

| Note | | 2021<br>DKK | 2020<br>DKK |
|---|---|---|---|
| | **Gross profit** | **2,445,503** | **144,860** |
| 1 | Staff costs | -2,007,252 | -145,206 |
| | **Profit/loss before depreciation, amortisation, write-downs and impairment losses** | **438,251** | **-346** |
| 2 | Income from equity investments in group enterprises | -136,455 | 0 |
| | Financial income | 17,629 | 0 |
| | Financial expenses | -53,691 | -558 |
| | **Profit/loss before tax** | **265,734** | **-904** |
| | Tax on profit or loss for the year | 19,572 | -65 |
| | **Profit/loss for the year** | **285,306** | **-969** |

**Proposed appropriation account**

| | 2021<br>DKK | 2020<br>DKK |
|---|---|---|
| Retained earnings | 285,306 | -969 |
| **Total** | **285,306** | **-969** |

# Balance sheet

## ASSETS

| Note | | 31.12.21 DKK | 31.12.20 DKK |
|---|---|---|---|
| | Development projects in progress | 1,657,766 | 0 |
| 3 | **Total intangible assets** | **1,657,766** | **0** |
| 4 | Equity investments in group enterprises | 190,034 | 0 |
| | **Total investments** | **190,034** | **0** |
| | **Total non-current assets** | **1,847,800** | **0** |
| | Trade receivables | 563,035 | 74,412 |
| | Receivables from group enterprises | 502,018 | 21,250 |
| | Deferred tax asset | 0 | 18,673 |
| | Income tax receivable | 384,281 | 0 |
| | Other receivables | 13,200 | 30,005 |
| | **Total receivables** | **1,462,534** | **144,340** |
| | **Cash** | **3,171,231** | **2,440,471** |
| | **Total current assets** | **4,633,765** | **2,584,811** |
| | **Total assets** | **6,481,565** | **2,584,811** |

# Balance sheet

## EQUITY AND LIABILITIES

| Note | | 31.12.21 DKK | 31.12.20 DKK |
|---|---|---|---|
| | Share capital | 576,435 | 506,865 |
| | Reserve for development costs | 1,293,057 | 0 |
| | Retained earnings | 1,540,838 | -37,737 |
| | **Total equity** | **3,410,330** | **469,128** |
| | Provisions for deferred tax | 346,036 | 0 |
| | **Total provisions** | **346,036** | **0** |
| 5 | Payables to other credit institutions | 1,956,500 | 0 |
| 5 | Deferred income | 360,630 | 0 |
| | **Total long-term payables** | **2,317,130** | **0** |
| 5 | Short-term part of long-term payables | 67,439 | 0 |
| | Trade payables | 111,382 | 79,976 |
| | Other payables | 229,248 | 2,035,707 |
| | **Total short-term payables** | **408,069** | **2,115,683** |
| | **Total payables** | **2,725,199** | **2,115,683** |
| | **Total equity and liabilities** | **6,481,565** | **2,584,811** |

6 Contingent liabilities
7 Charges and security

# Statement of changes in equity

| Figures in DKK | Share capital | Share premium | Reserve for develop-ment costs | Retained earnings |
|---|---|---|---|---|
| Statement of changes in equity for 01.01.21 - 31.12.21 | | | | |
| Balance as at 01.01.21 | 506,865 | 0 | 0 | -37,737 |
| Capital increase | 69,570 | 2,630,330 | 0 | 0 |
| Cost of changes in capital | 0 | -44,004 | 0 | 0 |
| Transfers to/from other reserves | 0 | -2,586,326 | 1,293,057 | 1,293,269 |
| Net profit/loss for the year | 0 | 0 | 0 | 285,306 |
| Balance as at 31.12.21 | 576,435 | 0 | 1,293,057 | 1,540,838 |

# Notes

| | 2021 DKK | 2020 DKK |
|---|---|---|

## 1. Staff costs

| | 2021 DKK | 2020 DKK |
|---|---|---|
| Wages and salaries | 1,883,830 | 130,621 |
| Pensions | 57,600 | 9,000 |
| Other social security costs | 17,418 | 1,136 |
| Other staff costs | 48,404 | 4,449 |
| Total | 2,007,252 | 145,206 |
| Average number of employees during the year | 5 | 1 |

## 2. Income from equity investments in group enterprises

| | 2021 DKK | 2020 DKK |
|---|---|---|
| Share of profit or loss of group enterprises | -136,455 | 0 |

## 3. Intangible assets

| Figures in DKK | Development projects in progress |
|---|---|
| Additions during the year | 1,657,766 |
| Cost as at 31.12.21 | 1,657,766 |
| Carrying amount as at 31.12.21 | 1,657,766 |

There are no special prerequisites for recognition of development activities.

## 4. Equity investments in group enterprises

| Figures in DKK | Equity investments in group enterprises |
|---|---|
| Additions during the year | 326,489 |
| Cost as at 31.12.21 | 326,489 |
| Net profit/loss from equity investments | -136,455 |
| Depreciation and impairment losses as at 31.12.21 | -136,455 |
| Carrying amount as at 31.12.21 | 190,034 |
| Positive balances ascertainable on initial recognition of equity investments measured at equity value | 0 |

| Name and registered office: | Ownership interest |
|---|---|
| Subsidiaries: | |
| DigiShares LLC, USA | 100% |
| DigiShares GmbH, Tyskland | 100% |

## 5. Long-term payables

| Figures in DKK | Repayment first year | Outstanding debt after 5 years | Total payables at 31.12.21 |
|---|---|---|---|
| Payables to credit institutions | 27,369 | 666,667 | 1,983,869 |
| Deferred income | 40,070 | 200,350 | 400,700 |
| Total | 67,439 | 867,017 | 2,384,569 |

## 6. Contingent liabilities

*Other contingent liabilities*

The company is taxed jointly with the other Danish companies in the group and is liable for income taxes on a pro rata basis and must comply with any obligations to withhold tax at source on interest, royalties and dividends for the jointly taxed companies. The maximum liability totals an amount corresponding to the share of the capital in the company which is owned directly or indirectly by the ultimate parent. The total tax liability for the jointly taxed companies at the balance sheet date has not yet been determined. For further information, please see the financial statements of the management company Danger Islands ApS.

## 7. Charges and security

As security for debt to credit institutions of DKK 2.027k, a company charge of nom. DKK 2.000k has been provided comprising goodwill, intellectual property rights, other plant, fixtures and fittings, tools and equipment, inventories and agricultural stock, trade receivables as well as fuels and other ancillary materials. The total carrying amount of the comprised assets is DKK 2.221k.

## 8. Accounting policies

### GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

### Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

### CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

**8. Accounting policies** - continued -

On recognition of independent foreign entities, the income statements are translated at the exchange rates applicable at the transaction date or approximate average exchange rates. The balance sheet items are translated using the exchange rates applicable at the balance sheet date. Foreign currency translation adjustments arising from the translation of equity at the beginning of the year using the exchange rates applicable at the balance sheet date and from the translation of income statements from average exchange rates to the exchange rates applicable at the balance sheet date are recognised directly in equity under the foreign currency translation reserve.

Translation adjustments of intercompany balances with independent foreign entities, measured using the equity method and where the balance is considered to be part of the overall investment, are recognised directly in equity under the foreign currency translation reserve. On the divestment of foreign entities, accumulated exchange differences are recognised in the income statement.

## GRANTS

Grants are recognised when there is reasonable certainty that the grant conditions have been met and that the grant will be received.

Grants to cover expenses incurred are recognised on a proportionate basis in the income statement over the period in which the expenses eligible for grants are expensed. Grants are recognised under other operating income.

## INCOME STATEMENT

### Gross profit

Gross profit comprises revenue, work performed for own account and capitalised and other operating income and other external expenses.

### Revenue

Income from the sale of services is recognised in the income statement as delivery takes place (delivery method). Revenue is measured at the selling value of the agreed consideration exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

## 8. Accounting policies - continued -

### Work performed for own account and capitalised

Work performed for own account and capitalised comprises cost of sales, wages and salaries and other internal expenses incurred during the year and included in the cost of self-constructed or self-produced intangible assets.

### Other operating income

Other operating income comprises income of a secondary nature in relation to the enterprise's activities, including rental income, negative goodwill and gains on the sale of intangible assets and property, plant and equipment.

### Other external expenses

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

### Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

### Depreciation, amortisation and impairment losses

The depreciation and amortisation of intangible assets and property, plant and equipment aim at systematic depreciation and amortisation over the expected useful lives of the assets. Assets are depreciated and amortised according to the straight-line method based on the following expected useful lives and residual values:

| | Useful life, year | Residual value, per cent |
|---|---|---|
| Completed development projects | 10 | 0 |

### Income from equity investments in group entreprises

For equity investments in equity investments in subsidiaries, measured using the equity method, the share of the enterprises' profit or loss is recognised in the income statement after elimination of unrealised intercompany profits and losses and less any goodwill amortisation and impairment losses.

## 8. Accounting policies - continued -

Income from equity investments in equity investments in subsidiaries also comprises gains and losses on the sale of equity investments.

### Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

### Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

The company is jointly taxed with Danish consolidated enterprises.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

### BALANCE SHEET

### Intangible assets

*Completed development projects and development projects in progress*

Development projects are recognised in the balance sheet where the project aims at developing a specific product or a specific process, intended to be produced or used, respectively, by the company in its production process. On initial recognition, development projects are measured at cost. Cost comprises the purchase price plus expenses resulting directly from the purchase, including wages and salaries directly attributable to the development projects until the asset is ready for use. Interest on loans arranged to finance development projects in the development period is not included in the cost. Other development projects and development costs are recognised in the income statement in the year in which they are incurred.

Development projects in progress are transferred to completed development projects when the asset is ready for use.

## 8. Accounting policies - continued -

Development projects are subsequently measured in the balance sheet at cost less accumulated amortisation and impairment losses.

Completed development projects are amortised using the straight-line method based on useful lives, which are stated in the 'Depreciation, amortisation and impairment losses' section.

*Gains or losses on the disposal of intangible assets*

Gains or losses on the disposal of intangible assets are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal.

### Equity investments in group entreprises

Equity investments in subsidiaries are recognised and measured according to the equity method. For equity investments in subsidiaries, the equity method is considered a measurement method.

On initial recognition, equity investments measured according to the equity method are measured at cost. Transaction costs directly attributable to the acquisition are recognised in the cost of equity investments.

Under subsequent recognition and measurement of equity investments according to the equity method, equity investments are measured at the proportionate share of the enterprises' equity value, determined according to the accounting policies of the parent, adjusted for the remaining value of goodwill and gains and losses on transactions with the enterprises in question. Equity investments, where information for recognition according to the equity method is not known, are measured at cost.

Gains or losses on disposal of equity investments are determined as the difference between the disposal consideration and the carrying amount of net assets at the time of sale, including non-amortised goodwill, as well as the expected costs of divestment or discontinuation. Gains and losses are recognised in the income statement under income from equity investments.

### Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation and amortisation.

## 8. Accounting policies - continued -

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

### Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

### Cash

Cash includes deposits in bank accounts as well as operating cash.

### Equity

The net revaluation of equity investments measured according to the equity method is recognized in the net revaluation reserve in equity according to the equity method to the extent that the carrying amount exceeds the cost.

An amount equivalent to internally generated development costs in the balance sheet is recognised in equity under reserve for development costs. The reserve is measured less deferred tax and reduced by amortisation and impairment losses on the asset. If impairment losses on development costs are subsequently reversed, the reserve will be restored with a corresponding amount. The reserve is dissolved when the development costs are no longer recognized in the balance sheet, and the remaining amount will be transferred to retained earnings.

## 8. Accounting policies - continued -

### Current and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

### Payables

Long-term payables are measured at cost at the time of contracting such liabilities (raising of the loan). The payables are subsequently measured at amortised cost where capital losses and loan expenses are recognised in the income statement as a financial expense over the term of the payable on the basis of the calculated effective interest rate in force at the time of contracting the liability.

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

### Deferred income

Deferred income under liabilities comprises payments received in respect of income in subsequent financial years.