

Bumble Ventures SPV ApS

c/o Better Collective A/S
Toldbodgade 12, 1253 København K

CVR no. 40 68 72 97

Annual report 2019

(As of the establishment of the Company 24 July - 31 December 2019)

Approved at the Company's annual general meeting on 9 June 2020

Chairman:

Christian Kirk Rasmussen

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Christian Kirk Rasmussen





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Statement by the Executive Board

Today, the Executive Board has discussed and approved the annual report of Bumble Ventures SPV ApS for the financial year as of the establishment of the Company 24 July - 31 December 2019.

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 of the Company at 31 December 2019 and of the results of the Company's operations for the financial year as of the establishment of the Company 24 July - 31 December 2019.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 9 June 2020
Executive Board:

Christian Kirk Rasmussen

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Christian Kirk Rasmussen
Director



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Jesper Søgaard
Director

Independent auditor's report

To the shareholders of Bumble Ventures SPV ApS

Opinion

We have audited the financial statements of Bumble Ventures SPV ApS for the financial year as of the establishment of the Company 24 July - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are 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 of the Company at 31 December 2019 and of the results of the Company's operations for the financial year as of the establishment of the company 24 July - 31 December 2019 in accordance with the Danish Financial Statements Act.

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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 rules and requirements.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to 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 the 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.

Independent auditor's report

- ▶ 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 note disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the 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 the Management's review and, in doing so, consider whether the 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 the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 9 June 2020
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR no. 30 70 02 28



Jan C. Olsen
State Authorised Public Accountant
mne33717



Peter Andersen
State Authorised Public Accountant
mne34313



Management's review

Company details

Name	Bumble Ventures SPV ApS
Address, Postal code, City	c/o Better Collective A/S Toldbodgade 12, 1253 København K
CVR no.	40 68 72 97
Established	24 July 2019
Registered office	København
Financial year	24 July - 31 December 2019
Executive Board	Christian Kirk Rasmussen, Director Jesper Søgaard, Director
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Dirch Passers Allé 36, P.O. Box 250, 2000 Frederiksberg, Denmark

Management commentary

Business review

The purpose of the company is to invest and own shares in other companies and other related companies.

Financial review

The income statement for 2019 shows a loss of DKK 30 thousand, and the balance sheet at 31 December 2019 shows equity of DKK 23,547 thousand.

Events after the balance sheet date

The company has as per 31 December 2019 invested in shares in Airhelp Inc. totalling DKK 23.5 million. Airhelp Inc. has subsequently been affected by COVID-19, which has led Airhelp Inc. to initiate a fundraising round at a lower price per share than the cost price used in the financial statements for 2019. As a result, management has estimated the value of Airhelp Inc. to be DKK 18 million as per 9 June 2020. As this is considered a non-adjusting subsequent event, the above is not adjusted in the financial statements for 2019.

No other events have occurred after the balance sheet date that may have a significant influence on the assessment of the annual report.



Financial statements for the period 24 July - 31 December 2019

Income statement

Note	DKK'000	2019 5 months
	Gross loss	-30
3	Staff costs	0
	Profit/loss for the year	-30
	Recommended appropriation of profit/loss	
	Retained earnings/accumulated loss	-30
		-30



Financial statements for the period 24 July - 31 December 2019

Balance sheet

Note	DKK'000	2019
	ASSETS	
	Fixed assets	
4	Investments	
	Other securities and investments	23,537
		<u>23,537</u>
	Total fixed assets	<u>23,537</u>
	Non-fixed assets	
	Receivables	
	Other receivables	35
		<u>35</u>
	Total non-fixed assets	<u>35</u>
	TOTAL ASSETS	<u><u>23,572</u></u>
	EQUITY AND LIABILITIES	
	Equity	
5	Share capital	40
	Retained earnings	23,507
	Total equity	<u>23,547</u>
	Liabilities other than provisions	
	Current liabilities other than provisions	
	Trade payables	25
		<u>25</u>
	Total liabilities other than provisions	<u>25</u>
	TOTAL EQUITY AND LIABILITIES	<u><u>23,572</u></u>

- 1 Accounting policies
- 2 Events after the balance sheet date
- 6 Contractual obligations and contingencies, etc.
- 7 Collateral



Financial statements for the period 24 July - 31 December 2019

Statement of changes in equity

DKK'000	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Cash payments concerning formation of enterprise	40	0	40
Capital contribution	0	23,537	23,537
Transfer through appropriation of loss	0	-30	-30
Equity at 31 December 2019	<u>40</u>	<u>23,507</u>	<u>23,547</u>

Financial statements for the period 24 July - 31 December 2019

Notes to the financial statements

1 Accounting policies

The annual report of Bumble Ventures SPV ApS for 2019 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to reporting class B entities and elective choice of certain provisions applying to reporting class C entities.

Reporting currency

The financial statements are presented in Danish kroner (DKK'000).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Gross loss

The items revenue and external expenses have been aggregated into one item in the income statement called gross loss in accordance with section 32 of the Danish Financial Statements Act.

Administrative expenses

Administrative expenses include expenses incurred in the year for company management and administration.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The Company and its Danish group entities are jointly taxed. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Financial statements for the period 24 July - 31 December 2019

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Other securities and investments

Securities which the Company intends to hold to maturity are measured at cost. Value adjustments are recognised in the income statement under "Net financials".

Impairment of fixed assets

The carrying amount of investments is assessed for impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists. Impairment losses on goodwill are not reversed.

Receivables

Receivables are measured at amortised cost.

The Company has chosen IAS 39 as interpretation for impairment of financial receivables.

An impairment loss is recognised if there is objective evidence that a receivable or a group of receivables is impaired. If there is objective evidence that an individual receivable has been impaired, an impairment loss is recognised on an individual basis.

Equity

Proposed dividends

Dividend proposed for the year is recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Liabilities

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan. Financial liabilities also include the capitalised residual lease liability in respect of finance leases.

Other liabilities are measured at net realisable value.

Financial statements for the period 24 July - 31 December 2019

Notes to the financial statements

2 Events after the balance sheet date

The company has as per 31 December 2019 invested in shares in Airhelp Inc. totalling DKK 23.5 million. Airhelp Inc. has subsequently been affected by COVID-19, which has led Airhelp Inc. to initiate a fundraising round at a lower price per share than the cost price used in the financial statements for 2019. As a result, management has estimated the value of Airhelp Inc. to be DKK 18 million as per 9 June 2020. As this is considered a non-adjusting subsequent event, the above is not adjusted in the financial statements for 2019.

No other events have occurred after the balance sheet date that may have a significant influence on the assessment of the annual report.

3 Staff costs

The Company has no employees.

4 Investments

DKK'000	<u>Other securities and investments</u>
Cost at 24 July 2019	0
Additions	23,537
Cost at 31 December 2019	<u>23,537</u>
Carrying amount at 31 December 2019	<u><u>23,537</u></u>

5 Share capital

The Company's share capital has remained DKK 40 thousand since the establishment.

6 Contractual obligations and contingencies, etc.

Other contingent liabilities

The Company is jointly taxed with its parent company, Better Holding 2012 A/S, which acts as management company, and has limited and alternative liability together with other jointly taxed group entities for payment of income taxes for income year 2019 onwards as well as withholding taxes on interest, royalties and dividends falling due for payment on or after 24 July 2019.

7 Collateral

The Company has not provided any security or other collateral in assets at 31 December 2019.