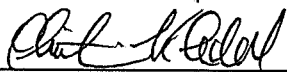


Annual report
Smarter Airports A/S
9 October 2020 - 31 December 2021

Rued Langgaards Vej 8, 5. floor
DK-2300 Copenhagen S
CVR nr.: 41 74 67 50

The financial statements have been presented and approved at the company's annual general meeting

27/6 2022 
Date Christian Kledal (Chairman of the General Meeting)

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Company Information

The company	<p>Smarter Airports A/S Rued Langgaards Vej 8, 5. floor DK-2300 Copenhagen S</p> <p>CVR nr.: 41 74 67 50 Municipality of registered office: Taarnby Established 9 October 2020</p>
Primary Activities	<p>The Company's object is to engage in IT business including development and sale of software, as well as other related business.</p>
Board of Directors	<p>André Rafal Rogaczewski (Chairman) Thomas Woldbye (Vice chairman) Thomas Cordth Christian Poulsen</p>
Executive Management	<p>Mehdi Motaghiani (CEO) Mikael Bruhn Sjørslev (CFO)</p>
Ownership	<p>The Company is owned through a Joint Venture, by: 50% ownership by Netcompany A/S, Grønningen 17, 1. floor, DK-1270 Copenhagen 50% ownership by Copenhagen Airports A/S, Lufthavnsboulevarden 6, DK- 2770 Kastrup</p>

Management Report

The Company's objective is to engage in IT business including development and sale of software, as well as other related business. The owners, Netcompany A/S and Copenhagen Airports A/S hold equal ownership shares of the Company.

Activity

The first year of reporting runs from 9 October 2020, date of establishment, through December 31 2021 (15 months).

During the first reporting period the company has been developing the airport operational software AIRHART, and has initiated sales and marketing efforts to promote AIRHART to airports worldwide. The first version of AIRHART is expected to be ready for market during 2022 and will go-live with Copenhagen Airport A/S as the first customer.

As per 31 December 2021 the company had no employees. All services are delivered by the joint venture partners on consultancy basis.

Financial development

The majority of expenses during the first reporting period is capital expenditure related to the development of AIRHART. Operational costs are related to Microsoft cloud hosting costs, sales and marketing activities and administration.

During the first reporting period, the shareholders have made 3 capital contributions, bringing the paid in capital to DKK 260m as per end 2021. The company has no loans.

Loss after taxes 2021 is DKK 8.9m which is in line with the expectations.

Events after year-end

No significant events have occurred after 31 December 2021 which should have been reflected in these financial statements.

Risks

Delays in respect of the completion of AIRHART may postpone the start of revenue generation in the company. In general the revenue potential of the Company depends on the situation in the airport industry and the Company's ability to attract new airport customers. In this respect COVID-19 may delay and/or decrease future revenue potential of the company.

Accounting Policies

The financial statements of Smarter Airports A/S have been prepared in accordance with the provisions of the Danish Financial Statements Act (governing accounting class B).

Recognition and measurement

These financial statements have been presented in DKK, which is also the Company's functional currency. All amounts are rounded to the nearest thousand, unless stated otherwise.

Income is recognised in the income statement when earned, whereas costs are recognized by the amounts attributable to the individual financial year.

Assets are recognised in the balance sheet when it is considered probable that future economic benefits will flow to the company and the value of the asset can be measured on a reliable basis.

Liabilities are recognised in the balance sheet when the Company has a legal 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 recognised in the income statement.

Net sales

The company develops and sells IT software, AIRHART, to airports. Revenue from the sales comprise subscription fees, implementation fees, maintenance fees, and potential fees for development of customized software, which are recognised as a combination of a fixed straight-line basis over a period or at a particular time when the services are provided or a passenger dependent fee in a contractual period.

External costs

External costs comprise product operation, service delivery, business development, administrative expenses, sales and marketing expenses, business support and other operating and maintenance costs. Third party hosting and software costs and product branding costs are considered operational costs.

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.

Accounting Policies (continued)

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.

Current tax liabilities are carried in the balance sheet as Current liabilities to the extent such items have not been paid. Tax overpaid on account is included as a separate line item under Receivables. Interest and allowances regarding tax payments are recognised under Financial income and Financial expenses.

Deferred tax is calculated according to the balance sheet liability method on all temporary differences between the carrying amount and tax base of assets and liabilities. Deferred tax is calculated on the basis of the tax rules and tax rates that will apply under the legislation in force at the balance sheet date when the deferred tax item is expected to materialized as current tax. Changes in deferred tax resulting from changes in tax rates are recognised in the income statement. Deferred tax assets are recognised in the balance sheet at the value at which they are expected to be realisable.

Intangible assets

Intangible assets in which software is the principal element are recognised as assets if there is sufficient certainty that the capitalised value of future earnings will cover the related costs. Software costs comprise salaries, amortisation and other costs that can be attributed directly or indirectly to the software. Costs also include interest expenses incurred during development of the software.

Software projects that are clearly defined and identifiable, where the technical rate of utilisation, adequate resources and potential scope for development in the company can be demonstrated, and where the intention is to produce and use the project, are recognised as non-current intangible assets, provided there is sufficient assurance that the value in use from future earnings will cover development costs.

Amortisation is charged on a straight-line basis commencing when the asset is ready for use.

IT software	10 years
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Trade receivables

Trade receivables are measured at amortized cost less write-down for lifetime expected credit losses. To measure the expected credit losses, trade receivables are grouped according to shared credit risk characteristics and days overdue. Furthermore, an allowance or lifetime credit losses for trade receivables is

Prepayments and deferred income

Prepayments recognised under assets comprise costs incurred relating to the following financial year and are measured at nominal value.

Deferred income recognised under liabilities comprises payments received relating to income in subsequent financial years and is measured at nominal value.

Equity

The Company's nominal share capital amounts to DKK 260m, divided into DKK 130m A shares of DKK 1 each or any multiples thereof and DKK 130m B shares of DKK 1 each or any multiples thereof.

Before any distribution of dividend or proceeds is made to other shareholders, the A-shareholders shall receive an amount corresponding to DKK 11,580,000, after which A- shareholders and B-shareholders shall have equal pro-rata right to received dividend or other distributions.

The annual profit/loss is recognized as retained earnings.

Other payables

Other payables are recognised when, as a result of events occurring on or before the balance sheet date, the company has a legal or constructive obligation and it is probable that an outflow of economic benefits will be required to settle the obligation.

Income Statement

9 October 2020 – 31 December 2021 (extended first year of reporting)

Note	DKK 1.000	2021
	Revenue	0
1	External costs	11.114
	Operating profit/(loss)	(11.114)
2	Financial expenses	322
	Profit/(loss) before tax	(11.436)
3	Tax on profit/(loss) for the year	(2.516)
	Net profit/(loss) for the year	(8.920)
	Proposed retained earnings	(8.920)

Balance sheet

December 31

Assets		
Note	DKK 1.000	2021
FIXED ASSETS		
Intangible assets		
4	IT software under development	197.538
Total intangible assets		197.538
CURRENT ASSETS		
Receivables		
	Tax asset	2.516
	Other receivables	2.082
Total receivables		4.597
Cash		56.512
Total current assets		61.110
Total assets		258.648

Balance sheet

December 31

Equity and liabilities		
Note	DKK 1.000	2021
EQUITY		
5	Share capital	260.000
	Reserve for development cost	197.538
6	Retained earnings	(206.458)
TOTAL EQUITY		251.080
CURRENT LIABILITIES		
	Trade payables	7.569
TOTAL CURRENT LIABILITIES		7.569
TOTAL LIABILITIES		7.569
Total equity and liabilities		258.648
7	Financial commitments	
8	Related parties	

Notes

Note DKK 1.000

2021

1 External costs	
Operation and maintenance	10.367
Administrative expenses	746
Total external costs	11.114
2 Financial expenses	
Other financing costs	321
Exchange losses	1
Total financial expenses	322
3 Tax on profit/(loss) for the year	
Current tax on profit/(loss) for the year	(2.516)
Total tax on profit/(loss) for the year	(2.516)
4 Intangible assets	
IT software under development	
Cost	
Accumulated cost at 9 October 2020	0
Additions	197.538
Accumulated cost at 31 December	197.538
Amortisation	
Accumulated amortisation at 9 October 2020	0
Amortisation	0
Accumulated amortisation at 31 December	0
Carrying amount at 31 December	197.538
5 Share capital	
The Company's nominal share capital amounts to DKK 260m, divided into DKK 130m A shares of DKK 1 each or any multiples thereof and DKK 130m B shares of DKK 1 each or any multiples thereof.	

Notes

DKK 1.000

2021

6 Retained earnings	
Retained earnings at 9 October 2020	0
Reserve for development cost	(197.538)
Profit/(loss)	(8.920)
Retained earnings at 31 December	(206.458)

7 Financial commitments

No further financial commitments as of 31 December 2021.

8 Related parties

Smarter Airports is a joint venture owned by the following 2 companies:

50% ownership from Netcompany A/S, Groenningen 17, 1. floor, DK-1270 Copenhagen

50% ownership from Copenhagen Airports A/S, Lufthavnsboulevarden 6, DK-2770 Kastrup

Management's statement

On this day, the Board of Directors and the Executive Management have considered and approved the Annual Report of Smarter Airports A/S for the financial year from 9 October 2020 to 31 December 2021.

The Annual Report has been prepared in accordance with the International Financial Reporting Standards as adopted by the EU and additional requirements of the Danish Financial Statements Act.

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 December 2021, and of the results of the company's operations and cash flows for the financial year from 9 October 2020 to 31 December 2021.

In our opinion, the management's review includes a fair account of the development and performance of the company, the results for the year and the company's financial position, together with a description of the principal risks and uncertainties faced by the company.

The Annual Report is submitted for adoption by the annual general meeting.

Copenhagen 21st June 2022

Executive Management



Mehdi Motaghiani
CEO



Mikael Bruhn Sjørslev
CFO

Board of Directors



André Rafal Rogaczewski
Chairman



Thomas Woldbye
Vice chairman



Thomas Cordth



Christian Poulsen

Independent Auditor's Report

To the Shareholders of Smarter Airports A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2021, and of the results of the Company's operations for the financial year 9 October 2020 - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Smarter Airports A/S for the financial year 9 October 2020 - 31 December 2021, which comprise income statement, balance sheet and notes, including a summary of significant accounting policies ("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' 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.

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 Financial 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 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.

Independent Auditor's Report

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 judgment and maintain professional skepticism 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 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.

Hellerup, 21st June 2022

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31



Søren Ørjan Jensen

State Authorised Public Accountant

Mne33226