
PostalPay Technologies ApS

Toldbodgade 55, DK-1253 København K

Annual Report for 2022

CVR No. 41 85 31 82

The Annual Report was
presented and adopted
at the Annual General
Meeting of the
company
on 21/3 2023

Ulrich Hejle
Chairman of the
general meeting



Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's statement	1
Independent Auditor's report	2
Management's Review	
Company information	4
Management's review	5
Financial Statements	
Income statement 1 January - 31 December	6
Balance sheet 31 December	7
Statement of changes in equity	9
Notes to the Financial Statements	10

Management's statement

The Executive Board and Board of Directors have today considered and adopted the Financial Statements of PostalPay Technologies ApS for the financial year 1 January 2022 - 31 December 2022.

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 31 December 2022 of the Company and of the results of the Company operations for 2022.

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

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

Copenhagen, 21 March 2023

Executive Board

Thomas Jul Pfeiffer
CEO

Independent Auditor's report

To the shareholder of PostalPay Technologies ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2022 and of the results of the Company's operations for the financial year 1 January - 31 December 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of PostalPay Technologies ApS for the financial year 1 January - 31 December 2022, 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' 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 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 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.

Ringsted, 21 March 2023

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Brian Petersen

State Authorised Public Accountant

mne28701

Nikolaj Frausing Borch

State Authorised Public Accountant

mne44062

Company information

The Company PostalPay Technologies ApS
Toldbodgade 55
DK-1253 København K
CVR No: 41 85 31 82
Financial period: 1 January - 31 December
Incorporated: 12 November 2020
Financial year: 2nd financial year
Municipality of reg. office: Copenhagen

Executive board Thomas Jul Pfeiffer

Auditors PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Eventyrvej 16
4100 Ringsted

Management's review

Key activities

The object of the Company is to develop and maintain IT-systems and software.

Development in the year

The income statement of the Company for 2022 shows a loss of DKKt 8.773, and at 31 December 2022 the balance sheet of the Company shows negative equity of DKKt 8.005.

Capital resources

To support the significant investments into the new business platform and product portfolio, the shareholder has made a tax-free contribution of DKK 11m to PostalPay Technologies ApS in March of 2023. The shareholder has also given a declaration of support until 31 March 2024, ensuring PostalPay Technologies sufficient liquidity to support the ongoing significant investment plans. The management is confident that massive business development effort ongoing in PostalPay Technologies creates the basis for a sound, viable and profitable business in the medium-term, and in that context understands the loss recorded.

Unusual events

The financial position at 31 December 2022 of the Company and the results of the activities of the Company for the financial year for 2022 have not been affected by any unusual events including the unstable situation in Ukraine.

Subsequent events

The shareholder has made a tax-free contribution of DKK 11m to the Company in March of 2023 thereby reestablishing its equity.

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

Income statement 1 January - 31 December

	Note	2022	2021
		DKK	DKK
Gross loss		-9,081,392	-14,370,231
Amortisation and impairment losses of intangible assets	2	<u>-1,691,448</u>	<u>-1,268,586</u>
Profit/loss before financial income and expenses		-10,772,840	-15,638,817
Financial expenses	3	<u>-591,332</u>	<u>-199,789</u>
Profit/loss before tax		-11,364,172	-15,838,606
Tax on profit/loss for the year	4	<u>2,590,990</u>	<u>3,566,778</u>
Net profit/loss for the year		<u>-8,773,182</u>	<u>-12,271,828</u>

Distribution of profit

	2022	2021
	DKK	DKK
Proposed distribution of profit		
Retained earnings	<u>-8,773,182</u>	<u>-12,271,828</u>
	<u>-8,773,182</u>	<u>-12,271,828</u>

Balance sheet 31 December

Assets

	Note	2022 DKK	2021 DKK
Completed development projects		5,497,202	7,188,650
Intangible assets	5	<u>5,497,202</u>	<u>7,188,650</u>
Fixed assets		<u>5,497,202</u>	<u>7,188,650</u>
Other receivables		724,553	1,927,073
Corporation tax		2,218,871	5,148,281
Receivables		<u>2,943,424</u>	<u>7,075,354</u>
Cash at bank and in hand		<u>386,131</u>	<u>25,020</u>
Current assets		<u>3,329,555</u>	<u>7,100,374</u>
Assets		<u>8,826,757</u>	<u>14,289,024</u>

Balance sheet 31 December

Liabilities and equity

	Note	2022	2021
		DKK	DKK
Share capital		40,000	40,000
Reserve for development costs		4,287,818	5,607,147
Retained earnings		-12,332,829	-4,878,975
Equity		-8,005,011	768,172
Provision for deferred tax		1,209,384	1,581,503
Provisions		1,209,384	1,581,503
Trade payables		20,000	229,753
Payables to group enterprises		15,602,384	11,709,596
Short-term debt		15,622,384	11,939,349
Debt		15,622,384	11,939,349
Liabilities and equity		8,826,757	14,289,024

Subsequent events	1
Contingent assets, liabilities and other financial obligations	6
Related parties	7
Accounting Policies	8

Statement of changes in equity

	Share capital	Reserve for development costs	Retained earnings	Total
	DKK	DKK	DKK	DKK
Equity at 1 January	40,000	5,607,147	-4,878,976	768,171
Development costs for the year	0	-1,319,329	1,319,329	0
Net profit/loss for the year	0	0	-8,773,182	-8,773,182
Equity at 31 December	40,000	4,287,818	-12,332,829	-8,005,011

Notes to the Financial Statements

1. Subsequent events

The shareholder has made a tax-free contribution of DKK 11m to the Company in March of 2023 thereby reestablishing its equity.

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

	<u>2022</u>	<u>2021</u>
	DKK	DKK
2. Amortisation and impairment losses of intangible assets		
Amortisation of intangible assets	1,691,448	1,268,586
	<u>1,691,448</u>	<u>1,268,586</u>

	<u>2022</u>	<u>2021</u>
	DKK	DKK
3. Financial expenses		
Interest paid to group enterprises	589,481	197,758
Other financial expenses	1,851	1,486
Exchange adjustments, expenses	0	545
	<u>591,332</u>	<u>199,789</u>

	<u>2022</u>	<u>2021</u>
	DKK	DKK
4. Income tax expense		
Current tax for the year	-2,218,871	-5,148,281
Deferred tax for the year	-372,119	1,581,503
	<u>-2,590,990</u>	<u>-3,566,778</u>

Notes to the Financial Statements

5. Intangible fixed assets

	Completed development projects
	DKK
Cost at 1 January	8,457,236
Cost at 31 December	8,457,236
Impairment losses and amortisation at 1 January	1,268,586
Amortisation for the year	1,691,448
Impairment losses and amortisation at 31 December	2,960,034
Carrying amount at 31 December	5,497,202
Amortised over	5 years

The Company has in 2021 acquired the rights to the App "PostalPay" as well as any underlying software etc. While PostalPay is still in an early phase after being launched in the second half of 2021, it will be an important part of the future strategy for the Group by including PostalPay among the other payment services offered by the Group. As such, the Company expects to capitalize on the rights during 2022 and beyond.

6. Contingent assets, liabilities and other financial obligations

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Inpay TopCo ApS, which is the management company of the joint taxation purposes. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

7. Related parties and disclosure of consolidated financial statements

Consolidated Financial Statements

Selskabet indgår i koncernrapporten for moderselskabet

Name	Place of registered office
Inpay TopCo ApS	Copenhagen

Notes to the Financial Statements

8. Accounting policies

The Annual Report of PostalPay Technologies ApS for 2022 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 accounting policies applied remain unchanged from last year.

The Financial Statements for 2022 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.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the maturity period. Amortised cost is calculated as original cost less any repayments and with addition/deduction of the cumulative amortisation of any difference between cost and the nominal amount. In this way, capital losses and gains are allocated over the maturity period.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

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.

Income statement

Other external expenses

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

Notes to the Financial Statements

Gross loss

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

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

Balance sheet

Intangible fixed assets

Patents and licences are measured at the lower of cost less accumulated amortisation and recoverable amount. Patents are amortised over the remaining patent period, and licences are amortised over the licence period; however not exceeding 5 years. Development costs and costs relating to rights developed by the Company are recognised in the income statement as costs 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.

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.

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.

Notes to the Financial Statements

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

Debts are measured at amortised cost, substantially corresponding to nominal value.