

TIER Mobility Denmark ApS

C/O LEAD I Rödl & Partner
Advokatpartnerselskab
Store Kongensgade 40H
1264 København K

CVR no. 42 45 16 30

Annual report for 2022

Prepared without audit or review

Adopted at the annual general
meeting on 3 August 2023

Mathieu Thomas Deloly
chairman

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Statement by management on the annual report

The executive board has today discussed and approved the annual report of TIER Mobility Denmark ApS for the financial year 1 January - 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 company's financial position at 31 December 2022 and of the results of the company's operations for the financial year 1 January - 31 December 2022.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

The financial statements have not been audited. Management considers the criteria for not auditing the financial statements to be met.

Management recommends that the annual report should be approved by the company in general meeting.

Copenhagen, 3 August 2023

Executive board

Magnus Lukas Reinhold
Samuelsson

Mathieu Thomas Deloly

Auditor's report on compilation of the financial statements

To the shareholder of TIER Mobility Denmark ApS

We have compiled the financial statements of TIER Mobility Denmark ApS for the financial year 1 January - 31 December 2022 based on the company's bookkeeping records and other information made available by enterprise.

The financial statements comprises a summary of significant accounting policies, income statement, balance sheet, statement of changes in equity and notes.

We performed the engagement in accordance with ISRS 4410, Compilation Engagements.

We have applied our professional expertise to assist the enterprise in the preparation and presentation of the financial statements in accordance with the Danish Financial Statements Act. We complied with the relevant provisions of the Danish Act on Approved Auditors and with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), including principles relating to integrity, objectivity, professional competence and due care.

The financial statements and the accuracy and completeness of the information used to compile the financial statements are the enterprise's responsibility.

As a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information provided by enterprise for our compilation of the financial statements. Accordingly, we do not express an audit or a review conclusion on whether the financial statements have been prepared in accordance with the Danish Financial Statements Act.

Copenhagen, 3 August 2023

Rödl & Partner Danmark

Godkendt Revisionsaktieselskab
CVR no. 39 18 86 78

Gitte Henckel
Statsautoriseret Revisor
MNE no. mne32734

Company details

The company

TIER Mobility Denmark ApS
C/O LEAD I Rödl & Partner Advokatpartnerselskab
Store Kongensgade 40H
1264 København K

CVR no.: 42 45 16 30

Reporting period: 1 January - 31 December 2022

Incorporated: 28 May 2021

Domicile: Copenhagen

Executive board

Magnus Lukas Reinhold Samuelsson
Mathieu Thomas Deloly

Parent

Tier Mobility SE
C/O WeWork
Eichhornstraße 3
10785 Berlin
Tyskland (DE)

General meeting

The annual general meeting is held at the company's address on 3 August 2023.

Management's review

Business review

The purpose of the company is renting and leasing of equipment for leisure and sports and other related activities. In addition, the company aims to have significant positive impact on society and the environment as a whole through its activities and operations.

Financial review

The company's income statement for the year ended 31 December 2022 shows a loss of DKK 2,491,590, and the balance sheet at 31 December 2022 shows negative equity of DKK 3,980,599.

The parent company has issued a letter of support and a resignation statement to ensure going concern for the company.

The company is subject to capital loss. Management expects the equity to be restored through own operations.

The directors have considered a number of factors that will impact the going concern of the business over the next 12 months from the date of approval of these financial statements.

The directors have a reasonable expectation that [Tier Denmark] will have access to sufficient resources to continue in operational existence for the foreseeable future. However, the company's financial performance depends on both: (a) its operating income; and (b) anticipated financial and operational support from its parent, Tier Mobility SE.

In respect of (a) and after taking account of a reasonable and possible downside scenario, macroeconomic factors and the company's ability to access working capital if required, the directors believe that the company will have sufficient funds to meet its liabilities as they fall due for that period.

Management's review

Notwithstanding this assessment in respect of (b) the Directors highlight the continuation of support from Tier Mobility SE is an important factor as regards the assumption of a going concern for the company. Historically Tier Mobility SE has always supported Tier Operations Limited and has received a letter of support from Tier Mobility SE confirming its intention to continue to do so. However, as is typical for many venture-backed technology companies, Tier Mobility SE is not break-even and needs to maintain its debt facilities and / or raise additional funding on a periodic basis through various means (including from shareholders and external debt providers) in order to fund its operations. There is therefore always an element of uncertainty as to whether such ongoing funding will continue to be provided, as well as the future of Tier Mobility SE's strategic direction.

In light of: (a) the company's partial reliance on cash inflows from Tier Mobility SE; and (b) there being no certainty that Tier Mobility SE will continue to be able to secure ongoing funding or successfully pursue its strategic goals, an element of uncertainty exists which may cast doubt over [Tier Denmark's] ability to trade as a going concern.

Given both the director's initial assessment and the letter of support, the directors have a reasonable degree of confidence that the company will have sufficient funds to continue in operational existence for at least 12 months from the date of approval of these financial statements and they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Significant events occurring after the end of the financial year

No events have occurred after the balance sheet date which could significantly affect the company's financial position.

Accounting policies

The annual report of TIER Mobility Denmark ApS for 2022 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to reporting class B entities, as well as provisions applying to reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2022 is presented in DKK

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 amortisation, depreciation and impairment losses, 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 the asset 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 the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Accounting policies

Income statement

Gross profit

In pursuance of section 32 of the Danish Financial Statements Act, the company does not disclose its revenue.

Gross profit reflects an aggregation of revenue, other operating income and other external expenses.

Revenue

Income from the sale services is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue is measured at the fair value of the agreed consideration, excluding VAT and other indirect taxes. Revenue is net of all types of discounts granted.

Other external costs

Other external costs include expenses related to distribution, sale, advertising, administration, premises, payments under operating leases, etc.

Staff costs

Staff costs include wages and salaries, including compensated absence and pensions, as well as other social security contributions, etc. made to the entity's employees.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise the year's amortisation, depreciation and impairment of tangible assets.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial year. Net financials include interest income and expenses, realised and unrealised exchange gains and losses foreign currency transactions etc.

Accounting policies

Tax on profit/loss for the year

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement.

Balance sheet

Tangible assets

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	2 years	0 %

Fixed assets

Fixed assets consists of deposits, measured at amortised costs.

Receivables

Receivables are measured at amortised cost.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Cash and cash equivalents

Cash and cash equivalents comprise cash at banks.

Accounting policies

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively. Deferred tax is measured at net realisable value.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised. Any deferred net tax assets are measured at net realisable value.

Liabilities

Liabilities, which include prepayments, trade payables, payables to group enterprises and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Deferred income

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

Income statement 1 January - 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Gross profit		4,025,830	-304,173
Staff costs	1	<u>-6,155,920</u>	<u>-1,055,559</u>
Profit/loss before amortisation/depreciation and impairment losses		-2,130,090	-1,359,732
Depreciation and amortisation of tangible assets		<u>-96,149</u>	<u>-120,643</u>
Profit/loss before net financials		-2,226,239	-1,480,375
Financial income	2	5,100	368
Financial costs	3	<u>-270,451</u>	<u>-49,002</u>
Profit/loss before tax		-2,491,590	-1,529,009
Tax on profit/loss for the year	4	<u>0</u>	<u>0</u>
Profit/loss for the year		<u>-2,491,590</u>	<u>-1,529,009</u>
Retained earnings		<u>-2,491,590</u>	<u>-1,529,009</u>
		<u>-2,491,590</u>	<u>-1,529,009</u>

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Assets			
Other fixtures and fittings, tools and equipment	5	<u>67,865</u>	<u>8,472</u>
Tangible assets		<u>67,865</u>	<u>8,472</u>
Deposit	6	<u>426,277</u>	<u>0</u>
Fixed asset investments		<u>426,277</u>	<u>0</u>
Total non-current assets		<u>494,142</u>	<u>8,472</u>
Trade receivables		37,675	0
Other receivables		39,926	40,000
Corporation tax		4,000	0
VAT and duties receivables		0	113,285
Prepayments		<u>453,061</u>	<u>11,510</u>
Receivables		<u>534,662</u>	<u>164,795</u>
Cash at bank and in hand		<u>2,253,361</u>	<u>0</u>
Total current assets		<u>2,788,023</u>	<u>164,795</u>
Total assets		<u><u>3,282,165</u></u>	<u><u>173,267</u></u>

Balance sheet 31 December

	<u>Note</u>	<u>2022</u> DKK	<u>2021</u> DKK
Equity and liabilities			
Share capital		40,000	40,000
Retained earnings		-4,020,599	-1,529,009
Equity		<u>-3,980,599</u>	<u>-1,489,009</u>
Prepayments received from customers		0	2,367
Trade payables		60,000	23,743
Payables to group enterprises		6,402,385	1,432,832
VAT and duties payables		109,111	0
Other payables		522,277	156,562
Deferred income		168,991	46,772
Total current liabilities		<u>7,262,764</u>	<u>1,662,276</u>
Total liabilities		<u>7,262,764</u>	<u>1,662,276</u>
Total equity and liabilities		<u>3,282,165</u>	<u>173,267</u>

Statement of changes in equity

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2022	40,000	-1,529,009	-1,489,009
Net profit/loss for the year	0	-2,491,590	-2,491,590
Equity at 31 December 2022	<u>40,000</u>	<u>-4,020,599</u>	<u>-3,980,599</u>

Notes

	<u>2022</u> DKK	<u>2021</u> DKK
1 Staff costs		
Wages and salaries	6,030,993	1,043,476
Other social security costs	43,502	5,717
Other staff costs	<u>81,425</u>	<u>6,366</u>
	<u>6,155,920</u>	<u>1,055,559</u>
 Average number of employees	 <u>16</u>	 <u>2</u>
 2 Financial income		
Other financial income	5,100	0
Exchange adjustments	<u>0</u>	<u>368</u>
	<u>5,100</u>	<u>368</u>
 3 Financial costs		
Interest paid to group enterprises	260,033	48,987
Non-deductible interests	5,621	0
Exchange adjustments costs	<u>4,797</u>	<u>15</u>
	<u>270,451</u>	<u>49,002</u>
 4 Tax on profit/loss for the year		
	 <u>0</u>	 <u>0</u>

Notes**5 Tangible assets**

	Other fixtures and fittings, tools and equipment
Cost at 1 January 2022	129,115
Additions for the year	<u>155,542</u>
Cost at 31 December 2022	<u>284,657</u>
Impairment losses and depreciation at 1 January 2022	120,643
Depreciation for the year	<u>96,149</u>
Impairment losses and depreciation at 31 December 2022	<u>216,792</u>
Carrying amount at 31 December 2022	<u><u>67,865</u></u>

Notes

6 Fixed asset investments

	<u>Deposit</u>
Cost at 1 January 2022	0
Additions for the year	<u>426,277</u>
Cost at 31 December 2022	<u>426,277</u>
Carrying amount at 31 December 2022	<u><u>426,277</u></u>

Notes

7 Uncertainty about the continued operation (going concern)

The directors have considered a number of factors that will impact the going concern of the business over the next 12 months from the date of approval of these financial statements. The directors have a reasonable expectation that [Tier Denmark] will have access to sufficient resources to continue in operational existence for the foreseeable future. However, the company's financial performance depends on both: (a) its operating income; and (b) anticipated financial and operational support from its parent, Tier Mobility SE.

In respect of (a) and after taking account of a reasonable and possible downside scenario, macroeconomic factors and the company's ability to access working capital if required, the directors believe that the company will have sufficient funds to meet its liabilities as they fall due for that period.

Notwithstanding this assessment in respect of (b) the Directors highlight the continuation of support from Tier Mobility SE is an important factor as regards the assumption of a going concern for the company. Historically Tier Mobility SE has always supported Tier Operations Limited and has received a letter of support from Tier Mobility SE confirming its intention to continue to do so. However, as is typical for many venture-backed technology companies, Tier Mobility SE is not break-even and needs to maintain its debt facilities and / or raise additional funding on a periodic basis through various means (including from shareholders and external debt providers) in order to fund its operations. There is therefore always an element of uncertainty as to whether such ongoing funding will continue to be provided, as well as the future of Tier Mobility SE's strategic direction.

In light of: (a) the company's partial reliance on cash inflows from Tier Mobility SE; and (b) there being no certainty that Tier Mobility SE will continue to be able to secure ongoing funding or successfully pursue its strategic goals, an element of uncertainty exists which may cast doubt over [Tier Denmark's] ability to trade as a going concern.

Given both the director's initial assessment and the letter of support, the directors have a reasonable degree of confidence that the company will have sufficient funds to continue in operational existence for at least 12 months from the date of approval of these financial statements and they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Notes

	<u>2022</u> DKK	<u>2021</u> DKK
8 Rent and lease liabilities		
Rent and lease liabilities		
Operating lease liabilities.		
Total future lease payments:		
Within 1 year	<u>0</u>	<u>225,000</u>
	<u>0</u>	<u>225,000</u>
Operating lease liabilities.		
Total future lease payments:		
After 5 years	<u>0</u>	<u>0</u>

9 Related parties and ownership structure**Ownership structure**

According to the company's register of shareholders, the following shareholder holds at least 5% of the votes or at least 5% of the share capital:

TIER Mobility SE

Consolidated financial statements

The company is reflected in the group report as the parent company TIER Mobility SE

The group report of TIER Mobility SE can be obtained at the following address:

C/O WeWork
Eichhornstraße 3
10785 Berlin
Tyskland (DE)