JS World Media Group A/S

Gothersgade 49, 2, DK-1123 København K

Annual Report for 14 July - 31 December 2021

CVR No 42 54 39 42

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 22/6 2022

Michael Pontoppidan Frost
Chairman of the General Meeting

Contents

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of JS World Media Group A/S for the financial year 14 July - 31 December 2021.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements and the Consolidated Financial Statements give a true and fair view of the financial position at 31 December 2021 of the Company and the Group and of the results of the Company and Group operations and of consolidated cash flows for 2021.

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

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

Copenhagen, 22 June 2022

Executive Board

Henrik Bergholdt

Board of Directors

Michael Pontoppidan Frost Chairman	Jens Bjørnstad Stausholm	Lars Radoor Sørensen
Denis Viet-Jacobsen	Camilla Kampmann	Pernille Wichmann

Independent Auditor's Report

To the Shareholders of JS World Media Group A/S

Opinion
In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2021 and of the results of the Group's and the Parent Company's operations and of consolidated cash flows for the financial year 14 July - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of JS World Media Group A/S for the financial year 14 July - 31 December 2021, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for both the Group and the Parent Company, as well as consolidated statement of cash flows ("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 Group 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 Financials Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Consolidated Financial Statements and the Parent Company 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.

Independent Auditor's Report

Management's responsibilities for the Financial Statements
Management is responsible for the preparation of consolidated financial statements and parent company 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 Group's and 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 Group or 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 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 and the Group'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 Group's and 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

Independent Auditor's Report

audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and 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.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

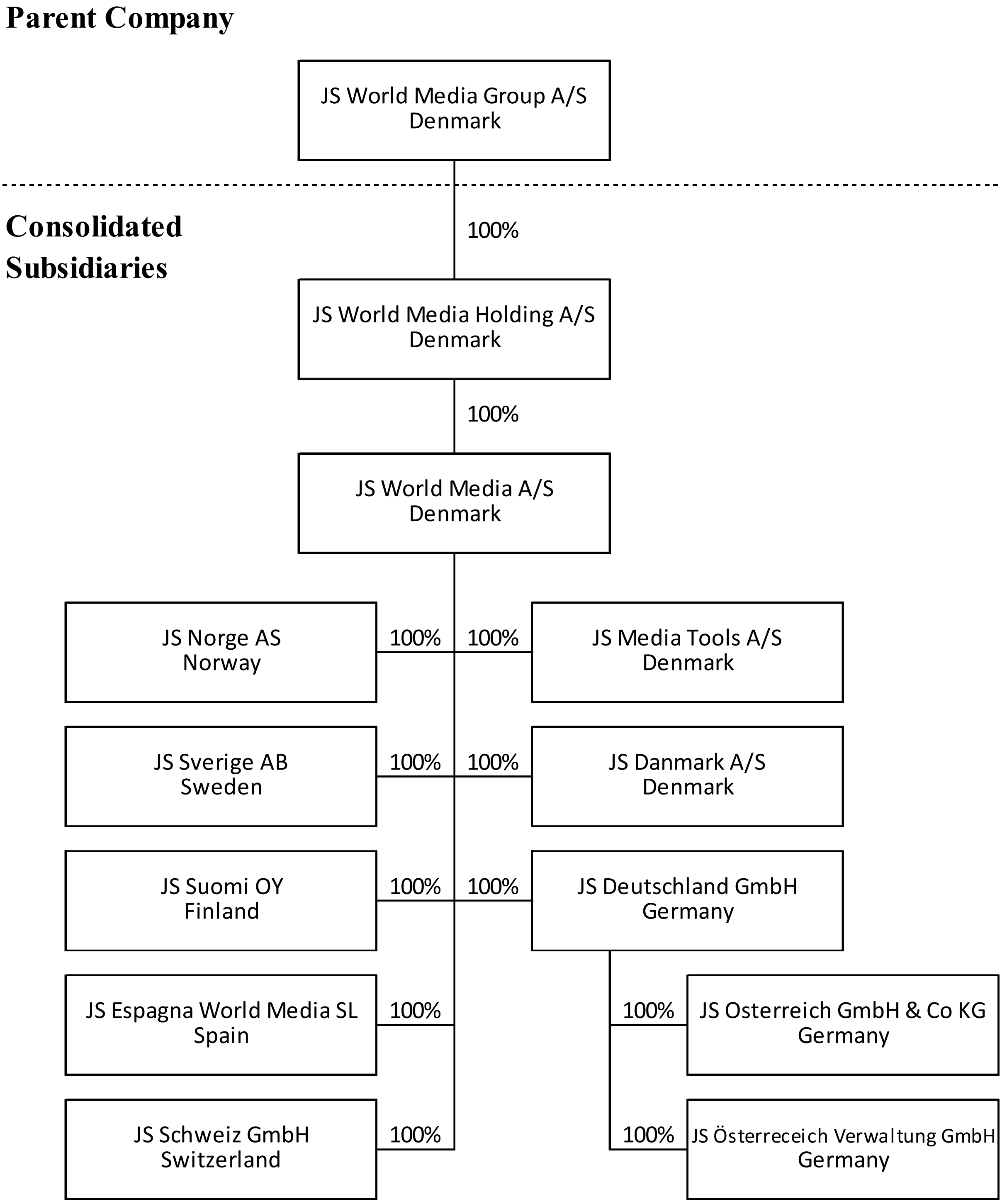
Aarhus, 22 June 2022
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Henrik Kragh
State Authorised Public Accountant
mne26783

Company Information

The Company	JS World Media Group A/S Gothersgade 49, 2 DK-1123 København K CVR No: 42 54 39 42 Financial period: 14 July - 31 December Incorporated: 14 July 2021 Financial year: 1st financial year Municipality of reg. office: København
Board of Directors	Michael Pontoppidan Frost, Chairman Jens Bjørnstad Stausholm Lars Radoor Sørensen Denis Viet-Jacobsen Camilla Kampmann Pernille Wichmann
Executive Board	Henrik Bergholdt
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Nobelparken Jens Chr. Skous Vej 1 DK-8000 Aarhus C

Group Chart


Parent Company
JS World Media Group A/S
Denmark
Consolidated
Subsidiaries
100%
JS World Media Holding A/S
Denmark
100%
JS World Media A/S
Denmark
JS Norge AS
Norway
100%
100%
JS Media Tools A/S
Denmark
JS Sverige AB
Sweden
100%
100%
JS Danmark A/S
Denmark
JS Suomi OY
Finland
100%
100%
JS Deutschland GmbH
Germany
JS Espagna World Media SL
Spain
100%
100%
JS Osterreich GmbH & Co KG
Germany
JS Schweiz GmbH
Switzerland
100%
100%
JS Österreceich Verwaltung GmbH
Germany

Financial Highlights

The financial year 2021 covers the period July 14 to December 31, 2021, and the Group's activities have been acquired on August 31, 2021. The operating period is thus 4 months. The development of the Group is described by the following financial highlights:

	Group
	2021
	TDKK
Key figures	
Profit/loss	
Revenue	130.457
Operating profit/loss	27.837
Profit/loss before financial income and expenses	27.405
Net financials	-5.056
Net profit/loss for the year	13.369
Balance sheet	
Balance sheet total	731.850
Equity	333.898
Cash flows	
Cash flows from:	
- operating activities	-20.128
- investing activities	-287.949
including investment in property, plant and equipment	-2.045
- financing activities	321.738
Change in cash and cash equivalents for the year	13.661
Number of employees	437
Ratios	
Gross margin	83,6%
Profit margin	21,0%
Return on assets	3,7%
Solvency ratio	45,6%
Return on equity	8,0%

Management’s Review

Primary activities

JS World Media Group A/S ("JS World Media", the "Group", or the "Company") is headquartered in Aarhus, Denmark. The Company sells and produces digital and physical marketing materials such as digital, interactive brochures and short videos. The Company is market leading within its niche "Co-branding", a business model where the customer is offered customised marketing materials delivered through a streamlined concept which ensures high quality at low cost. The materials are typically financed by the customers’ business partners and suppliers, who in return receives highly relevant promotion through the customers’ marketing materials. The Group also delivers partially or fully customer-financed marketing materials.

The Group has a long history as a market leader within its niche since the Company was founded in 1993. Today, the Group has activities in Denmark, Iceland, Norway, Sweden, Finland, Germany, Austria, Switzerland, and Spain. The Group delivers more than 3.300 customer projects annually and has more than 22.000 unique advertisers.

The Group is well positioned to continue its growth journey. The Group will continue to launch new products and services, utilise its highly effective sales forces, efficient production processes and proprietary IT solutions, and continue to drive operational excellence using the newly implemented matrix organization.

Development in activities and finances

The financial year 2021 covers the period July 14 to December 31, 2021, and the Group’s activities have been acquired on August 31, 2021. The operating period is thus 4 months.

The Group’s income statement for 2021 shows a profit of DKK 13.368.952, and the Group’s balance as of December 31, 2021 shows an equity of DKK 333.897.534.

The operating results for the whole calendar year 2021 has exceeded expectations and is a continuation of the positive development the Company has been through since the COVID-19 pandemic hit Europe in 2020. JS World Media A/S realised a turnover of DKK 353.7m against DKK 267.8m for 2020 corresponding to revenue growth year-on-year of 32%, and an EBITDA before non-recurring items of DKK 85.1m against DKK 48.4m for 2020, corresponding to a year-on-year growth rate of 76%.

Management's Review

The Group has continued its strong development in 2021 and is executing its strategic priorities according to plan:
- The new concept, ProFilm, was launched on the Danish market as a test with results exceeding expectations. ProFilm is being rolled-out group-wide during 2022.
- The implementation of the Matrix organisation is nearly complete after positive initial results from the roll-out in the DACH region, with results including improved performance, recruitment, and onboarding of new and retainment of existing colleagues.
- The Virtual and Mixed Office concepts have been well received in the organisation, and several new recruitments are either working partially or fully from home which is significantly growing the recruitment base of the Group.

The Group has also established a new, professional board of directors with a broad set of relevant competencies.

Outlook

JS World Media Group's growth trajectory is set to continue in 2022 based on a strong order intake in the first quarter, despite challenges with COVID-19 infections among both employees and customers.

In 2022, the Group will continue executing its new strategy developed with its new ownerships. ProFilm will be rolled-out groupwide, the Company will continue to harvest the benefits from the new matrix organization and the Virtual/Mixed Office concepts by driving best practices. The Company is also planning to launch new strategic initiatives during the year.

JS World Media Group has an attractive and long-term growth potential supported by the demand for customised, digital marketing material and relevant advertising. The Group's niche has a significant potential to increase its very small share of the total market for digital marketing and advertising. The market share gain will be driven by the fundamental attractive elements of co-branding, such as the marketing material being free or low cost for the customer, while the customers' business partners can get tailored, customised promotion while at the same time supporting their customers' marketing needs. Beside the potential from increasing the market share, the market is supported by the digitalisation megatrend. The Group is the clear market leader within its niche in Europe overall, and in each of its individual markets, and will continue to build up capacity to realise its growth potential.

The Group expects the results for 2022 to improve compared with 2021, corresponding to an EBITDA in the range of DKK 85 - 95 million. The current market uncertainty due to the Russian invasion of Ukraine, global supply chain bottlenecks, and rising inflation and interest rates may affect customers and advertisers across the Groups value chain and negatively affect the result.

Management’s Review

Events after the balance sheet date

JS World Media Group is closely monitoring the potential impact of the current turmoil in the global markets, and do not anticipate material disruptions to the business operations or performance. There has not been any unusual occurrences since the balance sheet date.

Research and development

In line with the Group Strategy, investments are made in new products and services, and improvements of existing offerings. The Group will continue to invest in new products and services in 2022.

Statement of corporate social responsibility

The Group’s primary activities are as described above the sale and production of digital and physical marketing material such as brochures and short videos. JS World Media Group is dedicated to living up to its social responsibility and to sustainability, which is described further below.

Environment and sustainability

JS World Media Group works to reduce the impact on the environment of its activities. The Group’s primary impact on the environment is its production of brochures, magazines, and videos, and travel, energy, and heating. The production activities have during the last several years gone through a digitalisation process, as the offering today is mostly digital. In 2021, the Group has initiated projects to reduce unnecessary print and increase the share of reused paper used. The Group has worked to reduce its travel activities and today almost all customer meetings are virtual, while the Virtual/Mixed office concept significantly reduces travel to and from work.

Employees

The Group’s most important resources is its many skilled employees which underlines why being an attractive workplace is essential to remain competitive. JS World Media Group strives to remain a workplace that creates attractive jobs and supports the personal and professional development of its employees. The Company is dedicated to ensuring a safe and healthy working environment of the highest standards. In 2021, JS World Media fully deployed its Virtual/Mixed Office concept to provide the employees with more flexibility. To maintain and nurture its strong social and professional work culture, the Company hosts regular social activities and ensures employees receives the regular training and support to be able to perform at their best level.

JS World Media Group believes that employee diversity, including a gender balance, contributes positively to the work environment and strengthens the Group’s performance and competitiveness.

The Group strives to be an inclusive workplace without discrimination. Recruitment of new employees is based solely on the best evaluation of candidates’ competence and experience. Gender, belief, age, nationality, ethnicity, or sexual orientation are not relevant criteria when recruiting. The Company seeks a balanced split between genders.

Management's Review

Human Rights

JS World Media Group supports the United Nations Universal Declaration of Human Rights and the International Labor Organization's Declaration on Fundamental Principles and Rights at Work. Employees are forbidden to take any action that violates the human rights principles, directly and indirectly. The Group only operates in well-regulated markets, where the human rights are protected and upheld by the relevant national legislation and generally high standards that JS World Media Group fully supports. The risk of incidents is as such minimal both currently and in future. In 2021, no breaches of human rights were identified, and the Group will continue to monitor and prevent any breaches of human rights.

Anti-corruption

JS World Media Group is committed to never engage in any form of bribery, corruption, extortion, or embezzlement, and to avoid the risk of illegal methods influencing public officials, the judiciary, or any other private parties. The Group only operates in low-risk countries, and the Company's high degree of digitalisation and data transparency ensures general transparency and reduces the risk of unidentified occurrences of corruption. The risk of incidents is as such minimal both currently and in future. In 2021, no corruption instances were identified, and the Group will continue to monitor and prevent any future incidents.

Statement on gender composition

The Board of Directors of JS World Media Group consists of 4 men and 2 women. The Group will in case of future substitutions or additions work to further improve the diversity of the Board of Directors with an aim to achieve gender parity over time.

The current gender balance at the top management level (CEO and CEO-reports) is 10 men and 4 women. The group-wide policy and target are to seek to increase the female share through internal promotion and recruitment. To bring more females into managerial positions, a mandate has been put in place to always include qualified candidates from both genders in managerial recruitments.

Statement on data ethics policy

The Group is responsible for and processes the information that customers provide, or which is collected about the customers. Customer information is treated with respect for the confidentiality of the information and for customer privacy. The Group does not currently apply artificial intelligence to analyse its data and will develop a data ethics policy when and if such methods are implemented.

There is a clear corporate policy on that personal information is used respectfully for customers' and other stakeholders' privacy to ensure compliance with the Data Protection Act and the Data Protection Regulation.

Management's Review

Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any uncertainty.

Unusual circumstances

The Group's assets, liabilities and financial position by December 31, 2021 and the result of the Group's activities and cash flows for 2021 are not affected by unusual circumstances.

Operating risks and financial risks

Foreign exchange risks

The Groups foreign exchange risks primarily relates to its foreign subsidiaries results at year end, which are exchanged to Danish Kroner based on average exchange rates. Most of the Group's activities are carried out in countries using EUR or DKK. The non-EUR subsidiaries are generally not affected by changes to exchange rates as both incomes and costs are in the local currency.

Credit risks

The Group's credit risk relates to its financial assets. The credit risks in relation to the financial assets corresponds to the values that are included in the balance. The Group is not exposed to any material risk related to any single customer or business partner.

Liquidity risks

The Group's current credit facilities exceeds the Group's expected credit needs.

Income Statement 14 July - 31 December

	Note	Group 2021 DKK	Parent 2021 DKK
Revenue	1	**130.457.042**	**0**
Expenses for raw materials and consumables		-7.851.938	0
Other external expenses		-13.493.341	-119.489
Gross profit/loss		**109.111.763**	**-119.489**
Staff expenses	2	-69.866.888	-617.084
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	3	-11.407.865	0
Other operating expenses		-431.688	0
Profit/loss before financial income and expenses		**27.405.322**	**-736.573**
Income from investments in subsidiaries	4	0	13.950.344
Financial income	5	46.921	10.114
Financial expenses	6	-5.102.445	-18.915
Profit/loss before tax		**22.349.798**	**13.204.970**
Tax on profit/loss for the year	7	-8.980.846	163.982
Net profit/loss for the year		**13.368.952**	**13.368.952**

Balance Sheet 31 December

Assets

	Note	Group 2021 DKK	Parent 2021 DKK
Goodwill		636.072.853	0
Intangible assets	8	**636.072.853**	**0**
Other fixtures and fittings, tools and equipment		4.811.393	0
Property, plant and equipment	9	**4.811.393**	**0**
Investments in subsidiaries	10	0	334.478.926
Deposits	11	777.419	0
Fixed asset investments		**777.419**	**334.478.926**
Fixed assets		**641.661.665**	**334.478.926**
Trade receivables		44.244.777	0
Contract work in progress	12	10.494.087	0
Receivables from group enterprises		0	2.319.365
Other receivables		3.951.119	0
Deferred tax asset	16	96.573	0
Corporation tax		2.304.925	0
Corporation tax receivable from group enterprises		227.354	163.982
Prepayments	13	3.468.994	0
Receivables		**64.787.829**	**2.483.347**
Cash at bank and in hand		**25.400.504**	**0**
Currents assets		**90.188.333**	**2.483.347**
Assets		**731.849.998**	**336.962.273**

Balance Sheet 31 December

Liabilities and equity

	Note	Group 2021 DKK	Parent 2021 DKK
Share capital	14	3.000.000	3.000.000
Reserve for net revaluation under the equity method		0	13.868.926
Reserve for exchange rate conversion		-81.418	0
Retained earnings		330.978.952	317.028.608
Equity		**333.897.534**	**333.897.534**
Provision for deferred tax	16	10.028.471	0
Provisions		**10.028.471**	**0**
Credit institutions		117.252.799	0
Long-term debt	17	**117.252.799**	**0**
Credit institutions	17	41.023.463	3.975
Trade payables		8.581.412	346.125
Contract work in progress, liabilities	12	24.009.413	0
Payables to group enterprises		1.128.082	2.706.301
Corporation tax		840.235	0
Other payables		189.429.542	8.338
Deferred income	18	5.659.047	0
Short-term debt		**270.671.194**	**3.064.739**
Debt		**387.923.993**	**3.064.739**
Liabilities and equity		**731.849.998**	**336.962.273**

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Statement of Changes in Equity

Group

	Share capital	Reserve for net revaluation under the equity method	Reserve for exchange rate conversion	Retained earnings	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 14 July	0	0	0	0	0
Cash payment concerning formation of entity	400.000	0	0	0	400.000
Cash capital increase	2.600.000	0	0	317.610.000	320.210.000
Exchange adjustments relating to foreign entities	0	0	-81.418	0	-81.418
Net profit/loss for the year	0	0	0	13.368.952	13.368.952
Equity at 31 December	**3.000.000**	**0**	**-81.418**	**330.978.952**	**333.897.534**

Parent

	Share capital	Reserve for net revaluation under the equity method	Reserve for exchange rate conversion	Retained earnings	Total
Equity at 14 July	0	0	0	0	0
Cash payment concerning formation of entity	400.000	0	0	0	400.000
Cash capital increase	2.600.000	0	0	317.610.000	320.210.000
Exchange adjustments relating to foreign entities	0	0	0	-81.418	-81.418
Net profit/loss for the year	0	13.868.926	0	-499.974	13.368.952
Equity at 31 December	**3.000.000**	**13.868.926**	**0**	**317.028.608**	**333.897.534**

Cash Flow Statement 14 July - 31 December

	Note	Group 2021 DKK
Net profit/loss for the year		13.368.952
Adjustments	19	25.362.817
Change in working capital	20	-39.319.185
Cash flows from operating activities before financial income and expenses		**-587.416**
Financial income		46.921
Financial expenses		-5.102.445
Cash flows from ordinary activities		**-5.642.940**
Corporation tax paid		-14.484.890
Cash flows from operating activities		**-20.127.830**
Purchase of property, plant and equipment		-2.044.601
Sale of property, plant and equipment		1.234.078
Sale of fixed asset investments etc		38
Business acquisition	21	-287.138.322
Cash flows from investing activities		**-287.948.807**
Raising of loans from group enterprises		1.128.082
Cash capital increase		320.610.000
Cash flows from financing activities		**321.738.082**
Change in cash and cash equivalents		**13.661.445**
Cash and cash equivalents at 14 July		0
Cash and cash equivalents at 31 December		**13.661.445**
Cash and cash equivalents are specified as follows:		
Cash at bank and in hand		25.400.504
Overdraft facility		-11.739.059
Cash and cash equivalents at 31 December		**13.661.445**

Notes to the Financial Statements

		Group	Parent
		2021	2021
		DKK	DKK
1	**Revenue**		
	Geographical segments		
	Revenue, Denmark	57.143.533	0
	Export sales, EU	65.592.307	0
	Export sales, EU 2	7.721.202	0
		130.457.042	**0**
2	**Staff expenses**		
	Wages and salaries	60.972.341	412.084
	Pensions	1.647.890	0
	Other social security expenses	7.041.657	0
	Other staff expenses	205.000	205.000
		69.866.888	**617.084**
	Including remuneration to the Board of Directors of:		
	Supervisory Board	412.084	412.084
		412.084	**412.084**
	Average number of employees	**437**	**0**
3	**Depreciation, amortisation and impairment of intangible assets and property, plant and equipment**		
	Amortisation of intangible assets	10.780.896	0
	Depreciation of property, plant and equipment	626.969	0
		11.407.865	**0**
4	**Income from investments in subsidiaries**		
	Share of profits of subsidiaries		13.950.344
			13.950.344

Notes to the Financial Statements

	Group	Parent
	2021	2021
	DKK	DKK

5 Financial income

	Group 2021 DKK	Parent 2021 DKK
Interest received from group enterprises	0	10.114
Other financial income	46.921	0
	46.921	**10.114**

6 Financial expenses

	Group 2021 DKK	Parent 2021 DKK
Interest paid to group enterprises	0	3.551
Other financial expenses	4.373.523	15.364
Exchange adjustments, expenses	728.922	0
	5.102.445	**18.915**

7 Tax on profit/loss for the year

	Group 2021 DKK	Parent 2021 DKK
Current tax for the year	5.992.361	-163.982
Deferred tax for the year	2.905.160	0
Adjustment of tax concerning previous years	14.772	0
Adjustment of deferred tax concerning previous years	68.553	0
	8.980.846	**-163.982**

Notes to the Financial Statements

8 Intangible assets

Group

	Goodwill
	DKK
Cost at 14 July	0
Net effect from merger and acquisition	646.853.749
Cost at 31 December	646.853.749
Impairment losses and amortisation at 14 July	0
Amortisation for the year	10.780.896
Impairment losses and amortisation at 31 December	10.780.896
Carrying amount at 31 December	**636.072.853**
Amortised over	20 years

Notes to the Financial Statements

9 Property, plant and equipment

Group

	Other fixtures and fittings, tools and equipment
	DKK
Cost at 14 July	0
Exchange adjustment	86.744
Net effect from merger and acquisition	24.556.869
Additions for the year	2.044.601
Disposals for the year	-536.139
Cost at 31 December	26.152.075
Impairment losses and depreciation at 14 July	0
Exchange adjustment	85.988
Net effect from merger and acquisition	20.776.826
Depreciation for the year	627.691
Reversal of impairment and depreciation of sold assets	-149.823
Impairment losses and depreciation at 31 December	21.340.682
Carrying amount at 31 December	**4.811.393**
Depreciated over	3-5 years

Notes to the Financial Statements

	Parent
	2021
	DKK

10 Investments in subsidiaries

Cost at 14 July	0
Additions for the year	320.610.000
Cost at 31 December	320.610.000
Value adjustments at 14 July	0
Exchange adjustment	-81.418
Net profit/loss for the year	13.950.344
Value adjustments at 31 December	13.868.926
Carrying amount at 31 December	**334.478.926**

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Votes and ownership
JS World Media Holding A/S	Denmark	100%
JS World Media A/S (owned by JS World Media Holding A/S)	Denmark	100%
JS Media Tools A/S (owned by JS World Media A/S)	Denmark	100%
JS Danmark A/S (owned by JS World Media A/S)	Denmark	100%
JS Norge AS (owned by JS World Media A/S)	Norway	100%
JS Sverige AB (owned by JS World Media A/S)	Sweden	100%
JS Suomi OY (owned by JS World Media A/S)	Finland	100%
JS Deutschland GmbH (owned by JS World Media A/S)	Germany	100%
JS Österreich GmbH & Co. KG (owned by JS Deutschland GmbH)	Germany	100%
JS Österreich Verwaltnungs-GmbH (owned by JS Deutschland GmbH)	Germany	100%
JS Espagna World Media SL (owned by JS World Media A/S)	Spain	100%
JS Schweiz GmbH (owned by JS World Media A/S)	Switzerland	100%

Notes to the Financial Statements

11 Other fixed asset investments

	Group
	Deposits
	DKK
Cost at 14 July	0
Net effect from merger and acquisition	777.457
Disposals for the year	-38
Cost at 31 December	777.419
Carrying amount at 31 December	**777.419**

12 Contract work in progress

	Group	Parent
	2021	2021
	DKK	DKK
Selling price of work in progress	128.209.908	0
Payments received on account	-141.725.234	0
	-13.515.326	**0**
Recognised in the balance sheet as follows:		
Contract work in progress recognised in assets	10.494.087	0
Prepayments received recognised in debt	-24.009.413	0
	-13.515.326	**0**

13 Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

14 Share capital

The share capital consists of 3,000,000 shares of a nominal value of DKK 1. No shares carry any special rights.

15 Distribution of profit

	Parent
	2021
	DKK
Reserve for net revaluation under the equity method	13.868.926
Retained earnings	-499.974
	13.368.952

16 Provision for deferred tax

	Group	Parent
	2021	2021
	DKK	DKK
Provision for deferred tax at 14 July	0	0
Amounts recognised in the income statement for the year	2.905.160	0
Received from business combination	7.026.738	0
Provision for deferred tax at 31 December	**9.931.898**	**0**
Udskudt skat , netto	9.931.898	0
Transferred to deferred tax asset	96.573	0
	10.028.471	**0**

Deferred tax asset

The deffered tax asset relates to losses in subsidiaries.

	Group	Parent
Calculated tax asset	96.573	0
Carrying amount	**96.573**	**0**

The deferred tax asset consists of taxable losses carried forward which is expected to be used within the next 3-4 years.

Notes to the Financial Statements

17 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	Group	Parent
	2021	2021
	DKK	DKK
Credit institutions		
Between 1 and 5 years	117.252.799	0
Long-term part	117.252.799	0
Within 1 year	29.277.783	0
Other short-term debt to credit institutions	11.745.680	3.975
Short-term part	41.023.463	3.975
	158.276.262	**3.975**

18 Deferred income

Deferred income consists of payments received in respect of income in subsequent years.

19 Cash flow statement - adjustments

	Group
	2021
	DKK
Financial income	-46.921
Financial expenses	5.102.445
Depreciation, amortisation and impairment losses, including losses and gains on sales	11.407.865
Tax on profit/loss for the year	8.980.846
Other adjustments	-81.418
	25.362.817

Notes to the Financial Statements

	Group
	2021
	DKK

20 Cash flow statement - change in working capital

Change in receivables	-24.451.858
Change in trade payables, etc	-14.867.327
	-39.319.185

21 Pengestrømsopgørelse - køb af virksomhed

Intangible assets	646.853.749
Property, plant and equipment	4.627.839
Fixed asset investments	777.457
Receivables	37.707.119
Tax liablities	-13.743.898
Other debts	-92.546.741
	583.675.525
Net debt raised in connection with the business combination	-296.537.203
	287.138.322

	Group	Parent
	2021	2021
	DKK	DKK

22 Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with Jyske Bank for the engagement between Jyske Bank and JS Media World A/S and JS Media World Holding A/S:

	Group	Parent
Bank account with a value of DKK 0		
Shares i subsidiaries with a booked value of	334.478.926	334.478.926

Rental and lease obligations

Lease obligations under operating leases. Total future lease payments:

	Group	Parent
Within 1 year	135.619	0
	135.619	**0**
Other obligations, 36 months	5.095.443	0
Rental obligations, non-cancellation period	18.592.826	0

Notes to the Financial Statements

22 Contingent assets, liabilities and other financial obligations (continued)

Other contingent liabilities

The Danish 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 Solix ApS, which is the management company of the joint taxation purposes. Moreover, the Danish 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.

23 Related parties

	Basis
Controlling interest	
Solix Group AB	Ultimate parent company
SG Arild Group AB	Parent company

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

Ownership

The following shareholders are recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

SG Arild Group AB

Notes to the Financial Statements

24 Fee to auditors appointed at the general meeting

	Group	Parent
	2021	2021
	DKK	DKK
PricewaterhouseCoopers		
Audit fee	681.726	40.000
Tax advisory services	113.500	12.000
Other services	168.000	24.500
	963.226	**76.500**
KPMG		
Audit fee	175.516	0
Tax advisory services	32.723	0
Other services	24.954	0
	233.193	**0**
EY		
Audit fee	139.819	0
Tax advisory services	376.188	0
Other services	164.342	0
	680.349	**0**
Øvrige		
Tax advisory services	16.845	0
	16.845	**0**
	1.893.613	**76.500**

25 Subsequent events

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

Notes to the Financial Statements

26 Accounting Policies

The Annual Report of JS World Media Group A/S for 2021 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C .

The Consolidated and Parent Company Financial Statements for 2021 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.

Basis of consolidation

The Consolidated Financial Statements comprise the Parent Company, JS World Media Group A/S, and subsidiaries in which the Parent Company directly or indirectly holds more than 50% of the votes or in which the Parent Company, through share ownership or otherwise, exercises control. Enterprises in which the Group holds between 20% and 50% of the votes and exercises significant influence but not control are classified as associates.

On consolidation, items of a uniform nature are combined. Elimination is made of intercompany income and expenses, shareholdings, dividends and accounts as well as of realised and unrealised profits and losses on transactions between the consolidated enterprises.

The Parent Company's investments in the consolidated subsidiaries are set off against the Parent Company's share of the net asset value of subsidiaries stated at the time of consolidation.

Notes to the Financial Statements

26 Accounting Policies (continued)

Business combinations

Business acquisitions carried through on or after 1 July 2018

Acquisitions of subsidiaries are accounted for using the purchase method under which the identifiable assets and liabilities of the entity acquired are measured at fair value at the time of acquisition. Acquired contingent liabilities are recognised at fair value in the Consolidated Financial Statements to the extent that the value can be measured reliably.

The time of acquisition is the time when the Group obtains control of the entity acquired.

The cost of the entity acquired is the fair value of the consideration agreed, including consideration contingent on future events. Transaction costs directly attributable to the acquisition of subsidiaries are recognised in the income statement as incurred.

Positive differences between the cost of the entity acquired and identifiable assets and liabilities are recognised as goodwill in intangible assets in the balance sheet and are amortised in the income statement on a straight-line basis over their estimated useful lives. Amortisation of goodwill is allocated in the Consolidated Financial Statements to the operations to which goodwill is related. Where the differences are negative, they are recognised immediately in the income statement.

Leases

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Group.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

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

Notes to the Financial Statements

26 Accounting Policies (continued)

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.

Revenue

Information on geographical segments based on the Group´s risks and returns and its internal financial reporting system. Geographical segments are regarded as the primary segments.

Income Statement

Revenue

Contract work in progress (construction contracts) is recognised at the rate of completion, which means that revenue equals the selling price of the work completed for the year (percentage-of-completion method). This method is applied when total revenues and expenses in respect of the contract and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Group. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the contract.

Services are recognised at the rate of completion of the service to which the contract relates by using the percentage-of-completion method, which means that revenue equals the selling price of the service completed for the year. This method is applied when total revenues and expenses in respect of the service and the stage of completion at the balance sheet date can be measured reliably, and it is probable that the economic benefits, including payments, will flow to the Group. The stage of completion is determined on the basis of the ratio between the expenses incurred and the total expected expenses of the service.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Cost of sales/production costs

Cost of sales/production costs comprise cost of goods, subsuppliers etc. to achieve revenue for the year.

Notes to the Financial Statements

26 Accounting Policies (continued)

Other external expenses

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

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Group, including gains and losses on the sale of intangible assets and property, plant and equipment.

Income from investments in subsidiaries

The item “Income from investments in subsidiaries” in the income statement includes the proportionate share of the profit for the year.

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 wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Notes to the Financial Statements

26 Accounting Policies (continued)

Balance Sheet

Intangible assets

Goodwill

Goodwill is amortised on a straight-line basis over the estimated useful life of 20 years. determined on the basis of Management's experience with the individual business areas. The useful life of goodwill relating to the subsidiary JS World Media A / S is 20 years, as the subsidiary has a strong market position and a long earnings profile. The subsidiary is considered a strategic investment for the group, which is expected to contribute positively to the group result over a longer period.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment	3-5	years

The fixed assets' residual values are determined at nil.

Depreciation period and residual value are reassessed annually.

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.

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item"Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition with deduction or addition of unrealised intercompany profits or losses and with

Notes to the Financial Statements

26 Accounting Policies (continued)

addition of the remaining value of any increases in value and goodwill calculated at the time of acquisition of the enterprises.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at DKK 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Other fixed asset investments

Other fixed asset investments consist of .

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.

Contract work in progress

Contract work in progress regarding service is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

Payments received on account are set off against the selling price. The individual contracts are classified as receivables when the net selling price is positive and as liabilities when the net selling price is negative.

Expenses relating to sales work and the winning of contracts are recognised in the income statement as incurred.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Notes to the Financial Statements

26 Accounting Policies (continued)

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.

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

Loans, such as loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

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

Deferred income

Deferred income comprises payments received in respect of income in subsequent years.

Cash Flow Statement

The cash flow statement shows the Group´s cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Group´s cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes

Notes to the Financial Statements

26 Accounting Policies (continued)

in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise ”Cash at bank and in hand” and ”Overdraft facilities”.

The cash flow statement cannot be immediately derived from the published financial records.

Financial Highlights

Explanation of financial ratios

Gross margin	$\frac{\text{Gross profit x 100}}{\text{Revenue}}$
Profit margin	$\frac{\text{Profit before financials x 100}}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit before financials x 100}}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end x 100}}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year x 100}}{\text{Average equity}}$