

Curvature A/S

Niels Bohrs Vej 15, 8660 Skanderborg
CVR no. 75 63 95 11

Annual report for 2019

Årsrapporten er godkendt på den
ordinære generalforsamling, d. 28.08.20

Paul Elstone
Dirigent



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The company

Curvature A/S
Niels Bohrs Vej 15
8660 Skanderborg
Registered office: Skanderborg
CVR no.: 75 63 95 11
Financial year: 01.01 - 31.12

Executive Board

Paul Elstone

Board of Directors

Patrick Goddard Barry
Petrina Thomson
Paul Elstone

Auditors

Beierholm
Statsautoriseret Revisionspartnerselskab

Statement by the Executive Board and Board of Directors on the annual report

We have on this day presented the annual report for the financial year 01.01.19 - 31.12.19 for Curvature A/S.

The annual report is presented in accordance with Danish Financial Statements Act (Årsregnskabsloven).

In our opinion, the financial statements give a true and fair view of the company's assets, liabilities and financial position as at 31.12.19 and of the results of the company's activities for the financial year 01.01.19 - 31.12.19.

We believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Skanderborg, August 28, 2020

Executive Board

Paul Elstone

Board of Directors

Patrick Goddard Barry

Petrina Thomson

Paul Elstone

To the Shareholder of Curvature A/S**AUDITORS'S REPORT ON THE FINANCIAL STATEMENTS****Opinion**

We have audited the financial statements of Curvature A/S for the financial year 01.01.19 - 31.12.19, which comprise the income statement, balance sheet, statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial statements are prepared in accordance with Danish Financial Statements Act (Årsregnskabsloven).

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31.12.19 and of the results of the company's operations for the financial year 01.01.19 - 31.12.19 in accordance with the Danish Financial Statements Act (Årsregnskabsloven).

Basis for conclusion

We conducted our audit in accordance with International Standards on Auditing 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' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty regarding going concern

Without modifying our opinion, we draw attention to note 1 in which the management has stated the conditions for the company to continue its operations and thus justified why the company's financial statements have been prepared subject to going concern. We agree with the management in the description of the uncertainty and the choice of accounting principle. Our conclusion is therefore not modified.

Management's responsibility for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance 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 International Standards on Auditing 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 International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of

accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement regarding the 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, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Acts. We did not identify any material misstatement of management's review.

VIOLATION OF VAT LEGISLATION

In violation of the VAT Act, incorrect VAT returns have been submitted to the Danish and Norwegian Tax Agency during the year, whereby management may incur liability.

Soeborg, Copenhagen, August 28, 2020

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Kim Larsen

State Authorized Public Accountant
MNE-no. mne32179

Primary activities

The company's activities comprise is primarily engaged in selling IT solutions.

Development in activities and financial affairs

The income statement for the period 01.01.19 - 31.12.19 shows a profit/loss of DKK -2,446,206 against DKK -2,663,445 for the period 01.01.18 - 31.12.18. The balance sheet shows equity of DKK -2,930,269.

Information on going concern

It is Management's assessment that the company will realise an operating profit as a of the summer of 2020 and that the company has adequate liquidity for its operations. furthermore, the company has received a commitment from its parent Company Curvature Inc. to provide financial support until 31. December 2020 should the need arise.

The company is assessed to have the required capital to continue operating.

Based on the above, the company is presenting the financial statements under a going concern assumption

Subsequent events

After the end of the financial year Covid-19 have accured in Denmark. Curvature have send their employees home to work, and are making sure that this havent effected the efficinty and revenue. No other important events have occurred after the end of the financial year.

Income statement

Note	2019 DKK	2018 DKK
Gross profit	21,283,618	22,331,650
2 Staff costs	-23,535,538	-23,573,854
Loss before depreciation, amortisation, write-downs and impairment losses	-2,251,920	-1,242,204
Depreciation and impairments losses of property, plant and equipment	-177,474	-184,731
Other operating expenses	-10,420	0
Loss before net financials	-2,439,814	-1,426,935
Financial income	169,910	0
Financial expenses	-176,302	-116,607
Loss before tax	-2,446,206	-1,543,542
Tax on profit or loss for the year	0	-1,119,903
Loss for the year	-2,446,206	-2,663,445
Proposed appropriation account		
Retained earnings	-2,446,206	-2,663,445
Total	-2,446,206	-2,663,445

ASSETS		31.12.19	31.12.18
		DKK	DKK
Note			
	Acquired rights	11,250	20,885
3	Total intangible assets	11,250	20,885
	Leasehold improvements	118,060	222,513
	Other fixtures and fittings, tools and equipment	37,688	101,075
4	Total property, plant and equipment	155,748	323,588
5	Deposits	308,937	306,122
	Total investments	308,937	306,122
	Total non-current assets	475,935	650,595
6	Raw materials and consumables	1,812,925	2,775,166
	Total inventories	1,812,925	2,775,166
	Trade receivables	8,035,242	4,385,397
	Receivables from group enterprises	2,467,656	1,688,742
	Other receivables	0	7,386
	Prepayments	7,898,731	607,951
	Total receivables	18,401,629	6,689,476
	Cash	612	1,144,056
	Total current assets	20,215,166	10,608,698
	Total assets	20,691,101	11,259,293

EQUITY AND LIABILITIES		31.12.19	31.12.18
		DKK	DKK
Note			
	Share capital	6,000,000	6,000,000
	Retained earnings	-8,930,269	-6,484,063
	Total equity	-2,930,269	-484,063
	Payables to other credit institutions	1,240,580	0
	Trade payables	3,465,660	3,340,770
	Payables to group enterprises	9,705,377	2,792,226
	Other payables	4,068,134	4,415,144
	Deferred income	5,141,619	1,195,216
	Total short-term payables	23,621,370	11,743,356
	Total payables	23,621,370	11,743,356
	Total equity and liabilities	20,691,101	11,259,293

7 Related parties

Statement of changes in equity

Figures in DKK	Share capital	Retained earnings	Total equity
Statement of changes in equity for 01.01.19 - 31.12.19			
Balance as at 01.01.19	6,000,000	-6,484,063	-484,063
Net profit/loss for the year	0	-2,446,206	-2,446,206
Balance as at 31.12.19	6,000,000	-8,930,269	-2,930,269

1. Information as regards going concern

It is Management's assessment that the company will realise an operating profit as a of the summer of 2020 and that the company has adequate liquidity for its operations. futhermore, the company has received a commitment from its parent Company Curvature Inc. to provide financial support until 31. December 2020 should the need arise.

The company is assessed to have the required capital to continue operating.

Based on the above, the company is presenting the financiael statements under a going concern assumption.

	2019	2018
	DKK	DKK
2. Staff costs		
Wages and salaries	21,782,948	22,031,071
Other social security costs	0	154,307
Other staff costs	1,752,590	1,388,476
Total	23,535,538	23,573,854
Average number of employees during the year	33	40

3. Intangible assets

Figures in DKK	Acquired rights
Cost as at 01.01.19	5,655,328
Cost as at 31.12.19	5,655,328
Amortisation and impairment losses as at 01.01.19	-5,634,443
Amortisation during the year	-9,635
Amortisation and impairment losses as at 31.12.19	-5,644,078
Carrying amount as at 31.12.19	11,250

4. Property, plant and equipment

Figures in DKK	Leasehold improvements	Other fixtures and fittings, tools and equipment
Cost as at 01.01.19	927,134	2,024,910
Cost as at 31.12.19	927,134	2,024,910
Depreciation and impairment losses as at 01.01.19	-704,621	-1,923,836
Depreciation during the year	-104,453	-63,386
Depreciation and impairment losses as at 31.12.19	-809,074	-1,987,222
Carrying amount as at 31.12.19	118,060	37,688

5. Non-current financial assets

Figures in DKK	Deposits
Cost as at 01.01.19	308,937
Cost as at 31.12.19	308,937

	31.12.19 DKK	31.12.18 DKK
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6. Inventories

Raw materials and consumables	1,812,925	2,775,166
Total	1,812,925	2,775,166

7. Related parties

Controlling influence	Basis of influence
Curvature UK, England Curvature Inc, USA	Equity interest (owners of UK)

8. Accounting policies

GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B with application of provisions for a higher reporting class.

The accounting policies have been applied consistently with previous years.

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 depreciation, amortisation, impairment losses and write-downs, 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 such assets 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 such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

CURRENCY

The annual report is presented in Danish kroner (DKK).

On initial recognition, transactions denominated in foreign currencies are translated using the exchange rates applicable at the transaction date. Exchange rate differences between the exchange rate applicable at the transaction date and the exchange rate at the date of payment are recognised in the income statement as a financial item. Receivables, payables and other monetary items denominated in foreign currencies are translated using the exchange rates applicable at the balance sheet date. The difference between the exchange rate applicable at the balance sheet date and at the date at which the receivable or payable arose or was recognised in the latest annual report is recognised under financial income or expenses in the income statement. Fixed assets, inventories and other non-monetary assets acquired in foreign currencies are translated using historical exchange rates.

8. Accounting policies - continued -**INCOME STATEMENT****Gross profit**

Gross profit comprises revenue and cost of sales and other external expenses.

Revenue

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Income from the sale of services is recognised as delivery takes place. Revenue is measured at the selling value of the agreed consideration exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

Cost of sales

Cost of sales comprises cost of sales for the year measured at cost plus any changes in inventories, including write-downs to the extent that these do not exceed normal write-downs.

Other external expenses

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.

Staff costs

Staff costs comprise wages and salaries as well as other staff-related costs.

Depreciation and impairment losses

The depreciation of property, plant and equipment aim at systematic depreciation over the expected useful lives of the assets. Assets are depreciated according to the straight-line method based on the following expected useful lives and residual values:

8. Accounting policies - continued -

	Useful lives, years	Residual value, per cent
Acquired rights	3	0
Leasehold improvements	3-5	0
Other plant, fixtures and fittings, tools and equipment	3-5	0

The basis of depreciation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

Property, plant and equipment are impaired in accordance with the accounting policies referred to in the 'Impairment losses on fixed assets' section.

Other operating expenses

Other operating expenses comprise costs of a secondary nature in relation to the enterprise's activities, including costs relating to rental activities and losses on the sale of intangible assets and property, plant and equipment.

Other net financials

Interest income and interest expenses, foreign exchange gains and losses on transactions denominated in foreign currencies etc. are recognised in other net financials.

Tax on profit/loss for the year

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

BALANCE SHEET**Intangible assets***Acquired rights*

Acquired rights are measured in the balance sheet at cost less accumulated amortisation and impairment losses.

8. Accounting policies - continued -

Acquired rights are amortised using the straight-line method based on useful lives, which are stated in the 'Depreciation and impairment losses' section.

Gains and losses on the disposal of intangible assets are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal.

Property, plant and equipment

Property, plant and equipment comprise leasehold improvements as well as other fixtures and fittings, tools and equipment.

Property, plant and equipment are measured in the balance sheet at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and expenses resulting directly from the purchase until the asset is ready for use. Interest on loans arranged to finance production is not included in the cost.

Property, plant and equipment are depreciated using the straight-line method based on useful lives and residual values, which are stated in the 'Depreciation and impairment losses' section.

Gains and losses on the disposal of property, plant and equipment are determined as the difference between the selling price, if any, less selling costs and the carrying amount at the date of disposal less any costs of disposal.

Impairment losses on fixed assets

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation.

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

8. Accounting policies - continued -

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

Inventories

Inventories are measured at cost calculated according to the FIFO principle. Inventories are written down to the lower of cost and net realisable value.

The cost of raw materials and consumables as well as goods for resale is determined as purchase prices plus expenses resulting directly from the purchase.

The net realisable value of inventories is determined as the selling price less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and the expected development in the selling price.

Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

Deposits recognised under assets comprise deposits paid to the lessor under leases entered into by the company.

Prepayments

Prepayments recognised under assets comprise costs incurred in respect of subsequent financial years.

Cash

Cash includes deposits in bank accounts as well as operating cash.

8. Accounting policies - continued -**Current and deferred tax**

Current tax payable and receivable is recognised in the balance sheet as tax computed on the basis of the taxable income for the year, adjusted for tax paid on account.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the taxable income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

Payables

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.

Deferred income

Deferred income under liabilities comprises payments received in respect of income in subsequent financial years.