SwipBox Development ApS

Ellegårdvej 7, DK-6400 Sønderborg

Annual Report for 1 January - 31 December 2020

CVR No 28 89 25 00

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 27/5 2021

Bent Kristensen
Chairman of the General Meeting

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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of SwipBox Development ApS for the financial year 1 January - 31 December 2020.

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

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2020 of the Company and of the results of the Company operations for 2020.

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.

Sønderborg, 27 May 2021

Executive Board

Jens Rom
CEO

Board of Directors

Lars-Christian Brask Chairman	Peter M. Clausen	Jan C. von Backhaus
Erik Balck Sørensen	Bent Kristensen	Allan Krogsgaard Jakobsen

Independent Auditor's Report

To the Shareholder of SwipBox Development ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2020 and of the results of the Company's operations for the financial year 1 January - 31 December 2020 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of SwipBox Development ApS for the financial year 1 January - 31 December 2020, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies (”the Financial Statements”).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the ”Auditor's responsibilities for the audit of the Financial Statements” section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' 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.

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 Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's responsibilities for the Financial Statements

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

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

Auditor's responsibilities for the audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

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

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

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

Aarhus, 27 May 2021
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Henrik Kragh	Henrik Trangeled Kristensen
statsautoriseret revisor	statsautoriseret revisor
mne26783	mne23333

Company Information

The Company	SwipBox Development ApS Ellegårdvej 7 DK-6400 Sønderborg CVR No: 28 89 25 00 Financial period: 1 January - 31 December Municipality of reg. office: Sønderborg
Board of Directors	Lars-Christian Brask, Chairman Peter M. Clausen Jan C. von Backhaus Erik Balck Sørensen Bent Kristensen Allan Krogsgaard Jakobsen
Executive Board	Jens Rom
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Nobelparken Jens Chr. Skous Vej 1 DK-8000 Aarhus C

Management's Review

Key activities

The purpose of the Company in 2020 has been to own and finance the development projects and patents of the INPS Group.

Development in the year

The income statement of the Company for 2020 shows a profit of DKK 318,637, and at 31 December 2020 the balance sheet of the Company shows equity of DKK 39,388,803.

During 2020 the process of simplifying the legal structure of the INPS Group continued and resulted in the merger of aCon A/S and SwipBox A/S with aCon A/S as the continuing company. As part of the process aCon A/S was transformed into an ApS and during the first quarter of 2021 the legal name was changed to SwipBox Development ApS. Finally the activites of SwipBox ApS were sold to Swipbox International A/S

The result in 2019 was impacted by the sales of all activities, obligations, right etc. except of patents, shares in SwipBox Pakistan Pvt. Ltd. and tax obligations to SwipBox International A/S. The sale resulted in a gain of DKK 15 mio. which impacted the profit before tax positively in 2019.

The Corona pandemic has not had any material impact on the 2020 financial result of the Company.

Subsequent events

The financial position on 31 December 2020 of the Company and the results of the activities of the Company for the financial year for 2020 have not been affected by any unusual events.

Income Statement 1 January - 31 December

	Note	2020	2019
		DKK	DKK
Gross profit/loss		**2.947.536**	**22.694.978**
Staff expenses	2	-11.158	-2.606.301
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-3.455.705	-1.849.255
Profit/loss before financial income and expenses		**-519.327**	**18.239.422**
Income from investments in subsidiaries		83.962	162.650
Financial income	3	681.424	188.350
Financial expenses	4	-45.396	-47.142
Profit/loss before tax		**200.663**	**18.543.280**
Tax on profit/loss for the year	5	117.974	-1.170.868
Net profit/loss for the year		**318.637**	**17.372.412**

Distribution of profit

Proposed distribution of profit

Reserve for net revaluation under the equity method	83.962	162.650
Retained earnings	234.675	17.209.762
	318.637	**17.372.412**

Balance Sheet 31 December

Assets

	Note	2020	2019
		DKK	DKK
Completed development projects		13.911.629	11.357.237
Intangible assets	6	**13.911.629**	**11.357.237**
Investments in subsidiaries		436.769	401.489
Fixed asset investments		**436.769**	**401.489**
Fixed assets		**14.348.398**	**11.758.726**
Receivables from group enterprises		23.809.916	24.634.191
Receivables		**23.809.916**	**24.634.191**
Cash at bank and in hand		**1.856.577**	**2.139.094**
Currents assets		**25.666.493**	**26.773.285**
Assets		**40.014.891**	**38.532.011**

Balance Sheet 31 December

Liabilities and equity

	Note	2020	2019
		DKK	DKK
Share capital		2.300.000	2.250.510
Reserve for net revaluation under the equity method		431.169	395.889
Reserve for development costs		10.051.011	7.466.833
Retained earnings		26.606.623	27.141.628
Equity		**39.388.803**	**37.254.860**
Provision for deferred tax		0	1.212.959
Provisions		**0**	**1.212.959**
Trade payables		17.823	0
Payables to group enterprises		30.013	29.192
Other payables		578.252	35.000
Short-term debt		**626.088**	**64.192**
Debt		**626.088**	**64.192**
Liabilities and equity		**40.014.891**	**38.532.011**
Contingent assets, liabilities and other financial obligations	7		
Accounting Policies	8		

Statement of Changes in Equity

	Share capital	Reserve for net revaluation under the equity method	Reserve for development costs	Retained earnings	Total
	DKK	DKK	DKK	DKK	DKK
Equity at 1 January	2.250.510	395.889	7.466.833	27.141.628	37.254.860
Net effect from merger and acquisition under the uniting of interests method	49.490	0	0	-285.502	-236.012
Adjusted equity at 1 January	2.300.000	395.889	7.466.833	26.856.126	37.018.848
Exchange adjustments	0	-48.682	0	0	-48.682
Capital contribution	0	0	0	2.100.000	2.100.000
Development costs for the year	0	0	2.584.178	-2.584.178	0
Net profit/loss for the year	0	83.962	0	234.675	318.637
Equity at 31 December	**2.300.000**	**431.169**	**10.051.011**	**26.606.623**	**39.388.803**

Notes to the Financial Statements

		2020	2019
		DKK	DKK
1	**Other operating income**		
	Gain on sale of activities	0	14.973.000
		0	**14.973.000**
2	**Staff expenses**		
	Wages and salaries	0	1.990.971
	Pensions	0	208.520
	Other social security expenses	11.158	34.261
	Other staff expenses	0	372.549
		11.158	**2.606.301**
	Average number of employees	**0**	**4**

Notes to the Financial Statements

		2020	2019
		DKK	DKK
3	**Financial income**		
	Interest received from group enterprises	681.424	142.257
	Other financial income	0	46.093
		681.424	**188.350**
4	**Financial expenses**		
	Interest paid to group enterprises	16.175	46.967
	Other financial expenses	29.221	175
		45.396	**47.142**
5	**Tax on profit/loss for the year**		
	Current tax for the year	0	0
	Deferred tax for the year	0	1.212.959
	Adjustment of tax concerning previous years	-117.974	-42.091
		-117.974	**1.170.868**

Notes to the Financial Statements

6 Intangible assets

	Completed development projects
	DKK
Cost at 1 January	16.839.892
Additions for the year	5.045.324
Cost at 31 December	21.885.216
Impairment losses and amortisation at 1 January	5.482.655
Amortisation for the year	2.490.932
Impairment losses and amortisation at 31 December	7.973.587
Carrying amount at 31 December	**13.911.629**

Completed development projects consists of activated software related to the SwipBox concept.

The capitalized development costs for the year, primarily consists of the development of SwipBox' parcel locker concept.

The concepts are expected to contribute with increased sales among the sister companies in the future.

Notes to the Financial Statements

	2020	2019
	DKK	DKK

7 Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with owners and bankers:

	2020	2019
Mortgage deeds registered to the mortgagor totalling DKK 15,000k providing security on intangible assets, property, plant and equipment, trade receivables and other receivables with a total carrying amount of	13.911.629	11.357.237

Other contingent liabilities

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

Notes to the Financial Statements

8 Accounting Policies

The Annual Report of SwipBox Development ApS for 2020 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2020 are presented in DKK.

SwipBox Development ApS merged with SwipBox A/S with SwipBox Development ApS as the continuing company. The book value method is used. In this way, the two companies are merged into book values, and no difference amounts are identified. Any remuneration that exceeds the book value of the acquired company is recognized directly in equity. The book value method is carried out per. the acquisition date and no comparative figures have been adjusted.

Consolidated financial statements

With reference to section 110 of the Danish Financial Statements Act, no consolidated financial statements are prepared.

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.

Notes to the Financial Statements

8 Accounting Policies (continued)

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

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 Company. 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.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

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

Notes to the Financial Statements

8 Accounting Policies (continued)

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, gross profit/loss is calculated as a summary of revenue, other operating income, expenses for raw materials and consumables and other external expenses.

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 Company, 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.

Notes to the Financial Statements

8 Accounting Policies (continued)

Balance Sheet

Intangible assets

Development projects, patents and licences

Costs of development projects comprise salaries, amortisation and other expenses directly or indirectly attributable to the Company's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the enterprise can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the development costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

Capitalised development costs are measured at cost less accumulated amortisation and impairment losses or at a lower recoverable amount. An amount corresponding to the recognised development costs is allocated to the equity item "Reserve for development costs". The reserve comprises only development costs recognised in financial years beginning on or after 1 January 2016. The reserve is reduced by amortisation of and impairment losses on the development projects on a continuing basis.

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 8 years.

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 addition of the remaining value of any increases in value and goodwill calculated at the time of acquisi-

Notes to the Financial Statements

8 Accounting Policies (continued)

tion 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.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

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.

Financial debts

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