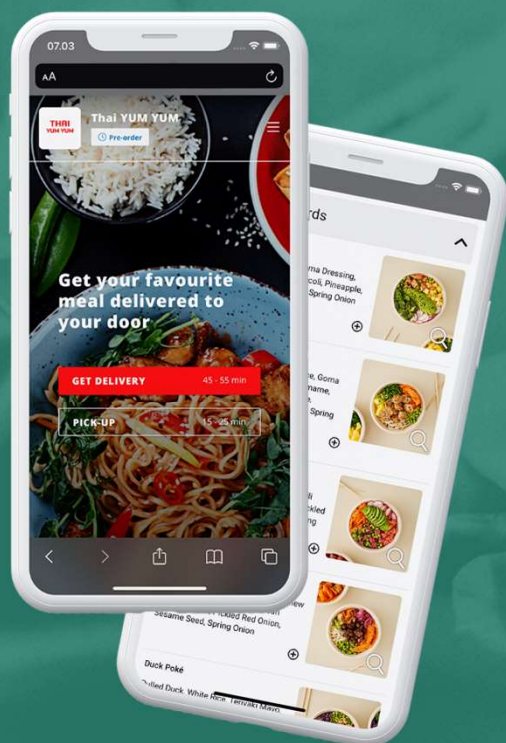
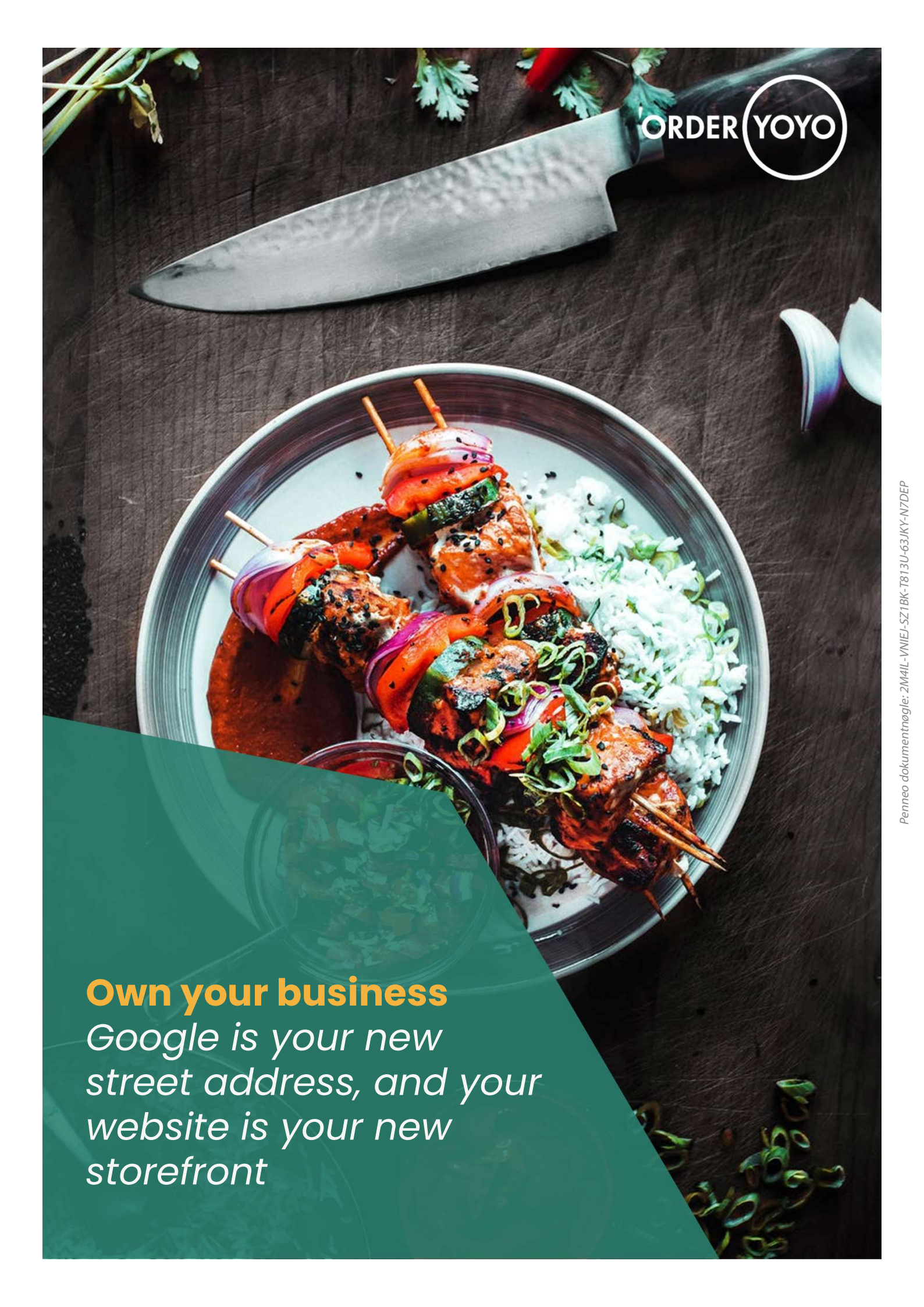


Annual Report 2020





ORDER YOYO

Own your business

*Google is your new
street address, and your
website is your new
storefront*

Content

Management commentary

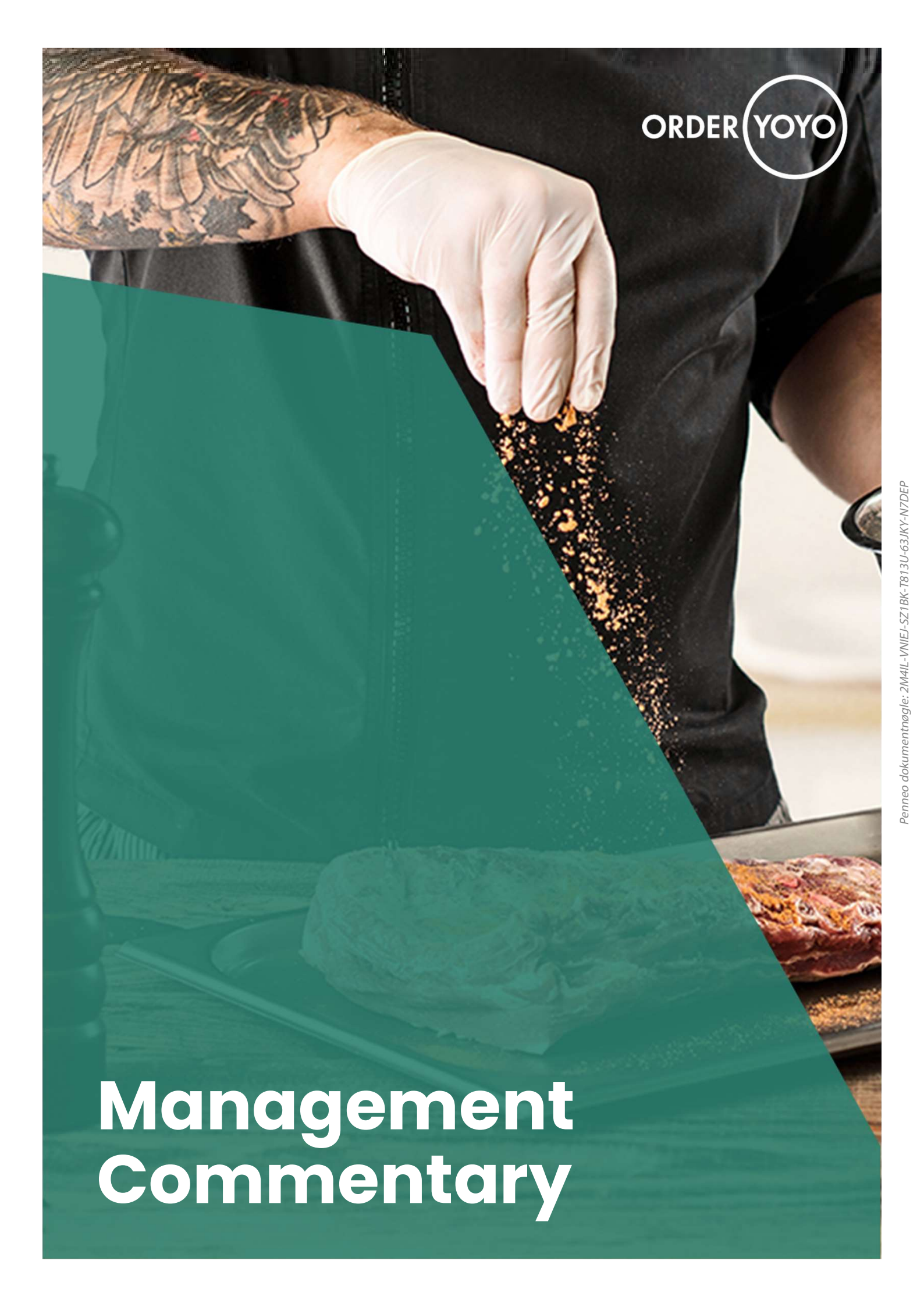
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ORDER YOYO

Management Commentary

Vision

Be the preferred digital business partner for local takeaway restaurants

Mission

Inspire and empower local takeaway restaurants to engage with end-users



"We want to be known for truly understanding the needs of our Restaurant Partners and for continuously delivering on our promise of growing their direct online business"

Søren Gammelgaard, CEO

Welcome to OrderYOYO

OrderYOYO at a glance

OrderYOYO is a leading European white-label SaaS provider enabling small independent takeaway restaurants to build their own-branded online presence. OrderYOYO helps local independent takeaway restaurants move from online delivery portals and drive end-user volumes through uniquely tailored order and marketing software solutions in the individual takeaway restaurant's own brand and name. OrderYOYO offers a usage-based SaaS white-label online ordering and marketing software solution as an integrated end-to-end solution that includes a branded website and mobile app, order and menu management systems, business intelligence and user data analytics, Google optimization, social media promotion tools, email marketing and B2B customer support.

OrderYOYO currently supports over 4,000 restaurant partners in Denmark, England, Scotland, Northern Ireland, Wales and Ireland, helping them engage with millions of end-users, and fulfill more than 500,000 orders a month. OrderYOYO has been on a significant growth trajectory over the past years and has an ambitious strategic plan to accelerate the growth even further.

The online takeaway market

The market for online takeaway food has increased significantly in recent years, with the COVID-19 pandemic accelerating the growth even further. Historically, the takeaway market has been dominated by direct analog ordering through phone-calls and walk-ins. Today, online ordering has become the preferred ordering-channel among end-users.

Empower takeaway restaurants

OrderYOYO has introduced an offering enabling and supporting the independent takeaway restaurants to build their own-branded online presence through uniquely tailored ordering and marketing software solutions.

The SaaS solution provided by OrderYOYO ensures that restaurant-owners can control their own digital brand identity, end-user data, and customize marketing efforts.



Up to **90%** of orders are
recurring orders from loyal
consumers

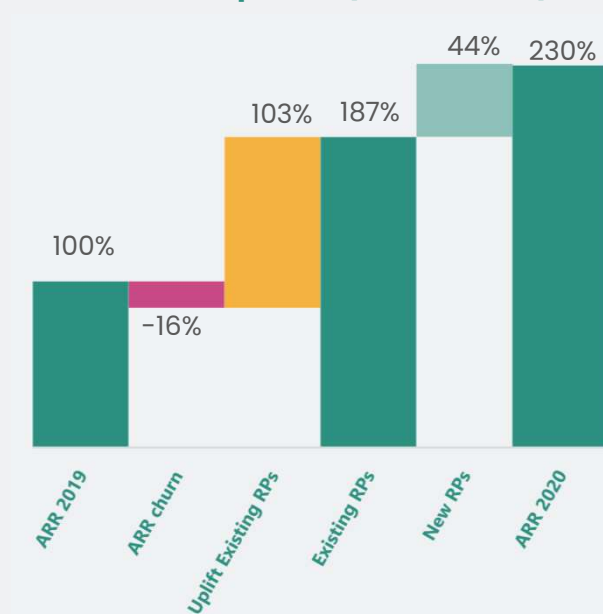
Business Summary

Strong revenue growth of 130%

Revenue measured as Annual Recurring Revenue (ARR) showed a strong growth in 2020 to DKK 104m compared to DKK 45m in 2019 - equivalent to a growth of 130%.

Through focus on helping existing Restaurant Partners to grow their online business even further, ARR uplift from existing Restaurant Partners has increased 103% during 2020. New Restaurant Partners have added 44% in ARR growth from 2019.

ARR development (2019 to 2020)



Development in activities and finances

In 2020, OrderYOYO had consolidated positive EBITDA (before non-recurring items) of DKK 12.7m compared to DKK -21.5m in 2019. Reaching a positive EBITDA in 2020 is a strong proof of concept of the OrderYOYO business model, and the need for the solution by restaurant partners across all markets.

The fiscal loss for the year of DKK 1.1m, is as expected in a year where the business has grown significantly. Organisational transformation decisions and actions have been taken in 2020 impacting the fiscal result through non-recurring costs.

The balance of the parent company totals DKK 56.9m with an equity of DKK 17.4m.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.



"As a restaurant owner, it takes both time and resources that I don't have to create and maintain a dedicated website and app, which also has an ordering system/ordering module. With OrderYOYO you get the whole package: website, app, design, marketing and support. The product works as it shall. Simple and functional."

Sercan Yücel, owner of Burger Palace (DK)

Governance

Entity details

Entity

OrderYOYO ApS
Mashedøgade 26
2100 København Ø

Business Registration No.: 36704608
Registered office: Copenhagen
Financial year: 01.01.2020 – 31.12.2020

Board of Directors

Jesper Johansen, Chairman
Ulla Brockenhuus-Schack
Theis Regner Riber Søndergaard
Jacob Christian Bratting Pedersen
Preben Damgaard Nielsen

Executive Board

Søren Gammelgaard, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
2300 Copenhagen S

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of OrderYOYO ApS for the financial year 01.01.2020 – 31.12.2020

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2020 and of the results of their operations for the financial year 01.01.2020 – 31.12.2020.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 16.04.2021

Executive Board

Søren Gammelgaard

CEO

Board of Directors

Jesper Johansen

Chairman

Ulla Brockenhuus-Schack

Theis Regner Riber Søndergaard

Jacob Christian Bratting Pedersen

Preben Damgaard Nielsen

Independent auditor's report

To the shareholders of OrderYOYO ApS

Opinion

We have audited the consolidated financial statements and the parent financial statements of OrderYOYO ApS for the financial year 01.01.2020 – 31.12.2020, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for the Group as well as the Parent. The consolidated financial statements and the parent financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent financial statements give a true and fair view of the Group's and the Parent's financial position at 31.12.2020 and of the results of their operations for the financial year 01.01.2020 – 31.12.2020 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 consolidated financial statements and the parent financial statements" section of this auditor's report. We are independent of the Group in accordance with the International Ethics Standards Board of 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.

Management's responsibilities for the consolidated financial statements and the parent financial statements

Management is responsible for the preparation of consolidated financial statements and parent 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 consolidated financial statements and parent financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the consolidated financial statements and the parent financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent 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 consolidated financial statements and parent 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 consolidated financial statements and the parent 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 Group's and the Entity'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 consolidated financial statements and the parent 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 Entity'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 consolidated financial statements and the parent 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 Group and the Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements and the parent financial statements, including the disclosures in the notes, and whether the consolidated financial statements and the parent financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient and 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.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the consolidated financial statements and the parent financial statements does not cover the management commentary, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements and the parent financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the consolidated financial statements and the parent financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management commentary is in accordance with the consolidated financial statements and the parent financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of the management commentary.

Copenhagen, 16.04.2021

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Bjørn Winkler Jakobsen

State Authorised Public Accountant
Identification No (MNE) mne32127

Mads Juul Hansen

State Authorised Public Accountant
Identification No (MNE) mne44386

Financial Statements

Consolidated income statement for 2020

	Notes	2020 DKK'000	2019 DKK'000
Gross profit/loss		35,442	7,575
Staff costs	1	(34,194)	(34,932)
Depreciation, amortisation and impairment losses	2	(756)	(210)
Other operating expenses		0	(101)
Operating profit/loss		492	(27,668)
Other financial income		0	1,229
Other financial expenses	3	(4,084)	(1,853)
Profit/loss before tax		(3,592)	(28,292)
Tax on profit/loss for the year	4	2,522	3,026
Profit/loss for the year		(1,070)	(25,266)
Proposed distribution of profit and loss			
Retained earnings		(1,070)	(25,266)
Proposed distribution of profit and loss		(1,070)	(25,266)

Consolidated balance sheet at 31.12.2020

Assets

	Notes	2020 DKK'000	2019 DKK'000
Completed development projects	6	1,642	0
Development projects in progress	6	8,687	0
Intangible assets	5	10,329	0
Other fixtures and fittings, tools and equipment		1,577	905
Property, plant and equipment	7	1,577	905
Deposits		422	372
Financial assets	8	422	372
Fixed assets		12,328	1,277
Manufactured goods and goods for resale		648	665
Inventories		648	665
Trade receivables		1,294	3,978
Other receivables		2,578	1,104
Tax receivable		2,522	3,026
Prepayments		1,720	951
Receivables		8,114	9,059
Cash		24,657	7,331
Current assets		33,419	17,055
Assets		45,747	18,332

Equity and liabilities

	Notes	2020 DKK'000	2019 DKK'000
Contributed capital		244	222
Reserve for development costs		8,056	0
Retained earnings		(11,768)	(12,914)
Equity		(3,468)	(12,692)
Other payables		24,195	18,446
Non-current liabilities other than provisions	9	24,195	18,446
Current portion of non-current liabilities other than provisions	9	2,208	2,175
Trade payables		6,334	2,455
Other payables	10	16,478	7,948
Current liabilities other than provisions		25,020	12,578
Liabilities other than provisions		49,215	31,024
Equity and liabilities		45,747	18,332
Contingent assets	11		
Contingent liabilities	12		
Assets charged and collateral	13		
Group relations	14		
Subsidiaries	15		

Consolidated statement of changes in equity for 2020

	Contributed capital DKK'000	Reserve for development costs DKK'000	Retained earnings DKK'000	Total DKK'000
Equity beginning of year	222	0	(12,914)	(12,692)
Increase of capital	22	0	8,977	8,999
Exchange rate adjustments	0	0	1,295	1,295
Transfer to reserves	0	8,056	(8,056)	0
Profit/loss for the year	0	0	(1,070)	(1,070)
Equity end of year	244	8,056	(11,768)	(3,468)

The company has over the years introduced incentive plans aimed at key employees. Share options are vesting over time to ensure the retention of such key employees. The total number of shares for which key employees may become eligible is 25,253. The options are exercisable at an average exercise price of DKK 106.

Notes to consolidated financial statements

1 Staff costs

	2020 DKK'000	2019 DKK'000
Wages and salaries	33,311	33,585
Pension costs	69	0
Other staff costs	814	1,347
	34,194	34,932
Average number of full-time employees	87	81

2 Depreciation, amortisation and impairment losses

	2020 DKK'000	2019 DKK'000
Amortisation of intangible assets	205	0
Depreciation on property, plant and equipment	552	160
Profit/loss from sale of intangible assets and property, plant and equipment	(1)	50
	756	210

3 Other financial expenses

	2020 DKK'000	2019 DKK'000
Other interest expenses	2,089	1,622
Exchange rate adjustments	1,784	47
Other financial expenses	211	184
	4,084	1,853

4 Tax on profit/loss for the year

	2020 DKK'000	2019 DKK'000
Current tax	(2,522)	(3,026)
	(2,522)	(3,026)

5 Intangible assets

	Completed development projects DKK'000	Development projects in progress DKK'000
Transfers	1,847	(1,847)
Additions	0	10,534
Cost end of year	1,847	8,687
Amortisation for the year	(205)	0
Amortisation and impairment losses end of year	(205)	0
Carrying amount end of year	1,642	8,687

6 Development projects

Development projects in progress include the development of the solution. The development project essentially consists of costs in the form of direct salaries and external consultancy fees.

The carrying amount is T.DKK 10,329 the 31.12.2020. The solution is expected to bring significant competitive advantages and thus a significant increase in the level of activity and profit for the company.

7 Property, plant and equipment

	Development projects in progress DKK'000
Cost beginning of year	1,299
Exchange rate adjustments	60
Additions	1,266
Disposals	(6)
Cost end of year	2,619
Depreciation and impairment losses beginning of year	(393)
Exchange rate adjustments	(98)
Depreciation for the year	(552)
Reversal regarding disposals	1
Depreciation and impairment losses end of year	(1,042)
Carrying amount end of year	1,577

8 Financial assets

	Deposits DKK'000
Cost beginning of year	372
Exchange rate adjustments	50
Cost end of year	422
Carrying amount end of year	422

9 Non-current liabilities other than provisions

	Due within 12 months 2020 DKK'000	Due within 12 months 2019 DKK'000	Due after more than 12 months 2020 DKK'000
Other payables	2,208	2,175	24,195
	2,208	2,175	24,195

10 Other payables

	2020 DKK'000	2019 DKK'000
VAT and duties	5,102	1,356
Wages and salaries, personal income taxes, social security costs, etc. payable	4,422	1,707
Accrued interest	574	459
Other costs payable	6,380	4,426
	16,478	7,948

11 Contingent assets

The group has a deferred tax asset that amounts to T.DKK 10,824 which has not been capitalized due to the uncertainty of when the group is able to use the asset.

12 Contingent liabilities

The group has undertaken lease agreements. The obligation constitutes T.DKK 3,356 as of 31.12.2020.

Each of the loans contain the right for Vækstfonden to receive extra payments based on a performance scheme and/or an exit-scheme defined in the loan agreements. The exit scheme payments consist of an amount equal to 5 % of the added value of the Company, however capped at 20% of the principal amount of each loan (DKK 2m, 2m, and 1m, respectively for the three loans). All exit- and performance scheme payments in aggregate are covered by the cap.

13 Assets charged and collateral

Mortgage debt is secured by way of corporate mortgage totaling T.DKK 14,500.

Assets charged comprises the intangible assets, property, plant and equipment, inventories and trade receivables.

The carrying amount is T.DKK 12,303.

14 Group relations

Name and registered office of the Parent preparing consolidated financial statements for the largest group: OrderYOYO ApS, VAT-no: 36704608, Denmark

Name and registered office of the Parent preparing consolidated financial statements for the smallest group: OrderYOYO ApS, VAT-no: 36704608, Denmark

15 Subsidiaries

	Registered in	Corporate form	Ownership %	Equity DKK'000	Profit/loss DKK'000
OrderYOYO Ltd	United Kingdom	Ltd	100	(20,736)	(892)
OrderYOYO Deutschland	Germany	GmbH	100	(825)	80
OrderYOYO Ireland Limited	Ireland	Ltd	100	(109)	(110)

Parent income statement for 2020

	Notes	2020 DKK'000	2019 DKK'000
Gross profit/loss		20,244	4,153
Staff costs	1	(20,959)	(24,954)
Depreciation, amortisation and impairment losses	2	(620)	(259)
Other operating expenses		0	(101)
Operating profit/loss		(1,335)	(21,161)
Income from investments in group enterprises		(186)	0
Other financial income	3	983	743
Financial expenses from group enterprises		(824)	0
Other financial expenses	4	(2,323)	(1,811)
Profit/loss before tax		(3,685)	(22,229)
Tax on profit/loss for the year	5	2,522	3,026
Profit/loss for the year		(1,163)	(19,203)
Proposed distribution of profit and loss			
Retained earnings		(1,163)	(19,203)
Proposed distribution of profit and loss		(1,163)	(19,203)

Parent balance sheet at 31.12.2020

Assets	Notes	2020 DKK'000	2019 DKK'000
Completed development projects	7	1,642	0
Development projects in progress	7	8,687	0
Intangible assets	6	10,329	0
Other fixtures and fittings, tools and equipment		1,188	702
Property, plant and equipment	8	1,188	702
Investments in group enterprises		2	187
Deposits		369	369
Financial assets	9	371	556
Fixed assets		11,888	1,258
Manufactured goods and goods for resale		160	106
Inventories		160	106
Trade receivables		525	1,325
Receivables from group enterprises		37,189	28,590
Other receivables		2,339	1,658
Tax receivable		2,522	3,026
Prepayments		1,415	618
Receivables		43,990	35,217
Cash		863	904
Current assets		45,013	36,227
Assets		56,901	37,485

Equity and liabilities

	Notes	2020 DKK'000	2019 DKK'000
Contributed capital		244	222
Reserve for development costs		8,056	0
Retained earnings		9,074	9,316
Equity		17,374	9,538
Other payables		24,195	18,446
Non-current liabilities other than provisions	10	24,195	18,446
Current portion of non-current liabilities other than provisions	10	2,208	2,175
Trade payables		2,306	2,230
Other payables	11	10,818	5,096
Current liabilities other than provisions		15,332	9,501
Liabilities other than provisions		39,527	27,947
Equity and liabilities		56,901	37,485
Contingent assets	12		
Contingent liabilities	13		
Assets charged and collateral	14		

Parent statement of changes in equity for 2020

	Contributed capital DKK'000	Reserve for development costs DKK'000	Retained earnings DKK'000	Total DKK'000
Equity beginning of year	222	0	9,316	9,538
Increase of capital	22	0	8,977	8,999
Transfer to reserves	0	8,056	(8,056)	0
Profit/loss for the year	0	0	(1,163)	(1,163)
Equity end of year	244	8,056	9,074	17,374

The company has over the years introduced incentive plans aimed at key employees. Share options are vesting over time to ensure the retention of such key employees. The total number of shares for which key employees may become eligible is 25,253. The options are exercisable at an average exercise price of DKK 106.

Notes to parent financial statements

1 Staff costs

	2020 DKK'000	2019 DKK'000
Wages and salaries	20,181	23,723
Pension costs	69	0
Other staff costs	709	1,231
	20,959	24,954
Average number of full-time employees	42	52

2 Depreciation, amortisation and impairment losses

	2020 DKK'000	2019 DKK'000
Amortisation of intangible assets	205	0
Depreciation on property, plant and equipment	416	209
Profit/loss from sale of intangible assets and property, plant and equipment	(1)	50
	620	259

3 Other financial income

	2020 DKK'000	2019 DKK'000
Financial income from group enterprises	983	728
Other interest income	0	1
Exchange rate adjustments	0	14
	983	743

4 Other financial expenses

	2020 DKK'000	2019 DKK'000
Other interest expenses	2,089	1,622
Exchange rate adjustments	0	53
Other financial expenses	234	136
	2,323	1,811

5 Tax on profit/loss for the year

	2020 DKK'000	2019 DKK'000
Current tax	(2,522)	(3,026)
	(2,522)	(3,026)

6 Intangible assets

	Completed development projects DKK'000	Development projects in progress DKK'000
Transfers	1,847	(1,847)
Additions	0	10,534
Cost end of year	1,847	8,687
Amortisation for the year	(205)	0
Amortisation and impairment losses end of year	(205)	0
Carrying amount end of year	1,642	8,687

7 Development projects

Development projects in progress include the development of the solution. The development project essentially consists of costs in the form of direct salaries and external consultancy fees.

The carrying amount is T.DKK 10,329 the 31.12.2020. The solution is expected to bring significant competitive advantages and thus a significant increase in the level of activity and profit for the company.

8 Property, plant and equipment

	Development projects in progress DKK'000
Cost beginning of year	1,127
Additions	907
Disposals	(6)
Cost end of year	2,028
Depreciation and impairment losses beginning of year	(425)
Depreciation for the year	(416)
Reversal regarding disposals	1
Depreciation and impairment losses end of year	(840)
Carrying amount end of year	1,188

9 Financial assets

	Investments in group enterprises DKK'000	Deposits DKK'000
Cost beginning of year	187	369
Additions	1	0
Cost end of year	188	369
Impairment losses for the year	(186)	0
Impairment losses end of year	(186)	0
Carrying amount end of year	2	369

A specification of investments in subsidiaries is evident from the notes to the consolidated financial statements.

10 Non-current liabilities other than provisions

	Due within 12 months 2020 DKK'000	Due within 12 months 2019 DKK'000	Due after more than 12 months 2020 DKK'000
Other payables	2,208	2,175	24,195
	2,208	2,175	24,195

11 Other payables

	2020 DKK'000	2019 DKK'000
VAT and duties	888	0
Wages and salaries, personal income taxes, social security costs, etc. payable	4,351	1,697
Accrued interest	574	459
Other costs payable	5,005	2,940
	10,818	5,096

12 Contingent assets

The company has a deferred tax asset that amounts to T.DKK 6,884 which has not been capitalized due to the uncertainty of when the company is able to use the asset

13 Contingent liabilities

The company has undertaken lease agreements. The obligation constitutes T.DKK 3,356 as of 31.12.2020.

Each of the loans contain the right for Vækstfonden to receive extra payments based on a performance scheme and/or an exit-scheme defined in the loan agreements. The exit scheme payments consist of an amount equal to 5 % of the added value of the Company, however capped at 20% of the principal amount of each loan (DKK 2m, 2m, and 1m, respectively for the three loans). All exit- and performance scheme payments in aggregate are covered by the cap.

14 Assets charged and collateral

Mortgage debt is secured by way of corporate mortgage totaling T.DKK 14,500. Assets charged comprises the intangible assets, property, plant and equipment, inventories and trade receivables.

The carrying amount is T.DKK 12,303

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

Changes in accounting policies

Applied accounting policies have been changed for the following items:

- Development costs are capitalized as intangible asset.

The comparative figures have not been restated due to that the company did not have registration systems in 2019 that could ensure an accurate and reliable recognition.

Apart from the areas mentioned above, the annual report has been presented applying the accounting policies consistent with last year.

Non-comparability

There have not been established registration systems in 2019 which made it possible for the company to comply with requirements for capitalizing development costs. These registration systems have been established in 2020 thus comparative figures have not been restated.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Consolidated financial statements

The consolidated financial statements comprise the Parent and the group enterprises (subsidiaries) that are controlled by the Parent. Control is achieved by the Parent, either directly or indirectly, holding more than 50% of the voting rights or in any other way possibly or actually exercising controlling influence.

Basis of consolidation

The consolidated financial statements are prepared on the basis of the financial statements of the Parent and its subsidiaries. The consolidated financial statements are prepared by combining uniform items. On consolidation, intra-group income and expenses, intra-group accounts and dividends as well as profits and losses on transactions between the consolidated enterprises are eliminated. The financial statements used for consolidation have been prepared applying the Group's accounting policies.

Subsidiaries' financial statement items are recognised in full in the consolidated financial statements. Investments in subsidiaries are offset at the pro rata share of such subsidiaries' net assets at the takeover date, with net assets having been calculated at fair value.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, other operating income, costs of materials and external expenses.

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Revenue from SaaS (Software-as-a-Service)

OrderYOYO sells SaaS (Software-as-a-Service) by hosting the software and related services as cloud-based services. The software is not installed on the customer's own servers, but on cloud servers that the company manages. The customer continuously receives this service which includes license, support and maintenance during the term of the agreement and is recognized linearly over the contract period.

Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise wages and salaries, and social security contributions, pension contributions, etc. for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to property, plant and equipment and intangible assets comprise depreciation, amortisation and impairment losses for the financial year, and gains and losses from the sale of intangible assets and property, plant and equipment.

Other operating expenses

Other operating expenses comprise expenses of a secondary nature as viewed in relation to the Entity's primary activities.

Income from investments in group enterprises

Income from investments in group enterprises comprises dividends etc. received from the individual group enterprises in the financial year.

Other financial income

Other financial income comprises dividends etc. received on other investments, interest income, including interest income on receivables from group enterprises, net capital or exchange gains on securities, payables and transactions in foreign currencies, amortisation of financial assets, and tax relief under the Danish Tax Prepayment Scheme etc.

Financial expenses from group enterprises

Financial expenses from group enterprises comprise interest expenses etc. from payables to group enterprises.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital or exchange losses on securities, payables and transactions in foreign currencies, amortisation of financial liabilities, and tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Intellectual property rights etc.

Intellectual property rights etc. comprise development projects completed and in progress with related intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. If the useful life cannot be estimated reliably, it is fixed at 10 years. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 3 years.

Intellectual property rights etc. are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

Other fixtures and fittings, tools and equipment	3 years
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Estimated useful lives and residual values are reassessed annually.

Items of property, plant and equipment are written down to the lower of recoverable amount and carrying amount.

Investments in group enterprises

Investments in group enterprises are measured at cost. Investments are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable

value. Cost consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

Tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Cash

Cash comprises cash in hand and bank deposits.

Operating leases

Lease payments on operating leases are recognised on a straight-line basis in the income statement over the term of the lease.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

ORDER YOYO



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Søren Gammelgaard

Adm. direktør

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