

PENNEO

Digitizing business processes and document workflows

FINANCIAL AND CERTIFIED ADVISER



SELLING AGENT



Nasdaq First North Growth Market is a registered SME growth market, in accordance with the Directive on Markets in Financial Instruments (EU 2014/65) as implemented in the national legislation of Denmark, Finland and Sweden, operated by an exchange within the Nasdaq group. Issuers on Nasdaq First North Growth Market are not subject to all the same rules as issuers on a regulated main market, as defined in EU legislation (as implemented in national law). Instead they are subject to a less extensive set of rules and regulations adjusted to small growth companies. The risk in investing in an issuer on Nasdaq First North Growth Market may therefore be higher than investing in an issuer on the main market. All issuers with shares admitted to trading on Nasdaq First North Growth Market have a Certified Adviser who monitors that the rules are followed. The respective Nasdaq exchange approves the application for admission to trading.

PENNEO

Penneo A/S (the "Company" or "Penneo") is a Danish public limited liability company incorporated under the laws of the Kingdom of Denmark with company registration number 35 63 37 66.

Initial Public Offering of between 4,061,372 and 4,512,636 Offer Shares **Offer price: DKK 11.08 per Offer Share**

This company description (the "Company Description") has been prepared in connection with an application for admission to trading of the Company's existing shares (the "Existing Shares") and an initial public offering (the "Offering") of minimum 4,061,372 and a maximum of 4,512,636 new shares of nominal DKK 0.02 (the "Offer Shares") and in conjunction with the Existing shares referred to as the "Shares". As of the date of this Company Description (the "Company Description Date"), but prior to the Offering, the registered share capital, held by existing shareholders (the "Existing Shareholders"), of the Company is nominal DKK 412,199 and consists of 20,609,932 Existing Shares of nominal DKK 0.02 each, all of which are fully paid. This includes 609,921 own shares held by the Company (see section 9.1.1 for details). The Company has one share class.

The exact number of Offer Shares will be determined during the subscription period. If a minimum of 4,061,372 Offer Shares are not subscribed during the subscription period, the Offering will not be completed. The Offering is not guaranteed, but prior to publication of this Company Description, the Company has obtained subscription undertakings for a total of DKK 35,975,000 from pre-subscribers (the "Pre-subscribers"). Pre-subscribers will be allocated the full amount of subscribed shares in connection with the allocation of Offer Shares.

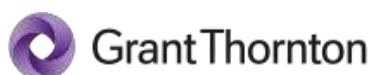
The offer price (the "Offer Price") is DKK 11.08 per nominal DKK 0.02 Offer Share. The Offer Price is fixed. The offer period (the "Offer Period") is expected to begin 7 May 2020 at 09:00 CET and end on 25 May 2020 at 23:59 CET. The Offer Shares will be delivered electronically against payment under temporary ISIN code DK0061283199 to investors' accounts with VP Securities A/S ("VP Securities"). The temporary ISIN code will be replaced by a permanent ISIN code DK0061283009. It is expected that delivery against cash payment of the Offer Shares will take place on or around 28 May 2020 (the "Closing Date").

Prior to the Offering, the Shares have not been publicly traded. The Company has applied for admission to trading for all Shares on Nasdaq First North Growth Market Denmark ("First North Growth Market") under the ticker PENNEO. First day of trading is expected to be on 2 June 2020. The Existing Shares in the Company and the Offer Shares issued in relation to the Offering will have the same rights and will rank *pari passu* in every respect.

Investing in the Offer Shares involves significant risks. Potential investors are advised to seek independent advice on legal, financial, accounting and tax matters that apply to the individual investor before deciding to invest in the Offering. Reference is made to section 4 "Risk factors" for a review of the primary risk factors that could have an impact on potential investors' investment in the Offering. The provided information regarding the outlined risk factors and the Company's historical operating performance is non-exhaustive and potential investors should thus carefully consider putting disproportionate emphasis on the Company's expectations for future growth opportunities, earnings, and financial position.

The distribution of this Company Description is only intended to be for the use by investors in Denmark. The distribution of this Company Description is, in certain jurisdictions, restricted by law, and this Company Description may not be used for the purpose of, or in connection with, any offer or solicitation to anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such offer or solicitation. This Company Description does not constitute an offer of or an invitation to subscribe for Offer Shares in any jurisdiction in which such offer or invitation would be unlawful. Persons into whose possession this Company Description comes shall inform themselves of and observe all such restrictions. The Company does not accept any legal responsibility for any violation by any person of any such restrictions.

Certified Adviser



This Company Description is dated 7 May 2020

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1. Key information about the Company

1.1 BACKGROUND

Penneo is a Software-as-a-Service (SaaS) company originally founded to help companies digitally sign documents. Penneo was founded by six Danish entrepreneurs, who got together with a shared ambition to reduce the “hassle to get documents signed” by replacing pen and paper with a digital alternative. This new digital “pen” (Pen-neo) was launched in 2014 where Penneo was officially established.

Today, Penneo has evolved into an eco-system of automation solutions that digitize company workflows related to onboarding of customers (KYC), and signing and management of documents in a secure and easy way. The Company offers a RegTech solution that helps companies comply with regulations in an efficient and inexpensive way.

With more than 1,640 customers, Penneo taps into three highly attractive markets of Digital Identity (DI), Digital Transaction Management (DTM), and Business Process Automation (BPA) thus providing an end-to-end solution for customers across industries. These three markets are highly integrated as DTM is a continuation of providing digital signatures, while BPA refers to the automatization of digital workflow processes using software applications, thus including both DTM and DI.

Penneo has an attractive and unique position as a complete SaaS solution that can be used across all industries. Especially companies with heavy document and signing processes are proven to achieve significant benefits using Penneo’s solution.

Penneo has the strongest presence with accounting firms where the Company is positioned as the Nordic market leader with 19 of 30 Big 10 firms across Denmark, Sweden, and Norway as customers. In this industry, Penneo has disrupted client onboarding, document management, and signing and filing processes related to annual reports. In 2019, c. 60% of all annual reports filed with the Danish Business Authorities were signed and e-filed using Penneo. Penneo has thus achieved a remarkable product-market-fit to a niche market characterized by an increasing global demand for digitization.

Penneo is now looking to expand this leading position to become the de facto standard for accounting firms, while continuing to grow with existing customers across document-heavy industries in the Company’s existing markets. For this, the Company is inviting investors to join the growth journey and internationalization.

1.2 ORGANIZATION

Penneo is built on the principles of culture, which has resulted in an innovative tech environment based on values of transparency, humility, flat hierarchy, and an informal work atmosphere. This DNA runs through all employees in the Company.

Since its foundation, Penneo has known that the key to building a high growth tech company lies with the people. As a consequence, the people of Penneo has constituted a clear strategic focus ever since the six founders started the Company in 2014.

Penneo has never been more about people than today. Since 2019, Penneo’s organization has grown substantially from 27 to more than 45 team members of 14 different nationalities. The many different professional and personal backgrounds all add diversity, talent, skills, competencies, creativity, and innovation to the Company.

As the Company is speeding up, Penneo’s values serve as the cornerstones to ensure alignment through everything from employer branding to team happiness and employee engagement. This alignment in company framework and DNA allows employees to feel comfortable that everyone is working towards the same goal and thus pushing the Company towards achieving the same objectives.

As Penneo continues its growth journey, the organization will grow accordingly - it will, however, always be based on the values set out by the founders.

1.3 REASONS FOR THE OFFERING

Penneo has initiated an internationalization strategy targeted at accounting firms while growing with existing customers across document-heavy industries in existing markets. This niche accounting market is currently constituted by a low level of competition in software solutions as no other providers have directly targeted this specific market vertical like Penneo. Consequently, Penneo has a unique opportunity to exploit the significant first-mover advantage that has already been proven in the Nordic countries.

In order to fully utilize this advantage and establish a position as a de facto standard, Penneo seeks to execute on an internationalization strategy and growth journey by taking advantage of the highly scalable nature of its SaaS business model, and the strong Big 10 auditor relationships that already exist through Penneo’s position as a Nordic market leader.

The primary reason behind the Offering is thus to boost the internationalization strategy and growth journey by raising capital for specific use within three primary areas; (i) sales development and marketing targeted at new European countries, (ii) product development to become a fully end-to-end business process automation solution for auditors and other industries, and (iii) direct and indirect costs such as external eID costs and internal administrative costs to support the internationalization.

1.4 USE OF PROCEEDS

1.4.1 Internationalization

With Penneo’s more than 550,000 unique users per year in Denmark alone, the extensive network to decision-makers created by customers and their respective clients, will help facilitate a strong growth platform for the Company to exploit in its internationalization and growth journey.

With the capital raised from the Offering, Penneo will be able to accelerate the internationalization strategy. Part of the proceeds will be used to finance a general marketing push designed to facilitate the sales efforts targeted at larger accounting firms across existing and new markets. This marketing push is a crucial part of supporting the direct sales efforts and thus the success of the internationalization strategy.

After securing agreements with key accounting firms in a new market – thereby proving product-market-fit – Penneo will build local sales organizations to accommodate both additional sales and to service acquired customers in this market.

Penneo expects to allocate 55-65% of the proceeds from the Offering to finance the sales development and marketing efforts related to the internationalization strategy.

1.4.2 Product development

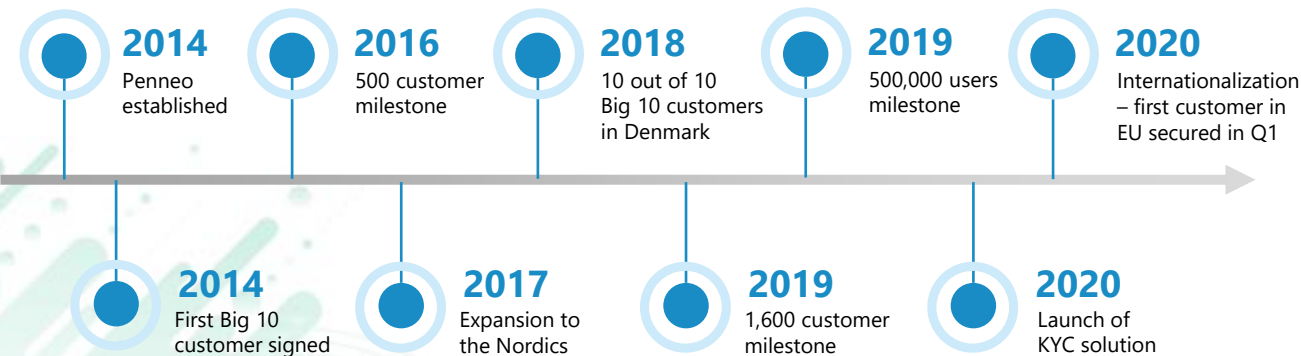
For Penneo, the long-term goal is to become a full end-to-end business process automation platform. This requires that the software can fulfill key tasks without human interaction. The client onboarding module represents the first BPA innovation and was launched in first half of 2020. An ambitious product development plan has been laid out for the coming years with focus on utilizing artificial intelligence and machine learning to achieve the goal of becoming a true BPA service provider.

Penneo expects to allocate 25-35% of the proceeds from the Offering to become a full end-to-end business process automation solution for auditors and other document-heavy industries.

1.4.3 Direct and indirect costs

To support the internationalization strategy and further product development, 5-15% of the proceeds from the Offering will be allocated to (i) organizational costs; such as hiring costs, administration, and people culture, and (ii) other direct costs; such as eID costs, server costs, and reseller provisions.

Timeline – Penneo





Penneo dokumentnøgle: EMZVD-Q04PA-22YYI-ZIU2T-01Q7V-EQE01

PENNEO

One solution. It covers it all.

2. Liability statement

2.1 LIABILITY STATEMENT FROM THE BOARD OF DIRECTORS

We declare that, to the best of our knowledge, the information provided in this Company Description is accurate and that, to the best of our knowledge, this Company Description is not subject to any omissions that may serve to distort the picture this Company Description is to provide, and that all relevant information in the minutes of Board meetings, auditors’ records and other internal documents is included in this Company Description.

Copenhagen, 7 May 2020

Board of Directors of Penneo A/S

Morten Elk
Chairman

Nicolaj Højer Nielsen
Board member

Jan Flora
Board member

Michael Moesgaard Andersen
Board member

See end of document for digital signatures from the Board of Directors

3. Certain information about this Company Description

This Company Description has been drawn up under the responsibility of the Issuer and has been reviewed by the Exchange.

3.1 APPLICABLE LEGISLATION

This Company Description has been prepared for the Offering in compliance with the rules and requirements of Nasdaq First North Growth Market – Rulebook, dated 1 September 2019. As the capital raise with the Offering amounts to less than EUR 8 million, there is no requirement to prepare a prospectus in accordance with the Consolidated Act no. 12 of 8 January 2018 on Capital Markets, as amended (the “Danish Capital Markets Act”).

3.2 LANGUAGE

This Company Description has been prepared in the English language only.

3.3 DISTRIBUTION

The distribution of this Company Description is only intended to be for the use by investors in Denmark.

The distribution of this Company Description is, in certain jurisdictions, restricted by law, and this Company Description may not be used for the purpose of, or in connection with, any offer or solicitation to anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such offer or solicitation. This Company Description does not constitute an offer of or an invitation to subscribe for the Offer Shares in any jurisdiction in which such offer or invitation would be unlawful. Persons into whose possession this Company Description comes shall inform themselves of and observe all such restrictions. The Company does not accept any legal responsibility for any violation by any person of any such restrictions.

3.4 FORWARD-LOOKING STATEMENTS

Certain statements in this Company Description are based on the beliefs of the Board of Directors, Executive Management and the Management Team, as well as assumptions made by and information currently available to the Board of Directors, Executive Management and the Management Team, which may constitute statements regarding the future. These statements regarding the future results of operations, financial condition, cash flows and business strategy, and the plans and objectives of the Board of Directors, Executive Management and Management Team for future operations can generally be identified by terminology such as “targets”, “believes”, “expects”, “aims”, “intends”, “plans”, “seeks”, “will”, “anticipates”, “would”, “could”, “estimates” or similar expressions or the negatives thereof.

Such statements regarding the future involve known and unknown risks, uncertainties and other important factors that could cause the actual result, performance or achievements to differ materially from any future results, performance or achievements expressed or implied by such statements regarding the future.

The Company does not intend or assume any obligation to update any statements regarding the future contained in this Company Description, except as may be required by law or the rules of First North Growth Market. All subsequent written and oral statements regarding the future attributable to the Company or persons acting on its behalf are expressly qualified in their entirety by the cautionary statements referred to above and contained in this Company Description.

3.5 MARKET AND INDUSTRY INFORMATION


This Company Description contains historical market data and industry forecasts, including information related to the size of the markets, in which the Company operates. This information has been obtained from a variety of sources, provided business intelligence products and services, literature, market reports, company websites and other publicly available information as well as the Company's knowledge of the markets. The professional data suppliers state that the historical information they provide has been obtained from sources and through methods believed to be reliable, but that they do not guarantee the accuracy and completeness of this information. Similarly, industry forecast and market research, while believed to be reliable, have not been independently verified by the Company and the Company does not represent that this historical information is accurate. Industry forecasts are subject to significant uncertainty by nature. There can be no assurance that any of the forecasts will materialize.

The Company confirms that information from third parties have been accurately cited and reproduced and that to the best of the Company's knowledge and belief, and so far, as can be ascertained from the information published by such third party, no facts have been omitted which would render the information provided inaccurate or misleading.

Market statistics are inherently subject to uncertainty and are not necessarily reflective of actual market conditions. Such statistics are based on market research, which itself is based on sampling and subjective judgements by both the researchers and the respondents, including judgements about what type of products and transaction should be included in the relevant market or market segment definitions.

3.6 COMPANY VIEWS AND OPINIONS

This Company Description makes use of an array of sources to provide transparency and information to the investor and/or reader. If no source of information is stated, the information and views are of the Company itself.

A photograph of two men in a modern office setting. They are seated at a dark wooden desk, looking at a laptop. The man on the left is wearing a dark shirt, and the man on the right is wearing a light blue button-down shirt. On the desk, there is a silver water bottle, a white mug, and some papers. The background features large windows with a view of a building and some greenery. A hanging light fixture with two bulbs is visible above the desk.

**85% of accounting firms
recognize that they need
to pick up the pace of
technology adoption to
remain competitive**

4. Risk factors

4.1 INTRODUCTION

An investment in the Company's Shares is associated with economic risk. The Company is affected by several factors, where the Company only has the power to influence some of these factors with specific actions while some factors are outside the control of the Company. These factors may have a negative impact on the Company's business, earnings, and financial position, and may result in a decline in the market price of the Shares, subsequently resulting in shareholders losing parts or all of their invested capital. Potential investors should carefully consider the risks outlined below before deciding to invest in the Company, and are advised to seek independent advice on legal, financial, accounting, and tax matters that apply to the individual investor before deciding to invest in the Offering.

As it is not possible to outline all risks associated with investing in the Company, this section describes a number of risk factors as of the date of this Company Description, which the Company considers to be the most significant known risks. Other risks and uncertainties that the Company is not aware of at present may also have a material adverse effect on the Company and the Shares. The risk factors are presented in a prioritized order of importance and the possibility that the risk will materialize and the impact thereof.

4.2 INDUSTRY RISK

4.2.1 Competition

The markets for DI, DTM, and BPA are characterized by strong competition. Some competitors in these markets are large global players with extensive market reach. However, Penneo is currently the only player in these markets to provide solutions tailored to fit accounting firms. Penneo's strong presence as the Nordic market leader in the audit industry combined with the relatively high switching costs that accounting firms have on corporate software solutions, mitigates the risk of strong direct competition significantly.

However, there is a risk that other market players will begin to offer solutions targeted at accounting firms. In that case, Penneo risks losing market share to competitors or risks being forced to enter into a price war with competitors.

4.2.2 Market development

The markets for DI, DTM, and BPA have developed positively in recent years and are still growing rapidly. There can be no assurance that these markets will continue this positive trend or that Penneo will benefit from any continued positive market development. In the event that there is a negative development in these markets, it could have a negative effect on Penneo's revenue and financial position.

Penneo depends on countries' continued digitization in order to execute on the Company's internationalization strategy and growth journey. There is a risk that countries' digital adoption will not develop in a pace matching Penneo's growth and internationalization strategy, which could have an adverse negative effect on the Company's revenue and financial position.

4.2.3 Regulatory risks

As a provider of software solutions, Penneo is subject to a variety of EU regulation on data protection, compliance, and information security. There is a risk that changes to these regulations will impose restrictions on the Company's ability to provide its services, which could have an adverse negative effect on the business, its earnings and financial position.

If changes to existing regulation or new regulation is imposed, there is a risk that Penneo will need to invest in additional product development in order to remain compliant. This might negatively impact Penneo's business, earnings, and financial position.

4.3 OPERATIONAL RISKS

4.3.1 IT-security

Penneo's business is based on a software solution hosted on behalf of the Company's customers. As a software provider handling and retaining data and documents on behalf of customers, there is risk of data breach and unauthorized access from cyber attacks. In case of cyber attacks, there is a risk that customers might be unable to use the platform for shorter or longer periods. Consequently, data breaches and unauthorized access might release an investigation from authorities. This could result in fines and prosecution from customers with demand of financial compensation, which may have an adverse negative effect on Penneo's business and reputation.

To reduce these risks, Penneo has engaged Amazon Web Services (AWS), which is one of the highest-ranking IT security hosting partners available. Penneo receives a security and compliance report from AWS twice every year. The report follows the highest standard of Type II System and Organization Controls (SOC 2), designed to provide assurance about the operational effectiveness of Penneo's systems. The reports are signed by an independent system auditor.

Security and compliance are key elements in Penneo's core business and client deliverables. Every year Penneo receives a third-party IT security review and issues an IT-assurance report covering selected high-risk control activities supporting the Company's IT infrastructure, security, and compliance related to GDPR and cybersecurity and supported by selected key control areas with inspiration and reliance to ISO 27001/27002 security framework. The IT security report ISAE 3000 type II (International Standard on Assurance Engagements) is issued with the highest security level within this international standard and signed by an Independent System Auditor/certified public accountant and Partner from one of the well known and reputable Big 4 accounting firms. The latest issued security report did not contain any control deficiencies.

4.3.2 Patents, trademarks, and intellectual property rights

Penneo holds a European trademark for the name "PENNEO" as a wordmark within four trademark classes. The trademark gives Penneo a registered and enforceable right to exclude companies from using the Penneo name within the EU. Penneo monitors infringements on its trademark by conducting monthly searches for new trademark applications in relevant trademark classes in the European Union Intellectual Property Office's (EUIPO) trademark database.

However, there is a risk that companies may infringe on the trademark, which may negatively impact Penneo's business and reputation.

Penneo currently does not hold any registered trademarks outside of the EU.

Further expansion beyond EU will therefore require further trademark applications. There is a risk that the "PENNEO" trademark outside EU will be registered by another party, which may have an adverse negative effect on Penneo's business and reputation.

As a software company there is a risk that a third party will claim that Penneo infringes other parties' intellectual property right, for example patents. This could have an adverse negative effect on Penneo's revenues, financial position, and reputation. In order to mitigate such risks Penneo intends to apply for patent protection in several fields. Penneo currently has one patent application pending. With Penneo's current focus on penetration within the EU, the risk of recognized patent infringement in Europe is assessed to be low which is furthermore backed up by the fact that software patents under the European Patent Convention (EPC), article 52 are limited albeit not excluded. Once a patent is filed with the European Patent Office (EPO), Penneo intends to conduct monthly searches in relevant patent classes in EPO's patent database to monitor infringements.

4.3.3 Product development

Penneo has a clear strategic focus on developing its solution to become a true BPA platform provider. In doing so, the Company is expanding its existing solution to other related but new market areas. As a consequence, this strategic focus includes potential risks related to the product development required to successfully execute on this strategic focus. Regarding the internationalization strategy, Penneo is dependent on the ability to swiftly implement integrations to new electronic identifications (eIDs) once the first customer has been closed in a new market.

In general, Penneo cannot be certain that all current development projects will materialize into increased sales and improved profitability. However, Penneo expects limited risk in product development as the Company has a very experienced inhouse development team with high seniority and strong diversity in competencies. In addition, the product roadmap is well on track and supports the Company's existing product offerings well.

4.3.4 Dependency on key individuals

Penneo's ability to operate its business and implement its internationalization strategy is dependent on the Executive Management Team and the Management Team. A loss of these key individuals could have an adverse impact on Penneo's market presence, growth and internationalization opportunities, and consequently revenue and financial position. Therefore, Penneo has entered into agreements on employment with these key individuals on what is considered to be market terms.

There is a risk, however, that Penneo will not be able to retain these key individuals. Therefore, Penneo is continuously working to disseminate responsibility and workload across multiple senior profiles across the organization.

Penneo's growth and internationalization strategy also requires the addition of new employees. Access to competent and qualified employees, particularly within sales and software development is therefore necessary. In addition to this, the internationalization strategy will require recruitment of employees to be hired in local international regions.

There is a risk that Penneo is not able to attract and retain the right employees in a pace matching the growth and internationalization strategy, which could have an adverse impact on Penneo's internationalization plans, and consequently revenue and earnings.

4.3.5 Continued operation

As a provider of a SaaS solution, it is important that Penneo's platform is online and working anytime. Breakdowns during which customers are unable to access or fully use Penneo's software solution for shorter or longer periods could have a negative impact on the Company's ability to both retain existing customers and attract new customers. This could have an adverse negative effect on Penneo's revenue, financial position, and reputation. However, Penneo has managed to establish a strong organization to maintain operations at all times – even when forced to do so remotely due to unexpected circumstances such as e.g. the effects of Covid-19.

4.4 FINANCIAL RISKS

4.4.1 Liquidity risks

Penneo is in a growth and internationalization phase which requires access to capital. This phase focuses on building an international business with new customers. Therefore, the Company is not expected to achieve positive cash flow from operations during this phase. The Company expects to be able to achieve a positive cash flow from operations by Q3 2022, until which the proceeds from the Offering will provide sufficient liquidity to execute on the Company's growth strategy. However, as it is the Company's ambition to continue its strong growth after this point in time, the Company may be in a situation where additional capital is required to finance its continued ambitious growth strategy.

4.4.2 Currency risks

Penneo operates from Denmark with customers in the Nordics and Belgium. The Company intends to expand its customer base to other European countries. Customers are invoiced in local currency and the Company currently makes no hedging of exchange rate fluctuations.

With the Company's increasing activities in Europe, there will be an increased risk of losses in the event of exchange rate fluctuations. The Company will continuously assess how these exchange rate fluctuations can affect the liquidity. If there is an increased currency risk, the Company will seek to hedge this risk through ordinary exchange rate hedging agreements. However, as the Danish Kroner is pegged to the Euro, this currency risk is considered low.

4.5 RISKS RELATED TO THE OFFERING AND THE SHARES

4.5.1 Share price development

Investing in shares and securities is always associated with risk. Prior to the Offering, there is no public market for the Company's Shares. There is a risk that an active and liquid trading market may not develop, or if developed, will not be sustained after the Offering.

If an active and liquid market does not develop or remain developed, there is a risk that the liquidity and trading price of the Shares could be materially affected, and investors may have difficulty selling their Shares. The market price of the Shares may vary from the Offer Price and may be higher or lower than the price paid by investors. There may be fluctuations in the trading price of the Shares as a result of many factors, including external factors such as financial results varying from expectations, changes in expectations to future performance, economic downturns, changes in business or regulatory conditions, or changes in geopolitical conditions.

There is also a risk that the global securities market experiencing significant price and volume fluctuations may have a material adverse effect on the market price of the Shares, which may lead investors not being able to sell their Shares for at least the Offer Price.

4.5.2 The Offering of the Shares

The Offer Shares are applied for admittance to trading on Nasdaq First North Growth Market Denmark. The admission as well as the continued admission to trading on Nasdaq First North Growth Market Denmark is subject to all admission requirements for the Company's Shares are met, as described in section 2.3 in the Nasdaq First North Growth Market Rulebook and set forth by Nasdaq First North Growth Market, before the first day of trading and continues to be complied with. If such requirements are not met, the application will be rejected by Nasdaq Copenhagen. Withdrawal of the Offering can also occur as a decision made by the Company, this event can take place any time prior to the announcement of the result of the Offering. In the event of a withdrawal, such information will be announced immediately through Nasdaq First North Growth Market.

First North Growth Market is a multilateral trading platform operated by Nasdaq and does not have the same legal status as a regulated main market. Companies trading on First North Growth Market are subject to regulatory framework that is less extensive than the framework applicable to companies trading on the regulated main market. However, on both the regulated main market and First North Growth Market, the Market Abuse Regulation applies. Investing in a company listed on First North Growth Market may include more risk than investing in a company listed on a regulated main market, and investors risk losing part or all of their investment.

4.5.3 Sale of Shares by Major and Existing Shareholders

There is a risk that after the Offering, the market price of the Shares may decline as a result of sale of Shares in the market or the perception that such sales could occur. Such sales may as well make it difficult for the Company to issue new shares in the future if deemed appropriate.

Sale of a large portion of Shares by, members of the Company's Board of Directors, Executive Management, Management Team or by other dependent or independent Major Shareholders, or the perception that such sales could occur, may cause a decline in the market price of the Shares.

In connection with the Offering, all Existing Shareholders of Existing Shares before the Offering have agreed to enter into lock-up agreements, obligating the Existing Shareholders to not sell, offer for sale, enter into any agreement regarding the sale of, pledge or in any other way directly or indirectly transfer the Existing Shares or votes in the Company without the prior written consent of the Company's Board of Directors. The lock-up obligation shall apply from the first day of trading and for a period until the end of the publication of the Company's half-year financial report regarding the first half-year of 2021. After expiry of the lock-up obligation, Existing Shares are released from the lock-up obligation in five instalments of equal size. The lock-up obligation does not apply to Shares acquired in connection with the Offering, including Shares acquired during the pre-subscription period or later.

The warrants issued by the Company in April 2020 cannot be exercised before after the publication of the Company's half-year financial report regarding the financial year of 2021. Warrant holders will be required to sign lock-up agreements in terms equal to the terms of the lock-up obligation applying to Existing Shareholders

Prior to the Offering, all Major Shareholders have agreed to enter into lock-up agreements:

Major Shareholders with lock-up agreement

Shareholder	# of shares
BIOSTRAT BIOTECH CONSULTING ApS	2,890,829
Andersen Advisory Group A/S ¹⁾	2,844,438
Flora IT ApS	2,327,427
Clausen Online ApS	2,028,813
André Clément Holding ApS	1,851,382
Neua Holding ApS	1,754,351
Eskholm Holding ApS	1,754,351
Niels Henrik Rasmussen ²⁾	1,224,872
Janek Borgmann	1,220,164

¹⁾ Andersen Advisory Group A/S has subscribed to 270,758 shares as part of the pre-subscription. These shares are not subject to the Lock-Up Obligation.

²⁾ Niels Henrik Rasmussen holds shares partially through NH Rasmussen Holding II ApS. Further, Niels Henrik Rasmussen has subscribed to 135,379 shares as part of the pre-subscription. These shares are not subject to the Lock-Up Obligation.

4.5.4 Shareholders with significant influence

At the date of this Company Description but prior to the Offering, the Company is owned directly and indirectly by 9 Major Shareholders (See Ownership structure below). In the event, that the Offering results in the minimum number of Offer Shares sold in the Offering, the Major Shareholders will own 74.2% of the Shares and if the maximum number of Offer Shares are sold in the Offering, the Major Shareholders will own 72.9% of the Shares after the Offering.

These Major Shareholders will have the ability to influence or determine the outcome of specific matters submitted to the shareholders for approval. These matters could include election or dismissal of members of the Board of Directors, policy on dividends and amendments to the Company's articles of association. As a result, the Major Shareholders may have the ability to influence the future direction of the Company. The interest of the Major Shareholder with significant influence could differ from the interest of other shareholders and may not be aligned with the interest of minority shareholders.

4.5.5 Offering of additional shares

The Company may decide to raise additional capital in the future in order to pursue growth opportunities, invest in current business ventures or for other purposes deemed relevant and necessary by the Board of Directors. In its pursuit to raise additional capital, the Company may decide to issue additional equity, which may result in dilution of the Shares.

4.5.6 Future dividends

The Company’s ability to pay dividends will depend, among other things, on its financial condition, working capital requirements, and the availability of distributable profits and reserve and cash available, and other factors as the Board of Directors may deem relevant. The Company has no intention to pay dividends in the coming years. The Company is in a growth phase and intends to reinvest any profit in activities to continue the growth. Dividends are decided by the Annual General Meeting following a proposal from the Board of Directors.

4.5.7 Unsecured subscription undertakings

The Company has obtained subscription undertakings for a total of DKK 35,975,000 in share value from Pre-subscribers. No compensation will be given to the Pre-subscribers for their respective undertakings, and same terms and conditions as for other investors in the Offering applies to the Pre-subscribers’ investments. The subscription undertakings are not secured by e.g. blocked funds or pledge of collateral, bank guarantee or similar arrangement.

Ownership structure – Penneo A/S

Shareholder	Ownership before the Offering		Ownership after the Offering			
	# of shares	Percent	Minimum		Maximum	
			# of shares	Percent	# of shares	Percent
Andersen Advisory Group A/S ¹⁾	2,844,438	13.80%	3,115,196	12.63%	3,115,196	12.40%
BIOSTRAT BIOTECH CONSULTING ApS ²⁾	2,890,829	14.03%	2,890,829	11.72%	2,890,829	11.51%
Flora IT ApS ³⁾	2,327,427	11.29%	2,327,427	9.43%	2,327,427	9.26%
Clausen Online ApS ⁴⁾	2,028,813	9.84%	2,028,813	8.22%	2,028,813	8.08%
André Clément Holding ApS ⁵⁾	1,851,382	8.98%	1,851,382	7.50%	1,851,382	7.37%
Neua Holding ApS	1,754,351	8.51%	1,754,351	7.11%	1,754,351	6.98%
Eskholm Holding ApS	1,754,351	8.51%	1,754,351	7.11%	1,754,351	6.98%
Niels Henrik Rasmussen ⁶⁾	1,224,872	5.94%	1,360,251	5.51%	1,360,251	5.41%
Janek Borgmann	1,220,164	5.92%	1,220,164	4.95%	1,220,164	4.86%
Total (Major Shareholders)	17,896,627	86.83%	18,302,764	74.19%	18,302,764	72.85%
Others ⁷⁾	2,103,384	10.21%	2,103,384	8.53%	2,103,384	8.37%
Penneo A/S ⁸⁾	609,921	2.96%	609,921	2.47%	609,921	2.43%
Total (Existing Shareholders)	20,609,932	100.00%	21,016,069	85.18%	21,016,069	83.65%
New shareholders	0	0.00%	3,655,235	14.82%	4,106,499	16.35%
Total	20,609,932	100.00%	24,671,304	100.00%	25,122,568	100.00%

1) Andersen Advisory Group A/S is ultimately owned by Michael Moesgaard Andersen who is a member of the Board of Directors. Andersen Advisory Group A/S has subscribed to 270,758 shares as part of the pre-subscription, hence the increase in number of shares for this shareholder.

2) BIOSTRAT BIOTECH CONSULTING ApS is ultimately owned by Nicolaj Højer Nielsen who is a member of the Board of Directors.

3) Flora IT ApS is ultimately owned by Jan Flora who is a member of the Board of Directors and Executive Management Team.

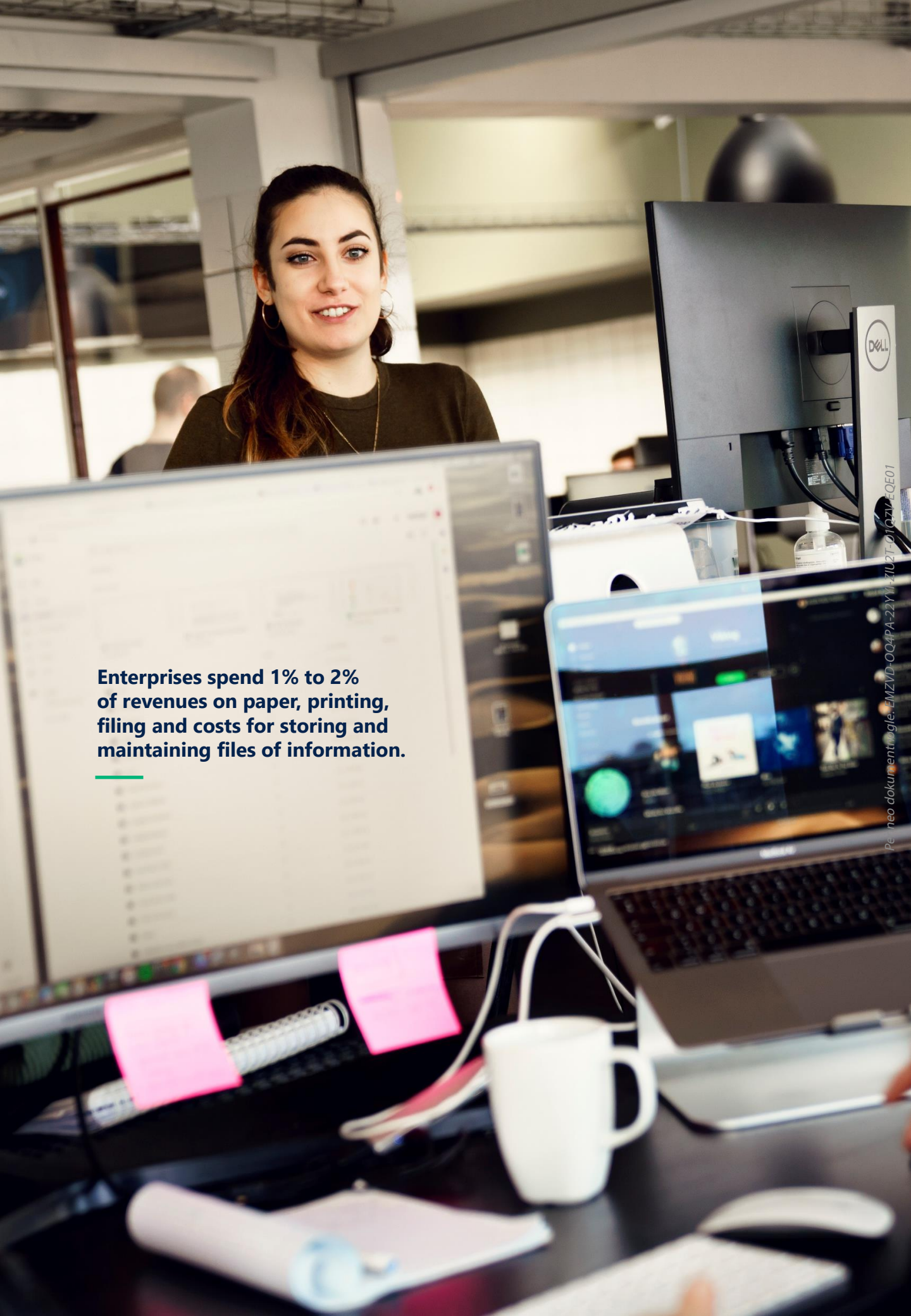
4) Clausen Online ApS is ultimately owned by Mikkel Clausen, who is a member of the Management Team.

5) André Clément Holding ApS is ultimately owned by André Clement who is a member of the Executive Management Team.

6) Niels Henrik Rasmussen’s shares are partially held through NH Rasmussen Holding II ApS. Niels Henrik Rasmussen is a member of the Executive Management Team. NH Rasmussen Holding II ApS has subscribed to 135,379 shares as part of the pre-subscription, hence the increase in number of shares for this shareholder.

7) Others include shareholders with less than 5% ownership, passive co-founders, early stage and seed investors etc.

8) These shares hold no voting rights (cf. section 9.1.1 for details)

A woman with long dark hair and a green top is smiling at the camera in an office setting. In the foreground, there are several computer monitors and a laptop. The leftmost monitor displays a document with a list of items. The laptop screen shows a dashboard with various charts and graphs. A white mug and some papers are on the desk. The background shows office partitions and another person working.

**Enterprises spend 1% to 2%
of revenues on paper, printing,
filing and costs for storing and
maintaining files of information.**

5. Industry overview

5.1 INTRODUCTION TO INDUSTRY OVERVIEW

Penneo operates within three overlapping markets; the digital identity market, the digital transaction management market, and the business process automation market. Due to a very strong product-market-fit, Penneo has chosen a clear strategic focus on the auditing industry. Consequently, the following section will outline the characteristics of these three primary markets in general but also consider them in relation to Penneo's strategic focus on accounting firms.

Auditing has traditionally been a field characterized by a low level of digital innovation. However, as increasing digitization in auditing has become a strong value driver as it reduces time spent on non-value adding processes and allows auditors to focus more on value adding work, accounting firms are actively exploring digital innovation and implementing new technologies to increase efficiency and develop their business model. Among other things, this includes the implementation of Penneo's platform, which digitizes and automates the workflow for auditors both in relation to client onboarding as well as approval, signing, and filing of annual reports.

According to the EU's electronic identification and trust services for electronic transactions in the internal market (eIDAS) regulation, a digital signature has the same legal status as a handwritten signature. Whereas this eIDAS regulation is driving demand for encrypted signature solutions, the introduction of strict regulatory EU initiatives such as General Data Protection Regulation (GDPR) and anti-money laundering (AML) regulation have increased focus on data security and compliance. As a consequence, securing compliant KYC (know-your-customer) processes to avoid misuse of digital signatures or compliance issues regarding sensitive information is becoming increasingly important across all industries.


Digital transaction management solutions digitally manage document-based transactions, creating efficient workflows, while reducing operating costs for companies.

Business process automation automates processes and workflows to a greater extent than DTM using more advanced technologies. Customer experiences are enhanced as processes become automated, simplified, streamlined, and compliant.

At the moment, Penneo primarily operates in the Nordic countries, which are generally considered among the most digitally developed countries in the world. Further, the European Union has introduced a number of regulatory initiatives supporting the digital development within the software industry. These include the Digital Single Market (DSM) strategy and regulations such as eIDAS, GDPR and AML. As the effects of the political initiatives spread throughout Europe, Penneo's addressable market increases correspondingly.

In addition to the general political digitization initiatives, the International Auditing and Assurance Standards Board (ISAAB) is standardizing international accounting and reporting processes, assurance, and quality control in the auditing industry. This combined with the EU's initiatives to standardize the regulation regarding electronic format reporting of annual financial reports (ESEF) is facilitating a streamlining of the auditing industry across Europe.

With a strong foundation on the successful results achieved in the Nordics, Penneo is now targeting a larger part of the international market for accounting firms through a planned internationalization strategy. The many initiatives on cross-border standardization of financial reporting processes and compliance in the auditing industry together with the general trend of increasing levels of digitization will continue to leverage the scalability of Penneo, and facilitate rapid entry in new markets.



**With Penneo, customers can
reduce operating costs related to
approval, signing, and filing of
annual reports by 93%**

**For one of Penneo's larger
customers this is equivalent to a
yearly cost reduction of c. DKK 13
million**

5.2 THE DIGITAL IDENTITY MARKET

Digital identity authenticates electronic documents in the same way as handwritten signatures verify printed documents. Growth in the DI market is driven by increasing investments in electronic documents by governments and enterprises, and the growing use of the digital identity to eliminate fraud, encourage technological innovations, improve data integrity, scalability, and transparency¹.

The increasing number of digital business processes is increasing the adoption of digital identity technologies across industries. The banking and financial services institutions (BFSI's) industry, which includes accounting firms, is expected to be one of the primary drivers for growth in the digital identity market². BFSI's deal with many monetary and other financial actions where it is necessary to identify the end customer. In addition to this, the growing number of data breaches and online fraud cases within the industry is incentivizing adoption of digital identity solutions³. During online communication, identity solutions enable organizations and governments to authenticate and assure the clients' and citizens' identity and records.

The global market for digital identity was valued at USD 1.2bn in 2018 and is expected to increase to USD 5.5bn by 2023, at a CAGR of 36.7% (see below).

Globally, Europe is the fastest growing market within digital identity, primarily driven by a high increase in investments by governments and enterprises and an increased regulatory focus from the European Union.

Key market drivers



The increasing need for multifactor authentication and multi-level security across the organization



Demand for improving efficiency and transparency in key business processes

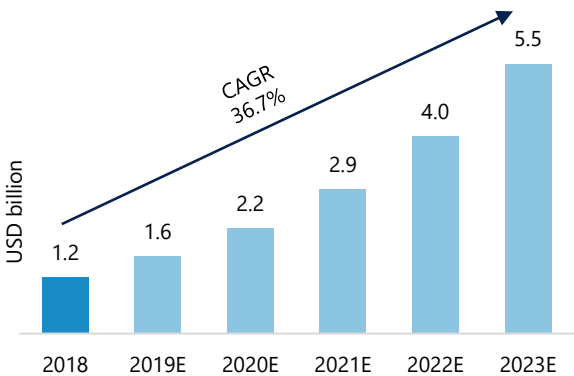


Rising demand for cryptographically encrypted identity solutions to avoid misuse of physical identities

With initiatives and regulations such as eIDAS, GDPR, and AML (see section 5.5), EU is creating a united European digital platform to support basic legal recognition of digital authentication systems across borders.

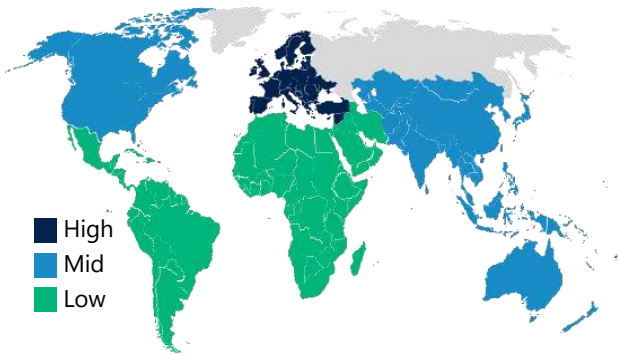
Penneo has established a strong position in the DI market by capitalizing on the increasing need for online security and authentication. Providing a market leading identity solution for auditors and document-heavy industries in the Nordics, Penneo is well-positioned to capitalize further on the growing opportunity in the Nordic and European market for digital identity solutions.

Expected growth in the DI market 2018-2023



Source: ResearchAndMarkets²

The DI market growth by region ('19-'23)



Source: Mordor Intelligence⁴

1: Fortune business insight. Information & Technology, Digital signature market analysis 2026, 2019

2: Research and Markets. Digital signature market – global forecast 2023, 2019

3: Cision, PR Newswire. Digital signature market to expand, 2019

4: Mordor Intelligence. Digital Signatures market (2020-2025), 2019

“The sheer volume of paper transactions that exist today, combined with the need for increased security and compliance, sustainability, and an improved customer experience, means that DTM is poised for growth”

- Intelledox



Penneo dokumentnøgle: EMZVD-OQ4PA-22YYI-ZIU2T-01QVW-EQE01

5.3 THE DTM MARKET

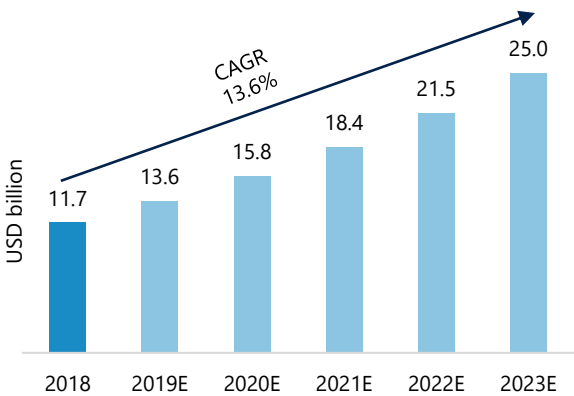
Digital Transaction Management is a cloud service designed to streamline business processes by keeping documents and other paper-based transactions fully digital.

DTM offers an effective solution for management of documents, information sharing, and project collaboration. Through the adoption of DTM, companies avoid everyday pitfalls such as loss of data or documents, process breakdown, or lack of control and oversight with the workflow.

DTM removes time-consuming tasks in transactions by creating a faster, easier, and more secure process. DTM has evolved from content and document management to include complementary processes such as e.g. document assembly, document routing, and workflow automation and oversight.

Globally, the DTM market was valued at USD 11.7bn in 2018 and is expected to increase to USD 25.0bn by 2023, at a CAGR of 13.6%.

Expected growth in DTM market 2018-2023



Source: Aragon Research⁵

Although digitization continues to be a central topic for companies, less than 40% of all document processes are fully digital. In addition to this, enterprises spend 1% to 2% of revenues on paper, printing, filing, and costs on storing and maintaining files of information⁶.

Enterprises are gradually adopting DTM in an effort to achieve greater business automation, faster time to revenue and overall cost reduction. It is estimated that by year-end 2020, 65% of enterprises will have rearchitected their document process with a focus on automated creation and routing⁷.

Key market drivers

- Improving workflow efficiencies
- Reducing operating costs and errors
- Enhancing customer experience
- Ensuring compliance

5.3.1 Increasing transaction volume is boosting demand for DTM in the banking and financial services institutions industry

Changing customer requirements continue to incentivize banks and financial services institutions to adopt cloud-based DTM solutions. Consequently, the high volume of transactions done through digital platforms provide transaction service providers such as Penneo with a strong growth opportunity in the DTM market.

Large enterprises continue to be the main adopters of cloud-based DTM solutions, however, there has been an increase in SME's adopting DTM solutions as well. SME's adoption is expected to grow at a CAGR of 20% toward 2025⁶.

Although North America continues to remain the largest DTM market globally, representing 30% of the total market value, the European market is expected to experience the highest growth toward 2023⁶.

Penneo's end-to-end solution provides a digital alternative targeted at the manual cost heavy workflows related to approval, signing, and filing of e.g. annual reports. As the Nordic market leader, Penneo is an integrated business partner that provides an efficient way to digitize the financial reporting process for auditors to accelerate revenue, improve profitability, and drive efficiency in order to enhance client experience while remaining compliant.

5: Aragon Research. DocuSign Files S-1, Validates the \$25 Billion DTM Market, 2018
6: Grand View Research. Digital Transaction Management market 2019-2025, 2019
7: The Aragon Research. Tech Spectrum for workflow and content automation, 2018

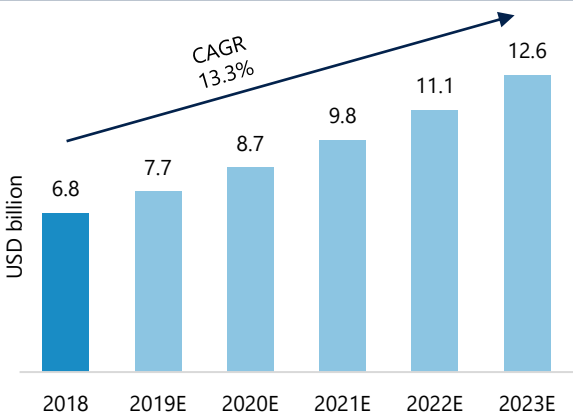
5.4 THE BPA MARKET

Business Process Automation goes further than digitizing the document-centric and labor-intensive workflows and processes characterized by DTM. In short, BPA automates repeatable day-to-day tasks or workflows. By setting up user-defined rules and actions, BPA accelerates how tasks get done by routing information to the right person or company at the right time. BPA aims to make processes and workflows more cost-efficient, streamlined, error-proof and transparent, thereby saving time and improving overall operational efficiency. BPA is therefore a continuation of both the DI and DTM market, as it enables those software applications to be integrated as part of the automation of various complex processes.

Globally, companies across all industries are becoming increasingly digitized and are adopting automation in everyday workflows. Companies’ digital adoption is driven primarily by a desire to create better experiences for customers, compliance and process efficiency through automation. In addition, generation of new revenue and maintaining a competitive edge are also main objectives when companies are planning their digital adoption.

Globally, the BPA market was valued at USD 6.8bn in 2018 and is expected to increase to USD 12.6bn by 2023, at a CAGR of 13.3%.

Expected growth in BPA market 2018-2023



Source: ResearchAndMarkets⁸

Key market drivers



Creating a better experience for customers



Improved process efficiency through automation



Driving new revenue by enabling more value-adding processes



Staying ahead or on pace with competition

5.4.1 Significant BPA potential in the banking and financial services institutions industry

Companies in the BFSI industry, including accounting firms, are currently the most active adopters of digitalization and automation, thus contributing significantly to the BPA market growth. BFSI companies typically have heavy paper-based, document-centric, and labor-intensive tasks and workflows. Digitizing and automating this industry represents significant cost reduction and process optimization potential. In addition, the increased focus on compliance towards AML regulation and GDPR in banks and accounting firms, has made KYC business process automation an important area of focus for companies in this industry.

For auditors, digital adoption is more than a transformation in technology. It is also a transformation of the auditors’ role in relation to how they do their work in order to use data and information effectively to deliver high-quality audits.

Historically, auditors have been slow to embrace digitalization and have tended to use technology based on disparate sources of software to perform various auditing tasks. However, as many auditor tasks are repetitive and labor intensive by nature, a general realization of the achievable potential from automating these tasks has emerged in the industry in recent years.

Penneo’s digital end-to-end solution contributes to the digital transformation of auditors by digitizing and automating repetitive and labor-intensive workflows. With Penneo’s solution, auditors and other document-heavy industries can save costs while delivering effective and high-quality work for their clients.

8: Research and Markets. Digital Process Automation market – Global forecast to 2023, 2018.

**McKinsey estimates that
86% of auditors' current
tasks and workflows can
potentially be automated**



5.5 TRENDS AND DRIVERS

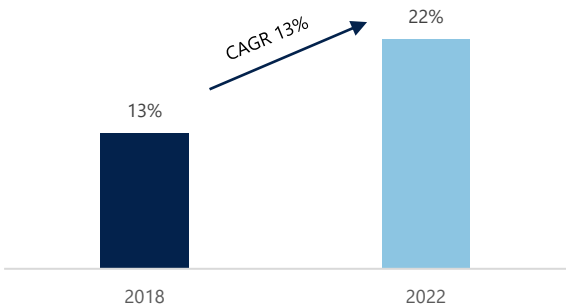
The market development for the DI, DTM, and BPA markets are driven by a number of underlying global market trends. As a consequence, these global market trends will be the underlying drivers for Penneo’s continued growth and internationalization. The three major trends that will be described in the following section have been outlined below:

- **Digital transformation** is at the very top of the agenda for many businesses and will continue to be an important factor for companies in the future. According to research from Harvard Business School, businesses that have embraced digital transformation are reported to perform much better than those who have not.
- **Climate change** and sustainable businesses practices have gone from buzzwords to integrated parts of corporate strategies. The United Nation’s (UN) sustainability goals have become important benchmarks for companies in most industries.
- **Political initiatives** have combined digital and political agendas e.g. in the European Union where political initiatives and regulation incentivizes increased digitalization in both governments and businesses.

5.5.1 Benefits of digitized auditing

The audit industry is currently going through significant changes with major digitization projects across many firms. The shift from manual workflows to automated solutions is driven by client demands as many other industries have been quicker in the digital adoption⁹. With the Big 10 accounting firms leading the way towards becoming technology driven, smaller accounting firms are inspired to follow, which ultimately sets new standards for the use of digital solutions.

Auditor’s percentage of budget allocated to tech



Source: Accounting Today¹⁰

Accounting firms are increasing digitization budgets

As most corporations are digitizing their businesses and gradually becoming technology driven, they expect the same from their auditors. From 2018 to 2022, budget allocations of accounting firms to technology investments are expected to increase with a CAGR of 13%¹⁰

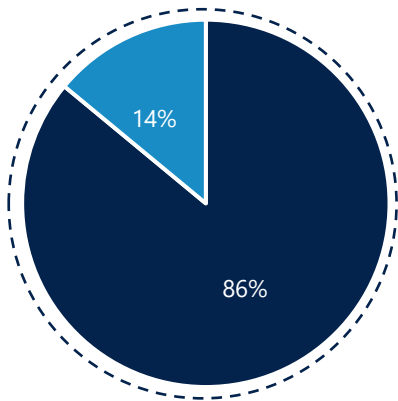
The increasing budget allocation to digitization and automation frees up time from low-value processes for auditors to focus on value-adding advisory services with focus on client issues requiring in-depth analysis to provide key insights and advice.

Getting agreements signed before, during or after the auditing process is time-consuming as it requires coordination and follow-ups. With Penneo’s solution, auditors can automate part of their previously manual work and focus on key tasks.

Significant const reduction for auditors

Accounting firms can achieve great benefits by investing in technology. McKinsey estimates that 86% of auditors’ current tasks and workflows could potentially be automated.¹¹

Auditors’ workflow automation potential



■ Automation potential ■ No automation potential

Source: McKinsey¹¹

It is still to be determined how technology will shape the future of auditing but known software solutions like Penneo will automate time-consuming, manual and routine tasks and allow the auditor to deliver a better client experience at a reduced cost.

9: Iansiti, M. and Lakhani K., *The Digital Business Divide, Analyzing the operating impact of digital transformation*
10: *The year ahead for accounting: 2019 in numbers*, Accounting Today, 2019
11: Chui, M., Manyika, J. and Miremadi, M. *Where machines could replace humans—and where they can’t (yet)*, McKinsey Quarterly, 2016

5.5.2 Sustainable business practices

Sustainable business practices has gone from being a buzzword to a key element in corporate strategies. More and more businesses are discovering that focusing on corporate responsibility helps them maintain a sustainable competitive advantage, while also achieving corporate sustainability goals.

Penneo is committed to supporting UN's Sustainable Development Goals (SDGs). Penneo is actively working with and supporting UN's 12th and 15th SDG, "Responsible Consumption and Production" and "Life on Land" respectively.

On a global level, the progress of SDG 12 has been disappointing. The consumption of materials worldwide has increased significantly from 8 tons of natural resources used to satisfy a person's need in 1990 to almost 12 tons per person in 2015¹². UN has suggested policies to improve resource efficiency, reduce waste and streamline sustainability practices across all sectors of the economy.

Penneo's solution removes the need for physical documents, which helps companies increase resource efficiency, reduce waste, and thus generally make business practices more sustainable.

SDG 15 targets protection of terrestrial ecosystems and biodiversity. Forests cover 30% of Earth's surface and are an essential part of the ecosystem.

Penneo's platform is based on a completely paper free vision and will thus contribute to the implementation of sustainable business practices and help reduce deforestation by reducing global demand for paper.

Penneo: a sustainable business case



12: Sustainable Development Goals, UN, 2019

5.5.3 Political ambitions drive digitalization

Digital and political agendas have become intertwined both in the European Union and the UN as political initiatives and regulation directly incentivizes increased digitization in governments and businesses.

Digital Single Market

The European Commission launched the Digital Single Market initiative with three purposes; (i) better access for consumers and businesses to digital goods and services across Europe, (ii) creating the right conditions and a level playing field for digital networks and innovative services to flourish, and (iii) maximizing the growth potential of the digital economy.

One of the primary goals of the Digital Single Market is to let digital services such as Penneo's reduce administrative burdens with the "Once Only Principle".

Electronic Identification and Trust Service Regulation

In 2014, the Electronic Identification and Trust Service Regulation (eIDAS) was introduced. From 2018, all organizations delivering public digital services in the EU must recognize electronic identification from other EU member states.

eIDAS ensures that people and businesses can use their national electronic identification scheme to access public services in other EU member states. eIDAS has thus created an internal European market for Electronic Trust Services (eTS) for digital signatures, delivery services, and authentication by ensuring that the services will work across borders and have the same legal status as traditional paper-based processes. National electronic identifications such as NemID in Denmark and BankID in Sweden and Norway have provided the background for Penneo's eID and eTS services.

General Data Protection Regulation

The General Data Protection Regulation (GDPR) came into effect in May 2018. The GDPR aims to strengthen and harmonize the protection of personal data in EU. Since May 2018, a total of 175 fines worth of EUR 458m has been given to companies and organizations for GDPR breaches. GDPR has increased the need for compliance in handling and storing personal data.

Penneo's solution is fully compliant with GDPR regulation and can help companies reduce the risk of receiving fines. Penneo is considered a RegTech company, as the Company provides a SaaS platform to help customers comply with regulations efficiently and less expensively.

Anti-Money Laundering

The Fifth Money Laundering Directive from EU came into effect in January 2020 and introduced a further tightening of the responsibilities related to Know-Your-Customer (KYC) procedures and terrorist financing. Auditors were already subject to AML rules from previous directives.

Since 2015, annual AML penalty figures have been steadily increasing every year. Multi-million-dollar fines have become commonplace, and penalties of more than one billion Euro were given twice in 2019¹³.

In 2019, a total of 58 fines worth EUR 7.3bn were handed out for AML violations¹⁴.

Historically, AML fines have been given to banks, but in 2019 the proportion of banks was less than half of all fines, demonstrating that money laundering is now recognized as a general business issue.

The continuous tightening in AML regulation has increased the requirements for more thorough customer background screenings – KYC. A natural consequence of this is that companies are now forced to handle more sensitive information about their customers, which they are thus required to establish compliant and automated processes for – this can be done through automated KYC processes as provided through Penneo's solution.

European Single Electronic Format

As of January 2020, issuers on EU regulated markets must prepare their annual financial reports in a single electronic reporting format. The objectives of the provision are to make reporting easier for issuers and to facilitate accessibility, analysis, and comparability of annual financial reports.

A single electronic reporting format contributes to the accelerating digital maturity of the European market and is an essential part of digital signing and reporting to authorities.

The strong focus on compliance within AML gives Penneo a competitive edge as auditors are subject to strict misconduct rules. In addition, Penneo's solution for digital workflow and data storage is compliant with all data protection standards and is able to automate the otherwise manual tasks during e.g. KYC procedures for auditors.

¹³: Enforcement Tracer. Statistics: Fines imposed over time, 2020

¹⁴: Monroe, B. Fincrim Briefing: AML Fines in 2019, 2020

A man with a beard and balding head, wearing large black over-ear headphones and a dark grey hoodie, is seated at a desk. He is looking intently at a large black monitor on the left side of the frame. To his right, a silver Apple laptop is open, its lid propped up by a silver stand. The background shows a modern office environment with large windows letting in bright light, beanbag chairs, and a whiteboard on a stand. The overall atmosphere is professional yet relaxed.

Tapping into a blue-ocean market

Penneo's **unique product offering to accounting firms** taps into a market with no significant competitors that can provide a SaaS solution targeted at accounting firms.

Penneo dokumentacja EMPL-D-0009-A-22-Y1-F-7-13-T-01Q7W-EQE01

A man with a beard and balding head, wearing large black over-ear headphones and a dark grey hoodie, is seated at a desk. He is looking intently at a large black monitor on the left side of the frame. To his right, a silver Apple laptop is open, its lid propped up by a silver stand. The background shows a modern office environment with large windows letting in bright light, beanbag chairs, and a whiteboard on a stand. The overall atmosphere is professional yet relaxed.

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5.6 COMPETITIVE LANDSCAPE

Penneo’s overall competitive landscape can be divided into the three markets; DI, DTM and BPA. As all solutions are software-based there is no clear geographical limitations and corporations compete on a global scale.

5.6.1 Digital identity

Within the space of digital identity providers, the market is very fragmented with many providers offering different digital identity solutions. Digital identity is provided by both pure digital identity players, workflow software, and document software programs such as Nitro or Adobe. Mostly this market is populated with less advanced solutions. The different platforms primarily operate with a “conquer all” strategy, providing solutions across sectors. Penneo is therefore strongly positioned with their strategic focus on the audit industry.

5.6.2 DTM and BPA

DTM and BPA are both rather new markets and companies within these markets are continuously defining their rightful strategic focus areas. Both markets are still very attractive and even though the number of competitors is rather low, new companies will enter the market as technology is constantly developed as current and new competitors are trying to stay ahead of competition. Penneo’s key competitors are present within both the DTM and BPA market; these are Docusign, Scrive and Connective:

Docusign (United States) offers various signing solutions and document management platforms. Docusign invests heavily into sales and marketing in their unspecialized ‘conquer all’ strategy. Docusign integrates with SAP, Workday, and Salesforce. However, a distinct difference to Penneo is that Docusign lacks the security and compliance features that are key requirements in financial reporting processes. Thus, Docusign cannot be fully applied within accounting firms and has no API integrations to accounting firm software.

Connective (Belgium) is the EU competitor that resembles Penneo the most. Connective is a DTM software platform that offers identification and identity verification services, digital content generation and digital signatures and eID. Connective integrates with Salesforce, Microsoft Dynamics, and Talentsoft. In addition, the identification software supports local eID cards and bank and private initiatives such as NemID, BankID, itsme and iDIN. Connective’s solution covers a range of industries, including the auditor vertical. Like Penneo, Connective has partnerships with accounting software provider Silverfin and customer relationship with one Big 10 accounting firm RSM. However, unlike Penneo, Connective has no dedicated focus on the auditor vertical, no direct sale to Big 10 accounting firms, lacks dedicated auditor features, and internationalization strategy.

Scrive (Sweden) is a Nordic competitor resembling Penneo on several fronts. They offer signing solutions with national eID integrations and have integrated KYC control and onboarding of clients on their platform. They fall short on the aspects of delegated signing and the feature of signing multiple documents. These features are essential within the financial reporting process for accounting firms.

In general, the competitive space is fragmented to either specialized digital signature providers or ‘conquer all’ solutions in the space of DTM and BPA, where digital signing to different extents exists as an integrated solution.

However, no competitors have been able to directly capitalize on the market for accounting firms as legal and compliance requirements in this sector act as noticeable entry barriers for both existing and new competitors. Penneo’s focus on the audit industry while tapping into a blue-ocean market with no significant competitors positions the Company well for continued growth and internationalization.

Penneo’s strong market position for auditors	PENNEO	DocuSign	Connective	Scrive
Strategic auditor focus	✓			
Digital identity	✓	✓ through partnerships	✓	✓
Digital transaction management	✓	✓	✓	
Business process automation	✓	✓ through partnerships		

**In 2019, c. 60% of all annual
reports in Denmark were e-
filed to the national business
authority using Penneo**

6. Company overview

6.1 COMPANY INTRODUCTION

Penneo provides an eco-system of automation solutions that digitizes companies' workflows of signing and managing documents in a secure and easy way.

Penneo is a RegTech solution as it is fully compliant in accordance with all regulatory requirements, thus helping customers comply with regulations in an efficient and inexpensive way.

Penneo can be used in all industries. Companies with heavy document and signing processes, such as financial institutions, law firms, and property managers, can achieve significant benefits using Penneo's solution.

As the Nordic market leader in automation solutions that digitizes company workflows and document signing processes, Penneo has completely disrupted the document management, signing, and filing processes of annual reports in the audit industry. Penneo was originally founded to help companies digitally sign documents instead of using pen and paper – saving both time, money, paper, and ink. Driven by an increasing global demand for digitization, the Company noticed an attractive niche in the audit industry, where Penneo's platform has a remarkable product-market fit. In recent years, the platform has been developed into an eco-system of digital signatures, workflow automation, KYC process automation, and data security.

Today, Penneo has more than 1,640 customers across different industries such as property management, finance, real estate, HR and legal. Penneo's strongest presence is with accounting firms, where most of Big 10 firms in the Nordics are customers of Penneo. In Denmark alone, c. 60% of all annual reports filed with the Danish Business Authority in 2019 were facilitated by Penneo.

Penneo's ambition is to expand this leading position and become the de facto standard for accounting firms, while continuing to grow together with existing customers across document-heavy industries in the Company's existing markets.

6.2 SOFTWARE-AS-A-SERVICE

Penneo's SaaS plug-and-play solution enables the Company to offer software applications online running on a cloud infrastructure. This enables customers to always have access to the platform from a web browser. Using the cloud-based infrastructure, Penneo's customers do not need to allocate any internal IT resources.

Penneo uses a one-to-many model for software delivery, which means that software services are delivered to multiple users simultaneously. New customers can therefore be onboarded without significant additional costs. Software updates, new features and integrations developed to one customer will be available to all customers, making the SaaS business model very scalable.

By hosting the infrastructure, Penneo can extract valuable data about usage, preferences, demands, and other key information about customers – all on an anonymous basis to remain compliant. This data can be used to continuously improve the platform to increase user experience and customer satisfaction.

The Company's pricing model has in recent years changed from a combination of subscriptions and a signature voucher system to be purely subscription-based. Subscriptions are 1 or 3-year commitments paid upfront and includes a fair usage of signature during the invoiced period. The number of signature vouchers included in the sale depend on industry and customer preference. For internal processes, the subscription-based price model gives improved clarity on forecasting revenue and profitability.

Penneo. Dare to go new ways.

6.3 STRONG BUSINESS CASE

Since the beginning in 2014, Penneo has experienced significant traction in attracting new customers across all industries. The traction has been driven by continuous innovative efforts towards a higher degree of BPA, added services, and an increased product-market-fit. This has resulted in high growth rates with low churn on a scalable platform.

6.3.1 2019 in focus

2019 concluded a positive year for Penneo with growth in both the existing and new customer base. The Company grasped a strong foothold in the Nordics with the addition of several key accounting firms. The total number of customers have reached 1,643 and more than 60% of e-filings to the national business authority in Denmark were signed with Penneo.

ARR grew 39% YoY in 2019 of which upselling on existing customers contributed with 15% and new customers contributed with 25%. Looking back, the Company’s ARR has grown significantly, underlining both the scalability and the large potential for digital automation in the market.

2019 was also a year where Penneo had a dedicated focus on its marketing efforts resulting in highly qualified leads. During the year, Penneo was able to close c. 20% of all leads generated by the marketing department. At the same time, c. 40% of all invoiced revenue in 2019 came directly from marketing efforts, which is more than a 100% increase from 2018, emphasizing that increased marketing efforts have significant revenue generating potential going forward.

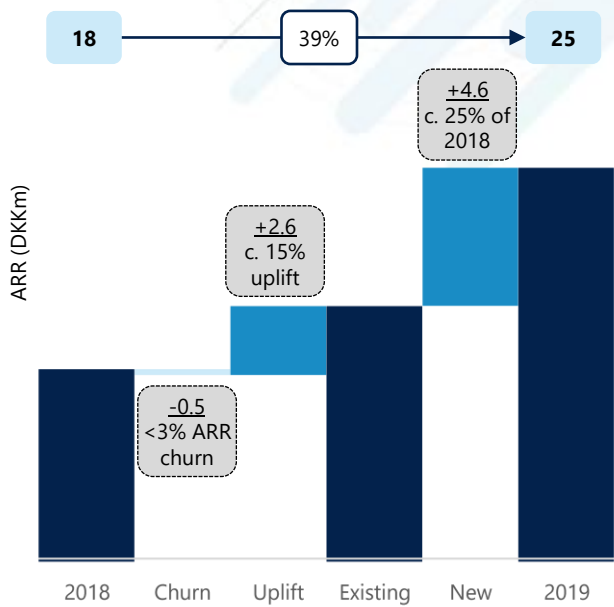
6.3.2 Impressive SaaS metrics

As of June 2020, the Company expects an annual recurring revenue run rate of 28-30 DKKm, whereof approx. 60% will derive from pure subscription revenue streams. The ARR is a normalized measurement of recurring revenue and states the future expected recurring revenue if no additional revenue is to be generated. Considering Penneo’s very low churn rate, the ARR run rate practically reflects the already secured revenue stream going forward. In 2019, Penneo achieved a negative net churn rate when including upselling activities to existing customers. Gross ARR churn over the year was less than 3%.

The customer vertical that has demonstrated the highest degree of upselling potential is Big 10 accounting firms. Historically, this vertical has shown attractive potential with an average annual upselling of 49% over a 4-year-period. In addition to this, no Big 10 customer has ever churned, underlining Penneo’s high value creation for accounting firms.

In short, Penneo is a company with an impressive track record; strong key SaaS metrics, significant value creation for customers, continuous growth, and a high level of innovation.

Factors impacting ARR (DKKm) - 2018 to 2019



Key SaaS metrics

Big 10 ARR Growth

49%

Big 10 customers show highest degree of upselling potential (over a 4-year period)

ARR run rate

28-30m

Annual recurring revenue as of June 2020 (DKK)

Gross churn

<3%

ARR lost in 2019

of users

c. 550k

Unique users in Denmark



Periode dokumentnøgle: EMZVD-OQ4PA-22YI-ZIU2T-01Q7V-EQE01

Efficiency, cost savings and a more environmental outlook

"After a year of collaboration with Penneo, we saved 4 million pieces of paper and expect to save 4 times more in the future. Today, two thirds of our annual reports for our clients are digitally produced and signed."

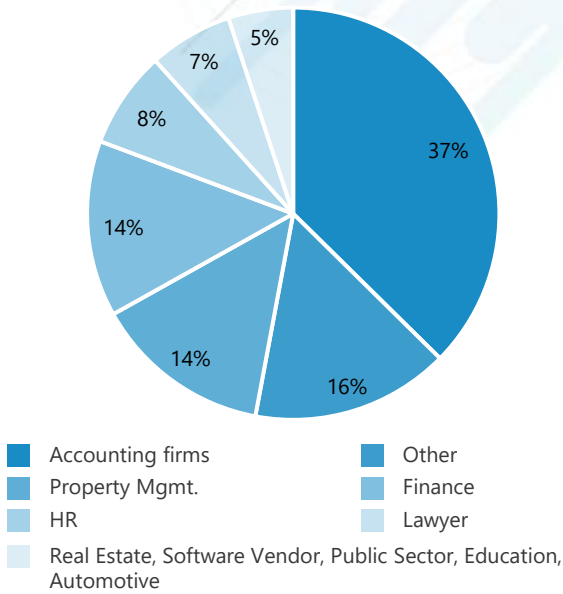
- Kasper Behrens,
CIO, Beierholm

6.4 CUSTOMERS OF PENNEO

Penneo digitizes and automates tasks and workflows across multiple industries every day for more than 1,640 customers across Denmark, Sweden, Norway, and Belgium. In first quarter 2020, Penneo launched its internationalization strategy and onboarded the first accounting customer in Belgium after a short dialogue and two months of software tests.

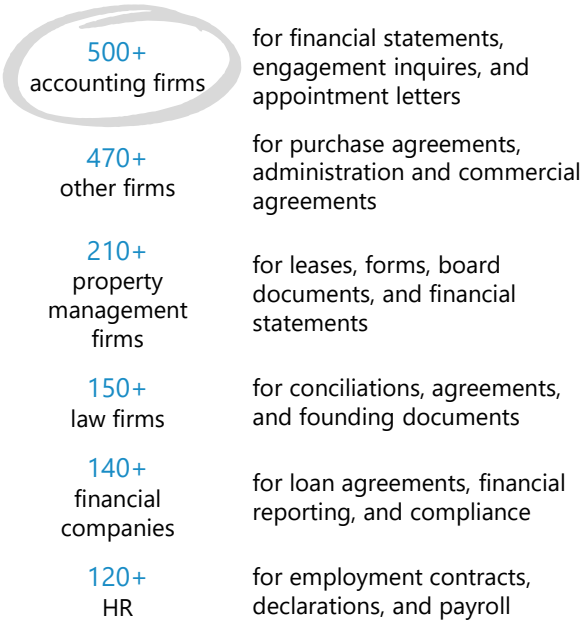
Although Penneo’s platform has a strong product-market-fit to the audit industry, several other industries are using Penneo.

Invoiced revenue by vertical - 2019

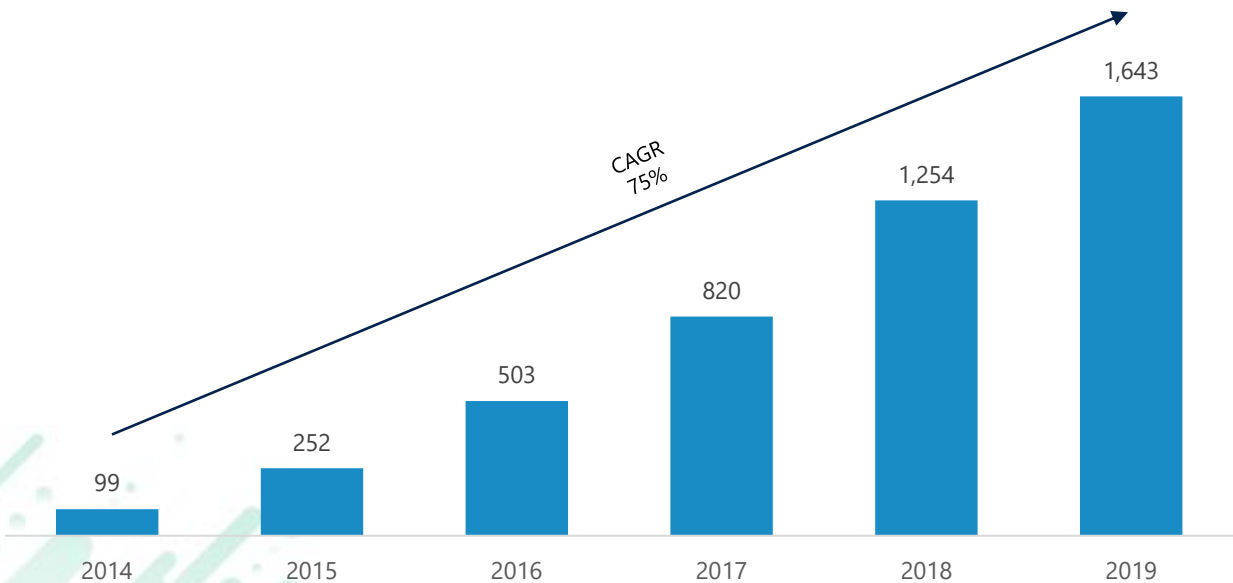


Penneo’s customer base has grown at a CAGR of 75% from 2014 to 2019 and has overall experienced low gross churn. Accounting firms are Penneo’s largest vertical constituting 37% of total invoiced revenue in 2019.

This strategically important vertical will be even more important for Penneo going forward. The continued growth journey and internationalization will to a large extent be driven by Penneo’s existing customer relationships with Big 10 accounting firms.



Number of customers are growing



6.5 ACCOUNTING FIRMS ARE KEY TO GROWTH

Penneo has experienced strong traction in the accounting vertical in the Nordic countries. Between 2014 and 2019, accounting customers have grown at a CAGR of 65%. Consequently, a majority of Big 10 accounting firms in the Nordics are now customers of Penneo. Penneo launched its Nordic efforts in 2017.

Number of Big 10 customers in the Nordics

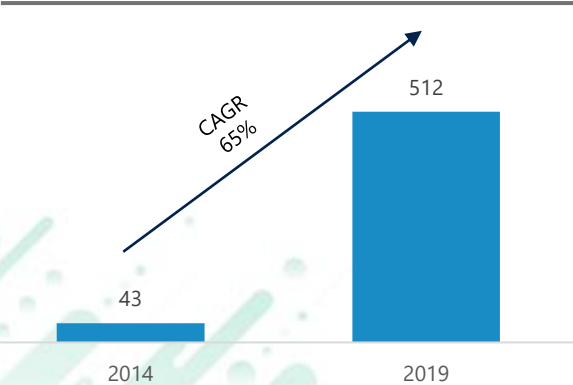


The number of annual reports processed with Penneo has grown from 1,500 to 167,300 in just five years. c. 60% of all annual reports filed with the Danish Business Authority in 2019 were facilitated by Penneo. This number is expected to continue to grow.

“We have experienced increasing demand for Penneo from accounting firms across Scandinavia in their journey towards digitization. This is also why we have chosen to develop our products around accounting firms and to focus on this niche market with a low degree of competition. Accounting firms are strategically important for us – as is Penneo for them – as we can provide operational cost savings while increasing their level of compliance. Accounting firms are strategic growth levers of opportunities to expand Penneo to Europe.”

Niels Henrik Rasmussen,
CEO

High growth in accounting customers



6.5.1 Strategic focus on accounting firms

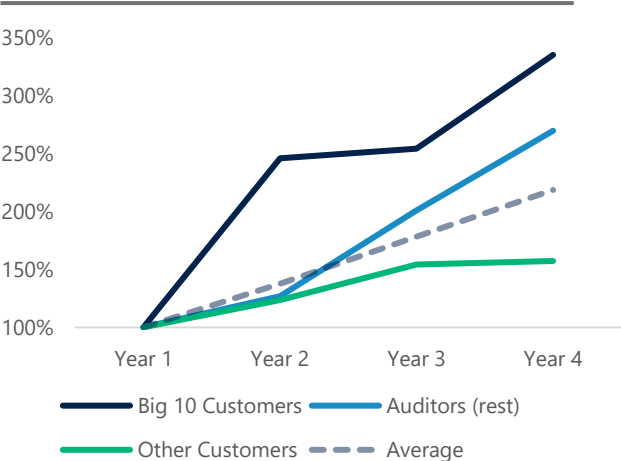
The strategic focus on accounting firms provides Penneo with a unique competitive advantage as no other solutions in the competitive landscape specialize in meeting the specific needs in this industry. This has also been a key takeaway from several sales dialogues where Penneo’s solution has been chosen by accounting firms to replace existing providers of (only) digital identity solutions – as this software did not meet their needs.

As Penneo offers a solution that includes much more than digital identity, the Company is challenged a lot less on its premium pricing strategy in the accounting vertical than would be the case in the more competitive market for digital identity. In general, the market for accounting firms represents an attractive convenience market, which due to relatively high switching costs contains “winner takes all”-characteristics. With a 0% churn rate among Big 10 customers, it is evident that Penneo has become critical infrastructure and a de facto standard for both auditors and their clients.

Successfully attracting 17 out of 20 of the biggest accounting firms in Denmark, including all Big 10 firms, clearly shows the positive results of Penneo’s strategic shift towards the audit industry. In addition, the shift has generated reduced selling cycles in Norway and Sweden as 70-90% of new customers onboarded after the first year of entry were accounting firms. A large part of these firms were already customers of Penneo in Denmark. This adoption rate between partner firms across countries is one of the key drivers for the growth journey and internationalization strategy, and Big 10 accounting firms thus are key point of focus in this. In total, Penneo’s addressable European market within this vertical consists of approx. 32,300 registered accounting firms.

The auditing industry thus represents a very attractive vertical for Penneo’s continued growth. The “winner takes all” characteristics of the industry combined with Penneo’s leading position in the Nordics provides a strong foundation for further growth and internationalization.

Significant ARR uplift in the audit vertical



Penneo dokumentnogi EM210-500P102XVLZ1U2T-0101V4TQEGH

CONTINUE TO BE FRONTRUNNER FOR A GREENER TOMORROW

Penneo works loyally with UN's SDGs supporting Responsible Production and Life on Land and will continue to save the environment from more printed paper with each new customer

9.9 tons of paper saved.

100% paper-free.



6.6 VALUE CREATION FOR THE CUSTOMERS

Penneo has disrupted the way users work with signatures, document management, approvals, and filing of reports and documents. These otherwise slow and often manual processes have through Penneo’s technology been transformed into just a few clear and easy steps. The users’ tasks are reduced to setting up properties for the case and Penneo’s software takes care of the rest. In the meantime, focus can be allocated to more value-adding tasks requiring professional judgement, analysis and insight.

6.6.1 Removing tedious manual work for higher client and employee satisfaction

By automating and digitizing tedious manual workflows through Penneo, customers are experiencing both higher employee satisfaction and a better client experience. Employees are able to allocate more time to customer centric workflows and are thus able to provide better service for clients.

6.6.2 Fast, easy, and secure signing means improved customer experience and convenience

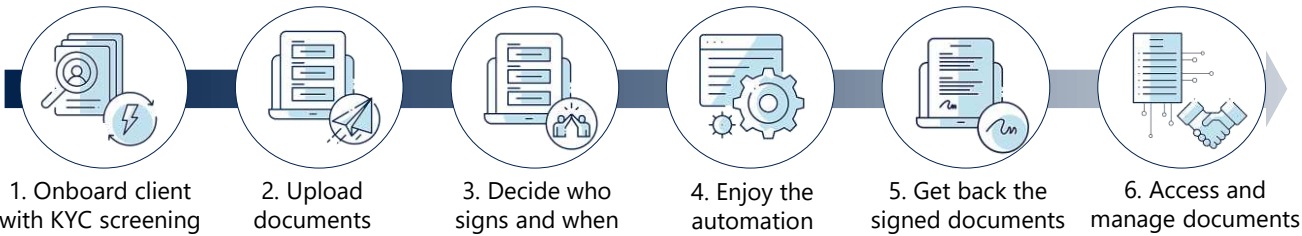
For customers, the digital identity solution provided through Penneo’s software adds a significant convenience element to their product offerings - as their clients can easily access and sign documents digitally.

The integration with national eIDs provides customers’ clients with a familiar way of providing identification that many prefer over the traditional and inefficient process of collecting handwritten signatures.

With Penneo, customers are able to onboard new clients much quicker than before – one customer concluded that they have got 30% more agreements signed by using Penneo’s digital solution.

In addition, customers can trust that all sensitive data is managed and archived in a secure and compliant way – meaning less need for internal compliance processes and reduced risk of compliance issues.

Disruptive workflow for all customers in a few easy steps



Penneo’s value creation for the customer

 **Smooth operations**

Automation
Guarantees a smoothly executed process while improving productivity

Agility
Improving workflows through collaboration among teams

Real-time
Following the document workflow process and reporting in real-time

 **Efficient workflows**

Signing
Combine several documents into one transaction by multi-signing

Integration
Reduce time on data entry through API integration

Customization
Personal experience through customized emails and branding

 **Secure RegTech platform**

Compliance
Compliant automation and digital certifications to signers

Security
All authentication to encryption follows highest security standards

Legislations
Ensures to comply with all applicable laws and regulations

6.7 UNIQUELY INTEGRATED IN THE AUDITING PROCESS – FROM ONBOARDING TO REPORT FILING

Penneo provides an end-to-end RegTech solution for accounting firms covering processes related to both client onboarding and management of document-heavy workflows related to approval, signing, and filing of financial reports and other documentation – in full compliance with all regulatory requirements.

With Penneo, auditors can thus enjoy a more compliant and efficient process all the way from onboarding to filing the annual report. Tedious KYC processes that were once conducted manually are now fully automated and compliant with both AML and GDPR. All processes, signings and document flows are now fully transparent with state-of-the-art eID integration ensuring the highest level of verification and control.

In practice, the manual auditor workflows related to printing, collecting signatures, scanning documents, resending documents to the required parties in the correct order, and filing documentation with the authorities can now be completed automatically through Penneo’s platform. This not only reduces time consumption for the individual auditor but also facilitates a much faster approval and signing process – reducing processing time from weeks or days to just a few hours. This has allocated much more time for value-adding tasks for the auditors such as consultancy and advisory services.

With API integrations to the software used for compiling the annual reports (e.g. Silverfin and CaseWare), Penneo provides customers with a smooth process from onboarding the customer to filing the annual report with the authorities.



Save 1 hour per financial report



Reduce operating costs with 93%¹⁵



Greater customer satisfaction



Maintain complete control & overview

15: based on data from specific customer case

6.7.1 Penneo’s end-to-end solution helps the customers comply with regulations in an automated, efficient, and inexpensive way



"Penneo contributes to the digital client journey and benefits the simplicity of going into the signing process"

Jørgen Brodtkorb,
CIO, BDO, Norway

6.8 ORGANIZATION AND CULTURE



Penneo is built on the principles of culture, which has resulted in an innovative tech culture based on transparency, humility, flat hierarchy, and an informal work atmosphere. This DNA runs through all employees in the Company.

Since its foundation, Penneo has known that the key to build a high growth tech company lies with the people. As a consequence, the people of Penneo has been a clear strategic focus ever since the six founders started the company in 2014.

Penneo has never been more about people than now. As the Company is speeding up, the values of Penneo serve as cornerstones to ensure alignment through everything from employer branding to team happiness and employee engagement. This alignment in company framework and DNA allows employees to feel comfortable about everyone working towards the same goal and thus pushing the Company towards achieving its objectives.

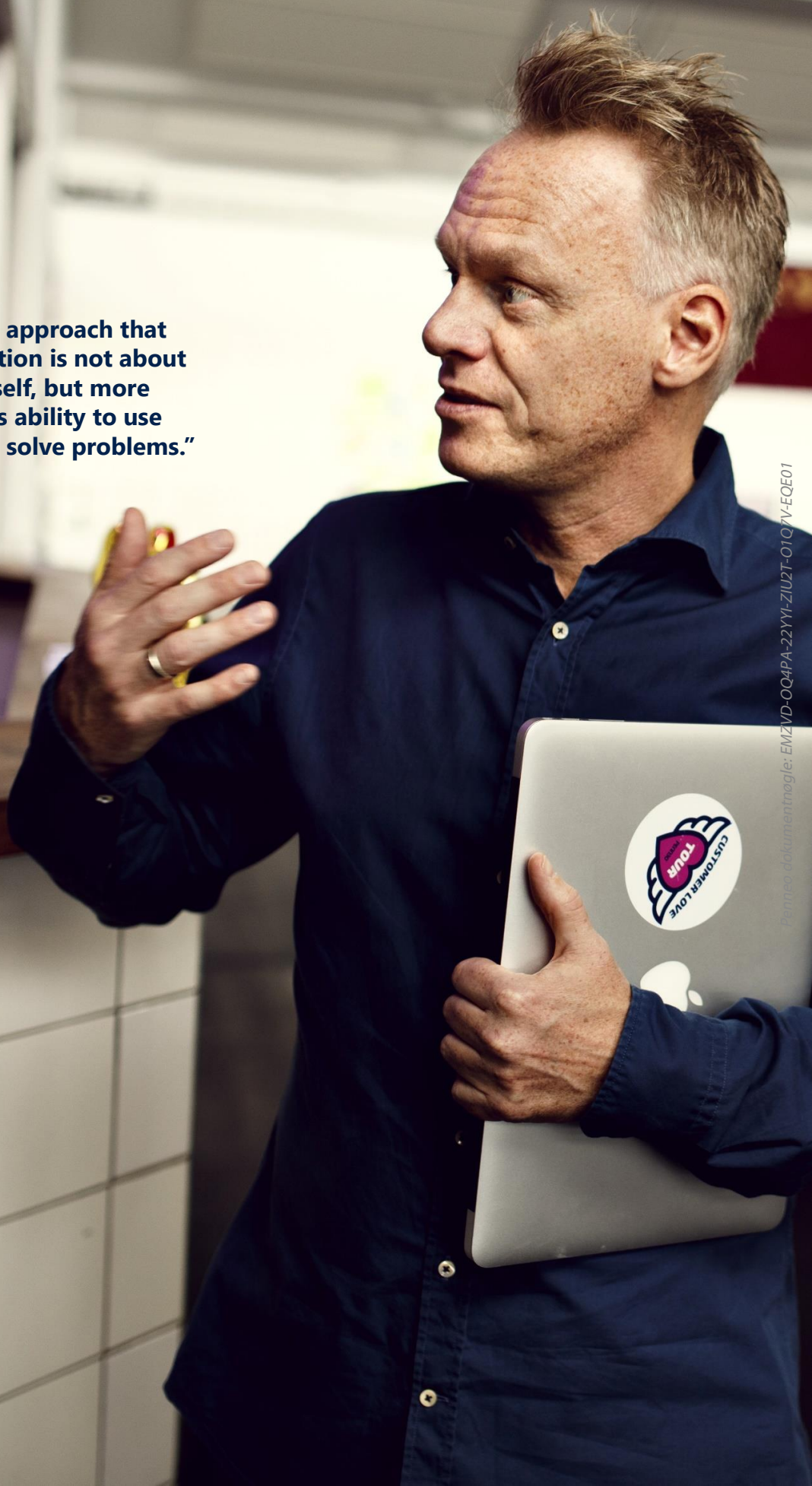
Penneo’s work culture relies on a high frequency internal communication strategy. Penneo constantly works to improve clarity for all employees – to facilitate that all employees across all departments and locations feel included in the Company’s overall strategy and journey. Such efforts combined with Penneo’s values are crucial factors for a successful growth journey and internationalization strategy. By hiring globally and executing locally, Penneo optimizes the size of the talent pool, while the cultural diversity is to the benefit of both innovation, creativity, talent and product development. Penneo expects to continue hiring and grow the number of employees from 46 to 68 by June 2021. Around 40% is expected to be within marketing and sales, while 28% will be engaged with product development. The remaining 32% will consists of support staff, general operations, and management.

As Penneo continues its journey, the organization will grow accordingly but will always be based on the values set out by the founders.

PENNEO VALUES
VULNERABILITY.
ALIGNMENT.
AGILITY.
BRAVERY.
RESPONSIBILITY.
TRANSPARENCY.
UNITY.



"It is Penneo's approach that digital innovation is not about technology itself, but more about people's ability to use technology to solve problems."



6.9 PRODUCT DESCRIPTION

Penneo’s solution uses digitization and process automation to transition otherwise heavy manual tasks to automated and optimized processes, while improving efficiency, collaboration, and increasing productivity along the way.



Signing – Get rid of pen and paper

Penneo provides a digital identity application that helps organizations digitalize key workflow procedures in an easy and functional way. With digital signing of documents, customers can have safe validation of the identity of signers, easy multi-tasking and signing of several documents, and assurance that documents cannot be modified once they have been sent out. In addition, all documents are stored in a personal archive and can easily be retrieved if needed.

The Penneo dashboard can be accessed in any web browser and gives real-time reporting, thereby letting customers follow the entire signing process, set up authentication processes and deadline trackers, review historical signings, and monitor participants that interact with the documents.



Customization and collaboration

Penneo offers workflow collaboration that improves efficiency and speeds up approval processes by inviting collaborators to join business documents and workflows. Penneo creates a shared point of action for teams, departments, and divisions to share files and data with each other.

Penneo not only manages and automates signatures and document-flows but also creates a framework around the processes for teams to improve both collaboration and productivity. All processes are customizable to the needs of the customer, thus making it easy for customers to personalize interactions with clients.

The Penneo dashboard can be fully personalized for different company and user profiles in order to fully exploit the software. Users can e.g. customize the Penneo platform by adding logos, colors, and customized email signatures to improve communication with clients and thus create a more recognizable process.



Automation – Optimize daily work

All digital signing processes are fully automated to ensure smooth execution of processes and increased productivity. Automation of both the tasks related to approval, signing, and filing save auditors 1 hour per annual report.

To be able to provide an end-to-end eco-system, Penneo offers highly capable and unique APIs to partner software providers in different sectors ensuring frictionless workflows. These e.g. include software solutions such as HR Manager, Wolters Kluwer, TimePlan, Caseware, Silverfin, and Workpoint. Penneo’s integration with these providers and customers’ other systems make the platform less stand-alone and provides a competitive advantage since switching costs becomes higher. In addition to significant cost reductions, the automation of these processes reduce the probability of human errors and ensure that relevant information has been included in any given process.



Safety & Compliance – Secure your processes

Penneo introduces a much higher level of security into the document signing process. To secure the process, Penneo’s solution utilizes the latest initiatives within secure digital signatures such as the national electronic identifications as they provide the highest degree of assurance of the signer’s identity as well as the integrity of the content. Digital signatures use a certificate-based digital ID to authenticate the identity of the signatures by binding each signature to the document with encryption. With Penneo, companies ensure compliance with both GDPR and money laundering regulation and thus remove any uncertainties related to fines or to mishandling of critical data information.

As a new feature, Penneo has launched an advanced KYC process application that removes all manual hassles concerning the client onboarding process.



EU GDPR compliant

“Simplify everything, with one ecosystem that covers it all.”

6.10 PRODUCT DEVELOPMENT

Penneo’s development team is spearheaded by the CTO and the product director. Digital innovation forms the backbone of the Company and the technological vision thus represents one of the key drivers behind Penneo’s successful business.

In product development, Penneo maintains a customer-centric focus in order to contribute to the Company’s continued growth and product-market fit. Whereas the digital identity platform functioned as the core competency in the Company’s earlier years, Penneo quickly evolved into the digital transaction management market to capitalize on additional opportunities through digitization of heavy transactional workflows, and thus generate even more value for the customer.

Penneo’s strategic focus on the audit industry is clearly reflected in the product development department, where one of the primary areas of focus is customizing the platform to fit this industry by streamlining the technology for the specific needs in this customer vertical. Penneo’s continually growing strength in serving the specific needs in the audit industry also raises the barriers-to-entry for more generic competitors wanting to enter this market, thus serving as a clear competitive advantage.

6.10.1 Targeting a BPA platform

For Penneo, the long-term goal is to become a true end-to-end BPA platform, which requires that the software can fulfill all acquired tasks without any human interaction from start to finish. The client onboarding module represents the first BPA innovation and was launched in first half of 2020. An ambitious product development plan has been laid out for the coming years with focus on utilizing artificial intelligence and machine learning to achieve the goal of becoming a true end-to-end BPA service provider.

“Working with the customer and not for the customer means that ideas and solutions can be validated much earlier in the development process than with a traditional approach.”

Jan Flora, CTO

Penneo will thus continue to disrupt accounting processes through further automation – something which is ultimately expected to result in further upselling opportunities and higher deal sizes across the offered solutions, and higher barriers-to-entry for competitors.

6.10.2 Compliance and security in focus

In order to ensure a secure and transparent digital experience for customers with focus on the confidentiality and protection of the documents and data involved, Penneo must maintain focus on remaining compliant with existing and new regulatory initiatives. To be able to offer customers with a solution, which is fully compliant with both money laundering regulations and GDPR, Penneo is constantly required to develop and produce updates that correspond to the latest changes to the regulative requirements.

In the years to come, innovation and product development will remain at the forefront for Penneo. Consequently, the Company’s ability to balance tech, talent, and business development in the product development department will be an essential part of facilitating Penneo’s continued growth journey.

Penneo’s roadmap for continued growth

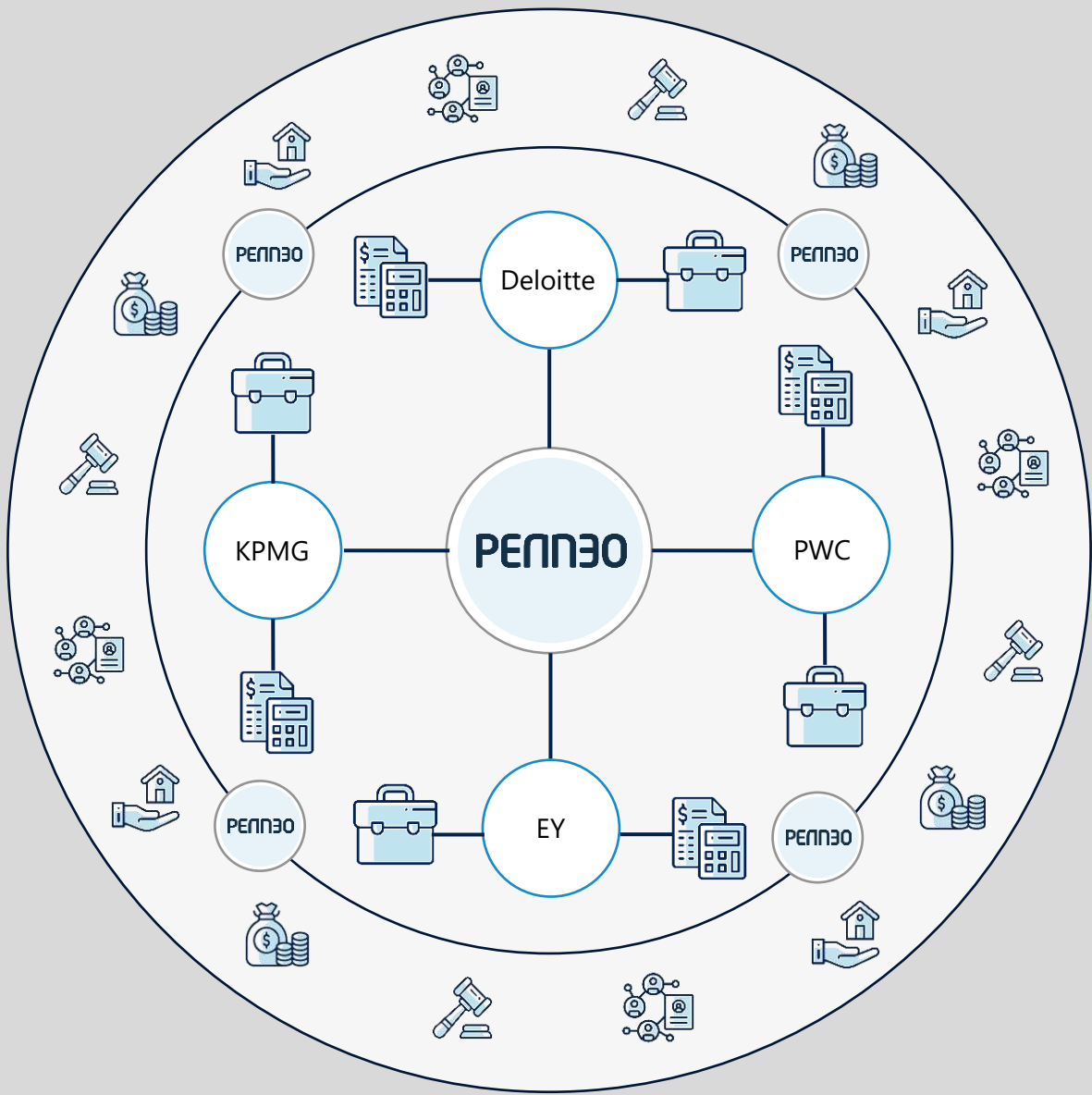
- **Now** Client onboarding through KYC screening
- **2020** Implementation of more BI analytics tools for up-sales to customers
- **2020** Tech development of new services for existing customers
- **2020** Tech development of integration to partners & solutions
- **2021** AI driven data analytics for user adoption rate
- **2021** Tech development of user network

Client onboarding through KYC screening

Penneo’s most recent initiative on the journey towards becoming a true end-to-end BPA provider is the client onboarding solution. When onboarding a new client, Penneo’s customers are required to checks identities.

With Penneo’s client onboarding module, the customer can now easily onboard new clients and receive sensitive documentation in a secure and safe manner. Through a fully automated process and a customizable webform, Penneo’s platform sets up the required processes, archives the information, and verifies the social security number or similar information in the received documentation. The KYC module is fully integrable with all other services of Penneo and to other accounting software applications.

NETWORK EFFECT






Network effect provides significant growth opportunities

Penneo’s platform constitutes the core in a network for data exchange across industries – through auditors and audit clients to trusted business advisors

6.11 THE INTERNATIONALIZATION STRATEGY

Penneo’s internationalization strategy is divided in a two-folded go-to-market (GtM) strategy. Emphasis is primarily placed on a strong and reliable task force, consisting of the Chief Commercial Officer (and co-founder), Chief Technological Officer (and co-founder) and Chief Information Security Officer (CISO). This task force initiates the first moves in each new market and starts sales dialogues with the Big 10 accounting firms.

The market analysis conducted prior to market entry is based on a range of key metrics that must be fulfilled in order efficiently prioritize the markets. Key points of the analysis includes:

-  **A developed national eID** supporting the digital signing supported by National banks.
-  **Digital reporting of annual reports** should be accepted by the local Business Authority or National bank
-  **Overall high degree of digitization** in the country - both auditors and their clients should use eIDs.

6.11.1 First step in the GtM strategy

The first step is to attract Big 10 customers across new markets by capitalizing on the strong relationship with the Big 10 firms in the Nordic countries. Penneo expects that the strong relationship with the Big 10 accounting firms will send ripples to their respective clients and sister firms in other markets. The Big 10 customers are therefore an important and unique market enabler for rapid growth and internationalization.

Penneo’s internationalization strategy is facilitated by the regulative uniformity in other markets, which is as a result of the various legislative initiatives introduced by the EU, e.g. eIDAS, ESEF and the DSM strategy, as described in section 5.

6.11.2 Second step in the GtM strategy

After securing agreements with the first Big 10 accounting firms in a given market and thus proving product-market-fit, the task force focuses on new potential markets. After this, a regional sales force continues to target the remaining Big 10 companies, while also expanding focus to the remaining accounting firms.

Once a strong presence has been established among auditors in the new markets, the customer segment will be expanded to include larger companies in other industries with heavy document workflows. By this time, these companies will most likely already have been exposed to Penneo through their auditor.

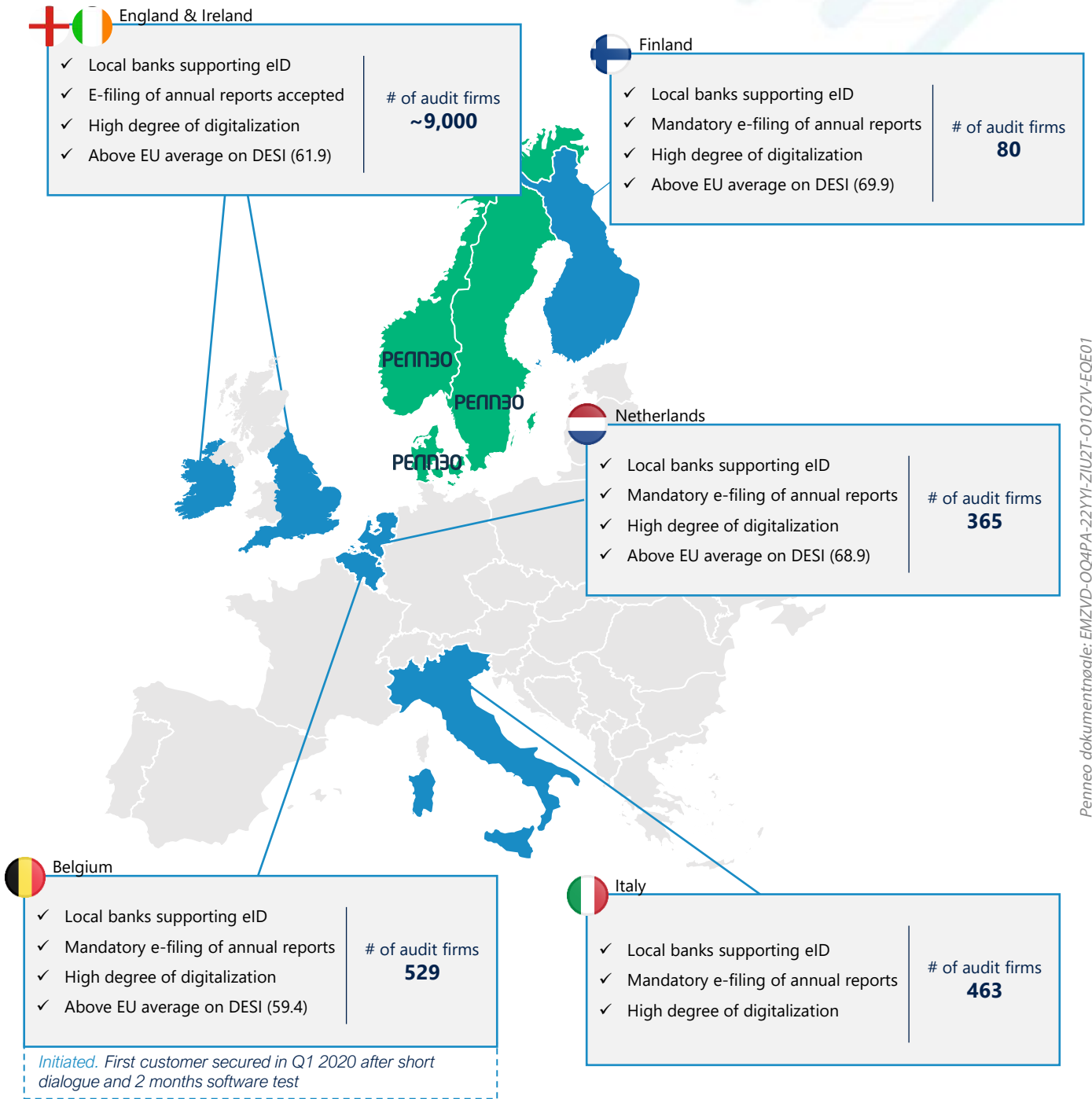
This internationalization strategy is dynamic as sudden changes can occur within national legislation or in relation to digital trends – changes that might make a market more or less attractive for Penneo.

6.11.3 Network effect

With Penneo’s more than 550,000 unique users per year in Denmark alone, the extensive network of decision-makers created by customers and their respective clients, will facilitate a strong growth platform for Penneo to continue its growth journey and internationalization. For every new user, a new string of networks will appear, which will open the door for Penneo to introduce its services to a wide range of new customers across multiple industries.



Potential attractive European markets to be targeted in the coming years. These markets are not exhaustive and do not represent all potential attractive markets. Penneo’s internationalization strategy is dynamic and market entries are subject to change if national legislation or digital trends change. Penneo may decide to enter these market or other markets, which the Company find to be better suited for its solution.



Penneo dokumentnøgle: EMZVD-OQ4PA-22YYI-ZIU2T-O1Q7V-EQE01

“We will continue to develop and grow Penneo. We will do this together with our customers, by growth in their usage and through new services for them – and by growth through new customers in our existing markets and in new markets across Europe”

Niels Henrik Rasmussen, CEO of Penneo

7. Expectations for the future

7.1 CAPITALIZING ON PROVEN PLATFORM

The year of 2019 represented a milestone in Penneo’s growth journey. The Company executed a strategic shift in focus towards accounting firms, grasped a foothold in the Nordics, successfully converted to a pure subscription-based pricing model, and initiated a growth journey and internationalization strategy. These milestones have helped Penneo achieve significant growth in both customer base and annual recurring revenue.

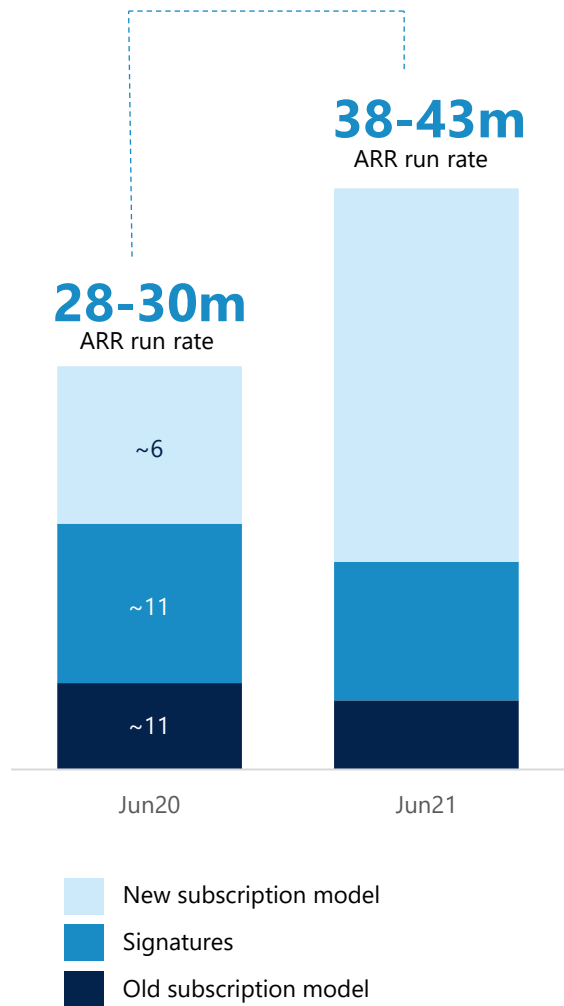
After an impressive 2019, Penneo has entered 2020 in an attractive position as the Nordic market leader in BPA solutions for auditors. Penneo’s strong position is founded on a proven and scalable platform with a strong product-market-fit and is thus ready to execute on the growth journey and internationalization strategy.

The markets for DI, DTM, and BPA remain attractive and are continuously experiencing high growth rates. This combined with the trends of corporate sustainability, a higher degree of digitization within accounting firms, and EU regulation incentivizing a united digitization strategy, makes Penneo well-positioned to capitalize on its market leading position in the years to come.

Penneo’s platform has proven to be scalable and the strategic focus on the audit industry has resulted in a strong market entry in Sweden, Norway, and Belgium facilitated by the strong relationship with existing Big 10 firms in the Nordics. Penneo expects to utilize the strong connectivity generated by the Nordic presence in the audit industry and the proven playbook for market entry to execute on a rapid internationalization strategy. During the next two years, this is expected to add an additional 750-850 customers across document-heavy industries.

7.2 ANNUAL RECURRING REVENUE 2020-2021

Penneo expects to continue the impressive ARR growth in the coming years – primarily driven by the new pricing model, the scalable platform, strong network effects, dedicated and highly effective marketing efforts, and the growth journey and internationalization strategy. As of June 2020, the expected ARR run rate is in the range of DKK 28-30m developing to DKK 38-43m as of June 2021 – corresponding to c. 40% growth rate.



"Let's become the global leading software provider for digitizing the communicative interface between accounting firms, clients and local authorities."



8. Corporate governance

8.1 BOARD OF DIRECTORS

Penneo’s Board of Directors currently consists of 4 board members, including the Chairman. The primary objective of the Board of Directors is to supervise the work of the Executive Management and the direction of the overall strategy. The Executive Management Team is responsible for planning, leading and controlling the day-to-day operations of the Company.

All Board members are elected for a term of one year at the Annual General Meeting and may be reelected. The Board of Directors elect a Chairman and can elect a Vice Chairman if deemed necessary. In case of parity of votes, the Chairman has the casting vote. The business address for the current members of the Board of Directors is Enghavevej 40, 4.th floor, 1674 Copenhagen

Overview of Board of Directors and independency assessment

Name	Position	Board member since	Independency assessment	Shares	Warrants
Morten Elk	Chairman	2019	Independent	0	278,366
Michael Moesgaard Andersen	Board member	2019	Not independent ¹⁾	2,844,438	0
Nicolaj Højer Nielsen	Board member	2014	Not independent ²⁾	2.890.829	0
Jan Flora	Board member	2014	Not independent ³⁾	2,327,427	791,609

¹⁾ Michael Moesgaard Andersen is a shareholder in the Company through Andersen Advisory Group A/S
²⁾ Nicolaj Højer Nielsen is a shareholder in the Company through Biostrat Biotech Consulting ApS (100% ownership)
³⁾ Besides the position as Board Member, Jan Flora is the acting Chief Technology Officer, one of the co-founders of Penneo and shareholder in the Company through Flora IT ApS

Description of the Board of Directors



Morten Kenneth Elk, *Chairman*

Profession: CEO at SimpleSite

Description: Morten Elk is a serial entrepreneur, board member and business angel. He started his career in 1997 after leaving a postdoctoral position in Physics to co-found what became a leading Danish digital agency that was exited to Swedish Adcore in 1999. In 2003, Morten Elk co-founded SimpleSite, a global player in the DIY website building services, where he remains the CEO today. Alongside, Morten Elk has invested in several start-ups and is the initiator and driver behind the event series Nordic Growth Hackers where participants in the tech community in Copenhagen gather to share growth experiences and tactics.

Other key positions: Chairman of the Board at Tibalo ApS, CEO Kunai Ads ApS

Educational background: Ph.D. Physics, University of Copenhagen



Michael Moesgaard Andersen, *Board member*

Profession: CEO at Andersen Advisory Group A/S

Description: Michael Moesgaard Andersen is a serial entrepreneur, board member and investor in IT companies. Michael Moesgaard was one of the leading actors within Danish telecommunication companies in the last decades. Michael Moesgaard founded and sold CBB Mobil and during recent years has been active in numerous SaaS startup companies through his venture arm, Andersen Advisory Group A/S. Alongside his track record within tech and entrepreneurship, Michael Moesgaard is also an adjunct professor within strategy and innovation at Copenhagen Business School. He is also a member of CBS' Board Faculty, delivering teaching and training for board members.

Other key positions: Owner of Andersen Advisory Group A/S, Board member in Konsolidator A/S, Chairman of board in Qemploy A/S, Board member in Configit A/S, Chairman of the board of Valuer.ai ApS, Board member of Danish Mobile Technology A/S, Board member of MindFuture ApS

Educational background: Cand.scient.pol, Aarhus University
BA (HD), Copenhagen Business School

Description of the Board of Directors



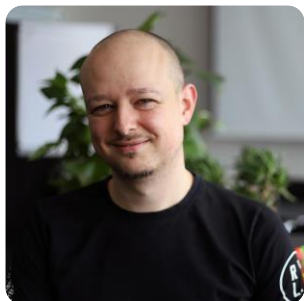
Nicolaj Højer Nielsen, *Board member*

Profession: Professional board member

Description: Nicolaj Højer Nielsen is a serial entrepreneur, board member and business angel and has been building startups since 1999. He has co-founded and/or invested in thirteen companies within IT and biotech. Nicolaj Nielsen holds an MBA from INSEAD and an Msc in marketing from Copenhagen Business School and is an external lecturer within entrepreneurship at Copenhagen Business School.

Other key positions: External lecturer Copenhagen Business School, Board member in InProTher, Board member in Forgotton Anne, Board member in MeetinVR, Board member in Motilitycount, Board member in Estaldo, CEO in Copenhagen United

Educational background: HA, Aalborg Universitet, Cand.merc., Copenhagen Business School, MBA, INSEAD



Jan Flora, *Board member*

Profession: CTO at Penneo

Description: Jan Flora is one of the co-founders of the Company. Jan Flora has since the foundation of the Company been the spearhead of product development, innovation and development of new markets. Jan has had experience within other tech companies before co-founding Penneo in 2014.

Educational background: Msc. In Computer Science, University of Copenhagen, Bsc. In Mathematics and Computer Science, University of Copenhagen

Description of the Executive Management Team



Niels Henrik Rasmussen, CEO

Profession: Chief Executive Officer at Penneo

Description: Before joining Penneo as CEO in 2018, Niels Henrik Rasmussen was investor and Chairman of the Board in the Company (2015-2018).

Niels Henrik Rasmussen has been an active entrepreneur in tech start-ups for many years and has sold several hyper growth companies. Among others, Niels Henrik Rasmussen founded and divested Secunia ApS, which became a six-time Børsen Gazelle Growth company with global operations of 120 employees, and also was internationally acknowledged in IT-security community for being the world’s best vulnerability intelligence company. Niels Henrik Rasmussen has actively participated in several successful turnarounds, and worked with strategy, internationalization, and business development and leadership.

Niels Henrik Rasmussen has been endorsed as one of Top 3 best Danish tech CEO’s by Computerworld in 2008, Tech honors for “having outshone competitors” in 2010 and Tech leadership honors by Online Trust Alliance in 2010.

Niels Henrik Rasmussen has been an active investor and co-founder of Copenhagen United, and is an active investor in Forgotten Anne, Pento, Meetin VR, SupWiz and Crediwire

Other key positions: Chairman of the Board at Hello Retail

Educational background: BA, Copenhagen Business School



Jan Flora, Board member & CTO

Profession: Chief Technology Officer at Penneo

Description: Jan Flora is one of the co-founders of the Company. Jan Flora has since the foundation of the Company been the spearhead of product development, innovation and development of new markets. Jan has had experience within other tech companies before co-founding Penneo in 2014.

Educational background: Msc. In Computer Science, University of Copenhagen, Bsc. In Mathematics and Computer Science, University of Copenhagen

Description of the Executive Management Team



André Clement, Co-founder & CCO

Profession: Chief Commercial Officer at Penneo

Description: André Clement is one of the co-founders of Penneo and has been a key factor in driving the Company forward. In addition, he has been able to provide Penneo with valuable insights from the auditing industry. André is a gifted salesperson, and with unique relationship management skills, André has played an important role in the high growth rates related to attraction of new customers. In addition, André Clement plays a leading role in the internationalization strategy as vital part of Penneo’s task force, which primarily focuses on attracting Big 10 firms across new European markets.

Educational background: Frederiksberg HF



Casper Nielsen Christiansen, CFO

Profession: Chief Financial Officer at Penneo

Description: Before joining Penneo in 2018, Casper Christiansen was CFO in SpotOn Marketing, where he played a key role in the disposal of the company to the private equity fund, Adelis.

Casper Christiansen has more than a decade of financial and commercial experience, majority of which has been spent on developing and growing start-ups and SME's.

Casper Christiansen has since joining Penneo in 2018 been one of the key drivers behind the continued development of structured financial processes and preparing Penneo for the growth journey and internationalization, including successful implementation of the new pricing model.

Educational background: Graduate Diploma in Business Administration (Financial and Management Accounting), Copenhagen Business School

Overview of Board of Directors, Executive Management and the Management Team at Penneo



8.2 MANAGEMENT TEAM

8.2.1 Executive Management Team

The Executive Management Team is responsible for the daily operations of Penneo. In addition, the Executive Management ensures that the Company's bookkeeping follows the applicable rules and regulations, and that the administration of the Company's assets is carried out in an appropriate manner.

8.2.2 The Management Team

In addition to the Executive Management, Penneo's Management Team comprise of four additional people; Mikkel Clausen (Head of People & Culture), Erik Selmann (CISO), Gautier Garin (Head of Marketing), and Jannic Nielsen (Product Director). In line with Penneo's people-focused organizational culture, the Management Team works closely together in a cross-functional and agile manner based on the principles of a flat hierarchy culture. The Management Team has extensive know-how and experience within the space of SaaS, compliance, accounting processes, automatization, tech and other key business areas relevant to the operations of an information technology company such as Penneo. The Management Team thus has strong insights into any issues or challenges that the Company or the Company's customers might face.

Together with the Executive Management Team, the Management Team includes the most important personnel in relation to covering all aspects of the day-to-day operations of Penneo.

8.3 BOARD PRACTICES AND GOVERNANCE

Penneo has well-established processes for corporate governance and internal control. As part of the Company's governance structure, the Board of Directors has compiled detailed management instructions for the Executive Management Team clearly stating the distribution of responsibilities between the Executive Management Team and the Board of Directors, the internal division of responsibilities in the Executive Management Team, and the obligations of both Board of Directors and the Executive Management Team respectively.

The Board of Directors holds the ultimate responsibility for the Company and the supervision of the Executive Management. The articles of association states that the Board of Directors is elected by the Company's shareholders at the Annual General Meeting. Board members are elected for one-year terms, which is also the case for the Chairman of the Board of Directors. The outcome of a given subject is determined based on majority of votes.

In addition to the Annual General Meeting and quarterly Board meetings, the Board of Directors gather as the Chairman of the Board of Directors deems necessary, and when requested by a director or manager.

The Board of Directors is responsible for ensuring that the Company is managed in an appropriate manner in accordance with Danish legislation. The Board of Directors is responsible for ensuring that book-keeping and administration of assets is done in a satisfactory manner. Further, the Board of Directors is responsible for ensuring that the financial position is always appropriate in relation to the operation of the Company.

8.3.1 Statement on past records

For the previous five years, none of the members of the Board of Directors and the Executive and Management Team have been;

- convicted of fraudulent offences,
- been involved in any official public incrimination and/or sanction, or
- been disqualified by the courts from acting as a member of the administrative, managerial or supervisory body of a company.

In addition, none of the members of the Board of Directors and the Executive Management team have served as officer in a company that has entered bankruptcy, receivership or liquidation – except for the specific situations provided in the following:

Morten Kenneth Elk

- I) Board member and management team in Elk & Partners A/S (Co-owned company with Jacob Elk) that ceased activities and was eventually voluntarily liquidated, 6 April 2016
- II) Project Panther (A holding company for an owner group of Jubii A/S that was subsequently sold to Nordjyske Medier). After a while, the proceeds were distributed, and the purpose of the holding company expired, and it was eventually voluntarily liquidated, 22 June 2015

Michael Moesgaard Andersen

- I) Board member LUMIGON A/S (Selskabet af 30. august 2017 A/S) that ceased activities and was eventually voluntarily liquidated, 6 September 2017.
- II) Board member LUMIGON SALES ApS (Selskabet af 30. august 2017 A/S) that ceased activities and was eventually voluntarily liquidated, 27 September 2017

Nicolaj Højer Nielsen

- I) Management team in Penneo Holding 2 ApS that ceased activities and merged with the Company on 8 April 2020 as part of a group restructuring in connection with the Offering.

Casper Nielsen Christensen

- I) Management team in SpotOn Marketing ApS. Shares sold to CVR 39172542 Søgemedier Holding A/S 13 September 2018 and merged with CVR 31189810 SØGEMEDIER ApS.

8.3.2 Other positions for the Board of Directors

An overview of other current and previous positions (within the last five years) held by Penneo's Board members has been provided in the following:

Morten Kenneth Elk

Current management positions

- Kunai Ads ApS (since 20-02-2019)
- ELKS Holding ApS (since 20-12-2018)
- 123webseite.de ApS (since 16-01-2012)
- 123website salb ApS (since 16-01-2012)
- MEHI ApS (since 05-08-2011)
- EVP Invest ApS (since 10-06-2011)
- 123homepage.it ApS (since 11-01-2011)
- 123kotisivu.fi ApS (since 11-01-2011)
- 123Miweb.es ApS (since 11-01-2011)
- 123siteweb.fr ApS (since 11-01-2011)
- 123website.nl ApS (since 02-06-2009)
- M. Elk Holding A/S (since 15-10-2007)
- 123hemsida.se ApS (since 01-08-2007)
- 123hjemmeside.no ApS (since 01-08-2007)
- Simplesite GM ApS (since 01-07-2004)
- Simplesite ApS (since 04-12-2001)

Management positions in the past five years

- Elk & Partners A/S (03-03-2003 to 06-04-2016)
- Project Panther ApS (28-05-2010 to 22-06-2015)

Current Board seats

- Penneo A/S (chairman) (since 23-01-2019; board member from 14-09-2018 to 22-01-2019)
- Tibalo ApS (since 09-02-2017)
- EVP Invest ApS (since 10-06-2011)
- Simplesite ApS (since 26-01-2009)
- M. Elk Holding A/S (since 15-10-2007)

Board seats in the past five years

- Elk & Partners A/S (03-03-2003 to 06-04-2016)

Michael Moesgaard Andersen

Current management positions

- Andersen Advisory Group Invest A/S (since 23-05-2005)
- Moesgaard Invest 2 ApS (since 19-05-2004)
- Andersen Advisory Group A/S (18-12-1991)
- Moesgaard Consulting ApS (since 27-01-1993)
- Danish Mobile Technology A/S (since 27-02-2020)
- Danske Færdighedsspil A/S (since 27-02-2020)

Current Board seats

- MindFuture ApS (since 01-04-2020)
- Penneo A/S (since 29-12-2019)
- VV ApS (chairman) (since 28-10-2019)
- Qemploy A/S (chairman) (since 02-10-2018)
- Danish Mobile Technology A/S (since 08-08-2006; chairman from 03-01-2008 to 26-02-2020)
- Valuer.ai ApS (chairman) (since 23-06-2017)
- Konsolidator A/S (since 26-05-2016)
- Configit A/S (since 04-02-2016; chairman from 10-12-2010 to 03-02-2016)
- Configit Holding A/S (since 04-02-2016; chairman from 10-12-2010 to 04-02-2016)
- Danske Færdighedsspil A/S (since 15-02-2005; chairman from 13-07-2015 to 26-02-2020)
- Mobilepeople Solutions A/S (chairman) (since 03-01-2008)
- Andersen Advisory Group Invest A/S (since 24-01-1992)
- Andersen Advisory Group A/S (since 18-12-1991)

Board seats in the past five years

- ITU Business Development A/S (06-04-2020)
- Selskabet af 7. september 2017 ApS (27-06-2016 to 27-09-2017)
- Selskabet af 30. august 2017 A/S (11-03-2015 to 06-09-2017)
- Configit Build A/S (09-07-2014 to 29-05-2017; chairman from 09-07-2014 to 01-12-2014)
- Cozmophone A/S merged 24-05-2017 (15-09-2005 to 24-05-2017; chairman from 30-04-2017 to 24-05-2017)
- Emperion A/S merged 24-05-2017 (15-09-2005 to 24-05-2017; chairman from 30-04-2017 to 24-05-2017)
- Cozmophone A/S (board member; 15-09-2005 to 24-05-2017; chairman 30-04-2017 to 24-05-2017)
- Emperion A/S (15-09-2005 to 29-04-2017)
- Emperion Holding A/S merged 08-07-2015 (28-12-2005 to 08-07-2015)

Nicolaj Højer Nielsen*Current management positions*

- Copenhagen Untied 2 ApS (since 08-06-2017)
- NHN Ventures 2 ApS (since 23-05-2017)
- Copenhagen United 1 ApS (since 03-10-2016)
- Motilitycount ApS (since 04-02-2011)
- Biostrat Biotech Consulting ApS (since 03-09-2007)

Management positions in the past five years

- Penneo Holding 2 ApS (09-09-2016 to 08-04-2020)
- NHN 40 Invest IVS (01-10-2015 to 24-04-2017)
- Sepior ApS (21-08-2013 to 15-03-2016)
- Danish Venture Academy ApS (29-04-2014 to 29-05-2015)

Current Board seats

- Estaldo ApS (since 20-08-2019)
- MeetinVR ApS (since 26-06-2019)
- Inprother ApS (22-05-2018)
- Capdesk Holding ApS (09-05-2017)
- Forgotton Anne ApS (since 16-03-2017)
- Penneo A/S (since 09-01-2014)
- Motilitycount ApS (since 02-09-2011)

Board seats in the past five years

- Pento ApS (02-10-2017 to 03-09-2019)
- Abseal ApS (06-02-2013 to 17-08-2015)

Jan Flora*Current management positions*

- Flora IT ApS (since 04-02-2009)
- Go' Print & Online ApS (since 04-02-2009)

Management positions in the past five years

- Ehavior ApS (01-01-2011 to 04-03-2015)

Current Board seats

- Penneo A/S (since 09-01-2014)

8.3.3 Warrants

As per the date of the Company Description, the Company has issued warrants to members of the management and employees of the Company. The terms of the warrant programs are included in Appendix 1-15 in the Company's articles of association which can be found on the website of the Company¹⁶. If exercised, the warrants will dilute the Shareholders' ownership percentage of the Company.

In April 2020, total of 4,462,109 warrants have been issued to members of the management and employees of the Company. Each warrant entitles the holder to subscribe for one share in the Company with a nominal value of DKK 0.02 per share. The total nominal value of the warrants equal DKK 89,242.18.

The issued warrants entitles the holders to subscribe for shares at the following prices as set out below:

- 1,549,011 shares of nominal DKK 0.02 at a price equal to DKK 4.82 per share.
- 382,198 shares of nominal DKK 0.02 at a price equal to DKK 8.03 per share.
- 171,667 shares of nominal DKK 0.02 at a price equal to DKK 0.35 per share.
- 602,340 shares of nominal DKK 0.02 at a price equal to DKK 4.75 per share.
- 173,675 shares of nominal DKK 0.02 at a price equal to DKK 4.35 per share.
- 1,583,218 shares of nominal DKK 0.02 at a price equal to DKK 4.31 per share.

16: www.penneo.com/da/investors

The warrants issued by the Company and listed above cannot be exercised before after the publication of the Company's half-year financial report regarding the first half-year of 2021. Further, in accordance with the provisions of the warrant programme the Board of Directors will require the warrant holders to sign lock-up agreements on terms equivalent to the terms of the Lock-Up Obligation applying to the Existing Shareholders. All warrants expire in the second quarter of 2023 – 14 days after the publication of the first quarterly financial statement of 2023.

The Company has issued the following warrants to members of the Board of Directors and Executive Management:

- Morten Elk, Chairman of the Board of Directors: 278,366 warrants entitling the holder to subscribe for 278,366 shares of nominal DKK 0.02 at a price equal to DKK 4.82.
- Niels Henrik Rasmussen, CEO: 1,146,879 warrants entitling the holder to subscribe for 1,146,879 shares of nominal DKK 0.02 at a price equal to DKK 4.82, and 382,198 warrants entitling the holder to subscribe for 382,198 shares of nominal DKK 0.02 at a price equal to 8.03.
- Jan Flora, Board Member and CTO: 791,609 warrants entitling the holder to subscribe for 791,609 shares of nominal DKK 0.02 at a price equal to DKK 4.31
- André Clement, CCO: 791,609 warrants entitling the holder to subscribe for 791,609 shares of nominal DKK 0.02 at a price equal to DKK 4.31
- Casper Nielsen Christiansen, CFO: 120,468 warrants entitling the holder to subscribe for 120,468 shares of nominal DKK 0.02 at a price equal to DKK 4.75

The warrants listed above were issued as “parallel” warrants in April 2020 as an offer to all existing warrant holders. The term “parallel” is used because the warrants co-exists with the original warrants of similar value to the individual warrant holders. The original warrants will be expired at the time of the Offering, if not exercised before (which is not expected to be the case). The option for the warrant holders to exercise the new parallel warrants was made conditional on the original warrants not being exercised. The reason to offer “new” parallel warrants first of all has been to avoid a large number of warrants being exercised close to the Offering - subsequently followed by a large number of shares potentially being sold in the market close to the IPO date. Secondly, the issuance of parallel warrants has solved liquidity and tax concerns for the individual warrant holder.

A total of 1,555,676 original warrants have been issued between November 2015 and March 2020.

In addition, at the annual general meeting on 30 April 2020 the Company authorized the Board of Directors at one or more occasions to issue warrants and to resolve on the associated capital increase. The authorization is valid until 30 April 2025 and includes a total amount of up to a nominal value of DKK 50,000.

8.3.4 Bonus agreement

Niels Henrik Rasmussen will receive one-time bonuses when the Company's market value reaches specific milestones. If the Company's market value reaches DKK 500,000,000 for five consecutive trading days in a row within the first 18 months from the IPO of the Company, Niels Henrik Rasmussen will receive a one-time bonus of DKK 1,000,000. If the Company's market value reaches DKK 1,000,000,000 for five consecutive trading days in a row, Niels Henrik Rasmussen will receive an additional one-time bonus of DKK 1,000,000.

8.3.5 Financial calendar

Interim report 2020 (Jan-Jun)	27 August 2020
Quarterly report (Q3 2020)	25 November 2020
Annual report 2020	25 March 2021
Quarterly report (Q1 2021)	26 May 2021
Annual General Meeting 2021	28 April 2021

9. Current share capital and ownership structure

9.1 SHARE CAPITAL INFORMATION

As of the date of this Company Description the Company has 20,609,932 Existing Shares with each share having a value of nominally DKK 0.02 amounting to a total share capital of DKK 412,199 (when including own shares cf. section 9.1.1). Following the completion of the Offering, the share capital will increase to DKK 493,427 if the minimum number of Offer Shares are sold in the Offering and DKK 502,452 if the maximum number of Offer Shares are sold in the Offering.

Prior to listing 9 Major Shareholders together own 86.8% of the Existing Shares in the Company, the rest is distributed between minor shareholders.

9.1.1 Own shares

As of the date of this Company Description, 609,921 shares of nominal DKK 0.02 amounting to a total nominal value of DKK 12,198.42 are owned by the Company. The shares were acquired by the Company in connection with a merger of the Company with Penneo Holding ApS and Penneo Holding 2 ApS on 8 April 2020.

Pursuant to section 85 of the Danish Companies Act voting rights may not be exercised where they are attached to shares held by a limited liability company itself. Furthermore, such shares are excluded where the validity of any resolution or the exercise of any power is subject to the consent of all shareholders or to a certain majority of votes of either the shares represented at the general meeting or the entire share capital of the limited liability company.

9.1.2 Share class and voting rights

At the first day of trading the Company will have one share class. All Shares will have equal rights. The Offer Shares are issued with a nominal value of DKK 0.02 per Share. Each Share gives the shareholder one vote at the Company's annual general meeting.

9.1.3 Authorizations to capital increases

According to section 3 in the Company's articles of association the Board of Directors is authorized to increase the share capital on one or more occasions. Until 30 April 2025 the share capital may, by resolution of the Board of Directors, be increased by one or more times with subscription for new shares up to a nominal value of DKK 180,000 (without pre-emption rights for the existing shareholders). Until 30 April 2025 the share capital may, by resolution of the Board of Directors, be increased by one or more times with subscription of new shares up to a nominal value of DKK 90,000. The total nominal capital increase, which the Board of Directors may resolve in accordance with section 3 in the articles of association, may not exceed a nominal value of DKK 180,000.

Ownership structure – Penneo A/S

Shareholder	Ownership before the Offering		Ownership after the Offering			
	# of shares	Percent	Minimum		Maximum	
			# of shares	Percent	# of shares	Percent
Andersen Advisory Group A/S ¹⁾	2,844,438	13.80%	3,115,196	12.63%	3,115,196	12.40%
BIOSTRAT BIOTECH CONSULTING ApS ²⁾	2,890,829	14.03%	2,890,829	11.72%	2,890,829	11.51%
Flora IT ApS ³⁾	2,327,427	11.29%	2,327,427	9.43%	2,327,427	9.26%
Clausen Online ApS ⁴⁾	2,028,813	9.84%	2,028,813	8.22%	2,028,813	8.08%
André Clément Holding ApS ⁵⁾	1,851,382	8.98%	1,851,382	7.50%	1,851,382	7.37%
Neua Holding ApS	1,754,351	8.51%	1,754,351	7.11%	1,754,351	6.98%
Eskholm Holding ApS	1,754,351	8.51%	1,754,351	7.11%	1,754,351	6.98%
Niels Henrik Rasmussen ⁶⁾	1,224,872	5.94%	1,360,251	5.51%	1,360,251	5.41%
Janek Borgmann	1,220,164	5.92%	1,220,164	4.95%	1,220,164	4.86%
Total (Major Shareholders)	17,896,627	86.83%	18,302,764	74.19%	18,302,764	72.85%
Others ⁷⁾	2,103,384	10.21%	2,103,384	8.53%	2,103,384	8.37%
Penneo A/S ⁸⁾	609,921	2.96%	609,921	2.47%	609,921	2.43%
Total (Existing Shareholders)	20,609,932	100.00%	21,016,069	85.18%	21,016,069	83.65%
New shareholders	0	0.00%	3,655,235	14.82%	4,106,499	16.35%
Total	20,609,932	100.00%	24,671,304	100.00%	25,122,568	100.00%

- 1) Andersen Advisory Group A/S is ultimately owned by Michael Moesgaard Andersen who is a member of the Board of Directors. Andersen Advisory Group A/S has subscribed to 270,758 shares as part of the pre-subscription, hence the increase in number of shares for this shareholder.
- 2) BIOSTRAT BIOTECH CONSULTING ApS is ultimately owned by Nicolaj Højer Nielsen who is a member of the Board of Directors.
- 3) Flora IT ApS is ultimately owned by Jan Flora who is a member of the Board of Directors and Executive Management Team.
- 4) Clausen Online ApS is ultimately owned by Mikkel Clausen, who is a member of the Management Team.
- 5) André Clément Holding ApS is ultimately owned by André Clement who is a member of the Executive Management Team.
- 6) Niels Henrik Rasmussen's shares are partially held through NH Rasmussen Holding II ApS. Niels Henrik Rasmussen is a member of the Executive Management Team. NH Rasmussen Holding II ApS has subscribed to 135,379 shares as part of the pre-subscription, hence the increase in number of shares for this shareholder.
- 7) Others include shareholders with less than 5% ownership, passive co-founders, early stage and seed investors etc.
- 8) These shares hold no voting rights (cf. section 9.1.1 for details)

Development in share capital since January 2018

Date	Event	Share capital (DKK)			
		Nominal change	Share price	Nominal post change	# of shares
16 November 2018	Capital increase ¹⁾	1,596	50	108,567	108,567
16 November 2018	Capital increase ¹⁾	628	125	109,195	109,195
29 April 2019	Capital increase ²⁾	1,596	50	110,163	110,163
18 July 2019	Capital increase ³⁾	1,447	691	111,610	111,610
28 October 2019	Capital increase ⁴⁾	850	50	120,118	120,118
16 December 2019	Capital increase ⁵⁾	15,877	315	135,995	135,995
17 January 2020	Capital increase ⁶⁾	399	50	136,394	136,394
11 March 2020	Capital increase ⁷⁾	3,419	585	139,813	139,813
08 April 2020	Capital increase, share split ⁸⁾	3,896 (194,835 shares)	0.02 (nom. value)	143,710	7,185,485
08 April 2020	Capital increase ⁹⁾	268,489 (13,424,447 shares)	0.02 (nom. value)	412,199	20,906,938

- 1) Niels Henrik Rasmussen, Flora IT ApS, André Clément Holding ApS, Eskholm Holding ApS, and, Neua Holding ApS
- 2) Grephyte IVS
- 3) NH RASMUSSEN HOLDING II ApS
- 4) Janek Borgmann
- 5) Andersen Advisory Group A/S
- 6) Anders Tvegaard
- 7) Andersen Advisory Group A/S
- 8) By issuance of bonus shares
- 9) By issuance of bonus shares

10. Selected financial information

Penneo's financial performance for the financial years of 2018 and 2019 is presented below. This information is based on the Company's audited financial reports. The Company's financial reports have been audited by Deloitte.

The Company's financial reports have been prepared in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B with addition of certain provisions for reporting class C. The Company's annual reports are available on the Company's website.¹⁷

Profit and loss statement for Penneo A/S

DKK	2019	2018
Gross profit	17,778,196	16,916,420
Staff cost	(15,236,522)	(11,587,143)
Depreciation, amortization and impairment losses	(1,993,975)	(1,645,564)
Other operating expenses	(434,314)	0
Operation profit/loss	113,385	3,683,713
Other financial income	43,414	48,033
Impairment losses on financial assets	(95,000)	0
Other financial expenses	(527,397)	(179,027)
Profit/loss before tax	(465,598)	3,552,719
Tax on profit/loss for the year	21,081	(1,379,270)
Profit/loss for the year	(444,517)	2,173,449

17: www.penneo.com/da/investors

Balance sheet for Penneo A/S

DKK	2019	2018
<i>Assets</i>		
Completed development projects	7,356,996	9,322,303
Goodwill	0	0
Development projects in progress	9,650,466	4,416,188
Intangible assets	17,007,462	13,738,491
Leasehold improvements	242,457	28,671
Propety, plant and equipment	242,457	28,671
Deposits	1,112,672	177,830
Fixed assets investments	1,112,672	177,830
Fixed assets	18,362,591	13,944,992
Trade receivables	3,460,894	4,175,441
Receivables from group enterprises	21,193	717,769
Other receivables	41,469	906
Income tax receivable	727,491	0
Prepayments	432,180	291,390
Receivables	4,683,227	5,185,506
Cash	8,217,139	4,199,145
Current assets	12,900,366	9,384,651
Total assets	31,262,957	23,329,643

Balance sheet for Penneo A/S

DKK	2019	2018
<i>Liabilities</i>		
Contributed capital	135,995	108,567
Reserve for development expenditure	13,265,820	8,480,464
Currency contracts	-1,565,826	-2,513,602
Equity	11,835,989	6,075,429
Deferred tax	3,405,000	2,659,170
Provisions	3,405,000	2,659,170
Debt to other credit institutions	5,070,430	1,232,776
Other payables	689,462	0
Deferred income	447,851	447,851
Non-current liabilities other than provisions	6,207,743	1,680,627
Payables to other credit institutions	0	46,718
Prepayments received from customers	4,636,042	5,530,266
Trade payables	2,370,974	1,875,891
Payables to associates	0	24,460
Income tax payable	0	461,875
Other payables	2,807,209	4,975,207
Current liabilities other than provisions	9,814,225	12,914,417
Liabilities other than provisions	16,021,968	14,595,044
Equity and liabilities	31,262,957	23,329,643

11. Comments on selected financial information

The following section describes the development in the major financial items between FY2018 and FY2019 in order to provide an overview of the Company's financial position and general financial trend.

Please note that only selected financial items have been commented in this section. For a full overview of Penneo's financial statements, please see section 10 of this Company Description. For details on capitalization and indebtedness please see section 12.

11.1 PROFIT AND LOSS STATEMENT

11.1.1 Gross profit

Gross profit increased 5% from DKK 16.9m to DKK 17.8m as a result of increased sale of subscriptions by 102%, signature vouchers decreasing 31% and implementation fees decreasing 18%. The 5% increase from 2018 to 2019 shall be seen considering the Company's transformation in 2019 to a purely subscription-based pricing model where 86% of invoiced revenue to new customers was related to subscription.

11.1.2 Staff costs

Staff costs increased 31% from DKK 11.6m to DKK 15.2m. This increase is driven by increased costs for salaries. The Company has invested significantly in strategic hirings in 2019 to be ready to embrace the future growth opportunities and expansion to Europe. From 2018 to 2019, the number of team members increased from 27 to 42.

11.1.3 Depreciation, amortization and impairment losses

Depreciation, amortization and impairment are related to amortization of intangible asset of DKK 1.9m. The increase from 2018 is due to an increased number of finished development projects at the end of 2018. See more in section 11.2.1.

11.1.4 Other operating expenses

Other operating expenses consists of one-off costs in relation to the Company's fundraising

Adjusting for these extraordinary costs, EBITDA for 2019 was DKK 2.5m compared to DKK 5.3m in 2018.

11.1.5 Operating profit/loss

Operating profit amounted to DKK 0.1m in 2019, compared to DKK 3.7m 2018. However, 2019 was a year of transformation for the Company with many changes and investments made.

The Company increased its investment in sale and marketing by 41% compared to 2018. This contributed to a clearer market communication regarding the transformation to a purely subscription-based pricing model and an increase in customer base by 443. The Company has already seen significant benefits of this investment by adding substantially to 2019's ARR.

Significant additions in new staff required the Company to increase its investment in premises by 68% in 2019. The Company has moved to much larger premises in the heart of Copenhagen. This will act as a recruitment hub and is now ready to onboard new team members to support the growth and expansion journey.

11.1.6 Other financial expenses

Other financial expenses include interest payments on the Company's credit facility with Vækstfonden and currency adjustments on sale to customers in Norway and Sweden. In addition to this, the Company incurred other financial expenses of DKK 0.5m relating to fundraising, cf. 11.1.4, which was the primary driver for the increase in other financial expenses.

11.2 BALANCE SHEET - ASSETS

11.2.1 Intangible assets

Intangible assets relate to development projects regarding the Company's software. Projects that were completed in 2018 are amortized in the following periods. Completed development projects amounted to DKK 12.3m. Amortization for these projects were DKK 1.9m. There are no completed projects in 2019, however, a number of development projects have been initiated in 2019. New projects amounted to DKK 5.2m and total development projects in progress amounted to DKK 9.7m in 2019. Several development projects are completed in the beginning of 2020. The continuous investments in development projects are expected to bring the Company significant competitive advantages and thus a significant increase in the level of activity and profit going forward.

11.2.2 Deposits

Deposit increased from DKK 0.2m to DKK 1.1m and relates primarily to the Company's new premises in Copenhagen.

11.2.3 Cash

Cash increased from DKK 4.2m to DKK 8.2m and consists of bank deposits with Danske Bank, Jyske Bank and Pleo. The increase is due to fundraising, cf. 11.1.4.

11.3 BALANCE SHEET – LIABILITIES

11.3.1 Equity

The Company's equity rose from DKK 6.1m to DKK 11.8m primarily as a result of an increase in reserve for development expenditures from DKK 8.5m to DKK 13.3m.

11.3.2 Debt to other credit institutions

The increase in debt to other credit institutions from DKK 1.2m to DKK 5.0m relates to new loans granted by Vækstfonden in 2019.

The Company also has an overdraft facility with Danske Bank which has not been drawn.

11.3.4 Other payables

Other payables consist of VAT, social costs, employee bonuses and holiday allowance. Other payables decreased from DKK 4.9m to DKK 2.8m from 2018 to 2019. This was primarily due to a decrease in bonus payments of DKK 2m.

11.4 CASH FLOW STATEMENT

11.4.1 Cash flow from operations

Cash flow from operations is positive with DKK 182k

11.4.2 Cash flow from investments

Cash flow from investments is negative with DKK 6.5m

11.4.3 Cash flow from financing

Cash flow from financing is positive with DKK 10.3m

11.5 AUDITORS NOTE

11.5.1 Material errors in previous year

In the annual report for 2018, the Company has offset public grants in development projects in progress. This is in violation of the set-off prohibition on section 13 (1) of the Annual Accounts Act. 1, No. 8.

Grants amounted to DKK 0.5m and is a significant misstatement in the 2018 financial statements.

As a result, the error has been corrected in 2018, whereby development projects in progress have changed by DKK 0.5m, so that the item is DKK 4.4m in 2018, against previously recognized DKK 3.9m. The grant is similarly recognized in 2018 as prepayment items (liability) with DKK -0.5m, against previously recognized DKK 0.0m.

The correction does not have a profit of tax effect.

12. Capitalization, indebtedness, and working capital

12.1 CAPITALIZATION (AS OF 31 MARCH 2020)

As of 31 March 2020, total shareholders' equity in Penneo A/S amounted to DKK 9.8m and interest-bearing debt amounted to DKK 5.1m.

12.2 NET INDEBTEDNESS (AS OF 31 MARCH 2020)

As of March 31, 2020, the Company's cash and cash equivalents amounted to DKK 2.6m whereas the Company's debt amounted to DKK 5.1m. This corresponds to a net debt level of DKK 2.5m.

12.3 WORKING CAPITAL STATEMENT

It is the assessment of the Board of Directors and the Executive Management that Penneo with the proceeds from the Offering will have sufficient funds to support working capital to continue its activities for at least 24 months following the first day of trading.

By Q3 2022, the Company will be able to achieve a positive cash flow, but as it is the Company's ambition to continue and even accelerate its strong growth rate even further, Penneo will potentially utilize the access to additional capital that follows from the Company's admission to trading at Nasdaq First North Growth Market Denmark to raise additional capital to fund the continued growth journey after this point in time.

Shareholders' Equity and Liabilities	31 March 2020
<i>Equity</i>	<i>DKK</i>
Share capital	139,414
Share premium	1,996,581
Retained earnings	(852,413)
Reserve for development expenditures	8,480,464
Shareholders' Equity	9,764,046
<i>Interest-bearing debt</i>	<i>DKK</i>
Vækstfonden	5,070,430
Total interest-bearing debt	5,070,430
<i>Cash</i>	<i>DKK</i>
Cash and cash equivalents	2,589,013
Net interest-bearing debt	2,481,417

13. Legal considerations and supplementary information

13.1 GDPR

Compliance with the General Data Protection Regulation 2016/679 ("GDPR") is essential to Penneo. To ensure compliance with GDPR and the data processing carried out by Penneo on behalf of its customers, guidelines and policies have been established. Appropriate safety measures have been established, including access restrictions, safe data storage and encryption of data.

Penneo uses a standard data processing agreement with all customers in accordance with the rules in GDPR.

To ensure that Penneo maintains the appropriate technical and organizational measures every year an ISAE 3000 auditor statement is conducted and a declaration with a high degree of certainty is issued by the said independent auditor. This declaration will be made available to all Penneo customers by request.

13.2 PATENTS, TRADEMARKS, AND OTHER IP

Penneo does not hold any patents but currently has one patent application pending related to digital signatures with multiple signing options on various electronic documents from multiple devices where it is possible to identify unique user values from the signatories. This method provides identity authentication for all parties and legislative compliance. In order to mitigate risks related to patent infringements, Penneo intends to apply for patent protection in several fields. Once a patent is filed with the EPO, Penneo intends to conduct monthly searches in relevant patent classes in EPO's patent database to monitor infringements.

Penneo has obtained a European trademark for "PENNEO" as wordmark within four trademark classes. Thereby Penneo holds a registered and enforceable right to exclude competitors from using the Penneo name within the EU. Penneo currently does not hold any registered trademark rights outside the EU, and an expansion beyond the EU borders will therefore require further trademark applications in order to exclude use of the Penneo name. Penneo monitors infringements on its trademark by conducting a monthly search for new trademark applications in relevant trademark classes in EUIPO's trademark database.

13.3 REAL ESTATE

The Company does not own any real estate.

The lease agreement regarding the Company's head office at Enghavevej 40, 4., 1674 København V, is irrevocable for a period of 5 years and cannot be terminated before 30 November 2024. Notice of termination is 6 months.

13.4 MATERIAL CONTRACTS

Other than the contracts described below, and such contracts that have been entered into in the ordinary course of business, there are no contracts to which the Company or any member of the Company's group is a party which are material to the Company and which have been entered into in the past year immediately preceding the date of this Company Description.

Material contracts include the business agreements with the Company's five largest customers; Deloitte, PricewaterhouseCoopers (PwC), BDO (Denmark), BDO (Norway) and Beierholm.

In 2019 these five customers combined accounted for more than 10 percent of the Company's annual recurring revenue.

The pricing structure is based on the number of users and the number of signatures.

The contract period is 12 months and is renewed for 12 months at a time. Termination notice is 3 months (1 month notice with BDO (Denmark)).

The Company has entered into a number of Application Programming Interface ("API") agreements with partners such as Capto A/S, Unik System Design A/S and Wolters Kluwer. However, no individual API agreement is considered material to the Company.

Penneo has entered into two loan agreements with Vækstfonden (Danish Growth Fund). The principal loan amount of the loans is DKK 5,070,000. The loan including interests shall be paid to Vækstfonden no later than on 1 July 2024.

As a security for the loan dividends cannot be paid without the consent from Vækstfonden. Further, 2nd priority floating company charge of DKK 5,070,000 has been registered to Vækstfonden.

Vækstfonden is entitled to a one-time performance bonus of DKK 400,000 if the Company reaches a performance target within a financial year during the loan period.

The performance target is reached when the Company's accumulated earnings measured at EBITDA-level exceeds DKK 15,000,000 in accordance with the latest audited annual report.

Penneo has entered into a credit facility agreement with Danske Bank. The principal loan amount is DKK 2,000,000. The loan including interests shall be paid to Danske Bank no later than on 31 January 2024. As security for the credit facility, 1st priority floating company charge of DKK 2,000,000 has been registered to Danske Bank.

13.5 TRANSACTIONS BETWEEN THE COMPANY AND RELATED PARTIES

The Company's related parties include the Company's Board of Directors, the Executive Management, the senior management, affiliates to the said persons, and the Company's major shareholders. Related parties also include companies in which these persons and shareholders have significant influence.

No transactions between the Company and related parties exists, except as stated in the following:

Guarantees and personal guarantees

Vækstfonden

The Company has taken out a loan from Vækstfonden (Danish Growth Fund). The following related parties has issued guarantees for the payment of loan:

- Penneo Holding ApS, Shareholder (dissolved by merger with the Company)
- Penneo Holding 2 ApS, Shareholder (dissolved by merger with the Company)
- André Clément Holding ApS, Shareholder
- Clausen Online ApS, Shareholder
- Flora IT ApS, Shareholder
- NH Rasmussen Holding II ApS, Shareholder

The guarantees issued by Penneo Holding ApS and Penneo Holding 2 ApS are unlimited. The guarantees issued by André Clément Holding ApS, Clausen Online ApS, Flora IT ApS and NH Rasmussen II ApS are limited to DKK 250,000. The guarantors are joint and several liable.

The following persons have issued subordinated guarantees for the loan:

- Niels Henrik Rasmussen, CEO, Shareholder
- Mikkel Clausen, Head of People and Culture, Shareholder
- André Clement, CCO, Shareholder
- Jan Flora, CTO, Shareholder

Each guarantee is limited to DKK 250,000. The guarantors are joint and several liable.

Penneo and Vækstfonden have agreed to increase the loans with an additional amount of up to DKK 5 million on terms equivalent to the existing loans. However, this agreement has not been formalized on the date of this Company Description.

Danske Bank

The Company has a credit facility at Danske Bank. The following related parties has issued guarantees for the payment of the credit:

- Penneo Holding ApS, Shareholder (dissolved by merger with the Company)
- Penneo Holding 2 ApS, Shareholder (dissolved by merger with the Company)

The following persons have issued subordinated guarantees:

- Niels Henrik Rasmussen, CEO, Shareholder
- Mikkel Clausen, Head of People and Culture, Shareholder
- André Clement, CCO, Shareholder
- Jan Flora, CTO, Shareholder

Each guarantee is limited to DKK 250,000. The guarantors are joint and several liable.

Penneo and Danske Bank have agreed to increase the credit facility with an additional amount of up to DKK 2 million. This increase has not been formalized on the date of this Company Description.

Shareholder loans

On 1 May 2020, the shareholder, Andersen Advisory Group A/S, granted the Company a loan of DKK 5,000,000 in order to cover costs related to the IPO. The loan runs for a period of up to 12 months and comprise equivalent conditions to the loan from Vækstfonden.

13.6 LEGAL AND ARBITRATION PROCEEDINGS

The Company has not been and currently is not involved in any legal or arbitration proceedings, which can significantly affect the Company's position, including any such proceedings which are pending or threatening of which the Company is aware.

14. Information concerning the Offer Shares

14.1 TYPE AND CLASS OF THE SHARES

The Company only has one class of Shares.

An application has been submitted for the Offer Shares together with the Existing Shares to be admitted to trading on Nasdaq First North Growth Market Denmark under the ISIN DK0061283009.

14.2 GOVERNING LAW AND JURISDICTION

The Shares are issued in accordance with Danish law. This Company Description has been prepared in compliance with the rules issued by Nasdaq First North Growth Market.

Any disputes that may arise as a result of the Offering is subject to the exclusive jurisdiction of the Danish courts.

14.3 REGISTRATION OF SHARES

The Offer Shares are dematerialized and registered in book-entry form electronically with VP Securities, Weidekampsgade 14, DK-2300 Copenhagen S, Denmark. All Shares are registered on account with account-holding banks in VP Securities. Investors that are not residents of Denmark may use a Danish bank directly or their own banks Danish correspondent bank as their account-holding bank.

All Shares are registered in the name of the holder in the Company's register of shareholders. The Company's register of shareholders is kept by VP Securities.

14.4 CURRENCY

The Shares are denominated in DKK (Danish Kroner).

14.5 RIGHTS ATTACHED TO THE SHARES

14.5.1 Dividend rights

Each Share entitles its holder to receive distributed dividends.

The Offer Shares will have the same rights and rank *pari passu* with the Existing Shares, including in respect of eligibility to receive dividends and participate in share buybacks. Upon the issuance and registration of the Offer Shares to be issued by the Company pursuant to the Offering with the Danish Business Authority, the Offer Shares will be entitled to receive dividends to the extent any dividends are declared and payable with respect to the Offer Shares.

The Company's dividends, if declared, are paid in Danish Kroner to the shareholder's account set up through VP Securities. No restrictions on dividends or special procedure apply to holders of Shares who are not residents of Denmark.

The Company's dividend policy is described in section 4.5.6 Future dividends. Dividends not claimed by shareholders will be forfeited in favor of the Company, normally after three years, under the general rules of Danish law on statute of limitations.

14.5.2 Dividend restrictions

The Company has signed a dividend limitation agreement meaning that the Company cannot propose a resolution to pay dividends without the consent from Vækstfonden.

14.5.3 Voting rights

The Offer Shares are issued with a nominal value of DKK 0.02 or multiples thereof. Each Share gives the holder the right to one vote at General Meetings. No Major Shareholders have different voting rights.

14.5.4 Pre-emption rights

Under Danish law, all shareholders have pre-emptive subscription rights in connection with capital increases effected as cash contributions. An increase in the share capital can be resolved by the shareholders at a General Meeting or by the Board of Directors pursuant to an authorization given by the shareholders. In connection with an increase of the share capital, the shareholders may, by resolution at a General Meeting, approve deviations from the general Danish pre-emptive rights of the shareholders. Under the Danish Companies Act, such resolution must be adopted by the affirmative vote of shareholders holding at least a two-third majority of the votes and the share capital represented at a General Meeting. Furthermore, it is a prerequisite that the capital increase is subscribed for at market price, and if less than market price such resolution must be adopted by the affirmative vote of minimum 90 percent of the votes cast and the share capital represented at a General Meeting and in some cases by all shareholders.

14.5.5 Dissolution and liquidation

In the event of a dissolution and liquidation of the Company, the shareholders will be entitled to participate in the distribution of assets in proportion to their nominal shareholdings after payment of the Company's creditors.

14.5.6 Redemption and conversion provision

Except as provided for in the Danish Companies Act, no shareholders are under an obligation to have his or her Shares redeemed in part or in whole by the Company or any third party, and none of the Shares carry any redemption or conversion rights or any other special rights.

14.6 NEGOTIABILITY OF THE SHARES

The Shares are negotiable instruments and no restriction under Danish law applies to the transferability of the Shares.

The Company's articles of association do not contain any transfer restrictions.

14.7 RESOLUTIONS, AUTHORIZATIONS AND APPROVALS OF THE OFFERING

The decision to apply for the Offer Shares to be traded on Nasdaq First North Growth Market Denmark and approval of this Company Description has been made by the Board of Directors at a board meeting held on the 24 April 2020. First day of trading is expected to be 2 July 2020 under the condition that the requirements as set forth in section 16.4 are met by the first day of trading, at the latest. The Shares will be traded under the ticker PENNEO and with the ISIN DK0061283009.

15. Taxation

The following is a summary of certain Danish income tax considerations related to the Offering and the Shares. The summary is for general information only and does not constitute exhaustive tax or legal advice. It is specifically noted that the summary does not address all possible tax consequences relating to the Offering and the Shares. The summary is based solely upon the tax laws of Denmark in effect on the date of this Company Description. Danish tax laws may be subject to change, possibly with retroactive effect. The summary does not cover investors to whom special tax rules apply, and, therefore, may not be relevant.

The summary does not cover taxation of individuals and companies who carry on a business of purchasing and selling shares. The summary only sets out the tax position of the direct owners of the Shares and further assumes that the direct investors are the beneficial owners of the Shares and any dividends thereon. Sales are assumed to be sales to a third party against cash. For shareholders and investors residing outside Denmark, this summary further assumes that the shareholder and investor does not have a permanent establishment in Denmark.

Potential shareholders are advised to consult their tax advisors regarding the applicable tax consequences regarding the Offering, acquiring, holding and disposing of the Shares based on their particular circumstances. Shareholders who may be affected by the tax laws of jurisdictions other than Denmark should consult their tax advisors with respect to the tax consequences applicable to their particular circumstances as such consequences may differ significantly from those described in this section.

15.1 TAXATION OF DANISH TAX RESIDENT SHAREHOLDERS

15.1.1 Individual shareholders

Sale of shares

In 2020, gains from the sale of shares are taxed as share income at a rate of 27 percent on the first DKK 55,300 (for cohabiting spouses, a total of DKK 110,600) and at a rate of 42 percent on share income exceeding DKK 55,300 (for cohabiting spouses over DKK 110,600). Such amounts are subject to annual adjustments and include all share income (i.e., all capital gains and dividends derived by the individual or cohabiting spouses, respectively).

Gains and losses on the sale of shares admitted to trading on a regulated market are calculated as the difference between the purchase price and the sales price. The purchase price is generally determined using the average method, which means that each share is considered acquired for a price equivalent to the average acquisition price of all the shareholder's shares in the issuing company.

Losses on the sale of shares admitted to trading on a regulated market can only be offset against other share income deriving from shares admitted to trading on a regulated market, (i.e., received dividends and capital gains on the sale of shares admitted to trading on a regulated market).

Unused losses will automatically be offset against a cohabiting spouse's share income deriving from shares admitted to trading on a regulated market and additional losses can be carried forward indefinitely and offset against future share income deriving from shares admitted to trading on a regulated market.

Losses on shares admitted to trading on a regulated market may only be set off against gains and dividends on other shares admitted to trading on a regulated market, as outlined above, if the Danish tax authorities have received certain information relating to the acquisition of the shares before expiry of the tax return filing deadline for the income year in which the shares were acquired. This information is normally provided to the Danish tax authorities by the securities dealer.

Dividends

Dividends paid to individuals who are tax residents of Denmark are taxed as share income, as described above. All share income must be included when calculating whether the amounts mentioned above are exceeded. Dividends paid to individuals are generally subject to 27 percent withholding tax.

15.1.2 Company shareholders

Ownership and sale of Shares

For the purpose of taxation on sale of shares made by shareholders, a distinction is made between Subsidiary Shares, Group Shares, Tax-Exempt Portfolio Shares and Taxable Portfolio Shares, as outlined below.

Subsidiary Shares – are generally defined as shares owned by a corporate shareholder holding at least 10 percent of the nominal share capital of the issuing company.

Group Shares – are generally defined as shares in a company in which the shareholder of the Company and the issuing company are subject to Danish joint taxation or fulfill the requirements for international joint taxation under Danish law.

Tax-Exempt Portfolio Shares – are generally defined as shares not admitted to trading on a regulated market owned by a corporate shareholder holding less than 10 percent of the nominal share capital of the issuing company. As the shares will be listed in connection with the Offering, the rules on tax-exempt portfolio shares are not applicable to the Shares.

Taxable Portfolio Shares – are defined as shares that do not qualify as Subsidiary Shares, Group Shares or Tax-Exempt Shares. The Shares will be listed in connection with the Offering and will thus qualify as taxable portfolio shares if the shareholder holds less than 10 percent of the share capital.

Gains and losses on disposal of Subsidiary Shares, Group Shares and Tax-Exempt Shares are not included in the taxable income of the shareholder. Capital gains from the Taxable Portfolio Shares admitted to trading on a regulated market are taxable at a rate of 22 percent irrespective of ownership period. Losses on these shares are deductible.

Gains and losses on Taxable Portfolio Shares admitted to trading on a regulated market are taxable according to the mark-to-market principle. According to the mark-to-market principle, each year's taxable gain or loss is calculated as the difference between the market value of the shares at the beginning and end of the tax year. Thus, taxation will take place on an accrual basis even if no shares have been disposed of and no gains or losses have been realized. If the Taxable Portfolio Shares are sold or otherwise disposed of before the end of the income year, the taxable income of that income year equals the difference between the value of the Taxable Portfolio Shares at the beginning of the income year and the realization sum. If the Taxable Portfolio Shares are acquired and realized in the same income year, the taxable income equals the difference between the acquisition sum and the realization sum. If the Taxable Portfolio Shares are acquired in the income year and not realized in the same income year, the taxable income equals the difference between the acquisition sum and the value of the shares at the end of the income years.

A change of status from Subsidiary Shares/Group Shares/Tax-Exempt Portfolio Shares to Taxable Portfolio Shares (or vice versa) is for tax purposes deemed to be a disposal of the shares and a reacquisition of the shares at market value at the time of change of status.

Dividends

Dividends paid on Subsidiary Shares and Group Shares are tax-exempt irrespective of ownership period.

Dividends paid on Taxable Portfolio Shares are subject to the standard corporation tax rate of 22 percent irrespective of ownership period.

The withholding tax rate is 22 percent. If the distributing company withholds a higher amount, the shareholder can claim a refund of the excess tax. A claim for repayment must be filed within two months. Otherwise, the excess tax will be credited in the corporate income tax for the year.

15.2 TAXATION OF SHAREHOLDERS RESIDING OUTSIDE OF DENMARK

15.2.1 Sale of shares – company and individual shareholders

Shareholders not residing in Denmark are normally not subject to Danish taxation on any gains realized on the sale of shares, irrespective of the ownership period.

15.2.2 Dividends – individual shareholders

Under Danish law, dividends paid in respect of shares are generally subject to Danish withholding tax at a rate of 27 percent. If the withholding tax rate applied is higher than the applicable final tax rate for the shareholder, a request for refund of Danish tax in excess hereof can be made by the shareholder in the following situations:

Double taxation treaty

In the event that the shareholder is a resident of a state with which Denmark has entered into a double taxation treaty and the shareholder is entitled to the benefits of such treaty, the shareholder may, through certain certification procedures, seek a refund from the Danish tax authorities of the tax withheld in excess of the applicable treaty rate, which is typically 15 percent. Denmark has a large network of tax treaties.

Credit under Danish tax law

If the shareholder holds less than 10 percent of the nominal share capital of the Company, and the shareholder is tax resident in a state which has a double tax treaty or an international agreement, convention or other administrative agreement on assistance in tax matters with Denmark, according to which the competent authority in the state of the shareholder is obligated to exchange information with Denmark, dividends are subject to tax at a rate of 15 percent. If the shareholder is tax resident outside the EU, it is an additional requirement for eligibility for the 15 percent tax rate that the shareholder together with related shareholders hold less than 10 percent of the nominal share capital of the Company.

Note that the reduced tax rate does not affect the withholding rate, why the shareholder must also in this situation claim a refund as described above in order to benefit from the reduced rate.

A request for refund must be attached certain documentation. Information about the required documentation is available on the online platform when filing a claim. When claiming a refund the shareholder must document the following; that Danish dividend has been received by the shareholder and the amount of this dividend, that Danish dividend tax has been withheld and the actual amount withheld, that the shareholder was the beneficial owner of the shares when the dividend was approved,

that the shareholder is liable to pay tax in a country that is not Denmark and that the withheld dividend tax exceeds that of the final tax payable according to the double taxation treaty or the final tax payable according to current Danish law.

Generally, a refund of tax withheld in excess of the applicable treaty rate shall be paid within six months following the Danish tax authorities' receipt of the refund claim, including the necessary documentation. If the refund is paid later than six months after the receipt of the claim, interest will be calculated on the amount of refund. The six-month deadline can be suspended, if the Danish tax authorities are unable to determine whether the taxpayer is entitled to a refund based on the taxpayer's affairs. If the deadline is suspended accordingly, computation of interest is also suspended.

15.2.3 Dividends – company shareholders

Dividends received on Subsidiary Shares are exempt from Danish tax (including withholding tax) provided the taxation of the dividends is to be waived or reduced in accordance with the Parent-Subsidiary Directive (2011/96/EU) or in accordance with a tax treaty with the jurisdiction in which the Company shareholder is resident. Further, dividends received on Group Shares – not being Subsidiary Shares – are exempt from Danish tax (including withholding tax) provided the company shareholder is a resident of the EU or the EEA and provided the taxation of dividends should have been waived or reduced in accordance with the Parent-Subsidiary Directive (2011/96/EU), or in accordance with a tax treaty with the country in which the company shareholder is resident had the shares been Subsidiary Shares.

Dividend payments on Taxable Portfolio Shares (and Subsidiary Shares and Group Shares, if not tax-exempt) will be subject to tax at the rate of 22 percent. However, the applicable withholding rate on such dividends is 27 percent, meaning that any foreign corporate shareholder can request a refund of at least 5 percent. Furthermore, the foreign corporate shareholder can make a request for a refund of Danish tax in the following situations:

Double taxation treaty

In the event that the shareholder is a resident of a state with which Denmark has entered into a double taxation treaty and the shareholder is entitled to the benefits under such treaty, the shareholder may generally, through certain certification procedures, seek a refund from the Danish tax authorities of the tax withheld in excess of the applicable treaty rate, which is typically 15 percent. Denmark has a large network of tax treaties.

Credit under Danish tax law

If the shareholder holds less than 10 percent of the nominal share capital in the Company and the shareholder is resident in a jurisdiction which has a double taxation treaty or an international agreement, convention or other administrative agreement on assistance in tax according to which the competent authority in the state of the shareholder is obligated to exchange information with Denmark, dividends are generally subject to a tax rate of 15 percent. If the shareholder is tax resident outside the EU, it is an additional requirement for eligibility for the 15 percent tax rate that the shareholder together with related shareholders hold less than 10 percent of the nominal share capital of the Company. Note that the reduced tax rate does not affect the withholding rate, why the shareholder must also in this situation claim a refund as described above in order to benefit from the reduced rate.

With respect to payment of refunds and documentation, reference is made to the description in section above, which applies equally to corporate shareholders residing outside Denmark.

15.3 SHARE TRANSFER TAX AND STAMP DUTY

No Danish share transfer tax or stamp duties are payable of the Shares.

15.4 WITHHOLDING TAX OBLIGATIONS

An issuer of shares is when distributing dividends subject to Danish withholding tax obligations in accordance with the applicable Danish laws.

16. Terms and conditions of the Offering

16.1 EXPECTED TIMETABLE OF THE OFFERING

Timetable of the Offering

Date	Event
7 May 2020 9:00 (CET)	The Offer Period begins
25 May 2020 23:59 (CET)	The Offer Period ends
26 May 2020 12:30 (CET)	Result of the Offering is announced
28 May 2020	The Offering is complete, and the Offer Shares have been settled. Registration of the Shares with the Danish Business Authority and VP Securities has been finalized
2 June 2020	The Shares have first day of trading on First North Growth Market under permanent ISIN conditional on final completion
3 June 2020	Temporary ISIN and permanent ISIN are merged in VP Securities

The above timetable is subject to change. Any changes will be announced via Nasdaq First North Growth Market.

16.2 TERMS OF THE OFFERING

The Company is offering a minimum of 4,061,372 and a maximum of 4,512,636 Offer Shares, corresponding to subscription amounts between DKK 45,000,002 and DKK 50,000,007.

16.3 SUBSCRIPTION UNDERTAKINGS

The Company has received irrevocable subscription undertakings from Pre-subscribers to subscribe Offer Shares at the Offer Price for a total of DKK 35,975,000 in share value, corresponding to 72.0% of the maximum Offering, and 79.9% of the minimum Offering.

Pre-subscribers

Investor	# of shares	Subscription amount (DKK)
BankInvest ¹⁾	812,274	9,000,000
Fundamental Invest ²⁾	451,264	5,000,000
Vækstfonden	361,011	4,000,000
Andersen Advisory Group A/S	270,758	3,000,000
Christian Sagild	270,758	3,000,000
NH Rasmussen Holding II ApS	135,379	1,500,000
Bertelsen & Plum ApS	90,253	1,000,000
Christian Røvsing A/S	90,253	1,000,000
Michael Andersen	67,690	750,000
Morand Holding ApS	45,126	500,000
Søren Elmann Ingerslev	31,588	350,000
Kasper Behrens	22,563	250,000
Christian Hansen	20,307	225,000
Morten Kenneth Elk	18,051	200,000
Others	559,567	6,200,000
Total	3,246,842	35,975,000

¹⁾ BankInvest holds shares through Small Cap Danske Aktier KL, Kapitalforeningen BankInvest Select

²⁾ Fundamental Invest holds shares through Fundamental Invest Stock Pick II akk. and Fundamental Invest Stock Pick

All pre-subscribers above are independent of the Company except for (i) Andersen Advisory Group A/S, which is ultimately owned by Michael Moesgaard Andersen, who is a member of the Company's Board of Directors, (ii) NH Rasmussen Holding II ApS, which is ultimately owned by the Company's CEO, Niels Henrik Rasmussen, (iii) Morten Kenneth Elk, who is Chairman of the Board of Directors of the Company, (iv) Søren Elmann Ingerslev, who is the Company's Legal Advisor, and (v) 27,076 of the Shares listed under 'Others' are held by person(s) with relation to the Company's Board of Directors or Executive Management.

16.4 OFFER PERIOD

The Offer Period begins on 7 May 2020 at 9:00 CET and ends at 25 May 2020 at 23:59 CET. Early closure of the Offering will not be admitted.

16.5 SUBMISSION OF APPLICATIONS TO SUBSCRIBE

Applications to subscribe for Offer Shares in the Offering should be made by submitting the application form enclosed in this Company Description to the investor's own account-holding bank during the Offer Period. Applications are binding and cannot be altered or cancelled. Applications should be made for the number of Offer Shares or for an aggregate amount rounded to the nearest Danish Kroner amount. Only one application will be accepted from each account in VP Securities. For orders to be accepted, the application form must be submitted to the investor's own account-holding bank in complete and executed form in due time to allow the investor's own account holding bank to process and forward the application to ensure that it is in the possession of Danske Bank no later than 23:59 Central European Time on 25 May 2020. Subscription applications over DKK 250,000 must include name and address of the subscriber. Danske Bank will forward the subscription application to the Certified Adviser who together with the Company will make an individual allocation of the subscribed Offer Shares after the conclusion of the Offer Period on 25 May 2020.

Subscription application can only be validly submitted in accordance with the Offer Price. If the Offer Price is amended during the Offer Period, the Company will make an announcement via First North Growth Market and publish an amendment to this Company Description with an updated timetable for completion of the Offering. Following publication of such an amendment, investors with submitted subscription applications for the Offer Shares have two trading days to withdraw their application. Should the investor not withdraw the application within two trading days after publication of the amendment, the submitted subscription application for the specified number of Offer Shares is binding with the new offer price, given such an offer price has been specified. If the submitted subscription application instead specifies an order amount, the order is binding at the specified amount with a new number of Offer Shares adjusted for the new offer price, rounded down to the nearest number of Offer Shares.

16.5.1 Subscription using Nordnet

Persons who are account customer at Nordnet AB may apply for the acquisition of shares through Nordnet's Online Service. Application with Nordnet can be made until 25 May 2020 at 23:59 CET. In order not to lose the right to allotment, account customers at Nordnet are to have enough cash equivalents available at the account during the period from 23:59 CET on the 25 May 2020 until the settlement day which is estimated to be 28 May 2020. More information regarding the application process is available at www.nordnet.dk.

Provided that the Offering is completed, the Offer Shares will be allocated to investors following the allocation plan described below. Customers who have applied for the acquisition of shares through Nordnet's Online Service will receive the decision on the allotment of shares by the delivery of the allotted shares to the account designated by the customer. Payment for the allotted shares will be charged simultaneously from the account designated by the customer. This is estimated to take place 28 May 2020.

16.6 ALLOCATION PLAN, REDUCTION OF PURCHASES, AND PRE-ALLOTMENT INFORMATION

16.6.1 Sale and purchase by Major Shareholders, Board of Directors, and Executive Management

Board member, Michael Moesgaard Andersen, has signed an irrevocable subscription undertaking for 270,758 shares. CEO, Niels Henrik Rasmussen, has signed an irrevocable subscription undertaking for 135,379 shares. Chairman of the Board of Directors, Morten Kenneth Elk, has signed an irrevocable subscription undertaking for 18,051 shares.

16.6.2 Pre-allotment information

In the event that the total number of Offer Shares applied for in the Offering exceeds the number of Offer Shares, reduction will be made as follows:

- with respect to applications for amounts of up to and including DKK 250,000, reductions will be made mathematically; and
- with respect to applications for amounts of more than DKK 250,000, individual allocations will be made.

Grant Thornton will allocate the Offer Shares after agreement upon such allocations with the Board of Directors.

- 3,246,842 Offer Shares will be allocated to the Pre-subscribers from who the Company has received irrevocable subscription undertakings for a total of DKK 35,975,000.

Following the expiration of the Offer Period, investors will normally receive a statement indicating the number of Offer Shares allocated, if any, and the equivalent value at the Offer Price, unless otherwise agreed between the investor and the relevant account holding bank.

Orders and indications of interest may not result in an allocation of Offer Shares.

If the total application in the Offering exceed the number of Offer Shares, a reduction will be made. In such event, Grant Thornton reserves the right to require documentation to verify that each application relate to a single account in VP Securities.

Further, Grant Thornton reserve the right to require documentation to verify the authenticity of all orders, to demand the name of each subscriber, to pass on such information to the Company, and to make individual allocations if there are several orders that are determined to have originated from the same purchaser. To the extent several orders are determined to have originated from the same purchaser, only the largest order in Danish Kroner will be taken into consideration and all other orders will be rejected.

Upon completion of the Offering, assuming the that the maximum Offering is fully subscribed, the Company's share capital will be DKK 502,452 divided into 25,122,568 Shares with a nominal value of DKK 0.02 each.

16.7 MINIMUM AND/OR MAXIMUM SUBSCRIPTION AMOUNTS

The minimum subscription amount is 362 Offer Shares of nominally DKK 0.02 equivalent to a subscription order of DKK 4,010.96. No maximum purchase amount applies to the Offering. However, the number of shares is limited to the number of Offer Shares in the Offering.

16.8 WITHDRAWAL OF THE OFFERING

Completion of the Offering is conditional upon the Offering not being withdrawn. The Offering may be withdrawn by the Company at any time before the announcement of the result of the Offering take place. The Offering may also be withdrawn if Nasdaq Copenhagen is not satisfied that there will be a sufficient number of shareholders of the Offer Shares or if conditions for free float are not satisfied. Any withdrawal of the Offering will be announced immediately through Nasdaq First North Growth Market. The Offering may be withdrawn if there are insufficient subscribers for the minimum of 4,061,372 Offer Shares.

16.9 INVESTORS' WITHDRAWAL RIGHTS

In the event that the Company is required to publish an amendment to this Company Description, between the date of publication of this Company Description and the close of the Offer Period at 23:59 CET on 25 May 2020, investors who have submitted orders to subscribe Offer Shares in the Offering shall have two trading days following the publication of the relevant amendment within which the investors can withdraw their offer to subscribe Offer Shares in the Offering in its entirety.

The right to withdraw an application to subscribe Offer Shares in the Offering in these circumstances will be available to all investors in the Offering provided the obligation to publish an amendment to this Company Description was triggered before completion of the Offering and provided no Offer Shares have been delivered.

16.10 PAYMENT AND REGISTRATION OF THE OFFER SHARES

The Shares are dematerialized and will be registered in book entry form electronically with VP Securities, Weidekampsgade 14, DK-2300 Copenhagen S, Denmark. All Shares are registered on account with account holding banks in VP Securities. Investors that are not residents of Denmark may use a Danish bank directly or their own banks Danish correspondent bank as their account-holding bank.

Payment for and settlement of the Offer Shares are expected to take place on 28 May 2020 (i.e. the Closing Date), against payment in immediately available funds in Danish Kroner in book-entry form to investors' accounts with VP Securities. The Offer Shares will be issued to investors following registration of the capital increase with the Danish Business Authority on the Closing Date.

The account holding bank will normally send a statement to the name and address registered in VP Securities showing the number of Offer Shares purchased or subscribed for by the investor unless otherwise agreed between the investor and the relevant account holding bank. This statement also constitutes evidence of the investor's holding.

All Shares are registered in the name of the holder in the Company's register of shareholders. The Company's register of shareholders is kept by VP Securities.

All dealings in the Offer Shares prior to settlement of the Offering will be for the account of and at the sole risk of the parties involved.

16.11 PUBLICATION OF THE RESULT OF THE OFFERING

The result of the Offering will be announced through First North Growth Market on 26 May 2020 at 12:30 CET

16.12 PRICING

The Board of Directors has specified the Company's valuation based on a comprehensive relative valuation methodology with consideration of the current market sentiment, the Company's risk profile, the Company's future cash flow generation, and the Board of Directors' and the Executive Management's expectations for future growth opportunities.

The Offer Price for the Offer Shares is fixed at DKK 11.08 per share and is determined by the above-mentioned valuation.

16.13 UNDERWRITING AND SETTLEMENT

The Offering is not subject to any underwriting agreements.

The Company has chosen Danske Bank to be the settlement agent for the Offering. The settlement agreement between Danske Bank and the Company has certain conditions for which the Company deems to be standard practice. In the event that one or more of these conditions are not fulfilled up until the publication of the Offering, the Company may choose to withdraw from the Offering.

16.14 ADMISSION TO TRADING

The Shares are expected to be admitted to trading on First North Growth Market. The admission as well as the continued admission to trading on Nasdaq First North Growth Market Denmark are subject to all admission requirements set forth by First North Growth Market, for the Company's Shares are met before the first day of trading. First North Growth Market is a multilateral trading platform owned by Nasdaq and does not have the same legal status as a regulated market. Companies trading on First North Growth Market are regulated by a different regulatory framework that do not have the same legal requirements for trading as the regulated market. However, on both the regulated market and First North Growth Market the Market Abuse Regulation applies. Investing in a company listed on First North Growth Market includes more risk than investing in a public listed company on a regulated market, and investors risks losing part or all of the investment.

16.15 LOCK-UP AGREEMENTS

In connection with the Offering, all Existing Shareholders of Existing Shares before the Offering have agreed to enter into lock-up agreements, obligating the Existing Shareholders to not sell, offer for sale, enter into any agreement regarding the sale of, pledge or in any other way directly or indirectly transfer the Existing Shares or votes in the Company without the prior written consent of the Company's Board of Directors (the "**Lock-Up Obligation**"). The Lock-Up Obligation shall apply from the first day of trading and for a period until after the publication of the Company's half-year financial report regarding the first half-year of 2021 (the "**Initial Lock-Up Obligation**").

After expiry of the Initial Lock-Up Obligation, the Existing Shares are released from the Lock-Up Obligation in five instalments of equal size. The first instalment being released on the date of the publication of the Company's half-year financial report regarding the first half-year of 2021 so that the last instalment will be released on the date of the publication of the Company's half-year financial report regarding the first half year of 2022.

The Lock-Up Obligation does not apply to Shares acquired in connection with the Offering, including Shares acquired during the pre-subscription period or later.

The warrants issued by the Company in April 2020 cannot be exercised before after the publication of the Company's half-year financial report regarding the financial half-year of 2021. Further, in accordance with the provisions of the Existing Warrant Programme the Board of Directors will require warrant holders to sign lock-up agreements in terms equal to the terms of the Lock-Up Obligations applying to the Existing Shareholders.

Major Shareholders with lock-up agreement

Shareholder	# of shares
BIOSTRAT BIOTECH CONSULTING ApS	2,890,829
Andersen Advisory Group A/S ¹⁾	2,844,438
Flora IT ApS	2,327,427
Clausen Online ApS	2,028,813
André Clément Holding ApS	1,851,382
Neua Holding ApS	1,754,351
Eskholm Holding ApS	1,754,351
Niels Henrik Rasmussen ²⁾	1,224,872
Janek Borgmann	1,220,164

¹⁾ Andersen Advisory Group A/S has subscribed to Offer Shares during the Offer Period. These shares are not subject to the Lock-Up obligation

²⁾ Niels Henrik Rasmussen holds shares partially through NH Rasmussen Holding II ApS. Further, Niels Henrik Rasmussen has subscribed to Offer Shares during the Offer Period. These shares are not subject to the Lock-Up Obligation

16.16 DILUTION

The Existing Shares will be diluted by the issue of up to 4,512,636 Offer Shares in the Offering corresponding to a total nominal value of DKK 90,253. Following the completion of the Offering, the Existing Shares will make up 83.5% of the Company's total share capital at the minimum subscription level and 82.0% at the maximum subscription level.

16.17 COSTS RELATED TO THE OFFERING

The Company's costs associated with the admission to trading on Nasdaq First North Growth Market Denmark and the Offering are expected to amount to DKK 4.8 – 5.2 million. Such costs primarily relate to costs for auditors, financial and legal advisors, Nasdaq Copenhagen A/S operating First North Growth Market, and design, printing and distribution of this Company Description as well as costs related to Management presentations and handling fees of 0.25% of the value of allocated Offer Shares, paid to account-holding banks.

The gross proceeds from the issuance of Offer Shares is expected to amount to a minimum of DKK 45 million to a maximum of DKK 50 million before expenses connected with the Offering. After payment of these expenses the Company will receive net proceeds in the range of DKK 40.2 – 44.8 million depending on the Offering resulting in the minimum or maximum subscription-level.

17. Glossary

Abbreviation/Term	Explanation
AML	Anti-money laundering
API	Application programming interface
ARR	Annual recurring revenue
BFSI	The banking and financial services institutions
Big 10	The 10 largest accounting firms measured on global revenue
Board of Directors	Morken Kenneth Elk, Jan Flora, Michael Moesgaard Andersen & Nicolaj Højer Nielsen
BPA	Business process automation
c.	Approximately
CAGR	An abbreviation of "compound annual growth rate"
Certified Adviser	Grant Thornton (see below)
Company Description	This company description
Company Description Date	7 May 2020
CVR	The registration number of a Danish business
DESI	The Digital Economy and Society Index
DKKm	Million Danish Kroner
DTM	Digital transaction management
EBITDA	An abbreviation of "earnings before interest, tax, depreciation and amortization"
eIDAS	Electronic Identification, Authentication and Trust Services
eID	Electronic identification
eTS	Electronic Trust Services
ESEF	European Single Electronic Format
Executive Management	Niels Henrik Rasmussen, Jan Flora, André Clement, Casper Nielsen Christiansen
GDPR	General Data Protection Regulation
Grant Thornton	Grant Thornton Statsautoriseret Revisionspartnerselskab, CVR no. 34209936
GtM	Go-to-market
KYC	Know-your-customer
Major Shareholders	The persons and entities that, directly or indirectly, owns 5% or more of the total shareholding in the Company
Management Team	Niels Henrik Rasmussen (CEO), Jan Flora (CTO), André Clement (CCO), Casper Nielsen Christensen (CFO), Mikkel Clausen (CHO), Erik Selmann (CISO), Gautier Garin (Head of Marketing) and Jannic Nielsen (Product Director)
MRR	Monthly recurring revenue
Nasdaq Copenhagen	Nasdaq Copenhagen A/S, CVR no. 19042677. Operator of Nasdaq First North Growth Market Denmark
Penneo/The Company	Penneo A/S, CVR no: 35633766
RegTech solution	Regulatory Technology solution
SaaS	Software-as-a-service
SDG	UN's Sustainable development goals
USDbn	Billion US dollars
VP Securities	VP SECURITIES A/S, CVR no. 21599336

Penneo dokumentnøgle: EMZVD-OQ4PA-22YYI-ZIU2T-O1Q7V-EQE01

18. Subscription form

Subscription form – Penneo A/S

PENNEO

Subscription of Offer Shares in Penneo A/S, CVR no. 35 63 37 66

Offering of between 4,061,372 and 4,512,636 Offer Shares of nominally DKK 0.02 each

Settlement agent:	Danske Bank A/S, Holmens Kanal 2-12, 1092 Copenhagen K
Offer Period:	7 May 2020, 9:00 CET to 25 May 2020, 23:59 CET
Offer Price:	DKK 11.08 per Offer Share
Settlement:	Delivery of shares in temporary ISIN against payment
Payment:	Expected to take place 28 May 2020
ISIN:	Temporary ISIN for the new shares: DK0061283199 Permanent ISIN for the Shares: DK0061283009

For the subscription to be accepted, it must be submitted to the investor's own account holding bank in complete and executed form in due time to allow the investor's own accounting holding bank to process and forward the subscription to ensure that it is in the possession of Danske Bank no later than 23:59 CET on 25 May 2020.

The Company Description is dated 7 May 2020. The Company Description is published on the Company's and Nasdaq Copenhagen's website after Nasdaq Copenhagen's approval of admission to trading of the Company's Shares. Admission as well as continued admission to trading on Nasdaq First North Growth Market Denmark is subject to all admission requirements for the Company's shares, as described in section 2.3 in the Nasdaq First North Growth Market Rulebook and set forth by Nasdaq First North Growth Market, are met before the first day of trading.

A subscription shall as a minimum be for 362 Offer Shares equivalent to DKK 4,010.96.

In the event that the total number of Offer Shares applied for in the Offering exceeds the number of Offer Shares, allocation of shares will be reduced in accordance with section 16.6.2 "Pre-allotment information" in the Company Description. Submission of a subscription form during the Offer Period does not guarantee the allocation of Offer Shares in full or in part. Pre-subscribed orders will be allocated in full.

Settlement of the Offering will be effectuated providing payment in Danish kroner. Payment is expected to take place 28 May 2020. Any trading with the Offer Shares prior to the settlement is solely at the involved parties' own expense and risk.

On the terms and conditions stated in the Company Description dated 7 May 2020, I/we hereby submit a subscription to purchase Offer Shares in the Company and simultaneously confirm to have received a copy of the Company Description and that I/we have based the investment decision solely on the contents of the Company Description. Only one subscription form for each custody account with VP Securities A/S (VP) will be accepted.

I/we accept that Danske Bank A/S may demand information about my/our name, address, and order, and are entitled to pass on such information to the Company, its Certified Adviser and the investor's custody bank. I/we hereby undertake to pay the equivalent of the Offer Shares allocated at the fixed Offer Price.

Subscription form – Penneo A/S

PENNEO

The undersigned hereby applies for subscription of the following number of shares OR order amount in DKK in Penneo A/S:

Number of Offer Shares (minimum 362)	OR	Order amount in DKK (minimum 4,010.96)
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Fill out where the allotted and paid for shares are to be delivered (fill out only one alternative):

VP custody account number	Bank
Settlement account number	Bank

Subscriber information:

Last name/Company		First Name	CPR no./CVR.no.
Street address (or equivalent)			Telephone/mobile phone
Postal code	City	Country	E-mail
Place and date		Signature (authorized company signature, if applicable)	

Fields below is only to be filled out when opening a new VP custody account:

Civil registration (CPR) number / Company registration (CVR) number
Name
Address
Postal code and city
Phone number
Position
Existing account number for settlement (if any)

19. Articles of association

The English articles of association is an unofficial translation of the original Danish text. In the event of disputes or misunderstandings arising from the interpretation of the translation, the Danish language shall prevail.

Adopted at the extraordinary general meeting of the Company on 30 April 2020.

All appendices to the articles of association are available at Penneo's website <https://penneo.com/da/investors/>

1.	SELSKABETS NAVN OG FORMÅL	1.	NAME AND OBJECT
1.1	Selskabets navn er Penneo A/S.	1.1	The name of the company is Penneo A/S.
1.2	Selskabets formål er udvikling af softwareløsninger til sikker håndtering, procesflow og opbevaring af dokumenter, data og signeringer eller anden tiltrædelse samt hermed beslægtet virksomhed.	1.2	The object of the Company is development of software solutions for safe handling, process flow and storage of documents, data and signatures or other accession and thereto related business.
2.	SELSKABETS KAPITAL	2.	SHARE CAPITAL
2.1	Selskabets aktiekapital udgør nominelt kr. 412.198,64. Aktiekapitalen er ikke fordelt i aktieklasser.	2.1	The nominal share capital of the company is DKK 412,198.64. The share capital is not divided into share classes.
2.2	Aktiekapitalen er fordelt i aktier af kr. 0,02 eller multipla heraf.	2.2	The nominal share capital is divided into shares of DKK 0.02 or multiples thereof.
2.3	Aktiekapitalen er fuldt indbetalt.	2.3	The share capital has been paid up in full.
2.4	Aktierne skal lyde på navn og skal noteres på navn i selskabets ejerbog. Ejerbogen føres af VP Securities A/S, CVR-nr.: 21 59 93 36.	2.4	The shares shall be registered by name in the company's register of shareholders. The register of shareholders is kept by VP Securities A/S, CVR-no.: 21 59 93 36.
2.5	Aktierne er omsætningspapirer. Der gælder ingen indskrænkninger i aktiernes omsættelighed.	2.5	The shares are negotiable instruments. There are no restrictions on the negotiability of the shares.
2.6	Ingen aktier har særlige rettigheder. Ingen aktionær er forpligtet til at lade sine aktier indløse helt eller delvist af selskabet eller tredjepart.	2.6	No share shall have any special rights. No shareholder shall be obliged to have their shares redeemed fully or partially by the company or third party.
2.7	Aktierne udstedes i papirløs form gennem og registreres hos VP Securities A/S, CVR-nr.: 21 59 93 36. Udbytte udbetales gennem VP Securities A/S.	2.7	The shares are issued in paperless form and registered with VP Securities A/S, CVR-no. 21 59 93 36. Dividends are paid through VP Securities A/S.

2.8 Rettigheder vedrørende aktierne skal anmeldes til VP Securities A/S efter de herom gældende regler.

3. BEMYNDIGELSE TIL FORHØJELSE AF KAPITALEN

3.1 Kapitalforhøjelse uden fortegningsret.

3.1.1 Aktiekapitalen kan ved bestyrelsens beslutning indtil den 30. april 2025 ad én eller flere gange udvides ved nytegning med indtil nominelt kr. 180.000.

3.1.2 Forhøjelsen kan ske såvel ved kontant indbetaling som på anden måde herunder ved en kreditors konvertering af gæld, eller som helt eller delvist vederlag for erhvervelse af en bestående virksomhed eller bestemte formueværdier.

3.1.3 Tegningen skal ske uden fortegningsret for de eksisterende aktionærer. Bestyrelsen kan beslutte at kapitalforhøjelsen kun kan tegnes af én eller flere angivne investorer.

3.1.4 Aktierne skal udstedes til markedskurs.

3.1.5 De nye aktier skal være omsætningspapirer og skal have samme rettigheder som selskabets eksisterende aktier. De nye aktier skal noteres på navn. Der gælder ingen indskrænkninger i de nye aktiers omsættelighed.

3.1.6 Bestyrelsen træffer selv nærmere beslutning om de øvrige vilkår for kapitalforhøjelsens gennemførelse.

3.2 Kapitalforhøjelse med fortegningsret.

3.2.1 Aktiekapitalen kan ved bestyrelsens beslutning indtil den 30. april 2025 ad én eller flere gange udvides ved nytegning med indtil nominelt kr. 90.000.

3.2.2 Forhøjelsen kan ske ved kontant indbetaling.

3.2.3 Tegningen skal ske med fortegningsret for de eksisterende aktionærer.

3.2.4 Bestyrelsen fastsætter tegningskursen.

2.8 Rights regarding the shares shall be reported to VP Securities A/S in accordance with the applicable rules.

3. AUTHORISATION TO INCREASE THE SHARE CAPITAL

3.1 Capital increase without pre-emption rights

3.1.1 Until 30 April 2025 the share capital may, by resolution of the board of directors, be increased by one or more times with subscription for new shares up to a nominal value of DKK 180,000.

3.1.2 The increase may be carried out by cash contribution or otherwise hereunder by a creditor's conversion of debt, or as full or partial consideration for the acquisition of an existing business or certain asset values.

3.1.3 The subscription shall be without pre-emption rights for the existing shareholders. The board of directors may resolve that the capital increase can only be subscribed by one or more specified investors.

3.1.4 The shares must be issued at market price.

3.1.5 The new shares shall be negotiable instruments and have the same rights as the company's existing shares. The new shares shall be registered shares. There are no restrictions on the negotiability of the new shares.

3.1.6 The board of directors resolves on the other terms for the capital increase implementation.

3.2 Capital increase with pre-emption rights

3.2.1 Until 30 April 2025 the share capital may, by resolution of the board of directors, be increased by one or more times with subscription of new shares up to a nominal value of DKK 90,000.

3.2.2 The increase can be made by cash contribution.

3.2.3 The subscription shall be made with pre-emption rights for the existing shareholders.

3.2.4 The board of directors determine the subscription price.

3.2.5	De nye aktier skal være omsætningspapirer og skal have samme rettigheder som selskabets eksisterende aktier. De nye aktier skal noteres på navn. Der gælder ingen indskrænkninger i de nye aktiers omsættelighed.	3.2.5	The new shares shall be negotiable instruments and have the same rights as the company's existing shares. The new shares shall be registered shares. There are no restrictions on the negotiability of the new shares.
3.2.6	Bestyrelsen træffer selv nærmere beslutning om de øvrige vilkår for kapitalforhøjelsens gennemførelse.	3.2.6	The board of directors resolves on the other terms for the capital increase implementation.
3.3	Fælles bestemmelser Den nominelle kapitalforhøjelse, som bestyrelsen kan træffe beslutning om i medfør af punkt 3.1 og 3.2, kan samlet ikke overstige nominelt kr. 180.000.	3.3	Common provisions The total nominal capital increase, which the board of directors may resolve in accordance with section 3.1 and 3.2, may not exceed a nominal value of DKK 180,000.
4.	BEMYNDIGELSE TIL UDSTEDELSE AF WARRANTS	4.	AUTHORISATION TO ISSUE WARRANTS
4.1	Bemyndigelse til at udstede warrants	4.1	Authorisation to issue warrants
4.1.1	På Selskabets ekstraordinære generalforsamling den 16. november 2018 bemyndigedes bestyrelsen til at træffe beslutning om udstedelse af tegningsoptioner (warrants) med ret til tegning af op til nominelt kr. 9.125 aktier, idet bestyrelsen samtidig bemyndigedes til at gennemføre den dertil hørende kapitalforhøjelse ved kontant nytegning af aktier. Bemyndigelsen gælder indtil den 15. november 2023. Bestyrelsen har den 21. december 2018, den 28. marts 2019, den 1. juli 2019, den 23. december 2019 og den 18. marts 2020 delvist udnyttet bemyndigelsen i dette pkt. ved sin udstedelse af tegningsoptioner (warrants) med ret til tegning af op til i alt nominelt kr. 8.215 aktier, og bemyndigelsen er således nedsat fra nominelt kr. 9.125 til nominelt kr. 910.	4.1.1	At the Company's extraordinary general meeting on 16 November 2018 the board of directors was authorized to decide on the issuance of warrants with the right to subscribe for up to nominally DKK 9,125 shares and further the board of directors was authorized to adopt the related increase of the share capital of the Company by issuance of new shares. The delegation of authority is valid until 15 November 2023. The board of directors has as on the 21 December 2018, on the 28 March 2019, on the 1 July 2019, on the 23 December 2019 and on the 18 March 2020 partly exercised the authorization set out in this item 4.1.1 by issuance of warrants with the right to subscribe for up to in total nominally DKK 8,215 Shares, and the authorization has consequently been reduced from nominally DKK 9,125 to nominally DKK 910.
4.1.2	For bemyndigelsen og forhøjelsen gælder i øvrigt følgende: <ul style="list-style-type: none"> • De nye aktiers stykstørrelse er DKK 0,02 pr. anpart • De nye aktier skal tegnes til en kurs på ikke under markedsprisen på tidspunktet for udstedelsen af warranten • De eksisterende kapitalejere skal ikke have fortegningsret til de udstedte warrants, ligesom de heller ikke skal have fortegningsret til de aktier, der tegnes på grundlag af de pågældende warrants 	4.1.2	For the authorization and the capital increase the following shall apply: <ul style="list-style-type: none"> • The new shares' denomination is DKK 0.02 per share • The new shares shall be subscribed at a subscription price not lower than the market price at the time of the issuance of the warrant • The Company's existing shareholders shall not have preemptive rights to the warrants, nor do they have preemptive rights to the Shares subscribed for on the basis of the warrants

	<ul style="list-style-type: none"> Warrantmodtageren har ikke fortegningsret ved udstedelse af nye warrants eller ved fremtidige kapitalforhøjelser De nye aktier er ikke omsætningspapirer De nye aktier skal lyde på navn De nye aktier skal i øvrigt have samme rettigheder som øvrige Aktier. 	<ul style="list-style-type: none"> The receiver of the warrant does not have preemptive rights in respect of issuance of new warrants or in respect of future share capital increases The new shares are non-negotiable The new shares must be registered shares The new shares shall have the same rights as other Shares.
4.1.3	Selskabet har på generalforsamling den 30 April 2020 bemyndiget bestyrelsen til at træffe beslutning om at udstede warrants (tegningsoptioner) samt til at træffe beslutning om den dertilhørende kapitalforhøjelse. Bemyndigelse er gældende frem til den 30. april 2025 og omfatter et samlet beløb på op til nominelt kr. 50.000.	4.1.3 At the annual general meeting on 30 April 2025 the company authorised the board of directors to issue warrants (options) and to resolve on the associated capital increase. The authorisation is valid until 30 April 2025 and includes a total amount of up to a nominal value of DKK 50,000.
4.1.4	Bemyndigelsen kan udnyttes ad én eller flere gange.	4.1.4 The authorisation may be used at one or more occasions.
4.1.5	Selskabets aktionærer skal ikke have fortegningsret ved bestyrelsens udnyttelse af denne bemyndigelse forudsat, at warrants udstedes til en tegnings- eller udnyttelseskurs, som mindst svarer til markedskursen på tidspunktet for bestyrelsens beslutning.	4.1.5 The company's shareholders shall not have pre-emption rights at the exercise of this authorisation by the board of directors, provided that warrants are issued at a subscription or exercise price that at least corresponds to the market price at the time of the board's decision.
4.1.6	De nærmere vilkår for udstedelse af warrants fastsættes af bestyrelsen – herunder regler om udnyttelsesvilkår for warrants, samt om modtageres retstilling i tilfælde af kapitalforhøjelse, kapitalnedsættelse, udstedelse af ny warrants, udstedelse af konvertible gældsbreve samt selskabets opløsning, fusion eller spaltning – inden udnyttelsestidspunktet.	4.1.6 The terms for the issuance of warrants are determined by the board of directors - including rules on the terms of exercise of warrants, as well as the recipients' legal position in the event of capital increase, capital reduction, issuance of new warrants, issuance of convertible debt instruments and the company's dis-solution, merger or division - before the exercise date.
4.1.7	Bestyrelsen kan efter de til enhver tid gældende regler i selskabsloven genanvende eller genudstede eventuelle bortfaldne eller ikke udnyttede warrants, forudsat at genanvendelsen finder sted inden for de vilkår og tidsmæssige begrænsninger, der fremgår af ovennævnte bemyndigelse. Ved genanvendelse forstås adgangen for bestyrelsen til at lade en anden aftalepart indtræde i en allerede bestående aftale om warrants. Ved genudstedelse forstås bestyrelsens mulighed for indenfor samme bemyndigelse at genudstede nye warrants, hvis de allerede udstedte warrants er bortfaldet.	4.1.7 The board of directors may in accordance with the Danish Companies Act, reuse or reissue any expired or unexercised warrants, provided that the reuse takes place within the terms and time limits set out in the above authorisation. Reuse means the right of the board to allow another party to enter into an already existing agreement on warrants. Reissue means the ability of the board of directors to reissue new warrants within the same authorisation if the warrants already issued have lapsed.

4.1.8	De ny aktier, der udstedes som følge af denne bestemmelse, skal være omsætningspapirer og skal noteres på navn. Der findes ingen indskrænkninger i de nye aktiers omsættelighed.	4.1.8	The new shares issued as a result of this provision shall be negotiable instruments and registered shares. There are no restrictions on the negotiability of the new shares.
4.1.9	Bestyrelsen træffer selv nærmere bestemmelse om de øvrige vilkår for kapitalforhøjelsens gennemførelse herunder om tidspunktet for rettighedernes indtræden for de nye aktier.	4.1.9	The board of directors determines the other terms for the implementation of the capital increase, including the timing of the rights to the new shares.
4.1.10	Bestyrelsens beslutning om udstedelsen af warrants skal optages i vedtægterne. Bestyrelsen er bemyndiget til at foretage de dertilhørende fornødne vedtægtsændringer.	4.1.10	The resolution of the board of directors to issue warrants shall be included in the articles of association. The board of directors is authorised to make the related amendments to the articles of association.
4.2	På Selskabets ekstraordinære generalforsamling den 25. november 2015 blev der truffet beslutning om at udstede en warrant med ret til tegning af op til nominelt kr. 1.596 Aktier i Selskabet. Vilkårene herfor fremgår af bilag 1 til disse vedtægter. Samtidig bemyndigedes bestyrelsen til at gennemføre den dertil hørende kapitalforhøjelse ved kontant nytegning af Aktier på nominelt samme beløb. Den udstedte warrants første tranche, bestående af nominelt kr. 399 Aktier er udnyttet og kapitalforhøjelse gennemført d. 17. januar 2020 ved nytegning af Aktier på nominelt samme beløb.	4.2	At the extraordinary general meeting of the Company on 25 November 2015 a resolution was adopted about issuing a warrant granting a right to subscribe for up to nominally DKK 1,596 Shares in the Company. The terms and conditions are as set out in appendix 1 to these articles. Further the board of directors was authorized to increase the share capital related hereto by cash subscription of the same nominal amount in new Shares. The issued warrant's first tranche, consisting of nominally DKK 399 Shares, has been exercised and the share capital increased on 17 January 2020 by cash subscription of the same nominal amount in Shares.
4.3	På Selskabets ekstraordinære generalforsamling den 21. december 2018 blev der truffet beslutning om at udstede en warrant med ret til tegning af op til nominelt kr. 34.600 Aktier i Selskabet. Vilkårene herfor fremgår af bilag 2 til disse vedtægter. Samtidig bemyndigedes bestyrelsen til at gennemføre den dertil hørende kapitalforhøjelse ved kontant nytegning af Aktier på nominelt samme beløb.	4.3	At the extraordinary general meeting of the Company on 25 November 2015 a resolution was adopted about issuing a warrant granting a right to subscribe for up to nominally DKK 34,600 Shares in the Company. The terms and conditions are as set out in appendix 2 to these articles. Further the board of directors was authorized to increase the share capital related hereto by cash subscription of the same nominal amount in new Shares.
4.4	Med henvisning til bemyndigelse af 16. november 2018 (som optaget som pkt. 4.1.1 i disse vedtægter) traf bestyrelsen den 21. december 2018 beslutning om at udstede en warrant med ret til tegning af op til nominelt kr. 863 Aktier i Selskabet. Vilkårene herfor fremgår af bilag 3 til disse vedtægter.	4.4	With reference to the authorization of 16 November 2018 (as set out in item 4.1.1 in these articles), the board of directors on 21 December 2018 adopted a resolution to issue a warrant granting a right to subscribe for up to nominally 863 Shares in the Company. The terms and conditions are as set out in appendix 3 to these articles.

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| <p>4.5 Med henvisning til bemyndigelse af 16. november 2018 (som optaget som pkt. 4.1.1 i disse vedtægter) traf bestyrelsen den 21. december 2018 og den 28. marts 2019 beslutning om at udstede en warrant med ret til tegning af op til i alt nominelt kr. 1.941 Aktier i Selskabet. Vilklårene herfor fremgår af bilag 4 til disse vedtægter.</p> | <p>4.5 With reference to the authorization of 16 November 2018 (as set out in item 4.1.1 in these articles), the board of directors on 21 December 2018 and on 28. March 2019 adopted a resolution to issue a warrant granting a right to subscribe for up to nominally 1,941 Shares in the Company. The terms and conditions are as set out in appendix 4 to these articles.</p> |
| <p>4.6 På Selskabets ekstraordinære general-forsamling den 23. januar 2019 blev der truffet beslutning om at udstede warrants med ret til tegning af op til i alt nominelt kr. 10.662 Aktier i Selskabet. Vilklårene herfor fremgår af bilag 5.a. og 5.b. til disse vedtægter. Samtidig bemyndigedes bestyrelsen til at gennem-føre den dertil hørende kapitalforhøjelse ved kontant nyttegning af Aktier på nominelt samme beløb.</p> | <p>4.6 At the Company's extraordinary general meeting held on 23 January 2019 it was decided to issue warrants with the right to subscribe for up to in total nominally DKK 10,662 Shares in the Company. The terms and conditions are as set out in appendix 5.a. and 5.b. to these articles. Further the board of directors was authorized to increase the share capital related hereto by cash subscription of the same nominal amount in new Shares.</p> |
| <p>4.7 Med henvisning til bemyndigelse af 16. november 2018 (som optaget som pkt. 4.1.1 i disse vedtægter) traf bestyrelsen den 1. juli 2019 beslutning om at udstede warrants med ret til tegning af op til i alt nominelt kr. 3.500 Aktier i Selskabet. Vilklårene herfor fremgår af bilag 6 til disse vedtægter.</p> | <p>4.7 With reference to the authorization of 16 November 2018 (as set out in item 4.1.1 in these articles), the board of directors on 1 July 2019 adopted a resolution to issue warrants granting a right to subscribe for up to nominally 3,500 Shares in the Company. The terms and conditions are as set out in appendix 6 to these articles.</p> |
| <p>4.8 Med henvisning til bemyndigelse af 16. november 2018 (som optaget som pkt. 4.1.1 i disse vedtægter) traf bestyrelsen den 23. december 2019 beslutning om at udstede warrants med ret til tegning af op til i alt nominelt kr. 1.211 Aktier i Selskabet. Vilklårene herfor fremgår af bilag 7 til disse vedtægter.</p> | <p>4.8 With reference to the authorization of 16 November 2018 (as set out in item 4.1.1 in these articles), the board of directors on 23 December 2019 adopted a resolution to issue warrants granting a right to subscribe for up to nominally 1,211 Shares in the Company. The terms and conditions are as set out in appendix 7 to these articles.</p> |
| <p>4.9 Med henvisning til bemyndigelse af 16. november 2018 (som optaget som pkt. 4.1.1 i disse vedtægter) traf bestyrelsen den 18. marts 2020 beslutning om at udstede en warrant med ret til tegning af op til i alt nominelt kr. 700 Aktier i Selskabet. Vilklårene herfor fremgår af bilag 8 til disse vedtægter.</p> | <p>4.9 With reference to the authorization of 16 November 2018 (as set out in item in these articles), the board of directors on 18 March 2020 adopted a resolution to issue a warrant granting a right to subscribe for up to nominally 700 Shares in the Company. The terms and conditions are as set out in appendix 8 to these articles.</p> |
| <p>4.10 Der blev på generalforsamlingen den 30. april 2020 besluttet at udstede 4.462.109 warrants, der hver giver ret til at tegne en aktie af nominelt kr. 0,02 i selskabet, uden fortegningsret for selskabets øvrige aktionærer samt vedtage den dertil-hørende kapitalforhøjelse på følgende vilkår:</p> | <p>4.10 At the annual general meeting on 30 April 2020 it was resolved to issue 4,462,109 warrants, each of which entitles the holder to subscribe for a share of nominally DKK 0.02 in the company, without pre-emption rights for the company's other shareholders and to adopt the associated capital increase on the following terms:</p> |

4.10.1	Størstebeløbet af den kapitalforhøjelse, som kan tegnes på baggrund af warrants, er nominelt kr. 89.242,18.	4.10.1	The maximum amount of the capital increase that can be subscribed on the basis of warrants is nominally DKK 89,242.18.
4.10.2	Warranterne skal tegnes senest 14 dage efter, at bestyrelsen har præsenteret warrantmodtageren for warrantaftalen. Tegningen sker ved warrantmodtagerens underskrift af tegningslisten i warrant-aftalen.	4.10.2	The warrants shall be subscribed for no later than 14 days after the board of directors has presented the warrant agreement to the warrant recipient. The warrant recipient subscribes for the warrants by signing the subscription list in the warrant agreement.
4.10.3	De nye aktier, som kan tegnes ved udnyttelsen af warranterne skal i hver henseende være ligestillet med de øvrige aktier i selskabet i henhold til de ved tegningen gældende vedtægter for selskabet.	4.10.3	The new shares that can be subscribed at the exercise of the warrants must in each respect be equal to the other shares in the company in accordance with the articles of association of the company.
4.10.4	Tegningsfristen for nye aktierne er 2 uger fra bestyrelsens meddelelse til warrantmodtageren om beslutning om kapitalforhøjelse som følge af udnyttelsen af warranterne.	4.10.4	The subscription deadline for new shares shall be two weeks from the board of directors' notice to the warrant recipient of the decision to increase the capital as a result of the exercise of the warrants.
4.10.5	Rettighederne til nye aktier indtræder ved tegningen af aktierne.	4.10.5	The rights to new shares occur when the shares are subscribed.
4.10.6	Ved udnyttelse af warranterne skal tegningsbeløbet for aktierne indbetales til selskabet senest 8 dage efter meddelelsen om udnyttelse.	4.10.6	When exercising the warrants, the subscription amount for the shares must be paid to the company within 8 days after notice of exercise.
4.10.7	De udstedte warrants giver ret til at tegne aktier i følgende antal og kurser: 1.549.011 aktier á nominelt kr. 0,02 til en pris svarende til kr. 4,82 per aktie á nominelt kr. 0,02. 382.198 aktier á nominelt kr. 0,02 til en pris svarende til kr. 8,03 per aktie á nominelt kr. 0,02. 171.667 aktier á nominelt kr. 0,02 til en pris svarende til kr. 0,35 per aktie á nominelt kr. 0,02. 602.340 aktier á nominelt kr. 0,02 til en pris svarende til kr. 4,75 per aktie á nominelt kr. 0,02. 173.675 aktier á nominelt kr. 0,02 til en pris svarende til kr. 4,35 per aktie á nominelt kr. 0,02. 1.583.218 aktier á nominelt kr. 0,02 til en pris svarende til kr. 4,31 per aktie á nominelt kr. 0,02.	4.10.7	The issued warrants entitles the holders to subscribe for shares at the following prices as set out below: 1,549,011 shares of nominal DKK 0.02 at a price equal to DKK 4.82 per share of nominal DKK 0.02. 382,198 shares of nominal DKK 0.02 at a price equal to DKK 8.03 per share of nominal DKK 0.02. 171,667 shares of nominal DKK 0.02 at a price equal to DKK 0.35 per share of nominal DKK 0.02. 602,340 shares of nominal DKK 0.02 at a price equal to DKK 4.75 per share of nominal DKK 0.02. 173,675 shares of nominal DKK 0.02 at a price equal to DKK 4.35 per share of nominal DKK 0.02. 1,583,218 shares of nominal DKK 0.02 at a price equal to DKK 4.31 per share of nominal DKK 0.02.

4.10.8	De nye aktier skal være omsætningspapirer.	4.10.8	The new shares shall be negotiable instruments.
4.10.9	Der skal gælde de til enhver tid i vedtægterne angivne indskrænkninger i de nye aktiers fortegningsret ved fremtidige forhøjelser.	4.10.9	Stated restrictions in the articles of association shall at all times apply to new shares' pre-emption rights in future increases.
4.10.10	De nye aktier skal lyde på navn og noteres i selskabets aktiebog.	4.10.10	The new shares shall be registered shares and listed in the company's register of shareholders.
4.10.11	De nye aktier skal ikke have særlige rettigheder ud over, hvad der til enhver tid fremgår af vedtægterne.	4.10.11	The new shares shall not have any specific rights other than what is stated in the articles of association at any time.
4.10.12	Der skal gælde de i vedtægterne til enhver tid gældende angivne indskrænkninger i de nye aktiers omsættelighed.	4.10.12	Presented restrictions of shares' negotiability in the articles of association shall at all times apply to new shares.
4.10.13	Øvrige vilkår, samt warrantmodtagerens retsstilling i tilfælde af gennemførelse af kapitalforhøjelse, kapitalnedsættelse, udstedelse af nye warrants, udstedelse af nye konvertible gældsbreve, opløsning, fusion eller spaltning, inden modtageren har udnyttet warranterne er fastsat i bilag 9-15 til vedtægterne.	4.10.13	Other terms, as well as the legal position of the warrant recipient in the event of capital increase, reduction of capital, issuance of new warrants, issuance of new convertible debt instruments, dissolution, merger or division before the recipient has exercised the warrants is set out in appendix 9-15 to the articles of association.
5.	GENERALFORSAMLINGEN	5.	GENERAL MEETING
5.1	Generalforsamlingen har den højeste myndighed i alle selskabets anliggender.	5.1	The general meeting is the highest authority regarding all the affairs of the company.
5.2.	Generalforsamlinger afholdes på selskabets hjemsted eller i Storkøbenhavn.	5.2.	General meetings of the company shall be held at its registered office or in metropolitan Copenhagen.
5.3	Ordinær generalforsamling afholdes hvert år i så god tid, at den reviderede og godkendte årsrapport og regnskab kan indsendes til Erhvervsstyrelsen inden udløbet af fristen i årsregnskabsloven. Ekstraordinære generalforsamlinger skal afholdes, når bestyrelsen eller en generalforsamlingsvalgt revisor eller en aktionær, der ejer minimum 5 % af aktiekapitalen, skriftligt forlanger det. Ekstraordinær generalforsamling til behandling af et bestemt emne indkaldes senest 2 uger efter, at det er forlangt.	5.3	The annual general meeting shall be held in time for the audited and approved annual report to be submitted to and received by the Danish Business Authority within the filing deadline pursuant to the Danish Financial Statements Act. Extraordinary general meetings must be held when required in writing by the board of directors or an auditor elected by the general meeting or a shareholder holding a minimum of 5% of the share capital. Extraordinary general meeting to address a specific topic shall be convened no later than 2 weeks after a request has been made.

5.4	Selskabets generalforsamlinger indkaldes af bestyrelsen med mindst 2 ugers og højst 4 ugers varsel via selskabets hjemmeside samt ved e-mail til alle i ejerbogen noterede aktionærer, som har fremsat begæring herom.	5.4	The company's general meetings are convened by the board of directors with at least 2 weeks and a maximum of 4 weeks' notice via the company's website and by email to all shareholders listed in the register of shareholders, who have requested notice by email.
5.5	Senest 2 uger før generalforsamlingen skal dagsordenen og de fuldstændige forslag, samt for den ordinære generalforsamlings vedkommende tillige årsrapporten gøres tilgængelige for aktionærerne på selskabets hjemmeside.	5.5	No later than 2 weeks before the general meeting, the agenda and complete proposals, and for the annual general meeting, the annual report as well, must be made available to the shareholders on the company's website.
5.6	Generalforsamlingen ledes af en dirigent, der udpeges af bestyrelsen. Dirigenten træffer beslutning vedrørende alle spørgsmål om behandlingsmåden og stemmeafgivelsen på generalforsamlingen.	5.6	The general meeting shall be chaired by a chairman elected by the board of directors. The chairman makes decision on all questions regarding the process and voting at the general meeting.
5.7	Enhver aktionær har ret til at få et bestemt emne behandlet på den ordinære generalforsamling. Begæring herom skal fremsættes skriftligt senest 6 uger før generalforsamlingens afholdelse.	5.7	All shareholders are entitled to nominate specific issues for process at the annual general meeting. Request must be made in writing no later than 6 weeks prior to the annual general meeting.
5.8	Dagsordenen for den ordinære generalforsamling skal indeholde: <ol style="list-style-type: none"> 1. Bestyrelsens beretning om selskabets virksomhed i det forløbne regnskabsår 2. Fremlæggelse af årsrapport med revisionspåtegning til godkendelse 3. Beslutning om anvendelse af overskud eller dækning af underskud i henhold til den godkendte årsrapport 4. Valg af bestyrelse 5. Valg af revisor 6. Eventuelle forslag fra bestyrelsen og/eller aktionærerne 7. Eventuelt 	5.8	The agenda for the annual general meeting shall include: <ol style="list-style-type: none"> 1. The board of directors' report on the company's activities during the past financial year 2. Presentation of annual report with the auditor's report for approval 3. Resolution on distribution of profit or covering of loss in accordance with the approved annual report 4. Election of board of directors 5. Election of auditor 6. Any proposals from the board of directors and/or shareholders 7. Any other business
5.9	En aktionærs ret til at deltage i en generalforsamling og til at afgive stemme fastsættes i forhold til de aktier, aktionæren besidder på registreringsdatoen. Registreringsdatoen ligger en uge før generalforsamlingen. En aktionærs aktiebesiddelse og stemmerettighed opgøres på registreringsdatoen på baggrund af notering af aktionærens ejerforhold i ejerbogen samt eventuelle meddelelser om ejerforhold, som selskabet har modtaget med henblik på indførsel i ejerbogen.	5.9	A shareholder's right to attend a general meeting and to vote shall be determined by the shares held by the shareholder at the record date. The record date is one week before the general meeting. A shareholder's shareholding and voting rights are determined on the record date based on the shareholder's ownership in the register of shareholders as well as any notice of ownership received by the company for inclusion in the register of shareholders.

5.10	En aktionær, der er berettiget til at deltage i generalforsamlingen i henhold til ovenstående punkt, og som ønsker at deltage i generalforsamlingen, skal senest tre dage før generalforsamlingens afholdelse anmode om adgangskort.	5.10	A shareholder who is entitled to attend the general meeting in accordance with the section above and who wishes to attend the general meeting shall request an admission card no later than three days before the general meeting.
5.11	En aktionær kan møde personligt eller ved fuldmagt.	5.11	A shareholder can attend in person or by proxy.
5.12.	Stemmeret kan udøves i henhold til skriftlig og dateret fuldmagt i overensstemmelse med den til enhver tid gældende lovgivning herom.	5.12.	Voting right can be exercised in accordance with written and dated power of attorney in accordance with applicable law.
5.13	En aktionær, der er berettiget til at deltage i en generalforsamling, kan stemme skriftligt ved brevstemme i overensstemmelse med selskabslovens regler herom. Brevstemmer skal være i hænde senest kl. 10, to hverdage før generalforsamlingen. Brevstemmer kan ikke tilbagekaldes.	5.13	A shareholder entitled to attend a general meeting are able to vote in writing by postal vote in accordance with the rules of the Danish Companies Act. Postal votes must be received no later than 10 am. two business days before the general meeting. Postal votes cannot be revoked.
5.14	På generalforsamlingen giver hvert aktiebeløb på kr. 0,02 én stemme.	5.14	At the general meeting, each amount of share capital of DKK 0.02 shall carry one vote.
5.15	Beslutninger på generalforsamlingen afgøres ved simpelt stemmeflertal, medmindre andet følger af lovgivningen eller disse vedtægter.	5.15	Resolutions on the general meeting shall be decided by simple majority of votes, unless otherwise provided by law or these articles of association.
5.16	Beslutning om ændring af vedtægterne kan kun træffes med tiltrædelse af mindst 2/3 af såvel de afgivne stemmer som af den på generalforsamlingen repræsenterede aktiekapital, medmindre der i medfør af lovgivningen stilles strengere eller lempeligere vedtagelseskrav eller tillægges bestyrelsen eller andre organer specifik kompetence.	5.16	Resolution to amend the articles of association can only be made with the accession of at least 2/3 of the votes cast as well as at least 2/3 of the share capital represented at the general meeting, unless stricter or more relaxed resolution requirements are imposed by law or specific competence are conferred on the board of directors or other bodies.
5.17	Bestyrelsen kan beslutte, at der som supplement til fysisk fremmøde på generalforsamlingen gives adgang til, at kapitalejerne kan deltage elektronisk i generalforsamlingen, herunder stemme elektronisk, uden at være fysisk til stede på generalforsamlingen (delvis elektronisk generalforsamling). Endvidere kan bestyrelsen beslutte, at generalforsamlingen afholdes elektronisk uden adgang til fysisk fremmøde (fuldstændig elektronisk generalforsamling). Bestyrelsen fastsætter de nærmere retningslinjer herfor.	5.17	The board of directors may decide that in addition to physical attendance at the general meeting, shareholders may be given the right to attend electronically in the general meeting, including voting electronically, without being physically present at the general meeting. In addition, the board of directors may decide that the general meeting shall be held electronically without access to physical attendance. The board of directors shall lay down the detailed guidelines for this.

6. BESTYRELSE OG DIREKTION

6.1 Selskabet ledes af en bestyrelse på 3-6 medlemmer. Bestyrelsen vælges for et år ad gangen på selskabets generalforsamling. Genvalg kan finde sted. Bestyrelsen vælger selv sin formand.

6.2 Bestyrelsen træffer beslutning ved simpelt stemmeflertal. I tilfælde af stemmelighed i bestyrelsen, er formandens stemme udslagsgivende.

6.3 Bestyrelsen har den overordnede ledelse af selskabet forhold.

6.4 Bestyrelsen ansætter 1-3 direktører til at varetage den daglige drift og ledelse af selskabet.

7. ELEKTRONISK KOMMUNIKATION

7.1 Selskabet anvender elektronisk dokumentudveksling og elektronisk post (elektronisk kommunikation) i sin kommunikation med aktionærerne. Selskabet kan endvidere til enhver tid vælge at kommunikere med almindelig brevpost.

7.2 Elektronisk kommunikation kan af selskabet anvendes til alle meddelelser og dokumenter, som i henhold til selskabets vedtægter og/eller selskabsloven skal udveksles mellem selskabet og aktionærerne, herunder for eksempel indkaldelse til ordinær og ekstraordinær generalforsamling med tilhørende dagsorden og fuldstændige forslag, fuldmagter samt i øvrigt generelle oplysninger fra selskabet til aktionærerne. Sådanne dokumenter og meddelelser lægges på selskabets hjemmeside og tilsendes aktionærerne pr. e-mail i det omfang, det er påkrævet.

8. TEGNINGSREGEL

8.1 Selskabet tegnes af den administrerende direktør i forening med bestyrelsesformanden eller af den samlede bestyrelse.

6. BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT

6.1 The company is managed by a board of directors comprising of 3 to 6 directors. The directors are elected by the general meeting for one year at a time. Re-election can take place. The board of directors elects its chairman.

6.2 Resolutions are passed by a simple majority of votes. In the event of equal votes the chairman's vote shall be decisive.

6.3 The board of directors have the overall management of the company.

6.4 The board of directors shall appoint 1-3 members of the executive management to handle the day-to-day operations and management of the company.

7. ELECTRONIC COMMUNICATION

7.1 The company uses electronic document exchange and electronic mail (electronic communication) in its communication with the shareholders. The company may at any time choose to communicate by ordinary mail.

7.2 Electronic communication may be used by the company for all notices and documents required by the company's articles of association and/or the Danish Companies Act to be exchanged between the company and the shareholders, including, for example, notice of annual general and extraordinary general meeting with the associated agenda and complete proposals, proxies and other general information from the company to the shareholders. Such documents and announcements are posted on the company's website and sent to the shareholders by email to the extent it is required.

8. SIGNATURE RULES

8.1 The company is bound by the joint signatures of the CEO and chairman of the board of directors, or by the entire board of directors jointly.

9.

AFLØNNINGSPRINCIPPER
- 9.1

Selskabets bestyrelse har udfærdiget overordnede retningslinjer for incitaments-aflønning af selskabets bestyrelse og direktion. Retningslinjerne er behandlet og godkendt af generalforsamlingen den 30. april 2020 og er tilgængelige på selskabets hjemmeside.
10.

REVISION
- 10.1

Selskabets regnskaber revideres af én statsautoriseret revisor, der vælges af den ordinære generalforsamling. Revisor vælges for et år ad gangen.
11.

REGNSKABSÅR
- 11.1

Selskabets regnskabsår løber fra 1. januar til 31. december.

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Således foreslået vedtaget på selskabets ordinære generalforsamling den 30 April 2020.

9.

REMUNERATION PRINCIPLES
- 9.1

The company's board of directors has prepared general guidelines for incentive based remuneration of the company's board of directors and the executive management. The guidelines have been reviewed and approved by the annual general meeting on 30 April 2020 and are available on the company's website.
10.

AUDITOR
- 10.1

The annual reports of the company shall be audited by a state authorised accountant, who is elected by the annual general meeting. The auditor is elected for one year at a time.
11.

FINANCIAL YEAR
- 11.1

The financial year of the company runs from 1 January to 31 December.

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Thus proposed at the company's annual general meeting on 30 April 2020.

This is a translation of the original Danish articles of association. In the event of any discrepancies the wording of the Danish language version shall prevail.

20. Addresses

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Legal Adviser

Elmann Advokatpartnerselskab

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+45 3337 6330
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Auditor

Deloitte Statsautoriseret Revisionspartnerselskab

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Nicolaj Højer Nielsen

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