

N.B. This version of the annual report is a translation of parts of the German original version, and, in case of discrepancies, the German original shall prevail.

In Shape Göppingen GmbH - Summary of the Annual Report FY20

1 Financial position

The presentation of the Company's financial position derived from the balance sheet as of 31 December 2020 and compared to the previous balance sheet date is as follows:

	Balance sheet as of 31.12.2020 KEUR	%	Balance sheet as of 31.12.2019 KEUR	%	Change previous year KEUR	Vs. this year %
Assets						
Tangible fixed assets	351.9	51.4	421.0	70.0	-69.1	-16.4
Inventories	2.5	0.4	1.5	0.2	1.0	66.7
Receivables	10.9	1.6	2.9	0.5	8.0	275.9
Other assets	82.5	12.0	16.9	2.8	65.6	388.2
Cash and cash equivalents / securities	78.3	11.4	1.9	0.3	76.4	4,021.1
Prepaid expenses	1.7	0.2	2.0	0.3	-0.3	-15.0
Uncovered equity deficits	157.4	23.0	155.7	25.9	1.7	1.1
Sum of assets	685.2	100.0	601.8	100.0	83.4	13.9
	Balance sheet as of 31.12.2020 TEUR	%	Balance sheet as of 31.12.2019 TEUR	%	Change previous year TEUR	Vs this year %
Liabilities						
Accruals	49.1	7.2	28.4	4.7	20.7	72.9
Credit liabilities	325.1	47.4	375.7	62.4	-50.6	-13.5
Trade payables	155.0	22.6	25.0	4.2	130.0	520.0
Shareholder liabilities	19.9	2.9	27.7	4.6	-7.8	-28.2
Other liabilities	135.9	19.8	144.8	24.1	-8.9	-6.1
Prepaid expenses	0.2	0.0	0.2	0.0	0.0	0.0
Sum of liabilities	685.2	100.0	601.8	100.0	83.4	13.9

2 Cash flow statement

In the following, the source of funds and use of funds in respect of the reporting year 2020 are presented by means of a cash flow statement, whereby the three segments of the cash flow statement are to be considered as a unit.

The development of liquidity and financial strength shows how cash and cash equivalents (cash on hand, cheques and bank balances) have changed in the reporting period as a result of cash inflows and outflows. A distinction is made between cash flows from operating, investing and financing activities.

The cash flow statement is broken down into cash flows from operating activities, investing activities and financing activities, whereby the sum of the cash flow from these three areas of activity corresponds to the change in cash and cash equivalents in the reporting period, insofar as these are not based on exchange rate or other value related changes.

	EUR	Business year EUR	Previous year EUR
Results of the period		-1,736.80	54,714.26
+ Depreciation and amortisation of fixed assets		82,014.50	86,959.00
+ Increase in accruals		26,834.00	0.00
- Increase in inventories		1,015.3	-1,633.91
- Increase in trade receivables		8,460.03	-4,910.53
+Increase in other assets not attributable to investing or financing activities		73,834.89	5,978.20
+ Increase in trade payables		130,956.60	7,406.00
+ Increase in other liabilities not attributable to investing or financing activities		22,461.57	1,773.00
+ Losses from the disposal of fixed assets		2,375.00	0.00

+ Interest expenses		6,506.02	7,436.04
-Income tax income		6,104.00	0.00
Income tax expense/income	6,104.00		0.00
Corrections for non-cash operations	-2,626.72		-4,281.11
+/- Income tax payments		3,477.28	-4,281.11
Cash flow from operating activities		183,473.82	45,145.15
Payments for investments in tangible fixed assets		15,298.50	449.00
Cash flow from investing activities		-15,298.50	-449.00
Payment from the redemption of bonds and (financial) loans		85,218.37	24,652.00
-Interest paid		6,506.02	7,436.04
Cash flow from financing activities		-91,724.39	-32,088.88
Changes in cash and cash equivalents (total cash flow)		76,450.93	12,607.27
+ Cash and cash equivalents at the beginning of the period		1,877.30	10,729.97
Cash and cash equivalents at the end of the period		78,328.23	1,877.30

3 Balance sheet as of 31 December 2020 in In Shape Göppingen GmbH Fitness Studio, 73084 Salach

Assets

Liabilities

	EUR	Business year EUR	Previous year EUR		EUR	Business year EUR	Previous year EUR
A. Fixed assets				A. Equity			
i. Property, plant and equipment				I. Subscribed capital	25,000.00		25,000.00
1. Real estate, rights equivalent to real estate and buildings on land owned by third parties	220,462.00		259,355.00	II. Loss carried forward	180,663.37		125,949.11
2. Other equipment, factory and office equipment	131,441.00	351,903.00	161,639.00	III. Net loss carried forward	1,736.80		54,714.26
Total fixed assets		351,903.00	420,994.00				
B. Current assets				Uncovered deficit	157,400.17		155,663.37
I. Inventories		2,531.63	1,516.20	Total equity	0.00		0.00
1. finished products and goods				B. Accruals			
II. receivables and other assets				1. Accruals for deferred taxes	17,644.00		23,748.00
1. Trade receivables	10,883.63		2,919.59	2. Other accruals	31,472.00	49,116.00	4,638.00
2. other assets	82,512.85		16,870.11	C. Liabilities			
- against shareholders EUR 75,738.02 (EUR 8,239.10)				1. Liabilities to banks	325,106.00		375,650.00
- with a time of more than one year EUR 0.00 (EUR 8,239.00)		93,396.48		- with a remaining term of up to one year EUR 74,228.00 (EUR 74,228.00)			
III. cash in hand, bank balances, credit institutions balances and cheques		78,328.23	1,877.30	- with a remaining term of more than one year EUR 250,878.00 (EUR 301,422.00)			
Total current asset		174,256.34	23,183.20	2. Liabilities from deliveries and services	155,018.57		25,033.02
C. Prepaid expenses		1,680.00	1,981.00	- with a remaining term of up to one year EUR 155,018.57 (EUR 25,033.02)			
D. Deficit not covered by equity		157,400.17	155,663.37	3. other liabilities	155,820.44		172,574.05
				• to shareholders EUR 19,897.66 (EUR 27,733.69)			
				• from taxes EUR 5.48 (EUR 4,587.82)			
				• thereof social security EUR 1,274.73 (EUR 2,378.47)			
				• with a remaining term of up to one year EUR 129,601.11 (EUR 129,730.36))			
				• with a remaining term of more than one year EUR 26,219.33 (EUR 42,843.69)		635,945.01	
				D. Prepaid expenses		178.50	178.50
		685,239.51	601,821.57			685,239.51	601,821.57

4 Income statement from 1 January 2020 to 31 December 2020 in In Shape Göppingen GmbH Fitness Studio

	Business year EUR	Previous year EUR
1. Revenues	<u>431,930.09</u>	<u>655,471.41</u>
2. Total Output	431,930.09	655,471.41
3. Other operating income		
a) Income from the reduction of the general bad debt allowance on receivables	0.00	42.00
b) übrige sonstige betriebliche Erträge	<u>108,038.32</u>	<u>12,638.95</u>
	108,038.32	12,680.95
4. Cost of materials		
a) Cost of raw materials, consumables and Raw materials, consumables and supplies and for purchased goods	13,497.27	22,089.29
b) Expenses for purchased services	<u>12,120.26</u>	<u>34,301.47</u>
	25,617.53	56,390.76
5. Personnel expenses		
a) Wages and salaries	131,347.04	175,310.23
b) Social security contributions and expenses for pensions and other benefits	<u>24,357.70</u>	<u>40,522.68</u>
	155,704.74	215,832.91
6. Depreciation		
a) on intangible fixed assets and tangible fixed assets	82,014.50	86,959.00
7. Other operating expenses		
a) Room costs	202,139.23	223,720.66
b) Insurances, contributions and levies	16,078.34	26,274.20
c) Repairs and maintenance	8,326.82	17,993.82
d) Vehicle costs	0.00	80.32
e) Advertising and travel expenses	17,042.72	31,546.79

f) Miscellaneous operating expenses	30,277.49	55,443.34
g) Losses from the disposal of fixed assets	2,375.00	0.00
h) Losses from impairment of current assets and allocation to the value adjustment to receivables	75.00	0.00
i) Miscellaneous other operating expenses	<u>1,456.88</u>	<u>627.20</u>
	277,771.45	355,686.33
8. Other interest and similar income	82.39	81.38
9. Interest and similar expenses	6,783.35	8,079.00
10. Taxes on income and earnings	-6,104.00	0.00
- income from the addition to and release of deferred taxes EUR 6,104.00 (EUR 0.00)		
8. Result after taxes	-1,736.80	-54,714.26-
9. Net loss for the year	1,736.80	54,714.26

5 Notes to the items of the balance sheet and the income statement as well as statement of accounting principles

ASSETS

A. Fixed assets

I. Property, plant and equipment

	31.12.2020 EUR	31.12.2019 EUR
1. Land, land rights and Buildings including those on others properties	220,462.00	259,355.00
	31.12.2020 EUR	31.12.2019 EUR
Buildings on third-party land	44,979.00	47,881.00
Facilities (third-party land, business premises)	175,483.00	211,474.00
	<hr/> 220,462.00	<hr/> 259,355.00
2. Other equipment, factory and office equipment	131,551.00	161,639.00
	31.12.2020 EUR	31.12.2019 EUR
Total property, plant and equipment	351,903.00	420,994.00
	31.12.2020 EUR	31.12.2019 EUR
Total fixed assets	351,903.00	420,994.00

B. Current assets

	31.12.2020 EUR	31.12.2019 EUR
I. Inventories	2,531.63	1,516.20
	31.12.2020 EUR	31.12.2019 EUR
Stock goods	2,531.63	1,516.20
	31.12.2020 EUR	31.12.2019 EUR
II. Receivables and other assets		
Stands		
1. Receivables from deliveries and services	10,883.63	2,919.59
	31.12.2020 EUR	31.12.2019 EUR
General allowance for doubtful debts 1Y	-95.00	-20.00
Receivables from L+L	10,978.63	2,939.59
	10,883.63	2,919.59
	31.12.2020 EUR	31.12.2019 EUR
2. other assets	82,512.85	16,870.11
- against shareholders EUR 75,738.02 (EUR 8,239.10)		

with a remaining term of more than one year
year EUR 0.00 (EUR 8,239.10)

	31.12.2020	31.12.2019
	EUR	EUR
Other assets (b.1 J)	4,970.86	15.76
Receivables from other companies, g1J	0.00	8,239.10
Claims against health insurance from AAG	0.00	63.00
Claim against the Federal Agency	1,688.18	0.00
Receivables VAT prepayments	0.00	151.27
Advance tax deductible in subsequent period/year	115.79	2,209.41
Corporation tax refund claim	0.00	3,477.28
Items in transit	0.00	1,743.00
Liabilities from deliveries+services	0.00	971.05
	31.12.2020	31.12.2019
	EUR	EUR
Verr. Account In Shape Holding GmbH	75,738.02	0.00
	<hr/>	
	82,512.85	16,870.11
	31.12.2020	31.12.2019
	EUR	EUR
III. Cash in hand, Bundesbank balances, credit balances with credit institutions and cheques	78,328.23	1,877.30
	31.12.2020	31.12.2019
	EUR	EUR
Checkout	743.20	209.07
Kreissparkasse Göppingen #16009693	77,585.03	1,668.23
	78,328.23	1,877.30
	31.12.2020	31.12.2019
	EUR	EUR

Total current assets	174,256.34	23,183.20
	31.12.2020	31.12.2019
	EUR	EUR
C. Prepaid expenses	1,680.00	1,981.00
	31.12.2020	31.12.2019
	EUR	EUR
Prepaid expenses	1,680.00	1,981.00
	31.12.2020	31.12.2019
	EUR	EUR
D. Net loss not covered by equity	157,400.17	155,663.37
	31.12.2020	31.12.2019
	EUR	EUR
Net loss not covered by equity	157,400.17	155,663.37
	157,400.17	155,663.37
	31.12.2020	31.12.2019
	EUR	EUR
Total assets	685,239.51	601,821.57

LIABILITIES

A. Equity

	31.12.2020 EUR	31.12.2019 EUR
I. Subscribed capital	25,000.00	25,000.00
	31.12.2020 EUR	31.12.2019 EUR
Subscribed capital	25,000.00	25,000.00
II. Loss carried forward	180,663.37	125,949.11
	31.12.2020 EUR	31.12.2019 EUR
Profit carried forward before utilisation	0.00	-231,535.31
Loss carried forward before utilisation	180,663.37	357,484.42
	180,663.37	125,949.11
III. Net profit for the year	1,736.80	54,714.26
	31.12.2020 EUR	31.12.2019 EUR
Net profit for the year	1,736.80	54,714.26
	1,736.80	54,714.26
	31.12.2020 EUR	31.12.2019 EUR

uncovered shortfall	157,400.17	155,663.37
	31.12.2020	31.12.2019
	EUR	UR
uncovered deficit	157,400.17	155,663.37
	157,400.17	155,663.37
	31.12.2020	31.12.2019
	EUR	EUR
Total equity	0.00	0.00
	31.12.2020	31.12.2019
	EUR	EUR
B. Provisions		
Provisions for retention obligation	1,188.00	1,188.00
Provisions for deferred taxes	17,644.00	23,748.00
Other provisions	26,834.00	0.00
Provisions for financial statements and audit	3,450.00	3,450.00
	49,116.00	28,386.00
	31.12.2020	31.12.2019
	EUR	EUR
C. Liabilities		
1. Liabilities to credit institutions	325,106.00	375,650.00
- with a remaining term of up to one year	EUR 74,228.00	
(EUR 74,228.00)		
- with a remaining term of more than one year	EUR 250,878.00	
(EUR 301,422.00)		

	31.12.2020	31.12.2019
	EUR	EUR
Loan KSK # 6255816579 Rlz. 1 J.	50,000.00	50,000.00
Loan KSK # 625581656 Rlz. 1 J.	17,780.00	17,780.00
Loan KSK # 6255897471 Rlz. 1 J.	6,448.00	6,448.00
Loan KSK # 6255816579	198,684.00	200,000.00
Loan KSK # 6255816562	23,210.00	40,990.00
Loan KSK # 6255897471	25,792.00	25,792.00
Loan KSK # 6255816579 Rlz. gr. 5 J.	0.00	25,000.00
Loan KSK # 6255897471 Rlz. gr. 5 J.	3,192.00	9,640.00
	325,106.00	375,650.00

	31.12.2020	31.12.2019
	EUR	EUR
2. Liabilities from deliveries and services	155,018.57	25,033.02
- with a remaining term of up to one year		
EUR 155,018.57 (EUR 25,033.02)		

	31.12.2020 EUR	31.12.2019 EUR
Liabilities from deliveries+services	4,166.65	25,033.02
Liabilities L+L without current account	80,488.19	0.00
Liabilities L+L without current account	70,363.73	0.00
	155,018.57	25,033.02

	31.12.2020 EUR	31.12.2019 EUR
3. Other liabilities	155,820.44	172,574.05
- to shareholders EUR 19,897.66 (EUR 27,733.69)		

- from taxes EUR 5.48 (EUR 4,587.82)
- within the framework of social security EUR 1,274.73 (EUR 2,378.47)
- with a remaining term of up to one year EUR 129,601.11 (EUR 129,730.36)
- with a remaining term of more than one year EUR 26,219.33 (EUR 42,843.69)

	31.12.2020 EUR	31.12.2019 EUR
Sales account M. Schetter	19,889.33	27,733.69
Receivables from L+L	0,00	495.99
Other liabilities	0,00	199.80
Other liabilities (up to 1 y)	26.353,76	2,615.32
Other liabilities (1-5 Y)	6.330,00	1,610.00
Loan In Shape Esslingen GmbH	100.028,06	113,366.56
Loan In Shape Holding GmbH	8.33	0.00
Loan 1-5 years	0.00	13,500.00
Liabilities from wages and salaries	1,930.75	6,086.56
Liabilities Wage and church tax	5.48	543.00
Liabilities social security	1,274.00	1,992.20
Advance contribution to social insurance carrier	0.00	386.27
VAT current year	0.00	4,044.82
	589,797.47	635,945.01
	31.12.2020	31.12.2019
	EUR	EUR

D. Prepaid expenses

178.50 178.50

31.12.2020 **31.12.2019**
EUR **EUR**

Deferred income

178.50 **178.50**

31.12.2020 **31.12.2019**
EUR **EUR**

Total liabilities

685,239.51 601,821.57

Income statement

	2020 EUR	2019 EUR
1. Revenues	<u>431,930.09</u>	<u>655,471.41</u>
	2020 EUR	2019 EUR
2. Total output	<u>431,930.09</u>	<u>655,471.41</u>
3. Other operating income		
	2020 EUR	2019 EUR
a) Income from the reduction of the general allowance on claims	<u>0.00</u>	<u>42.00</u>
	2020 EUR	2019 EUR
b) Social security contributions	<u>108,038.32</u>	<u>12,638.95</u>
4. cost of materials		
	2020 EUR	2019 EUR
a) Cost of raw materials and supplies and for purchased goods	<u>13,497.27</u>	<u>22,089.29</u>
	2020 EUR	2019 EUR
b) Expenses for purchased services	<u>12,120.26</u>	<u>34,301.47</u>

5. Personnel expenses

	2020 EUR	2019 EUR
a) Wages and salaries	131,347.04	175,310.23
b) soziale Abgaben und Aufwendungen für Altersversorgung und Unterstützung	24,357.70	40,522.68

6. Depreciation

	2020 EUR	2019 EUR
a) on intangible assets and property, plant and equipment	82,014.50	86,959.00

7. Other operating expenses

	2020 EUR	2019 EUR
a) space costs	202,139.23	223,720.66
b) insurance, contributions and taxes	16,078.34	26,274.20
c) repairs and maintenance	8,326.82	17,993.82
d) vehicle costs	0.00	80.32
e) advertising and travel costs	17,042.73	31,546.79
f) various operational costs	30,277.49	55,443.34
g) Losses from the disposal of objects of fixed assets	2,375.00	0.00
h) Losses from depreciation of items of working capital and cessation in the allowance for receivables	75.00	0.00
i) miscellaneous other operating expenses	1,456.88	627.20

	2020 EUR	2019 EUR
8. Other interest and similar income	82.39	81.38

	2020 EUR	2019 EUR
9. Interest and similar expenses	6,783.35	8,079.00

	2020 EUR	2019 EUR
10. Taxes on income and earnings s	-6,104.00	0.00

	2020 EUR	2019 EUR
11. Result after taxes	-1,736.80	-54,714.26

	2020	2019
	EUR	EUR
12. Net loss	1,736.80	54,714.26

6 Accounting principles

Information on accounting and valuation methods

Accounting and valuation principles

Tangible fixed assets were valued at acquisition or production cost and, if subject to wear and tear, reduced by scheduled depreciation.

Scheduled depreciations were made on a straight-line basis according to the expected service life of the assets.

Inventories were valued at acquisition or production cost. If the current values on the balance sheet date were lower, these were recognised.

Receivables and securities were valued taking into account all identifiable risks.

The other accruals were created for all other uncertain liabilities. All identifiable risks were taken into account.

Liabilities were recognised at the settlement amount.

Accounting and valuation methods differing from the previous year

For the annual financial statements, the previously applied accounting and valuation methods were generally adopted.

There was no fundamental change in accounting and valuation methods compared to the previous year.

Balance sheet disclosures

Information on receivables with a residual term of more than one year

The amount of receivables with a remaining term of more than one year is EUR 0.00 (previous year: EUR 8,239.10).

Information on receivables from shareholders

The value of receivables from shareholders amounts to EUR 75,738.02 (previous year: EUR 8,239.10).

Amount of liabilities with a remaining term > 5 years and of security interests

The total amount of liabilities recognised in the balance sheet with a remaining term of more than 5 years amounts to EUR 3,192.00 (previous year: EUR 34,640.00).

The total amount of liabilities recognised in the balance sheet that are secured by pledges or similar rights is EUR 325,106.00.

The following types and forms of security are associated with the liabilities:

Guarantees

Information on residual maturity notes

The amount of liabilities with a remaining term of up to one year is EUR 358,847.68 (previous year: EUR 228,991.38).

The amount of liabilities with a remaining term of more than one year is EUR 277,097.33 (previous year: EUR 344,265.69).

Information on liabilities to shareholders

The amount of liabilities to shareholders is EUR 19,889.33 (previous year: EUR 27,733.69).

Income statement disclosures**Explanation of income and expenses of exceptional magnitude or exceptional significance**

Income of exceptional magnitude or exceptional importance is, in terms of amount and type, specifically corona aid in the amount of EUR 81,673.87.

Other disclosures

The management is of the opinion that the requirements for valuation under the assumption of the
The company is a going concern because there is a subordination and there are hidden reserves.

Average number of employees during the financial year

The average number of employees in the company during the financial year was 18.

7 Audit report

Certificate of the tax adviser on the preparation of the financial statements

I have been commissioned to prepare the above annual financial statements - consisting of the balance sheet, income statement and notes - of In Shape Göppingen GmbH for the financial year 1 January 2020 to 31 December 2020 in accordance with German commercial law.

The basis for the preparation was the accounting work carried out by me and the documents, books and inventory records submitted to me but which I have audited in accordance with the engagement as well as the information provided to me.

The maintenance of the books and records and the preparation of the annual financial statements in accordance with German commercial law are the responsibility of the Company's management.

I conducted my engagement in accordance with the decree of the German Federal Chamber of Tax Advisors on the principles for the preparation of financial statements. This comprises the development of the balance sheet and the profit and loss account as well as the notes on the basis of the bookkeeping and the inventory as well as the specifications on the accounting and valuation methods to be applied.

Eislingen, 15 October 2021

Michael Schaile

Tax consultant