

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 FY21

1 Financial position

The presentation of the Company's financial position derived from the balance sheet as of 31 December 2021 and compared to the previous balance sheet date is as follows:

	Balance sheet as of 31.12.2021 KEUR	%	Balance sheet as of 31.12.2020 KEUR	%	Change previous year KEUR	Vs. this year %
Assets						
Tangible fixed assets	263.4	41.4	351.9	51.4	-88.5	-25.1
Inventories	3.8	0.6	2.5	0.4	1.3	52.0
Receivables	25.0	3.9	10.9	1.6	14.1	129.4
Other assets	183.4	28.9	82.5	12.0	100.9	122.3
Cash and cash equivalents / securities	82.1	12.9	78.3	11.4	3.8	4.9
Prepaid expenses	1.1	0.2	1.7	0.2	-0.6	-35.3
Uncovered equity deficits	76.9	12.1	157.4	23.0	-80.5	-51.1
Sum of assets	635.7	100.0	685.2	100.0	-49.5	-7.2
	Balance sheet as of 31.12.2021 TEUR	%	Balance sheet as of 31.12.2020 TEUR	%	Change previous year TEUR	Vs this year %
Liabilities						
Accruals	45.9	7.2	49.1	7.2	-3.2	-6.5
Credit liabilities	269.8	42.4	325.1	47.4	-55.3	-17.0
Trade payables	259.9	40.9	155.0	22.6	104.9	67.7
Shareholder liabilities	20.1	3.2	19.9	2.9	0.2	1.0
Other liabilities	40.0	6.3	135.9	19.8	-95.9	-70.6
Prepaid expenses	0.0	0.0	0.2	0.0	-0.2	-100.0
Sum of liabilities	635.7	100.0	685.2	100.0	-49.5	-7.2

2 Cash flow statement

In the following, the source of funds and use of funds in respect of the reporting year 2021 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		80,521.23	-1,736.80
+ Depreciation and amortisation of fixed assets		82,955.00	82,014.50
+ Increase in accruals		2,460.00	26,834.00
- Increase in inventories		1,281.38	1,015.3
- Increase in trade receivables		14,081.98	8,460.03
+Increase in other assets not attributable to investing or financing activities		100,291.56	73,834.89
+ Increase in trade payables		18,687.25	130,956.60
+ Increase in other liabilities not attributable to investing or financing activities		90,129.88	22,461.57
- Gains from the disposal of fixed assets		-4,004.00	0.00
+ Losses from the disposal of fixed assets		2,033.00	2,375.00

+ Interest expenses		5,661.81	6,506.02
-Income tax income		5,704.00	6,104.00
Income tax expense/income	5,704.00		6,104.00
Corrections for non-cash operations	-5,704.00		-2,626.72
+/- Income tax payments		0.00	3,477.28
Cash flow from operating activities		165,093.25	183,473.82
Payments for investments in tangible fixed assets		469.00	15,298.50
Cash flow from investing activities		-469.00	-15,298.50
Payment from the redemption of bonds and (financial) loans		155,143.17	85,218.37
-Interest paid		5,661.81	6,506.02
Cash flow from financing activities		-160,804.98	-91,724.39
Changes in cash and cash equivalents (total cash flow)		3,819.27	76,450.93
+ Cash and cash equivalents at the beginning of the period		78,328.23	1,877.30
Cash and cash equivalents at the end of the period		82,147.50	78,328.23

3 Balance sheet as of 31 December 2021 in In Shape Göppingen GmbH Fitness Studio, 73084 Salach

Assets

Liabilities

	EUR	Business year EUR	Previous year EUR
A. Fixed assets			
i. Property, plant and equipment		263,380.00	351,903.00
B. Current assets			
I. Inventories	3,813.01		2,531.63
II. receivables and other assets	208,350.02		93,396.48
- against shareholders EUR 182,153.23 (EUR 75,738.02)			
III. cash in hand, bank balances, credit institutions balances and cheques	82,147.50	294,310.53	78,328.23
C. Prepaid expenses		1,100.00	1,680.00
D. Deficit not covered by equity		76,878.94	157,400.17
		635,669.47	685,239.51

A. Equity

I. Subscribed capital	25,000.00	25,000.00
II. Loss carried forward	182,400.17	180,663.37
III. Net loss carried forward	80,521.23	-1,736.80
Uncovered deficit	76,878.94	157,400.17

Total equity	0.00	0.00
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B. Accruals

	45,872.00	49,116.00
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C. Liabilities

- to shareholders EUR 20,096.55 (EUR 19,897.66)
- with a remaining term of up to one year EUR 367,705.25 (EUR 358,847.68)
- with a remaining term of more than one year EUR 222,092.22 (EUR 277,097.33)

	589,797.47	635,945.01
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D. Prepaid expenses

	0.00	178.50
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	635,669.47	685,239.51
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4 Income statement from 1 January 2021 to 31 December 2021 in In Shape Göppingen GmbH Fitness Studio

	Business year EUR	Previous year EUR
1. Gross result	490,387.18	514,350.88
2. Personnel expenses		
a) Wages and salaries	78,455.13	131,347.04
b) Social security contributions and expenses for pensions and other benefits	20,523.37	24,357.70
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	98,978.50	155,704.74
3. Depreciation		
a) on intangible fixed assets and tangible fixed assets	82,955.00	82,014.50
4. Other operating expenses	227,775.75	277,771.48
5. Other interest and similar income	0.00	82.39
6. Interest and similar expenses	5,860.70	6,783.35
7. Taxes on income and earnings	-5,704.00	-6,104.00
- income from the addition to and release of deferred taxes		
EUR 5,704.00 (EUR 6,104.00)		
8. Result after taxes	80,521.23	-1,736.80
9. Net profit for the year	80,521.23	-1,736.80

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

ASSETS

A. Fixed assets

	31.12.2021 EUR	31.12.2020 EUR
I. Property, plant and equipment	263,380.00	351,903.00
	31.12.2021 EUR	31.12.2020 EUR
Buildings on third-party land	42,077.00	44,979.00
Facilities (third-party land, business premises)	139,492.00	175,483.00
Business equipment	81,156.00	130,132.00
Office equipment	1.00	1.00
Low-value assets	0.00	0.00
Assets (collective item)	654.00	1,308.00
	263,380.00	351,903.00

B. Current assets

	31.12.2021 EUR	31.12.2020 EUR
I. Inventories	3,813.01	2,531.63
	31.12.2021 EUR	31.12.2020 EUR
Stock goods	3,813.01	2,531.63

	31.12.2021 EUR	31.12.2020 EUR
II. Receivables and other assets stands	208,350.02	93,396.48
- against shareholders EUR 182,153.23 (EUR 75,738.02)		
	31.12.2021 EUR	31.12.2020 EUR
General allowance for doubtful debts 1Y	-210.00	-95.00
Receivables from L+L	25,175.61	10,978.63
Other assets (b.1 J)	0.00	4,970.86
Claim against the Federal Agency	0.00	1,688.18
Advance tax deductible in subsequent period/year	1,231.18	115.79
Carry forward	26,196.79	17,658.46
	31.12.2021 EUR	31.12.2020 EUR
Carry forward	26,196.79	17,658.46
Verr. Account In Shape Holding GmbH	182,153.23	75,738.02
	208,350.02	93,396.48
	31.12.2021 EUR	31.12.2020 EUR
III. Cash in hand, Bundesbank balances, credit balances with credit institutions and cheques	82,147.50	78,328.23
	31.12.2021 EUR	31.12.2020 EUR
Checkout	150.99	743.20
Kreissparkasse Göppingen #16009693	81,996.51	77,585.03

	82,147.50	78,328.23
	31.12.2021	31.12.2020
	EUR	EUR
C. Prepaid expenses	1,100.00	1,680.00
	31.12.2021	31.12.2020
	EUR	EUR
Prepaid expenses	1,100.00	1,680.00
	31.12.2021	31.12.2020
	EUR	EUR
D. Net loss not covered by equity	76,878.94	157,400.17
	31.12.2021	31.12.2020
	EUR	EUR
Net loss not covered by equity	76,878.94	157,400.17
	31.12.2021	31.12.2020
	EUR	EUR
Total assets	635,669.47	685,239.51

LIABILITIES

A. Equity

	31.12.2021	31.12.2020
	EUR	EUR
I. Subscribed capital	25,000.00	25,000.00
	31.12.2021	31.12.2020
	EUR	EUR
Subscribed capital	25,000.00	25,000.00

II. Loss carried forward	182,400.17	180,663.37
	31.12.2021	31.12.2020
	EUR	EUR
Loss carried forward before utilisation	182,400.17	180,663.37
	31.12.2021	31.12.2020
	EUR	EUR
III. Net profit for the year	80,521.23	-1,736.80
	31.12.2021	31.12.2020
	EUR	EUR
Net profit for the year	80,521.23	-1,736.80
	31.12.2021	31.12.2020
	EUR	EUR
uncovered shortfall	76,878.94	157,400.17
	31.12.2021	31.12.2020
	EUR	EUR
uncovered deficit	76,878.94	157,400.17
	31.12.2021	31.12.2020
	EUR	EUR
Total equity	0.00	0.00
	31.12.2021	31.12.2020
	EUR	EUR
B. Provisions	45,872.00	49,116.00

Provisions for retention obligation	1,188.00	1,188.00
Provisions for deferred taxes	11,940.00	17,644.00
Other provisions	29,294.00	26,834.00
Provisions for financial statements and audit	3,450.00	3,450.00
	45,872.00	49,116.00
	31.12.2021	31.12.2020
	EUR	EUR
C. Liabilities	589,797.47	635,945.01
- to shareholders EUR 20,096.55 (EUR 19,897.66)		
- with a remaining term of up to one year EUR 367,705.25 (EUR 358,847.68)		
- with a remaining term of more than one year EUR 222,092.22 (EUR 277,097.33)		
	31.12.2021	31.12.2020
	EUR	EUR
Loan. KSK # 6255816579	217,598.00	248,684.00
Loan. KSK # 6255816562	23,210.00	40,990.00
Loan. KSK # 6255897471	28,984.00	35,432.00
Sales account M. Schetter	20,088.22	19,889.33
Liabilities from deliveries+services	173,705.82	155,018.57
Other liabilities (up to 1 y)	33,160.09	32,683.76
Loan In Shape Göppingen GmbH	0.00	100,028.06
Loan In Shape Holding GmbH	8.33	8.33
Advance payments received 19% VAT	86,242.15	0.00

Liabilities from wages and salaries	3,896.31	1,930.75
Liabilities age and church tax	589.75	5.48
Liabilities social security	244.67	1,274.73
Advance contribution to social insurance carrier	2,070.13	0.00
	589,797.47	635,945.01
	31.12.2021	31.12.2020
	EUR	EUR
D. Prepaid expenses	0.00	178.50
	31.12.2021	31.12.2020
	EUR	EUR
Total liabilities	635,669.47	685,239.51

Income statement

	2021	2020
	EUR	EUR
1. Gross result	490,387.18	514,350.88
	2021	2020
	EUR	EUR
Disposals of tangible fixed assets,	-4,004.00	0.00
Other operating regular income	1,841.62	2,151.63
Rescue package	6,864.41	5,816.48
Other regular operating income	1,459.50	5,039.00
Other income irregular	179,873.82	81,673.87
Reimbursements Expenditure Compensation Act	462.94	408.16
Third-party services	-12,585.00	-12,120.26

Incoming goods	-45.23	0.00
Goods receipt 7% input tax	-9,874.57	-11,763.90
Incoming goods 19% input tax	-2,674.06	-3,105.55
Discounts received	276.20	356.75
Change in inventory of RHB materials / goods	1,281.38	1,015.43
Revenues 7 % VAT	4,858.85	7,996.30
Revenues 16 % VAT	781.90	195.47
Revenues 19 % VAT	289,629.96	423,738.32
Other. Revenues, regular and accrued	6,502.92	4,970.58
Other. Operating and regular income	15,736.54	7,978.60
Non-taxable turnover (internal turnover)	10,000.00	0.00
	490,387.18	514,350.88

2. Personnel expenses

	2021	2020
	EUR	EUR
a) Wages and salaries	78,455.13	131,347.04
	2021	2020
	EUR	EUR
Wages and salaries	54,115.31	86,728.80
Other personnel costs	300.00	650.00
Fees Dual Universities	7,820.00	12,911.00
Wages for mini-jobs	16,110.41	30,236.45
Flat-rate tax for shareholders	-216.00	216.00
Flat rate tax for temporary workers	325.41	604.79
	78,455.13	131,347.04

b) Social security contributions**20,523.37** **24.357,70****2021**
EUR**2020**
EURStatutory social expenses
Contributions to the employers' liability insurance association
Voluntary social expenditure. LSt-free19,489.37 22,527.97
800.00 1,274.73
234.00 555.00

20,523.37 24,357.70

3. Depreciations**2021**
EUR**2020**
EUR**a) on intangible and tangible fixed assets****82,955.00** **82,014.50****2021**
EUR**2020**
EURDepreciation of property, plant and equipment
Depreciation on buildings
Immediate write-off GWG
Depreciation on WG collective items42,939.00 42,467.50
38,893.00 38,893.00
469.00 0.00
654.00 654.00

82,955.00 82,014.50

4. Other operating expenses	227,775.75	277,771.48
	2021	2020
	EUR	EUR
Disposals of tangible fixed assets, Residual book value	2,033.00	2,375.00
Donations, charitable donations	665.65	1,456.88
Allocation on receivables	115.00	75.00
Rent, immovable assets	125,921.85	127,200.00
Gas, electricity, water	27,854.77	44,576.80
Cleaning	24,506.63	26,775.53
Maintenance of operational premises	6,700.51	3,586.90
Other room costs	150.00	0.00
Contributions & Insurances	1,536.16	1,859.77
Contributions	920.49	2,188.57
Fees client list	0.00	12,030.00
Advertising costs & decoration	1,238.97	8,153.89
Giveaway	420.00	0.00
Representation costs	18.13	0.00
Increase counter package	832.26	8,229.27
Employee travel expenses, travel costs	60.00	519.56
Travel expenses Emp. Additional subsistence expenses	28.00	140.00
Repair/maintenance of other equipment and office equipment	7,052.49	5,104.14
Maintenance costs for hardware and software	2,467.00	2,904.13
Other repairs and maintenance	0.00	318.55
Rental leasing of movable, technical equipment	1,120.00	1,920.00
Porto	872.96	1,026.48
Telephone costs	923.40	911.46
Office supplies	465.51	666.38
Trade literature	466.36	466.29
Legal and consulting fees	3,010.00	1,149.99
Accounting costs	4,420.00	5,400.00
Acquisition and audit costs	3,500.80	3,702.82
Rents for facilities movable	2,933.80	3,029.04
Effort overburden/waste disposal	1,087.20	1,767.00
Ancillary costs of monetary transactions	1,044.61	1,214.99
Charges for returned direct debits	-375.39	-2,503.33
Cash fees	11.79	14.34
RLS Fees	436.75	-408.00
Other operating supplies	5,250.94	6,908.54

Tools and small equipment	86.11 227,775.75	5,001.49 277,771.48
5. Other interest and similar income	0,00	82,39
	2021 EUR	2020 EUR
Other interest and similar income	0.00	82.39
	2021 EUR	2020 EUR
6. Interest and similar expenses	5,860.70	6,783.35
	2021 EUR	2020 EUR
Interest expenses for current liability.	198.89	277.33
Interest expenses for current liabilities.	5,661.81	6,506.02
	5,860.70	6,783.35
	2021 EUR	2020 EUR
7. Taxes on income and earnings	-5,704.00	-6,104.00
- income from additions and dissolu- Deferred taxes of EUR 5,704.00 (EUR 6,104.00)		
	2021 EUR	2020 EUR
Income Additions to/reversal of deferred taxes	-5,704.00	-6,104.00

	2021 EUR	2020 EUR
8. Result after taxes	80,521.23	-1,736.80
	2021 EUR	2020 EUR
9. Net profit for the year	80,521.23	-1,736.80

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 0.00).

Information on receivables from shareholders

The value of receivables from shareholders amounts to EUR 182,153.23 (previous year: EUR 75,738.02).

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 0.00 (previous year: EUR 3,192.00).

The total amount of liabilities recognised in the balance sheet that are secured by pledges or similar rights is EUR 269,792.00.

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 367,705.25 (previous year: EUR 358,847.68).

The amount of liabilities with a remaining term of more than one year is EUR 222,092.22 (previous year: EUR 277,097.33).

Information on liabilities to shareholders

The amount of liabilities to shareholders is EUR 20,096.55 (previous year: 19,897.66 EUR).

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 179,873.82.

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 24.

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 2021 to 31 December 2021 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, 16 May 2022

Michael Schaile

Tax consultant