

ANNUAL REPORT 2020
Joint Stock Company "SMP Odyssey 12"

Moscow 2021

General information about the society

Full brand name:

Joint Stock Company "SMP Odyssey 12" (hereinafter referred to as the "Company") Abbreviated corporate name of the Company: JSC "SMP Odyssey 12".

Location of the Company

Location: 127018, Moscow, Sushevsky Val street, 16, building 3, floor 7, room 12.

Postal address: 127018, Moscow, Sushevsky Val street, 16, building 3 Contact phone numbers of the Company, e-mail address: Tel./fax: +7 (495) 198-13-12

Email address: e.malik@odyssey12.com

The address of the Internet page on which the text of the Company's annual report is published is <https://www.odyssey12.com/>

Number and date of issue of the certificate of state registration as a legal entity:

1207700070490 dated February 18, 2020

Main activity: providing tax compensation services to foreign citizens.

The number of employees in the company: 11 people

Full name and address of the registrar: Joint Stock Company "VTB Registrar", 127015, Moscow, St. Pravda 23

Authorized capital (rubles): 1,000,000

Total number of shares: 1,000

Number of ordinary shares: 1,000

Par value of ordinary shares (rubles): 1,000

State registration number of the issue of ordinary shares and the date of state registration:

No. 1-01-000016-G dated February 10, 2020

Shareholders of the company, whose share in the authorized capital is more than 2 percent:

3 persons

The full name and address of the auditor of the company: Limited Liability Company "Society of Certified Experts and Auditors", 109147, Moscow, Bolshaya Andronievskaya street, house number 23, building 1, room 6.

Information on holding general meetings of shareholders.

Meeting of shareholders (number and date of the minutes, agenda items):

Minutes No. 1 dated January 27, 2020

Agenda items

1. On the establishment of the Joint Stock Company "SMP Odyssey".
2. On approval of the full and abbreviated names of the Company.
3. On determining the location of the company.
4. On approval of the size of the authorized capital of the Company, the procedure for distributing shares between the founders, as well as the procedure for paying for the shares of the Company upon its establishment.
5. Conclusion of the Agreement on the establishment of the Company and approval of the Charter of the Company.
6. On the election of the General Director of the Company.
7. On approval of the registrar of the Company and the terms of the agreement with him.
8. On approval of the Decision on the issue of shares to be placed at the establishment of the Joint Stock Company "SMP Odyssey".
9. Approval of the seal sketch and appointment of the person responsible to produce the seal of the Company.
10. Appointment of the applicant for state registration.

Minutes No. 2 dated March 15, 2021, Agenda items

1. On the election of the General Director of the Company.
2. On approval of the auditor of the Company.
3. On changing the name of the Company.
4. On the establishment of the Board of Directors of the Company.
5. On approval of the new version of the Articles of Association of the Company.

Information about the board of directors (supervisory board) of the joint stock company.

Members of the Board of Directors have not been determined as of the date of the annual report. There is no supervisory board.

Information on the audit commission of the joint-stock company.

The Audit Commission is absent as of the date of the annual report.

Information about the executive body of the joint-stock company.

Surname, name, patronymic: Malik Evgeny Evgenievich

Year of birth: 1985

Education: higher, in 2010 graduated from Lomonosov Moscow State University - Master's degree in Management

Period	Organization	Position
2016–2019	Nexia Pacioli Consulting LLC	Project Director
2013–2016	Loyalty Laboratory LLC	General Director
2008–2013	Customs Payment System LLC	Head of the department for work with customs authorities

Information on the existence of a regulation on remuneration of the company's executive body and its relationship with the system of key performance indicators of the company's activities: there are no provisions.

Share in the authorized capital of the company: none.

The position of the joint stock company in the industry.

The period of the company's activity in the industry: 1 year

The main competitors of the company in this industry:

LLC "GLOBAL BLUE", LLC "PLANET PAYMENT RUS", LLC "SKY FINSERVICE"

The share of the company in the relevant segment of the market in the context of the main types of activities of the company has not been determined due to the preliminary preparation of the company for entering the relevant market.

The main directions of development of the joint stock company.

Information on the strategy and long-term program for the development of society:

- Launch and registration of the ODY12TF program by the end of 2021.
- Registration of the trademark "Odyssey 12" by the end of 2021.
- Increase of points of sale of the software product in Russia and the CIS by below 2,000 by the end of 2025.
- Development of an optional incentive program, taking into account the fulfillment of key performance indicators of the company's management by the end of 2021.
- Market share of TAX FREE in Russia and the CIS e below 30% by the end of 2022.
- Creation of a holding structure in a foreign jurisdiction by the end of 2025.
- Entering international markets with a software product until 2025.

The structure of a joint stock company.

The Company does not have any form of participation in commercial and non-commercial organizations.

The company does not have shares of participation in the authorized capital from 2 to 20 percent in economic entities.

The company has no shares in the authorized capital from 20 to 50 percent of affiliated companies.

The company has no shares of the company in the authorized capital from 50 percent + 1 share to 100 percent in subsidiaries.

There is no holding structure as of the date of the annual report.

The company did not enter into a contract for the sale and purchase of shares, stocks, shares of economic partnerships and companies.

Information on major transactions made by the company in the reporting year, including the list of transactions made by the company in the reporting year, recognized in accordance with Federal Law No. 208-ФЗ dated 26.12.1995 "On Joint Stock Companies" as major transactions, as well as other transactions for making which, in accordance with the company's charter, the procedure for approving major transactions is extended, indicating for each transaction its essential conditions and the company's governing body that made a decision on its approval.

Date of transaction: March 20, 2020.

Subject and other essential terms of the transaction: Provision of a loan from a shareholder by transferring funds in the currency of the Russian Federation to the bank account of the Company.

The deadline for the fulfillment of obligations under the transaction, as well as information on the fulfillment of these obligations: until the parties fulfill their rights and obligations under the Agreement.

Information on the transactions concluded by the company in the reporting year, in which there is an interest, including the list of transactions made by the company in the reporting year, recognized in accordance with Federal Law No. 208-FZ dated 26.12.1995 "On Joint Stock Companies" as transactions in which there is an interest, with an indication of each transaction of the interested person (persons), essential conditions and the management body of the company that made the decision to approve it.

Date of transaction: April 11, 2020.

Subject and other essential terms of the transaction: Keeping accounting records of the financial and economic activities of the Company with I. P. Romanova

The deadline for the fulfillment of obligations under the transaction, as well as information on the fulfillment of these obligations: until January 31, 2021.

Date of transaction: September 1, 2020.

Subject and other essential terms of the transaction: Sublease of non-residential premises with a total area of 21.1 sq. m. with LLC "SMP Odyssey Technologies"

The deadline for the fulfillment of obligations under the transaction, as well as information on the fulfillment of these obligations: January 31, 2021.

Information on the distribution of the company's profit received in the reporting year.

Due to the loss for 2020, a report on the payment of dividends on the company's shares was not compiled.

The company did not send funds to the reserve fund or to other funds.

As of December 31, 2020, the amount allocated for the implementation of the Odyssey Tax Free investment project amounted to 14.2 million rubles. Basically, the project is financed at the expense of one of the shareholders of the Company.

The condition of the net assets of the company.

The value of the company's net assets is negative or less than the value of the authorized capital and amounts to -12 million rubles.

The main factor affecting the change in the value of net assets is the current situation with the spread of coronavirus infection, which has a significant impact on the industry due to the limited tourist flow due to the closure of borders.

Significant factors for improving the dynamics of the value of net assets can be called the following: opening of borders / restoration of tourist flow, vaccination of a sufficient number of the population, resumption of air traffic, adoption of a law at the federal level on reducing the cost of a check to 5,000 rubles, expansion of the regional presence, as well as inclusion in the list alcoholic beverages.

Information on the volume of each of the types of energy resources used by the Company in the reporting year (nuclear energy, thermal energy, electric energy, electromagnetic energy, oil, automobile gasoline, diesel fuel, heating oil, natural gas, coal, oil shale, peat, etc.) etc.).

According to the Company, the total costs of paying for the energy resources used during 2020, namely electricity and heat, are included in the lease agreement for non-residential premises with Dubovets LLC.

Description of the following main risk factors associated with the activities of the joint stock company.

Risks associated with current litigation in which the Company is involved.

Currently, there are significant risks associated with the participation of the Company in litigation, because of considering which sanctions may be imposed on the Company and that may significantly affect the financial and economic activities of the Company, no. In view of this

circumstance, in the opinion of management Companies, these risks are absent.

Risks associated with the possible liability of the Company for the debts of third parties.

In the opinion of the management bodies of the Company, the Company does not have these risks since the Company has not provided and does not plan to provide collateral for the debts of third parties in the future.

Information on the Company's compliance with the principles and recommendations of the Corporate Governance Code.

The principles and recommendations of the Corporate Governance Code related to the organizational and legal form of a joint stock company and mandatory for the company to comply with.

General Director



Malik Evgeniy Evgenievich