

NDS Denmark ApS

Lautrupsgade 7

2100 København Ø

CVR No. 14724788

Annual Report

1. august 2015 - 31. juli 2016

25. financial year

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 5 December 2016

Torben Waage
Chairman

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NDS Denmark ApS

Management's Statement

Today, Management has considered and adopted the Annual Report of NDS Denmark ApS for the financial year 1 August 2015 - 31 July 2016.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 31 July 2016 and of the results of the Company's operations for the financial year 1 August 2015 - 31 July 2016.

In our opinion, the Management's Review includes a true and fair account of the matters addressed in the review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

København, 5 December 2016

Executive Board

David James Sweet

Man. Director

Supervisory Board

Ismat Levin

Chairman

David James Sweet

Evan Barry Sloves

Independent Auditor's Report

To the shareholders of NDS Denmark ApS

Report on the Financial Statements

We have audited the Financial Statements of NDS Denmark ApS for the financial year 1 August 2015 - 31 July 2016 comprising Accounting Policies, Income Statement, Balance Sheet and Notes. The Annual Report is presented in accordance with the Danish Financial Statements Act.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the Financial Statements in accordance with the Danish Financial Statements Act, and for such internal controls as Management determines is necessary to enable preparation of Financial Statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the Financial Statements based on our audit. We have conducted our audit in accordance with international standards on auditing and additional requirements under Danish auditor regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain a reasonable degree of assurance as to whether the Financial Statements are free from material misstatements.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The audit procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements in the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal controls relevant to the Company's preparation of Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the Financial Statements.

In our opinion, the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our audit has not resulted in any qualifications.

Opinion

In our opinion, the Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company at 31 July 2016 and of the results of the Company's operations for the financial year 1 August 2015 - 31 July 2016 in accordance with the Danish Financial Statements Act.

NDS Denmark ApS

Independent Auditor's Report

Statement on Management's Review

We have read Management's Review in accordance with the Danish Financial Statements Act. We have not performed any procedures additional to the audit of the Financial Statements. On this basis, in our opinion, the information provided in Management's Review is in accordance with the Financial Statements.

København, 5 December 2016

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR-no. 33771231

Jan Boje Andreassen
State Authorised Public Accountant

NDS Denmark ApS

Company details

Company	NDS Denmark ApS Lautrupsgade 7 2100 København Ø
Telephone	70210200
Telefax	70210201
CVR No.	14724788
Date of formation	1 November 1990
Financial year	1 August 2015 - 31 July 2016
Supervisory Board	Ismat Levin, Chairman David James Sweet Evan Barry Sloves
Executive Board	David James Sweet, Man. Director
Administration company	Cisco Systems Danmark ApS
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 2900 Hellerup CVR-no.: 33771231

Management's Review

The Company's principal activities

The Company's principal activities are to develop and integrate iTV services across satellite, terrestrial and cable platforms.

The company awaits decision from the shareholders concerning its future developments.

Development in activities and financial matters

The Company's Income Statement of the financial year 1. august 2015 - 31. juli 2016 shows a result of DKK 50.052 and the Balance Sheet at 31. juli 2016 a balance sheet total of DKK 26.710.581 and an equity of DKK -67.774.652.

Capital resources

The Company has lost its equity and is therefore subject to the rules under the Danish Companies Act. section 119 regarding capital loss. The ultimate parent company, Cisco Systems Inc., has issued a letter of support which is valid until the next financial year. We refer to note 6 to the financial statements.

Post financial year events

After the end of the financial year, no events have occurred which may change the financial position of the Company substantially.

Expectations for the future

The Company is expecting to transfer its activities to Cisco Systems Danmark ApS during the next financial year.

The Board of the Company has in connection with above started the process with liquidation of the Company.

Accounting Policies

Reporting Class

The Annual Report of NDS Denmark ApS for 2015/16 has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The Company has also decided to follow the class B and C rules on management's review.

The accounting policies applied remain unchanged from last year.

Reporting currency

The Annual Report is presented in Danish kroner.

Translation policies

Transactions in foreign currencies are translated into DKK at the exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into DKK based on the exchange rates prevailing at the balance sheet day. Realised and unrealised foreign exchange gains and losses are included in the Income Statement under Financial Income and Expenses.

General Information

Basis of recognition and measurement

Income is recognised in the Income Statement as it is earned, including value adjustments of financial assets and liabilities that are measured at fair value or amortised cost. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the Income Statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the Income Statement.

Assets are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will accrue to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the Balance Sheet when it is probable that future economic benefits attributable to the asset will flow out of the Company, and the value of the liability can be measured reliably.

At initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Certain financial assets and liabilities are measured at amortised cost, which involves the recognition of a constant effective interest rate over the term. Amortised cost is calculated as original cost less repayments and with the addition/deduction of the accumulated amortisation of the difference between the cost and the nominal amount. This way, exchange losses and gains are allocated over the term.

In connection with recognition and measurement, consideration is given to predictable losses and risks occurring prior to the presentation of the Annual Report, i.e. losses and risks which prove or disprove matters which exist at the balance sheet date.

Accounting Policies

Income Statement

Gross profit/loss

The Company has decided to aggregate certain items of the Income Statement in accordance with the provisions of Section 32 of the Danish Financial Statements Act.

Revenue

Income from delivery of services is recognised as revenue as the service is delivered.

Other external expenses

Other external expenses comprise expenses regarding sale and administration.

Financial income and expenses

Financial income and expenses are recognised in the Income Statement with the amounts that concern the financial year. Financial income and expenses include interest income and expenses, realised and unrealised capital gains and losses regarding debt and foreign currency transactions as well as surcharges and allowances under the tax repayment scheme.

Tax on net profit/loss for the year

Tax on net profit/loss for the year comprises current tax on expected taxable income of the year and the year's adjustment of deferred tax less the part of the tax of the year that relates to changes in equity. Current and deferred tax regarding changes in equity is recognised directly in equity. The Company and the Danish associates are taxed jointly. The Danish income tax is distributed between profit- and loss-making Danish enterprises in relation to their taxable income (full distribution).

Balance Sheet

Receivables

Receivables are measured at amortised cost which usually corresponds to the nominal value. The value is reduced by write-downs for expected bad debts.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank..

Deferred tax

Deferred tax and the associated adjustments for the year are determined according to the balance-sheet liability method as the tax base of all temporary differences between carrying amounts and the tax bases of assets and liabilities.

Deferred tax assets, including the tax base of tax losses allowed for carryforward, are recognised at the value at which they are expected to be used, either by elimination in tax on future earnings or by set-off against deferred tax liabilities in enterprises within the same legal entity and jurisdiction.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax.

Financial liabilities

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

Current tax liabilities

Current tax liabilities and current tax receivables are recognised in the Balance Sheet as calculated tax on the expected taxable income for the year, adjusted for tax on taxable income for previous years as well as for tax prepaid.

Income Statement

	Note	2015/16 kr.	2014/15 kr.
Gross profit		38.209	60.498
Finance income	1	12.727	75.876
Finance expences	2	-884	-28.371
Profit from ordinary activities before tax		50.052	108.003
Tax expense on ordinary activities		0	0
Profit		50.052	108.003
Proposed distribution of results			
Retained earnings		50.052	108.003
		50.052	108.003

NDS Denmark ApS

Balance Sheet as of 31. July

	Note	2016 kr.	2015 kr.
Assets			
Deposits, investments		15.000	15.000
Investments		15.000	15.000
Fixed assets			
Short-term receivables from group enterprises		26.560.076	26.262.735
Other short-term receivables		2.841	19.690
Receivables		26.562.917	26.282.425
Cash and cash equivalents		132.664	392.850
Current assets		26.695.581	26.675.275
Assets		26.710.581	26.690.275

Balance Sheet as of 31. July

	Note	2016 kr.	2015 kr.
Liabilities and equity			
Contributed capital	3	2.000.000	2.000.000
Retained earnings	4	-69.774.652	-69.824.704
Equity		-67.774.652	-67.824.704
Trade payables		71.207	100.953
Payables to group enterprises		94.414.026	94.414.026
Short-term liabilities other than provisions		94.485.233	94.514.979
Liabilities other than provisions within the business		94.485.233	94.514.979
Liabilities and equity		26.710.581	26.690.275
Related parties	5		
Capital resources	6		
Contingent liabilities	7		

Notes

	2015/16	2014/15
1. Finance income		
Other finance income from group enterprises	12.727	75.876
	<u>12.727</u>	<u>75.876</u>
2. Finance expenses		
Finance expenses arising from group enterprises	0	28.293
Other finance expenses	884	78
	<u>884</u>	<u>28.371</u>
3. Contributed capital		
Balance at the beginning of the year	2.000.000	2.000.000
Balance at the end of the year	<u>2.000.000</u>	<u>2.000.000</u>
Share Capital of ('000 DKK) 2.000 is distributed on the following classes of shares:		
2.000 shares of DKK 1.000.		
The share capital has remained unchanged for the last 5 years.		
4. Retained earnings		
Balance at the beginning of the year	-69.824.704	-69.932.707
Additions during the year	50.052	108.003
Balance at the end of the year	<u>-69.774.652</u>	<u>-69.824.704</u>
5. Related parties		
The largest and smallest group, in which these financial statements of the company are consolidated, are those of Cisco Systems Inc. The registered office of Cisco Systems Inc. is 170 West Tasman Dr., San Jose, CA 95134, USA.		
6. Capital resources		
The company continues to have a negative shareholders' equity. NDS Denmark ApS has received a letter of support from Cisco Systems Inc. In addition NDS technologies, France has issued a letter, stating that no repayment will be demanded on the company loan, DKK 82,651 thousand during the financial year ending 31 July 2017. Based on the letter of support and the letter from NDS Technologies, France the Executive Board has presented the financial statements based on a going concern assumption.		
7. Contingent liabilities		
The Company is jointly taxed with the other enterprises in the group and are jointly and severally liable for the taxes that concern the joint taxation.		
The total amount appears from the annual report of Cisco Systems Danmark ApS which is the administration company in the joint taxation.		