

Crowe Statsautoriseret Revisionsinteressentskab v.m.b.a.

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Spectralink Europe ApS

Bygholm Søpark 21E 8700 Horsens

CVR no. 15 62 27 41

Annual report for 2019

(28th Financial year)

Adopted at the annual general meeting on 31 August 2020

Michael Larsen chairman

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Statement by management on the annual report

The Board of Directors and the Executive Board have today discussed and approved the annual report of Spectralink Europe ApS for the financial year 1 January - 31 December 2019.

The annual report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations for the financial year 1 January - 31 December 2019.

In our opinion, management's review includes a fair review of the matters dealt with in the management's review.

Management recommends that the annual report should be approved by the company in general meeting.

Horsens, 31 August 2020

Executive board

Douglas Charles Werking

Board of Directors

Gabriel Orvis Douglas Charles Werking chairman

Michael Larsen

Independent auditor's report

To the shareholder of Spectralink Europe ApS Opinion

We have audited the financial statements of Spectralink Europe ApS for the financial year 1 January - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity, notes and summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the company's financial position at 31 December 2019 and of the results of the company's operations for the financial year 1 January - 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements, that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Independent auditor's report

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

Independent auditor's report

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of management's review.

Hellerup, 31 August 2020 CVR no. 33 25 68 76



Lasse Nørgård State Authorized Public Accountant MNE no. mne10675

Company details

The company Spectralink Europe ApS

Bygholm Søpark 21E

8700 Horsens

CVR no.: 15 62 27 41

Reporting period: 1 January - 31 December 2019

Incorporated: 12. December 1991

Domicile: Horsens

Board of Directors Gabriel Orvis, chairman

Douglas Charles Werking

Michael Larsen

Executive board Douglas Charles Werking

Auditors Crowe

Statsautoriseret Revisionsinteressentskab v.m.b.a.

Rygårds Allé 104 2900 Hellerup

Consolidated financial statements

The company is reflected in the group report as the parent company.

The group annual report of the parent company may be obtained at the

following address:

Spectralink International Corporation

2560 55th Street,

Boulder, Colorado 80301

USA

Financial highlights

Seen over a 5-year period, the development of the Company may be described by means of the following financial highlights:

	2019	2018	2017	2016	2015
-	TDKK	TDKK	TDKK	TDKK	TDKK
Key figures					
Profit/loss					
Revenue	174.303	162.589	150.555	157.929	139.808
Gross profit	35.979	29.982	33.681	43.688	34.788
Profit/loss before net financials	-1.889	-3.578	-1.278	12.643	4.181
Net financials	-1.597	673	938	-1.147	-3.091
Profit/loss for the year	-2.698	-2.000	-373	9.854	1.063
Balance sheet total	51.475	52.020	50.399	57.593	57.672
Investment in property, plant and					
equipment	489	741	306	2.383	1.257
Equity	22.308	25.006	27.006	27.379	17.525
Number of employees	38	36	33	31	80
Financial ratios					
Gross margin	20,6%	18,4%	22,4%	27,7%	24,9%
Return on assets	-3,7%	-7,0%	-2,4%	21,9%	7,2%
Solvency ratio	43,3%	48,1%	53,6%	47,5%	30,4%
Return on equity	-11,4%	-7,7%	-1,4%	43,9%	6,3%

The financial ratios are calculated in accordance with the Danish Finance Society's recommendations and guidelines. For definitions, see the summary of significant accounting policies.

Management's review

Business activities

The Spectralink Group is specialised in the development, production and marketing of enterprise wireless data and telecommunications systems distributed all over the world.

Spectralink Europe ApS' solutions are based on open standards and interoperate with most existing and future communications systems. End-users are offered wireless and mobile solutions and are thereby more flexible for work purposes.

Financial review

The company's income statement for the year ended 31 December 2019 shows a loss of TDKK 2.698, and the balance sheet at 31 December 2019 shows equity of TDKK 22.308.

Spectralink Europe ApS realised revenue of DKK 174.3 million for 2019 as against revenue of DKK 162.6 million in 2018, an increase of 7%.

For 2019, the company reported a loss of DKK 2.7 mill. against a loss of DKK 2,0 mill. in 2018.

Management considers the results satisfactory and within expactations.

Research and development activities in or for the company

Development activities primarily relate to technologies, hardware and software for wireless data and telecommunications.

The Company strives at employing staff with a high educational level - the critical business processes being product development, production and service.

The employees have the following educational background at the end of 2019: Higher and medium-high education 100%

Outlook

Covid 19 has had its impact on Spectralink Europe performance in 2020. Business environment in EMEA started out good and the company had a good performance the first maonths of 2020. Unfortunately Covid 19 changed all this. Due to covid 19 all business in EMEA closed down for months and it has it impact on Spectralink Europe performance in 2020. However, we expect to return to more normal situation the last months of 2020.

Significant events occurring after the end of the financial year

No events have occured after the balance sheet date which could significantly affect the company's financial position.

The annual report of Spectralink Europe ApS for 2019 has been prepared in accordance with the provisions of the Danish Financial Statements Act concerning medium-sized reporting class C entities.

The accounting policies applied are consistent with those of last year.

The annual report for 2019 is presented in TDKK.

Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including amortisation, depreciation and impairment losses, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow 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 will flow from the company and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. On subsequent recognition, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated as the historic cost less any installments and plus/less the accumulated amortisation of the difference between the cost and the nominal amount.

On recognition and measurement, allowance is made for predictable losses and risks which occur before the annual report is presented and which confirm or invalidate matters existing at the balance sheet date.

Income statement

Revenue

Revenue from the sale of goods for resale and finished goods is recognised in the income statement, provided that the transfer of risk, usually on delivery to the buyer, has taken place and that the income can be measured reliably and is expected to be received.

Revenue from services, comprising service contracts and extended warranties relating to products and contracts sold is recognised on a straight-line basis as the services are provided.

Revenue is measured at fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. Revenue is net of all types of discounts granted.

Cost of sales

Costs of sales comprises costs incurred to achieve revenue for the year. Cost comprises purchases of finished goods and goods for resale, management services, direct labour costs, depreciation and amortisation.

Production costs also includes research and development costs that do not qualify for capitalisation as well as amortisation of capitalised development costs.

Distribution costs

Distribution costs comprise costs in the form of salaries to sales and distribution staff, advertising and marketing expenses as well as operation of motor vehicles, depreciation, etc.

Administrative costs

Administrative costs comprise expenses for Management, administrative staff, office expenses, depreciation, etc.

Financial income and expenses

Financial income and expenses include interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments as well as extra payments and repayment under the on account taxation scheme.

Tax on profit/loss for the year

The company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. Subsidiaries participate in the joint taxation arrangement from the time when they are included in the consolidated financial statements and until the time when they withdraw from the consolidation.

On payment of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have been able to use tax losses to reduce their own taxable profits.

Tax for the year, which comprises the current tax charge for the year and changes in the deferred tax charge, is recognised in the income statement as regards the portion that relates to the profit/loss for the year and directly in equity as regards the portion that relates to entries directly in equity.

Balance sheet

Intangible assets

Development projects

Development costs comprise costs directly attributable to the company's development activities.

Development projects recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Following the completion of the development work, development costs are amortised on a straight-line basis over the estimated useful life. The amortisation period is usually three years.

Gains and losses on the disposal of development projects, patents and licences are determined as the difference between the selling price less costs to sell and the carrying amount at the date of disposal. Gains or losses are recognised in the income statement as other operating income or other operating expenses, respectively.

Tangible assets

Items of plant and machinery and fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

The depreciable amount is cost less the expected residual value at the end of the useful life.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Where individual parts of an item of property, plant and equipment have different useful lives, the cost is divided into separate parts, which are depreciated separately.

Straight-line depreciation is provided on the basis of the following estimated useful lives of the assets:

	Usefi	ıl life
Plant and machinery	3-5	years
Other fixtures and fittings, tools and equipment	3-5	years
Leasehold improvements	5	years

Assets costing less than DKK 6.300 are expensed in the year of acquisition.

Gains or losses from the disposal of property, plant and equipment are recognised in the income statement as other operating income or other operating expenses, respectively.

Impairment of fixed assets

The carrying amount of intangible assets, plant and equipment is reviewed for impairment, other than what is reflected through normal amortisation and depreciation, on an annual basis.

Where there is evidence of impairment, an impairment test is performed for each individual asset or group of assets, respectively. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

Stocks

Stocks are measured at cost using the FIFO method. Where the net realisable value is lower than the cost, inventories are recognised at this lower value.

The cost of goods for resale, raw materials and consumables comprises the purchase price plus delivery costs.

The cost of finished goods and work in progress includes the cost of raw materials, consumables, direct cost of labour and production overheads.

Production overheads include the indirect cost of materials, wages and salaries as well as maintenance and depreciation of production machinery, buildings and equipment and expenses relating to plant administration and management. Borrowing costs are not recognised in the cost.

The net realisable value of stocks is calculated as the selling price less costs of completion and expenses incurred to effect the sale. The net realisable value is determined taking into account marketability, obsolescence and expected selling price movements.

Receivables

Receivables are recognised at the lower of amortised cost and net realisable value, corresponding to nominal value less write-downs for bad debt losses. Write-downs for bad debts are calculated based on an individual assessment of each receivable.

Prepayments

Prepayments recognised under 'Current assets' comprises expenses incurred concerning subsequent financial years.

Equity

Reserve for development costs

Reserve for development cost include recognized development. The reserve can not be used for dividend or to cover deficits. The reserve is reduced or dissolved if the recognized development costs are amortized or sold from the company's operations. This is done by transferring directly to distributable reserves in equity.

Dividends

Proposed dividends are disclosed as a separate item under equity. Dividends are recognised as a liability when declared by the annual general meeting of shareholders.

Provisions

Provisions comprise expected expenses relating to warranty commitments, losses on work in progress, restructuring, etc. Provisions are recognised when, as a result of a past event, the company has a legal or constructive obligation and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Provisions are measured at the value in use.

Income tax and deferred tax

Current tax liabilities and current tax receivables are recognised in the balance sheet as the estimated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between the carrying amount of assets and liabilities and their tax base, calculated on the basis of the planned use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax losses allowed for carry forward, are measured at the value to which the asset is expected to be realised, either as a set-off against tax on future income or as a set-off against deferred tax liabilities within the same legal tax entity. Any deferred net tax assets are measured at net realisable value.

Liabilities

Liabilities, which include trade payables, payables to group entities and other payables, are measured at amortised cost, which is usually equivalent to nominal value.

Deferred income

Deferred income recognised under 'Current liabilities' comprises payments received concerning income in subsequent financial years.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Foreign-exchange differences arising between the exchange rates at the transaction date and at the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Cash flow statement

No cash flow statement has been prepared for the company, as the company's cash flows are included in the consolidated cash flow statement.

Financial highlights

Definitions of financial ratios.		
Grass margin ratio	Gross profit x 100	
Gross margin ratio	Revenue	
Detrom or contr	Profit/loss before financials x 100	
Return on assets	Average assets	
C. L	Equity at year-end x 100	
Solvency ratio ———	Total assets at year-end	
D	Net profit for the year x 100	
Return on equity ———	Average equity	_

Income statement 1 January 2019 - 31 December 2019

	Note	2019	2018
		TDKK	TDKK
Revenue		174.303	162.589
Cost of sales		-138.324	-132.607
Gross profit		35.979	29.982
Distribution costs		-15.436	-10.199
Administrative costs		-22.432	-23.361
Operating profit/loss		-1.889	-3.578
Financial income		0	1.613
Financial expenses	2	-1.597	-940
Profit/loss before tax		-3.486	-2.905
Tax on profit/loss for the year	3	788	905
Net profit/loss for the year		-2.698	-2.000
Distribution of profit	4		

Balance sheet at 31 December 2019

	Note	2019	2018
		TDKK	TDKK
Assets			
Completed development projects		2.056	2.592
Development projects in progress		836	263
Intangible assets	5	2.892	2.855
Plant and machinery		382	557
Other fixtures and fittings, tools and equipment		488	598
Leasehold improvements		35	47
Property, plant and equipment in progress		530	41
Tangible assets	6	1.435	1.243
Total non-current assets		4.327	4.098
Finished goods and goods for resale		17.430	19.835
Stocks		17.430	19.835
Trade receivables		9.368	13.010
Receivables from group enterprises		8.811	1.419
Other receivables		550	347
Deferred tax asset	7	1.908	1.120
Prepayments	8	1.017	1.124
Receivables		21.654	17.020
Cash at bank and in hand		8.064	11.067
Total current assets		47.148	47.922
Total assets		51.475	52.020

Balance sheet at 31 December 2019

	Note	2019	2018
		TDKK	TDKK
Equity and liabilities			
Share capital		10.000	10.000
Reserve for development costs		2.217	2.181
Retained earnings		10.091	12.825
Equity		22.308	25.006
Other provisions	9	6.186	703
Total provisions		6.186	703
Trade payables		9.598	14.650
Payables to group enterprises		2.983	3.082
Other payables		5.357	6.185
Deferred income	10	5.043	2.394
Total current liabilities		22.981	26.311
Total liabilities		22.981	26.311
Total equity and liabilities		51.475	52.020
Staff	1		
Contingent liabilities	11		
Related parties and ownership structure	12		

Statement of changes in equity

		D. C		
		Reserve for		
		development	Retained	
	Share capital	development costs	Retained earnings	Total
Equity 1 January 2018		costs	earnings	
Equity 1 January 2018 Net profit/loss for the year	Share capital 10.000 0	•		Total 27.006 -2.000

		2018 TDKK
1 Staff	TERR	IDKK
Wages and Salaries	28.030	29.165
Pensions	3.844	3.423
Other social security expenses	187	158
	32.061	32.746
Average number of employees	38	36
According to section 98 B(3) of the Danish Financial Statements Act, re Board has not been disclosed.	enumeration to tl	ne Executive
2 Financial expenses		
Interest paid to group enterprises	236	291
Other financial costs	736	649
Exchange loss	625	0
	1.597	940
3 Tax on profit/loss for the year		
Deferred tax for the year	-788	-905
	-788	-905
4 Distribution of profit		
Reserve for development costs	36	-393
Retained earnings	-2.734	-1.607
	-2.698	-2.000

5 Intangible assets

	Completed development projects	Development projects in progress
Cost at the beginning	50.372	263
Additions for the year	963	836
Transfers for the year	263	-263
Cost at the end	51.598	836
Depreciation losses and impairment at the beginning	47.779	0
Depreciation for the year	1.763	0
Depreciation losses and impairment at the end	49.542	0
Carrying amount at the end	2.056	836

The Company is constantly developing its products. Development projects in progress relates to new features.

6 Tangible assets

	Plant and machinery	Other fixtures and fittings, tools and equipment	Leasehold improvements	Property, plant and equipment in progress
Cost at the beginning	15.006	6.431	160	41
Additions for the year	0	0	0	489
Cost at the end	15.006	6.431	160	530
Impairment losses and depreciation at the beginning	14.449	5.834	113	0
Depreciation for the year	175	109	12	0
Impairment losses and depreciation at the end	14.624	5.943	125	0
Carrying amount at the end	382	488	35	530

7	Provision for deferred tax	2019 TDKK	TDKK
	Provision for deferred tax at the beginning	-1.120	-215
	Deferred tax recognised in income statement	-727	-905
	Provision for deferred tax at the end		-1.120
	Intangible assets	636	628
	Property, plant and equipment	-594	-835
	Other taxable temporary differences	224	247
	Tax loss carry-forward	-2.113	-1.160
	Transferred to deferred tax asset	1.908	1.120
		0	0
	Deferred tax asset		
	Calculated tax asset	1.908	1.120
	Carrying amount	1.908	1.120

8 Prepayments

Prepayments comprise prepaid expenses regarding rent, homologation, insurance premiums, subscriptions and interest.

9 Other provisions

Balance at the end	6.186	703
Provision in year	5.483	112
Balance at beginning of year	703	591

10 Deferred income

Deferred income consists of payments received in respect of income in subsequent years.

11 Contingent liabilities

The Company has entered into rent agreements and operating leases amounting TDKK 1,250.

The Company is jointly taxed with other Danish group companies. The jointly taxed companies have joint and unlimited liability for Danish corporation taxes and withholding taxes on dividends, interest and royalties.

12 Related parties and ownership structure

Controlling interest

The company is controlled by Mobile Devices Parent Holdings LLC.

Other related parties

Spectralink International Corporation, group enterprise.

Transactions

Spectralink Europe A/S have the following transactions with related parties in 2019 (TDKK):

Sale of goods to group enterprises	9,338
Purchase of goods from group enterprises	35,198
Purchase of services from group enterprises	8,688
Royalty to group enterprises	0
Interest paid to group Enterprises	236