

Dell Software ApS

Arne Jacobsens Allé 15 - 17

2300 København S

CVR No. 25620216

Annual Report 2015 (1 month)

15. financial period

The Annual Report was presented and
adopted at the Annual General Meeting of
the Company on 19 May 2015

Jacob Smith Madsen
Chair of the Shareholder Meeting

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Dell Software ApS

Management's Statement

Today, Management has considered and adopted the Annual Report of Dell Software ApS for the financial period 1 January 2015 - 31 January 2015.

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 January 2015 and of the results of the Company's operations for the financial period 1 January 2015 - 31 January 2015.

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

Copenhagen, 19 May 2015

Executive Board

James Mc Gowan
Man. Director

Supervisory Board

James Mc Gowan
Chairman

John O'Mara

Poul Adam Vieth

Janet Bawcom Wright

Aiden Lyne

Independent Auditor's Report

To the shareholders of Dell Software ApS

Report on the Financial Statements

We have audited the Financial Statements of Dell Software ApS for the financial period 1 January 2015 - 31 January 2015, which comprise Accounting Policies, Income Statement, Balance Sheet and Notes. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of the Financial Statements that give a true and fair view 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 conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance 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 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.

We believe that 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 financial position of the Company at 31 January 2015 and of the results of the Company's operations for the financial period 1 January 2015 - 31 January 2015 in accordance with the Danish Financial Statements Act.

Copenhagen, 19 May 2015

PricewaterhouseCoopers

Jesper Hansen
State Authorised Public Accountant

Thomas Lauritzen
State Authorised Public Accountant

Dell Software ApS

Company details

Company	Dell Software ApS Arne Jacobsens Allé 15 - 17 2300 København S
CVR No.	25620216
Date of formation	10 August 2000
Registered office	København
Financial period	1 January 2015 - 31 January 2015
Supervisory Board	James Mc Gowan, Chairman John O'Mara Poul Adam Vieth Janet Bawcom Wright Aiden Lyne
Executive Board	James Mc Gowan, Man. Director
Shareholders according to the Danish Companies Act	Dell Software International Ltd. Dell Building Citygate Park Mahon Cork Ireland
Parent Company	Denali Holding Inc. 1 Dell Way Round Rock, 78682 TX USA
Administration company	Dell A/S Arne Jacobsens Allé 15-17 2300 København S Denmark
Auditors	PricewaterhouseCoopers Strandvejen 44 2900 Hellerup CVR-no.: 33771231

Accounting Policies

Reporting Class

The Annual Report of Dell Software ApS for 2015 (1 month) has been presented in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied remain unchanged from last year.

The financial year has changed and the financial year 2015 comprise of 1 month and comparative of 12 months.

Reporting currency

The Annual Report is presented in Danish kroner.

Transactions in foreign currencies

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.

The accounting value of Intangible and tangible assets are examined on a yearly basis to determine if there are any indications of impairment, other than what has been declared by regular depreciations. If this is the case, an impairment will be done to the lowest recuperation value.

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 relating to software licenses is recognised as revenue as the service is delivered.

Pre-invoiced sale and services are deferred in the way that revenue is recognized over the life of the contracts.

Revenue is recognized excl. VAT, fees and discounts relating to the sale.

Other external expenses

Other external expenses comprise expenses regarding sale and administration.

Staff expenses

Staff expenses comprise wages and salaries, pensions and social security costs.

Other staff expenses are recognised in other external expenses.

Amortisation and impairment of tangible assets

Amortisation and impairment of tangible assets has been performed based on a continuing assessment of the useful life of the assets in the Company. Non-current assets are amortised on a straight line basis, based on cost, on the basis of the following assessment of useful life and residual values:

	Useful life	Residual value
Other fixtures and fittings, tools and equipment	3-7 years	0%
Leasehold improvements	5 years	0%

Financial income and expenses

Financial income and expenses are recognised in the Income Statement with the amounts that concern the financial period. 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).

Accounting Policies

Balance Sheet

Tangible assets

Tangible assets are measured at cost plus revaluations, if any, and less accumulated amortisation and impairment losses. Cost comprises the purchase price and costs directly attributable to the purchase until the date when the asset is available for use.

An impairment test of tangible assets is performed in the event of indications of a decrease in value. The impairment test is performed for each individual asset and group of assets, respectively. The assets are written down to the higher of the asset's or asset group's value in use and the net selling price (recoverable amount) in the event that this one is lower than the carrying amount.

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.

Accrued income, assets

Accrued income recognised in assets comprises prepaid costs regarding subsequent financial periods.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand.

Equity

Proposed dividend for the year is recognised as a separate item in equity.

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 (1 month) kr.	2014 (12 month) kr.
Gross profit/loss		1.217.182	9.791.665
Employee benefits expense	1	-1.137.809	-8.934.424
Depreciation, amortisation expense and impairment losses of property, plant and equipment recognised in profit or loss		-6.066	-80.625
Profit from ordinary operating activities		73.307	776.616
Finance income		0	6.601
Finance expences		-249	-4.101
Profit from ordinary activities before tax		73.058	779.116
Tax expense on ordinary activities		-18.092	-241.477
Profit		54.966	537.639
Proposed distribution of profit			
Retained earnings		54.966	537.639
		54.966	537.639

Balance Sheet as of 31. January

	Note	31-01-2015 kr.	31-12-2014 kr.
Assets			
Fixtures, fittings, tools and equipment		118.419	116.712
Property, plant and equipment		118.419	116.712
Fixed assets			
		118.419	116.712
Short-term receivables from group enterprises		982.595	311.408
Short-term tax receivables		0	574.696
Other short-term receivables		21.566	84.022
Current deferred tax		207.711	206.286
Receivables		1.211.872	1.176.412
Cash and cash equivalents		6.763.630	6.626.284
Current assets		7.975.502	7.802.696
Assets		8.093.921	7.919.408

Balance Sheet as of 31. January

	Note	31-01-2015 kr.	31-12-2014 kr.
Liabilities and equity			
Contributed capital	2	2.000.000	2.000.000
Retained earnings	3	3.153.969	3.099.003
Equity		5.153.969	5.099.003
Trade payables		723.832	814.160
Payables to group enterprises		95.854	0
Tax payables to group enterprises		216.117	0
Other payables		1.904.149	2.006.245
Short-term liabilities other than provisions		2.939.952	2.820.405
Liabilities other than provisions within the business		2.939.952	2.820.405
Liabilities and equity		8.093.921	7.919.408
Main activities	4		
Related parties	5		
Contingent liabilities	6		

Notes

	2015 (1 month)	2014 (12 month)
1. Employee benefits expense		
Wages and salaries	1.075.381	8.298.924
Post-employment benefit expense	59.734	589.780
Social security contributions	2.694	45.720
	<u>1.137.809</u>	<u>8.934.424</u>

2. Contributed capital

	31-01-2015	31-12-2014
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>

The share capital consists of 2,000,000 shares at DKK 1 each.

The shares have not been divided into classes.

The share capital has remained unchanged for the last 5 years.

3. Retained earnings

	31-01-2015	31-12-2014
Balance at the beginning of the year	3.099.003	2.561.364
Additions during the year	54.966	537.639
Balance at the end of the year	<u>3.153.969</u>	<u>3.099.003</u>

4. The Company's principal activities

The company purpose is to sell software-solutions on a business to business market.

5. Related parties

The company is a wholly owned subsidiary of Dell Software International Limited, a company incorporated in the Republic of Ireland which is its immediate parent company. The ultimate and controlling parent undertaking and controlling party is Denali Holding Inc. a company incorporated in the USA. Dell Inc. is the intermediate parent undertaking of the smallest and largest group to prepare consolidated accounts. Group financial statements can be obtained from Dell Inc., One Dell Way, Round Rock, Texas, USA.

6. 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 Dell A/S which is the administration company in the joint taxation.