

Psion ApS
Central Business Registration No
33066651
Hummeltoftevej 49
2830 Virum

Annual report 2015

The Annual General Meeting adopted the annual report on 20.05.2016

Chairman of the General Meeting

Name: Stephen Michael Piercey

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Entity details

Entity

Psion ApS
Hummeltoftevej 49
2830 Virum

Central Business Registration No: 33066651

Registered in: Virum

Financial year: 01.01.2015 - 31.12.2015

Executive Board

Ashley Arnold Ford
Stephen Michael Piercey

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
City Tower, Værkmestergade 2
8000 Aarhus C

Statement by Management on the annual report

The Executive Board have today considered and approved the annual report of Psion ApS for the financial year 01.01.2015 - 31.12.2015.

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 Entity's financial position at 31.12.2015 and of the results of its operations for the financial year 01.01.2015 - 31.12.2015.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 20.05.2016

Executive Board

Ashley Arnold Ford

Stephen Michael Piercey

Independent auditor's reports

To the owners of Psion ApS

Report on the financial statements

We have audited the financial statements of Psion ApS for the financial year 01.01.2015 - 31.12.2015, which comprise the accounting policies, income statement, balance sheet, statement of changes in equity 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 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 financial statements that are free from material misstatement, 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 about whether the financial statements are free from material misstatement.

An audit involves performing 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 of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Entity'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 Entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as 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 qualification.

Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31.12.2015 and of the results of its operations for the financial year 01.01.2015 - 31.12.2015 in accordance with the Danish Financial Statements Act.

Statement on the management commentary

Pursuant to the Danish Financial Statements Act, we have read the management commentary. We have not performed any further procedures in addition to the audit of the financial statements.

On this basis, it is our opinion that the information provided in the management commentary is consistent with the financial statements.

Aarhus, 20.05.2016

Deloitte

Statsautoriseret Revisionspartnerselskab

Morten Steinmetz
statsautoriseret revisor

CVR-nr. 33963556

Management commentary

Primary activities

The entity sell IT solutions and related services.

Development in activities and finances

Loss for the year is DKK 1,501k, which Management considers unsatisfactory.

The Entity has positive expectations for the financial year 2016, and Management expects the Entity to have sufficient liquidity to finance its future operations.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date which would influence the evaluation of this annual report.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of certain provisions for reporting class C.

The accounting policies applied for these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the one in effect at the payment date, or the rate at the balance sheet date are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

Income statement

Gross profit or loss

Gross profit or loss comprises revenue, costs of raw materials and consumables, and external expenses.

Accounting policies

Revenue

Revenue from the sale of services is recognised in the income statement when delivery is made to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Costs of raw materials and consumables

Costs of raw materials and consumables comprise direct costs incurred for the sale of IT solutions for the financial year.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc.

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets and property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of intangible assets as well as property, plant and equipment.

Other financial income

Other financial income comprises interest income, including interest income and exchange adjustments from receivables from group enterprises.

Other financial expenses

Other financial expenses comprise interest expenses and exchange adjustment of liabilities etc. it also includes interest income and exchange adjustments from receivables from group enterprises

Income taxes

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Accounting policies

Balance sheet

Goodwill

Goodwill is amortised straight-line over its estimated useful life, which is determined based on the experience gained by Management for each business area. The amortisation period is five years.

Goodwill is written down to the lower of recoverable amount and carrying amount.

Intellectual property rights etc

Intellectual property rights comprise identifiable acquired customer relationships.

Rights to acquired customer relationships are measured at cost less accumulated amortisation. The amortisation period is five to eight years.

Customer relationships etc. are written down to the lower of recoverable amount and carrying amount.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less write-downs for bad and doubtful debts.

Deferred tax

Deferred tax is recognised on all temporary differences between the carrying amount and tax-based value of assets and liabilities, for which the tax-based value of assets is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

Income tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid tax.

Prepayments

Prepayments comprise costs incurred relating to subsequent financial years. Prepayments are measured at selling price.

Cash

Cash comprises bank deposits.

Accounting policies

Other financial liabilities

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

Deferred income

Deferred income comprises received income for recognition in subsequent financial years. Deferred income is measured at selling price.

Income statement for 2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Gross profit		16.823.870	3.788.996
Staff costs	1	(12.550.792)	(3.495.248)
Depreciation, amortisation and impairment losses		<u>(3.422.397)</u>	<u>(760.821)</u>
Operating profit/loss		850.681	(467.073)
Other financial income	2	22.667	329.745
Other financial expenses	3	<u>(3.044.307)</u>	<u>(5.598)</u>
Profit/loss from ordinary activities before tax		(2.170.959)	(142.926)
Tax on profit/loss from ordinary activities	4	<u>670.308</u>	<u>(3.680)</u>
Profit/loss for the year		<u>(1.500.651)</u>	<u>(146.606)</u>
Proposed distribution of profit/loss			
Retained earnings		<u>(1.500.651)</u>	<u>(146.606)</u>
		<u>(1.500.651)</u>	<u>(146.606)</u>

Balance sheet at 31.12.2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Acquired rights		824.937	0
Goodwill		12.382.520	17.163.089
Intangible assets	5	<u>13.207.457</u>	<u>17.163.089</u>
Other receivables		227.919	35.800
Fixed asset investments		<u>227.919</u>	<u>35.800</u>
Fixed assets		<u>13.435.376</u>	<u>17.198.889</u>
Trade receivables		14.124	457.362
Receivables from group enterprises		19.716.297	19.266.134
Deferred tax assets		682.592	230.151
Other short-term receivables		75.131	0
Income tax receivable		259.218	54.467
Prepayments		1.615	116.406
Receivables		<u>20.748.977</u>	<u>20.124.520</u>
Cash		<u>5.408.565</u>	<u>3.299.870</u>
Current assets		<u>26.157.542</u>	<u>23.424.390</u>
Assets		<u><u>39.592.918</u></u>	<u><u>40.623.279</u></u>

Balance sheet at 31.12.2015

	<u>Notes</u>	<u>2015 DKK</u>	<u>2014 DKK</u>
Contributed capital		80.000	80.000
Retained earnings		17.258.642	18.759.293
Equity		<u>17.338.642</u>	<u>18.839.293</u>
Trade payables		143.058	172.824
Debt to group enterprises		15.876.065	13.766.864
Other payables		3.298.751	5.384.085
Deferred income		2.936.402	2.460.213
Current liabilities other than provisions		<u>22.254.276</u>	<u>21.783.986</u>
Liabilities other than provisions		<u>22.254.276</u>	<u>21.783.986</u>
Equity and liabilities		<u><u>39.592.918</u></u>	<u><u>40.623.279</u></u>
Unrecognised rental and lease commitments	6		
Assets charged and collateral	7		

Statement of changes in equity for 2015

	Contributed capital DKK	Retained ear- nings DKK	Total DKK
Equity beginning of year	80.000	18.759.293	18.839.293
Profit/loss for the year	0	(1.500.651)	(1.500.651)
Equity end of year	80.000	17.258.642	17.338.642

Notes

	2015	2014
	DKK	DKK
1. Staff costs		
Wages and salaries	11.412.040	3.377.348
Pension costs	718.662	117.900
Other social security costs	420.090	0
	12.550.792	3.495.248
	2015	2014
	DKK	DKK
2. Other financial income		
Financial income arising from group enterprises	22.667	48.814
Other financial income	0	280.931
	22.667	329.745
	2015	2014
	DKK	DKK
3. Other financial expenses		
Financial expenses from group enterprises	81.215	0
Other financial expenses	2.963.092	5.598
	3.044.307	5.598
	2015	2014
	DKK	DKK
4. Tax on ordinary profit/loss for the year		
Change in deferred tax for the year	(444.514)	(35.017)
Adjustment relating to previous years	(272.334)	0
Effect of changed tax rates	46.540	38.697
	(670.308)	3.680

Notes

	Acquired rights DKK	Goodwill DKK
5. Intangible assets		
Cost beginning of year	0	17.909.310
Transfer to and from other items	1.002.908	(1.580.713)
Cost end of year	1.002.908	16.328.597
Amortisation and impairment losses beginning of year	0	(746.221)
Transfer to and from other items	0	65.863
Amortisation for the year	(177.971)	(3.265.719)
Amortisation and impairment losses end of year	(177.971)	(3.946.077)
Carrying amount end of year	824.937	12.382.520
	2015 DKK	2014 DKK
6. Unrecognised rental and lease commitments		
Commitments under rental agreements or leases until expiry	642.401	29.521
7. Assets charged and collateral		
None.		