BUUS JENSEN
STATSAUTORISEREDE REVISORER

Tactile R&D ApS

Vimmelskaftet 47, 1., 1161 København K

Company reg. no. 34 05 00 90

Annual report

1 January - 31 December 2017

The annual report have been submitted and approved by the general meeting on the 23 February 2018.

Asbjørn Malte Søndergaard
Chairman of the meeting

Contents

Notes to users of the English version of this document:

- To ensure the greatest possible applicability of this document, British English terminology has been used.
- Please note that decimal points remain unchanged from the Danish version of the document. This means that for instance DKK 146.940 is the same as the English amount of DKK 146,940, and that 23,5 % is the same as the English 23.5 %.

Management's report

The board of directors and the managing director have today presented the annual report of Tactile R&D ApS for the financial year 1 January to 31 December 2017.

The annual report has been presented in accordance with the Danish Financial Statements Act.

We consider the accounting policies used appropriate, and in our opinion the annual accounts provide a true and fair view of the company's assets and liabilities and its financial position as on 31 December 2017 and of the company's results of its activities in the financial year 1 January to 31 December 2017.

We are of the opinion that the management's review includes a fair description of the issues dealt with.

The annual report is recommended for approval by the general meeting.

København K, 21 February 2018

Managing Director

Asbjørn Malte Søndergaard

Board of directors

Asbjørn Malte Søndergaard	Morten Nielsen	Morten Svendsen

Independent auditor's report

To the shareholder of Tactile R&D ApS

Opinion

We have audited the annual accounts of Tactile R&D ApS for the financial year 1 January to 31 December 2017, which comprise accounting policies used, profit and loss account, balance sheet and notes. The annual accounts are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the annual accounts give a true and fair view of the company's assets, liabilities and financial position at 31 December 2017 and of the results of the company's operations for the financial year 1 January to 31 December 2017 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with international standards on auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the below section “Auditor’s responsibilities for the audit of the annual accounts”. We are independent of the company in accordance with international ethics standards for accountants (IESBA's Code of Ethics) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these standards and requirements. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

The management's responsibilities for the annual accounts

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

In preparing the annual accounts, the management is responsible for evaluating the company’s ability to continue as a going concern, and, when relevant, disclosing matters related to going concern and using the going concern basis of accounting when preparing the annual accounts, unless the management either intends to liquidate the company or to cease operations, or if it has no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report including an opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements may arise due to fraud or error and may be considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of the annual accounts.

As part of an audit conducted in accordance with international standards on auditing and the additional requirements applicable in Denmark, we exercise professional evaluations and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the annual accounts, whether due to fraud or error, design and perform audit procedures in response 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 the risk of not detecting a misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of the 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 by the management and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of the management’s preparation of the annual accounts being based on the going concern principle and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may raise significant doubt about 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 annual accounts 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 annual accounts, including the disclosures in the notes, and whether the annual accounts reflect 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 the internal control that we identify during our audit.

Statement on the management's review

The management is responsible for the management's review.

Our opinion on the annual accounts does not cover the management’s review, and we do not express any kind of assurance opinion on the management's review.

In connection with our audit of the annual accounts, our responsibility is to read the management’s review and in that connection consider whether the management’s review is materially inconsistent with the annual accounts or our knowledge obtained during the audit, or whether it otherwise appears to contain material misstatement.

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

Based on the work we have performed, we believe that the management's review is in accordance with the annual accounts and that it has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not find any material misstatement in the management's review.

Copenhagen, 21 February 2018

BUUS JENSEN
State Authorised Public Accountants
Company reg. no. 16 11 90 40

Ulrik Nørskov
State Authorised Public Accountant
MNE-nr. 29456

Company data

The company	Tactile R&D ApS Vimmelskaftet 47, 1. 1161 København K	
	Company reg. no.	34 05 00 90
	Established:	31 October 2011
	Domicile:	
	Financial year:	1 January - 31 December
Board of directors	Asbjørn Malte Søndergaard Morten Nielsen Morten Svendsen	
Managing Director	Asbjørn Malte Søndergaard	
Auditors	BUUS JENSEN, Statsautoriserede revisorer	
Parent company	Tactile Entertainment ApS	

Management's review

The principal activities of the company

The main activity of the company is to develop, sell and distribute computer games and associated companies.

Development in activities and financial matters

The results from ordinary activities after tax are DKK 576.228 against DKK -10.333 last year. The management consider the results satisfactory.

Accounting policies used

The annual report for Tactile R&D ApS is presented in accordance with those regulations of the Danish Financial Statements Act concerning companies identified as class B enterprises. Furthermore, the company has chosen to comply with some of the rules applying for class C enterprises.

The accounting policies used are unchanged compared to last year, and the annual accounts are presented in Danish kroner (DKK).

Recognition and measurement in general

Income is recognised in the profit and loss account concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs, these including depreciation, amortisation, writedown, provisions, and reversals which are due to changes in estimated amounts previously recognised in the profit and loss account are recognised in the profit and loss account.

Assets are recognised in the balance sheet when the company is liable to achieve future, financial benefits and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the company is liable to lose future, financial benefits and the value of the liability can be measured reliably.

At the first recognition, assets and liabilities are measured at cost. Later, assets and liabilities are measured as described below for each individual accounting item.

Certain fixed asset investments and liabilities are measured at amortised cost, by which method a fixed, effective interest is recognised during the useful life of the asset or the liability. Amortised cost is recognised as the original cost with deduction of any payments and additions/deductions of the accrued amortisation of the difference between cost and nominal amount. In this way capital losses and capital profits are spread over the useful life.

At recognition and measurement, such predictable losses and risks are taken into consideration, which may appear before the annual report is presented, and which concerns matters existing on the balance sheet date.

The profit and loss account

Gross profit

The gross profit comprises the net turnover, changes in inventories of finished goods and work in progress, work performed for own purposes and capitalised, other operating income, and external costs.

The net turnover is recognised in the profit and loss account if delivery and risk transfer to the buyer have taken place before the end of the year, and if the income can be determined reliably and is expected to be received. The net turnover is recognised exclusive of VAT and taxes and with the deduction of any discounts granted in connection with the sale.

Costs of sales includes costs for the purchase of raw materials and consumables less discounts and changes in inventories.

Other external costs comprise costs for distribution, sales, advertisement, administration, premises, loss on debtors, and operational leasing costs.

Staff costs

Staff costs include salaries and wages including holiday allowances, pensions and other costs for social security etc. for staff members. Staff costs are less public reimbursements.

Depreciation, amortisation and writedown

Depreciation, amortisation and writedown comprise depreciation, amortisation and writedown for the year and gains and losses on disposal of intangible and tangible fixed assets.

Net financials

Net financials comprise interest, realised and unrealised capital gains and losses concerning financial assets and liabilities, amortisation of financial assets and liabilities, additions and reimbursements under the Danish tax prepayment scheme, etc. Financial income and expenses are recognised in the profit and loss account with the amounts that concerns the financial year.

Tax of the results for the year

The tax for the year comprises the current tax for the year and the changes in deferred tax, and it is recognised in the profit and loss account with the share referring to the results for the year and directly in the equity with the share referring to entries directly on the equity.

The company is subject to the Danish legislation concerning compulsory joint taxation with the Danish group enterprises.

The current Danish corporate tax is allocated among the jointly taxed companies in proportion to their respective taxable income (full allocation with reimbursement of tax losses).

The balance sheet

Intangible fixed assets

Development projects, patents, and licences

Development costs and internally generated rights are recognised in the profit and loss account as costs in the acquisition year.

Patents and licenses are measured at cost with deduction of accrued amortisation. Patents are amortised on a straight-line basis over the remaining patent period, and licenses are amortised over the contract period, however, for a maximum of 10 years.

Gain and loss from the sale of development projects, patents, and licenses are measured as the difference between the sales price with deduction of sales costs and the book value at the time of the sale. Profit or loss is recognised in the profit and loss account under amortisation.

Tangible fixed assets

Tangible fixed assets are measured at cost with deduction of accrued depreciation and writedown.

The basis of depreciation is cost with deduction of any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the book value, the amortisation discontinues.

If the amortisation period or the residual value is changed, the effect on amortisation will in the future be recognised as a change in the accounting estimates.

The cost comprises the acquisition cost and costs directly attached to the acquisition until the time when the asset is ready for use.

Depreciation takes place on a straight line basis and based on an evaluation of the expected useful life:

	Useful life
Other plants, operating assets, fixtures and furniture	*3-5 years*

Minor assets with an expected useful life of less than 1 year are recognised as costs in the profit and loss account in the year of acquisition.

Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the book value at the time of the sale. Profit or loss is recognised in the profit and loss account under depreciation.

Debtors

Debtors are measured at amortised cost which usually corresponds to face value. In order to meet expected losses, writedown takes place at the net realisable value.

Accrued income and deferred expenses

Accrued income and deferred expenses recognised under assets comprise incurred costs concerning the next financial year.

Available funds

Available funds comprise cash at bank and in hand.

Corporate tax and deferred tax

Current tax receivable and tax liabilities are recognised in the balance sheet at the amount calculated on the basis of the expected taxable income for the year adjusted for tax on previous years' taxable income and prepaid taxes. Tax receivable and tax liabilities are set off to the extent that legal right of set-off exists and if the items are expected to be settled net or simultaneously.

According to the rules of joint taxation, Tactile R&D ApS is unlimited, jointly and severally liable towards the Danish tax authorities for the total corporation tax, including withholding tax on interest, royalties and dividends, arising within the jointly taxed group of companies.

Deferred tax is measured on the basis of all temporary differences in assets and liabilities with a balance sheet focus.

Deferred tax assets, including the tax value of tax losses eligible for carry over, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set off in deferred tax liabilities within the same legal tax unit.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation on the balance sheet date and prevailing when the deferred tax is expected to be released as current tax.

Liabilities

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

Profit and loss account 1 January - 31 December

All amounts in DKK.

Note		2017	2016
	Gross profit	**23.479.347**	**13.916.910**
1	Staff costs	-22.596.905	-13.812.187
	Depreciation, amortisation and writedown relating to tangible and intangible fixed assets	-135.139	-106.535
	Operating profit	**747.303**	**-1.812**
	Other financial costs	-7.298	-5.158
	Results before tax	**740.005**	**-6.970**
2	Tax on ordinary results	-163.777	-3.363
	Results for the year	**576.228**	**-10.333**
	Proposed distribution of the results:		
	Allocated to results brought forward	576.228	0
	Allocated from results brought forward	0	-10.333
	Distribution in total	**576.228**	**-10.333**

Balance sheet 31 December

All amounts in DKK.

Note	Assets	2017	2016
	Fixed assets		
3	Acquired concessions, patents, licenses, trademarks and similar rights	0	5.958
	Intangible fixed assets in total	0	5.958
4	Other plants, operating assets, and fixtures and furniture	270.188	179.926
	Tangible fixed assets in total	270.188	179.926
	Deposits	249.726	247.600
	Financial fixed assets in total	249.726	247.600
	Fixed assets in total	**519.914**	**433.484**
	Current assets		
	Amounts owed by group enterprises	3.978.398	1.430.852
	Deferred tax assets	10.824	5.091
	Other debtors	0	47.759
	Accrued income and deferred expenses	78.195	73.948
	Debtors in total	4.067.417	1.557.650
	Available funds	870.923	534.974
	Current assets in total	**4.938.340**	**2.092.624**
	Assets in total	**5.458.254**	**2.526.108**

Balance sheet 31 December

All amounts in DKK.

Note	**Equity and liabilities**	2017	2016
	Equity		
5	Contributed capital	92.600	92.600
6	Results brought forward	46.394	-529.834
	Equity in total	**138.994**	**-437.234**
	Liabilities		
	Trade creditors	163.425	147.660
	Corporate tax	169.510	8.454
	Other debts	4.986.325	2.807.228
	Short-term liabilities in total	5.319.260	2.963.342
	Liabilities in total	**5.319.260**	**2.963.342**
	Equity and liabilities in total	**5.458.254**	**2.526.108**

7 Contingencies

Notes

All amounts in DKK.

		2017	2016
1.	**Staff costs**		
	Salaries and wages	21.523.161	13.114.090
	Other costs for social security	160.655	103.001
	Other staff costs	913.089	595.096
		22.596.905	**13.812.187**
	Average number of employees	47	30
2.	**Tax on ordinary results**		
	Tax of the results for the year, parent company	169.510	8.454
	Adjustment for the year of deferred tax	-5.733	-5.091
		163.777	**3.363**
3.	**Acquired concessions, patents, licenses, trademarks and similar rights**		
	Cost 1 January 2017	55.000	55.000
	Cost 31 December 2017	**55.000**	**55.000**
	Amortisation and writedown 1 January 2017	-49.042	-27.042
	Amortisation for the year	-5.958	-22.000
	Amortisation and writedown 31 December 2017	**-55.000**	**-49.042**
	Book value 31 December 2017	**0**	**5.958**

Notes

All amounts in DKK.

		31/12 2017	31/12 2016
4.	**Other plants, operating assets, and fixtures and furniture**		
	Cost 1 January 2017	305.042	218.764
	Additions during the year	219.443	86.278
	Cost 31 December 2017	**524.485**	**305.042**
	Amortisation and writedown 1 January 2017	-125.116	-29.581
	Depreciation for the year	-129.181	-95.535
	Amortisation and writedown 31 December 2017	**-254.297**	**-125.116**
	Book value 31 December 2017	**270.188**	**179.926**
5.	**Contributed capital**		
	Contributed capital 1 January 2017	92.600	92.600
		92.600	**92.600**
6.	**Results brought forward**		
	Results brought forward 1 January 2017	-529.834	-519.501
	Profit or loss for the year brought forward	576.228	-10.333
		46.394	**-529.834**

7. Contingencies

Contingent liabilities

The company has entered into a rent obligation with a total obligation of DKK 578 thousand.

Joint taxation

Tactile Holding ApS, company reg. no 38226681 being the administration company, the company is subject to the Danish scheme of joint taxation and unlimited jointly and severally liable with the other jointly taxed companies for the total corporation tax.

The company is unlimited jointly and severally liable with the other jointly taxed companies for any obligation to withhold tax on interest, royalties and dividends.

The total tax payable under the joint taxation amounts to DKK 289 thousand.

Notes

All amounts in DKK.

. Contingencies (continued)

Joint taxation (continued)

Any subsequent adjustments of corporate taxes or withheld taxes etc. may cause changes in the company's liabilities.