
Wireless Logic Nordic ApS

Valdemarshaab 11, 1., DK-4600 Køge

Annual Report for 1 May 2016 - 30 April 2017

CVR No 36 92 73 99

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
18/10 2017

Steen Gregersen
Chairman



Contents

	<u>Page</u>
Management's Statement and Auditor's Report	
Management's Statement	1
Independent Auditor's Report on the Financial Statements	2
Company Information	
Company Information	4
Management's Review	5
Financial Statements	
Income Statement 1 May - 30 April	6
Balance Sheet 30 April	7
Statement of Changes in Equity	9
Notes to the Financial Statements	10

Management's Statement

The Executive Board has today considered and adopted the Annual Report of Wireless Logic Nordic ApS for the financial year 1 May 2016 - 30 April 2017.

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 financial position at 30 April 2017 of the Company and of the results of the Company operations for 2016/17.

In our opinion, 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.

Køge, 18 October 2017

Executive Board

Richard Miller

Philip Thomas Cole

Oliver Robert Stewart Tucker

Independent Auditor's Report on the Financial Statements

To the Shareholder of Wireless Logic Nordic ApS

We have performed an extended review of the Financial Statements of Wireless Logic Nordic ApS for the financial year 1 May 2016 - 30 April 2017, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. 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 a conclusion on the Financial Statements. We conducted our extended review in accordance with the Danish Business Authority's assurance standard for small enterprises and FSR – Danish Auditors' standard on extended review of financial statements prepared under the Danish Financial Statements Act.

This requires that we comply with the Danish Act on Approved Auditors and Audit Firms and FSR – Danish Auditors' Code of Ethics and that we plan and perform procedures to obtain limited assurance in respect of our conclusion on the Financial Statements and, moreover, that we perform supplementary procedures specifically required to obtain additional assurance in respect of our conclusion.

An extended review consists of making inquiries, primarily of Management and others within the enterprise, as appropriate, and applying analytical procedures and the supplementary procedures specifically required as well as assessing the evidence obtained.

An extended review is less in scope than an audit and, consequently, we do not express an audit opinion on the Financial Statements.

Conclusion

Based on the extended review, in our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 30 April 2017 and of the results of the Company operations for the financial year 1 May 2016 - 30 April 2017 in accordance with the Danish Financial Statements Act.

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.

In connection with our extended review 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 extended review, or otherwise appears to

Independent Auditor's Report on the Financial Statements

be materially misstated. Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financials Statements Act.

Based on the work we have performed, in our view, 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 in Management's Review.

Hellerup, 18 October 2017

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Niels Henrik B. Mikkelsen

statsautoriseret revisor

Company Information

The Company

Wireless Logic Nordic ApS
Valdemarshaab 11, 1.
DK-4600 Køge

CVR No: 36 92 73 99
Financial period: 1 May - 30 April
Incorporated: 18 June 2015
Financial year: 2nd financial year
Municipality of reg. office: Køge

Executive Board

Richard Miller
Philip Thomas Cole
Oliver Robert Stewart Tucker

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Management's Review

Financial Statements of Wireless Logic Nordic ApS for 2016/17 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The Annual Report has been prepared under the same accounting policies as last year.

Key activities

The company's purpose is to own shares, as well as all activities by the Executive Board assessment's is affiliating hereby.

Development in the year

The income statement of the Company for 2016/17 shows a profit of DKK 2,019,317, and at 30 April 2017 the balance sheet of the Company shows equity of DKK 2,213,738.

Uncertainty relating to recognition and measurement

Recognition and measurement in the Annual Report have not been subject to any uncertainty.

Unusual events

The financial position at 30 April 2017 of the Company and the results of the activities of the Company for the financial year for 2016/17 have not been affected by any unusual events.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income Statement 1 May - 30 April

	Note	2016/17 DKK	2015/16 DKK
Gross profit/loss		599.147	-631.537
Staff expenses	1	-763.578	0
Profit/loss before financial income and expenses		-164.431	-631.537
Other financial income	2	7.300.000	4.500.000
Other financial expenses	3	-4.599.645	-3.724.042
Profit/loss before tax		2.535.924	144.421
Tax on profit/loss for the year	4	-516.607	0
Net profit/loss for the year		2.019.317	144.421

Distribution of profit

Proposed distribution of profit

	0	0
Retained earnings	2.019.317	144.421
	2.019.317	144.421

Balance Sheet 30 April

Assets

	Note	2016 DKK	2015/16 DKK
Investments in subsidiaries	5	131.160.787	135.000.000
Fixed asset investments		131.160.787	135.000.000
Fixed assets		131.160.787	135.000.000
Receivables from group enterprises		251.759	0
Other receivables		0	147.500
Receivables		251.759	147.500
Cash at bank and in hand		3.724.619	1.272.685
Currents assets		3.976.378	1.420.185
Assets		135.137.165	136.420.185

Balance Sheet 30 April

Liabilities and equity

	Note	2016 DKK	2015/16 DKK
Share capital		50.000	50.000
Retained earnings		2.163.738	144.421
Equity		2.213.738	194.421
Trade payables		0	38.500
Payables to group enterprises		107.511.918	98.457.713
Corporation tax		516.607	0
Other payables		24.894.902	37.729.551
Short-term debt		132.923.427	136.225.764
Debt		132.923.427	136.225.764
Liabilities and equity		135.137.165	136.420.185
Contingent assets, liabilities and other financial obligations	6		
Related parties	7		
Accounting Policies	8		

Statement of Changes in Equity

	Share capital	Retained earnings	Total
	DKK	DKK	DKK
Equity at 1 May	50.000	144.421	194.421
Net profit/loss for the year	0	2.019.317	2.019.317
Equity at 30 April	50.000	2.163.738	2.213.738

Notes to the Financial Statements

	2016/17 DKK	2015/16 DKK
1 Staff expenses		
Wages and salaries	764.992	0
Other social security expenses	2.272	0
Other staff expenses	-3.686	0
	763.578	0
Average number of employees	1	0
2 Other financial income		
Other financial income	7.300.000	4.500.000
	7.300.000	4.500.000
3 Other financial expenses		
Interest paid to group enterprises	4.599.551	3.724.042
Other financial expenses	94	0
	4.599.645	3.724.042
4 Tax on profit/loss for the year		
Current tax for the year	516.607	0
	516.607	0

Notes to the Financial Statements

	2016 DKK	2015/16 DKK
5 Investments in subsidiaries		
Cost at 1 May	135.000.000	0
Additions for the year	3.160.787	135.000.000
Cost at 30 April	138.160.787	135.000.000
Value adjustments at 1 May	0	0
Other adjustments	-7.000.000	0
Value adjustments at 30 April	-7.000.000	0
Carrying amount at 30 April	131.160.787	135.000.000

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership	Equity	Net profit/loss for the year
Simservice A/S	4600 Køge, Denmark	500.000	100%	5.058.171	8.020.029

6 Contingent assets, liabilities and other financial obligations

Contingent liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Notes to the Financial Statements

7 Related parties

	<u>Basis</u>
Controlling interest	
Wireless Logic Group Limited	Parent company

Ownership

The following shareholder is recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

Wireless Logic Group Limited, United Kingdom

Consolidated Financial Statements

The Company is included in the Group Annual Report of the Parent Company:

<u>Name</u>	<u>Place of registered office</u>
Wireless Logic Group Limited	U.K.

The Group Annual Report of Wireless Logic Group Limited may be obtained at the following address:

Horizon
Honey Lane
Hurley
Berkshire
SL6 6RJ

Notes to the Financial Statements

8 Accounting Policies

The Annual Report of Wireless Logic Nordic ApS for 2016/17 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The order of the items of the income statement differs from the format prescribed by the Danish Financial Statements Act as the order has been adjusted to the nature of the Company's activities.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2016/17 are presented in DKK.

Consolidated financial statements

With reference to section 110 of the Danish Financial Statements Act, no consolidated financial statements are prepared.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. 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 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 out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt

Notes to the Financial Statements

8 Accounting Policies (continued)

arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Revenue

Revenue comprise of management fee from group companies in relation to group services. Revenue is recognised when the service has been completed. Revenue is measured at the consideration received and is recognised exclusive of VAT.

Other external expenses

Other external expenses comprise administration expenses.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the main activities of the Company, including gains and losses on the sale of intangible assets and property, plant and equipment.

Income from investments in subsidiaries

Dividends from subsidiaries are recognised as income in the income statement when adopted at the General Meeting of the subsidiary. However, dividends relating to earnings in the subsidiary before it was acquired by the Parent Company are set off against the cost of the subsidiary.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Notes to the Financial Statements

8 Accounting Policies (continued)

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Balance Sheet

Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value.

Receivables

Receivables are recognised in the balance sheet at amortised cost, which substantially corresponds to nominal value. Provisions for estimated bad debts are made.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Notes to the Financial Statements

8 Accounting Policies (continued)

Financial debts

Loans are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other debts are measured at amortised cost, substantially corresponding to nominal value.