



Annual Report 2017

ZibraWireless ApS

Erik Husfeldts Vej 7
DK-2630 Taastrup

CVR-no. 37 08 46 89

The Annual Report was presented and adopted at the
Annual General Meeting of the company on 16 May 2018

A handwritten signature in blue ink, appearing to be "Trine Bøgelund", written over a horizontal line.

Trine Bøgelund
Chairman of the meeting

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Company Information

The Company

ZibraWireless ApS
Erik Husfeldts Vej 7
DK-2630 Taastrup

CVR-no. 37 08 46 89
Established: 16 September 2015
Registered Office: Høje Taastrup
Financial Year: 1 January - 31 December

Board of Directors

Niels Erik Blangstrup Zibrandtsen (Chairman)
Christian Læsø Jensen
Michael Allen Potter
Birger Hauge Nielsen
Peter Bredgaard



Executive Board

Henrik Otto Engqvist

Auditor

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
DK-2300 København S, Danmark
Postboks 1600

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of ZibraWireless ApS for the financial year 1 January - 31 December 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 31 December 2017 of the Company and of the results of the Company operations for 2017.

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

Høje Taastrup, 16 May 2018

Executive Board

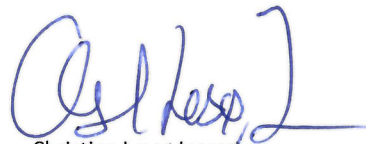


Henrik Otto Engqvist

Board of Directors



Niels Erik Blangstrup Zibrandtsen (Chairman)



Christian Læsø Jensen

Michael Allen Potter



Peter Bredgaard



Birger Hauge Nielsen

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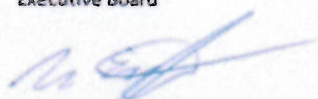
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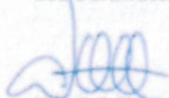
Høje Taastrup, 16 May 2018

Executive Board

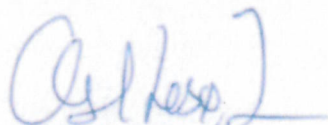


Henrik Otto Engqvist

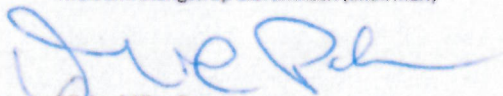
Board of Directors



Niels Erik Blangstrup Zibrandsen (Chairman)



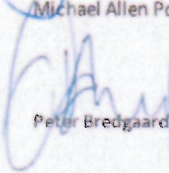
Christian Læssø Jensen



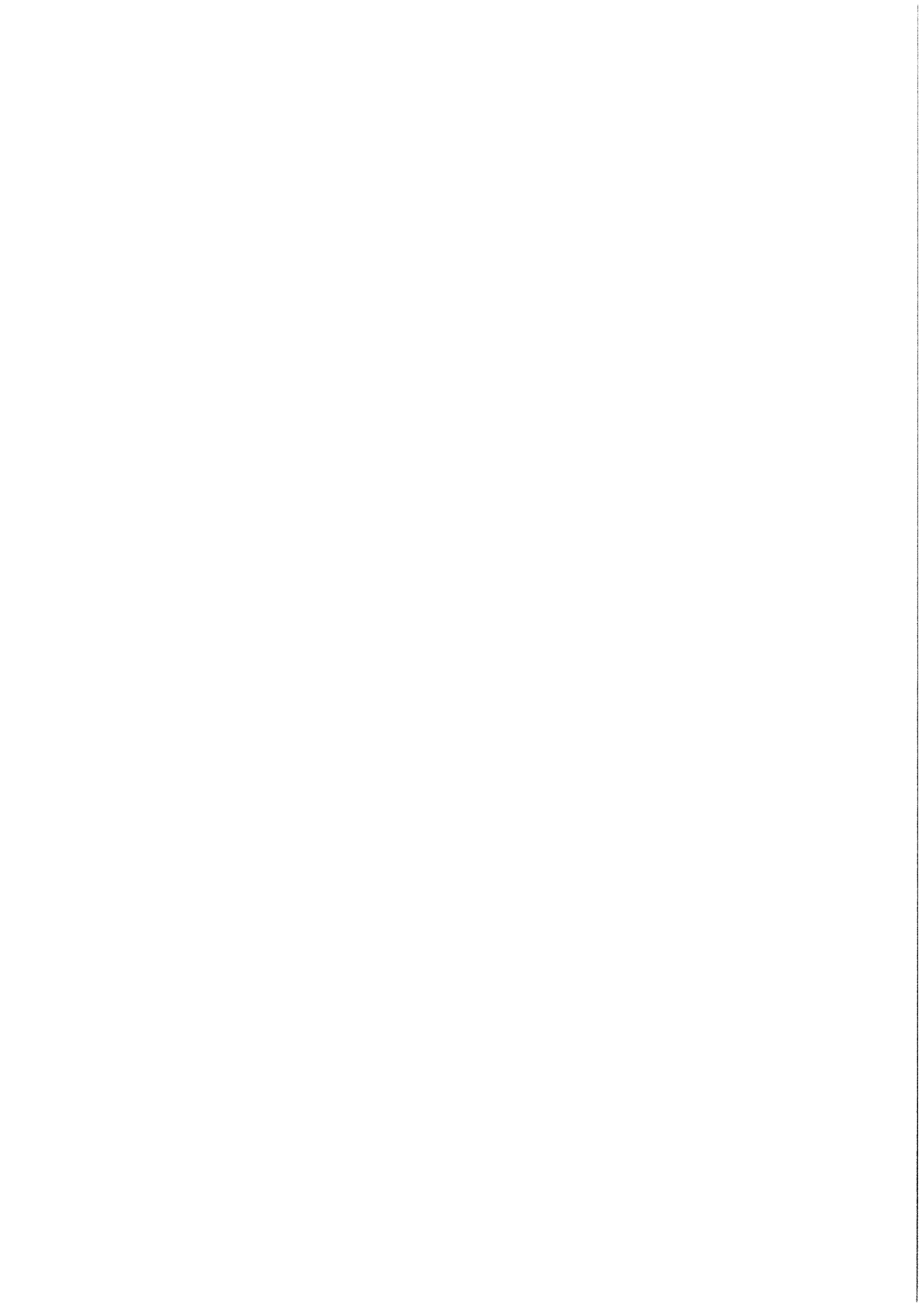
Michael Allen Potter



Birger Hauge Nielsen



Peter Bredgaard



Independent Auditor's Report

To the Shareholder of ZibraWireless ApS

Opinion

We have audited the Financial Statements of ZibraWireless ApS for the financial year 1 January - 31 December 2017, which comprise the 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.

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2017, and of the results of the Company operations for the financial year 1 January - 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 (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board of 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 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism 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.

Independent Auditor's Report

- 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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 the management commentary.

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

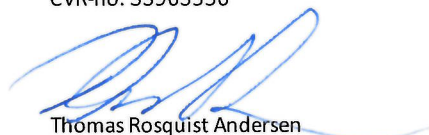
In connection with our audit of the financial statements, our responsibility is to read the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially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

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

Based on the work we have performed, we conclude that the management commentary 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 the management commentary.

Copenhagen, 16 May 2018

Deloitte Statsautoriseret Revisionspartnerselskab
CVR-no. 33963556



Thomas Rosquist Andersen
State Authorised Public Accountant
Identification number: mne31482

Management's Review

Main activity

The Company delivers professional wireless solutions for fixed wireless broadband and WIFI solutions including operation and maintenance of the delivered services, Helpdesk solutions and other affiliated services as the management may decide.

Development in the year

The income statement of the Company for 2017 shows a loss of TDKK -6.405, and at 31 December 2017 the balance sheet of the Company shows equity of TDKK 3.213.

The Management considers the financial result as unsatisfactory, however 2017 has been focused on the activities positioning the company for future growth. The effort and the current position is considered promising for the strategy of the following years.

The parent company has in the financial year injected funds of TDKK 6.700 in order for the activities to continue to evolve and to secure that the company could meet its financial obligations.

Subsequent events

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

Income Statement 1 January - 31 December

	Note	2017 TDKK (12 mth)	2016 TDKK (15 mth)
Gross profit		317	8.096
Staff costs	1	6.341	4.170
Depreciation, amortisation and write-down		724	248
Operating profit		<u>-6.748</u>	<u>3.678</u>
Other financial income	2	93	3
Other financial costs	3	15	4
Loss before tax		<u>-6.670</u>	<u>3.677</u>
Tax on loss for the year	4	-265	809
Net loss for the year		<u>-6.405</u>	<u>2.868</u>

Distribution of loss

Proposed distribution of loss

Retained earnings	-6.405	2.868
	<u>-6.405</u>	<u>2.868</u>

Balance Sheet 31 December

	Note	2017	2016
		TDKK	TDKK
Assets			
Software		765	760
Intangible fixed assets		765	760
Plant and machinery		1.858	1.439
Other fixtures and fittings, tools and equipment		601	544
Tangible fixed assets		2.459	1.983
Other receivables		171	27
Financial fixed assets		171	27
Fixed assets		3.395	2.770
Trade receivables		410	888
Receivables from group companies		4.215	1.873
Other receivables		1.020	0
Joint tax contribution		222	0
Prepayments		318	55
Receivables		6.185	2.816
Cash and cash equivalents		712	4.393
Current assets		6.897	7.209
Assets		10.292	9.979

Balance Sheet 31 December

	Note	2017 TDKK	2016 TDKK
Liabilities and equity			
Share capital		100	50
Retained earnings		3.113	2.868
Equity	5	3.213	2.918
Provision for deferred tax		134	177
Provision for liabilities		134	177
Deferred income		2.787	0
Long-term liabilities		2.787	0
Amounts due to group companies		76	1.053
Trade payables		609	3.023
Joint tax contribution		0	632
Other liabilities		905	1.183
Deferred income		2.568	993
Current liabilities		4.158	6.884
Liabilities		6.945	6.884
Liabilities and equity		10.292	9.979
Contingencies etc.	6		
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Notes to the Financial Statements

	<u>2017</u>	<u>2016</u>
	TDKK	TDKK
	(12 mth)	(15 mth)
1 Staff costs		
Wages and salaries	5.489	3.757
Pensions	443	280
Other social security costs	43	-10
Other staff costs	366	143
	<u>6.341</u>	<u>4.170</u>
Average number of employees:	<u>10</u>	<u>5</u>
2 Other financial income		
Interest income from group enterprises	91	0
Exchange adjustment	2	3
	<u>93</u>	<u>3</u>
3 Other financial costs		
Interest expense to group enterprises	0	1
Other interest expenses	14	3
Exchange adjustment	1	0
	<u>15</u>	<u>4</u>
4 Tax on loss for the year		
Calculated tax on taxable income of the year	-222	632
Adjustment of deferred tax	-43	177
	<u>-265</u>	<u>809</u>

Notes to the Financial Statements

5 Equity

	Share capital	Retained earnings	Total
Equity at 1 January	50	2.868	2.918
Capital increase	50	6.650	6.700
Proposed distribution of loss	0	-6.405	-6.405
Equity at 31 December	<u>100</u>	<u>3.113</u>	<u>3.213</u>

6 Contingencies etc.

Rent liabilities

The company has rental liabilities which at the balance sheet date amounts to TDKK 3.095 in the period of non-terminability, which have a residual term of 6-60 months. TDKK 2.307 of the amounts is due between 1 and 5 years.

Joint liabilities

The group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The amount of corporation tax payable in the period 1st January – 21st December is disclosed in the joint tax with ZS Holding ApS. The amount of corporation tax payable in the period 22nd December – 31st December is disclosed in the Annual Report of LNZ Holding Zibra ApS, which is the management company of the joint taxation purposes.

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

7 Consolidated financial statements

ZibraWireless ApS is included in the consolidated financial statements of:

LNZ Holding Zibra ApS
Høveltevej 67
DK-3460 Birkerød
CVR-no. 39 18 89 96

Accounting Policies

Financial Statements of ZibraWireless ApS for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B with the adoption of rules from reporting class C.

Financial Statements are presented in DKK.

The accounting policies applied to these financial statements are consistent with those applied last year, except for minor adjustments concerning classifications without effect on result and equity.

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.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

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.

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 from the sale of goods and services is recognised when the risks and rewards relating to the goods and services sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Accounting Policies

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the enterprise.

Other external expenses

Other external expenses comprise expenses for premises, sales and distribution as well as office expenses, etc.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses other than production wages.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible and tangible fixed assets.

Financial income and expenses

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

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 enterprises in proportion to their taxable incomes.

BALANCESHEET

Intangible assets

Development costs and costs relating to rights developed software by the Company are recognised in the income statement as costs in the year of acquisition, which is assessed at 5 years.

Tangible fixed assets

Tangible fixed assets are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use. As regards self-manufactured assets, the cost price includes cost of materials, components, subcontractors, direct payroll and indirect production costs.

Depreciation based on cost reduced by any residual value is calculated on a straightline basis over the expected useful lives of the assets, which are:

		Residual value
Plant and machinery	3-5 years	0%
Other fixtures and fittings, tools and equipment	3 years	0%

Depreciation period and residual value are reassessed annually.

Profit or loss on disposal of tangible fixed assets is stated at the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Accounting Policies

Impairment of fixed assets

The carrying amount of intangible and tangible fixed assets together with investments, which are not measured at fair value, are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, it is written down to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

Receivables

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

Prepayments

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

Cash

Cash comprises of bank deposits.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

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.

Financial debts

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

Deferred income

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

