

SEED Capital Management III I/S

Annual Report

For the year ended 31 December 2017

3rd financial year

SEED Capital Management III I/S
Registration No. 37 14 02 79
Address: Diplomvej 381, 2800 Kongens Lyngby

Approved at the annual general meeting of shareholders on 17 May 2018
Chairman: Jakob Fuglede Nielsen

Table of contents

Statement by the Management on the Annual Report	1
Auditors' report	2
Information about the Company	5
Management's Review	6

Financial statements

Accounting policies	8
Profit and loss account for the year ended 31 December 2017	11
Balance sheet at 31 December 2017	12
Notes to the financial statements	14

Management's statement

Management have today discussed and approved the annual report of SEED Capital Management III I/S for the financial year 1 January – 31 December 2017.

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

It is our opinion that the financial statements 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 – 31 December 2017.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's operations and financial matters and the results of the Company's operations and financial position.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 17 May 2018

Management:



Ulla Brockerhuus-Schack

Managing Partner og
General Partner



Lars Andersen

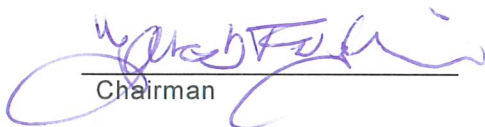
General Partner



Ulf Rössen

General Partner

Adopted at the Meeting on 17 May 2018



Chairman

Auditors' Report

Independent Auditors' Report

To the Limited Partners of SEED Capital Management III I/S

Opinion

We have audited the financial statements of SEED Capital Management III I/S for the financial year 1 January – 31 December 2017, which comprise income statement, balance sheet and notes, including 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's 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 our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements.

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 Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company 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 as to 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 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 the financial statements.

Independent auditor's report

As part of an audit conducted in accordance with ISAs and 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.
- 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 Company'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 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the note disclosures, 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 the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, 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's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, 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 conclude that the 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 of the Management's review

Copenhagen, 17 May 2018

Ernst & Young
Godkendt Revisionspartnerselskab
Cvr. No. 30 70 02 28



Peter Gath
State Authorised
Public Accountant

MNE-no: mne19718

Information about the Company

SEED Capital Management III I/S
Diplomvej 381
2800 Kgs. Lyngby
Phone: +45 77 34 07 55
www.seedcapital.dk
Registration nr. (Cvr.nr.): 37 14 02 79

Registered office

Lyngby-Taarbæk Kommune

Management

Ulla Brockenhuus-Schack (Managing Partner)
Lars Andersen
Ulf Rósen

Auditors

Ernst & Young
Godkendt Revisionspartnerselskab
Osvald Helmuths Vej 4
Postboks 250
2000 Frederiksberg

Bankers

Nykredit Bank A/S

Management's Review

This annual report relates to the second financial year of SEED Capital Management III I/S for the period 1 January 2017 – 31 December 2017.

The Company's activities

SEED Capital Management III I/S advise and invest in technology -based start-ups. The principal activity of SEED Capital Management III I/S is to act as a management company to the venture fund SEED Capital Denmark III K/S.

The fund invests venture capital in technology-based companies focusing on medical technology; information and communication technology and other high growth technology-based businesses.

Reference is made to the annual report of SEED Capital Denmark III K/S.

Venture companies	Capital commitment	Formation	End of investment period	Duration	Number of active portfolio companies
SEED Capital Denmark III K/S	DKK 819 million	1 June 2015	31 May 2019	31 May 2025	9

Activities in 2017

SEED Capital Management III I/S was established in June 2015 to be advisor for SEED Capital Denmark III K/S. In 2016 a second closing was completed and total commitments in SEED Capital Denmark III K/S reached DKK 819 million.

During 2017 SEED Capital Denmark III K/S completed investments in 5 new portfolio companies. Also, one of the portfolio companies with initial investment in 2015 was closed down after a period of poor performance. Thus, the number of active portfolio companies in the fund is 9 as per end of the year.

SEED Capital Management III I/S has continued to work with PreSeed Ventures A/S securing an early-stage deal flow. During the year, the combined team received and handled more than 500 inquiries regarding investments, which resulted in 11 investments by PreSeed Ventures A/S in which SEED Capital Denmark III K/S has invested a minor amount and which thus is part of the deal flow to the fund.

Events after the balance sheet date

No events have occurred after the balance sheet date, which may materially affect the assessment of the Company's financial position.

Business development and outlook

The deal flow to SEED Capital has been strengthened over the years and there is still a large and growing market for technological based innovation.

The position of SEED Capital has proven to be strong attracting promising upcoming start-ups. The cooperation with PreSeed Ventures A/S identifying and investing in promising new start-ups continues in 2018. PreSeed Ventures A/S is appointed as one of four innovation environments in Denmark until end of 2018 and a new EU tender for a new contract as from 1 January 2019 will be initiated during first half of 2018. Therefore, the co-operation is securing a strong investment pipeline for SEED Capital Denmark III K/S.

It is expected that the results of SEED Capital Management III I/S during the investment period lasting for a few more years will be similar to 2017 and then drop as the fund moves into the realization period where management fees are lower.

Accounting policies

The Annual Report of SEED Capital Management III I/S has been presented in accordance with the provisions in the Danish Financial Statements Act regarding reporting class B enterprises, adjusted to the Company's special activities as a management company for a venture company.

The accounting policies used in the preparation of the Annual Report are consistent with those of last year.

Reporting currency

The Annual Report has been presented in Danish kroner.

Foreign currencies

Amounts in foreign currencies are translated into Danish kroner at the exchange rate at the date of the transaction.

Monetary items denominated in foreign currencies are translated into Danish kroner at closing rates.

Realised and unrealised exchange gains and losses are recognised in the profit and loss account as financial income and expenses.

Profit and loss account

Turnover

Management fee

Management fee comprises administration fee and performance fee for the companies appointed by SEED Capital Management to investment manager.

Services

Income from the supply of services is recognized as the services are rendered.

Other external costs

Other external costs comprise costs for administration, premises, bad debt losses, operating leases, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance and pensions, and other social security costs, etc., for the Company's employees. Refunds received from public authorities are deducted from staff costs.

Financial income and expenses

Financial income and expenses comprise interest income and expense, realised and unrealised gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Tax

The Company is not a tax-paying entity thus no tax has been expensed.

Depreciation

Book depreciation is provided on the basis of regular assessments of the useful life and residual value of the relevant assets. Tangible fixed assets are depreciated on a straight-line basis over the expected useful lives of the individual assets. Depreciation periods and scrap values, calculated by reference to the historical cost, are as follows:

In case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Depreciation period

Fixtures and fittings, tools and equipment 3-5 years

Acquisitions not exceeding DKK 12,800 are charged to the profit and loss account in the year of acquisition.

Losses and profits on the replacement of fixed assets are included in book depreciation. Losses and profits are made up as the difference between the net selling price and the net book value at the time of sale.

Balance sheet**Tangible fixed assets**

Tangible fixed assets are measured at cost plus revaluations and less accumulated depreciation and write-downs.

Investments

Investments in subsidiaries are measured at the company's share of the equity in the subsidiaries (equity method). If cost exceeds the recoverable amount, a write-down is made to this lower value.

Receivables

Receivables are amortised at the lower of amortised cost and the net realisable value, calculated by reference to individual assessments of the individual accounts receivable.

Liabilities

Financial liabilities comprising amounts owed to credit institutions, trade payables and payables to group enterprises are recognised at the date of borrowing at cost, corresponding to the proceeds received less transaction costs paid. In subsequent periods, financial liabilities are measured at amortised cost.

Other Liabilities are measured at realisable value.

Contingent liabilities

Contingencies are not recognised in the balance sheet but disclosed in the notes only. Liabilities which exist at the balance sheet date, but which cannot be measured, are considered contingent liabilities.

Profit and loss account for the year ended 31 December 2017

	Note	2017 (000 DKK)	2016 (000 DKK)
Gross profit		10.929	11.863
Other external expenses		-1.783	-1.674
Staff costs	1	-3.465	-3.424
Depreciation tangible fixed assets		<u>-32</u>	<u>0</u>
Operating profit		5.649	6.766
Other financial expenses		<u>-13</u>	<u>-2</u>
Profit for the year		<u>5.636</u>	<u>6.762</u>

The Management recommends that the profit for the year should be appropriated as follows:

Retained earnings at 1 January		12	0
Net profit for the year		<u>5.636</u>	<u>6.762</u>
Available for appropriation		<u>5.648</u>	<u>6.762</u>
Recommended appropriation:			
Retained earnings at 31 december		12	12
Distribution proposed for the year		<u>5.636</u>	<u>6.750</u>
		<u>5.648</u>	<u>6.762</u>

Balance sheet at 31 December 2017

	Note	2017 (000 DKK)	2016 (000 DKK)
ASSETS			
Fixed assets			
Tangible fixed assets			
IT, software, furnitures ao.	2	<u>63</u>	<u>0</u>
Total tangible fixed assets		<u>63</u>	<u>0</u>
Investments			
Investments	3	<u>2</u>	<u>1</u>
Total financial fixed assets		<u>2</u>	<u>1</u>
Total fixed assets		<u>65</u>	<u>1</u>
Current assets			
Receivables			
Other receivables		<u>37</u>	<u>23</u>
		<u>37</u>	<u>23</u>
Cash in bank and at hand		<u>3.221</u>	<u>1.694</u>
Total current assets		<u>3.259</u>	<u>1.717</u>
TOTAL ASSETS		<u>3.324</u>	<u>1.719</u>

Balance sheet at 31 December 2017

	Note	2017 (000 DKK)	2016 (000 DKK)
EQUITY AND LIABILITIES			
Equity	4		
Investment capital		0	0
Retained earnings		<u>12</u>	<u>12</u>
Total equity		<u>12</u>	<u>12</u>
Provisions			
Provisions, management fee		<u>1.525</u>	<u>300</u>
Liabilities other than provisions		<u>1.525</u>	<u>300</u>
Short-term liabilities other than provisions			
Trade payables		37	0
Other payables		<u>1.750</u>	<u>1.407</u>
Current liabilities		<u>1.787</u>	<u>1.407</u>
Total liabilities other than provisions		<u>1.787</u>	<u>1.407</u>
TOTAL EQUITY AND LIABILITIES		<u><u>3.324</u></u>	<u><u>1.719</u></u>
Related parties	5		

Notes

	2017 (000 DKK)	2016 (000 DKK)
1 Staff costs		
Analysis of staff costs:		
Wages and salaries	3.177	3.163
Pension costs	246	246
Other social security costs	22	14
Staff costs	<u>21</u>	<u>1</u>
	<u>3.465</u>	<u>3.424</u>
Average number of employees	<u>3</u>	<u>3</u>
2 Tangible fixed assets (000 DKK)		Other fixed assets
Cost as per 1 January 2017		<u>0</u>
Additions during the year		95
Disposals during the year		<u>0</u>
Cost as per 31 December 2017		95
Depreciations as per 1 January 2017		0
Depreciations during the year		-32
Reversed depreciation on disposals		0
Depreciations as per 31 December 2017		<u>-32</u>
Value as per 31 December 2017		<u>63</u>

Notes

3 Investments

	Total
	(000 DKK)
Cost 1 January 2017	1
Additions in the year	1
Cost at 31 December 2017	2
Results and revaluation and write-downs 1 January 2017	0
Revaluation and write-downs in the period	0
Revaluation and write-downs at 31 December 2017	0
Book value at 31 December 2017	2

4 Equity

	Investment capital	Retained earnings	Total
Balance 1 January 2017	0	12	12
Net profit for the year 2017	0	5.636	5.636
Distributed regarding 2017	0	-5.636	-5.636
Balance at 31 December 2017	0	12	12

Notes

5 Related parties

The Company's related parties comprise the following:

- SEED Capital Denmark III K/S (1 general partner is CEO)

All transactions between the parties are based on arm length principle.