AX V INV5 Holding III ApS

Sank Annæ Plads 10, DK-1250 København K

Annual Report for 1 October 2018 - 31 December 2019

CVR No 39 93 61 43

The Annual Report was presented and adopted at the Annual General Meeting of the Company on 15/5 2020

Jesper Frydensberg Rasmussen
Chairman of the General Meeting

Contents

Management’s Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of AX V INV5 Holding III ApS for the financial year 1 October 2018 - 31 December 2019.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements and the Consolidated Financial Statements give a true and fair view of the financial position at 31 December 2019 of the Company and the Group and of the results of the Company and Group operations and cash flows for 2018/19.

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.

Copenhagen, 15 May 2020

Executive Board

Jesper Frydensberg Rasmussen

Board of Directors

Lars Cordt Chairman	Peter Nyegaard	Christian Bamberger Bro

Independent Auditor's Report

To the Shareholder of AX V INV5 Holding III ApS

Opinion
In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2019 and of the results of the Group's and the Parent Company's operations and cash flows for the financial year 1 October 2018 - 31 December 2019 in accordance with the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of AX V INV5 Holding III ApS for the financial year 1 October 2018 - 31 December 2019, which comprise income statement, balance sheet, statement of changes in equity, cash flow statement and notes, including a summary of significant accounting policies, for both the Group and the Parent Company (”the Financial Statements”).

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (ISAs) and the 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 are independent of the Group in accordance with the International Ethics Standards Board for 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.

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 audit 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 audit, or otherwise appears to 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 Consolidated Financial Statements and the Parent Company 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.

Independent Auditor's Report

Management's responsibilities for the Financial Statements
Management is responsible for the preparation of consolidated financial statements and parent company 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 Group's and 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 Group or 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 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.

- 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 and the Group'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 Group's and 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

Independent Auditor's Report

audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Hellerup, 15 May 2020
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Ulrik Ræbild
statsautoriseret revisor
mne33262

Claus Damhave
statsautoriseret revisor
mne34166

Company Information

The Company	AX V INV5 Holding III ApS Sank Annæ Plads 10 DK-1250 København K CVR No: 39 93 61 43 Financial period: 1 October 2018 - 31 December 2019 Incorporated: 1 October 2018 Financial year: 1st financial year Municipality of reg. office: København
Board of Directors	Lars Cordt, Chairman Peter Nyegaard Christian Bamberger Bro
Executive Board	Jesper Frydensberg Rasmussen
Auditors	PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab Strandvejen 44 DK-2900 Hellerup

Financial Highlights

Seen over a one-year period, the development of the Group is described by the following financial highlights:

	Group 1/10-31/12 2019 TDKK
Key figures	
Profit/loss	
Revenue	442,546
Operating profit/loss	5,556
Profit/loss before financial income and expenses	2,997
Net financials	-25,258
Net profit/loss for the year	-18,775
Balance sheet	
Balance sheet total	2,562,746
Equity	741,275
Cash flows	
Cash flows from:	
- operating activities	66,668
- investing activities	-1,476,024
including investment in property, plant and equipment	-1,120
- financing activities	1,516,029
Change in cash and cash equivalents for the year	106,673
Number of employees	183
Ratios	
Gross margin	18.0%
Profit margin	0.7%
Return on assets	0.1%
Solvency ratio	28.9%
Return on equity	-5.1%

The ratios have been prepared in accordance with the recommendations and guidelines issued by the Danish Society of Financial Analysts. For definitions, see under accounting policies.

Management's Review

Main activity

The SteelSeries Group is involved in the design, marketing, and sale of premium gaming accessories like headsets, keyboards, controllers and mice.

SteelSeries Group is a leader in this field. SteelSeries Group operates globally and has offices in Copenhagen, Chicago, Taipei and Beijing.

SteelSeries Group markets products under its own brand, as well as products in collaboration with leading eSports teams and game developers.

Revenue is primarily generated through five channels: direct sales to retail, etail, strategic distribution, sales to computer manufacturers and direct sales to end users through its own shop.

On September 30th 2019, SteelSeries Group was acquired by Axcel, a Nordic private equity firm focusing on mid-market companies and has a broad base of both Nordic and international investors.

In 2019 the Group maintained strong growth momentum and increased profit, compared to 2018. The company invested strategically in marketing and talents to create a platform ready for profitable growth as a leading global gaming peripherals brand.

During 2019 the Group broadened its most awarded Arctis gaming headset portfolio with Arctis 9X for Console (wireless) and a line-up of entry-level Arctis 1 for PC and Console (wired and wireless) – Arctis 1 Wireless is the first multiplatform wireless headset. The mice line-up was updated with Sensei Ten. A full refresh of mice lineup is planned for 2020.

The Group relaunched its keyboards portfolio with the successful launches of Apex 7 and Apex Pro – the first keyboard with adjustable mechanical switches.

Market overview

The Group's sales increased by 29 % in 2019, significantly outpacing the market. America and EMEA contributed with majority of the increase with +30% growth. The Direct channel www.steelseries.com grew more than 40 %. According to Newzoo, the global gaming peripheral market (headsets, mice and keyboards) reached USD 4.1 billion in 2019 (+2.1 % year-on-year growth). This growth is slower than growth in previous years, which primarily was due to a high growth in 2018 due to Battle Royal games such as Fortnite. Looking forward to 2020, many of the new gamers who bought low-end peripherals during the meteoric rise of Battle Royale in 2018 will likely replace or purchase higher-end peripherals in 2020 and going forward. Many consumers are also waiting for next-generation gaming consoles.

Development in the year

The income statement of the Group for 2018/19 shows a loss of TDKK 18,775, and at 31 December 2019 the balance sheet of the Group shows equity of TDKK 741,275.

Management's Review

Operating and financial risks

Due to operations abroad earnings, cash flows and equity are affected by exchange rate and interest rates of various currencies, especially the USD and EUR.

The Group is as far as possible mitigating currency exposure through selling and purchasing in the same currency and then buying the remaining USD needed at a fixed rate set at the beginning of a financial year. The hedging strategy is evaluated yearly.

The Group ensures a significant part of trade receivables in order to counter losses due to inability to pay. Despite this, and the efficient management of credit, sales on credit still involves an inherent business risk.

Ownership and Capital Structure

The Group is indirectly owned by the private equity fund Axcel together with the founder Jacob Wolff-Petersen and the co-investors PKA and AlpInvest via AX V INV5 Holding III and AX V INV5 Holding II. Axcel controls the majority of the voting rights.

The Group's loan capital consists of bank debt, provided by Danske Bank A/S, Nykredit Bank A/S and Nordea Danmark, affiliated branch of Nordea Bank Abp, Finland.

The current capital structure is deemed appropriate in relation to the need for financial flexibility in the Group.

Being owned by the Danish private equity firm Axcel, the Group is subject to the guidelines of the Danish Venture Capital and Private Equity Association (DVCA, ww.dvca.dk) for responsible ownership and corporate governance. The Group intends to comply with all relevant guidelines.

Management's Review

Non-financial matters

The organization of Management is, among other things, based on the Danish Companies Act, the Danish Financial Statements Act and the Group's article of association. The Group has based its corporate governance efforts on a two-tier system where the Board of Directors and the Executive Management have two distinct roles.

The Executive Management undertakes the operational management of the Group, whereas the Board of Directors determines the overall Group strategy and acts as a sparring partner to the Executive Management of the Group. In addition, management is continuously monitoring the financial development as well as the development in the field of corporate governance to ensure that the Group, internally as well as externally, is managed in a way that is in accordance with applicable laws in order to protect the interests of all stakeholders.

Risk management is considered an essential and natural part of the realization of the Group's objectives and strategy. The daily activities, the implementation of the established strategy and the continuous use of business opportunities involve inherent risks, and the Group's handling of these risks is therefore seen as a natural and integrated part of the daily work and a way to ensure stable and reliable growth.

The Board of Directors are appointed by Axcel and the co-investors. The Board of Directors consists of five members. Board meetings are held minimum four times a year. Additionally, the Chairman Committee meets with Executive Management on an ongoing basis.

Other board positions of the members of the Board of Directors are shown on the next page.

Management's Review

Bestyrelse / Board of Directors			
Navn: *Name*	Lars Cordt	Christian Bamberger Bro	Peter Nyegaard
Position: *Position*	Partner – Axcel Management A/S CEO – AX IV HoldCo P/S	Partner – Axcel Management A/S	CFO, Partner - Axcel Management A/S
Bestyrelsesformand: *Chairman of the Board:*	AX V GUBI Holding III ApS AX V INV5 Holding III ApS AX MITA INVEST ApS AX V ESB Holding III ApS AX V Nissens III ApS	AX V Phase One Holding I, II, III ApS SuperOffice Group AS and related group companies Loopia Group AB and related group companies	FIH A/S FIH Holding A/S
Næstformand for bestyrelsen: *Vice Chairman of the Board:*	AX V Nissens ApS and related group companies SteelSeries ApS and related group companies		Danmarks Skibskredit A/S
Bestyrelsesmedlem i: *Board member in:*	GUBI Group ApS and related group companies AX IV HoldCo P/S Mountain Top Group ApS and related group companies	SteelSeries ApS and related group companies Axcel Management Holding ApS Phase One Group ApS and related group companies Loopia AB	MNGT2 ApS AX Mita Invest ApS Frontmatec Holding III ApS AX IV HoldCo P/S Axcel Management Holding ApS AX V Nissens III ApS Mountain Top Holding III ApS and related group companies AX V GUBI Holding III ApS AX V Phase One Holding III ApS and related group companies AX V INV7 Holding III ApS and group related companies AX V INV8 Holding III ApS and group related companies Aidian Oy Ax DEL Oy AX V INV1 Holding Oy and group related companies Isadora Holding I AB and group related companies Loopia Group AB and related group companies Axcel Management AB AX V INV3 Holding AB and group related companies SuperOffice Group AS and group related

Targets and expectations for the year ahead

The Group's business fundamentals are stronger than ever. With its proven profitable model, acceleration in both growth and profitability, the Group is poised for significant top line growth, without losing its disciplined approach to investments and spending. Furthermore, software remains a key focus area and to strengthen the capabilities and accelerate the software vision SteelSeries acquired A-Volute in 2020.

In 2020, the Group expects to have positive earnings with growth in both revenue and EBITDA. The plan for 2020 is driven by continuous extension of the Arctis line of headsets, exciting new products within mice and to complete the updated Apex lineup of keyboards. Additionally, the Group will invest to increase the brand awareness and thereby support the increase in market share on all important markets. There will be a constant focus on the earnings.

Management's Review

Statutory statement of corporate social responsibility

The business model is described in "main activity" on page 7 , to which we refer.

The Group has in 2020 signed up for the UN Global Compact and committed the group to prepare policies and annually report the status on the development with the release of a COP report.

Environment and climate:
Based on the business model and those climate and environmental risks which are associated with the group, it was previously assessed that an independent policy in this area would not create value for either society or the group. Following the commitment to FN Global Compact such policy is currently under preparation. The risk of negative impact is associated with the external production of those the group develop and sales. The Group exclusively collaborates with suppliers and manufacturers adhering to global and local regulations and standards in regards of ethical, financial, and environmental conditions. This is surveyed continuously via visits and review of systems, products, processes, etc. If conditions are not up to standard, the supplier is advised to rectify the situation immediately. In case of failure to comply, cooperation is terminated immediately.

Human- and employment rights:
Based on the business model and those identified risks which are associated with the group, it was previously assessed that no independent policy was needed. Following the commitment to FN Global Compact such policy is currently under preparation.
The Group exclusively collaborates with suppliers and manufacturers adhering to global and local regulations and standards in regards of ethical, financial, environmental and human rights. This is surveyed continuously via visits and review of systems, products, processes, etc. If conditions are not up to standard, the supplier is advised to rectify the situation immediately. In case of failure to comply, cooperation is terminated immediately.

Management's Review

Anti-corruption and bribery:
The Group has a "zero-tolerance policy" against corruption and prohibit all corrupt practices throughout business operations. The policy was updated and communicated to the organization during 2019. There were no reported incidents during 2019.

Social- and employee matters:
Employees are an important asset and it is the ambition to recruit and keep employees on terms, which secures that they are interested in a long-term employment. Well-being and health are priorities in the Group. All employees are covered by mandatory health insurance for critical illness as well as general health insurance. One of the Group's greatest assets is talented, innovative and highly motivated employees. Therefore, activities that support employees' skills and commitment are naturally in focus, and ongoing initiatives are implemented that can improve employees' health and well-being as well as professional and personal development.

Share of the underrepresented gender

All members, as well as the Management, are currently males. It has been decided that the goal for the share of the underrepresented gender on the Board of Directors before the end of 2022 should be one. In connection with the most recent General Meeting, the shareholders elected a Board of Directors which did not change the gender composition and, consequently, the target ratio has not yet been achieved.

The Group continuously works to create and maintain a corporate culture under which any form of discrimination is avoided, including gender discrimination, discrimination based on nationality, skin colour, religious beliefs, political affiliation, age, sexuality and handicap. The Group finds that tolerance and respect are fundamental values necessary to achieve the best working environment. We are convinced that tolerance is best achieved through respect for the individual person irrespective of gender and position.

At the Group, we want to show and promote our tolerance internally and, therefore, we have created an atmosphere that welcomes the exchange of experience, attitudes and views which we consider necessary for our continued development.

The focus on diversity in Management is part of the work with and safeguarding of a healthy working environment. Consequently, we take an interest in having focus on the underrepresented gender. Thus, the Group is working to obtain an equal gender representation ratio basically at all management levels. Equality is considered achieved when at least 1/3 of all management positions across the Group is filled by the underrepresented gender.

The work of getting the best qualified candidates for management positions and, at the same time, achieving an equal gender distribution is described as a part of our staff policy, and there is, among other things, quarterly follow-up on gender representation and focus on the underrepresented gender in connection with talent development and recruitment.

The Group has therefore implemented several policies to support these purposes, including recruitment policy and a policy of harassment. As for salary, the Group pays equal pay for equal work based on qualifications and experience.

As of 31 December 2019, there are 8 (2018: 9) women in the Group's other management levels. The Group focuses on increasing the proportion of women in the Group's other management levels through the above policies and initiatives.

Overall, it is the Group's view that these measures will increase the possibility that the underrepresented gender may constitute a larger share of the management levels in the group.

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 31 December 2019 of the Group and the results of the activities and cash flows of the Group for the financial year for 2018/19 have not been affected by any unusual events.

Subsequent events

First quarter of 2020 has continued the strong momentum from fourth quarter 2019. The Group is excited to carry out an ambitious plan for the year that will propel the Group to the next level.

Management does not expect the Group to be significantly impacted by the Covid-19 outbreak. However, Management is closely following developments, but it is too early to say whether and if so, what effect Covid-19 will have on revenue and earnings in 2020.

SteelSeries ApS has in March 2020 signed a purchase agreement with the French entity A-Volute S.A.S. The Group develops software-based technologies with sound as advanced digital signal processing and virtual surround sound. The acquisition is a part of the groups long-term growth plan, to continuously to be able to deliver the best performing products, software and services to the gaming industry.

No other events have materially affected the assessment of the annual report after the balance.

Income Statement

	Note	Group	Parent company
		1/10-31/12 2019	2018/19
		TDKK	TDKK
Revenue	2	**442,546**	**0**
Change in inventories of finished goods, work in progress and goods for resale		-117,778	0
Expenses for raw materials and consumables		-134,032	0
Other external expenses		-110,857	-63
Gross profit/loss		**79,879**	**-63**
Staff expenses	3	-24,568	0
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	4	-49,755	0
Other operating expenses		-2,559	0
Profit/loss before financial income and expenses		**2,997**	**-63**
Other financial expenses		-25,258	-948
Profit/loss before tax		**-22,261**	**-1,011**
Tax on profit/loss for the year	5	3,486	219
Net profit/loss for the year		**-18,775**	**-792**

Balance Sheet 31 December

Assets

	Note	Group 31/12 2019 TDKK	Parent company 31/12 2019 TDKK
Completed development projects		30,407	0
Acquired patents		98,421	0
Acquired trademarks		359,894	0
Acquired other similar rights		28,217	0
Goodwill		1,278,351	0
Intangible assets	6	**1,795,290**	**0**
Other fixtures and fittings, tools and equipment		11,980	0
Leasehold improvements		1,331	0
Property, plant and equipment	7	**13,311**	**0**
Investments in subsidiaries	8	0	1,086,000
Deposits	9	965	0
Fixed asset investments		**965**	**1,086,000**
Fixed assets		**1,809,566**	**1,086,000**
Inventories		**362,093**	**0**
Trade receivables		267,435	0
Other receivables		11,079	0
Deferred tax asset	12	0	219
Corporation tax		815	0
Prepayments	10	5,085	0
Receivables		**284,414**	**219**
Cash at bank and in hand		**106,673**	**8**
Currents assets		**753,180**	**227**
Assets		**2,562,746**	**1,086,227**

Balance Sheet 31 December

Liabilities and equity

	Note	Group 31/12 2019 TDKK	Parent company 31/12 2019 TDKK
Share capital		610	610
Retained earnings		543,585	558,648
Equity attributable to shareholders of the Parent Company		**544,195**	**559,258**
Minority interests		197,080	0
Equity		**741,275**	**559,258**
Provision for deferred tax	12	95,746	0
Other provisions	13	2,996	0
Provisions		**98,742**	**0**
Credit institutions		773,944	0
Other payables		885	0
Long-term debt	14	**774,829**	**0**
Credit institutions	14	683,557	526,906
Trade payables		120,304	63
Payables to group enterprises		61	0
Corporation tax		8,923	0
Other payables	14	135,055	0
Short-term debt		**947,900**	**526,969**
Debt		**1,722,729**	**526,969**
Liabilities and equity		**2,562,746**	**1,086,227**

	Note
Subsequent events	1
Distribution of profit	11
Contingent assets, liabilities and other financial obligations	17
Related parties	18
Fee to auditors appointed at the general meeting	19
Accounting Policies	20

Statement of Changes in Equity

Group

	Share capital	Share premium account	Retained earnings	Equity excl. minority interests	Minority interests	Total
	TDKK	TDKK	TDKK	TDKK	TDKK	TDKK
Equity at 1 October	0	0	0	0	0	0
Cash payment concerning formation of entity	50	0	0	50	0	50
Capital increase	560	559,440	0	560,000	200,000	760,000
Net profit/loss for the year	0	0	-15,855	-15,855	-2,920	-18,775
Transfer from share premium account	0	-559,440	559,440	0	0	0
Equity at 31 December	**610**	**0**	**543,585**	**544,195**	**197,080**	**741,275**

Parent company

Equity at 1 October	0	0	0	0	0	0
Cash payment concerning formation of entity	50	0	0	50	0	50
Capital increase	560	559,440	0	560,000	0	560,000
Net profit/loss for the year	0	0	-792	-792	0	-792
Transfer from share premium account	0	-559,440	559,440	0	0	0
Equity at 31 December	**610**	**0**	**558,648**	**559,258**	**0**	**559,258**

Cash Flow Statement

	Note	Group 1/10-31/12 2019 TDKK	Parent company 2018/19 TDKK
Net profit/loss for the year		-18,775	-792
Adjustments	15	71,527	729
Change in working capital	16	36,580	63
Cash flows from operating activities before financial income and expenses		**89,332**	**0**
Financial expenses		-17,141	-948
Cash flows from ordinary activities		**72,191**	**-948**
Corporation tax paid		-5,523	0
Cash flows from operating activities		**66,668**	**-948**
Purchase of intangible assets		-6,738	0
Purchase of property, plant and equipment		-1,120	0
Acquisition of enterprises		-1,468,166	0
Cash flows from investing activities		**-1,476,024**	**0**
Raising of loans from credit institutions		1,457,503	526,906
Raising of payables to group enterprises		61	0
Repayment of other long-term debt		-326,585	0
Repayment of credit facility		-175,000	0
Contribution to AX V INV5 Holding II ApS		0	-1,086,000
Capital increase		560,050	560,050
Cash flows from financing activities		**1,516,029**	**956**
Change in cash and cash equivalents		**106,673**	**8**
Cash and cash equivalents at 1 October		0	0
Cash and cash equivalents at 31 December		**106,673**	**8**
Cash and cash equivalents are specified as follows:			
Cash at bank and in hand		106,673	8
Cash and cash equivalents at 31 December		**106,673**	**8**

Notes to the Financial Statements

1 Subsequent events

First quarter of 2020 has continued the strong momentum from fourth quarter 2019. The Group is excited to carry out an ambitious plan for the year that will propel the Group to the next level. Management does not expect the Group to be significantly impacted by the Covid-19 outbreak. However, Management is closely following developments, but it is too early to say whether and if so, what effect Covid-19 will have on revenue and earnings in 2020.

The Group has in March 2020 signed a purchase agreement with the French entity A-Volute S.A.S. The company develops software-based technologies with sound as advanced digital signal processing and virtual surround sound. The acquisition is a part of the groups long-term growth plan, to continuously to be able to deliver the best performing products, software and services to the gaming industry.
No other events have materially affected the assessment of the annual report after the balance sheet.

		Group	**Parent company**
		1/10-31/12 2019	2018/19
		TDKK	TDKK
2	**Revenue**		
	Geographical segments		
	Revenue, EMEA	192,367	0
	Revenue, Americas	201,360	0
	Revenue, Asia	48,819	0
		442,546	**0**
3	**Staff expenses**		
	Wages and salaries	24,041	0
	Pensions	452	0
	Other social security expenses	64	0
	Other staff expenses	11	0
		24,568	**0**
	Including remuneration to the Executive Board of:		
	Executive Board	1,148	0
		1,148	**0**
	Average number of employees	**183**	**0**

Notes to the Financial Statements

	Group	Parent company
	1/10-31/12 2019	2018/19
	TDKK	TDKK

4 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment

Amortisation of intangible assets	47,474	0
Depreciation of property, plant and equipment	2,281	0
	49,755	**0**

5 Tax on profit/loss for the year

Current tax for the year	8,923	0
Deferred tax for the year	-12,409	-219
	-3,486	**-219**

Notes to the Financial Statements

6 Intangible assets

Group

	Completed development projects	Acquired patents	Acquired trademarks	Acquired other similar rights	Goodwill
	TDKK	TDKK	TDKK	TDKK	TDKK
Cost at 1 October	0	0	0	0	0
Net effect from merger and acquisition	30,337	101,220	364,450	28,940	1,311,078
Additions for the year	6,201	538	0	0	0
Disposals for the year	-40	0	0	0	0
Cost at 31 December	36,498	101,758	364,450	28,940	1,311,078
Impairment losses and amortisation at 1 October	0	0	0	0	0
Amortisation for the year	6,131	3,337	4,556	723	32,727
Reversal of amortisation of disposals for the year	-40	0	0	0	0
Impairment losses and amortisation at 31 December	6,091	3,337	4,556	723	32,727
Carrying amount at 31 December	**30,407**	**98,421**	**359,894**	**28,217**	**1,278,351**
Amortised over	3-5 years	3-10 years	20 years	10 years	10 years

Development projects relates to the development of new products for the company's product portfolio. The ongoing development projects are expected to be completed in Q4 2020. It is mainly the products related to audio, keyboard and mouse categories. The projects proceeds as planned using the resources allocated by management to the development. It is expected that the new products will be sold and delivered to the company's existing but also new customers. Development projects that are fully developed relate mainly to audio, keyboards and mouse categories, which are depreciated over 3-5 years.

Notes to the Financial Statements

7 Property, plant and equipment

Group

	Other fixtures and fittings, tools and equipment	Leasehold improvements
	TDKK	TDKK
Cost at 1 October	0	0
Net effect from merger and acquisition	12,986	1,489
Additions for the year	1,116	0
Disposals for the year	-80	0
Cost at 31 December	14,022	1,489
Impairment losses and depreciation at 1 October	0	0
Depreciation for the year	2,122	158
Reversal of impairment and depreciation of sold assets	-80	0
Impairment losses and depreciation at 31 December	2,042	158
Carrying amount at 31 December	**11,980**	**1,331**
Depreciated over	3-5 years	3 years

8 Investments in subsidiaries

	Parent company
	31/12 2019
	TDKK
Cost at 1 October	0
Additions for the year	1,086,000
Carrying amount at 31 December	**1,086,000**

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership	Equity	Net profit/loss for the year
AX V INV5 Holding II ApS	København	1.286	84.45%	1,285,914	-36

Notes to the Financial Statements

9 Other fixed asset investments

	Group
	Deposits
	TDKK
Cost at 1 October	0
Net effect from merger and acquisition	965
Cost at 31 December	965
Carrying amount at 31 December	**965**

10 Prepayments

Prepayments consist of prepaid expenses concerning rent, insurance premiums, subscriptions and interest as well.

11 Distribution of profit

	Group	Parent company
	1/10-31/12 2019	2018/19
	TDKK	TDKK
Minority interests	-2,920	0
Retained earnings	-15,855	-792
	-18,775	**-792**

Notes to the Financial Statements

		Group	Parent company
		31/12 2019	31/12 2019
		TDKK	TDKK
12	**Provision for deferred tax**		
	Intangible assets	7,043	0
	Property, plant and equipment	-1,911	0
	Inventories	-1,670	0
	Trade receivables	-849	0
	Provisions	-391	0
	Tax amortization benefit on intangible assets	106,512	0
	Tax loss carry-forward	-12,988	-219
	Transferred to deferred tax asset	0	219
		95,746	**0**
	Deferred tax asset		
	Calculated tax asset	0	219
	Carrying amount	**0**	**219**

13	**Other provisions**		
	Warrenty claims	2,996	0
		2,996	**0**

Notes to the Financial Statements

14 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	Group	Parent company
	31/12 2019	31/12 2019
	TDKK	TDKK
Credit institutions		
After 5 years	599,854	0
Between 1 and 5 years	174,090	0
Long-term part	773,944	0
Within 1 year	156,651	0
Other short-term debt to credit institutions	526,906	526,906
Short-term part	683,557	526,906
	1,457,501	**526,906**
Other payables		
Between 1 and 5 years	885	0
Long-term part	885	0
Other short-term payables	135,053	0
	135,938	**0**

Notes to the Financial Statements

		Group	Parent company
		1/10-31/12 2019	2018/19
		TDKK	TDKK
15	**Cash flow statement - adjustments**		
	Financial expenses	25,258	948
	Depreciation, amortisation and impairment losses, including losses and gains on sales	49,755	0
	Tax on profit/loss for the year	-3,486	-219
		71,527	**729**

		Group	Parent company
16	**Cash flow statement - change in working capital**		
	Change in inventories	117,778	0
	Change in receivables	-54,128	0
	Change in trade payables, etc	-27,070	63
		36,580	**63**

Notes to the Financial Statements

	Group	Parent company
	31/12 2019	31/12 2019
	TDKK	TDKK

17 Contingent assets, liabilities and other financial obligations

Charges and security

The following assets have been placed as security with bankers:

	Group	Parent company
Floating company charges providing security on receivables, inventories, tools and equipment as well as goodwill and domains:	92,000	0

Rental and lease obligations

	Group	Parent company
Lease obligations under operating leases. Total future lease payments:		
Within 1 year	1,291	0
Between 1 and 5 years	3,626	0
	4,917	**0**

Other contingent liabilities

The Danish group companies are jointly and severally liable for tax on the jointly taxed incomes etc of the Group. The total amount of corporation tax payable by the Group amounts to TDKK 8,923. Moreover, the Danish 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.

18 Related parties

	Basis
Controlling interest	
Axcel V K/S	Ultimate parent company

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

There have been no transactions with the Supervisory Board, the Executive Board, senior officers, significant shareholders, group enterprises or other related parties, except for intercompany transactions and normal management remuneration.

19 Fee to auditors appointed at the general meeting

	Group	Parent company
	2018/19	2018/19
	TDKK	TDKK
PricewaterhouseCoopers		
Audit fee	360	25
Tax advisory services	248	13
Other services	2,149	25
	2,757	**63**
Deloitte		
Other services	261	0
	261	**0**
	3,018	**63**

Notes to the Financial Statements

20 Accounting Policies

The Annual Report of AX V INV5 Holding III ApS for 2018/19 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C .

The Consolidated and Parent Company Financial Statements for 2018/19 are presented in TDKK.

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.

Basis of consolidation

The Consolidated Financial Statements comprise the Parent Company, AX V INV5 Holding III ApS, and subsidiaries in which the Parent Company directly or indirectly holds more than 50% of the votes or in which the Parent Company, through share ownership or otherwise, exercises control. Enterprises in which the Group holds between 20% and 50% of the votes and exercises significant influence but not control are classified as associates.

On consolidation, items of a uniform nature are combined. Elimination is made of intercompany income and expenses, shareholdings, dividends and accounts as well as of realised and unrealised profits and losses on transactions between the consolidated enterprises.

The Parent Company's investments in the consolidated subsidiaries are set off against the Parent Company's share of the net asset value of subsidiaries stated at the time of consolidation.

Business combinations

Business acquisitions

Acquisitions of subsidiaries are accounted for using the purchase method under which the identifiable assets and liabilities of the entity acquired are measured at fair value at the time of acquisition. Acquired

20 Accounting Policies (continued)

contingent liabilities are recognised at fair value in the Consolidated Financial Statements to the extent that the value can be measured reliably.

The time of acquisition is the time when the Group obtains control of the entity acquired.

The cost of the entity acquired is the fair value of the consideration agreed, including consideration contingent on future events. Transaction costs directly attributable to the acquisition of subsidiaries are recognised in the income statement as incurred.

Positive differences between the cost of the entity acquired and identifiable assets and liabilities are recognised as goodwill in intangible assets in the balance sheet and are amortised in the income statement on a straight-line basis over their estimated useful lives. Amortisation of goodwill is allocated in the Consolidated Financial Statements to the operations to which goodwill is related. Where the differences are negative, they are recognised immediately in the income statement.

Where the purchase price allocation is not final, positive and negative differences from acquired subsidiaries due to changes to the recognition and measurement of identifiable net assets may be adjusted for up to 12 months after the time of acquisition. These adjustments are also reflected in the value of goodwill or negative goodwill, including in amortisation already made.

Where cost includes contingent consideration, this is measured at fair value at the time of acquisition. Contingent consideration is subsequently measured at fair value. Any value adjustments are recognised in the income statement.

In respect of step acquisitions, any previously held investments in the entity acquired are remeasured at fair value at the time of acquisition. The difference between the carrying amount of the investment previously held and the fair value is recognised in the income statement.

Minority interests

Minority interests form part of the Group's total equity. Upon distribution of net profit, net profit is broken down on the share attributable to minority interests and the share attributable to the shareholders of the Parent Company. Minority interests are recognised on the basis of a remeasurement of acquired assets and liabilities to fair value at the time of acquisition of subsidiaries.

Business acquisitions

Minority interests are initially measured at their proportionate share of the fair value of the acquired entity's identifiable net assets. In this way, only goodwill related to the Parent Company's share of the entity acquired is recognised.

On subsequent changes to minority interests where the Group retains control of the subsidiary, the consi-

Notes to the Financial Statements

20 Accounting Policies (continued)

deration is recognised directly in equity.

Leases

All leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Translation policies

Danish kroner is used as the presentation currency. All other currencies are regarded as foreign currencies.

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 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.

Revenue

Information on geographical segments based on the Group´s risks and returns and its internal financial reporting system. Business segments are regarded as the primary segments.

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods 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 Group.

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

Notes to the Financial Statements

20 Accounting Policies (continued)

Expenses for raw materials and consumables

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

Other external expenses

Other external expenses comprise indirect production costs and 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.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets and property, plant and equipment.

Other operating income and expenses

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

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 the Danish group enterprises. The tax effect of the joint taxation is allocated to Danish enterprises in proportion to their taxable incomes.

Notes to the Financial Statements

20 Accounting Policies (continued)

Balance Sheet

Intangible assets

Development projects, patents and licences

Costs of development projects comprise salaries, amortisation and other expenses directly or indirectly attributable to the Company's development activities.

Development projects that are clearly defined and identifiable and in respect of which technical feasibility, sufficient resources and a potential future market or development opportunity in the Group can be demonstrated, and where it is the intention to manufacture, market or use the project, are recognised as intangible assets. This applies if sufficient certainty exists that the value in use of future earnings can cover cost of sales, distribution and administrative expenses involved as well as the development costs.

Development projects that do not meet the criteria for recognition in the balance sheet are recognised as expenses in the income statement as incurred.

As of the date of completion, capitalised development costs are amortised on a straight-line basis over the period of the expected economic benefit from the development work. The amortisation period is 3-5 years.

Patents and licences are measured at cost less accumulated amortisation and less any accumulated impairment losses or at a lower value in use.

Patents are amortised over the remaining patent period or a shorter useful life. The amortisation period is years. Software licences are amortised over the period of the agreement, which is 3-5 years.

Goodwill and intangible assets arising from business acquisitions:

Goodwill and intangible assets arising from business acquisitions (patents & technology, brand and customer relationships) are amortised on a straight-line basis over the estimated useful life of 10-20 years, determined on the basis of Management's experience with the individual business areas.

Notes to the Financial Statements

20 Accounting Policies (continued)

Property, plant and equipment

Property, plant and equipment 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.

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

Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	5 years

Depreciation period and residual value are reassessed annually.

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Investments in subsidiaries

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

Other fixed asset investments

Other fixed asset investments consist of deposits and other long-term receivables.

Notes to the Financial Statements

20 Accounting Policies (continued)

Inventories

Inventories are measured at the lower of cost under the FIFO method and net realisable value.

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

The cost of goods for resale equals landed cost.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Prepayments

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

Equity

Dividend

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

Provisions

Provisions are recognised when - in consequence of an event occurred before or on the balance sheet date - the Group has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

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, including the tax base of tax loss carry-forwards, 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.

Notes to the Financial Statements

20 Accounting Policies (continued)

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

Loans, such as loans from credit institutions, 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.

Notes to the Financial Statements

20 Accounting Policies (continued)

Cash Flow Statement

The cash flow statement shows the Group´s and the Parent Company´s cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Group´s and the Parent Company´s cash and cash equivalents at the beginning and end of the year.

No cash flow statement has been prepared for the Parent Company as the Parent Company cash flows are included in the Consolidated Cash Flow Statement.

Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise ”Cash at bank and in hand”.

The cash flow statement cannot be immediately derived from the published financial records.

Notes to the Financial Statements

20 Accounting Policies (continued)

Financial Highlights

Explanation of financial ratios

Gross margin	$\frac{\text{Gross profit x 100}}{\text{Revenue}}$
Profit margin	$\frac{\text{Profit before financials x 100}}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit before financials x 100}}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end x 100}}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year x 100}}{\text{Average equity}}$