

Interim report October-December 2022

Net revenue for the quarter amounted to MSEK 412.6 and the full year to MSEK 1,138.3, a substantial increase from the corresponding periods in 2021 driven by the acquisitions that took place in 2021. On a proforma basis, full year revenue came in 8.9 percent below the corresponding period in 2021 which was favorably impacted by exceptionally strong releases, but in line with expectations.

HIGHLIGHTS DURING THE FOURTH QUARTER

- Modus Games announced the release date for owned IP God of Rock alongside a new gameplay trailer
- Modus Games in collaboration with Pixile Studios launched Super Animal Royale Season 6
- Merge Games and Dimfrost Studio revealed 'Bramble: The Mountain King's demo on PlayStation®5 as part of PlayStation's Demo Festival
- Modus Games and inhouse studio Mane6 released owned IP Them's Fightin' Herds on consoles
- Modus Games in collaboration with 314 Arts announced Projekt Z, a first-person co-op zombie shooter game

HIGHLIGHTS AFTER THE FOURTH OUARTER

- MG1 Acquisition Corporation, the US affiliate of Zordix has secured a \$30 million USD senior credit facility. The U.S. based facility has a maturity of 36 months and will be used to refinance existing debt, investment in owned IP games, and to pursue accretive acquisitions
- Zordix launched Maximum Entertainment as a strategically realigned global entertainment company with differentiated inhouse publishers and a newly restructured development division, Modus Studios. The company also presented a new corporate identity, a roadmap of upcoming releases and the planned acquisition of the assets of FUN Labs, a development studio based in Romania

413_{MSEK}

36_{MSEK}

8.7 % EBITDA margin

KEY FIGURES OF THE GROUP

KSEK	Oct-Dec 2022	Oct-Dec 2021	Full year 2022	Full year 2021
Operational key figures ¹⁾				
Net revenue	412 624	260 201	1 138 271	462 866
EBITDA	35 857	51 117	96 685	71 541
Operational EBIT	21 265	33 998	68 468	50 552
EBIT	- 29 868	21 865	- 64 448	21 272
EBITDA margin, %	8.7	19.6	8.5	15.5
Operational EBIT margin, %	5.2	13.1	6.0	10.9
EBIT margin, %	- 7.2	8.4	- 5.7	4.6
Other key figures				
Balance sheet total	1 725 101	1 672 169	1 725 101	1 672 169
Equity	690 215	717 290	690 215	717 290
Outstanding shares	42 866 231	40 484 515	42 866 231	40 484 515
Average number of shares	42 866 231	34 048 559	41 675 373	29 720 779
Net profit or loss per share, SEK	-1.63	0.42	-1.92	-0.04
Equity per share, SEK	16	18	16	24
Equity ratio, %	40	43	40	43
Number of employees	215	196	215	196

Zordix | Q4 2022

¹⁾ The Group's EBIT is affected by the amortization of goodwill in accordance with the K3 regulations that Zordix applies. Operational EBIT, a key figure adjusted for this amortization and KSEK 22 063 write-down of intangible assets related to deprioritized projects, provides a more accurate picture of the development of the operating income from the Group's operating activities.

Words from our CEO



... Zordix is ready for a new chapter ...

Zordix posted net revenues of MSEK 412.6 this quarter (compared to MSEK 260.2 in 2021) and MSEK 1,138.3 for the full year 2022, a proforma decrease of 8.9 percent over the previous year which was favorably impacted by exceptionally strong releases.

EBITDA this quarter amounted to MSEK 35.9. For the full year 2022, EBITDA amounted to MSEK 96.7, or 8.5 percent of net revenue, a 36.5 percent proforma decrease in comparison with the same period of last year. The gross profit percentage expanded in 2022 to 32.7 percent of revenues compared to 31.6 percent in 2021. This is consistent with our strategy of prioritizing margin expansion from operational efficiencies and growth in our owned IP. The decrease in EBITDA is due to exceptionally strong releases in Q4 2021 with Kena: Bridge of Spirits and Among Us and not any systemic issues with the current business. The macroeconomic environment has been challenging in 2022 for the whole industry. But, Zordix met our internal goals of strong EBITDA and margin expansion even with the softer year and the focus on establishing a foundation for the future of our owned IP.

In 2022, our organization underwent significant changes which were both exciting and challenging. The Zordix group of companies, studios, and publishers transformed from separate entities to operating as an integrated company with shared future goals and a unified roadmap. We delivered a financial result within our own expectations for the year while restructuring our business for cross-functionality and efficiency.

During 2022, we saw great success in transmedia with several creative collections, including Five Nights at Freddy's: Security Breach - Collectors Edition, Sifu Collectors Edition and more. Our collectors editions and videogame soundtrack vinyl releases have proven popular among gamers and are great margin contributors. The original soundtracks of popular games such as Plague Tale: Requiem, Teenage Mutant Ninja Turtles: Shredder's Revenge and Resident Evil Village captured and entertained fans of all ages.

Overall sales in Q4 performed according to our internal forecast and met expectations. We have seen a boost in revenue from our live service games, such as Them's Fightin' Herds and Super Animal Royale with growing

communities and are looking forward to upcoming seasons and new character drops. The back catalog provided stability to revenue with key performing titles such as Kena: Bridge of Spirits, 30 in 1 Games Collection and Spirit of the North. Post Q4, we announced dates of our upcoming releases, such as Smalland: Survive the Wilds launching into early access on March 29 and Bramble: The Mountain King releasing on April 27.

Today, I am proud to lead the new Maximum Entertainment, our new fully integrated global entertainment company. This company covers the entire value chain of video games spanning development, publishing, life cycle management, and transmedia. Our development studios have been integrated and are fully deployed creating compelling and commercially viable games. Our publishing labels have been focused to create a breadth of revenue reach across multiple sectors and genres. We have evolved from a small player in the gaming industry, with an estimated net revenue of 10 million SEK at the entry of 2021, to a comprehensive global entertainment company reaching a leadership position in the triple-I to double-A video game market.

By 2025, we have set ourselves another challenging target, to increase IP ownership revenue to 30 percent of overall revenue. Additionally, we plan to expand the universe of our games above and beyond the platform by bringing collectors editions and game-related merchandise to grow our transmedia revenue. Our unified roadmap has a distinctive focus on live service games, with a greater emphasis on fighting and sports simulation, areas where we already have a clear advantage.

The industry changes in 2022 were good timing for Zordix. It allowed us to focus on our future and establish a strong foundation for the growth of our owned IP and studio capabilities for years to come. As we look at 2023 and beyond with Maximum Entertainment, we are now in a position to deliver magic to the gamer in everyone.

Christina Seelye, CEO

INCOME STATEMENT

Comments

NET REVENUE

During the fourth quarter of 2022, net revenue amounted to KSEK 412 624 (260 201). For the current quarter, the Group's companies Just For Games, Merge ames and Maximum Games, together with its subsidiaries, are included in the current period, whereas in the comparison period 2021 Maximum Games were only partially included.

CAPITALIZED DEVELOPMENT

An important part of the Group's strategy is continued development of its own games, which are expected to generate future positive cash flows. The Group's studios are therefore continuing to work on the pipeline of IPs according to our roadmap. Capitalized development for the period amounted to KSEK 25 807 (20 180).

OPERATING COSTS

Cost of goods sold (which includes manufacturing cost and royalties) at the end of the period amount to KSEK 309 705 (180 681). The increase is consistent with growth of revenue for that period.

Personnel cost increase for the period is explained by the addition of new subsidiaries to the Group that took place during 2021 and growth of our development studio.

Amortization of goodwill amounted to KSEK 29 070 (12 133). This is a result of the acquisition goodwill built up over 2021 and amortized over 10 years.

OPERATING INCOME (EBIT)

Operating income for the current quarter was KSEK -29 868 (21 865). The Group's EBIT is affected by the amortization of goodwill and the write-down of intangible assets related to deprioritized projects.

The Group's operational EBIT, a metric giving a more accurate picture of the performance of the company, was KSEK 21 265 (33 998)

FINANCIAL ITEMS

The Group's financial items for the current quarter amounted to KSEK -33 371 (-29). The change is in large part explained by impact of exchange rate fluctuations.

RESULT FOR THE PERIOD

Net result for the quarter amounted to KSEK -70 003 (14 276).



5.2%
Operational EBIT margin

CASH FLOW AND FINANCIAL POSITION

Comments, cont.

CASH FLOW

Cash flow from operating activities during the period amounted to KSEK 65 799 (52 241) of which KSEK 91 672 came from improvement of the working capital.

Cash flow from investment activities during the period amounted to KSEK - 54 277 (-186 498), chiefly driven by investments in games.

Cash flow from financing activities during the period amounted to KSEK 10 497 (247 081). Cash balance at end of period amounted to KSEK 100 510 (163 107).

FIXED ASSETS

The Group's fixed assets as of the balance sheet date amounted to KSEK 1 202 627 (1 087 973). The post, which mainly consists of consolidated goodwill, is explained by the acquisitions made in 2021. It also includes the Group's investments in its own IPs (KSEK 175 870), such as Bramble, Smalland, Big Truck Country Mud Fest, Project Velos and Maximum Football.

CURRENT ASSETS

Inventories of physical games and accessories stood as of the balance sheet date at KSEK 155 038 (125 665). Account receivables as of the balance sheet date stood at KSEK 205 949 (240 154).

EQUITY

The Group's equity, as of the balance sheet date, amounted to KSEK 690 215 (717 290). The post is explained by the new issue of shares in connection with acquisitions during 2021, as well as earnings for the periods in which the Group owned and managed the operations of its subsidiaries.

PROVISIONS

Provisions at the end of the period amounted to KSEK 486 396 (495 374). It consists mainly of deferred considerations related to acquisitions. These may fall due for payment during the period 2023-2025 in the form of shares and cash. Provisions reflect group management's assessment of probable outcome. These are evaluated continuously and revised if indications of an outcome other than previous estimates are deemed more likely.

NON-CURRENT LIABILITIES

Non-current liabilities mostly consist of liabilities to credit institutions included as part of the Group's financing strategy.

CURRENT LIABILITIES

Current liabilities are mostly attributable to the short-term portion of the long-term debt (KSEK 109 952) and outstanding accounts payable and accruals.

1.7 BSEK

40% Equity ratio

THE GROUP

Income statement

KSEK	Oct-Dec 2022	Oct-Dec 2021	Full year 2022	Full year 2021
Operating income				
Net revenue	412 624	260 201	1 138 271	462 866
Capitalized development	25 807	20 180	55 207	51 687
Other operating income	-	656	614	3 318
Total income	438 431	281 036	1 194 091	517 870
Operating costs				
Cost of goods sold	- 309 705	- 180 681	- 821 434	- 337 979
Other external costs	- 42 453	- 27 192	- 115 312	- 50 096
Personnel costs	- 39 822	- 21 286	- 153 074	- 55 809
Depreciation and amortization of intangible and tangible fixed assets	- 65 725	- 29 252	- 161 133	- 50 269
Other operating expenses	- 10 595	- 760	- 7 587	- 2 445
Operating income (EBIT)	- 29 868	21 865	- 64 448	21 272
Financial items				
Financial net	- 33 371	- 29	2 931	- 4 215
Result after financial items	- 63 239	21 836	- 61 517	17 057
Income before tax				
Tax for the period	- 6 764	- 7 561	- 18 648	- 18 169
Result for the period	- 70 003	14 276	- 80 165	- 1 112
Relating to				
Shareholders of the parent company	- 70 003	14 276	- 80 152	- 1 091
Non-controlling interest	-	-	- 12	- 21

THE GROUP

Balance sheet

KSEK	2022-12-31	2021-12-31
Assets		
Intangible fixed assets		
Capitalized expenditure for game development and similar work	175 870	94 434
Licenses and trademarks	6 418	820
Goodwill	1 007 781	980 010
Total intangible fixed assets	1 190 069	1 075 264
Tangible fixed assets		
Equipment, tools, fixtures and fittings	11 185	7 617
Total tangible fixed assets	11 185	7 617
Financial fixed assets		
Deferred tax assets	883	1 177
Other non-current receivables	491	3 916
Total fixed assets	1 202 627	1 087 973
Current assets		
Inventories	155 038	125 665
Accounts receivable	205 949	240 154
Tax assets	5 445	670
Other receivables	6 791	20 374
Prepayments and accrued income	48 741	34 226
Cash and bank	100 510	163 107
Total current assets	522 474	584 196
TOTAL ASSETS	1 725 101	1 672 169

THE GROUP

Balance sheet, cont.

KSEK	2022-12-31	2021-12-31
Equity and liabilities		
Equity		
Share capital	4 287	4 048
Other contributed capital	746 000	700 248
Capitalized income including net result for the period	- 60 071	12 990
Equity relating to shareholders of the parent company	690 215	717 287
Non-controlling interest	-	4
Total equity	690 215	717 290
Provisions		
Deferred tax liabilities	2 494	3 711
Other provisions	483 902	491 663
Total provisions	486 396	495 374
Non-current liabilities		
Other liabilities to credit institutions	44 012	31 223
Other non-current liabilities	32 145	36 788
Total non-current liabilities	76 157	68 012
Current liabilities		
Liabilities to credit institutions	109 952	80 352
Accounts payable	151 258	113 436
Tax liabilities	17 558	8 697
Other current liabilities	128 977	42 013
Accruals and deferred income	64 589	146 996
Total current liabilities	472 334	391 493
TOTAL EQUITY AND LIABILITIES	1 725 101	1 672 169

THE GROUP

Changes in equity

KSEK	Share capital	Other contributed capital	Other equity incl. net result for the period	Non-controlling influence	Total equity
Opening balance 2021-01-01	1 896	69 385	5 970	23	77 274
New issue (net after issue costs)	2 152	629 789			631 941
Repurchase warrants		- 68			- 68
Profit for the period			- 1 091	- 21	- 1 112
Recalculation difference			8 095		8 095
Other		1 142	16	2	1 160
Equity 2021-12-31	4 048	700 248	12 990	4	717 290
Opening balance 2022-01-01	4 048	700 248	12 990	4	717 290
New issue (net after issue costs)	238	45 773			46 011
Repurchase warrants		-22			-22
Profit for the period			- 80 152	- 4	- 80 156
Recalculation difference			7 091		7 091
Other					-
Equity 2022-12-31	4 287	746 000	- 60 071	-	690 215

THE GROUP

Cash flow analysis

KSEK	Oct-Dec 2022	Oct-Dec 2021	Full year 2022	Full year 2021
Result after financial items	- 63 239	21 836	- 61 517	17 057
Adjustments for items not included in cash flow	58 405	35 647	114 561	56 661
Income tax paid	- 5 845	- 3 331	- 15 484	- 7 634
Cash flow from operating activities before changes in working capital	-10 679	54 153	37 560	66 085
Change in working capital	96 036	- 1 912	- 8 201	- 59 455
Cash flow from operating activities	85 357	52 241	29 359	6 630
Net investments in acquired companies	30	- 155 407	30	- 251 835
Net investments in intangible assets	- 54 957	- 29 496	- 129 674	- 61 000
Net investments in tangible assets	- 264	260	- 6 599	- 117
Net investments in financial assets	913	- 1 854	3 425	- 3 870
Cash flow from investing activities	- 54 277	- 186 498	- 132 817	- 316 823
Cash flow from financing activities	-9 062	247 081	27 966	435 797
Cash flow for the period	22 018	112 824	- 75 492	125 604
Cash at the beginning of the period	64 725	50 066	163 107	37 332
Translation difference in cash and cash equivalents	13 767	218	12 895	172
Cash at the end of the period	100 510	163 107	100 510	163 107

THE PARENT COMPANY

Income statement

KSEK	Oct-Dec 2022	Oct-Dec 2021	Full year 2022	Full year 2021
Operating income				
Net revenue	7 699	9 837	9 144	10 976
Capitalized development	-	3 873	-	19 726
Other operating income	-	591	376	2 328
Total income	7 699	14 301	9 520	33 030
Operating costs				
Cost of goods sold	- 4 774	- 3 253	- 13 162	- 21 426
Other external costs	- 3 246	- 13 666	- 4 440	- 20 364
Personnel costs	- 5 307	- 3 684	- 15 199	- 17 758
Depreciation and amortization of fixed assets	- 70	-14 311	- 189	- 16 813
Other operating expenses	8 429	755	-	- 10
Operating income (EBIT)	- 14 126	- 19 858	- 23 470	- 43 341
Financial items				
Financial net	53 892	-4 020	58 277	- 8 205
Result after financial items	39 766	-23 878	34 807	- 51 546
Appropriations and tax				
Changes in amortization fund	-	843	-	843
Tax on profit for the period	-	174	-	174
Result for the period	39 766	- 22 861	34 807	- 50 530

Note: Effective 1 January 2022 Zordix AB completed a business transfer whereby assets and personnel related to the game development and operations of Zordix AB were transferred to a newly formed entity, Zordix Racing AB. As a result, comparisons to previous periods are not like for like.

THE PARENT COMPANY

Balance sheet

KSEK	2022-12-31	2021-12-31
Assets		
Fixed assets/Intangible fixed assets		
Capitalized development	-	38 214
Licenses and trademarks	902	646
Total intangible fixed assets	902	38 859
Tangible fixed assets		
Equipment, tools, fixtures and fittings	-	613
Total tangible fixed assets	-	613
Financial fixed assets		
Investments in subsidiaries	526 491	482 915
Other non-current receivables from group companies	457 272	386 219
Total fixed assets	984 665	908 605
Current receivables		
Accounts receivable	179	882
Receivable from group companies	6 128	-
Tax assets	609	-
Other receivables	2 183	781
Prepayments and accrued income	23 116	1 852
Cash and bank	-	39 266
Total current assets	32 215	42 781
TOTAL ASSETS	1 016 880	951 386

THE PARENT COMPANY

Balance sheet, cont.

KSEK	2022-12-31	2021-12-31
Equity and liabilities		
Equity		
Restricted equity		
Share capital	4 287	4 048
Share issue under registration	-	-
Development fund	-	38 214
Unrestricted equity		
Share premium fund	746 000	699 174
Retained earnings	- 49 929	- 37 443
Result for the period	34 807	- 50 530
Total equity	735 164	653 464
Tax-free reserves		
Amortization funds	-	-
Total tax-free reserves	-	-
Provisions		
Other provisions	126 684	202 265
Total provisions	126 684	202 265
Non-current liabilities		
Other liabilities to credit institutions	-	4 166
Other non-current liabilities	-	9
Total non-current liabilities	-	4 176
Current liabilities		
Liabilities to credit institutions	67 101	64 978
Accounts payable	5 364	10 191
Liabilities to group companies	7 837	6 870
Tax liabilities	-	238
Other current liabilities	39 829	1 125
Accruals and deferred income	34 902	8 255
Total current liabilities	155 031	91 656
TOTAL EQUITY AND LIABILITIES	1 016 880	951 386

THE PARENT COMPANY

Changes in equity

				Other income incl.	
KSEK	Share capital	Development fund	Share premium fund	net result for the period	Total equity
Opening balance 2021-01-01	1 896	34 809	69 385	- 34 033	72 057
New issue (net after issue costs)	2 153		629 789		631 942
Repurchase warrants				- 4	- 4
Profit for the period				- 50 530	- 50 530
Development expenditure fund		3 405		- 3 405	-
Equity 2021-12-31	4 048	38 214	699 174	- 87 973	653 464
Opening balance 2022-01-01	4 048	38 214	699 174	- 87 973	653 464
New issue (net after issue costs)	238		46 826	- 148	46 916
Repurchase warrants				- 22	-22
Profit for the period				34 807	34 807
Development expenditure fund		- 38 214		38 214	-
Equity 2022-12-31	4 287	-	746 000	- 15 122	735 164

About Zordix

Zordix is a transnational developer and publisher dedicated to providing the global games market with the highest level of innovation, technology and creative ambition, through a growing family of brands.

The Group consists of five studios and four publishers and leverages each entity's unique capabilities and brand identities to deliver influential entertainment to gamers worldwide. Dimfrost Studio, Invictus Games, Mane6, Zordix Racing and Modus Studios make up the Zordix development branch, while Maximum Games, Merge Games, Modus Games, and Just For Games are global games publishers.

Headquartered in Umeå, Sweden, Zordix employs approximately 200 people across offices in US, Latin America, Sweden, France, UK, and Hungary. Through strategic acquisitions, leveraging its global infrastructure, and perpetually seeking inspired games to bring to market, Zordix continues to scale with the expanding games industry.

Studios

Dimfrost Studio

Game studio that develops adventure and strategy games for PC and console. Focused on storytelling and atmospheric environments inspired by Nordic folklore. The company is based in Norrköping, Sweden.



Invictus Games

Game studio focusing on high-quality design and game development for PC and console, as well as mobile platforms. The company is based in Debrecen, Hungary.



Zordix Racing

A game studio specialized in the design and development of racing games. Operations are conducted from offices in Umeå. Sweden.



Modus Studios

Include a number of game studios with broad expertise. Focus on AA games in genres such as sports simulation and fighting. Operations are in Walnut Creek, California, USA and Brasilia, Brazil.



Mane6

A part of Modus Studios. The studio is behind the game Them's Fightin' Herds® which is based on Lauren Faust's designs. The company is based in Walnut Creek, California, USA.



Publishers

Maximum Games

Full-service video game publisher for PC and console games. It includes the independent publisher Modus Games, and the development team Modus Studios and Mane6. The company is based in Walnut Creek, California, USA.



Modus Games

Global video game publishing and production company for all formats that focuses on creating high quality, long-lasting video game franchises. The company is based in Walnut Creek, California, USA.



Merge Games

Publisher and video game developer of PC and console games. It also includes the Signature Edition line-of-business, with sales of collectors' items within the premium segment. The office is located in Manchester, UK.



Just For Games

Publisher of own as well as licensed titles for PC and console. The leading partner for publishing services in France, offering both physical game publishing and retro products. The company is based in Paris, France.



THE FOURTH OUARTER

WORDS FROM CEO

Further information

Accounting principles

The interim report has been established in accordance with the Annual Accounts Act and BFNAR 2012:1 Annual Report and Consolidated Accounts (K3 rules).

Related party transactions

The company's related party transactions consist of conventional trade between the group companies.

Organization and group structure

The Group's parent company, Zordix AB (publ), have holdings in subsidiaries according to the table below.

Subsidiary	Shares in %
Dimfrost Studio AB	100
Invictus Games Ltd	100
Just For Games SAS	100
Merge Games Ltd	100
MG1 Acquisition Corporation Inc ¹⁾	100
Zordix Racing AB	100

¹⁾ Holding company that acquired MG Teams Inc and Maximum Games Inc, along with their respective subsidiaries.

Certified Adviser

Augment Partners AB, phone: +46 8 604 2255, is the Company's Certified Adviser in accordance with the regulations for Nasdag First North.

Financial calendar

Annual report 2022	2023-04-25
Interim report Q1 2023	2023-05-17
AGM	2023-05-24
Interim report Q2 2023	2023-08-16
Interim report Q3 2023	2023-11-15
Interim report Q4 2023	2024-02-14

The Board of Directors proposes that no dividend is due for 2022.

Contact information

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Definitions

Zordix or the Company

Refers to Zordix AB (publ), company registration number 556778-7691, or the Group or companies in the Group in which Zordix is the Parent Company.

EBITDA

Operating income before depreciation and amortization.

EBITDA margin

EBITDA as a percentage of net revenue.

EBIT

Operating income.

EBIT margin

EBIT as a percentage of net revenue.

Operational EBIT

Operating income excluding amortization of acquisition-related goodwill and non-recurring items.

Number of employees

Number of employees at the end of the period.

Equity ratio

Equity expressed as a percentage of balance sheet total.

The Board's assurance

The Board of Directors and the CEO confirm that this interim report provides a true and fair view of the group's and the parent company's operations, position and performance.

Umeå, February 22, 2023

Stefan Lindeberg – Chairman of the Board

Matti Larsson - Director

Stefan Lampinen – Director

David Eriksson - Director

Christina Seelye - CEO

This quarterly report has not been subject to review by the group's auditor.