

## Robust development despite challenging business climate

### First quarter 2020

- Net sales increased during the first quarter increased by 79,9% to 78,9 MSEK (43,8)
- Adjusted EBITDA increased during the first quarter by 9,5% to 6,9 MSEK (6,3), corresponding to an adjusted EBITDA margin by 8,8% (14,3)
- Operating profit/loss was -3,8 MSEK (4,2) wich correspond to operating margin of -4,9% (9,6)
- Profit for the period was -8,7 MSEK (3,7)
- Result per share was -0,02 (0,02)
- Cash flow from operating activities for the period was 2,5 MSEK (5,3)
- The Covid-19 pandemic has had a negative impact on turnover from mid-March and measures have been taken for all parts of the business to mitigate the effects of the corona virus.
- As of January 1, 2020, TagMaster has changed accounting principles from BFNAR 2012: 1 (K3) to IFRS. This report is the first to be prepared in accordance with IFRS. The effects of the transition are shown in Note 6.

Amounts in TSEK	2020 Jan-March	2019 Jan-March	R12M April-March	2019 Full year
Net sales	78 861	43 848	297 968	262 955
Net sales growth, %	79,9	-23,0	63,3	34,5
Gross margin, %	65,4	66,7	66,2	66,6
Adjusted EBITDA	6 905	6 264	36 701	36 060
Adjusted EBITDA margin, %	8,8	14,3	12,3	13,7
EBITDA margin, %	2,8	14,3	6,2	8,5
Equity ratio, %	56,3	60,9	0,0	0,0
Cash flow from operating activities, MSEK	2,5	5,3	1,1	3,9
Net debt/EBITDA, R12M	0,0	0,0	1,2	1,1
Number of employees at end of period	115	80	116	115

For description and reconciliation of key figures, see pages 36 - 37

### About TagMaster

TagMaster is an application driven technology company that designs and markets advanced sensor systems and solutions based on radio, radar, vision and wireless magnetic technology for demanding environments. Business areas include Traffic Solutions and Rail Solutions sold under the brands TagMaster and Sensys Networks with innovative mobility solutions in order to increase efficiency, security, convenience and to decrease environmental impact within Smart Cities. TagMaster has subsidiaries in UK, France and US and exports mainly to Europe, The Middle East, Asia and North America via a global network of partners and systems integrators. TagMaster was founded in 1994 and has its headquarters in Stockholm. TagMaster is a public company and its shares are traded on Nasdaq First North Growth Market in Stockholm, Sweden. TagMasters certified advisor is Erik Penser Bank phone +4684638300, E-mail: [certifiedadviser@penser.se](mailto:certifiedadviser@penser.se) [www.tagmaster.com](http://www.tagmaster.com)

## Comments by the CEO

We look back at a quarter mostly dominated by handling the effects of Covid-19. Our focus has been on building safety and health for our employees, keep up deliveries to our customers and ensure long term financial stability. I am convinced that we all together, employees and partners will be well positioned when the market is turning again.

During the first months of the quarter business was not in any essential degree influenced by Covid-19 with exception from some delivery problems from China. Since mid-March we have seen trends of lower activity following close downs and restrictions in all our main markets.

We have since the mid of the quarter taken several precautions to adjust capacity of the business to the new situation, among others by evaluating and implementing the national support measures offered in different countries as well as other cost adjustments. The majority of our employees are since early April on short term layoff and work around 60% of normal work time. We have also initiated efficiency measures and cost reductions to prepare for a tougher situation ahead of us, but we also continue to invest in our technical leadership to further increase our competitiveness. We continuously monitor the situation and are prepared for further actions if so become necessary.

To increase our transparency and give a clearer view, TagMaster Group will from this quarter be presented in two business segments, Europe and USA.

Our sales during the quarter was 78,9 MSEK, an increase of 80% compared to the same quarter 2019. The strong growth is mainly explained by the acquisition of the American Sensys Networks (segment USA) finalized in June 2019. The organic growth in the European part (Segment Europe) was around 10% which is the same strong growth as in the fourth quarter 2019. The quarter shows a continued strong gross margin of 65,4% and with an adjusted EBITDA of 6,9 MSEK corresponding to an adjusted EBITDA margin of 8,8%. The cash flow from the business has continued to be positive and landed on 2,5 MSEK and solidity is good with a level of 56,3%.

Our Traffic solutions business amounted to 80% of our business, while Rail solutions amounted to 20%.

TagMaster is today well positioned in a market with long term good prerequisites for growth and good profits. To daily work on improving the traffic environment in cities and urban areas around the world provides us with lots of energy to continue hard and targeted work also in hard times like these.

*Jonas Svensson*

CEO

**TagMaster in brief**

TagMaster develops and delivers solutions for Smart Cities based on advanced sensor technology. These solutions aim to improve traffic flow, reduce emissions, and optimize transport operations, on both road and rail.

**Vision**

We will be the most innovative provider of mobility solutions to Smart Cities.

**Mission**

We will deliver reliable and easy-to-use detection and identification solutions for demanding environments with useful and accurate information.

**Business model**

By combining the various technologies the Group operates with, TagMasters aim is to offer better solutions to increase the efficiency, safety, convenience, and to reduce environmental impact within Smart Cities. The technologies are offered as a package with software to create smart technologies and "one-stop-shop solutions". TagMaster takes long-term responsibility for the products and solutions provided, which creates value and stability for Tagmasters customers and profitability for TagMaster.

**Financial Targets**

Growth: 20% total growth (organic and acquired)

EBITDA: 12%

Cashflow/EBITDA: > 90% (over a period)

**Strategic priorities**

- Commercial strength - drive growth through excel sales performance and commercial digitization
- Customer-driven innovation – make investments required for leadership within selected technologies, enhanced customer value and lower production costs
- Constant operational improvements – ensure an efficient and flexible supply chain, further strengthen TagMaster's quality position and continue improvements to reduce costs
- Expanded product offering – continuously move up in the value chain, from not merely offering products to offering broader systems and solutions for the customer and extending our offering through M&A

**Auditor's review**

This report has not been reviewed by the company auditor.

**Reporting**

During the business year 2020 to 2021 TagMaster will report at the following dates:

2 <sup>nd</sup> quarter report	July 16
3 <sup>rd</sup> quarter report	October 22
Year-end report	January 28, 2021

This report and previous reports and press releases are found at the company home page [www.tagmaster.com](http://www.tagmaster.com)

For further information contact:

Jonas Svensson, CEO, +46 8-6321950, [Jonas.svensson@tagmaster.com](mailto:Jonas.svensson@tagmaster.com)

*This information is information that TagMaster AB is obliged to make public pursuant to the EU Market Abuse Regulation and the Securities Markets Act. The information was submitted for publication, through the agency of the contact person set out above, at 8.30 a.m. CET on April 29, 2020.*

## Consolidated net sales and earnings

### Net sales

Net sales for the quarter amounted to 78,9 (43,8) MSEK, which is an increase of 79,9 percent compared to the corresponding quarter previous year. The large increase is mainly related to additional sale from the US operation, Sensys Networks Inc, that was acquired during the second quarter 2019. Organic growth by 10% in the European segment have also contributed.

### Operating profit/loss

Operating profit/loss for the quarter was SEK -3,8 (4,2) MSEK, which is a decrease of SEK 8,0 MSEK compared to the corresponding quarter previous year. The decrease is partly explained by a slightly lower gross profit margin and acquisition-related personnel costs attributable to the acquisition of Sensys Networks Inc. Adjusted EBITDA increased to 6,9 (6,3) MSEK, corresponding to a margin of 8,8% (14,3). Decreasing sales in the latter part of the quarter as a result of the ongoing pandemic have had a negative impact on operating profit.

### Financial items

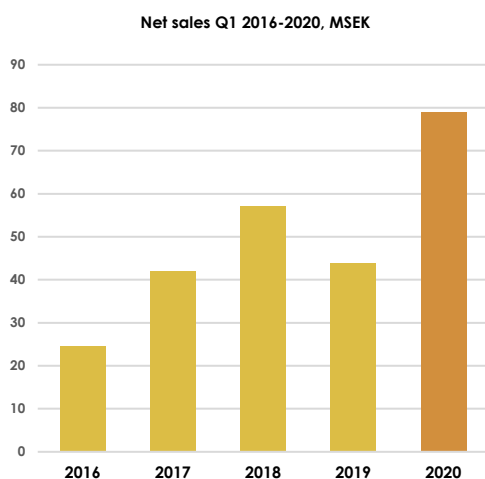
Financial items for the quarter amounted to -4,6 (-0,2) MSEK, which is an increase of 4,4 MSEK compared with the corresponding quarter previous year. Financial expenses charged to the quarter are primarily interest expenses on liabilities to credit institutions of -0,7 MSEK and a revaluation of these liabilities of -2,2 MSEK. The Group's interest rate swap has been revalued at fair value, which had an impact on the financial net for the quarter by -1,1 MSEK. Financial income mainly consists of revaluations of loans to foreign subsidiaries of 1,6 MSEK.

### Tax

Group's tax amounted to -0,2 (0,7) MSEK. The tax expense for the quarter is attributable to changes in temporary differences.

### Profit for the period

Profit for the period amounted to -8,7 (3,7) MSEK. Earnings per share before and after dilution amounted to -0,02 (0,02) SEK.



## Segment TagMaster Europe

TagMaster develops and delivers solutions aimed at improving and streamlining transport and trafficflows. These include smart parking solutions and intelligent transport systems that allow the road networks to be used optimally, alleviate traffic problems and reduce emissions. Other solutions include tolls and security and access control systems. TagMaster is also a world leading provider of advanced mobility solutions for rail bound traffic in metropolitan areas.

The business is conducted in the parent company and in wholly owned subsidiaries in France and UK. Development is centralized and managed by the European CTO. The CFO function is centralized with local accounting functions. Sales and marketing is managed by a centralized sales director and centralized a marketing director.

### Business during the quarter

Sales in segment Europe amounted to 48,2 MSEK for the first quarter, an organic growth of 10% compared to the first quarter 2019. Gross margin was during the first quarter 62,5%.

Adjusted EBITDA amounted to 3,8 MSEK for the first quarter corresponding to an EBITDA margin of 7,9%.

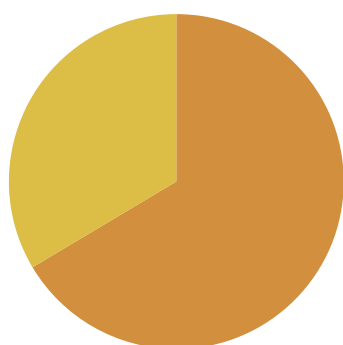
Our Traffic solutions business amounted to 66% of our sales while Rail solutions amounted to 34%.

Our different markets develop in different speed, with stronger sales in – TagMaster UK – following previously strengthened sales and marketing efforts in the UK market. We have also initiated long term cost reductions which we expect to finalize during the second quarter.

Our French business – TagMaster France – has had a quarter with lower sales than planned, depending on Covid-19 close-down, which in principle closed the whole country mid-March. The integration of all parts of our French business has been delayed due to the close downs mentioned. We have also initiated long term efficiency measures and cost reductions which we together with full integration expect to finish during the second quarter.

Our Swedish business – TagMaster – has had a good quarter in volume as well as in gross margin and profitability.

### Sales per customer category



■ Traffic ■ Rail

Amounts in TSEK	2020 Jan-March	2019 Jan-March	Change %
Net Sales	48 171	43 848	9,9
Gross profit	30 089	29 245	2,9
Gross marginal, %	62,5	66,7	-
Adjusted EBITDA	3 782	4 261	-11,2
Adjusted EBITDA margin, %	7,9	9,7	-
Number of employees at end of period	79	80	-1,3

The effects of accounting for leases under IFRS 16 and capitalization of development expenditure in accordance with IAS 38 are not included in the table above.

## Segment TagMaster USA

Sensys Networks develops and delivers advanced wireless radar and magnetic sensors as well as a cloud-based software platform known as SNAPS used for analyses of traffic data using embedded AI technology and for monitoring of the sensors and local edge gateways. Sensys Networks offer an "end-to-end solution" that is primarily designed for controlling and optimizing traffic lights, but it is also well suited for road and motorway monitoring, as well as for parking solutions. Sensys Networks is considered a world leader in above solutions.

The business is conducted in the wholly owned subsidiary Sensys Networks with office in Berkeley, California. The operation is managed by the local president reporting to the group CEO. Sensys Networks have a local CTO managing development and operation, a local VP finance and a local VP sales and marketing, all reporting to the local president.

### Business during the quarter

Sales in the segment USA amounted during the first quarter to 30,7 MSEK and gross margin amounted during the quarter to 70,1%.

Adjusted EBITDA was -1,0 MSEK corresponding to an EBITDA margin of -3,4%.

The sales during the quarter was lower than planned mainly due to that the San Francisco region looked down mid-March, long before the rest of the USA and due to some export sales couldn't be recognized since customers wasn't able to receive shipments. The lower sales have also influenced EBITDA negatively.

In segment USA Traffic solutions corresponds to 100% of sales.

Integration work continues according to plan and Sensys Networks and the other units in the TagMaster Group have already identified and started a number of initiatives regarding cooperation in sales, development and logistics.

Through the acquisition of Sensys Networks we have created a TagMaster almost double in size. Through the acquisition we have created a platform of our own in the USA and we have achieved a wider and deeper technology competence. The acquisition provides us with a higher growth-potential and we become an even more interesting partner for building the Smart Cities of the future.

## Consolidated balance sheet and cash flow

### Liquidity and cash flow

The Group's available liquidity amounted to 65,2 (34,5) MSEK, of which overdraft facilities amounts to 30,2 (12,0) MSEK.

### Cash flow

Cash flow from operating profit activities amounted to 2,5 (5,3) MSEK.

Cash flow from investing activities amounted to -2,2 (-1,3) MSEK and mainly consists of capitalized development expenditure.

Cash flow from financing activities amounted to -8,6 (-2,2) MSEK and is related to change in bank overdraft facilities and amortization of lease liabilities.

Cash flow for the period amounted to -8,3 (1,8) MSEK.

The Group's overdraft credit of 30,2 MSEK, 3,0 MUSD, was unutilized by 30,2 MSEK as of March 31, 2020.

At the end of the period, the Group's cash and cash equivalents amounted to 35,0 (22,5) MSEK.

### Investments

Investments in tangible and intangible fixed assets have been made with 2,2 (1,3) MSEK, of which capitalized development expenditure amounts to 2,1 (1,0) MSEK.

### Goodwill and other intangible assets

The Group's carrying amount of goodwill on March 31 was 101,5 (49,5) MSEK. Other intangible assets amounted to 100,7 (8,1) MSEK and relate to capitalized development expenditure of 4,4 (8,1) MSEK and customer relations of 53,3 (-) MSEK and trademark of 7,1 (-) MSEK. The change compared to previous year is explained by the acquisition of Sensys Networks Inc, which is shown in detail in Note A.2.

### Equity

Equity as of March 31, 2020 amounted to 224,2 (113,0) MSEK, corresponding to 0,61 (0,55) SEK per outstanding share. There were no outstanding stock options or convertible programs on March 31, 2020.

### Financial position

The equity ratio amounted to 56,3 (60,9) percent on March 31, 2020 and equity to 224,2 (113,0) MSEK. Total assets on 31 March 2020 amounted to 398,2 (185,6) MSEK. The large increase in assets is explained by the fact that Sensys Networks Inc is included in the consolidated balance sheet from the date of acquisition.

### Personnel

At the end of the period, the number of employees was 115 (80), of which employees of Sensys Network Inc amount to 36.

### Parent Company

The operations of the parent company TagMaster AB are consistent with the operations of the group as a whole. Net sales for the first quarter amounted to 19,2 (19,1) MSEK, of which invoicing of intra-Group services amounted to 0 (0) MSEK. As of March 31, available liquidity amounted to 37,5 (14,5) MSEK, of which the overdraft credit amounts to 30,2 (12,0) MSEK. No significant investments have been made in intangible or tangible fixed assets.

### Significant risks and uncertainties

The TagMaster Group's significant risks and uncertainties are described in the annual report for 2019 under the section "Risks and risk management" on pages 33 - 34. No significant changes have occurred since then.

### Effects of Covid-19

The Board of Directors and management recognizes that the outbreak of the Covid-19 virus will have a negative effect on the Company's result. At the present it is not possible to assess the extent of the impact. Management is actively monitoring developments and is continuously taking actions to limit the impact. For example, we have embarked a program of reductions in our operations in Sweden, the UK, France and the USA to proactively mitigate the changes in supply and demand caused by the global coronavirus pandemic. The program includes short-term lay-offs, a shortened working week, changes in purchasing practices and general cost cutbacks.

**Future outlook**

The present global uncertainty requires a humble attitude when predicting the future. Covid-19 and the precautions made by governments to reduce spread of the disease makes it more difficult to deliver our products due to close downs and restrictions in many countries. Furthermore it is important to consider that a downturn in the general economy will lead certain customer groups to delay investment programs.

We are, however, continued positive to the future longer term and with the acquisition of Sensys Networks even more positive. With a bigger volume and a wider offering including solutions within important growth areas the company has good growth potential.

TagMaster will continue the work with organic growth and to find more opportunities to acquire businesses in adjacent technology areas with the purpose of increasing our product and solution offering as well as our market presence. The target is to become a more attractive supplier of real time information which is a prerequisite to building the Smart Cities of the future.

**Declaration**

The Board of Directors and the President provide their assurance that this interim report provides a fair and accurate view of the Group's and the Parent Company's operations, financial position and earnings, and describes the material risks and uncertainties faced by the Parent Company and other companies in the Group.



## Summary consolidated income statement and consolidated statement of other comprehensive income

Amounts in TSEK	2020 Jan- March	2019 Jan- March	2019 Jan-Dec
Net sales	78 861	43 848	262 955
Other revenue	753	1 113	2 216
Change in inventories during manufacture and finished goods	171	802	-2 319
Capitalized work for own account	2 103	967	6 518
Goods for resale, raw materials and consumables	-27 439	-15 405	-85 637
Other external expenses	-12 062	-7 397	-46 142
Personnel expenses	-40 099	-17 314	-114 482
Depreciation of property, plant and equipment and amortization of intangible assets	-6 040	-2 065	-19 747
Other operating expenses	-92	-350	-677
<b>Operating profit/loss</b>	<b>-3 844</b>	<b>4 199</b>	<b>2 685</b>
Financial income	1 659	47	1 094
Financial expenses	-6 271	-224	-3 788
<b>Profit/loss before tax</b>	<b>-8 456</b>	<b>4 022</b>	<b>-9</b>
Tax	-211	-350	-6 790
<b>Profit for the period</b>	<b>-8 667</b>	<b>3 672</b>	<b>-6 799</b>
<b>Net income attributable to:</b>			
Shareholders in the Parent Company	-8 667	3 672	-6 799
<b>Earnings per share, SEK</b>			
Basic earnings per share	-0,02	0,02	-0,02
Diluted earnings per share	-0,02	0,02	-0,02
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences when translating foreign operations	14 933	3 224	218
<i>Items not to be reclassified to the income statement</i>			
Remeasurement of the net pension obligation	0	0	-241
Tax on the above	0		60
<b>Comprehensive income for the period</b>	<b>6 266</b>	<b>6 896</b>	<b>-6 762</b>
<b>Comprehensive income attributable to:</b>			
Shareholders in the Parent Company	6 266	6 896	-6 762

## Summary consolidated statement of financial position

Amounts in TSEK	2020-03-31	2019-03-31	2019-12-31	2019-01-01
<b>ASSETS</b>				
<b>Subscribed but not paid-up capital</b>				<b>2 806</b>
<b>Non-current assets</b>				
Intangible assets	202 199	57 626	191 175	55 427
Property, plant, and equipment	3 317	3 126	3 310	3 008
Right-of-use assets	21 670	12 257	22 175	13 005
Other non-current receivables	1 684	1 157	1 604	1 141
Deferred tax assets	7 133	6 161	6 627	6 930
	<b>236 003</b>	<b>80 327</b>	<b>224 891</b>	<b>79 511</b>
<b>Current assets</b>				
Inventories	55 700	35 901	53 386	37 037
Trade receivables	60 416	33 890	56 654	32 079
Other receivables	11 049	12 915	10 219	13 172
Cash and cash equivalents	34 986	22 532	41 293	20 297
	<b>162 151</b>	<b>105 238</b>	<b>161 552</b>	<b>102 585</b>
<b>TOTAL ASSETS</b>	<b>398 154</b>	<b>185 565</b>	<b>386 443</b>	<b>184 902</b>
<b>SHAREHOLDERS' EQUITY</b>				
Share capital	18 309	10 193	18 309	10 069
New share issue in progress	-	-	-	124
Other contributed capital	241 459	130 982	241 459	130 982
Translation reserve	13 052	1 125	-1 881	-2 099
Retained earnings including profit for the period	-48 604	-29 285	-39 937	-32 957
	<b>224 216</b>	<b>113 015</b>	<b>217 950</b>	<b>106 119</b>
<b>Non-current liabilities</b>				
Liabilities to credit institutions	41 543	0	38 305	3 500
Deferred tax liabilities	3 406	1 365	2 949	1 199
Other provisions	10 175	6 675	9 756	7 132
Additional purchase consideration	0	1 985	0	1 985
Lease liabilities	13 937	8 313	14 852	9 111
Other non-current liabilities	10 022	9 672	8 441	9 525
	<b>79 083</b>	<b>28 010</b>	<b>74 303</b>	<b>32 452</b>
<b>Current liabilities</b>				
Trade payables	19 585	10 962	19 468	12 826
Liabilities to credit institutions	12 093	1 500	17 657	2 000
Other provisions	0	448	-	442
Additional purchase consideration	2 212	0	2 070	0
Lease liabilities	7 973	3 973	7 544	3 894
Other liabilities	52 992	27 657	47 451	27 169
	<b>94 855</b>	<b>44 540</b>	<b>94 190</b>	<b>46 331</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>398 154</b>	<b>185 565</b>	<b>386 443</b>	<b>184 902</b>

## Summary consolidated statement of changes in equity

Amounts in TSEK	Share capital	New share issue in progress	Other contributed capital	Translation reserve	Retained earnings including profit for the period	Total equity
<b>Opening balance as of 1 January 2019, see Note 6</b>	10 069	124	130 982	-2 099	-32 957	106 119
Profit for the period					-6 799	-6 799
Other comprehensive income				218	-181	37
<b>Total comprehensive income</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>218</b>	<b>-6 980</b>	<b>-6 762</b>
Transactions with owners:						
Contributed capital	8 240	-124	121 737			129 853
Transaction expenses, after tax			-11 260			-11 260
<b>Total transactions with shareholders</b>	<b>8 240</b>		<b>110 477</b>			<b>118 593</b>
<b>Closing balance as of 31 December 2019</b>	<b>18 309</b>	<b>0</b>	<b>241 459</b>	<b>-1 881</b>	<b>-39 937</b>	<b>217 950</b>
<b>Opening balance as of 1 January 2019, see Note 6</b>	10 069	124	130 982	-2 099	-32 957	106 119
Profit for the period					3 672	3 672
Other comprehensive income				3 224		3 224
<b>Total comprehensive income</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>3 224</b>	<b>3 672</b>	<b>6 896</b>
Transactions with owners:						
Contributed capital	124	-124				0
Transaction expenses, after tax						0
<b>Total transactions with shareholders</b>	<b>124</b>		<b>0</b>	<b>0</b>		<b>0</b>
<b>Closing balance as of 31 March 2019</b>	<b>10 193</b>	<b>0</b>	<b>130 982</b>	<b>1 125</b>	<b>-29 285</b>	<b>113 015</b>
<b>Opening balance as of 1 January 2020</b>	18 309	0	241 459	-1 881	-39 937	217 950
Profit for the period					-8 667	-8 667
Other comprehensive income				14 933		14 933
<b>Total comprehensive income</b>	<b>18 309</b>		<b>241 459</b>	<b>13 052</b>	<b>-48 604</b>	<b>224 216</b>
<b>Closing balance as of 31 March 2020</b>	<b>18 309</b>		<b>241 459</b>	<b>13 052</b>	<b>-48 604</b>	<b>224 216</b>

## Summary consolidated statement of cash flows

Amounts in TSEK	2020 Jan-March	2019 Jan-March	2019 Jan-Dec
<b>Operating activities</b>			
Operating profit/loss	-3 844	4 199	2 685
Adjustments for non-cash items	10 438	1 948	29 142
Interest paid	-934	-195	-3 016
Interest received	80	0	32
Tax paid	0	0	-371
Tax received	0	0	1 006
<b>Cash flow from operating activities before changes in working capital</b>	<b>5 740</b>	<b>5 952</b>	<b>29 478</b>
Increase(-)/Decrease(+) in inventories	356	1 964	2 330
Increase(-)/Decrease(+) in operating receivables	-1 118	38	28 438
Increase(-)/Decrease(+) in operating liabilities	-2 429	-2 689	-56 392
<b>Cash flow from operating activities</b>	<b>2 549</b>	<b>5 265</b>	<b>3 854</b>
<b>Investing activities</b>			
Acquisition of subsidiaries, less acquired cash and cash equivalents	-	-	-137 800
Investments in property, plant and equipment	-140	-375	-1 224
Investments in intangible assets	-2 103	-967	-7 581
Disposals of property, plant, and equipment	-	-	8
Net of paid-in and repaid deposits	-	-	40
<b>Cash flow from investing activities</b>	<b>-2 243</b>	<b>-1 342</b>	<b>-146 557</b>
<b>Financing activities</b>			
New share issue	-	2 806	118 332
Borrowings	-	-	52 941
Repayment of loans	-	-4 000	-8 416
Change in bank overdraft facilities	-6 476	-	6 477
Lease liabilities	-2 086	-956	-5 714
<b>Cash flow from financing activities</b>	<b>-8 562</b>	<b>-2 150</b>	<b>163 620</b>
<b>Cash flow for the period</b>	<b>-8 256</b>	<b>1 773</b>	<b>20 917</b>
Exchange rate differences in cash and cash equivalents	-6 476	-	6 477
<b>Cash and cash equivalents at the beginning of the period</b>	<b>-2 086</b>	<b>-956</b>	<b>-5 714</b>
<b>Cash and cash equivalents at the end of the period</b>	<b>-16 818</b>	<b>817</b>	<b>21 680</b>

## Operating segment revenue and profit

The gross profit margin and EBITDA are the performance measures that are reported to the highest executive decision-maker and that form the basis for allocating resources and evaluating performance in the Group. Financial income, financial expenses and income tax are managed at Group level.

An analysis of the Group's revenue and results for each reportable operating segment follows below. The effects of recognising leases under IFRS 16 and capitalising development expenses in accordance with IAS 38 have not been allocated to the segments in the table below, included in the elimination column.

<b>1 January 2020 - 31 March 2020</b>	<b>TagMaster Europe</b>	<b>TagMaster USA</b>	<b>Eliminations</b>	<b>Total Group</b>
<b>Revenue</b>				
External revenue	48 171	30 690	-	78 861
Cross-segment transactions	-	551	-551	0
	<b>48 171</b>	<b>31 241</b>	<b>-551</b>	<b>78 861</b>
Gross profit	30 089	21 504		51 593
Adjusted EBITDA	3 782	-1 054	4 177	6 905
EBITDA	3 782	-5 763	4 177	2 196
<b>Operating profit/loss</b>	<b>3 511</b>	<b>-5 840</b>	<b>-1 515</b>	<b>-3 844</b>

### Other segment information

Depreciation of property, plant, and equipment and amortization of intangible assets	-271	-77	
Gross profit margin, %	62,5	70	
Adjusted EBITDA margin, %	7,9	-3	
EBITDA margin, %	7,9	-19	
Acquisition-related expenses	0	-4 709	
Number of employees at the end of the period	79	36	

<b>1 January 2019 - 31 March 2019</b>	<b>TagMaster Europe</b>	<b>TagMaster USA</b>	<b>Eliminations</b>	<b>Total Group</b>
<b>Revenue</b>				
External revenue	43 848	-	-	43 848
Cross-segment transactions	-	-	-	-
	<b>43 848</b>	<b>-</b>	<b>-</b>	<b>43 848</b>
Gross profit	29 410	-	-	29 410
Adjusted EBITDA	4 261	-	2 003	6 264
EBITDA	4 261	-	2 003	6 264
<b>Operating profit/loss</b>	<b>3 257</b>	<b>-</b>	<b>942</b>	<b>4 199</b>

### Other segment information

Depreciation of property, plant, and equipment and amortization of intangible assets	-1 052	-	
Gross profit margin, %	67,1	-	
Adjusted EBITDA margin, %	9,7	-	
EBITDA margin, %	9,7	-	
Number of employees at the end of the period	80	-	

## Summarized parent company income statement

Amounts in TSEK	2020 Jan-Mar	2019 Jan-Mar	2019 Jan-Dec
Net sales	19 180	19 057	84 175
Other operating income	312	165	0
	<b>19 492</b>	<b>19 222</b>	<b>84 175</b>
Goods for resale and consumables	-6 042	-5 462	-25 129
Other external expenses	-3 784	-3 652	-17 158
Personnel expenses	-7 186	-6 542	-26 052
Depreciation of property, plant and equipment and amortization of intangible assets	-26	-	-39
Other operating expenses	0	0	-69
<b>Operating profit/loss</b>	<b>2 454</b>	<b>3 566</b>	<b>15 728</b>
Financial expenses	-3 153	800	-174
<b>Profit after financial items</b>	<b>-699</b>	<b>4 366</b>	<b>15 554</b>
Tax on net profit for the year	0	-927	-3 378
<b>Profit for the period *</b>	<b>-699</b>	<b>3 439</b>	<b>12 176</b>

\*Profit for the year accords with comprehensive income for the year

## Summary parent company balance sheet

Amounts in TSEK	2020-03-31	2019-12-31	2019-01-01
<b>ASSETS</b>			
<b>Subscribed but not paid-up capital</b>	-	-	2 806
Intangible assets	349	368	-
Property, plant, and equipment	116	123	-
Financial assets	253 628	278 146	110 305
Inventories	8 530	8 377	10 200
Trade receivables	10 548	13 453	8 270
Receivables from Group companies	36 130	17 228	1 003
Other receivables	3 882	3 820	3 300
Cash and bank balances	7 260	1 597	3 621
<b>TOTAL ASSETS</b>	<b>320 443</b>	<b>323 112</b>	<b>139 505</b>
<b>EQUITY AND LIABILITIES</b>			
Equity	248 087	248 784	118 016
Provisions	3 800	3 657	3 735
Non-current liabilities to credit institutions	41 543	38 305	3 500
Current liabilities to credit institutions	12 093	17 657	2 000
Trade payables	5 188	5 494	4 174
Liabilities to Group companies	773	15	-
Other liabilities	8 959	9 200	8 080
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>320 443</b>	<b>323 112</b>	<b>139 505</b>

## Notes to the financial statements

### 1. Accounting policies

This interim report is prepared in accordance with IAS 34 Interim Financial Reporting.

These are TagMaster AB's first consolidated financial statements prepared in accordance with the EU-approved International Financial Reporting Standards (IFRS). In addition, the Group applies the Swedish Annual Accounts Act and the Swedish Financial Reporting Council Recommendation RFR 1, Supplementary Accounting Rules for Groups. Previously, the Group applied the Swedish Accounting Standards Board's general recommendation BFNAR 2012:1 Annual Accounts and Consolidated Financial Statements ('K3').

The transition date to IFRS was set for 1 January 2019, and thus the comparative figures for the first quarter of 2019 and the financial year 2019 have been restated in line with IFRS. A description and quantification of transition effects can be found in Note 6.

Disclosures in accordance with IAS 34 Interim Financial Reporting are provided both in these notes and elsewhere in the interim report.

#### Significant accounting policies

In the consolidated financial statements, items have been measured at cost, except with regard to certain financial instruments measured at fair value. The significant accounting policies applied are described below.

#### Consolidated financial statements

The consolidated financial statements comprise the parent company TagMaster AB and the companies over which the parent company has a controlling influence. A controlling influence exists when the Group is exposed to, or is entitled to, variable return from its involvement in an entity and may use its influence over the entity to influence the size of its return. A controlling influence normally exists where the parent company holds, directly or indirectly, shares representing more than 50 % of the voting rights.

Subsidiaries are included in the consolidated financial statements from the date of acquisition until the time when the parent company no longer has a controlling influence over the subsidiary. The accounting policies for subsidiaries have been adjusted, if necessary, to comply with the Group's accounting policies. All intra-Group transactions, balances and unrealised gains and losses attributable to intra-Group transactions have been eliminated in the preparation of the consolidated financial statements.

Changes in the parent company's participation in a subsidiary that do not result in a loss of controlling influence are recognised as equity transactions (i.e. as transactions with the Group's owners). Any difference between the amount by which non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and distributed among the owners of the parent company.

When the parent company loses a controlling influence over a subsidiary, the gain or loss on disposal is calculated as the difference between:

- (i) the sum of the fair value of the consideration received and the fair value of any remaining holdings and
- (ii) the previously recognised values of the assets of the subsidiary (including goodwill), and liabilities and any holdings without controlling interest.

The fair value of remaining holdings in the former subsidiary at the time when the controlling interest is lost is regarded as the fair value on initial recognition of a financial asset under IFRS 9 Financial Instruments: Recognition and measurement or, where applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

#### Business combinations

Business combinations are recognised according to the acquisition method. The consideration paid for the business combination is measured at fair value at the time of acquisition, which is calculated as the sum of the fair values at the date of acquisition of the assets paid, liabilities incurred or assumed and issued equity interests in exchange for control of the acquired business. Acquisition-related expenses are recognised in the income statement when they arise.

The consideration paid also includes the fair value at the date of acquisition of the assets or liabilities resulting from an agreement on contingent consideration. Changes in the fair value of a contingent consideration arising from additional information obtained after the acquisition date concerning the facts and circumstances that existed at the time of acquisition qualify as adjustments during the measurement period and are adjusted retroactively, with corresponding adjustment of goodwill. A contingent consideration classified as equity is not remeasured, and

subsequent settlement is recognised within equity. All other changes in the fair value of a contingent consideration are recognised in profit or loss.

The identifiable assets acquired and liabilities assumed are recognised at fair value at the date of acquisition with the following exceptions:

- Any deferred tax assets or liabilities and liabilities or assets attributable to the acquired entity's employee benefit agreement are recognised and measured in accordance with IAS 12 Income taxes and IAS 19 Employee Benefits.
- Liabilities or equity instruments attributable to the acquired entity's share-based allocations or to the exchange of the acquired entity's share-based allocations for the acquirer's share-based allocations are measured at the acquisition date in accordance with IFRS 2 Share-based Payment.
- Assets (or disposal group) classified as held for sale under IFRS 5 Non-Current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.

In the case of business combinations where the sum of the consideration paid, any non-controlling interest, and fair value at the time of acquisition of previous shareholdings exceeds fair value at the date of acquisition of identifiable acquired net assets, the difference is recognised as goodwill in the statement of financial position. If the difference is negative, it is recognised as a gain on a low-price acquisition directly in profit after a review of the difference.

### **Goodwill**

Goodwill arising in the preparation of consolidated financial statements is the difference between cost and the Group's share of the fair value of an acquired subsidiary's identifiable assets and liabilities on the date of acquisition. At the acquisition date, goodwill is recognised at cost, and after the initial recognition date it is measured at cost less any accumulated impairment losses. When testing any need for impairment, goodwill is allocated to the smallest cash-generating units that are expected to benefit from the acquisition. Any impairment loss is recognised immediately as an expense and is not reversed.

### **Segment reporting**

An operating segment is part of an entity that conducts business activities from which it can receive revenue and incur costs, the operating results of which are regularly reviewed by the company's highest executive decision-maker, and for which there is independent financial information. The entity's reporting of operating segments is consistent with internal reporting to the highest executive decision-maker. The highest executive decision-maker is the function that assesses the operating segments' performance and decides on the allocation of resources. For TagMaster, the CEO is the highest executive decision-maker.

The Group's operations consist mainly in developing and supplying hardware and software based on advanced sensor technology in RFID (Radio Frequency Identification) Radar, ANPR (Automatic Number Plate Recognition) and Wireless Magnetic (Wireless Magnetic Sensor Systems). Internal follow-up of operations is carried out by country by the Group's highest executive decision maker. Each country is therefore an operating segment. However, in the different countries similar products are sold through similar sales channels to similar customers. Several countries have similar economic characteristics. For the European units, development activities and marketing and sales organisations are integrated. Against this background, the European countries can be merged in the segment reporting according to IFRS 8. Consequently, the Group's reportable segments are TagMaster Europe and TagMaster USA.

The accounting policies of the reportable segments are consistent with the principles applied by the Group as a whole. The effects of recognition of leases under IFRS 16 and capitalisation of development expenses in accordance with IAS 38 are not allocated to the segments in internal reporting

### **Revenue from contracts with customers**

Revenue is recognised at an amount that reflects expected remuneration and remuneration to which the entity is entitled for the transfer of goods and services to customers. TagMaster recognises revenue when the Group transfers control of a product or service to a customer.

Under the terms of a very limited number of the Group's contracts, the customer has the right of return. In these cases, the transaction price thus includes what IFRS 15 refers to as variable consideration. Variable consideration is to be recognised only to such an extent that it is highly likely that a material part of the revenue will not need to be reversed in the future. Since, on the basis of historical data, it is not considered likely that a material portion of the revenue resulting from sales to customers with a right of return will need to be reversed, no liability for returns is recognised.

TagMaster mainly sells hardware and software to customers along with related services such as customisation and technical support. It happens that contracts with customers include several different products and services, while software and technical support in other contracts are sold separately. Where the contracts contain several



performance obligations, the transaction price is allocated to each separate performance obligation based on their individual sales price.

If recognised revenue exceeds the payment for a performance obligation, a contract asset is recognised, and if the payment exceeds recognised income from a performance obligation, a contractual liability is recognised. TagMaster normally has 30–60 days as payment terms on issued invoices.

The Group does not expect to have any contracts where the time between the handover of the goods or services to the customer and the payment from the customer exceeds one year. As a result, the Group does not adjust the transaction price for the effects of a significant financing component.

A description of the Group's performance obligations follows below.

#### *Hardware and pre-installed software*

TagMaster sells hardware based on advanced sensor technology in RFID (Radio Frequency Identification) Radar, ANPR (Automatic Number Plate Recognition) and Wireless Magnetic (wireless magnetic sensor systems). Hardware is sold together with pre-installed software. The hardware is not considered functional without the pre-installed software. Hardware and pre-installed software (the package) are therefore considered together to be a separate performance obligation. The customer can use the software at the same time as the hardware is delivered to the customer. Revenue from the sale of hardware and software is recognised at the time when control of the goods is transferred to the customer, which normally occurs when the risk has been transferred to the customer based on the shipping terms applied. Over time, there may be minor software updates. Since these are not considered to be critical to the product's operation, the assessment of the time at which the control of hardware and software has been transferred to the customer is not affected.

Payment from the customer is normally received in arrears, and TagMaster therefore recognises a contractual asset from the sale of hardware with pre-installed software. Any hardware customisations are not considered to be a separate identifiable performance obligation. The revenue is thus recognised at the time when control of the product is transferred to the customer.

Sales of hardware also include a standard warranty where TagMaster guarantees that the hardware sold will function in accordance with the specification agreed. The Group therefore recognises guarantees in accordance with IAS 37, see section on 'Provisions' for policies applied.

#### *Software*

TagMaster sells cloud-based management software. The software is sold to customers separately from other goods and services, and although there are minor software updates over time they are not considered critical for the software to work. Sale of software is therefore regarded as a separate performance obligation, where revenue from sale of software is recognised at the time when control is transferred to the customer, which normally occurs when TagMaster makes the software available to the customer. Payment from the customer is normally received in arrears, and TagMaster therefore recognises a contract asset from the sale of software.

#### *Technical support*

Technical support is provided online or over the phone when and where it is needed during the contract period. The use of technical support does not vary significantly between different months, and the customer pays the same amount regardless of the number of times the service is used. Revenue from technical support is recognised on a straight-line basis over the contract period, usually two years. Payment from the customer is received in advance, and TagMaster therefore normally recognises a contractual liability from the sale of technical support.

### **Leases**

The Group assesses whether a contract is or contains a lease at the beginning of the agreement. In principle, all of the Group's identified leases relate to rental premises. The Group recognises a right of use and a corresponding lease liability for all leases in which the Group is a lessee. However, this does not apply to short-term leases (defined as leases with a term of 12 months or less) or to leases where the underlying asset is of a low value. For these leases, the Group recognises lease payments as an operating cost on a straight-line basis over the lease term, unless another systematic approach better reflects how the economic benefits from the underlying asset are consumed by the lessee.

The lease liability is initially valued at the present value of the lease payments not made at the start date, discounted at the implicit interest rate of the lease. If this interest rate cannot be easily determined, the Group uses the marginal borrowing rate. The marginal borrowing rate is the interest rate that a lessee would have to pay for loan financing for a corresponding period, and with equivalent security, for the use of an asset in a similar economic environment.

Options are included in the lease term only if the exercise of an option for extension is considered reasonably certain or if the exercise of a termination option is considered not to be reasonably certain. In order to reduce uncertainty

for options that are far in the future, only the first option in time in a contract is included in the assessment. Management takes into account all available information that provides financial incentives to exercise an extension or termination option, such as the possibility of finding an appropriate replacement location, removal expenses, existing improvements on another's property or negotiation costs for entering into a new lease.

Lease payments included in the measurement of the lease liability include:

- fixed lease payments (including in-substance fixed payments) less any benefits;
- variable lease payments that depend on an index or rate, initially measured using an index or rate at the date of initiation,

The lease liability is presented on a separate line in the consolidated statement of financial position.

After initial recognition, the lease liability is measured by increasing the carrying amount to reflect the interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the associated right of use) if:

- the term of the lease has changed. In such cases, the lease liability is remeasured by discounting the amended lease payments at a changed discount rate;
- the lease payments change as a result of changes in an index or rate. In such cases, the lease liability is remeasured by discounting the amended lease payments at the initial discount rate (unless the changes in lease payments are due to a change in variable interest rates, when a change in discount rates is used instead), or
- a lease is amended and the amendment is not recognised as a separate lease. In these cases, the lease liability is remeasured by discounting the amended lease payments at an amended discount rate.

At the time of acquisition, the rights of use are recognised at the value of the corresponding lease liability, lease payments made at or before the start date and any initial direct expenses. In subsequent periods, they are measured at cost less accumulated depreciation and impairment losses.

Amortisation of rights of use takes place over the estimated useful life or over the agreed lease term, whichever is shorter.

Rights-of-use assets are presented on a separate line in the consolidated statement of financial position. The Group applies IAS 36 Impairment Losses to determine whether there is an impairment requirement for the right of use and in the same way as described in the principles for property, plant and equipment

Variable lease payments that are not due to an index or rate are not included in the measurement of the lease liability and the right of use. Such lease payments are recognised as an expense in the period in which they are incurred and are reported on the line Other external expenses in the consolidated income statement.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components from lease components and instead to recognise each lease component and associated non-lease components as a single lease component. The Group has chosen to apply this to rental premises.

### **Foreign currency**

Items included in the financial statements of the various units in the Group are recognised in the currency used in the primary economic environment in which each entity mainly operates (functional currency). In the consolidated financial statements, all amounts are translated into Swedish kronor (SEK), which is the parent company's functional currency and reporting currency.

Transactions denominated in foreign currency are translated in each unit to the unit's functional currency at the exchange rates prevailing on the date of the transaction. At each balance sheet date, monetary items in foreign currency are translated at the closing rate. Non-monetary items, measured at fair value in a foreign currency, are translated at the exchange rate on the date on which the fair value was determined. Non-monetary items, which are measured at historical cost in a foreign currency, are not translated.

Exchange rate differences are recognised in the income statement for the period in which they arise.

When preparing consolidated financial statements, the assets and liabilities of foreign subsidiaries are translated into Swedish kronor at the closing rate. Any translation differences arising are recognised in other comprehensive income and are transferred to the Group's translation reserve. When a foreign subsidiary is divested, such translation differences are recognised in the income statement as part of the capital gain.

Goodwill and fair value adjustments arising from the acquisition of a foreign operation are treated as assets and liabilities of those activities and are translated at the closing rate.

## Employee benefits

Employee benefits in the form of salaries, bonuses, paid leave, paid sick leave etc. and pensions are recognised as they are vested. With regard to pensions and other post-employment benefits, these are classified as defined-contribution or defined-benefit pension plans. The Group operates defined-contribution and defined-benefit pension plans.

### *Defined-contribution plans*

For defined-contribution plans, the Group pays defined contributions to a separate independent legal entity and has no obligation to pay additional fees. Expenses are charged against the Group's profit as the benefits are vested, which normally coincides with the time when premiums are paid.

### *Defined-benefit plans*

The Group operates defined-benefit pension plans for employees in France. The plan is called a 'Retirement indemnity plan' and is unfunded. The retirement indemnity plan entitles employees who have been employed by TagMaster for more than two or five years to a lump-sum payment at retirement. The size of the lump-sum payment is determined by several factors such as seniority, salary at the time of retirement and position within the company. This benefit is a statutory benefit, the design of which is described in more detail in collective agreements arranged by the parties. Potential disputes between employer and employee are settled by a court of law. Payments are made directly through TagMaster as they arise. The plan is open to new members and benefits are vested in the plan.

The liability or asset recognised in the balance sheet for defined-benefit pension plans is the present value of the defined-benefit obligation at the end of the reporting period. The defined-benefit pension obligation is calculated annually by independent actuaries using the projected unit credit method.

The present value of the defined-benefit obligation is determined by discounting estimated future cash flows at the interest rate for high-quality corporate bonds issued in the same currency in which the benefits will be paid with maturities comparable to that of the pension obligation in question. This expense is included in personnel costs in the income statement.

Remeasurement gains and losses resulting from experience-based adjustments and changes in actuarial assumptions are recognised in other comprehensive income during the period in which they arise. They are included in the retained earnings in the statement of changes in equity and in the balance sheet. Costs relating to service in previous periods are recognised directly in the income statement.

## Taxes

The tax expense consists of the sum of current tax and deferred tax.

Current tax is calculated on the taxable profit for the period. Taxable profit differs from the recognised profit or loss in the income statement as it has been adjusted for non-taxable income and non-deductible expenses, as well as for income and expenses that are taxable or deductible in other periods. The Group's current tax liability is calculated according to the tax rates that apply at the balance sheet date.

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the tax base used in the calculation of taxable profit or loss. Deferred tax is reported in accordance with the balance sheet method. Deferred tax liabilities are recognised in principle for all taxable temporary differences, and deferred tax assets are recognised in principle for all deductible temporary differences to the extent that it is likely that the amounts can be used against future taxable profits. Deferred tax liabilities and tax assets are not recognised if the temporary difference is attributable to goodwill or if it arises as a result of a transaction that constitutes the first recognition of an asset or liability (which is not a business combination) and which, at the time of the transaction, affects neither recognised nor tax profit or loss.

A deferred tax liability is recognised for taxable temporary differences attributable to investments in subsidiaries, except where the Group can control the time of reversal of the temporary differences and where it is likely that such a reversal will not take place in the foreseeable future. The deferred tax assets attributable to deductible temporary differences in such investments are recognised only to the extent that it is likely that the amounts can be used against future taxable profits and it is probable that such use will take place in the foreseeable future.

The carrying amount of deferred tax assets is examined at each closing date and reduced to the extent that it is no longer likely that sufficient taxable profits will be available to be used, in whole or in part, against the deferred tax asset.

Deferred tax is calculated at the rates expected to apply for the period in which the asset is recovered or the liability is settled, based on the tax rates (and tax laws) that have been enacted or announced at the balance sheet date.

Deferred tax assets and liabilities are offset when they relate to income tax charged by the same authority and when the Group intends to settle the tax with a net amount.

Current and deferred tax is recognised as an expense or income in the income statement, except where the tax is attributable to transactions recognised in other comprehensive income or directly in equity. In such cases, the tax is also recognised in other comprehensive income or directly in equity. In the case of current and deferred tax arising from the recognition of business combinations, the tax effect is reported in the calculation of acquisition value.

### Property, plant and equipment

Property, plant and equipment is recognised at cost less accumulated depreciation and any impairment losses.

The cost consists of the purchase price, expenses that are directly attributable to the asset. All other costs of repairs and maintenance and additional expenses are recognised in the income statement in the period in which they are incurred.

Depreciation of property, plant and equipment is expensed so that the cost of the asset, where appropriate less estimated residual value at the end of its useful life, is written off on a straight-line basis over its estimated useful life. Depreciation begins when the property, plant and equipment can be placed in service. Useful life is as follows:

Equipment	5 years
Leasehold improvements	Over the length of the contract

Estimated useful lives, residual values and depreciation methods are reviewed at least at the end of each accounting period, and the effect of any changes in estimates is recognised prospectively.

The carrying amount for property, plant and equipment is derecognised in the balance sheet on retirement or disposal, or when no future economic benefits are expected from the use or retirement/disposal of the asset. The gain or loss arising from the retirement or disposal of the asset, consisting of the difference between any net proceeds from the disposal and its carrying amount, is recognised in profit or loss in the period when the asset is derecognised in the balance sheet.

### Intangible assets

#### *Internally generated intangible assets - Capitalised expenses for product development*

Internally generated intangible assets arising from the Group's product development are recognised only if the following conditions are met:

- it is technically possible to complete the intangible asset and use or sell it;
- the entity's intention is to complete the intangible asset and use or sell it;
- conditions apply to using or selling the intangible asset;
- the entity shows how the intangible asset will generate likely future economic benefits;
- adequate technical, economic and other resources are available to complete the development and to use or sell the intangible asset;
- expenditure attributable to the intangible asset during its development can be reliably calculated.

If it is not possible to recognise an internally generated intangible asset, development expenses are recognised as an expense in the period in which they are incurred.

After initial recognition, internally generated intangible assets are recognised at cost less accumulated depreciation and any accumulated impairment losses. Estimated useful life is 5 or 7 years. Estimated useful lives and depreciation methods are reviewed at least at the end of each financial year, and the effect of any changes in assessments is reported prospectively.

Research expenditure is expensed in the period in which it is incurred.

#### *Acquisition as part of a business combination*

Intangible assets acquired in a business combination are identified and recognised separately from goodwill when they meet the definition of an intangible asset and their fair values can be reliably calculated. The cost of such intangible assets is their fair value at the time of acquisition. Acquired intangible assets are amortised on a straight-line basis over their estimated useful life.

After initial recognition, intangible assets acquired in a business combination are recognised at cost less accumulated amortisation and any accumulated impairment losses in the same way as separately acquired intangible assets. Useful life is as follows:

Customer relationships	7 years
Capitalised product development expenditure	5 years

Trademarks are deemed to be an asset with an indeterminable useful life and are recognised at fair value at the time of acquisition and subsequently at cost less any accumulated impairment losses.

#### **Impairment losses on property, plant and equipment excluding goodwill**

At each balance sheet date, the Group analyses the carrying amounts for property, plant and equipment and intangible assets to determine whether there is any indication that these assets have decreased in value. If this is the case, the recoverable amount of the asset is calculated in order to determine the amount of any impairment loss. Where it is not possible to calculate the recoverable amount of an individual asset, the Group calculates the recoverable amount of the cash-generating unit to which the asset belongs.

Intangible assets with indeterminable useful lives and intangible assets not yet ready for use are tested annually for any impairment loss, or when there is an indication of impairment.

The recoverable amount is the higher of fair value less selling expenses and value in use. When calculating value in use, the estimated future cash flow at present value is discounted at a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks associated with the asset.

If the recoverable amount of an asset (or cash-generating unit) is determined at a lower value than the carrying amount, the carrying amount of the asset (or cash-generating unit) is written down to the recoverable amount. An impairment loss is recognised immediately in the income statement.

When an impairment loss is then reversed, the carrying amount of the asset (the cash-generating unit) increases to the remeasured recoverable amount, but the increased carrying amount must not exceed the carrying amount that would have been determined if no impairment loss had been made of the asset (the cash-generating unit) in previous years. A reversal of an impairment loss is recognised directly in profit or loss.

#### **Borrowing costs**

Borrowing costs directly attributable to the purchase, construction or production of a qualifying asset, which is an asset that necessarily takes a significant amount of time to complete for the intended use or sale, form part of the cost of the asset, until the asset is for the most part ready for its intended use or sale. All other borrowing expenses are recognised in the income statement in the period in which they were incurred. TagMaster does not have any qualifying assets, and all borrowing expenses have therefore been expensed.

#### **Cash and cash equivalents**

Cash and cash equivalents in the statement of cash flows include cash, bank balances and other short-term investments. Other short-term investments are classified as cash and cash equivalents when they mature within three months of the date of acquisition, can easily be converted into cash in a known amount and are exposed to an insignificant risk of fluctuations in value.

#### **Financial instruments**

Financial instruments recognised in the statement of financial position include, on the assets side, rental deposits (classified as Other non-current receivables), Trade receivables and Cash and cash equivalents. On the liabilities side are Borrowing, Lease liabilities, contingent considerations (classified as Other financial liabilities), Trade payables and accrued expenses (classified as Other liabilities).

##### *Recognition in and derecognition from the statement of financial position*

A financial asset or financial liability is recognised in the statement of financial position when the company becomes a party under the contractual terms of the instrument. A receivable is recognised when the company has performed and there is a contractual obligation for the counterparty to pay, even if the invoice has not yet been sent. Trade receivables are recognised in the statement of financial position when an invoice has been sent. A liability is recognised when the counterparty has performed and there is a contractual obligation to pay, even if the invoice has not yet been received. Trade payables are recognised when an invoice has been received. A financial asset is derecognised from the statement of financial position when the rights in the contract are realised, mature or the company loses control of them. The same applies to part of a financial asset. A financial liability is derecognised from the statement of financial position when the obligation in the contract is fulfilled or otherwise extinguished. The same applies to part of a financial liability. No financial assets and liabilities are offset in the statement of financial position, as set-off conditions have not been met. Acquisitions and disposals of financial assets are recognised on the trade date. The trade date is the day on which the company undertakes to acquire or dispose of the asset.

##### *Classification and measurement*

Financial assets are classified on the basis of the business model in which the asset is managed and its cash flow nature. If the financial asset is held within the framework of a business model whose objective is to collect contractual cash flows and the agreed terms of the financial asset give rise at specified times to cash flows that are only payments of principal and interest on the outstanding principal, the asset is recognised at amortised cost. This business model is classified as 'hold to collect'.

If the financial asset is held in a business model whose objective can be achieved both by collecting contractual cash flows and selling financial assets and the agreed terms of the financial asset give rise at specified times to cash flows that are only payments of principal and interest on the outstanding principal, the asset is recognised at fair value through other comprehensive income. This business model is classified as 'hold to collect and sell'.

Any other business model where the purpose is speculation, holding for trading or where the cash flow nature excludes other business models means recognition at fair value through profit or loss. This business model is classified as 'other'.

For all financial assets except derivative instruments, TagMaster applies the 'hold to collect' business model, which means that the assets are recognised at amortised cost. TagMaster applies the 'other' business model to derivative instruments, which means that they are measured at fair value through profit or loss.

The classification of financial liabilities does not follow the same approach as for financial assets. Financial liabilities are either measured at fair value through profit or loss or at amortised cost.

Financial liabilities are measured at fair value through profit or loss when they meet the definition of a financial instrument held for trading, if they are irrevocably identified as such at initial recognition or if they are derivatives. Contingent consideration and derivative instruments are measured at fair value through the income statement. Other financial liabilities are recognised at amortised cost.

#### *Amortised cost and effective interest method*

The amortised cost of a financial asset is the amount at which the financial asset is measured on initial recognition less principal, plus the accumulated amortisation, using the effective interest method, of any difference between the principal and the outstanding principal, adjusted for any impairment losses. The gross carrying amount of a financial asset is the amortised cost of the financial asset before adjustments for any loss reserve.

#### *Impairment*

IFRS 9 requires the Group to recognise a loss reserve for expected loan losses within the next 12 months. Historically, the Group's bad debt losses have been virtually non-existent. The effects of IFRS 9 have been calculated and are calculated as amounts deemed immaterial for the Group's financial statements.

Equity instruments are not subject to the impairment rules.

#### **Inventories**

Inventories are valued at the lower of cost and net realisable value. Weighted average prices have been used in determining acquisition value. Net realisable value is the estimated selling price less estimated costs of completion and estimated costs necessary to achieve a sale.

#### **Provisions**

Provisions are recognised when the Group has an existing obligation (legal or constructive) as a result of a past event, it is likely that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made.

The amount allocated is the best estimate of the amount required to settle the existing obligation at the balance sheet date, taking into account the risks and uncertainties associated with the obligation. When a provision is calculated by estimating the payments expected to be required to settle the obligation, the recognised carrying amount corresponds to the present value of those payments.

#### **Statement of cash flows**

The statement of cash flows is prepared using the indirect method. The recognised cash flow includes only transactions involving cash or cash payments. This means that there may be deviations from changes in individual items in the balance sheet.

#### **Parent company accounting policies**

The parent company has prepared its annual accounts in accordance with the Swedish Annual Accounts Act (1995:1554) and the Swedish Financial Reporting Council Recommendation RFR 2 Accounting for Legal Entities. Statements regarding listed companies issued by the Swedish Financial Reporting Council are also applied. According to RFR 2 the parent company is required in the annual accounts for the legal entity to apply all IFRS standards adopted by the EU and statements as far as possible as permitted under the provisions of the Swedish Annual Accounts Act, the Swedish Pension Safeguarding Act and taking into account the relationship between accountancy and taxation. The recommendation specifies the exceptions and additions to be made to IFRS.

This is the parent company's first financial report to have been prepared in accordance with RFR 2 Accounting for Legal Entities and the Swedish Annual Accounts Act. The parent company has previously applied the Swedish



Accounting Standards Board's general recommendations BFNAR 2012:1 Annual Accounts and Consolidated Financial Statements ('K3') and the Swedish Annual Accounts Act. The transition date has been set at 1 January 2019, which means that the comparative figures for the first quarter of 2019 and the financial year 2019 have been restated according to RFR 2. The transition to RFR 2 has not had any material effects on the parent company's financial position, earnings or cash flow.

The differences between the Group's and the parent company's accounting policies are set out below. The stated accounting policies for the parent company have been applied consistently to all periods presented in the parent company's financial statements.

#### *Classification and formats*

The parent company's income statement and balance sheet are prepared according to the scheme set out in the Swedish Annual Accounts Act. The difference compared with IAS 1 Presentation of Financial Statements applied in the preparation of the consolidated financial statements is primarily the recognition of financial income and expenses, non-current assets, equity and the existence of provisions as a separate heading.

#### *Subsidiaries*

Participations in subsidiaries are recognised at cost, which includes any transaction expenses directly attributable to the acquisition of the participations. Dividends from subsidiaries are recognised as income when the right to receive dividends is deemed certain and can be reliably calculated.

#### *Financial instruments*

The parent company applies the exemption in RFR 2, and the rules on financial instruments in IFRS 9 are therefore not applied in the parent company as a legal entity. In the parent company, financial assets are measured at cost less any impairment loss, and financial current assets according to the principle of lower of cost or market.

#### *Leases*

The parent company applies the exemption in RFR 2, and the rules on leases in IFRS 16 are therefore not applied in the parent company as a legal entity. In the parent company, lease payments are recognised as an expense on a straight-line basis over the lease period unless another systematic approach better reflects the economic benefit to the user over time. This applies even if the payments are distributed differently. Right of use and lease liability are therefore not recognised in the balance sheet.

#### *Shareholder contributions*

Shareholder contributions paid are recognised by the donor as an increase under the heading Participations in Group companies. Shareholder contributions are recognised by the recipient directly against unrestricted equity.

## **2. Key estimates and assessments**

### **Key sources of uncertainty in estimates**

The key assumptions about the future and other important sources of uncertainty in estimates at the balance sheet date, that involve a significant risk of material adjustments in carrying amounts for assets and liabilities during the following financial year are presented below.

#### *Impairment testing of goodwill*

The Group examines annually whether there is a need for impairment of goodwill. The recoverable amount for the cash-generating units to which goodwill has been allocated is determined on the basis of the calculation of value in use. Calculating value in use requires management to make estimates of important assumptions such as future revenues, profit margins, investment levels and discount rates. The calculations are based on cash flow forecasts based on budgets and forecasts for the next five years. The profit margin and the level of investment used are consistent with the historical levels of that entity. The growth rate used is consistent with industry forecasts for the cash-generating unit. The assumptions are developed by management and reviewed by the Board of Directors.

### **Important assessments in application of the Group's accounting policies**

The following sections describe the key assessments, other than those that include estimates (see above) that have been made by management in application of the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

#### **Acquisition of businesses (business combinations)**

The measurement of identifiable assets and liabilities in connection with the acquisition of businesses includes both items in the balance sheet of the acquired company and items that have not been recognised on the balance

sheet of the acquired company, such as intangible assets, of various types being measured at fair value. Identification must first be made of which intangible fixed assets may have a value, such as customer relationships, trademarks and technology that has been developed. There are normally no quoted prices for the assets and liabilities to be measured, so that different measurement techniques have to be applied. These measurement techniques are based on a number of different assumptions such as future cash flows, growth rate of revenue, EBITDA margin and both tax rates and discount factors. Valuations of this kind include a large number of assessments, all of which must be carefully examined, calculated and analysed. This also means that a preliminary measurement may need to be performed and then adjusted. All acquisition costings are subject to final adjustment no later than one year after the acquisition date.

#### *Intangible assets - capitalisation of development expenditure*

The Group conducts development activities. An intangible asset arising from development is recognised as an asset in the balance sheet only if all the conditions set out in IAS 38 are met.

In each development project, the Group's Product Strategy Board (PSB), which includes the Group's CEO, CTO and Sales Director, takes a position on an ongoing basis as to whether the conditions are met for selling the finished product and whether the technical competence and financial resources exist to complete the project.

Group management, based on the positions adopted by the PSB, makes a judgement as to whether the necessary technical knowledge and financial strength exist to turn the capitalised intangible assets into marketable products. The market for future products is judged to be the same market as the Group's products are sold on today.

#### *Measurement of loss carry-forwards*

Deferred tax assets relating to deductible temporary differences and loss carry-forwards are recognised only to the extent that they are likely to be used. Material assessments are required to estimate future tax surpluses and when these will occur. The measurement of loss carry-forwards and the Group's ability to use loss carry-forwards are based on management's estimates of future taxable income in the subsidiaries. As of 31 December 2019, the Group had loss carry-forwards totalling approximately SEK 335.0 million (138.0), of which SEK 19.2 million (20.2) was taken into account in calculation of the deferred tax asset.

#### *Other areas of an assessment nature*

Other areas of an assessment nature include, in particular, assessment of obsolescence of inventories and provisions for guarantee commitments.

### **3. Transactions with related parties**

Related-party transactions refer to transactions in the form of remuneration to senior executives, as stated on page 47 of the 2019 Annual Report. There are no other significant transactions with related parties.

### **4. Fair value of financial instruments**

Information on how fair value has been determined for financial instruments measured at fair value in the statement of financial position is disclosed below. The breakdown of how fair value is determined is made on the basis of the following three levels.

Level 1: according to prices quoted on an active market for the same instrument

Level 2: based on directly or indirectly observable market data not included in Level 1

Level 3: based on inputs that are not observable on the market

TagMaster's financial instruments consist mainly of rental deposits (classified as Other non-current receivables), Trade receivables, positive derivative instruments (classified as Other receivables), Cash and cash equivalents, Borrowings, Lease liabilities, contingent considerations (classified as Other financial liabilities), negative derivative instruments (classified as Other liabilities), Trade payables and Accrued expenses (classified as Other liabilities).

Derivative instruments with a positive value are recurrently measured at fair value, where fair value is determined according to level 2. The Group has no other financial assets that are recurrently measured at fair value. Liabilities that are recurrently measured at fair value are derivative instruments with a negative fair value, where fair value is determined according to level 2, and contingent considerations where fair value is determined according to level 3. There have been no transfers between level 1 and level 2 for recurrent measurements at fair value during the year.

For financial assets and other financial liabilities, the carrying amounts are considered to be a good approximation of the fair values as a result of the maturity and/or fixed interest rate being less than three months, which means that a discount based on current market conditions is not expected to have a material effect.

The following summarises the methods and assumptions used to determine the fair value of the Group's financial instruments measured at fair value according to level 3.



Contingent considerations from acquisitions are measured at fair value, according to level 3. A contingent consideration has arisen following the acquisition of Magsys SA. A discounted cash flow method was used to capture the present value of the expected future economic benefits that will leave the Group at the time of the acquisition. The significant unobservable data used in the calculation are risk-adjusted discount rate and probability-adjusted expected cash flow. TagMaster has used a discount rate of 2.621% and an expected cash flow of €200,000 in the model. The following table shows the change in contingent consideration, which alone is the instrument valued at fair value in level 3.

#### Contingent consideration

<b>Opening balance 1 January 2019</b>	<b>-1 985</b>
Gains(+)/losses(-) recognised in profit or loss	-54
Exchange differences (+/-) recognised in profit or loss	-31
<b>Closing balance 31 December 2019</b>	<b>-2 070</b>
Gains(+)/losses(-) recognised in profit or loss	-14
Exchange differences (+/-) recognised in profit or loss	-129
<b>Closing balance 31 March 2020</b>	<b>-2 213</b>

#### 5. Breakdown of revenue from contracts with customers

	1 January 2020 - 31 March 2020			1 January 2019 - 31 March 2019		
	TagMaster Europe	TagMaster USA	Total Group	TagMaster Europe	TagMaster USA	Totalt koncern
<b>Geografisk region</b>						
Sweden	731	0	731	830	-	830
EMEA	28 772	11 506	40 278	31 874	-	31 874
Asia Pacific	7 362	290	7 652	5 659	-	5 659
Americas	11 306	18 894	30 200	5 485	-	5 485
	<b>48 171</b>	<b>30 690</b>	<b>78 861</b>	<b>43 848</b>	-	<b>43 848</b>
<b>Customer category</b>						
Traffic Solutions	32 006	30 690	62 696	29 564	-	29 564
Rail Solutions	16 165	-	16 165	14 284	-	14 284
	<b>48 171</b>	<b>30 690</b>	<b>78 861</b>	<b>43 848</b>	-	<b>43 848</b>
<b>Time of revenue recognition</b>						
At a particular time	48 047	30 497	78 544	43 251	-	43 251
Over time	124	193	317	597	-	597
	<b>48 171</b>	<b>30 690</b>	<b>78 861</b>	<b>43 848</b>	-	<b>43 848</b>

#### 6. Transition to IFRS

TagMaster AB has previously applied the Swedish Annual Reports Act and BFAR 2012:1 Annual Accounts and Consolidated Financial Statements ('K3'). With effect from 1 January 2020, TagMaster AB prepares its annual accounts and consolidated financial statements in accordance with the EU-approved International Financial Reporting Standards (IFRS) and interpretations from the IFRS Interpretations Committee (IFRIC).

The date of transition to IFRS has been set at 1 January 2019. The transition to IFRS is recognised in accordance with IFRS 1 First-time Adoption of International Financial Reporting Standards. The general rule of IFRS 1 is that an entity applies all recommendations retroactively when determining the opening balance. However, there are some mandatory and optional exceptions to retroactive application. The Group has chosen to apply the following exceptions:

- IFRS 3 has not been applied to acquisition analyses prepared before the transition date
- Lease liabilities have been measured at the present value of remaining lease payments, discounted by the marginal borrowing rate at the time of transition to IFRS.

The following tables present and quantify the effects assessed by management on the consolidated statement of comprehensive income and financial position in transition to IFRS for the Group. [The transition is not expected to have a material effect on the consolidated statement of cash flows.]

The main impact on recognition is:

- Application of IFRS 3 for the purchase price allocation attributable to the acquisition of Sensys Networks Inc, see Note A.2
- Reversal of previous years' amortisation of goodwill, see Note A below
- Capitalisation of development expenses, see Note A below
- Recognition of operating leases in the Group's balance sheet, see Note B below
- Recognition of defined-benefit plans, see Note C below
- Recognition of operating leases in the Group's balance sheet, see Note B below

## Summary consolidated statement of financial position

Amounts in TSEK	Note	2018-12-31 K3	2018-12-31 K3	2019-01-01 IFRS
<b>ASSETS</b>				
<b>Subscribed but not paid-up capital</b>		<b>2 806</b>		<b>2 806</b>
<b>Non-current assets</b>				
Intangible assets	A	51 400	4 027	55 427
Property, plant and equipment		3 008		3 008
Right-of-use assets	B		13 005	13 005
Other non-current receivables		1 141		1 141
Deferred tax assets	D	6 118	812	6 930
		<b>61 667</b>	<b>17 844</b>	<b>79 511</b>
<b>Current assets</b>				
Inventories		37 037		37 037
Trade receivables		32 079		32 079
Other receivables		13 172		13 172
Cash and cash equivalents		20 297		20 297
		<b>102 585</b>	<b>0</b>	<b>102 585</b>
<b>TOTAL ASSETS</b>		<b>167 058</b>	<b>17 844</b>	<b>184 902</b>
<b>SHAREHOLDERS' EQUITY</b>				
Share capital		10 069		10 069
New share issue in progress		124		124
Other contributed capital		130 982		130 982
Translation reserve			-2 099	-2 099
Retained earnings including profit for the period		-35 844	2 887	-32 957
		<b>105 331</b>	<b>788</b>	<b>106 119</b>
<b>Provisions/Non-current liabilities</b>				
Liabilities to credit institutions		3 500		3 500
Deferred tax liabilities	D	272	927	1 199
Other provisions	C	6 435	697	7 132
Additional purchase consideration	C.2	0	1 985	1 985
Other non-current liabilities		9 525		9 525
Lease liabilities	B	0	9 111	9 111
		<b>19 732</b>	<b>12 720</b>	<b>32 452</b>
<b>Current liabilities</b>				
Trade payables		12 826		12 826
Liabilities to credit institutions		2 000		2 000
Other provisions	C		442	442
Lease liabilities	B		3 894	3 894
Other liabilities		27 169		27 169
		<b>41 995</b>	<b>4 336</b>	<b>46 331</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>167 058</b>	<b>17 844</b>	<b>184 902</b>

## Summary consolidated statement of financial position

Amounts in TSEK	Note	2019-12-31 K3	Effect on transition to IFRS	2019-12-31 IFRS
<b>ASSETS</b>				
<b>Non-current assets</b>				
Intangible assets	A	167 098	24 077	191 175
Property, plant and equipment		3 310		3 310
Right-of-use assets	B		22 175	22 175
Other non-current receivables		1 577	27	1 604
Deferred tax assets	D	5 768	859	6 627
		<b>177 753</b>	<b>47 138</b>	<b>224 891</b>
<b>Current assets</b>				
Inventories		53 386		53 386
Trade receivables		56 654		56 654
Other receivables		10 219		10 219
Cash and cash equivalents		41 293		41 293
		<b>161 552</b>	<b>0</b>	<b>161 552</b>
<b>TOTAL ASSETS</b>		<b>339 305</b>	<b>47 138</b>	<b>386 443</b>
<b>SHAREHOLDERS' EQUITY</b>				
Share capital		18 309		18 309
Other contributed capital		241 459		241 459
Translation reserve			-1 881	-1 881
Retained earnings including profit for the period		-60 672	20 735	-39 937
		<b>199 096</b>	<b>18 854</b>	<b>217 950</b>
<b>Non-current liabilities</b>				
Liabilities to credit institutions		38 305		38 305
Deferred tax liabilities	D	293	2 656	2 949
Other provisions	C	6 896	2 860	9 756
Other non-current liabilities		8 441	0	8 441
Lease liabilities	B		14 852	14 852
		<b>53 935</b>	<b>20 368</b>	<b>74 303</b>
<b>Current liabilities</b>				
Trade payables		19 468		19 468
Liabilities to credit institutions		17 657		17 657
Additional purchase consideration	C.2		2 070	2 070
Lease liabilities			7 544	7 544
Other liabilities	C.3	49 149	-1 698	47 451
		<b>86 274</b>	<b>7 916</b>	<b>94 190</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>339 305</b>	<b>47 138</b>	<b>386 443</b>

## Summary consolidated statement of financial position

Amounts in TSEK	Note	2019-03-31 K3	Effect on transition to IFRS	2019-03-31 IFRS
<b>ASSETS</b>				
<b>Non-current assets</b>				
Intangible assets	A	50 237	7 389	57 626
Property, plant and equipment		3 126		3 126
Right-of-use assets	B	0	12 257	12 257
Other non-current receivables		1 157		1 157
Deferred tax assets	D	5 336	825	6 161
		<b>59 856</b>	<b>20 471</b>	<b>80 327</b>
<b>Current assets</b>				
Inventories		35 901		35 901
Trade receivables		33 890		33 890
Other receivables		12 915		12 915
Cash and cash equivalents		22 532		22 532
		<b>105 238</b>	<b>0</b>	<b>105 238</b>
<b>TOTAL ASSETS</b>		<b>165 094</b>	<b>20 471</b>	<b>185 565</b>
<b>SHAREHOLDERS' EQUITY</b>				
Share capital		10 193		10 193
Other contributed capital		130 982		130 982
Translation reserve			1 125	1 125
Retained earnings including profit for the period		-32 102	2 817	-29 285
		<b>109 073</b>	<b>3 942</b>	<b>113 015</b>
<b>Provisions/Non-current liabilities</b>				
Deferred tax liabilities	D	290	1 075	1 365
Other provisions	C	5 940	735	6 675
Additional purchase consideration	C.2		1 985	1 985
Other non-current liabilities		9 672		9 672
Lease liabilities	B		8 313	8 313
		<b>15 902</b>	<b>12 108</b>	<b>28 010</b>
<b>Current liabilities</b>				
Trade payables		10 962		10 962
Other provisions	C		448	448
Liabilities to credit institutions		1 500		1 500
Lease liabilities	B		3 973	3 973
Other liabilities		27 657		27 657
		<b>40 119</b>	<b>4 421</b>	<b>44 540</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>165 094</b>	<b>20 471</b>	<b>185 565</b>

## Summary consolidated income statement and consolidated statement of other comprehensive income

Amounts in TSEK	Note	2019 Jan-March K3	Effect on transition to IFRS	2019 Jan-March IFRS	2019 Jan-Dec K3	Effect on transition to IFRS	2019 Jan-Dec IFRS
Net sales		43 848		43 848	262 955		262 955
Other revenue		1 113		1 113	2 216		2 216
Change in inventories during manufacture and finished goods		802		802	-2 319		-2 319
Capitalized work for own account		0	967	967		6 518	6 518
Goods for resale, raw materials and consumables		-15 405		-15 405	-85 637		-85 637
Other external expenses		-8 430	1 033	-7 397	-48 964	2 822	-46 142
Personnel expenses		-17 314		-17 314	-114 715	233	-114 482
Other operating expenses		-350		-350	-677		-677
Depreciation of property, plant and equipment and amortization of intangible assets		-3 435	1 370	-2 065	-30 851	11 104	-19 747
<b>Operating profit/loss</b>		<b>829</b>	<b>3 370</b>	<b>4 199</b>	<b>-17 992</b>	<b>20 677</b>	<b>2 685</b>
Net financial income and expenses		-101	-76	-177	-2 070	-624	-2 694
<b>Profit/loss before tax</b>		<b>728</b>	<b>3 294</b>	<b>4 022</b>	<b>-20 062</b>	<b>20 053</b>	<b>-9</b>
Tax		-209	-141	-350	-5 086	-1 704	-6 790
<b>Profit for the period</b>		<b>519</b>	<b>3 153</b>	<b>3 672</b>	<b>-25 148</b>	<b>18 349</b>	<b>-6 799</b>
<b>Other comprehensive income</b>							
<i>Items that may be reclassified to profit or loss</i>							
Exchange differences when translating foreign operations		3 233	-9	3 224	320	-102	218
<i>Items not to be reclassified to the income statement</i>							
Remeasurement of the net pension obligation						-241	-241
Tax on the above						60	60
<b>Comprehensive income for the period</b>		<b>3 752</b>	<b>3 144</b>	<b>6 896</b>	<b>-24 828</b>	<b>18 066</b>	<b>-6 762</b>

## Equity adjustments

Amounts in TSEK	2019-03-31	2019-12-31	2019-01-01
Capitalised development expenditure	4 946	11 185	4 026
Deferred tax on capitalised development expenditure	-1 068	-2 625	-927
Provision/change, defined-benefit pension plans	-3 123	-3 184	-3 123
Deferred tax on pension provisions	812	872	812
Acquisition expenses	-	-4 148	0
Reversal of amortisation of goodwill	2 416	25 590	0
Amortisation of intangible assets (acquisition analysis)	0	-8 534	0
Fair value adjustment, derivative instruments	-	27	0
Deferred tax on fair value adjustment, derivative instruments	-	-6	0
Effect of IFRS 16	-31	-223	0
Translation difference	-10	-100	0
<b>Total adjustments in equity</b>	<b>3 942</b>	<b>18 854</b>	<b>788</b>
Attributable to:			
<b>Shareholders in the Parent Company</b>	<b>3 942</b>	<b>18 854</b>	<b>788</b>

### Note A. Intangible assets

Amounts in TSEK	Note	Goodwill	Capitalized development expenditure	Customer relationships	Trademarks	Total
Carrying amount K3 01.01.2019		47 756	3 644	-	-	51 400
Capitalization	A.3	-	4 026	-	-	4 026
<b>Carrying amount IFRS 01.01.2019</b>		<b>47 756</b>	<b>7 670</b>	<b>-</b>	<b>-</b>	<b>55 426</b>
Carrying amount K3 31.03.2019		47 069	3 168	-	-	50 237
Opening IFRS adjustment, net		-	4 026	-	-	4 026
Reversed depreciation	A.1	2 416	-	-	-	2 416
Capitalization for the period	A.3	-	967	-	-	967
Depreciation for the period		-	-47	-	-	-47
Translation difference		15	12	-	-	27
<b>Carrying amount IFRS 31.03.2019</b>		<b>49 500</b>	<b>8 126</b>	<b>-</b>	<b>0</b>	<b>57 626</b>
Carrying amount K3 31.12.2019		166 730	368	-	-	167 098
Opening IFRS adjustment, net		-	4 026	-	-	4 026
Reversed depreciation	A.1	25 590	-	-	-	25 590
Acquisition analysis in accordance with IFRS 3	A.2	-98 472	30 487	57 163	6 669	-4 153
Capitalization for the period	A.3	-	7 159	-	-	7 159
Depreciation for the period		-	-3 799	-4 735	-	-8 534
Translation difference		1 918	-594	-1 188	-147	-11
<b>Carrying amount IFRS 31.12.2019</b>		<b>95 766</b>	<b>37 647</b>	<b>51 240</b>	<b>6 522</b>	<b>191 175</b>

**Note A.1**

According to IFRS, the item goodwill is an intangible asset with an indeterminable useful life, which means that the item is not reduced by annual depreciation. This differs from previous accounting policies (K3) where an economic life of 5-10 years earlier was previously applied. The transition to IAS 38 therefore means that goodwill amortisation in 2019 is reversed and is written back to retained earnings in equity. Goodwill is not a deductible expense or taxable income, and the adjustment therefore has no tax effects on items attributable to company acquisitions. The goodwill arising from the purchase of the net assets of business recognised in the Group is attributable to a French entity. In France, equivalent tax rules apply to the goodwill arising from the purchase of the net assets of business as to Group goodwill, and this adjustment has therefore not had any tax effects. The transition to IFRS entails new requirements for TagMaster to test goodwill at least annually for any impairment. A possible impairment loss is recognised in operating profit. The item has been tested for impairment based on circumstances that prevailed at the time of transition to IFRS and as of 31 December 2019, no impairment requirement was identified. Sensitivity analyses also show that possible changes in material assumptions do not lead to any impairment.

**Note A.2**

On 13 June, 100% of the shares in the US company Sensys Networks Inc. were acquired for a consideration of SEK 162,275 thousand. The acquisition took place after the date of the transition to IFRS, and the acquisition analysis has therefore been prepared in accordance with IFRS 3. The entire remuneration has been transferred through cash and cash equivalents, and acquisition-related expenses total SEK 4,148 thousand and have been recognised as other expenses in the income statement. The assets and liabilities recognised as a result of the acquisition are as follows:

	K3	Fair value IFRS 3	Effect on transition to IFRS
<i>Non-current assets</i>			
Capitalized development expenditure	-	30 487	30 487
Customer relationships	-	57 163	57 163
Trademarks	-	6 669	6 669
Other non-current receivables	448	448	-
Property, plant and equipment	286	286	-
<i>Current assets</i>			
Inventories	19 645	19 645	-
Trade receivables	22 894	22 894	-
Total current receivables	29 072	29 077	-
Cash and cash equivalents	24 475	24 475	-
<i>Non-current liabilities</i>			
Other provisions	-2 429	-2 429	-
<i>Current liabilities</i>			
Trade payables	-22 427	-22 427	-
Total current liabilities	-51 020	-51 020	-
<b>Identifiable assets and liabilities, net</b>	<b>20 944</b>	<b>115 268</b>	<b>94 319</b>
Transferred remuneration	166 423	162 275	-4 148
<b>Goodwill</b>	<b>145 479</b>	<b>47 007</b>	<b>-98 472</b>

Note that the above acquisition analysis is preliminary and may be adjusted.

Goodwill arose on the acquisition, as the transferred remuneration also included amounts related to synergies, revenue increases, development of future markets and the combined workforce of the company. These benefits have not been recognised separately from goodwill because they do not meet the criteria for recognition of identifiable intangible assets.

No part of the goodwill arising in connection with the acquisition is expected to be tax deductible.



**Note A.3**

TagMaster is engaged in the development of sensor products and advanced software. In IFRS, expenses that meet specific criteria in IAS 38 for development expenses are to be capitalised as an intangible asset in the consolidated balance sheet. This differs from previous accounting policies (K3) when TagMaster recognised development expenses as an expense in the income statement in the period in which they arose. The transition to IAS 38 therefore means that historical development expenses less accumulated depreciation have been capitalised in the Group's balance sheet. The useful life of capitalised development expenditure is 5-7 years.

**Note B**

The Group's lease commitments consist principally of leases for its premises in Kista, Paris, Toulouse and Berkeley.

For the remaining lease commitments, the Group has recognised rights of use as of 1 January 2019 of SEK 12.9 million and lease liabilities of SEK 12.9 million (after adjustments for prepaid and accrued lease payments). For TagMaster Europe, the average marginal borrowing rate was 2.62%. The corresponding interest rate for TagMaster USA was 4.38%.

Depreciation for the full year totals SEK 5.9 million, and interest expense linked to leases for the full year totals SEK 0.6 million. A reversal of SEK 6.3 million has been applied in operating profit for expenses related to operating leases under K3. The cost of short-term leases totals SEK 0.8 million and the cost of leasing low-value assets totals minor amounts. These continue to be charged to operating profit, i.e. there is no difference on transition from K3 to IFRS.

As of 31 December 31 2019, the Group had rights of use of SEK 22.1 million and lease liabilities of SEK 22.3 million (after adjustments for prepaid and accrued lease payments), of which the current portion of the lease liability is SEK 7.5 million.

Cash flow for the full year 2019 was affected by lease payments of SEK 6.3 million now being included in financing activities instead of operating activities.

Amortisation for the first quarter totals 999 TSEK and interest expense linked to the leases for the quarter totals 76 TSEK. A reversal of 1 043 TSEK has been applied in operating profit for expenses related to operating leases under K3. The cost of short-term leases totals 179 TSEK and the cost of leasing low-value assets totals minor amounts. These continue to be charged to operating profit, i.e. there is no difference on transition from K3 to IFRS.

As of 31 December 31 2019, the Group had rights of use of SEK 22.1 million and lease liabilities of SEK 22.3 million (after adjustments for prepaid and accrued lease payments), of which the current portion of the lease liability is SEK 7.5 million.

**Note C. Provisions**

Amounts in TSEK	not	2019-12-31	2019-01-01
Carrying amount K3		6 896	6 435
Pension obligation	<b>C.1</b>	3 232	3 124
Reclassified additional purchase consideration	<b>C.2</b>	-2 070	-1 985
Reclassified termination obligation	<b>C.3</b>	1 698	
less: short-term pension obligation			-442
<b>Carrying amount IFRS</b>		<b>9 756</b>	<b>7 132</b>

**Note C.1**

TagMaster operates defined-benefit pension plans for employees in France. The plan is called a 'Retirement indemnity plan' and is unfunded. The retirement indemnity plan entitles employees who have been employed by TagMaster for more than two or five years to a lump-sum payment at retirement. The size of the lump-sum payment is determined by several factors such as seniority, salary at the time of retirement and position within the company. This benefit is a statutory benefit, the design of which is described in more detail in collective agreements arranged by the parties. Payments are made directly through TagMaster as they arise. The plan is open to new members and benefits are vested in the plan.

In IFRS, the present value of the defined-benefit obligation is recognised as a liability in the consolidated balance sheet and is determined by discounting estimated future cash flows calculated annually by independent actuaries using the projected unit credit method. Remeasurement gains and losses resulting from experience-based adjustments and changes in actuarial assumptions are recognised in other comprehensive income during the period

in which they arise. Costs relating to service during previous periods and net interest income/expense are recognised directly in the income statement.

In the consolidated financial statements prepared in accordance with K3, TagMaster has applied the simplification rules whereby pension obligations in foreign subsidiaries may be recognised in accordance with local rules in each country. No liability has been included in the consolidated balance sheet as, under French local accounting rules, it is an option not to recognise pension commitments relating to the plan described above.

The transition to IAS 19 has meant that a liability of SEK 3.1 million (including a short-term portion of SEK 0.5 million) for the French defined-benefit plan has been recognised against retained earnings as of 1 January 2019.

#### **Note C.2**

Under IFRS, contingent considerations are to be recognised as other financial liabilities, and the contingent consideration attributable to the acquisition of Magsys SA has been reclassified from Other provisions to the item Contingent earn-outs.

#### **Note C.3**

An item of SEK 1.7 million attributable to a statutory commitment after termination of employment for employees in Italy (employed by the US subsidiary) has been reclassified from other liability to non-current provisions. Since these commitments under local Italian accounting rules are to be recognised in the balance sheet, the transition to IFRS has not had any impact on Group equity.

#### **Note D. Taxes**

Deferred tax has been recognised on all temporary differences arising from the transition to IFRS. Regarding tax on surplus values attributable to the acquisition of Sensys Networks Inc, which as of the end of December 2019 totalled approximately SEK 20.1 million, a deferred tax asset attributable to tax loss carry-forward is recognised in the same amount.

The deferred tax asset attributable to the provision for defined-benefit pension plans for employees in France totalled SEK 811 thousand at the beginning of 2019, as of 31 December the equivalent amount was SEK 835 thousand.

Adjustments to deferred tax liabilities are mainly attributable to capitalised development expenses, as shown in the statement of adjustments in equity.

## Group key ratios

<b>Result</b> , amounts in TSEK	<b>2020</b> Jan-March	<b>2019</b> Oct-Dec	<b>2019</b> July-Sept	<b>2019</b> April-June	<b>2019</b> Jan-March	<b>R12M</b> April-March	<b>2019</b> Full year
Net sales	78 861	83 532	82 417	53 158	43 848	297 968	262 955
Net sales growth, %	79,9	89,6	88,1	4,8	-23,0	63,3	34,5
Gross profit	51 593	58 434	53 435	33 885	29 245	197 347	174 999
Gross margin, %	65,4	70,0	64,8	63,7	66,7	66,2	66,6
Adjusted EBITDA	6 905	14 251	12 401	3 144	6 264	36 701	36 060
Adjusted EBITDA margin, %	8,8	17,1	15,0	5,9	14,3	12,3	13,7
EBITDA	2 196	9 893	8 129	-1 854	6 264	18 364	22 432
EBITDA margin, %	2,8	11,8	9,9	-3,5	14,3	6,2	8,5
Operating profit	-3 844	2 712	1 189	-5 415	4 199	-5 358	2 685
Operating margin, %	-4,9	3,2	1,4	-10,2	9,6	-1,8	1,0
Profit/loss before tax	-8 456	3 590	-3 069	-4 552	4 022	-12 487	-9
Net profit for the period	-8 667	-1 127	-5 557	-3 787	3 672	-19 138	-6 799
Earnings per share before dilution, SEK	-0,02	0,00	-0,02	-0,02	0,02	-0,08	-0,02
Earnings per share after dilution, SEK	-0,02	0,00	-0,02	-0,02	0,02	-0,08	-0,02

### Financial position, amounts in TSEK

Equity	224 216	217 950	228 337	222 992	113 015	224 216	217 950
Average equity	221 083	223 144	225 665	168 004	109 567	165 325	162 035
Equity ratio, %	56,3	56,4	56,2	51,5	60,9	56,3	56,4
Net debt (-) receivable	42 772	39 135	42 648	33 983	-6 761	42 772	39 135
	-3,9	-0,5	-2,5	-2,3	3,4	-11,6	-4,2

### Share data

Net sales per share, SEK	0,22	0,23	0,23	0,22	0,22	1,21	0,89
Equity per share, SEK	0,61	0,60	0,62	0,93	0,56	0,91	0,74
Market price on closing day, SEK	0,56	0,81	0,73	0,80	1,17		
Average number of shares <sup>1</sup> , thousands	366 188	366 188	366 188	240 032	202 879	245 906	294 468

### Personnel information, amounts in TSEK

Sales per employee	686	726	717	618	548	2 765	2 191
Average number of employees	115	115	115	86	80	108	120

<sup>1</sup>The number of shares before and after dilution are equal since there are no outstanding options or convertibles that can cause dilution.

Key ratios	Definition/calculation	Purpose
Gross profit	Net sales minus costs of goods and services sold.	The key ratio is used in other calculations.
Gross margin	Net sales less costs of goods and services sold (gross profit) as a percentage of net sales.	The gross margin is used to measure production profitability.
Operating margin	Operating profit (EBIT) after depreciation, amortisation and impairments as a percentage of net sales.	Operating margin is used to measure operating profitability.
EBITDA	Operating profit (EBIT) before depreciation, amortisation and impairments.	EBITDA together with EBIT provides an overall picture of profit generated from operating activities.
Adjusted EBITDA	EBITDA adjusted for non-recurring items.	
Equity ratio	Equity as a percentage of the balance sheet total.	The key ratio indicates the proportion of assets financed by equity. Assets not financed by equity are financed by loans.
Return on equity	Profit for the year after tax attributable to the parent company's shareholders divided by average equity.	The key ratio shows the return the owners receive on their invested capital.
Average equity	Average equity is calculated as the average of the opening and closing balances.	The key ratio is used in other calculations.
Average number of employees	The total of number of employees per month divided by the number of months in the period.	The key ratio is used in other calculations.
Sales per employee	Sales divided by average number of employees.	The key ratio is used to assess the efficiency of a company.
Earnings per share, SEK	Profit for the period attributable to the parent company's shareholders divided by the average number of shares.	Earnings per share is used to determine the value of the company's outstanding shares.
Average number of shares	Weighted average number of shares at the end of the period.	The key ratio is used in other calculations.
Net debt	Interest-bearing liabilities less cash and cash equivalents.	The key ratio is used to track the company's indebtedness.
Net debt/EBITDA	Net debt at the end of the period divided by EBITDA, adjusted for rolling twelve months.	Net debt/EBITDA provides an estimate of the company's ability to reduce its debt. It represents the number of years it would take to pay the debt if net debt and EBITDA are kept constant, without taking account of cash flows relating to interest, tax and investments.

## Financial performance measures not defined in accordance with IFRS

TagMaster presents certain financial performance measures in the interim report that are not defined in accordance with IFRS or the Annual Accounts Act. The company considers that these measures provide valuable additional information to investors and the company's management as they enable evaluation of the company's performance. Since not all companies calculate financial performance measures in the same way, these are not always comparable with performance measures used by other companies. These financial performance measures should therefore not be seen as a substitute for measures defined in accordance with IFRS. Measures that are not defined in accordance with IFRS and reconciliation of the measures are presented below.

### PERFORMANCE AND MARGIN MEASURES

		2020	2019	2019
		Jan-March	Jan-March	Jan-Dec
<b>A</b>	Net sales	78 861	43 848	262 955
	Change in inventories during manufacture and finished goods	171	802	-2 319
	Goods for resale, raw materials and consumables	-27 439	-15 405	-85 637
<b>B</b>	<b>Gross profit</b>	51 593	29 245	174 999
<b>C</b>	Operating profit (EBIT)	-3 844	4 199	2 685
	Depreciation of property, plant and equipment and amortisation of intangible assets	-6 040	-2 065	-19 747
<b>D</b>	<b>EBITDA</b>	2 196	6 264	22 432
	Non-recurring costs attributable to acquisitions	4 709	0	13 619
<b>E</b>	<b>Adjusted EBITDA</b>	6 905	6 264	36 051
<b>(B/A)</b>	<b>Gross profit margin, %</b>	65,4	66,7	66,6
<b>(C/A)</b>	<b>EBIT margin, %</b>	-4,9	9,6	1,0
<b>(D/A)</b>	<b>EBITDA margin, %</b>	2,8	14,3	8,5
<b>(E/A)</b>	<b>Adjusted EBITDA margin, %</b>	8,8	14,3	13,7

### Return on equity, %

		2020	2019	2019
		jan-mars	Jan-mars	Jan-dec
<b>(A)</b>	Net profit for the year	-8 667	3 672	-6 799
<b>(B)</b>	Opening equity for the period	217 950	106 119	106 119
<b>(C)</b>	Closing equity for the period	224 216	113 015	217 950
<b>D</b>	<b>Average equity</b>	221 083	109 567	162 035
<b>(A)/(D)</b>	<b>Return on equity, %</b>	-3,9	3,4	-4,2

### Equity ratio, %

		31.03.2020	31.03.2019	31.12.2019
<b>(A)</b>	Equity	224 216	113 015	217 950
<b>(B)</b>	Balance sheet total	398 154	185 565	386 443
<b>(A/B)</b>	<b>Equity ratio, %</b>	56,3	60,9	56,4

### Net debt

		Jan-Mar	Jan-Mar	Jan-Dec
	Liabilities to credit institutions	53 636	1 500	55 962
	Lease liabilities	21 910	12 286	22 396
	Additional purchase consideration	2 212	1 985	2 070
	Cash	-34 986	-22 532	-41 293
<b>(A)</b>	<b>Net debt (-) receivable</b>	42 772	-6 761	39 135

**(A)/(E) Net debt/adjusted EBITDA, multiple (rolling 12 m)**

1,1