

ZYXEL COMMUNICATIONS

A/S

Gladsaxevej 378
DK-2860 Søborg

CVR no. 21 22 92 37

Annual report 2023

The annual report was presented and approved at
the Company's annual general meeting on

28 June 2024

Torben Thomasen

Chairman of the annual general meeting

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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report for ZYXEL COMMUNICATIONS A/S for the financial year 1 January - 31 December 2023.

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

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023.

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

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

Gladsaxe, 28 June 2024
Executive Board:

Karsten Gewecke
CEO

Board of Directors:

Shun-I Chu
Chairman

Torben Thomasen

Kuo-Long Yang



Independent auditor's report

To the shareholder of ZYXEL COMMUNICATIONS A/S

Opinion

We have audited the financial statements of ZYXEL COMMUNICATIONS A/S for the financial year 1 January - 31 December 2023, comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January - 31 December 2023 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control that Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements in Denmark will always detect a material misstatement when it exists. Misstatements may arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of financial statement users made on the basis of these financial statements.

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

- identify and assess the risks of material misstatement of the company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.



Independent auditor's report

- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

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

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 28 June 2024

KPMG
Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Morten Høgh-Petersen
State Authorised Public Accountant
mne34283

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Management's review

Company details

ZYXEL COMMUNICATIONS A/S
Gladsaxevej 378
DK-2860 Søborg

CVR no.:	21 22 92 37
Established:	8 October 1998
Registered office:	Gladsaxe
Financial year:	1 January - 31 December

Board of Directors

Shun-I Chu, Chairman
Torben Thomasen
Kuo-Long Yang

Executive Board

Karsten Gewecke, CEO

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfærgevej 28
DK-2100 København Ø
CVR no. 25 57 81 98

Management's review

Financial highlights

EUR'000	2023	2022	2021	2020	2019
Revenue	151,975	155,002	123,356	81,326	78,553
Gross profit	10,253	9,599	10,167	7,303	11,860
Operating profit	1,526	2,127	2,375	602	455
Profit/loss from financial income and expenses	26	72	384	1,001	-2,138
Profit/loss for the year	491	2,452	2,592	1,723	-1,817
Total assets	75,846	96,487	88,645	62,043	64,190
Investments in property, plant and equipment	21	2	63	39	9
Equity	20,818	21,468	19,016	15,805	14,172
Gross margin	6.7%	6.2%	8.2%	9.0%	15.1%
Operating margin	1.0%	1.4%	1.9%	0.8%	0.6%
Return on equity	2.3%	12.1%	14.9%	11.5%	-8.8%
Solvency ratio	27.4%	22.2%	21.5%	25.6%	22.1%
Average number of full-time employees	24	23	22	31	31

The financial ratios have been calculated as follows:

Gross margin	$\frac{\text{Gross profit/Loss} \times 100}{\text{Revenue}}$
Operating margin	$\frac{\text{Profit/loss before financial income and expenses} \times 100}{\text{Revenue}}$
Return on equity	$\frac{\text{Profit/loss after tax} \times 100}{\text{Average equity}}$
Solvency ratio	$\frac{\text{Equity ex. non-controlling interests year end} \times 100}{\text{Total equity and liabilities at year end}}$

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Management's review

Operating review

Principal activities

The Company's primary activities consist of trading Zyxel branded IT network products in several countries across EMEA, with key countries in regions such as Denmark, Norway, Sweden, Finland, Germany, the Netherlands, Czech Republic, Spain, Italy, the UK and Ireland.

The Company operates in the business segment Service Provider. The products sold via Telco companies are mostly customized product.

All sales take place via the parent company as is the case for most part of the administrative functions. Offices are located in Norway, Finland, Sweden, Britain, Germany, Poland, Italy, Spain and Czech Republic provide sales and technical support, etc., locally.

Development in activities and financial position

Profit for the year (including comparison with forecasts previously announced)

The Company's income statement for 2023 shows a profit of EUR 491 thousand as against a profit of EUR 2,452 thousand in 2022. Equity in the Company's balance sheet at 31 December 2023 stood at EUR 20,818 thousand as against EUR 21,468 thousand at 31 December 2022.

Revenue for 2023 is 151.976 thousand EUR, lower than expected, but in line with revenue for 2022. The primary reason for lower than expected revenue in 2023 was due to several of our larger accounts being overstocked and de-stocking in 1st half of 2023.

Outlook

The Group expected results for 2024 revenue in the range of EUR 150,000 – 170,000 thousand and profit before tax on EUR 2,400-2,700 thousand.

Intellectual capital

It is necessary that our employees are updated on the development within our business areas and complementary areas as well. This is made via education, exhibitions, networking, etc.

Branches

Zyxel Communications FI, Helsinki, registration 2250843-8

Zyxel Communications SE, Kista, registration 516402-8507

Zyxel Communications NO, Oslo, registration 992803649

Financial instruments

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Operating review

The Company's risk exposure

ZYXEL Communications A/S is a trading company that sells products for the Company's owner to a limited number of customers in the countries where the Company is represented and, on this background, the Company does not have any specific general risks.

ZYXEL Communication A/S operates in the British market through its subsidiary ZYXEL Communications UK Ltd. but does not expect any special financial impact related to Brexit.

ZYXEL Communications A/S invoices its subsidiaries for purchase of goods in EUR. Moreover, the majority of sales is also invoiced in EUR. An exchange rate risk exists in UK, Norway and the Czech Republic due to the fact that sales are invoiced in local currencies or USD. The risks are not hedged using financial instruments. In the other countries, the risk is minimal.

Events after the balance sheet date

No events have occurred after the balance sheet date that may affect the Company's financial position.

Statement on corporate social responsibility

The Company's primary activities consist of trading Zyxel branded IT network products in several countries across EMEA, with key countries in regions such as Denmark, Norway, Sweden, Finland, Germany, the Netherlands, Czech Republic, Spain, Italy, the UK and Ireland.

The Company operates in the business segment Service Provider. The products sold via Telco companies are mostly customized products.

All sales take place via the parent company as is the case for most parts of the administrative functions. Offices located in Norway, Finland, Sweden, Britain, Germany, Poland, Italy, Spain and Czech Republic provide sales and technical support, etc., locally.

Based on the performed internal risk assessment, and considering the countries in which we operate, it is our understanding that the risks to environment, climate, human rights, social and staff matters, and anticorruption and bribery are limited. Therefore, the Group does not have individual policies.

Zyxel Communication A/S plans to implement customer and vendor ethics policy in 2024.

Statement on goals and policies for the underrepresented gender

The Board of Directors of ZYXEL Communications A/S has three representatives who have been chosen in relation to their professional experience. While these members have been elected based on aforementioned qualities, we do recognize that there are advantages of having a board comprising of a wide range of backgrounds, culture and gender.

In 2023 there were no changes in the elected board of directors and therefore no change in distribution of gender within the board. However, it is the aim of Zyxel to increase the overall share of the underrepresented gender over the next 4 years by 33% in that time. It is however important to note that taking the industry into consideration, we might encounter challenges in achieving our target within the defined timeframe.

The senior management team included five persons in 2023, all of whom have been chosen with due respect to their professional experience. Two of the senior managers are female. Below senior management level there is additional three persons, where one is female.

ZYXEL Communications A/S has acknowledged the changes in the Danish Financial Statements Act regarding an equal gender distribution among the senior management and will take it into consideration in addition to the professional experience of a candidate when a position becomes available.

Management's review

Operating review

Our Managerial Positions

Zyxel Communications A/S aspires to have one of each gender in the final stage of the hiring processes. In 2024 we will continue to work towards making changes to the gender distribution in management roles to increase female representation to a more equal distribution.

	2023	2022	2021	2020	2019
Supreme management body					
Number of persons serving on the supreme management body	3	-	-	-	-
Share of the underrepresented gender serving on the supreme management body	0%	-	-	-	-
Target for the underrepresented gender on the supreme management body	33%	-	-	-	-
Annual figures for projected numbers	2027	-	-	-	-
Other management levels					
Number of persons serving on other management levels	8	-	-	-	-
Share of the underrepresented gender on other management levels	38%	-	-	-	-

Other management levels

As the Danish company has fewer than 50 employees in Denmark, no targets for other management levels are publicised.

Reporting on data ethics

Zyxel Communications A/S is committed to following best practice when it comes to the ongoing management of our customer data, to ensure that we are adhering to ethical guidelines. The amount of exposure we have to customer data is limited, due to the type of data we have on customers and personal data within our customer relationship management tool and other data tools. We are still in transition to fully implement the guidelines on ethical policies implemented in 2024, alongside our data protection policy that already fulfills GDPR compliance.

Zyxel Communications A/S plans to fully implement the new data ethics policy in 2024 to support and complement our current data protection policy .

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Income statement

EUR'000	Note	2023	2022
Revenue	2	151,975	155,002
Production costs		<u>-141,722</u>	<u>-145,403</u>
Gross profit		10,253	9,599
Distribution costs	3	-5,033	-4,579
Administrative expenses	3,4	<u>-3,694</u>	<u>-2,893</u>
Profit before financial income and expenses		1,526	2,127
Income from investments in group entities		-316	583
Other financial income	5	529	476
Other financial expenses	6	<u>-503</u>	<u>-404</u>
Profit before tax		1,236	2,782
Tax on profit for the year	7	<u>-745</u>	<u>-330</u>
Profit for the year	8	<u>491</u>	<u>2,452</u>

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Balance sheet

EUR'000	Note	31/12 2023	31/12 2022
ASSETS			
Fixed assets			
Intangible assets			
Acquired intangible assets	9	399	0
Property, plant and equipment			
Fixtures, fittings, tools and equipment	10	28	32
Investments			
Equity investments in group entities	11	6,711	9,137
Other receivables		39	39
		6,750	9,176
Total fixed assets		7,177	9,208
Current assets			
Inventories			
Finished goods and goods for resale		26,321	35,545
Receivables			
Trade receivables		16,459	21,495
Receivables from group entities		20,652	23,104
Deferred tax assets	12	0	128
Other receivables		2,766	2,690
		39,877	47,417
Cash at bank and in hand		2,471	4,317
Total current assets		68,669	87,279
TOTAL ASSETS		75,846	96,487

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Balance sheet

EUR'000	Note	31/12 2023	31/12 2022
EQUITY AND LIABILITIES			
Equity			
Contributed capital	13	2,781	2,781
Retained earnings		18,037	18,687
Total equity		<u>20,818</u>	<u>21,468</u>
Provisions			
Provisions for deferred tax	12	53	0
Other provisions	14	158	165
Total provisions		<u>211</u>	<u>165</u>
Liabilities other than provisions			
Current liabilities other than provisions			
Trade payables		475	744
Payables to group entities		52,296	71,163
Other payables, including taxes payable		2,046	2,947
		<u>54,817</u>	<u>74,854</u>
Total liabilities other than provisions		<u>54,817</u>	<u>74,854</u>
TOTAL EQUITY AND LIABILITIES		<u>75,846</u>	<u>96,487</u>

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Statement of changes in equity

EUR'000	Contributed capital	Retained earnings	Total
Equity at 1 January 2023	2,781	18,687	21,468
Exchange adjustment	0	-1,141	-1,141
Transferred over the profit appropriation	0	491	491
Equity at 31 December 2023	2,781	18,037	20,818

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Notes

1 Accounting policies

The annual report of ZYXEL COMMUNICATIONS A/S for 2023 has been prepared in accordance with the provisions applying to reporting class C large entities under the Danish Financial Statements Act.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Omission of presentation of consolidated financial statements

Pursuant to section 112(1) of the Danish Financial Statements Act, no consolidated financial statements have been prepared. The financial statements of ZYXEL COMMUNICATIONS A/S and group entities are included in the consolidated financial statements of ZyXEL Communications Corporation, Industry East Road IX, Hsin-Chu, Taiwan.

Omission of cash flow statement

Pursuant to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are included in the cash flow statement in the consolidated financial statements of ZyXEL Communications Corporation.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Upon recognition of foreign subsidiaries and associates that are independent entities, the income statements are translated into EUR at average exchange rates for the month, and balance sheet items are translated at the exchange rates at the balance sheet date. Foreign exchange differences arising upon translation of foreign subsidiaries' opening equity and results at the exchange rates at the balance sheet date are recognised directly in equity.

Income statement

Revenue

Income from the sale of goods, is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received. The date of transfer of the most significant benefits and risks is determined using standard Incoterms ®2020.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts granted are recognised in revenue.

Financial statements 1 January – 31 December

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1 Accounting policies

Production costs

Production costs comprise costs, incurred in generating revenue for the year. Such costs include direct and indirect costs of consumables, as well as impairment losses on goods for resale.

Distribution costs

Costs incurred in distributing goods sold during the year and in conducting sales campaigns, etc., are recognised as distributions costs. Also, costs relating to sales staff and depreciation are recognised.

Administrative expenses

Administrative expenses comprise expenses incurred during the year for management and administration of the Parent Company, including expenses for administrative staff, Management, office premises, office expenses and depreciation.

Income from equity investments in group entities

The proportionate share of the individual subsidiaries' profit/loss after tax is recognised in the Parent Company's income statement after full elimination of internal gains/losses and amortisation of goodwill.

Financial income and expenses

Financial income and expenses comprise interest income and expense, gains and losses on payables and transactions denominated in foreign currencies, as well as surcharges and refunds under the on account tax scheme, etc.

Tax on profit for the year

Tax for the year comprises current tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement at the amount attributable to the profit/loss for the year and directly in equity at the amount attributable to entries directly in equity.

The Parent Company is the administrative company for the joint taxation and accordingly settles all payments of corporation tax to the tax authorities.

On payment of joint taxation contributions, current Danish corporation tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have used the losses to reduce their own taxable profit.

Tax for the year comprises current tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement at the amount attributable to the profit/loss for the year and directly in equity at the amount attributable to entries directly in equity.

Financial statements 1 January – 31 December

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1 Accounting policies

Balance sheet

Intangible assets

Patents, licences and trademarks

Acquired intangible assets are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date when the asset is available for use.

Amortisation is provided on a straight-line basis over the expected useful lives of the assets which are 5-7 years.

Gains and losses on the disposal of intangible assets are determined as the difference between the sales price less disposal costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as the operating income or operating costs, respectively.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use. Indirect production overheads and borrowing costs are not recognised in cost.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Fixtures, fittings, tools and equipment	2-5 years
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The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Fixed assets under construction are recognised and measured at cost at the balance sheet date. Upon entry into service, the cost is transferred to the relevant group of property, plant and equipment.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Investments

Investments in subsidiaries are measured according to the equity method.

Investments in subsidiaries are measured at the proportionate share of the subsidiaries' net asset values calculated in accordance with the accounting policies minus or plus unrealised intra-group profits and losses and plus or minus any residual value of positive or negative goodwill determined in accordance with the purchase method.

Investment in subsidiaries with negative net asset values are measured at EUR 0 (nil), and any amounts owed by such subsidiaries are written down if the amount owed is irrecoverable. If the Parent Company has a legal or constructive obligation to cover a deficit that exceeds the amount owed, the remaining amount is recognised under provisions.

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1 Accounting policies

Net revaluation of investments in subsidiaries is recognised in the reserve for net revaluation according to the equity method in equity to the extent that the carrying amount exceeds cost. Dividends from subsidiaries which are expected to be adopted before the approval of the annual report of ZyXEL Communications A/S are not recognised in the reserve for net revaluation.

Impairment of fixed assets

The carrying amount of intangible assets and property, plant and equipment as well as equity investments in subsidiaries is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Inventories

Inventories are measured at cost, comprising purchase price plus delivery costs, in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value.

The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Write-downs are calculated as the difference between the carrying amount of receivables and the present value of forecast cash flows, including the realisable value of any collateral received. The effective interest rate for the individual receivable or portfolio is used as discount rate.

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities measured on the planned use of the asset or settlement of the liability, respectively. However, deferred tax is not recognised on temporary differences relating to office buildings non-deductible for tax purposes and other items where temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

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1 Accounting policies

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

Equity

Net revaluation reserve according to the equity method

Net revaluation reserve according to the equity method comprises net revaluation of equity investments in subsidiaries and participating interests (including associates) in proportion to cost.

The reserve can be eliminated in case of loss, realisation of equity investments or changes to accounting estimates.

The reserve cannot be recognised at a negative amount.

Dividends

Proposed dividends are recognised as a liability at the date on which they are adopted at the annual general meeting (declaration date). The expected dividend payment for the year (declaration date) is disclosed as a separate item under equity.

Provisions

Provisions comprise anticipated costs of warranties. Provisions are recognised when, as a result of past events, the Company has a legal or a constructive obligation, and it is probable that there may be outflow of resources embodying economic benefits to settle the obligation. Provisions are measured at value in use.

Provisions are measured at net realisable or fair value if the obligation is expected to be settled in the distant future.

Warranties comprise obligations to make good any defects on goods sold. Provisions are measured at net realisable value and recognised on the basis of the Company's past record with warranties. Provisions expected to be maintained for more than one year from the balance sheet date are discounted at a rate reflecting risk and the due date for payment.

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing at cost, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

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1 Accounting policies

Other liabilities are measured at amortised cost.

Segment information

Segment information is provided on business segments and geographical markets. The segment information is in line with the Company's accounting policies, risks and internal financial management.

Assets in the segment comprise assets used directly in revenue-generating activities.

Segment liabilities comprise liabilities derived from the operations of the segment, including trade payables and other payables.

2 Segment information

Geographical - secondary segment

EUR'000	Denmark	The Nordic countries excluding Denmark	Europe excluding Denmark and the Nordics	Total
2023				
Revenue	4.348	44.392	103.235	151,975
2022				
Revenue	2.690	59.848	92.464	155,002

3 Staff costs

EUR'000	2023	2022
Wages and salaries	2,155	2,047
Pensions	85	74
Other social security costs	119	143
	<u>2,359</u>	<u>2,264</u>

Staff costs are recognised in the financial statements as follows:

Distribution costs	1,704	1,855
Administrative expenses	655	409
	<u>2,359</u>	<u>2,264</u>
Average number of full-time employees	<u>24</u>	<u>23</u>

Remuneration to the Executive Board has not been disclosed in accordance with section 98 b(3) of the Danish Financial Statements Act.

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

EUR'000	2023	2022
Amortisation of intangible assets	8	0
Depreciation of property, plant and equipment	25	25
	<u>33</u>	<u>25</u>
Depreciation, amortisation and impairment losses can be specified as follows:		
Administrative expenses	33	25
	<u>33</u>	<u>25</u>

5 Other financial income

EUR'000	2023	2022
Other interest income	529	39
Exchange gains	0	437
	<u>529</u>	<u>476</u>

6 Other financial expenses

EUR'000	2023	2022
Other interest expenses	170	404
Exchange losses	333	0
	<u>503</u>	<u>404</u>

7 Tax on profit for the year

EUR'000	2023	2022
Current tax for the year	267	152
Deferred tax adjustment for the year	141	179
Adjustment of tax concerning previous years	297	-1
Adjustment of deferred tax concerning previous years	40	0
	<u>745</u>	<u>330</u>

8 Proposed profit appropriation

EUR'000	2023	2022
Retained earnings	491	2,452
	<u>491</u>	<u>2,452</u>

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9 Intangible assets

EUR'000	Acquired intangible assets
Cost at 1 January 2023	2,383
Additions	404
Cost at 31 December 2023	<u>2,787</u>
Amortisation and impairment losses at 1 January 2023	-2,380
Amortisation	-8
Amortisation and impairment losses at 31 December 2023	<u>-2,388</u>
Carrying amount at 31 December 2023	<u>399</u>

10 Property, plant and equipment

EUR'000	Fixtures, fittings, tools and equipment
Cost at 1 January 2023	1,234
Additions	21
Cost at 31 December 2023	<u>1,255</u>
Depreciation and impairment at 1 January 2023	-1,202
Depreciation for the year	-25
Depreciation and impairment at 31 December 2023	<u>-1,227</u>
Carrying amount at 31 December 2023	<u>28</u>

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11 Investments

EUR'000	Equity investments in group entities
Cost at 1 January 2023	11,610
Cost at 31 December 2023	11,610
Revaluations at 1 January 2023	-2,473
Exchange rate adjustment	390
Profit/loss for the year	-316
Dividends distributed	-2,500
Revaluations at 31 December 2023	-4,899
Carrying amount at 31 December 2023	6,711

Name/legal form	Registered office	Equity interest	Equity EUR'000	Profit/loss for the year EUR'000
Equity investments in group entities:				
ZyXEL Deutschland GmbH	Germany	100%	1,375	-28
ZyXEL Communications UK Ltd	England	100%	2,172	155
ZyXEL Communications Czech s.r.o	Czech Republic	100%	853	79
ZyXEL Communications Iberia S.L	Spain	100%	211	54
ZyXEL Communications Italy Srl.	Italy	100%	1,011	-610
ZyXEL R&D Center GmbH	Germany	100%	1,089	34
			<u>6,711</u>	<u>-316</u>

According to the preliminary financial statements for the financial year 1 January - 31 December 2023.

12 Deferred tax

EUR'000	31/12 2023	31/12 2022
Deferred tax at 1 January	128	307
Deferred tax adjustment for the year in the income statement	-181	-179
	<u>-53</u>	<u>128</u>

The deferred tax assets is recognised at its full value as it is expected to be utilised within the next years according to the budgets and projections.

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13 Contributed capital

Contributed capital consists of:
1 share of EUR 2,781 thousand.
The share does not carry special right.

14 Other provisions

EUR'000	31/12 2023	31/12 2022
Other provisions at 1 January 2023	165	1,047
Change provision current year	-7	-882
Other provisions at 31 December 2023	158	165

15 Contractual obligations, contingencies, etc.

Contingent liabilities

The Company has pledged bank deposits of EUR 1,782 thousand as security.

The Company is party to a few disputes. The expected outcome of cases has been recognised in the financial statements. None of these cases are deemed material for the evaluation of the Company's financial position.

The Company has issued a guarantee to its subsidiary ZYXEL Communications UK Ltd. for all the subsidiary's outstanding liabilities existing at the balance sheet date 31 December 2023. The guarantee is issued in relation to exemption from the requirement of the Companies Act 2006 of the United Kingdom relating to the audit of individual accounts by virtue of s479A CA 2006.

The Company has issued a guarantee to its subsidiary ZYXEL Communications Italy S.r.l. for all the subsidiary's outstanding liabilities existing at the balance sheet date 31 December 2023.

The Company is jointly taxed with ZyXEL Networks A/S. The Company has unlimited joint and several liability for payment of Danish corporation taxes. Any subsequent corrections of the income subject to joint taxation may entail that the Company's liability will increase.

Operating lease obligations

Lease commitments (operating leases) that fall due within 2 years total EUR 205 thousand (2022: EUR 265 thousand).

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16 Related parties disclosure

ZYXEL COMMUNICATIONS A/S' related parties comprise the following:

Control

ZyXEL Communications Corporation, Industry East Road IX, Hsin-Chu, Taiwan.

ZyXEL Communications Corporation holds the majority of the contributed capital in the Company.

ZYXEL COMMUNICATIONS A/S is part of the consolidated financial statements of ZyXEL Communications Corporation, Hsin-Chu, Taiwan, which is the smallest and largest group, in which the Company is included as a subsidiary.

The consolidated financial statements of ZyXEL Communications Corporation can be obtained by contacting the Company at the above address.

Related party transactions

EUR'000	31/12 2023	31/12 2022
Purchase of goods from the Parent Company	132,715	155,352
Sale of goods to subsidiaries	58,284	57,836

Receivables and payables to affiliated companies are disclosed in the balance sheet, and financial income and expenses are disclosed in notes 5 and 6.