

MOBOTIX AG

Winnweiler-Langmeil

Short-form audit report
Annual financial statements and combined management report
30 September 2022

Translation from the German language

Ernst & Young GmbH
Wirtschaftsprüfungsgesellschaft



Translation from the German language

Table of contents

Audit opinion

Annual financial statements, comprising:

Balance sheet

Income statement

Notes to the financial statements

Combined management report

Engagement Terms, Liability and Conditions of Use

General Engagement Terms

Note: Due to rounding differences, figures in tables and cross-references may differ slightly from the actual figures (units of currency, percentages, etc.).



Independent auditor's report

To MOBOTIX AG

Opinions

We have audited the annual financial statements of MOBOTIX AG, Winnweiler-Langmeil, which comprise the balance sheet as at 30 September 2022, and the income statement for the fiscal year from 1 October 2021 to 30 September 2022, and notes to the financial statements, including the recognition and measurement policies presented therein. In addition, we have audited the management report of MOBOTIX AG, which has been combined with the consolidated management report, for the fiscal year from 1 October 2021 to 30 September 2022.

In our opinion, on the basis of the knowledge obtained in the audit,

- the accompanying annual financial statements comply, in all material respects, with the requirements of German commercial law applicable to business corporations and give a true and fair view of the assets, liabilities and financial position of the Company as at 30 September 2022 and of its financial performance for the fiscal year from 1 October 2021 to 30 September 2022 in compliance with German legally required accounting principles, and
- the accompanying management report as a whole provides an appropriate view of the Company's position. In all material respects, this management report is consistent with the annual financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development.

Pursuant to Sec. 322 (3) Sentence 1 HGB ["Handelsgesetzbuch": German Commercial Code], we declare that our audit has not led to any reservations relating to the legal compliance of the annual financial statements and of the management report.

Basis for the opinions

We conducted our audit of the annual financial statements and of the management report in accordance with Sec. 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the “Auditor’s responsibilities for the audit of the annual financial statements and of the management report” section of our auditor’s report. We are independent of the Company in accordance with the requirements of German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions on the annual financial statements and on the management report.

Material uncertainty about the Company’s ability to continue as a going concern

We refer to the disclosures in the section “A. General information” in the notes to the financial statements and the section “6.3 Significant risks” in the management report, which has been combined with the consolidated management report, under the subheading “Financial risks”, in which the executive directors state that there are financing risks in connection with the creditworthiness of the Company and the existing loan commitments. If the banks do not extend their credit lines beyond fiscal year 2023, or only do so with lower amounts than those drawn, the majority shareholder Konica Minolta, Inc. has contractually agreed to take over financing beyond calendar year 2023 until 30 September 2024 and has issued a qualified letter of subordination. If there are major delays to planned revenue or further significant delays in incoming payments or if one or more of the assumptions used in the planning prove incorrect, further support will be required from the majority shareholder in the form of loans or other external financing sources, e.g., a capital increase based on the authorized capital of EUR 6.0m, in order to enable MOBOTIX AG, and therefore the Group, to continue as a going concern. This draws attention to the existence of a material uncertainty that may cast significant doubt on the ability of MOBOTIX AG, and therefore of the Group, to continue as a going concern and that represents a going concern risk pursuant to Sec. 322 (2) Sentence 3 HGB.

Our opinions are not modified in respect of this matter.

Other information

The Supervisory Board is responsible for the report of the Supervisory Board. In all other respects, the executive directors are responsible for the other information. The other information comprises the other parts of the annual report which we expect to receive after we have issued our independent auditor's report. This particularly applies to the "Letter to the shareholders", the "Report of the Supervisory Board" and other sections of the annual report.

Our opinions on the annual financial statements and on the management report do not cover the other information, and consequently we do not express an opinion or any other form of assurance conclusion thereon.

In connection with our audit, our responsibility is to read the other information and, in so doing, to consider whether the other information

- is materially inconsistent with the annual financial statements, with the management report or our knowledge obtained in the audit, or
- otherwise appears to be materially misstated.

Responsibilities of the executive directors and the Supervisory Board for the annual financial statements and the management report

The executive directors are responsible for the preparation of the annual financial statements that comply, in all material respects, with the requirements of German commercial law applicable to business corporations, and that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German legally required accounting principles. In addition, the executive directors are responsible for such internal control as they, in accordance with German legally required accounting principles, have determined necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the annual financial statements, the executive directors are responsible for assessing the Company's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting, provided no actual or legal circumstances conflict therewith.

Furthermore, the executive directors are responsible for the preparation of the management report that, as a whole, provides an appropriate view of the Company's position and is, in all material respects, consistent with the annual financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the management report.

The Supervisory Board is responsible for overseeing the Company's financial reporting process for the preparation of the annual financial statements and of the management report.

Auditor's responsibilities for the audit of the annual financial statements and of the management report

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the management report as a whole provides an appropriate view of the Company's position and, in all material respects, is consistent with the annual financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our opinions on the annual financial statements and on the management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Sec. 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the IDW will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial statements and this management report.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements and of the management report, 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 opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit of the annual financial statements and of arrangements and measures (systems) relevant to the audit of the management report 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 these systems of the Company.
- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.
- Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting 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 the auditor's report to the related disclosures in the annual financial statements and in the management report or, if such disclosures are inadequate, to modify our respective opinions. 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 be able to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements present the underlying transactions and events in a manner that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German legally required accounting principles.

- Evaluate the consistency of the management report with the annual financial statements, its conformity with [German] law, and the view of the Company's position it provides.
- Perform audit procedures on the prospective information presented by the executive directors in the management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

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.

Saarbrücken, 4 April 2023

Ernst & Young GmbH
Wirtschaftsprüfungsgesellschaft

Dr. Zabel
Wirtschaftsprüfer
[German Public Auditor]

Wöhe
Wirtschaftsprüfer
[German Public Auditor]

Annual Financial Statements of MOBOTIX AG, Winnweiler-Langmeil

2021/22 Financial Year

October 1, 2021 to September 30, 2022

Balance Sheet as of September 30, 2022

	See Notes	09/30/2022 €'000s	09/30/2021 €'000s
A. Assets			
I. Intangible Assets	(1)		
1. Self-created intangible assets		8602	6780
2. Purchased industrial property rights and similar rights and assets as well as licenses to such rights and assets		950	1270
3. Advance payments		246	123
		<u>9798</u>	<u>8173</u>
II. Property, Plant And Equipment	(1)		
1. Land and buildings, including buildings on third-party land		10,708	11,300
2. Technical equipment and machinery		1353	1056
3. Other equipment, factory and office equipment		2580	2278
4. Advance payments and assets under construction		4	253
		<u>14,645</u>	<u>14,887</u>
III. Financial Assets	(2)		
Shares in affiliated companies		13,274	7104
Loans to affiliated companies		2032	0
		<u>15,306</u>	<u>7104</u>
		<u>39,749</u>	<u>30,164</u>
B. Current Assets			
I. Inventory			
1. Raw materials and supplies		15,275	10,346
2. Work in progress		3866	3531
3. Finished goods and merchandise		9646	7808
		<u>28,787</u>	<u>21,686</u>
II. Receivables And Other Assets			
1. Trade receivables	(3)	9446	12,737
2. Receivables due from affiliated companies	(4)	6630	8304
3. Other assets	(3)	1012	744
		<u>17,088</u>	<u>21,785</u>
III. Cash In Hand And Bank Balances		996	1074
		<u>46,871</u>	<u>44,545</u>
C. Prepaid Expenses And Deferred Charges		689	741
D. Deferred Tax Assets	(5)	3222	1293
ASSETS		<u>90,531</u>	<u>76,743</u>

			09/30/2022	09/30/2021
		See Notes	€'000s	€'000s
A. Equity				
I.	Subscribed capital	(6)	13,271	13,271
	Minus treasury shares		-61	-106
	Issued capital		13,210	13,165
II.	Capital reserves		1250	1250
III.	Retained earnings			
1.	Statutory reserve		77	77
2.	Other retained earnings		17,974	17,819
			18,051	17,896
IV.	Balance sheet loss/profit		-197	3837
			32,314	36,148
B. Provisions				
	Other provisions	(7)	8660	5353
			8660	5353
C. Liabilities				
1.	Bank loans and overdrafts		38,550	26,050
2.	Advance payments received for orders		2	1
3.	Trade payables		7371	6297
4.	Liabilities to affiliated companies		289	306
5.	Other liabilities		862	632
			47,074	33,286
D. Deferred Tax Liabilities				
		(9)	2483	1956
LIABILITIES			90,531	76,743

Profit and loss account

from October 1, 2021 to September 30, 2022

		Financial year	
		10/01/2021	10/01/2020
		-	-
		09/30/2022	09/30/2021
		€'000s	€'000s
1.	Revenue from sales (10)	53,537	59,433
2.	Increase/decrease in finished and unfinished goods and work in progress	848	-1252
3.	Other own work capitalized	3227	4439
4.	Other operating income (11.13)	804	601
5.	Material costs	27,829	31,088
	a) Expenses for raw, auxiliary and operating materials as well as for purchased goods	22,148	25,572
	b) Expenses for purchased services	5681	5516
6.	Personnel expenses	21,697	21,281
	a) Wages and salaries	18,269	18,091
	b) Social security contributions and expenditure on pension benefits – of which pension benefits amount to EUR 36,000 (previous year: EUR 48,000)	3428	3190
7.	Amortization of intangible assets and depreciation of property, plants and equipment	3368	2821
8.	Other operating expenses (11.13)	10,077	8520
9.	Interest and similar expenses	305	220
10.	Taxes from income and profit	-1401	-1
	a) Current taxes	1	-1
	b) Deferred taxes (5)	-1402	0
11.	After-Tax Profit	-3461	-708
12.	Other taxes	42	41
13.	Annual Loss	-3503	-749
14.	Profit	3306	4586
15.	Balance Sheet Loss/Profit	-197	3837

Notes to the 2021/22 Financial Year

A. General Information

The financial year used by MOBOTIX AG begins on October 1 and ends on September 30 of the following year.

The annual financial statement of MOBOTIX AG has been prepared in line with the stipulations of the German Commercial Code and German Stock Corporation Act.

The Company is entered in the Commercial Register in Kaiserslautern as MOBOTIX AG, Commercial Register No. 3724.

The assets and liabilities were recognized and valued under the assumption that the Company will continue as a going concern. The current income and liquidity plans of MOBOTIX AG and thus of the Group include liquidity additions, which were prepared on the basis of the best estimates of the Management Board. If there are any significant delays in planned sales or significant time shifts in payment receipts, or if one or more of the assumptions made in the plans prove to be incorrect, the majority shareholder will continue to support the company through loans or other external sources of financing, for example, through an increase in capital on the basis of an authorized capital of EUR 6.0 million to enable MOBOTIX AG and therefore the Group to continue in business as a going concern. This constitutes a material uncertainty relating to events or circumstances that may raise significant doubts about the ability of MOBOTIX AG and therefore the Group to continue to be a going concern.

We have used the total cost method for the income statement as we did in the previous year.

There may be minor discrepancies in the figures provided in euro or as a percentage, since the figures have been rounded to the nearest thousand euro.

B. Information On Accounting Policies

Intangible Assets, Property, Plants And Equipment And Financial Assets

Development costs are capitalized as self-created intangible assets. Capitalization occurs when it is sufficiently likely that the completion of the intangible asset is technically feasible and that future surpluses arise from the marketing. MOBOTIX AG does not carry out any research.

Capitalized development costs are amortized over the expected commercial useful life of five years. The depreciation starts at the end of the development phase. This is the time from which the asset can be used.

Purchased intangible assets are valued at acquisition cost less scheduled straight-line amortization in accordance with the expected commercial useful life of between two and five years.

Property, plant and equipment are valued at acquisition or manufacturing cost less scheduled straight-line depreciation in accordance with the expected commercial useful life of between three and thirty-three years. Grants received are deducted from the acquisition or production costs.

A fixed value of EUR 1,151,000 was established for camera stocks that are intended for permanent use in the company.

The manufacturing costs of internally generated property, plants and equipment include the direct cost of materials and production as well as an appropriate proportion of the necessary materials and production overheads incurred, including production-related depreciation and production-related depreciation of non-current assets.

Shares in affiliated companies are valued at cost. Depreciation due to permanent impairment has not yet had to be carried out.

Inventories

The materials and supplies reported under inventories are recognized at their average cost price, taking into account their realizable value on the balance sheet date and the lower-of-cost-and-market principle. Work in progress and finished goods are valued at their manufacturing cost in accordance with the lower-of-cost-or-market principle. Manufacturing costs include the direct cost of materials and production as well as an appropriate proportion of the materials and production overheads incurred and production-related depreciation of non-current assets. Interest on borrowed capital and management costs is not included in the manufacturing costs.

Receivables And Other Assets

Receivables and other assets are valued at their nominal value, taking into account all identifiable risks. All risk items are taken into account by forming appropriate individual value adjustments. The general credit risk is taken into account by means of flat-rate discounts

Cash In Hand And Bank Balances

Cash in hand and bank balances are valued at face value.

Deferred Tax Assets

Deferred tax assets are essentially recognized for accumulated tax losses incurred, provided this will result in tax relief in subsequent financial years.

Provisions

Other provisions take appropriate account of all identifiable risks and contingent liabilities; they are recognized at the settlement amount dictated by prudent business practice. Future price and cost increases are factored in if there is sufficiently objective evidence to suggest that they will materialize. Provisions with a residual maturity of more than one year are discounted using the maturity-matched average market interest rate for the previous seven financial years.

Liabilities

Liabilities are carried at their settlement amount.

Currency Conversion

Assets and liabilities denominated in foreign currencies are generally translated at the average spot exchange rate on the balance sheet date, as all foreign currency items have residual terms of less than one year. Section 253 (1) sentence 1 and section 252 (1) no. 4 clause 2 of the German Commercial Code (Handelsgesetzbuch, HGB) are not applied in this respect.

Deferred Tax Liabilities

Deferred tax liabilities are recognized in respect of differences between the carrying amounts of assets, liabilities and prepaid expenses, provided that this will result in tax relief in later financial years. These are essentially the intangible fixed assets that have been manufactured within the company. No setting off against deferred tax assets takes place.

C. Information And Explanations Regarding Individual Items On The Balance Sheet And Income Statement

(1) Intangible Assets and Property, Plants And Equipment

The changes in the non-current intangible assets and property, plant and equipment reported on the balance sheet are presented in the statement of changes in non-current assets (annex to the notes).

Self-Created Intangible Assets

In the 2021/22 financial year, research and development costs totaled EUR 7,916,000. Of this, an amount of EUR 3,119,000 was capitalized among the internally generated intangible assets.

(2) Financial Assets

Shareholdings

Name and registered office of company	Share of capital in percent	Equity	Result in 2020/21
MOBOTIX Corp, New York, USA	100.0	USD -1,084,000	USD -2,710,000
MOBOTIX LIMITED, Nottingham, UK*)	100.0	1 British pound	0 British pounds
MOBOTIX SINGAPORE PTE. LTD., Singapore	100.0	SGD 163,000	SGD 10,000
MOBOTIX AUSTRALIA PTY LTD, Sydney, Australia	100.0	AUD 164,000	AUD 71,000
VAXTOR TECHNOLOGIES, S.L., Madrid, Spain	100.0	EUR 107,000**	EUR -71,000***
VAXTOR ASIA PTE. LTD., Singapore	100.0	USD 144,000**	USD 192,000**
VAXTOR Systems Corporation, Lake Forest, USA	100.0	USD 18,000**	USD 11,000***

*) not operational

***) as of December 31, 2021

***) Financial year from January 1, 2021 to December 31, 2021

(3) Trade Receivables And Other Assets

Trade receivables and other assets have a residual term of less than one year, as in the previous year.

(4) Receivables Due From Affiliated Companies

Receivables from affiliated companies of EUR 6,630,000 (previous year: EUR 8,304,000) include trade receivables from MOBOTIX CORP, New York, USA, of EUR 2,607,000 (previous year: EUR 5,898,000) and in the amount of EUR 4,024,000 (previous year: EUR 2,407,000) from other companies in the Konica Minolta Group, in whose consolidated financial statements MOBOTIX AG is included by way of full consolidation; in this respect, a consolidated statement in the consolidated financial statements of MOBOTIX AG itself is also prepared in the annual and consolidated financial statements of MOBOTIX AG. Receivables from affiliated companies have a residual term of less than one year, as in the previous year.

(5) Deferred Tax Assets

Deferred tax assets of EUR 3,222,000 (previous year: EUR 1,293,000) result from tax loss carryforwards which have arisen in the 2021/22 financial year. The recognition of deferred tax assets is based on a tax rate of 29.0%.

(6) Equity

The subscribed capital corresponds to the share capital of MOBOTIX AG as of the relevant balance sheet date.

As of the balance sheet date, the company had issued 13,271,442 ordinary shares, 13,209,884 of which are in circulation. It held 61,558 shares as treasury shares as of September 30, 2022. These no-par-value shares each represent EUR 1.00 of the Company's share capital, which is fully paid-up.

The Annual General Meeting of MOBOTIX AG, Winnweiler-Langmeil, held on January 27, 2022, adopted a resolution to pay a dividend of EUR 0.04 per share for the 2020/21 financial year. This constituted a total dividend payout of EUR 531,000. The treasury shares held by the Company do not carry dividend rights. The dividend was distributed on January 28, 2022. The remaining balance of the net profit of EUR 3,306,000 was carried forward to new account.

The Annual General Meeting held on May 28, 2018, adopted a resolution to authorize the Management Board once again—subject to compliance with the principle of equal treatment (Section 53a of the German Stock Corporation Act (AktG))—to acquire treasury shares up to a total of 10% of the Company’s existing share capital on or before April 30, 2023. The shares acquired under this authorization—in conjunction with other Company shares which the Company has already acquired or still possesses, or which are attributable to it pursuant to Sections 71d and 71e AktG—must at no time account for more than 10% of the Company’s share capital.

At the Management Board’s assessment, shares are acquired on the open market or via a public purchase offer to all Company stockholders or by means of a public call to stockholders to submit offers to sell.

The Company did not purchase any treasury shares in the 2021/22 financial year. As part of the acquisition of VAXTOR Technologies, S.L., 44,248 treasury shares were used to form part of the purchase price in the 2021/22 financial year. Therefore, retained earnings increased by EUR 156,000 at the time the treasury shares were used.

Its treasury shares account for EUR 62,000 of its share capital. The treasury shares were purchased in financial years 2010/11 and 2011/12.

The capital reserves consist of share premiums received from various capital increases in the past.

A statutory reserve required under Section 150 (1) of the German Stock Corporation Act (AktG) totals EUR 77,000 has been allocated in previous years in accordance with Section 150 (2) AktG and is therefore at the required level.

EUR 17,678,000 was allocated to other retained earnings pursuant to the resolution adopted by the Annual General Meeting held on May 28, 2018.

The distributable profit comprises accrued, retained profits and not the annual results allocated to the other retained earnings.

The Management Board of MOBOTIX AG proposes carrying forward the MOBOTIX AG balance sheet loss of EUR 197,000 to a new account.

The other retained earnings minus the loss carried forward are not available for dividends in accordance with Section 268 (8) of the German Commercial Code due to the capitalization of internally manufactured intangible assets in the amount of EUR 6,119,000 and due to the deferred tax assets in the amount of EUR 3,222,000.

(7) Other Provisions

“Other provisions” primarily include the following types of provisions.

- Provision for a purchase price obligation	EUR 4,200,000 (previous year: EUR 0)
- Provision for outstanding invoices	EUR 1,636,000 (previous year: EUR 1,789,000)
- Provision for annual bonuses and sales commissions	EUR 575,000 (previous year: EUR 651,000)
- Provisions for holiday leave	EUR 496,000 (previous year: EUR 526,000)

- Provision for Christmas bonuses	EUR 351,000 (previous year: EUR 376,000).
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(8) Liabilities

The table below shows the residual maturities and security interests of the liabilities reported on the balance sheet (€'000s; previous years' figures in brackets).

Liabilities	Total	Maturity period			of which secured	
		up to 1 year	1 to 5 years	over 5 years	Amount	Note
to financial institutions	38,550 (26,050)	33,050 (22,300)	5500 (3750)	0 (0)	6750 (8000)	1
arising from advance payments received for orders	1 (1)	1 (1)	0 (0)	0 (0)	0 (0)	
trade receivables	7371 (6297)	7371 (6297)	0 (0)	0 (0)	0 (0)	
liabilities to affiliated companies	289 (306)	289 (306)	0 (0)	0 (0)	0 (0)	
other liabilities	862 (632)	862 (632)	0 (0)	0 (0)	0 (0)	
Total	47,074 (33,286)	41,574 (29,536)	5500 (3750)	0 (0)	6750 (8000)	

1 = Land charges

Other liabilities include social security payments of EUR 443,000 (previous year: EUR 244,000) and taxes of EUR 216,000 (previous year: EUR 182,000).

Liabilities to affiliated companies relate exclusively to trade payables.

(9) Deferred Tax Liabilities

Deferred tax assets of EUR 2,483,000 (previous year: EUR 1,956,000) result from the capitalization of development costs. The recognition of deferred tax liabilities is based on a tax rate of 29.0%.

(10) Revenue From Sales

Revenue from sales comprises revenue of EUR 50,743,000 (previous year: EUR 57,652,000) from the sale of video management systems, revenue of EUR 885,000 (previous year: EUR 1,154,000) from the sale of components to external manufacturers, revenue from the contract development for Konica Minolta, Inc. Tokyo, Japan in the amount of EUR 1,574,000 (previous year: EUR 235,000) and other revenue in the amount of EUR 335,000 (previous year: EUR 392,000).

Revenues from the sale of video management system solutions of EUR 15,266,000 (previous year EUR 16,071,000) are attributable to Germany, EUR 18,462,000 (previous year EUR 24,969,000) to the rest of Europe and EUR 17,015,000 (previous year: EUR 16,612,000) to the rest of the world.

(11) Income And Expenses From Other Reporting Periods

Other operating income includes income of EUR 70,000 (previous year EUR 39,000) from other reporting periods, while other operating expenses include expenses of EUR 66,000 (previous year EUR 657,000) from other reporting periods.

(12) Other Financial Obligations

Other financial obligations mainly consist of the order obligation for components. As of September 30, 2022, the order obligation for components amounts to EUR 8,098,000.

(13) Currency Conversion Income And Expenses

Other operating income includes income of EUR 479,000 (previous year: EUR 231,000) from currency conversion, while other operating expenses include expenses of EUR 378,000 (previous year: EUR 223,000) from currency conversion.

(14) Derivative Financial Instruments

No derivative financial instruments exist at the balance sheet date. No economic hedging relationships had been entered into at the balance sheet date.

(15) Taxes From Income And Profit

Income and revenues taxes include income of EUR 1,929,000 from the formation of deferred tax assets on the loss carryforwards and expenses of EUR 527,000 from the formation of deferred tax liabilities on the capitalization of development costs.

(16) Miscellaneous

The contractual relationship with the general contractor for the new construction (construction phase I) in Langmeil, Germany, was terminated for good cause in 2009 before the construction was completed. The general contractor submitted their final invoice amounting to EUR 2,262,000 (net) in 2009. MOBOTIX AG is contesting this invoice, since counterclaims for contractual penalties, defects and underperformance amount to at least the same amount. Proceedings at the court of second instance are pending. As in the previous year, this situation was reflected in the financial statements – in line with the Management Board's risk assessment – by the recognition of an item of property, plants and equipment on the assets side of the balance sheet and the reporting of a corresponding provision on the liabilities side. In December 2022, a settlement was proposed by the court, the adoption of which was rejected by the Management Board.

D. Other Compulsory Information**(1) Average Number of People Employed in the Financial Year (Full-Time Equivalent)**

The following groups of employees (excluding the Management Board, trainees and temporary employees) were employed by the Company during the 2021/22 financial year:

Full-time employees	273.5
Part-time employees	22.2

The total number of people employed on average was 295.7 (previous year: 289.7).

(2) Auditor's Fees

The following information must be provided for MOBOTIX AG's independent auditors, Ernst & Young GmbH, in the financial year in accordance with Section 285 (17) of the German Commercial Code (HGB):

Services	Fees	
	2021/22 €'000s	2020/21 €'000s
Statutory audit services		
invoiced	32	63
from provisions	106	43
Total	138	106

(3) MOBOTIX AG Management Board**Members of the MOBOTIX AG Management Board**

- Thomas Lausten, Master of Business Administration, Kaiserslautern (Chairman)
- Klaus Kiener, Graduate in Business Administration, Wiesbaden (CFO)
- Hartmut Sprave, Graduate Physicist, Otterbach (Chief Technology Officer)

Management Board Member Remuneration

The total remuneration paid to the members of the Management Board amounted to EUR 918,000 (previous year: EUR 886,000). This consisted entirely of short-term remuneration.

(4) MOBOTIX AG Supervisory Board

Members Of The Supervisory Board

- Toshiya Eguchi, Executive Officer at Konica Minolta, Inc., Tokyo, Japan, responsible for IoT Service Platform Development, Imaging-IoT Solution Business and Visual Solutions Business (Chair)
- Olaf Jonas, General Manager Corporate Governance Division, Konica Minolta Business Solutions Europe GmbH, Langenhagen, Germany
- Osafumi Kawamura, General Manager, Business Planning Division, Imaging-IoT Solution Business, Konica Minolta Inc., Tokyo, Japan (from July 2021 to October 2021)
- Koji Ozeki, General Manager Imaging-IoT Solution Development, Konica Minolta Business Solutions Europe GmbH, Mainz, Germany (from November 2021)

Supervisory Board Members' Remuneration

Each member of the Supervisory Board receives a fixed annual remuneration of EUR 10,000 for their services. In addition, each member of the Supervisory Board receives for their work variable remuneration amounting to EUR 75.00 for each EUR 0.01 of the Company's earnings per share as shown in the HGB consolidated financial statements and calculated in accordance with the principles of the Society of Investment Professionals in Germany (DVFA) (based on share capital of EUR 13,271,442.00 divided into 13,271,442 no-par-value shares, each representing EUR 1.00 of the share capital). The Chairman of the Supervisory Board receives twice the fixed and variable remuneration.

The total remuneration paid to the members of the Supervisory Board amounted to EUR 40,000 in the 2021/22 financial year (previous year: EUR 40,000).

(5) Group Affiliation

MOBOTIX AG is a subsidiary of Konica Minolta, Inc., Tokyo, Japan, which in turn is a subsidiary of Konica Minolta Holdings, Inc., Tokyo, Japan.

Konica Minolta Holdings, Inc., Tokyo, Japan prepares the consolidated financial statements for the largest group of companies. These consolidated financial statements are translated into German and published in the Federal Gazette and can be obtained from the company. MOBOTIX AG, Langmeil, Germany, prepares the consolidated financial statement for the smallest group of companies, which is published in the Federal Gazette and can be obtained from the company.

(6) Business With Related Companies And Individuals

No unusual market transactions were conducted with related companies or individuals.

(7) Notifications Pursuant To Section 20 (1), (5) And (6) Of The German Stock Corporation Act

Dr. Ralf Hinkel Holding GmbH, Kaiserslautern, Germany, notified us, in accordance with Section 20 (5) of the German Stock Corporation Act (AktG), in a letter dated May 13, 2016, that it no longer holds the majority of shares and voting rights (majority interest) of MOBOTIX AG as of May 10, 2016, in accordance with Section 20 (4) AktG.

Dr. Ralf Hinkel Holding GmbH, Kaiserslautern, Germany, informed us in the same letter that it no longer holds more than a quarter of the shares in MOBOTIX AG as of May 10, 2016, in accordance with Section 20 (1) of AktG, even with the addition of shares (Section 20 (2) AktG).

Konica Minolta, Inc., Tokyo, Japan, informed us in a letter dated May 10, 2016, in accordance with Section 20 (1) and (3) AktG, that it holds more than a quarter of the shares in MOBOTIX AG, even without the addition of shares (Section 20 (2) AktG).

Konica Minolta, Inc., Tokyo, Japan, informed us in the same letter, in accordance with Section 20 (4) AktG, that it holds the majority of shares and voting rights (majority interest) in MOBOTIX AG.

(8) Supplementary Report

With regard to the financial situation of MOBOTIX AG, the Management Board points out that of the reported liabilities to banks of EUR 38,550,000 and EUR 33,050,000 have a term of up to one year, of which EUR 21,900,000 was extended to December 2023 in December 2022 and EUR 3,400,000 to November 2023. Scheduled repayments of the reported short and medium-term liabilities to banks are planned to amount to EUR 2,750,000 for the 2022/23 financial year. If the banks do not extend the short-term credit lines in each case or only extend them at amounts lower than those used, the majority shareholder Konica Minolta, Inc., has contractually agreed to take over the financing until September 30, 2024, including a subordination clause. In addition, the Management Board refers to the statements in the management report.

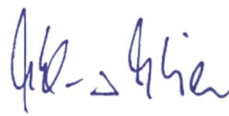
At the end of the financial year, no other transactions of particular importance have occurred that have a significant financial impact on the MOBOTIX Group's assets and revenues position.

Winnweiler-Langmeil, March 31, 2023

The Management Board



Thomas Lausten • CEO



Klaus Kiener • CFO



Hartmut Sprave • CTO

Annex To The Notes

	As at 10/01/2021	Additions	Disposals	Reclassified	As at 09/30/2022
	€'000s	€'000s	€'000s	€'000s	€'000s
Initial investment costs/manufacturing costs					
Intangible assets					
Self-created intangible assets	7696	3119	0	0	10,815
Purchased industrial property rights and similar rights and assets as well as licenses to such rights and assets	3364	121	0	128	3613
Advance payments	123	224	-1	-100	246
Total intangible assets	11,183	3464	-1	28	14,674
Property, plant and equipment					
Land and buildings, including buildings on third-party land	18,244	0	0	0	18,244
Technical equipment and machinery	10,510	610	0	9	11,128
Other equipment, factory and office equipment	11,962	581	-95	404	12,852
Advance payments and assets under construction	253	207	-15	-441	4
Total property, plant and equipment	40,969	1288	-110	-28	42,228
Financial assets					
Shares in affiliated companies	7104	6170	0	0	13,274
Loans to affiliated companies	0	2031	0	0	2031
Total financial assets	7104	8201	0	0	15,306
Aggregated amortization and depreciation					
Intangible assets					
Self-created intangible assets	916	1297	0	0	2213
Purchased industrial property rights and similar rights and assets as well as licenses to such rights and assets	2094	569	0	0	2663
Total intangible assets	3010	1866	0	0	4876
Property, plant and equipment					
Land and buildings, including buildings on third-party land	6944	592	0	0	7536
Technical equipment and machinery	9453	321	0	0	9774
Other equipment, factory and office equipment	9684	588	0	0	10,272
Advance payments and assets under construction	0	0	0	0	0
Total property, plant and equipment	26,081	1501	0	0	27,582
Net carrying amount					
Intangible assets					
Self-created intangible assets	6780				8602
Purchased industrial property rights and similar rights and assets as well as licenses to such rights and assets	1270				950
Advance payments	123				246
Total intangible assets	8173				9798
Property, plant and equipment					
Land and buildings, including buildings on third-party land	11,300				10,708
Technical equipment and machinery	1056				1353
Other equipment, factory and office equipment	2278				2580
Advance payments and assets under construction	253				4
Total property, plant and equipment	14,887				14,645
Financial assets					
Shares in and loans to affiliated companies	7104				15,306
Total financial assets	7104				15,306

**Summary of the Annual Report
of MOBOTIX AG,
Winnweiler-Langmeil
2021/22 Financial Year**

October 1, 2021 to September 30, 2022

1. Basic Information On The Group

1.1. Technology and Products

MOBOTIX AG, Winnweiler-Langmeil (hereinafter referred to as "MOBOTIX" or Company), offers high-resolution, network-based video control systems. The systems consist of hardware, with a focus on high-performance cameras, as well as increasingly software, such as application software (also called applications or apps), that fulfill customer-specific functions. The solutions are distributed worldwide by distributors and qualified resellers. Founded in 1999, the Company has more than 20 years of market experience in decentralized IP-based video surveillance solutions.

The system architecture developed by MOBOTIX offers two options for managing data either decentrally in the camera or on a central server, depending on the customer's requirements. The processing of recorded data begins right in the camera and thus directly on the border between the real world and the MOBOTIX system. Such an architecture is called "edge technology."

The decentralized structure of MOBOTIX's systems relieves both the network and the central video management system, enables higher frame rates and reduces the data storage requirement when recording high-resolution video sequences. This makes it cost-effective overall. MOBOTIX video security systems are suitable for highly diverse applications, from small systems with a few web cameras to large-scale property surveillance with hundreds of cameras and central control stations. MOBOTIX systems are used for remote maintenance and automation in airports, train stations, universities, logistics companies and in industrial companies.

In recent financial years, MOBOTIX has transformed from merely being a product provider to a solution provider with integrated software. The combination of hardware and software to form a complete solution is due on the one hand to customer requests. On the other hand, digital possibilities open up a growing scope for using MOBOTIX technologies in a meaningful manner for customers.

MOBOTIX provides extensive accessories and powerful software solutions for all camera lines.

The main features of MOBOTIX technologies are a large-scale absence of moving parts and a decentralized approach. The lack of moving parts avoids heat generation in the housings and is associated with low susceptibility to interference and longevity. The decentralized approach makes it possible for MOBOTIX to protect its offers in the best possible way with regard to the security of the obtained data from access by unauthorized persons. Both high quality and data security are two key differentiators of MOBOTIX in the competition environment.

For MOBOTIX, IT security is a central component of every technology. Therefore, continuous certifications are very important. MOBOTIX's solutions are based on the combination of decentralized IoT technology developed in-house and video management software. Both the MOBOTIX 7 platform and the Mx6 security cameras have been tested and certified once again by SySS GmbH in the past financial year. SySS GmbH is one of the leading providers of penetration tests in Germany and is independent of manufacturers. MOBOTIX has been working regularly with SySS since 2017 as part of its cyber security campaign "Cactus Concept." The SySS tests expose hardware and software components to simulated hacker attacks. As a result, the best possible cyber security of MOBOTIX products and solutions was once again certified in June 2021. Despite the decentralized approach, the industry standards ONVIF, H.264 and H.265 were met.

There are also partnerships with other external IT security testing companies—with the French company CNPP (Centre national de prévention et de protection), Paris, France, and White Hat IT Security Kft., Budapest, Hungary. In 2019, MOBOTIX was the first European manufacturer to receive the French product certification "CNPP Certified" for video security systems with the highest level of protection against cyber attacks. A partnership with another well-known testing institute is in the process of conceptual preparation, and further partnerships are also planned. What are called "white hacker" institutes have been and will be commissioned to specifically attack MOBOTIX Software. This complements our efforts to provide solutions that meet the ever-increasing global IT security needs. The Company's explicit focus on cyber security is a clear differentiator for MOBOTIX in the competitive environment.

Focus on Six Vertical Markets

MOBOTIX expects long-term market growth for video systems in six economic sectors: the public sector and administration, industrial companies, mining of raw materials including oil/gas, utilities and waste removal, energy, manufacturing, education, retail and healthcare.

MOBOTIX specifically addresses these vertical markets in order to place its solutions here and will continue to do so in the 2022/23 financial year. MOBOTIX offers hardware (cameras, access control) as well as software (intelligent apps and video analysis) as well as professional and convenient camera management and control (MOBOTIX HUB, MxManagementCenter, MOBOTIX CLOUD), in order to be able to offer tailor-made offers in these markets and thus to exploit the long-term growth opportunities that arise.

A part of this approach is what are called solution packages for clearly definable user groups, such as supermarkets or vaccination centers. MOBOTIX offers package solutions that link different aspects of user interest. For example, in addition to classic safety monitoring, fire protection, monitoring of cold chains and documentation requirements of MOBOTIX solution packages can be covered for companies in the food processing sector.

Focus on Recurring Business

In the past, MOBOTIX generated revenue almost exclusively through the sale of hardware and cameras. The Company can structurally improve its business model in the course of diverse possibilities, by increasing what are called recurring sales in the future. These have the advantage of being less cyclical and more predictable. For this reason, MOBOTIX has been pursuing its strategy for some time to achieve more recurring sales in the long-term. Recurring sales include rental and leasing constellations for hardware and software, subscription models, services such as (remote) maintenance, or regular software upgrades, user training and consumption of tools and materials used although the consumption of tools and materials is practically irrelevant for MOBOTIX. In contrast to selling a product or service as a one-time event, a long-term connection to the end customer is sought.

On the one hand, this opens up opportunities to better understand customers and their markets, i.e. to recognize customer needs and wishes earlier and more accurately. On the other hand, recurring revenues reduce MOBOTIX's cyclical dependence because they improve predictability. This aspect can have a positive impact on the Company both in the operating business and on the capital market. On the capital market, investors often demand a higher risk premium with increasing economic sensitivity. Increasing the proportion of recurring sales gives MOBOTIX the opportunity to reduce risk premiums in the long-term and thus to provide added value for shareholders and employees.

Product Launches in The Past Financial Year

The **MOBOTIX 7** platform was expanded by a total of **five models** in the past financial year, which completes its product lines. Two hemispheric camera models have been added with the addition of the **Q71 and c71**. The Q71 has a 12-MP sensor, integrated audio support, built-in IR and white light illumination, which offer numerous further potential applications, including in the health care and retail sectors. The portfolio has also been expanded by the **D71, v71 and p71** to include 3 single lens dome cameras, which offer more cost-effective alternatives for indoor and outdoor applications in addition to the modular models M73 and S74.

In addition, the platform was reinforced by two further sensor modules, as well as white light lighting modules for M73 and S74. The application areas of both models can, thus, be further expanded. The new ECO Thermal Sensor, which enables the use of thermal technology in significantly more price-sensitive fields of application, is a particular highlight.

Integration and strategic partnerships are also a focus for the MOBOTIX 7 platform during this financial year as well. The MOBOTIX Certified App package provided by strategic partners has been expanded in the OCR (Optical Character Recognition) segment to include aircraft identification number and US DOT number recognition as well as a freely definable OCR app. In addition, the security app portfolio has been expanded with object classification intrusion detection, which can be used on both optical and thermal sensors.

In addition to the apps created by Certified App Partners, MOBOTIX's own Certified Apps were also released in the financial year, which expand the portfolio in the field of intelligent motion detection and color recognition.

In the area of software, **MOBOTIX CLOUD**, **MOBOTIX HUB** and the **ManagementCenter (MxMC)** have been significantly extended to include various functions in the area of research. For example, other MOBOTIX 7 apps and events in the field of Smart Data Search of the MxMC as well as a post-video motion search were published. Additional apps and events have also been released as a plugin for MOBOTIX HUB to optimize the search for events for the operator and save time and effort.

In the MOBOTIX CLOUD, the analysis has been extended to include a cloud-based object detection and search, which enables the operator to search for objects in the cameras' images based on text. The combination of decentralized events and additional cloud analysis gives the user the opportunity to optimize the number of camera shots and analysis.

In the past financial year, MOBOTIX AG achieved an important step in the field of fire protection for thermal cameras (M16 Thermal) with certification by VDS Schadenverhütung GmbH, a private-sector testing and certification body, and thus gained a significant competitive advantage.

In addition to the decentralized camera program, MOBOTIX also offers the classically centrally managed MOVE series. The product launch of the new MOBOTIX MOVE 64-channel network video recorders with an integrated 24-port PoE (Power over Ethernet) switch has allowed MOBOTIX to open up additional applications for medium to large stand-alone video surveillance systems. The MOVE complete solution is supported by the free MOVE Central Management Software (CMS), which was launched in December 2021 and enables several distributed MOVE NVR- and ONVIF-compatible cameras to be centrally managed and controlled in a Windows-based management software.

During the financial year, all MOBOTIX MOVE Vandal Dome and Bullet cameras were equipped with the innovative EverClear coating at the factory, which enables considerably better image reproduction in the dark in conjunction with IR illumination and additionally makes the Dome hemisphere and the Bullet camera front lenses rain and dirt-repellent (self-cleaning effect).

In May 2022, the MOBOTIX MOVE camera line was extended to include a compact 5-MP micro-dome camera which, due to its small size, can be used for discreet indoor surveillance applications (foyers, cashier areas, elevator monitoring, etc.).

In addition to solutions, which are tailored to focus markets, the expansion of the MOBOTIX system to include established industry standards, such as ONVIF, H.264 and H.265, represents a main focus of current R&D. For example, all MOBOTIX 7 and MOBOTIX MOVE cameras are now certified with the ONVIF profiles S, T and G and can, therefore, be integrated into commercially available video management systems.

Cooperation with Konica Minolta

MOBOTIX maintains partnership relationships with several companies.

MOBOTIX is strategically cooperating with the majority shareholder Konica Minolta Inc, Chiyoda, Japan. This collaboration extends to joint development and production, among other things. Both companies have intensified their collaboration in the Konica Minolta FORXAI platform. Konica Minolta combines intelligent sensors with learning based on algorithms (artificial intelligence) and an IoT platform. By integrating FORXAI technology into its solutions, MOBOTIX is further expanding its "edge competence."

Acquisition of VAXTOR Group

In the past financial year, MOBOTIX acquired 100% of the shares in the VAXTOR Group, based in Tres Cantos, Spain (hereinafter "VAXTOR") a specialist in optical character recognition (OCR), automatic license plate recognition (ALPR), artificial intelligence (AI) and machine learning (deep learning).

VAXTOR'S OCR analysis technology can be used to automatically detect letters, numbers or other machine-readable data. It enables such information to be captured, processed and associated processes to be triggered cost-effectively and at high speed.

OCR technology is one of the requirements for deep learning in specific vertical target markets defined by MOBOTIX, such as license plate recognition applications and beyond; for example, in the commercial sector for container, vehicle and aircraft recognition or supply chain monitoring. In addition to the expansion of the MOBOTIX Certified App portfolio of the MOBOTIX 7 camera line, the integration of VAXTOR license plate recognition in selected models of the MOBOTIX MOVE series was also promoted.

Outlook

In the past financial year, MOBOTIX worked intensively on new products and solutions. Several of these will be launched after the end of the financial year. In October 2022, another single lens thermal model for indoor use was released in the Thermal division with the launch of the p71 ECO Thermal, and the Certified App portfolio was released with two further MOBOTIX apps to expand thermal functionality. In the field of certification, a further milestone has been reached with the CNPP Thermal Certification for S74 and M73 in the field of fire protection.

1.2 Structure of The MOBOTIX Group

The MOBOTIX Group consists of MOBOTIX AG, Winnweiler/Langmeil, Germany; MOBOTIX CORP, New York, USA; MOBOTIX LIMITED, Nottingham, UK; MOBOTIX SINGAPORE PTE. LTD., Singapore; and MOBOTIX AUSTRALIA PTY LTD, Sydney, Australia. Since May 1, 2022, the companies VAXTOR TECHNOLOGIES, S.L., Madrid, Spain; VAXTOR ASIA PTE. LTD, Singapore and VAXTOR Systems Corporation, Lake Forest, USA, are also 100% owned by the MOBOTIX Group. As an inactive company, MOBOTIX LIMITED, Nottingham, is not included in the consolidated financial statements.

Manufacturing and development of MOBOTIX products—along with the coordination of worldwide sales and distribution of MOBOTIX products—take place exclusively in Winnweiler/Langmeil, Germany.

The VAXTOR companies are managed from Madrid, Spain. The VAXTOR companies are purely software companies. The software is developed at the Madrid site in Spain.

The subsidiary MOBOTIX Corp., which is included in the consolidated financial statements, is a distribution company for the American market. The Managing Directors of MOBOTIX Corp. are Thomas Lausten (CEO) and Klaus Kiener (CFO).

MOBOTIX SINGAPORE PTE. LTD., Singapore and MOBOTIX AUSTRALIA PTY LTD, Sydney, are purely service companies for the respective local market without any intention to generate sales.

1.3 Sales

MOBOTIX products in Germany are sold through certified partners, security and IT installers and electronics wholesalers.

The primary sales model for MOBOTIX products internationally is through distributors with downstream qualified system integrators and resellers. The distributors are assisted in most regions by local Business Development Managers and Technical Project Engineers, who are directly employed by the MOBOTIX Group.

Since April 2022, the distribution of MOBOTIX products in the USA has been carried out by Konica Minolta Business Solutions U.S.A., Inc. This means that MOBOTIX Corp. purchases MOBOTIX products through Konica Minolta Business Solutions U.S.A., Inc., which has also taken over the complete logistics.

In addition, there are distribution agreements in place with individual regional companies of the Konica Minolta Group and other MOBOTIX partners.

The VAXTOR products are mainly distributed via system integrators or directly to the end customer. Global distribution is managed from Madrid, Spain.

The MOBOTIX Group's export ratio in the 2021/22 financial year was 71% (previous year: 74%).

1.4 Research and Development

As of September 30, 2022, the MOBOTIX Group employed 87 people (by headcount) in the area of product development and product management.

The MOBOTIX GROUP research and development costs totaling €7.9 million were incurred in the 2021/22 financial year. An amount of €3.1 million (39% of the total R&D costs) was capitalized among the internally generated intangible assets. Depreciation and amortization on capitalized development costs amounted to €1.3 million.

As in previous years, its activities focused on the creation of new hardware and software products as well as on the optimization of product functionality. Most development work is performed in-house. To a small extent, outsourcing of development activities only takes place in the areas of camera and lens design, tool design and board layout.

In terms of research and development, MOBOTIX again worked intensively with Konica Minolta in the 2021/22 financial year. This collaboration is to be further expanded in the 2022/23 financial year and in the following financial years. The first results of this cooperation were shown in the development of the MOBOTIX 7 camera platform, its expansion in fiscal year 2020/21 and the use of Konica Minolta's own performant deep learning algorithms. On August 6, 2021, MOBOTIX and Konica Minolta announced that they would intensify their collaboration on video analysis technology in the FORXAI partnership program. Konica Minolta's "FORXAI" technology combines sensors with artificial intelligence (AI) and an imaging IoT platform, creating an overall package as a solution offering. MOBOTIX is, thus, pushing its transformation forward into a solution provider and strengthening its AI expertise. The FORXAI partnership exemplifies the enhancement of synergies between the two companies involved. Further cooperation, such as to expand the MOBOTIX 7 platform, is being planned for the 2022/23 financial year.

2. Financial Report

2.1 Macroeconomic and Sector-Specific Conditions

MOBOTIX operates in the market for video security systems. The market for video security systems comprises analog video security systems and network camera systems in addition to video management software and accessories. The relevant market segment for MOBOTIX is video-based security systems in general and network camera systems in particular.

A market survey from June 2022 by the market research company Novaira Insights concludes that the total revenue generated by the video-based security system market worldwide excluding China is set to grow by an annual average of around 10% between 2021 and 2026, and by an average of 11.4% for the network camera segment. With an average of 9.9% per year from 2021 to 2026, the network camera segment is expected to achieve the highest growth in the EMEA region, followed by the Americas with 13.1% and Asia (excluding China) with 10.2%.

In addition to the increased use of video analytics in general, the study identifies the accelerated development and use of artificial intelligence, the continued high demand for cyber security and the great importance of deep learning for processing ever-increasing amounts of data as being major trends in the market for video-based security systems. For the analytics market segment, Novaira Insights predicts an average annual growth rate of 11.4% from 2021 to 2026, with deep learning being identified as one of several analytics technology approaches as a clear growth driver (49.8%).

2.2 Business Development

In the 2021/22 financial year, the MOBOTIX Group had a decline in sales by €6.4 million (10.2%) to €56.0 million compared to the previous year due to the continuing poor economic conditions resulting from the COVID-19 pandemic, the supply chain problems and the effects of the war in Ukraine.

While revenue of €1.6 million (previous year: €0.2 million) from contract development for Konica Minolta increased, revenue from component sales to contract manufacturers was lower at €0.9 million (previous year: €1.2 million). Revenue from the sale of video security systems and software fell by €7.4 million (12.2%) to 53.6 million, particularly as a result of disrupted supply chains on the part of customers and associated project postponements, as well as due to supply problems with components at long-term suppliers, which led to delivery difficulties on the part of MOBOTIX. Since May 2022, revenue from the sale of video security systems and software also includes the revenue of the VAXTOR Group, which was acquired in May 2022.

Especially in the first half of the year, the effects of the COVID-19 pandemic led to a decrease in demand for video security systems and software. In the second half of the year, despite increasing supply chain problems, new orders increased, leading to an increase in revenue of 11.0% compared to the first half of the year. In particular, sales in the MOBOTIX MOVE product segment and in the Software and Services product segment, which also includes the revenues of the VAXTOR Group, rose significantly compared to the previous year.

While the sales regions of DACH, Northern Europe, Middle East/Africa and APAC recorded declining sales, the sales of video security systems and software in the sales regions of America and Europe South/West increased in the 2021/22 financial year compared to the previous year. This is due in particular to the stronger cooperation with Konica Minolta USA and the high software revenue in Europe. Nevertheless, sales expansion in the Americas sales region was not able to be implemented as planned.

Despite the cost savings initiated in the second half of the year, the decline in sales and the simultaneous increase in costs led to a significant consolidated annual net loss and a corresponding deterioration in the key figures for earnings.

EBIT (earnings before interest and taxes) in the amount of -€7.5 million for the financial year is €7.7 million below that of the previous year (previous year: €0.2 million).

The consolidated annual net loss has worsened by €6.2 million to -€6.3 million (previous year: -€0.1 million).

Non-financial performance indicators are currently of minor importance for understanding the business development and the situation of the MOBOTIX Group; in view of the future requirements of management reporting in the context of ESG reporting, the Management Board is currently in the preparatory phase of collecting and evaluating relevant non-financial data.

2.3 Net Assets, Financial Position and Results of Operations of the MOBOTIX Group

Results of Operations

The 2021/22 financial year saw MOBOTIX Group sales go down by 10.2%, from €62.4 million in the previous year to €56.0 million. The sales revenue includes revenue from component sales to contract manufacturers in the amount of €0.9 million (previous year: €1.2 million). Revenue from contract development of €1.6 million was increased by €1.4 million compared to the previous year (previous year: €0.2 million) as a result of the intensification of collaboration with Konica Minolta under the FORXAI partnership program. Revenue from the sale of video security systems and software decreased by 12.2% to €53.6 million (previous year: €61.0 million).

The export ratio (excluding component sales) was 71.3% in the financial year 2021/22 (previous year: 73.7%). The revenue from the sale of video security systems and software in Germany declined from €16.1 million in the 2020/21 financial year to €15.4 million (4.2%). The rest of Europe (excluding Germany) amounted to €19.5 million (previous year: €25.0 million). Sales in the rest of the world decreased by 6.7%, from €20.0 million in the previous year to €18.7 million in the reporting year.

In exercising the right to choose specified by Section 248(2) German Commercial Code (HGB), own development costs of €3.2 million (previous year: €4.3 million) were capitalized and reported accordingly on the income statement under "Other own work capitalized" with effect on net income.

The total operating output (sales revenue, increase or decrease in the inventory of finished goods and work in progress, other own work capitalized) decreased by 8.2%, from €65.7 million in the previous year to €60.3 million in the 2021/22 financial year. This is mainly due to the decrease in revenue from sales.

Other operating income increased by €0.2 million to €0.8 million.

The material usage ratio (cost of materials, excluding cost of materials for component sales, adjusted for changes in inventory, in proportion to revenue from the sale of video security systems and software) slightly improved year-on-year to 49.4% in the 2021/22 financial year (previous year: 50.7%). This is due, among other things, to the increased proportion of software revenues in total sales.

The increase in the personnel cost ratio (cost of personnel in proportion to the total operating output, excluding component sales) to 43.5% in the financial year 2021/22 (previous year: 36.6%) is mainly due to the decrease in sales revenue in addition to higher personnel costs. Personnel expenses in the 2021/22 financial year increased €2.2 million (9.5%) year-on-year, particularly due to sales expansion in America. This is mainly due to the increase in the average number of employees in the financial year 2021/22.

At €3.6 million, depreciation and amortization increased in the 2021/22 financial year (previous year: €2.8 million) by €0.8 million. This is mainly due to the increase in the depreciation of own capitalized development costs.

The other operating expenses in the amount of €10.7 million in the 2021/22 financial year (previous year: €8.7 million) increased by €2.0 million (24.5%) compared to the previous year. The increase in other operating expenses is mainly due to the €0.7 million increase in travel and entertainment expenses, including motor vehicle expenses, as a result of the renewed increase in travel activities and the increase in sales staff and the €0.5 million increase in receivables losses due to increased demand for writedowns on receivables and an increase in IT costs by €0.4 million. In contrast, the expenses for legal and consulting costs were reduced by €0.6 million. In the previous year, the expenses for legal

and consulting costs contained a €0.7 million addition to provisions for criminal and legal expenses in connection with the pending legal proceedings of the French competition authority (DGCCRF) in France.

EBITDA (earnings before interest, taxes, depreciation and amortization; -6.2% of total operating output excluding component sales) amounted to -€3.8 million (2020/21: €3.1 million). **EBIT** (earnings before interest and taxes; -12.7% of total operating output excluding component sales;) amounted to -€7.5 million (2020/21: €0.2 million). The financial year 2021/22 ended with a **consolidated annual net loss** of €6.3 million (2020/21: €0.1 million) and a return on revenue (excluding component sales) of -11.3% (2020/21: -0.1%).

Net Assets

Non-current assets increased by €7.0 million (30.1%) to €30.1 million. Investments in fixed assets of €4.9 million and additions in the amount of €5.9 million as part of the initial consolidation of the VAXTOR Group are offset by €3.5 million in write-offs and disposals of €0.1 million.

Most of this spending was related to investments in intangible assets in the amount of €3.5 million and in property, plants and equipment in the amount of €1.4 million. Investments in intangible assets mainly involve internal development costs to the amount of €3.1 million. Investments in property, plants and equipment mainly include investments in the photovoltaic system amounting to €0.7 million.

Inventories, in particular raw materials, auxiliary materials, operating materials and finished products, increased to €30.6 million due on the one hand to the targeted buildup of inventories because of expected supply bottlenecks and on the other hand to lower revenues because of project delays of €23.3 million.

Trade receivables decreased by €2.2 million to €15.2 million compared to the beginning of the financial year due to the lower sales volume in financial year 2021/22.

Receivables due from affiliated companies amounting to €4.3 million are €1.6 million above the previous year's level of €2.7 million. Receivables due from affiliated companies relate to trade receivables from companies of the Konica Minolta Group.

Cash in hand and bank balances and cash equivalents on September 30, 2022, had increased by €0.9 million to €2.3 million compared to the beginning of the financial year (September 30, 2021: €1.4 million).

Deferred tax assets of €3.6 million (September 30, 2021: €1.4 million) mainly result from income tax loss carryforwards of €3.2 million (September 30, 2021: €1.3 million).

At €23.7 million (September 30, 2021: €30.3 million), equity capital has decreased by €6.6 million compared to the previous year, mainly due to the consolidated annual net loss of €6.3 million and the dividend of €0.5 million distributed in the financial year of 2021/22 for the financial year of 2020/21. The equity ratio fell from 42.7% to 27.0%, with a balance sheet total that increased by €17.0 million (23.9%) to €88.0 million (September 30, 2021: €71.0 million). MOBOTIX held a total of 61,658 treasury shares as of September 30, 2022. 44,248 treasury shares were used as a purchase price component for the VAXTOR Group in the 2021/22 financial year.

The increase in other provisions by €3.7 million to €9.2 million is primarily due to additions to provisions for purchase price obligations of €4.2 million. The provision for purchase price obligations relates to the expected earn-outs from the acquisition of the VAXTOR Group. The provision for contractual penalties set up in the previous year amounted to €0.6 million used for the payment.

The increase in liabilities to banks in the amount of €12.6 million to €38.7 million (September 30, 2021: €26.1 million) is mainly the result of the borrowing of additional short-term loans amounting to €22.1 million providing a total of €31.8 million. Of the €22.1 million, €6.5 million will be allocated to a previously medium-term loan. This is offset by scheduled repayments of long and medium-term loans in the amount of €3.1 million. A loan of €3.0 million was extended for a further three years until final maturity. In this context, we refer to the statements in section 2.5 Overall Assessment of the MOBOTIX Group's Net Assets, Financial Position and Results of Operations.

Trade payables increased by €1.2 million to €7.5 million compared to September 30, 2021 caused by the use of payment terms (September 30, 2021: €6.3 million).

Deferred tax liabilities of €2.8 million (September 30, 2021: €2.0 million) are mainly the result of the capitalization of development costs.

Financial Position

Operating cash flow before changes in working capital amounted to -€4.3 million in the financial year 2021/22 (previous year: €3.8 million). The decline compared to the previous year is especially due to the significantly weaker annual result before income taxes of -€7.8 million.

The cash flow from operating activities before income taxes was -€4.3 million in the 2021/22 financial year (previous year: €3.2 million). Based on an operating cash flow of -€4.3 million before working capital changes, the growth in inventories (€7.2 million) and simultaneous increase of trade payables including liabilities to affiliated companies (€6.0 million), in particular, led to a cash flow from operating activities before income taxes in the amount of -€4.3 million.

The cash flow from investment activities amounted to -€6.7 million (previous year: -€5.6 million) and is mainly attributable to investments in the intangible assets created in-house and to the purchase price payments directly due in connection with the acquisition of the VAXTOR Group.

The negative cash flow from financing activities amounting to -€10.4 million (previous year: €3.0 million) resulted in particular from the scheduled repayment of medium- and long-term loans totaling €3.1 million, the repayment of a medium-term loan of €6.5 million and the dividend payment in the amount of €0.5 million. The repayment of the medium-term loan was financed by taking out short-term loans.

The changes in these individual cash flows resulted in negative total cash and cash equivalents of €29.5 million as of September 30, 2022 (September 30, 2021: €8.3 million). The negative cash funds are covered by short-term borrowing in the amount of €31.8 million.

The Company's solvency was secure at all times during the 2021/22 financial year. The available credit facilities were largely utilized as of the reporting date. If banks are not available, any further credit requirements will be provided to a limited extent by the majority shareholder Konica Minolta, Inc. As of September 30, 2022, the MOBOTIX Group had short-term credit lines totaling €33.9 million from several banks at its disposal, €31.8 million of which had been utilized by the balance sheet date. We also refer to the supplementary report.

Medium and long-term liabilities increased by €4.6 million to €8.4 million compared to September 30, 2021. Short-term liabilities, including short-term provisions, rose from €35.0 million to €52.9 million. The main reason for this is the fact that short-term loans were taken out in the financial year 2021/22. The proportion of medium and long-term liabilities in the MOBOTIX Group balance sheet total stands at 9.5% and is, therefore, higher than the previous year. Short-term liabilities, including short-term provisions, accounted for 60.2% of the balance sheet total as of the reporting date, compared with 49.3% as of September 30, 2021.

2.4 Net Assets, Financial Position and Results of Operations of MOBOTIX AG

Results of Operations

The 2021/22 financial year saw MOBOTIX AG sales go down by 9.9%, from €59.4 million in the previous year to €53.5 million. The sales revenue includes revenue from component sales to contract manufacturers in the amount of €0.9 million (previous year: €1.2 million). Revenue from contract development of €1.6 million was increased by €1.4 million compared to the previous year (previous year: €0.2 million) as a result of the intensification of collaboration with Konica Minolta under the FORXAI partnership program. Revenue from the sale of video security systems and software decreased by 12.0% to €50.7 million (previous year: €57.6 million).

The export ratio (excluding component sales) was 69.7% in the financial year 2021/22 (previous year: 72.1%). The revenue from the sale of video security systems and software in Germany declined from €16.1 million in the 2020/21 financial year to €15.4 million (4.2%). The rest of Europe (excluding Germany) amounted to €18.5 million (previous

year: €25.0 million). Sales in the rest of the world rose by 1.5%, from €16.6 million in the previous year to €16.9 million in the reporting year.

In accordance with the right to choose specified by Section 248(2) German Commercial Code (HGB), own development costs of €3.2 million (previous year: €4.3 million) were capitalized and reported accordingly on the income statement under "Other own work capitalized" with effect on net income.

The total operating output (sales revenue, increase or decrease in the inventory of finished goods and work in progress, other own work capitalized) decreased by 8.0%, from €62.6 million in the previous year to €57.6 million in the 2021/22 financial year. This is mainly due to the decrease in revenue from sales.

Other operating income increased by €0.2 million to €0.8 million.

The material usage ratio (cost of materials, excluding component sales, adjusted for changes in inventory, in proportion to revenue from the sale of video security systems and software) rose year-on-year to 51.4% in the 2021/22 financial year (previous year: 54.1%). This is due, among other things, to the increased proportion of software revenues in total sales.

The increase in the personnel cost ratio (cost of personnel in proportion to the total operating output, excluding component sales) to 38.2% in the financial year 2021/22 (previous year: 34.6%) is mainly due to the decrease in sales revenue in addition to higher personnel costs. Personnel costs in the 2021/22 financial year increased by €0.4 million (2.0%) compared to the previous year. This is mainly due to the increase in the average number of employees in the financial year 2021/22.

At €3.4 million (previous year: €2.8 million), depreciation and amortization increased by €0.6 million in the 2021/22 financial year. This is mainly due to the increase in the depreciation of own capitalized development costs.

Other operating expenses of €10.1 million in the 2021/22 financial year (previous year: €8.5 million) increased by €1.6 million (18.3%) compared to the previous year. The increase in other operating expenses is mainly due to the €0.5 million increase in travel and entertainment expenses, including motor vehicle expenses, as a result of the renewed increase in travel activities, the €0.3 million increase in receivables losses due to increased demand for writedowns on receivables and an increase in IT costs by €0.4 million. In contrast, the expenses for legal and consulting costs were reduced by €0.6 million. In the previous year, the expenses for legal and consulting costs contained a €0.7 million addition to provisions for criminal and legal expenses in connection with the pending legal proceedings of the French competition authority in France.

EBITDA (earnings before interest, taxes, depreciation and amortization; -2.2% of total operating output excluding component sales;) amounted to -€1.2 million (2020/21: €2.3 million). **EBIT** (earnings before interest and taxes; -8.1% of total operating output excluding component sales;) amounted to -€4.6 million (2020/21: -€0.5 million). The financial year 2021/22 ended with an **annual net loss** of €3.5 million (2020/21: €0.7 million) and a return on revenue (excluding component sales) of -6.7% (2020/21: -1.3%).

Net Assets

Non-current assets increased by €9.5 million (31.8%) to €39.7 million. Capital expenditures of €13.0 million in non-current assets were offset by depreciation and amortization of €3.4 million as well as disposals of €0.1 million.

Most of this spending was related to investments in financial assets in the amount of €8.2 million and in intangible assets in the amount of €3.5 million. The investments in financial assets mainly relate to the participation in VAXTOR amounting to €6.2 million. Investments in intangible assets involve internal development costs to the amount of €3.2 million. Investments in property, plants and equipment in the amount of €1.3 million mainly include investments in the photovoltaic system amounting to €0.7 million.

Inventories, in particular raw materials, auxiliary materials, operating materials and finished products, increased to €28.8 million due on the one hand to the targeted buildup of inventories because of expected supply bottlenecks and on the other hand to lower revenues because of project delays of €21.7 million.

Trade receivables decreased by €3.3 million to €9.4 million compared to the beginning of the financial year among other things due to the lower sales volume in financial year 2021/22.

Receivables due from affiliated companies amounting to €6.6 million are €1.7 million below the previous year's level of €8.3 million. Receivables due from affiliated companies relate to trade receivables from companies of the Konica Minolta Group and from MOBOTIX Corp. The receivables due from MOBOTIX Corp. were able to decrease by €3.3 million, and €2.0 million were provided as long-term loans.

Cash in hand/bank balances and cash equivalents as of September 30, 2022 decreased to €1.0 million, representing a €0.1 million decrease since the beginning of the financial year (September 30, 2021: €1.1 million).

Deferred tax assets of €3.2 million (September 30, 2021: €1.3 million) result from tax loss carryforwards which were incurred in the 2021/22 financial year and in previous years.

At €32.3 million (September 30, 2021: €36.1 million), equity capital has decreased by €3.8 million compared to the previous year, mainly due to the annual net loss of €3.5 million and the dividends of €0.5 million distributed in the financial year of 2021/22 for the financial year of 2020/21. The equity ratio fell from 47.1% to 35.7%, with a balance sheet total that increased by €13.8 million (18.0%) to €90.5 million (September 30, 2021: €76.7 million). MOBOTIX held a total of 61,658 treasury shares as of September 30, 2022. 44,248 treasury shares were used as a purchase price component for the VAXTOR Group in the 2021/22 financial year.

The increase in other provisions by 3.3 million to €8.7 million is primarily due to additions to provisions for purchase price obligations of €4.2 million. The provision for purchase price obligations relates to the expected earn-outs from the acquisition of the VAXTOR Group. The provision for contractual penalties set up in the previous year amounted to €0.6 million used for the payment.

The increase in liabilities to banks in the amount of €12.5 million to €38.6 million (September 30, 2021: €26.1 million) is mainly the result of the borrowing of additional short-term loans amounting to €22.1 million providing a total of €31.8 million. Of the €22.1 million, €6.5 million will be allocated to a previously medium-term loan. This is offset by scheduled repayments of long and medium-term loans in the amount of €3.1 million. A loan of €3.0 million was extended for a further three years until final maturity. In this context, we refer to the statements in section 2.5 Overall Assessment of the MOBOTIX Group's Net Assets, Financial Position and Results of Operations.

Trade payables increased by €1.1 million to €7.4 million compared to September 30, 2021 caused by the use of payment terms (September 30, 2021: €6.3 million).

Deferred tax liabilities of €2.5 million (September 30, 2021: €2.0 million) result from the capitalization of development costs.

Financial Position

Operating cash flow before changes in working capital amounted to -€2.0 million in the financial year 2021/22 (previous year: €3.2 million). The decline compared to the previous year is especially due to the significantly weaker annual result before income taxes of -€4.9 million.

The cash flow from operating activities before income taxes was -€3.1 million in the 2021/22 financial year (previous year: €3.2 million). Based on an operating cash flow of -€2.0 million before working capital changes, in particular, the increase of inventories (€7.1 million) and the decline of trade receivables including receivables due from affiliated companies (€5.0 million) with a simultaneous increase in trade payables (€1.1 million) led to a cash flow from operating activities before income taxes in the amount of -€3.1 million.

The cash flow from investment activities amounted to -€8.7 million (previous year: -€5.6 million) and is mainly attributable to investments in the intangible assets created in-house and to the purchase price payments directly due in connection with the acquisition of the VAXTOR Group.

The negative cash flow from financing activities amounting to -€10.4 million (previous year: €3.0 million) resulted in particular from the scheduled repayment of medium- and long-term loans totaling €3.1 million, the repayment of a medium-term loan of €6.5 million and the dividend payment in the amount of €0.5 million. The repayment of the medium-term loan was financed by taking out short-term loans.

The changes in these individual cash flows resulted in negative total cash and cash equivalents of €30.6 million as of September 30, 2022 (September 30, 2021: €8.6 million). The negative cash funds are covered by short-term borrowing in the amount of €31.8 million.

The Company's solvency was secure at all times during the 2021/22 financial year. The available credit facilities were largely utilized as of the reporting date. If banks are not available, any further credit requirements will be provided to a limited extent by the majority shareholder Konica Minolta, Inc. As of September 30, 2022, the MOBOTIX Group had short-term credit lines totaling €33.9 million from several banks at its disposal, €31.8 million of which had been utilized by the balance sheet date. We also refer to the supplementary report.

Medium and long-term liabilities increased by €4.6 million to €8.3 million compared to September 30, 2021. Short-term liabilities, including short-term provisions, rose from €34.9 million to €47.4 million. The main reason for this is the fact that short-term loans were taken out in the financial year 2021/22. The proportion of medium and long-term liabilities in the MOBOTIX Group balance sheet total stands at 9.2% and is therefore slightly higher than the previous year. Short-term liabilities, including short-term provisions, accounted for 52.4% of the balance sheet total as of the reporting date, compared with 45.5% as of September 30, 2021.

2.5 Overall Assessment of the MOBOTIX Group's Net Assets, Financial Position and Results of Operations

The MOBOTIX Group's net assets, financial position and results of operations in 2021/22 do not reflect the management's expectations for the performance of the business. Business performance was negatively impacted by the continued poor economic environment resulting from the COVID-19 pandemic, supply chain problems and the impact of the war in Ukraine.

The envisaged revenue of €68 million to €72 million could not be achieved since the sales revenue was at €56 million. Similarly, the envisaged EBIT of €1.0 million to 2.0 million for the financial year 2021/22 could not be achieved with EBIT at -€7.5 million. In particular, product-related sales in almost all sales regions are below expectations due to a large number of project delays due to the COVID-19 pandemic and supply difficulties.

In the 2021/22 financial year, the development of further new camera models based on the new MOBOTIX 7 camera platform was implemented and the foundation was laid for growth in the coming financial years, particularly in the area of software products as part of vertical market solutions.

The financial position of the MOBOTIX Group was tense in the financial year 2021/22, particularly in the second half of the year. Bank credit lines had to be used almost completely at times. In December 2022, agreements were reached with the banks on the extension of the short-term credit resources provided. Of the reported liabilities to banks of €38.55 million, €33.05 million have a term of up to one year, of which in December 2022 €23.02 million were extended until December 2023 and €3.50 million were extended until November 2023. Scheduled repayments of the reported short and medium-term liabilities to banks are planned to amount to €2.7 million for the 2023 calendar year. If the banks do not extend the short-term credit lines in each case or only extend them at amounts lower than those used, the majority shareholder Konica Minolta, Inc., has contractually agreed to take over the financing until September 30, 2024 and has agreed to a subordination agreement. With an equity ratio of 27.0% and an equity capital of €23.7 million, there is still a satisfactory capital base.

3. Changes to the Supervisory Board

Mr. Koji Ozeki succeeded Mr. Osafumi Kawamura, who left Konica Minolta, Inc., effective November 2, 2021. The Local Court of Kaiserslautern has complied with the request for the judicial appointment of the Supervisory Board Member, Mr. Koji Ozeki. Mr. Ozeki, resident in Mainz, Germany, has worked for the Konica Minolta Group for many years—most recently as General Manager (Konica Minolta Business Solutions Europe GmbH, Langenhagen, Germany). As of November 2, 2021, the MOBOTIX Supervisory Board, therefore, consists of Toshiya Eguchi (Chairman of the Supervisory Board), Olaf Jonas and Koji Ozeki.

4. Rescissory Actions and Proceedings for Annulment Relating to Resolutions Adopted by the Annual General Stockholders' Meeting for the 2015/16 Financial Year

On March 9, 2017, MOBOTIX became aware that three shareholders had filed for rescissory action and proceedings for annulment at the Local Court of Kaiserslautern in relation to resolutions adopted by the Annual General Stockholders' Meeting on January 12, 2017, for agenda items 2 to 6, i.e. specifically against the resolution to retain net profit as of September 30, 2016 (agenda item 2) and to reelect two Supervisory Board members (agenda item 6).

The Management Board considers these actions to be unjustified and has taken legal steps. The proceedings were in the appeal court before the Higher Regional Court of Zweibrücken for a time, but in the meantime they have been returned to the Local Court of Kaiserslautern.

5. Penalty Announced by the French Competition Authority (DGCCRF)

On November 8, 2021, the French competition authority DGCCRF informed the Management Board that in previous years illegal price agreements were alleged to have been made with French wholesalers or distributors. The fine of €645,000 was imposed for a distribution practice that existed for six to seven years between 2011/12 and 2017/18 and involved a significant share of the sales of MOBOTIX products in France. The practice was changed in the 2017/18 financial year and is no longer applied today.

The Management Board considers the fine and the allegations to be unjustified and has taken legal steps. In addition, a distributor involved in the proceedings has filed potential recourse claims from the penalty imposed on him which, according to our legal review, are unfounded and which may be challenged.

Nevertheless, as a precaution for this risk, a provision of €0.70 million was made in the previous annual financial statements, which was used for the payment of €0.64 million in the present annual financial statements.

6. Risk Report

6.1 Risk Management

The MOBOTIX Group implemented a risk management system as part of the corporate management system. This is to ensure that risks can be identified and addressed early on (prior to considering risk-mitigation measures). It consists of early identification of risks, control and planning processes, reporting and an internal control system. The principles and decisions relating to the risk management system have been documented in a risk management handbook. The system is enhanced and optimized on an ongoing basis.

The purpose of the Group's risk management system is to identify, monitor and manage any risks assumed. In addition to risks to the Company's survival as a going concern, the system records activities, events and developments that could have a significant impact on future business performance. The risk management process involves identifying and managing operational opportunities and risks over a period of between one and three years. A longer forecasting period is used for strategic opportunities and risks.

The risk to earnings is analyzed using a risk matrix, that indicates the probability of occurrence and the potential level of losses. If risks are not quantifiable, their impact is estimated in qualitative terms.

Probability of Occurrence		Possible Impacts (€)	
Low	< 25%	Low	< €0.1 million
Medium	25%–50%	Medium	€0.1 million–€0.2 million
High	50%–75%	High	€0.2 million–€0.7 million
Very high	> 75%	Very high	> €0.7 million

The internal control system described under Item 6.2 has been set up to manage the business risks that are typical for the MOBOTIX Group and that could have a material impact on the Group's net assets, financial position and results of operations.

6.2 Internal Control System

The MOBOTIX Group has an extensive system of process controls. The introduction of the extensive system of process controls for the companies of the VAXTOR Group is still in the process of being implemented. The aim of the control system is to detect possible deficiencies in the Company's processes at different process levels to initiate appropriate countermeasures, and to ensure and continuously improve the effectiveness of the risk identification and analysis methods by conducting regular reviews. The tasks in the control system are carried out by members of the management team and by employees working centrally in the organization department who assume some of the duties of an internal audit function. The organization department reports directly to the Management Board. The role of the employees of this department as advisors to the departmental managers enables them to monitor the internal control system's integrity and other aspects. A major element of this task is monitoring the proper compliance with—and implementation of—guidelines. Recommendations (categorized according to their importance) and any needs for changes are reported directly to those in charge of the units under review and to the Management Board.

Ad-hoc audits are carried out in order to identify and investigate current issues promptly. If required, these result in immediate process changes aimed at continuously improving the quality of processes. Afterward, follow-up audits are conducted so that progress on implementing the process changes can be reviewed. The Management Board is notified of any discrepancies without delay.

The internal control system is an integral element of risk monitoring in the Group. It is based not only on defined control mechanisms for prevention and monitoring—such as automated and manual reconciliation processes—but also on predefined approval processes, separation of functions and compliance with guidelines. Another important measure is ensuring that the actions of individuals are verified by a second person. By rigorously applying the principles and instructions laid down in the risk policy, the majority of risks can be avoided or their impact can at least be mitigated.

6.3 Significant Risks

Overview of Overall Risk

	Probability of Occurrence	Possible Impact
Market Risks		
Sales risks/competitive situation	Very high	Very high
Procurement risks	Very high	Very high
Financial Risks		
Financial risks	Medium	Very high
Risk of receivables default	High	High

Currency and interest rate risks	High	High
Political and Legal Risks		
Statutory and regulatory risks	Medium	Medium
Risks from patent disputes	Medium	Medium
Operational Risks		
Personnel risks	High	Medium
Warranty risks	Low	Medium

Market Risks

MOBOTIX products are used as video security solutions in various sectors, such as transportation (buses, train stations, airports, traffic surveillance, etc.), retail and industry as well as for building and perimeter protection. In past years, MOBOTIX succeeded in standing out from among many competitors through high-resolution and hemispheric camera technology.

External market studies show that digital IP video security systems will see growth in coming years, but that average prices will decrease considerably. Specifically, fiercer competition is expected, especially in the segment of high-resolution network cameras, a field where MOBOTIX has so far held a strong position.

There are also further risks resulting from political changes in specific regions (such as Brexit and the political situation in Türkiye)—and of course because of the COVID-19 pandemic and global supply chain volatility. Therefore, the Management Board expects the **market environment** to be exposed to growing risk.

Procurement market risks increased significantly in the reporting year due to the global procurement situation for electronic components, in particular semiconductors, processors and chips. The global market volatility can thus lead to changes in the availability of components. The risk of longer delivery times in this context is countered by the contractually guaranteed larger stock of inventory of components at suppliers and of finished goods. There are procurement bottlenecks affecting product availability, which are the consequence of the COVID-19 pandemic and global supply chain volatility.

Temporary unavailability of critical suppliers, for example for the processors, which could lead to significant production disruptions, cannot currently be ruled out due to the global procurement situation of electronic components, in particular semiconductors, processors and chips as a result of the global COVID-19 pandemic and global supply chain volatility. Therefore, the Management Board expects the **procurement environment** to be exposed to growing risk.

Financial Risks

Due to the Company's credit standing and existing credit commitments, there are **financial risks**. Of the reported liabilities to banks of €38.6 million, €33.1 million have a term of up to one year, of which in December 2022 €23.0 million were extended until December 2023 and €3.5 million were extended until November 2023. Scheduled repayments of the reported short and medium-term liabilities to banks are planned to amount to €2.7 million for the 2023 calendar year. If the banks do not extend their credit lines beyond the calendar year 2023 or only with amounts lower than those used, the majority shareholder Konica Minolta, Inc., has contractually agreed to assume the financing beyond the calendar year 2023 until September 30, 2024, including a qualified subordination agreement. The current income and liquidity plans of MOBOTIX AG and thus of the Group include liquidity additions, which were prepared on the basis of the best estimates of the Management Board. If there are any significant delays in planned sales or other significant time shifts in payment receipts, or if one or more of the assumptions made in the plans prove to be incorrect, the continued support of the majority shareholder through loans or other external sources of financing will be necessary, for example, through an increase in capital on the basis of an authorized capital of €6.0 million to enable MOBOTIX AG and therefore the Group to continue in business as a going concern. This

constitutes a material uncertainty relating to events or circumstances that may raise significant doubts about the ability of MOBOTIX AG and therefore the Group to continue to be a going concern.

Currency risks generally exist in connection with the business operations in the US and the purchasing requirements of MOBOTIX AG in US dollars. An **interest rate risk** is significant due to the use of, in particular, short-term credit lines or short-term money market loans. The existing medium-term **borrowing** was taken out with a fixed interest rate.

Bad debt risks are to be limited in the future by the Company's reworked, efficient accounts receivable management, including dunning and collection with restrictive granting of payment terms, but bad debt risks cannot be ruled out due to the COVID-19 pandemic and global supply chain volatility.

Political and Legal Risks

Existing video surveillance boosts people's feeling of security, which is why it is enjoying increasing public acceptance. A growing number of political initiatives are emerging that are aimed at improving the quality of surveillance systems in public areas. If high-resolution systems increasingly become the norm in public security, MOBOTIX will be able to profit additionally from such development as a key manufacturer of such systems. On the other hand, limits will be imposed on video surveillance through various laws and regulations, such as the EU General Data Protection Regulation.

In the video security industry, there is still a risk of patent disputes. It cannot be ruled out that the MOBOTIX Group will be involved in patent infringement proceedings and that these could have a significant financial impact.

Operational Risks and Other Risks

Given the changes to the market and competition environment, the organization has a continued need for adjustment. This presents fundamental risks, which the Company counters through adjusting personnel resources, optimizing processes and control systems as well as updating the IT infrastructure (particularly ERP and CRM).

The production and sales of technical products entail **warranty risks**. These are reflected in the financial statements by recognizing appropriate provisions. The Company has also taken out product liability insurance to safeguard against possible losses and risks.

If trends in the global financial markets and the real economy result in a widespread, global recession, this would naturally have a marked effect on the markets relevant to the MOBOTIX Group.

The IT risk and cyber security requirements required for the business model are ensured by significant investments in the IT infrastructure, product certifications and penetration testing.

The Management Board continues to assume that technological innovations and further distribution expansion are of great importance for the long-term success of the Group.

7. Opportunity Report

MOBOTIX is active in the continuously growing video surveillance system market. The Company's growth is mainly due to an increasing requirement for IT security, automation, Industry 4.0, intelligent sensors based on high-performance deep learning and AI video analytics, as well as the Internet of Things (IoT).

The Management Board generally assumes that technological market drivers, such as cloud-based installations and software applications in the fields of analytics, deep learning and artificial intelligence, will favor the decentralized technology approach and that MOBOTIX will, therefore, prevail despite growing competitive pressure.

Over the coming months, MOBOTIX will develop intelligent IP video solutions for select market segments with a unique competitive edge (e.g. due to system architecture or robust design) and will emphasize appropriate customer projects via key-account sales and the global network of certified partners. As such, robust outdoor cameras will

increasingly also be used as sensors in industrial automation, such as for monitoring temperature-critical processes, early fire recognition tests or within the scope of preventative maintenance.

MOBOTIX currently offers a wide range of IP video cameras plus accessories, along with its own video management software. The goal of the Company is to provide more software applications and add peripheral components (switch, IR emitter, NAS, etc.) to the MOBOTIX MOVE segment, thereby offering a complete system from a single provider and giving itself a competitive edge. Thanks to the 2018 launch of the MOBOTIX MOVE camera portfolio as a "complementary portfolio" and regular extensions, it was possible to offer customers additional business opportunities. MOBOTIX will continue to focus on additional MOBOTIX MOVE products and associated business options, incorporating them into our product portfolio in accordance with our high quality standards.

Further opportunities arise from the improved integration options resulting from the adoption of standards such as ONVIF and H.264/H.265 and from the integration of MOBOTIX cameras with leading video management systems as well as from the ONVIF compatibility of our products.

MOBOTIX also optimizes the MOBOTIX AG sales and earnings model by monetizing software through license models. As part of the market launch of the MOBOTIX 7 M73 and S74 cameras in the 2019/20 financial year, additional high-performance video analysis apps have also been made available via licensing, which enables the development of new market verticals through new customer solutions.

In the future, MOBOTIX will continue to focus to an even greater extent on technology partnerships in order to respond to the diverse requirements in the vertical markets with optimally tailored complete solutions.

Moreover, today's cooperation with Konica Minolta is already opening up good growth opportunities in the medium-term for technologically oriented order development and sales.

8. Forecast Report

For the financial year 2022/23, the MOBOTIX Group's envisaged sales are in the region of €66 million to €68 million. Accordingly, the EBIT for financial year 2022/23 is in the region of €2.0 million to €4.0 million. For MOBOTIX AG, the Management Board expects similar sales and EBIT trends as are expected for the MOBOTIX Group. Sales depend on the overall economic situation due to the consequences of the global procurement situation for electronic components, in particular semiconductors, processors and chips, but also the COVID-19 pandemic, the effects of the war in Ukraine, the product mix and the performance of the US distribution market. Overall, the Management Board assumes that, based on the incoming orders received in the first half of the year, the results of operations of the Company and thus of the Group will improve significantly compared to the year under review and will close the 2022/23 financial year in accordance with the plan.

The forward-looking statements made above are predictions.

9. Dependent Company Report

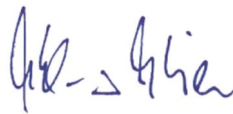
A report on the relationships with affiliated companies was prepared for the 2021/22 financial year in accordance with Section 312 of the German Stock Corporation Act (AktG). Regarding those transactions that have to be reported, the report states: "The Management Board declares that, for the legal transactions and measures disclosed in the report regarding relationships with affiliated companies, adequate consideration was received by the Company for each legal transaction and the Company was not disadvantaged by the implemented measures according to the circumstances that were known to us at the time the legal transactions were concluded or the measures were implemented. No measures have been refrained from at the behest or in the interest of the controlling company or a company affiliated with it."

Winnweiler-Langmeil, March 31, 2023

The Management Board



Thomas Lausten • CEO



Klaus Kiener • CFO



Hartmut Sprave • CTO