## **STARBREEZE** COMPANY PRESENTATION

June, 2020

### DISCLAIMER

#### THIS PRESENTATION CONSTITUTES AN ADVERTISEMENT WITHIN THE MEANING OF THE PROSPECTUS REGULATION (EU) 2017/1129.

The purpose of this presentation (the "**Presentation**") is to provide an overview of Starbreeze AB (publ) (the "**Company**"). This Presentation has been prepared and issued by, and is the sole responsibility of, the Company and is being furnished to each recipient solely for its own information and in connection with meetings with certain existing shareholder and institutional investors. For the purposes of this notice, "**Presentation**" means this document, its contents or any part of it, any oral presentation, any question or answer session and any written or oral material discussed or distributed during a Presentation meeting.

This Presentation is not a prospectus or similar offer document. This Presentation does not purport to contain comprehensive or complete information about the Company and is qualified in its entirety by the business, financial and other information the Company is required to publish in accordance with the rules, regulations and practices applicable to companies listed on Nasdaq Stockholm (the **"Exchange Information"**). Any decision to invest in any securities of the Company should only be made on the basis of a thorough examination of the Exchange Information, which is the sole responsibility of the Company, and an independent investigation of the Company itself and not on the basis of this Presentation. Any invitation to the persons concerned to subscribe for shares in Starbreeze will only be made through the prospectus that Starbreeze estimates to publish on its website (www.starbreeze.com) on or around August 18, 2020.

Neither Carnegie Investment Bank AB ("Carnegie" or the "Financial Advisor") nor its directors, officers, employees, advisers and agents accept no responsibility or liability whatsoever for/or makes any representation or warranty, express or implied, as to the truth, fullness, accuracy or completeness of the information in this Presentation (or whether any information has been omitted from the Presentation) or any other information relating to the Company or its associated companies, or for any loss howsoever arising from any use of this Presentation or its contents. No representation or warranty, express or implied, is given by or on behalf of the Financial Advisor or any of its directors, officers, employees, agents, affiliates or advisers as to, and no reliance should be placed on, the fairness, accuracy, completeness of the information or opinions contained in this Presentation or otherwise made available, nor as to the reasonableness of any information contained herein or therein and no responsibility (including in respect of direct, indirect or consequential loss or damage) is assumed by any such persons for such information or opinions or for any errors or omissions.

Except where otherwise indicated in this Presentation, the information provided herein is based on matters as they exist at the date of preparation of this Presentation and not as of any future date. All information presented or contained and any opinions expressed in this Presentation are subject to change without notice. None of the Company or the Financial Advisor or any of their respective directors, officers, employees, agents, affiliates or advisers is under any obligation to update, complete, revise or keep current the information contained in this Presentation to which it relates or to provide the recipient of with access to any additional information that may arise in connection with it. The Presentation does not constitute an audit or due diligence review and should not be construed as such. The Presentation has not been approved by any regulatory or supervisory authority.

Certain industry and market data contained in this Presentation has come from official or third party sources. Third party industry publications, studies and surveys generally state that the data contained therein have been obtained from sources believed to be reliable, but that there is no guarantee of the accuracy or completeness of such data. While the Company believes that each of these publications, studies and surveys has been prepared by a reputable source, none of the Company, the Financial Advisor or any of their respective advisers or representatives has independently verified the data contained therein. In addition, certain of the industry and market data contained in this Presentation come from the Company's own internal research and estimates based on the knowledge and experience of the Company's management in the market in which the Company operates. While the Company believes that such research and estimates are reasonable and reliable, they, and their underlying methodology and assumptions, have not been verified by any independent source for accuracy or completeness and are subject to change without notice. Accordingly, undue reliance should not be placed on any of the industry or market data contained in this Presentation.

This Presentation does not constitute or form part of, and should not be construed as (i) an offer, solicitation or invitation to subscribe for, sell or issue, underwrite or otherwise acquire any securities or financial instruments, nor shall it, or the fact of its communication, form the basis of, or be relied upon in connection with, or act as any inducement to enter into any contract or commitment whatsoever with respect to such securities or financial instruments or (ii) any form of financial opinion, recommendation or investment advice with respect to any securities or financial instruments. The recipient must make its own independent assessment and such investigations as it deems necessary.

The information, statements and opinions contained in this Presentation do not constitute or form part of a public offer under any applicable legislation or any offer or solicitation to purchase or subscribe for securities in the United States, Australia, Canada, Japan, Hong Kong, New Zealand, Switzerland, Singapore, South Korea or South Africa or in any other jurisdiction in which such offer or solicitation is unlawful. This Presentation is not for release, publication or distribution, directly or indirectly, in the United States or to persons in the United States (within the meaning of Regulation S under the US Securities Act of 1933, as amended (the **"US Securities Act"**), or into Australia, Canada, Japan, Hong Kong, New Zealand, Switzerland, Singapore, South Korea or South Africa or any other jurisdiction where the release, publication or distribution of the information would not comply with applicable laws and regulations, except to qualified institutional buyers (**"QIBs"**) as defined in Rule 144A under the US Securities Act.

### DISCLAIMER - CONT'D

Any securities referred to in this Presentation have not been, and will not be, registered under the US Securities Act or under the securities laws of any state or other jurisdiction of the United States and may not be offered or sold in the United States absent registration or an exemption from registration under the US Securities Act. There will be no public offering of securities in the United States. Subject to certain limited exceptions, neither this Presentation nor any copy of it may be taken, transmitted or distributed, directly or indirectly, in or into the United States. Any failure to comply with the foregoing restrictions may constitute a violation of US securities laws. The distribution of this Presentation in other jurisdictions may be restricted by law and persons into whose possession this Presentation comes should inform themselves about, and observe, any such restrictions.

This Presentation is only addressed to and directed at (A) in member states of the European Economic Area, persons who are qualified investors within the meaning of Article 1(4) of Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 and its delegated and implemented regulations (the **"Prospectus Regulation"**); (B) in the United Kingdom, persons who (i) have professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the **"Order"**) or, are high net worth companies, unincorporated associations or partnerships or trustees of high value trusts as described in Article 49(2) of the Order; and (ii) are "qualified investors" as defined in section 86 of the UK Financial Services and Markets Act 2000 (as amended); and (C) otherwise, persons to whom it may otherwise be lawful to communicate it to (each a **"Relevant Person"**). No other person should act or rely on this Presentation and persons distributing this Presentation must satisfy themselves that it is lawful to do so. By accepting this Presentation you represent and agree that you are a Relevant Person.

This Presentation contains "forward-looking" statements. These forward-looking statements can be identified by the fact that they do not relate only to historical or current facts. In particular, forward-looking statements include all statements that express forecasts, expectations, plans, outlook and projections with respect to future matters, including trends in results of operations, margins, growth rates, overall market trends, new product developments, regulatory approvals and general economic conditions. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. There are a number of factors that could cause actual results and developments to differ materially from those expressed or implied by these forward-looking statements, including factors that are outside the Company's control. Any forward-looking statements made by or on behalf of the Company speak only as of the date they are made. The Company does not undertake to update forward-looking statements to reflect any changes in the Company's expectations with regard thereto or any changes in events, conditions or circumstances on which any such statement is based. When used in the Presentation the words "estimate", "project", "intend", "aim", "anticipate", "believe", "expect", "should" and similar expressions, as they relate to the Company or the management of the Company, are intended to identify such forward-looking statements. You are cautioned not to place undue reliance on these forward-looking statements which speak only as at the date of this document. Each of the Company, the Financial Advisor and any of their respective directors, officers, employees, agents, affiliates or advisers expressly disclaims any obligation or undertaking to release any update of, or revisions to, any forward-looking statements in this Presentation.

This Presentation and the information contained herein may not be disclosed, taken away, reproduced, recorded, redistributed, transmitted, copied or passed on, directly or indirectly to any other person or published or used in whole or in part, for any purpose. No copy of this Presentation will be left behind after the meeting. This Presentation and its contents are confidential and you and your directors, officers, employees, agents and affiliates must hold this Presentation and any oral information provided in connection with this Presentation in strict confidence.

Carnegie, which is authorised and regulated in Sweden by the Swedish Financial Supervisory Authority, is acting exclusively for the Company and no one else in connection with this Presentation or any future transaction in connection with it. Carnegie will not regard any other person (whether or not a recipient of this Presentation) as a client and will not be responsible to anyone other than the Company for providing the protections afforded to its clients or for the giving of advice in relation to the contents of this Presentation or any transaction, matter or arrangement referred to in this Presentation.

By attending a meeting where this Presentation is made you warrant, represent, acknowledge and agree to and with the Company and the Financial Advisor that (i) you are either (a) a Relevant Person or (b) a QIB, each as defined above and (ii) you have read, agree to and will comply with the contents of this disclaimer including, without limitation, the obligation to keep this Presentation and its contents confidential.



### **INTRODUCTION TO STARBREEZE**

**2** THE PAYDAY FRANCHISE

### PRESENTATION OUTLINE

### TRANSACTION STRUCTURE

**GROUP FINANCIALS** 



# **INTRODUCTION TO STARBREEZE**

### **STARBREEZE IN BRIEF**

### AT A GLANCE

- Independent game developer for PC- and console games
- Owns and fully controls the PAYDAY franchise, one of the most successful PC games of all times
  - Total net sales from the PAYDAY franchise since initial release amounts to SEK 1,049m<sup>1)</sup>
  - Net sales of SEK 104m in Q1'20 LTM
  - >28,000,000 installed base (PAYDAY franchise)
  - On average 115,330 daily active users played PAYDAY 2 in Q1'20
- Streamlined business with approximately 125 employees focusing on the core asset PAYDAY
- Stable and predictable revenue streams from PAYDAY 2 with PAYDAY 3 in development and ongoing publishing discussion

### **OFFICE LOCATIONS**



### THE PAYDAY IP





### **RESTRUCTURING 2018-2020, WHAT HAPPENED**

#### BACKGROUND

#### PRE DECEMBER 2018

- In late November 2018, the executive management initiated a review to lower costs and focus on core business
- Poor performance from Overkill's The Walking Dead and a high fixed cost base resulted in a cash squeeze
- In early December 2018, Starbreeze AB (publ) and five Swedish subsidiaries filed for reconstruction
- Necessary to give the Company time to negotiate a long-term financial solution and implement changes in the organization and its operations

#### **RESTRUCTURING PERIOD**

#### DECEMBER 2018 - DECEMBER 2019

- Focus on core business of game development and publishing
- Non-core operations which has been terminated or divested includes:
  - Enterspace, other VR LBE initiatives, Nozon, PresenZ, and Dhruva
- Non-core initiatives StarVR and ePawn are parked
- Following the restructuring Starbreeze has been able to decrease its operating costs base with approx. 75%<sup>1)</sup>, from SEK 483m (Q3'18 RR) to SEK 124m (Q1'20 RR)

#### EBIRTH OF STARBREEZE

#### POST DECEMBER 2019

- Successful exit from the reconstruction on December 6, 2019
- Payday franchise thriving, now >6.6 million members on the Steam community
- Re-birth of Payday 2 continued success with sales twice above expectation in December 2019, highest engagement on the product since 2018
- The studio intact, key staff remain with Company and within core development (PAYDAY 2 and PAYDAY 3)



### FOCUS - BACK TO CORE STARBREEZE

#### **THE PAYDAY FRANCHISE**

- The PAYDAY-franchise is intact, the Company assets are highly sought after
- Company assets have been valued by external party of good repute in the reconstruction process
- Discussions with publishing partners proceeds along with the further development of PAYDAY 3

#### **PROVEN PIPELINE – A PAYDAY STUDIO**

- Core PAYDAY competencies still working on the franchise
- PAYDAY 2 under active development, proven KPIs for a successful relaunch with returning and new players
- PAYDAY 3 under development
- New matrix organization structure to best facilitate resources and enable cross functional teams with a franchise focus

#### PUBLISHING DEALS UNDER NEGOTIATION

- Publishing deal for PAYDAY 3
- Publishing deal for PAYDAY: Crime War

### TO CREATE & DEVELOP EXCITING, GAMEPLAY-FOCUSED & COMMUNITY-CENTRIC GAMES

### MANAGED BY AN EXPERIENCED NEW TEAM...

#### **OVERVIEW OF THE MANAGEMENT TEAM**

Born: 1970



#### MIKAEL NERMARK

GRIN, PAN Vision and Vision Park

**Education:** Business, Stockholm University

#### NEW<sup>1)</sup>



#### MATS JUHL CFO since May 2020

NEW

NEW

#### Born: 1973

PER JUHLÉN

Education: Masters Degree in Finance, Lunds University Background: CFO Mips AB (publ.), CFO Tengbomgruppen AB, CFO Sweden Arena Management KB (Friends Arena), Finance Director Ticnet AB, Eknomomichef Enea AB (publ.) Other assignments: Owner Juhl Management AB Holdings in the Company: –

#### **MAEVA SPONBERGS**

NEW<sup>1)</sup>

Chief Commercial Officer (2019), EVP of Communications (2017) Born: 1980

Holdings in the Company: Directly or indirectly owns 623,433 Class B shares

**Background:** Executive and expert in the games industry for 20 years with companies such as

**Other assignments:** Director of all other Swedish Starbreeze subsidiaries of the Company

**Education:** IT Project Management, IHM Business School **Background:** Eighteen years' industry experience and many years of experience in communications and investor relations

**Other assignments:** Alternate director of Board Nexus Sweden AB

CEO since December 2018. Deputy CEO since 2009

Holdings in the Company: Directly or indirectly owns 71 137 Class B shares

#### **MARTIN TERNHEIM**

NEW

HR Director / Chief People Officer sedan 2019 Born: 1977

**Education:** Ma in International Human Resources Management, University of Greenwich, 2004, och BSc in Human Resources Management, Unitec, 2002

**Background:** HR professional with more than 15 years experience, recently as HR Partner with Telenor

Other assignments: -

Holdings in the Company: Directly owns 101 168 shares of series B



#### Head of Production since 2019 Born: 1976 Education: -

**Background:** Has substantial industry experience, latest from 7 years as Senior Development Director at DICE, Starbreeze (2011-2012) and Hansoft **Other assignments:** –

Holdings in the Company: -

#### **CHARLOTTE ALBERTSSON**

Head of Business and Financial Control since 2018 Born: 1987

*Education:* Master of Science in Business and Economics, Linköping University *Background:* Working in finance for 7 years with amongst others Deloitte and Qliro *Other assignments:* –

Holdings in the Company: -



### ...ALONG WITH A NEW BOARD OF DIRECTORS

#### **OVERVIEW OF THE BOARD OF DIRECTORS**



#### **TORGNY HELLSTRÖM**

#### NEW

Chairman of the board since 2019

Born: 1958 **Education:** LL.M Stockholm University. Executive education Thunderbird (University of Phoenix) **Principal occupation:** Torgny Hellström is an active board director and management consultant and has held leading positions as Chairman of DDM Holding AG and MagComp AB, Director to the board of Ture Heading AB and Seapilot and within Anoto Group, most recently as CEO **Other assignments:** Chairman of the Board Precise Biometrics Holdings in the Company: Directly or indirectly owns 250,000 Class B shares

### Born: 1954

**KERSTIN SUNDBERG** 



#### Director since 2019

**Education:** Degree of Master of Science in Business and Economics, Stockholm University Principal occupation: Background as an authorised auditor and financial advisor, the most recent 17 years as a partner with Deloitte

**Other assignments:** Chairman of the Board and chair of the audit committee in Fortnox Holdings in the Company: -

#### **ANNA LAGERBORG**

NEW

#### Director since 2020

Born: 1966 **Education:** Bachelor in systems science Principal occupation: Executive Search and Business Development for Safemind Other assignments: -Holdings in the Company: -



#### **JAN BENJAMINSON**

#### Director since 2019

**Born:** 1958

Education: Degree of Master of Science in Business and Economics, Lund University **Principal occupation:** Long standing experience as a CFO from different listed and private software companies in Sweden and is currently holding the position of CFO for G-Loot, an e-sports company. Jan has previously held the position of CFO and CEO for TargetEveryOne Other assignments: Chairman of Level Eight AB and Board member in Oxcia AB and Sozap AB Holdings in the Company: -

NEW

NEW



#### **TOBIAS SJÖGREN**

Director since 2019 Born: 1975

Education: EMBA Gruppen

Principal occupation: Active in the video games industry since 1996 and most recently as CEO of White Wolf Entertainment and previously executive positions at Paradox interactive, Stardoll, DDM Agents and DICE. Currently independent consultant and investor and operational in Fox in a Box Other assignments: CEO and member of the board in Fox in a Box Holding AB Holdinas in the Company: -



### **CURRENT TEAM STRUCTURE**

#### EMPLOYEES BY GEOGRAPHY (AVERAGE DURING Q1'20)

**EMPLOYEES BY DEPARTMENT (AVERAGE DURING Q1'20)** 

OFFICE	COUNTRY	TOTAL
Stockholm	Sweden	103
Paris	France	9
Los Angeles	USA	1
Barcelona	Spain	13
Total		126

DEPARTMENT	TOTAL
Game Production	83
Technology / IT	Assigned to PAYDAY2, 17
Marketing and Business Development	PAYDAY Crime War and 11
Finance	PAYDAY3 5
HR & Office	5
Management	5
Total	126

### LEAN TEAM STRUCTURE WITH LIMITED OVERHEAD 100% FOCUS ON GAME PRODUCTION



# THE PAYDAY FRANCHISE - ONE OF THE MOST SUCCESSFUL IPS IN THE WORLD

### THE PAYDAY FRANCHISE

PAYDAY FRANCHISE IN GROSS SALES

>300M USD

INSTALLED BASE >28,000,000

dlcs and updates >190

SLIDE / 13

STEAM COMMUNITY MEMBERS

>6,600,000

Action / Co-op PAYDAY 2 release dates

August 2013 (PC) & June 2015 (Console)

#### A franchise for the coming decades

PAYDAY 3, rights for new games, movie/tv-series development, merchandise etc.

#### PAYDAY 1 & 2 STARBREEZE NET SALES

2013

2014

2015





2016

2017

■ Base ■ DLC

2018

2020 YTD

2019

#### PAYDAY 2 BASE GAME VS DLC SPLIT PD2 STEAM LAUNCH TO DATE<sup>1)</sup>

Note: 1) Share of net sales from PAYDAY 2 base games (all units and formats) vs. net sales from PAYDAY 2 DLCs (all units and PC).

### PAYDAY 2 - REVENUE AND KPI DEVELOPMENT

#### **REVIVING THE HUGE PAYDAY 2 COMMUNITY**

SLIDE / 14

- Production of content to PAYDAY 2 was stopped by late 2018, previous mgmt. decided that all updates and content was to be free
- Community largely intact during 2018-2019, but a community revival much needed, new release of <u>paid</u> DLC content for PAYDAY 2 in late October 2019
- By November 2019, PAYDAY 2 had doubled CCU's and revitalized the PAYDAY community

>400,000+ INSTANT INCREASE IN Community members	120% INCREASE IN PEAK CCUS FOLLOWING Ceo Letter to community "Winds of Change"	(
56,582 PEAK CCU DURING THE "SILK ROAD" Release, November 2019	96% POSITIVE STEAM REVIEWS RATING 30 Days Post content release	

#### PAYDAY 2 SINCE LAUNCH - CCU 2013-2020



#### PAYDAY 2 STEAM COMMUNITY MEMBERS - 2013-2020



### PAYDAY 2 - STRONG FOUNDATION FOR A SUCCESSFUL LAUNCH OF PAYDAY 3

#### A strong franshise built over eight years

LARGE INSTALLED BASE

PAYDAY

>28,000,000

Installe<u>d base</u>

>190 DLCs and updates **STRONG REVIEWS** 

86/100

Current steam rating

95/100

Steam rating the past 30 days

>260,000

WELL ESTABLISHED Community

6,600,000

Steam community members

Launch of Payday 3

#### **MULTIPLE PLATFORMS**

Simultaneous launch on PC and console (PAYDAY 2 launched on PC first)



**DISTRIBUTION CHANNELS** 

Physical distribution

GameStop amazon

Digital distribution





### PAYDAY 3 - CONTINUATION OF THE SUCCESSFUL FRANCHISE

	KEY DATA	<ul> <li>Continued development of the PAYDAY 2 franchise</li> <li>Release date 2022-2023</li> <li>"Living the Heist fantasy"</li> <li>IP developed and owned by Starbreeze</li> <li>Multiple platform release (PC, console etc.)</li> <li>New Game engine (Unreal)</li> </ul>	
0	KEY TARGET	<ul> <li>Continue successful story on the existing franchise and attract PD2 players to convert</li> <li>Expand the player base</li> <li>Add new functionalities and game modes</li> </ul>	
	DEVELOPMENT Status	<ul> <li>Development started in October 2019</li> <li>Ongoing development, with approx. 45 employees currently allocated to the project<sup>1</sup>)</li> </ul>	
(		Note: 1) As of May 2020.	N

### **ONGOING DISCUSSION WITH STRATEGIC PARTNERS**



# TRANSACTION STRUCTURE

### **TRANSACTION STRUCTURE**

#### **KEY FEATURES**

- Raise approximately <u>SEK 250m</u> by way of a rights issue with preferential right for existing shareholders (both A- and B-shares)
- Fully guaranteed transaction with subscription undertakings and intentions from existing owners as well as external guarantee undertakings
  - Four of the Company's larger shareholders (representing 40% of the capital and 57% of the votes) <u>SEK ~100m</u>
  - External guarantee consortium <u>SEK ~150m</u>
- Of the total issue proceeds after deduction of transaction costs, the net proceeds to be utilized as such:
  - ~70% to be used for development operations in New Starbreeze Publishing
     AB. Thus setting aside sufficient capital for continued development until signing a publishing deal for Payday 3. Development capital enabling;
    - Expanding the development team
    - Reaching additional later stage milestones (such as vertical slice)
    - Continuation of the board approved development plan for the Payday franchise for ~12-months
  - ~30% of the remaining net proceeds from the reduce liabilities and bank debt in accordance with the judicial composition adopted by the court
- The ratio between development capital and debt reduction is balanced to handle short term maturities and to strengthen the Company's long-term financial position.

#### **KEY DATES**

- August 12, 2020: Planned announcement date of the detailed terms and conditions, including subscription price and number of shares to be issued
- August 13, 2020: EGM to approve the Board of Directors resolution on the Rights Issue
- August 18, 2020: Publication of the interim report for the period 1 January 2020 to 30 June 2020
- **August 18, 2020:** Last day of trading in Starbreeze shares, including the right to participate in the Rights Issue
- August 18, 2020: Planned announcement date of the prospectus
- August 20, 2020: Record date for participation in the Rights Issue, i.e. holders of shares who are registered in the share register on this day will receive subscription rights for participation in the Rights Issue
- August 24, 2020 September 3, 2020: Trading in subscription rights
- August 24, 2020 September 7, 2020: Subscription period
- August 24, 2020 September 11, 2020: Trading in BTAs
- September 9, 2020: Expected press release of the outcome of the Rights Issue

# **GROUP FINANCIALS**

### **REVENUE DEVELOPMENT AND IMPACT OF COVID-19**



#### COMMENTARY

- Net sales in Q1'20 were SEK 22.0m, compared to SEK 47.8m in Q1'19. The PAYDAY franchise accounted for SEK 21.6m, compared to 26.7m in Q1'19 (in the comparison period for 2019 a non-reoccurring revenue of SEK 13.2 million is included)
- PAYDAY 2 and its DLCs met the first sales criterion in Valve's stepped approach to a higher revenue split on 3 January 2020. As a result, Starbreeze now has a revenue share of 75% on revenues from Steam after tax

#### Impact of COVID-19

- No direct impact on ongoing revenue-generating operations because the majority of revenues are generated through a digital distribution model
- The effect on Starbreeze's revenues has been positive due to higher volumes
- Focus has been on business continuation. Most employees are currently working from home with limited operational impact
- The short-term effect on ongoing projects is viewed as minor

### **OPERATING EXPENSES**

COST BASE DEVELOPMENT					
SEKM	NOTE	2018	2019	Q1'19	Q1'20
Direct costs	A	-1,733.9	-661.5	-170.6	-9.5
% of net sales		-495%	-236%	-357%	-43%
Selling and marketing costs	B	-91.4	-12.0	-4.4	-2.0
% of net sales		-26%	-4%	-9%	-9%
Administrative expenses	С	-115.7	-109.6	-37.8	-19.5
% of net sales		-33%	-39%	-79%	-89%
Other expenses		-	-20.4	-	-
% of net sales		n.a.	-7%	n.a.	n.a.
Number of employees at the end of the period	D	604	127	580	133
Average number of employees		634	331	586	126

#### COMMENTARY

- Direct costs amounted to SEK 9.5 million, compared to SEK 170.6m in Q1'19, and consist of costs related to game production and game development
- A The decrease is attributable mainly to capitalized development costs for sold publishing rights that were expensed in Q1 2019, but also to a reduction in the workforce and capitalization of a larger share of development work in 2020
- B Sales and marketing costs amounted to SEK 2.0 million, compared to SEK 4.4m in Q1'19
- Administrative expenses amounted to SEK 19.5 million, compared to SEK 37.8m in Q1'19, and refer to items including office costs and payroll for employees who do not work in game production or marketing, as well as costs related to the reconstruction process
- C The reduction is mainly due to lower costs related to the reconstruction process
- Significant headcount reduction following discontinuation and divestment of non-core operations

### **BALANCE SHEET**



#### COMMENTARY

- Intangible assets primarily consists of the PAYDAY IP (SEK 238m), capitalized work on PAYDAY CrimeWar (SEK 58m), PAYDAY 2 (SEK 20m) and PAYDAY 3 (SEK 18m)
- Goodwill consists of synergies and other intangible assets such as market position and personnel relating to past acquisitions (SEK 46.8m)

#### **Non-current liabilities**

- Non-current liabilities amounted to SEK 421.5m, compared to 255.7m in Q1'19
  - Long-term debt to Nordea of SEK 109.5m
  - Convertible bond with a present value of SEK 141.8m after discounting the nominal value of SEK 215.0m
  - Long-term liability (Digital Bros<sup>1)</sup>) relating to refinancing costs of the convertible bond with a present value of SEK 96.2m after discounting the nominal value of SEK 165.0m

#### **Current liabilities**

- Current liabilities amounted to SEK 184.9m, compared to 577.5m in Q1'19
  - Trade and other payables (SEK 127.7m), out of which SEK 41.0m relates to frozen liabilities and SEK 31.0m relates to interest-bearing liabilities, both in accordance with the reconstruction plan

Source: Company Information. Note: 1) Reported as a liability to Smilegate, but has been transferred to Digital Bros based on corporate communication from 505 Games.

# APPENDIX

6

### **POST-RESTRUCTURING LEGAL STRUCTURE**

#### COMMENTARY

- December 3, 2018 Stockholm District Court approved Starbreeze's ("SBZ") reconstruction
  - The Court appointed Lars Söderqvist from WSA Lawfirm as the Administrator
- SBZ negotiated with the creditors during 2019
- December 6th 2019 Stockholm District Court approved the Reconstruction Plan
  - SBZ is now out of reconstruction
  - SBZ has to follow the court approved repayment plan
  - Lars Söderqvist is appointed oversight by the court
- Identified non-core assets and decided to focus on the Company core business and the internal development of the PAYDAY franchise
- New and lean legal structure post reconstruction

#### **ILLUSTRATIVE LEGAL STRUCTURE PRE RECONSTRUCTION**

#### COMPANIES BEFORE THE RECONSTRUCTION (SIMPLIFIED)

Starbreeze AB (publ)											
Starbreeze Studios AB	Starb Product		Starb Publish		Starbı Ventur		Starbre A	eezeVR B	Entersp	bace AB	Starbreeze USA Inc
Starbre In		Starbree	ze Paris	Starbre LU		Starbre LUX II		Starb Barce		Noz	con
Parall	axter	Dhru	uva	Starbı Middle E		JV: St Corpo		Enters Internati		PAYI Product	

#### **ILLUSTRATIVE LEGAL STRUCTURE POST RECONSTRUCTION**

#### **COMPANIES IN RECONSTRUCTION**



### **OWNERSHIP AND SHARE PRICE DEVELOPMENT**

#### MAJOR SHAREHOLDERS (AS PER MAY 31, 2020) SHAREHOLDER STAR B HOLDING. % **VOTES**, % STAR A **DIGITAL BROS S.P.A** 26,695,287 9,733,948 10.05% 24.45% SWEDBANK ROBUR<sup>1)</sup> 14.77% 12.82% 10,180,153 43,327,893 FJÄRDE AP-FONDEN 11,320,895 3.12% 10.00% -FÖRSTA AP-FONDEN 7.795.179 34,999,996 11.81% 9.98% SWEDFACT HOLDING AB 4,173,890 1.15% 3.69% -FÖRSÄKRINGSAKTIEBOLAGET<sup>2)</sup> 1,532,779 16,751,806 5.05% 2.84% MICHAEL HJORT<sup>3)</sup> 1,429,105 0.39% 1.26% -NORDNET PENSIONSFÖRSÄKRING AB 610,961 5,701,799 1.74% 1.04% **BANQUE INTERNATIONALE A LUX** 0.58% 6,560,892 1.81% -JOHANSSON, STEFAN 650,000 35,860 0.19% 0.58% Sum of major shareholders 64,388,249 117,112,194 50.08% 67.24% Other 21,092,188 159,712,002 49.92% 32.76% Total 85,480,437 276,824,196 100.00% 100.00%

#### NASDAQ STOCKHOLM SHARE PRICE DEVELOPMENT, B-SHARES





### PAYDAY 2 SINCE LAUNCH – ACTIVE RELEASES



SLIDE / 27

### **STARBREEZE IN THE VALUE CHAIN**



IP



-				
Develo	n and	prod	LICE S	James
001010	p ana	prou	000,	2011100

 May wholly or partially own the development project or be externally contracted and work against fixed compensation and royalty after game release

**DEVELOPERS** 

Illustrative example, Self Publishing	
Selling price (USD)	49.9
VAT, %	10
Cost per unit sold, %	-
Distribution fees,%	30
Starbreeze's netsales	31.4

#### PUBLISHING

- Finance all or part of development
- Control and quality assure development
- Marketing
- Sales

Illustrative example, Publishing	
Selling price (USD)	49.9
VAT, %	10
Cost per unit sold, %	-
Distribution fees,%	30
Publisher's net sales	31.4
Rev. share ext. dev.,%	50
Publisher's share	15.7

#### DISTRIBUTORS

- Own distribution channels or the platforms on which the games are played
- Distribution may be digital or through traditional physical channels

**Digital:** 





GET IT ON Google Play

**Physical:** 





### **TRENDS IN THE GAMING MARKET**



**CONSOLIDATION** 



### **OVERVIEW OF GLOBAL GAMING MARKET**

#### LARGE AND GROWING ADDRESSABLE GAMES MARKET

- Global sales estimated to USD 152bn in 2019
- Expected annual growth (CAGR) of 9% until 2022E
- Market expected to generate sales of USD 196bn by 2022E
- Market growth drivers are target groups such as female gamers and older gamers

#### SIZE AND GROWTH OF GAME MARKET





### **OVERVIEW OF GLOBAL GAMING MARKET**

#### MOBILE GAMES

- Games played on mobile devices (smartphones/tablets)
- Short playing sessions and narrower action
- Development budgets and production time is shorter
- Target group is casual gamers

#### PC GAMES

- Games played on a PC
- Purchased in digital and physical format
- Target group is hardcore gamers

#### **CONSOLE GAMES**

- Digital and physical games played on a stationary or handheld console
- Large production budgets and production
- schedules compared to mobile games
- Target group is less hardcore than PC gamers

### **SEGMENT SPLIT OF TOTAL GAMING MARKET, USDBN**



### **CONSOLIDATED INCOME STATEMENT**

KSEK	2018	2019	Q1'19	Q1'20
Net sales	349,955	280,002	47,792	22,037
Direct costs	-1,733,903	-661,520	-170,565	-9,508
Gross profit (-loss)	-1,383,948	-381,518	-122,773	12,529
Selling and marketing costs	-91,397	-12,048	-4,392	-2,019
Administrative expenses	-115,722	-109,609	-37,781	-19,541
Other revenue	13,262	19,221	8,327	9,190
Other expenses	-	-20,408	-	-
Operating profit (-loss), EBIT	-1,577,805	-504,362	-156,619	159
Financial income	295,817	84,266	11	30
Financial expenses	-28,028	-30,866	-8,762	-103,881
Share of profit or loss from holdings recognized using the equity method of accounting	-37,233	-1,462	-1,914	6,355
Profit (-loss) before tax	-1,347,249	-452,424	-167,284	-97,338
Income tax	10,897	51,325	-812	475
Net profit (-loss) for the period	-1,336,352	-401,099	-168,096	-96,863

### **BALANCE SHEET**

KSEK	2018	2019	Q1'19	Q1'20	
	31/12/18	31/12/19	31/03/19	31/03/20	
ASSETS					
Non-current assets					
Intangible assets					
Goodwill	57,169	43,601	58,700	46,816	
Other intangible assets	356,071	240,221	351,349	236,998	
Capitalized expenditure for own games and technology development	170,919	81,518	186,193	104,948	
Investments in publishing projects	187,970	4,056	130,438	3,962	
Financial assets					
Financial assets	10,348	6,258	9,780	8,101	
Investments in joint ventures	4,656	3,195	2,742	2,917	
Non-current lease receivable	-	5,716	-	5,388	
Deferred tax assets	326	-	16	-	
Property, plant and equipment					
Computers and other equipment	60,499	12,850	28,563	11,035	
Right-of-use assets - buildings	-	63,764	111,520	60,129	
Total non-current assets	847,958	461,179	879,301	480,293	
Current assets					
Inventories	44	-	50	-	
Trades and other receivables	39,536	10,391	4,325	18,240	
Current lease receivable	-	3,106	-	-	
Prepaid expenses and accrued income	46,599	33,425	31,711	31,146	
Cash and cash equivalents	69,289	82,787	14,466	107,936	
Total current assets	155,468	129,709	50,552	157,323	
Assets held for sale	83,068	1,084	80,290	-	
TOTAL ASSETS	1,086,494	591,972	1,010,143	637,616	

KSEK	2018	2019	Q1'19	Q1'20 31/03/20	
	31/12/18	31/12/19	31/03/19		
EQUITY AND LIABILITIES					
Equity attributable to owners of the parent					
Share capital	6,506	6,587	6,506	7,246	
Other contributed capital	1,639,516	1,711,334	1,639,516	1,762,433	
Reserves	17,098	21,400	23,071	14,883	
Retained earnings including net profit for the					
period	-1,326,061	-1,733,163	-1,494,136	-1,753,335	
Non-controlling interest	1,947	-	2,016	-	
Total equity	339,006	6,158	176,973	31,227	
Non-current liabilities					
Non-current liabilities, earnouts	88,586	62	91,221	68	
Deferred tax liability	56,269	7,853	58,539	8,374	
Non-current lease liability	-	55,272	91,694	51,268	
Other non-current liabilities	14,459	121,009	14,253	361,752	
Total non-current liabilities	159,314	184,196	255,707	421,462	
Current liabilities					
Trade and other payables	519,421	342,468	504,687	127,744	
Current lease liability	-	19,181	20,106	19,637	
Accrued expenses and deferred income	63,889	38,506	52,670	37,546	
Total current liabilities	583,310	400,155	577,463	184,927	
Liabilities held for sales	4,864	1,463	-	-	
TOTAL EQUITY AND LIABILITIES	1,086,494	591,972	1,010,143	637,616	

### **CONSOLIDATED STATEMENT OF CASH FLOWS**

KSEK	2018	2019	Q1'19	Q1'20
Operating activities				
Cash flow from operations	-1,577,805	-504,362	-156,620	159
Adjustments for non-cash items	1,570,700	586,897	116,366	2,283
Interest paid	-14,440	-13,433	-	-
Interest received	-	-	-	-
Income taxes paid	-473	-	-7,391	-
Cash flow from (-used in) operating activities before changes in working capital	-22,018	69,102	-47,645	2,442
Cash flow from changes in working capital				
Increase (-) / decrease (+) in operating receivables	63,110	32,538	38,668	79,663
Increase (-) / decrease (+) in operating liabilities	8,814	-56,264	-18,871	-78,287
Cash flow from (-used in) operating activities	49,906	45,376	-27,848	3,818
Investing activities				
Purchase of property, plant and equipment	-92,071	-2,092	-295	-15
Sold non-current assets	-	217	-	-
Divested subsidiaries	-	67,202	-	-480
Investments in other financial assets	-6,607	-1,067	2,766	-86
Investments in own games and technology	-333,947	-92,412	-19,410	-24,396
Investments in publishing projects	-126,599	-8,087	-3,687	-
Cash flow from (-used in) investing activities	-559,224	-36,239	-20,626	-24,977
Financing activities				
New issue	390,114	-	-	50,723
Costs related to new issues	-16,879	-	-	-
Payments warrants	7,304	-	-	-
Increase in loans	159,476	4,132	472	-666
Repayment of loans	-195,681	-	-	-
Effect of financial lease	-	-	-7,158	-4,489
Cash flow from financing activities	344,334	4,132	-6,686	45,568
Cash flow for (-used in) the period	-164,984	13,269	-55,160	24,409
Cash and cash equivalents at the beginning of the period	233,757	69,289	69,289	82,787
Exchange difference in cash and cash equivalents	516	229	337	740
Cash and cash equivalents at the end of the period	69,289	82.787	14,466	107,936
Total available cash and cash equivalents	69,289	82,787	14,466	107,936