

Global IP Sound AB (publ.) Corporate identity number 556573-9017

Annual report and consolidated financial statements for the financial period from January 1 2003 to December 31 2003.

The board of directors and managing director present the following annual report and consolidated financial statements.

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Administration report

The Annual Report refers to the Company's fiscal year from the date January 1, 2003 to December 31, 2003.

Information about the business activities

Global IP Sound AB (the Company) develops and markets software for the communications industry and provides products and services that enable high quality voice for real-time communications over packet networks. The Company has established business in the US and Europe through its subsidiary Global IP Sound Inc. During the fiscal year, the Company had signed new agreements with companies like Skype, Texas Instruments, WorldGate, Telco Systems, Voipster, Bridgeport, Grandstream, UP Technologies, Pegasys, Brecis, LongBoard and Inter-Tel.

Revenues' for the year were SEK 7,432 - an increase of 445 percent over 2002. Operating expenses' were SEK 38,267 - a 30 percent decline from the previous year. Overall, the Company posted a net profit of SEK 10,912. The profit was due to a one-time gain of SEK 41,680 due to the restructuring. In 2003, the Company generated 16 314 SEK in new capital (Note 17.)

In 2003, the Company restructured in order to operate as a United States-based corporation under the name Global IP Sound, Inc. (GIPS-Inc). On December 30, 2003, the first phase of the plan began with Global IP Sound AB (GIPS-AB) acquiring GIPS Europe AB (formerly AB Grundstenen). GIPS-AB then sold and transferred most of the operational net assets, employees and certain patent rights to GIPS Europe AB. The final phase of the plan occurred when GIPS-AB sold GIPS Europe AB and the remaining patent rights to GIPS- Inc.

GIPS AB still retains 100 percent ownership in GIPS-Inc. and its subsidiaries. During 2004, the Company is planning to introduce a new incentive program, where the employees will be offered shares in GIPS-Inc.

At the start of the year, the Company's go to market strategy and the effectiveness of software licensing as a business model were unproven. As of the end of the year, it is clear that the Company is on track. Its sales pipeline grew to 73 active accounts at the end of the year. A total of 22 licensing agreements are now signed. Most importantly, 30 percent of revenue during the year came from licensing revenue. The first licensing revenue was received from Nortel during the fourth quarter of 2003.

The Company increased penetration across the different segments of the Voice over Internet Protocol (VoIP) market and has seen very positive developments in the opportunities for so called "soft-phone" applications such as peer-to-peer, 802.11 (WiFi) and collaboration/conferencing. The Company allocated its research and development resources to strengthen its position in these dynamic new product categories by launching IP ConferenceEngine and an Acoustic Echo Cancellation for PC. The Company will continue to invest in developing new technologies and products to maintain its competitive position.

The Company is optimistic on its future. Today, the Company is now established as a key contributor to the early success of Skype's peer-to-peer net calling. It is continuing to build strategic relationships with key tier one players in the systems market, such as Nortel, WebEx and Inter-Tel. With a growing customer base, new products and positive signs for a steady recovery of telecommunications spending, the outlook for 2004 and beyond is positive.

The Company has its registered office in Stockholm.

Proposed treatment of profit (loss)

Following means are at the General Assembly's disposal:

Parent Company	Amount
Balance brought forward:	-67,206
Net profit of the year:	28,567
Total	-38,639

The board of directors and the managing director propose that the Parent Company's accumulated loss, SEK 38,639, be carried forward.

Group

The Group's non-restricted equity amounts run up to SEK -131,821 and no provisions to restricted reserves are requisite.

All amounts are given in thousands Swedish kronor if nothing else is stated.

Summary covering several years

Year	2003	2002	2001
Net turnover	7,432	1,364	0
Result after financial items	10,937	-52,769	-76,114
Balance sheet total	68,787	34,883	50,362
Solvency (%)	82%	83%	84%
Employees	21	30	35

Consolidated income statement	Note	2003-01-01 2003-12-31	2002-01-01 2002-12-31
	1	<u> </u>	
Other income	2	7,432	1,364
Gross profit		7,432	1,364
Information about the business activities	3, 2, 4		
Selling expenses		-8,259	-14,189
Administrative expenses	5	-15,889	-22,601
Research and development costs		-14,119	-17,602
Operating loss		-30,835	-53,027
Result from financial investments			
Other interest income and similar profit/loss items	6	41,941	1,395
Interest expenses and similar profit/loss items		-169	-1,137
Total result from financial investments		41,772	259
Result after financial items		10,937	-52,769
State tax		-25	-18
Net profit (loss) for the year		10,912	-52,786

Consolidated balance sheet	Note	2003-12-31	2002-12-31
consonated balance sheet	14000	2003 12 31	2002 12 31
Assets	1		
Fixed assets			
Intangible fixed assets Patents	7	43,466	1,359
Tangible fixed assets Plant and machinery Equipment, tools, fixtures and fittings Software Costs of improvements to property Vehicles	8 9 10 11	233 685 2 812 0 1,732	976 1,222 56 1,695 0 3,949
Financial fixed asets Deposits Other long-term receivables	16	1,925 1,500 3,425	2,344 1,760 4,105
Total fixed assets		48,622	9,413
Current assets Acount receivable-trade Other current investments Other current receivables Prepaid expenses and acrued income	12	3,224 0 495 5,163 8,882	484 0 379 974 1,837
Cash and bank balance		11,283 11,283	23,633 23,633
Total current assets		20,165	25,470
Total assets		68,787	34,883

,		,	
Equity and liabilities	Note	2003-12-31	2002-12-31
Equity	13,17		
Restricted equity Share capital (42,545,168 shares at nom SEK 0,1each) Restricted reserves Total restricted equity		4,255 183,858 188,112	2,688 169,252 171,940
Non-restricted equity Net loss previous year Net loss of the year Total non-restricted equity		-142,733 10,912 -131,821	-89,947 -52,786 -142,733
Total equity		56,291	29,207
Long-term liabilities Long-term note Total long-term liabilities		111 111	46 46
Current liabilities Accounts payable - trade Other current liabilities Accrued expenses and deferred income Total current liabilities	14	3,012 179 9,194 12,385	1,777 233 3,619 5,630
Total equity and liabilities		68,787	34,883
Pledged assets		Inga	Inga
Contingent liabilities		Inga	Inga

Consolidated cash flow statement	Note	2003-01-01 2003-12-31	2002-01-01 2002-12-31
Operating activities			
Result after financial items		10,937	-52,769
Adjustments for items not included in cash flow etc.		1,148	1,284
Depreciation and disposals		1,425	2,130
Tax		-25	-18
Cash flow from operating activities			
before changes in working capital		13,485	-49,372
Changes in working capital			
Increase in receivables		-7,045	-221
Increase in accounts payables		6,756	-2,299
Cash flow from operating activities		13,196	-51,892
Investing activities			
Acquisitions of intangible assets		-42,106	-559
Acquisitions of machinery and equipment		792	738
Investment in financial assets		420	5,853
Loans provided		260	-1,760
Cash flow from investing activities		-40,634	4,272
Financing activities			
Share premium upon issue of new shares		16,379	39,710
Cash flow from financing activities		16,379	39,710
Cash flow for the year		-11,059	-7,910
Liquid funds at the beginning of the year		23,632	32,932
Exchange difference, liquid funds		-1,290	-1,389
Liquid funds at the end of the year		11,283	23,633

		2003-01-01	2002-01-01
Parent company income statement	Not	2003-12-31	2002-12-31
OIL .	2	1 750	400
Other income	2	1,758	
Gross profit		1,758	489
Information about the business activities	4, 3, 2		
Selling expenses		-2,510	-4,390
Administrative expenses	5	-3,182	-10,063
Research and development costs		-9,190	-15,283
Operating loss		-13,124	-29,248
Result from financial investments			
Other interest income and similar profit/loss items	6	41,860	5,565
Interest expenses and similar profit/loss items		-169	-1,132
Total result from financial investments		41,691	4,433
Result after financial items		28,567	-24,815
Net profit (loss) for the year		28,567	-24,815

Parent company balance sheet	Not	2003-12-31	2002-12-31
	•		
Assets	1		
Fixed assets			
Intangible fixed assets Patents	7	0	1,359
Tangible fixed assets Plant and machinery Leasehold improvements Equipment, tools, fixtures and fittings	8 11 9	0 0 0	204 575
Financial fixed assets Shares in group activities Deposits		8,769 0 8,769	1,010
Total fixed assets		8,769	12,608
Current assets Current receivables Other current investments Receivables from group companies Other current receivables	16	0 0 135,530 0	0 73,478
Prepaid expenses and accrued income	12	135,530	664
Cash and bank balance		2,000	·
Total current assets		137,530	
Total assets		146,299	103,984

Equity and liabilities	Not	2003-12-31	2002-12-31
Equity	13		
Restricted equity Share capital (42,545,168 shares at nom SEK 0,1each) Share premium reserve		4,255 180,684 184,938	165,936
Non-restricted equity Profit/loss brought forward Net loss for the year Accumulated loss		-67,206 28,567 -38,639	-24,815
Total equity		146,299	101,418
Current liabilities Accounts payable - trade Other current liabilities Unearned revenue Accrued expenses and deferred income Total current liabilities	14	0 0 0 0	233 0 1,291
Total equity and liabilities		146,299	103,984
Pledged assets Contingent liabilities		Inga	

Cash flow statement	Not	2003-01-01 2003-12-31	2002-01-01 2002-12-31
Operating activities			
Result after financial items		28,567	-24,815
Depreciation		-2,965	1,187
Cashflow from operating activities			
before changes in working capital		25,602	-23,628
Changes in working capital			
Increase in receivables		-61,009	-27,239
Increase in accounts payable - trade		-2,566	-2,792
Cash flow from operating activities		-37,974	-53,660
Investing activities			
Acquisitions of intangible assets		1,359	-559
Acquisitions of machinery and equipment		4,435	-273
Investment in financial assets		1,010	5,402
Cash flow from investing activities		6,804	4,571
Financing activities			
Share premium upon new issue of shares		16,314	39,664
Cash flow from financing activities		16,314	39,664
Cash flow for the year		-14,855	-9,425
Liquid funds at the beginning of the year		16,856	26,279
Liquid funds at the end of the year		2,000	16,855

Notes to the financial statements, applicable to the parent company and Group

Note 1: Accounting principles

Information about the business activities

The annual report has been prepared according to the Annual Accounts Act and to the Swedish Accounting Standards Board.

Consolidated financial statements

The consolidated financial statements include subsidiaries, where the parent company directly or indirectly holds more than 50% of the votes.

The consolidated financial statements have been prepared in accordance with the acquisition accounting method, which means that the subsidiaries' equity at the date of acquisition, defined as the difference between the fair values of the assets and liabilities, is eliminated in full. Thus, the group equity includes only that portion of the subsidiaries' equity, which has been added after the date of acquisition.

If the acquisition value of the shares on consolidation exceeds the value of the subsidiary's net assets stated in the acquisition analysis, the difference is stated as goodwill on consolidation. If instead, the acquisitior value of the shares on consolidation is less than the value of the company's net assets stated in the acquisition analysis, the difference is accounted for as a provision for negative goodwill. The provision is dissolved on the basis of expectations regarding the earnings trend.

The company applies the current method for the translation of the financial statements of foreign subsidiaries. This means that the assets and liabilities of the foreign subsidiaries are translated at the closing rate. All items included in the income statement are translated at the average rate for the year. Translation differences are taken directly to group equity.

If the parent company or another group company has taken measures to balance or hedge against exchange differences regarding a net investment in an independent subsidiary, the exchange difference in the hedge instrument is taken directly to equity, in so far as it is matched by a translation difference reported during the year for the subsidiary.

In case there is a difference in the valuation of assets and liabilities at group level and company level, the tax effect is taken into account and is reported either as a deferred tax asset or a deferred tax liability.

Inter-company profits are eliminated in full, i.e. without taking account of minority interests

Minority interests in the result for the year are shown in the consolidated financial statements. Minority interests in the subsidiaries' equity are presented as a separate item in the consolidated balance sheet.

Receivables

Receivables are stated in the amounts estimated to be received on the basis of individual assessment.

Foreign currencies

Receivables and payables in foreign currencies are valued at the closing rate. Where hedging measures have been taken, such as forward contracts, the forward rates are used. Gains and losses on receivables and payables relating to operations are accounted for net under other operating income or, alternatively, other operating expenses.

On hedging of future budgeted flows, the hedging instruments are not re-valued in case of exchange rate fluctuations. The entire effect of exchange rate fluctuations is accounted for in the income statement as the hedging instruments mature.

Fixed assets

Tangible and intangible fixed assets are depreciated/amortised systematically over their estimated useful lives. The following periods of depreciation/amortisation are applied:

Number of years

Intangible fixed assets 5
Equipment, tools, fixtures and fittings 5
Software 3

Improvements to property Written down over the term of the lease

Interest on capital borrowed to finance the production of an asset is included in the acquisition value in so far as the interest is attributable to the production period.

Research and development

Costs for research and development work are normally expensed as they arise.

Cash flow statement

The cash flow statement is prepared in accordance with the indirect method. The reported cash flow comprises only transactions leading to inward and outward payments. The cash flow is allocated to

- operating activities,
- investing activities and
- financing activities.

Inter-company purchases and sales

Note 2

Parent company

Of the company's net sales, sales to subsidiaries account for SEK 0. Of the company's purchases, purchases from subsidiaries account for KSEK 2 992 (KSEK 9 924). Interest income from subsidiaries account for KSEK 5 071 (KSEK 4 375).

For inter-company purchases and sales, the pricing principles applied are the same as for transactions between external parties.

Note 3 Depreciation, amortisation, write-downs and reversals

Depreciation of tangible fixed assets amount to KSEK 1 822 (KSEK 2 617) group and KSEK 767 (KSEK 1 187) for the parent company.

Note 4

Average number of employees, wages, salaries, other emoluments and social security contributions

	2003-01-01 2003-12-31	2002-01-01 2002-12-31
The average number of employees, men and women, was	2003-12-31	2002-12-31
Group Women	4	5
Men	17	
Total for group	21	30
Parent company		
Women	2	3
Men	9	13
Total for parent company	11	16
Group		
Wages, salaries and emoluments paid to		
President and board of directors	2,247	,
Other employees	16,806	
Total wages, salaries and emoluments	19,053	26,937
Statutory and contractual social security contributions	3,099	4,110
Pension costs (of which for board and managing director SEK 95 442) Total wages, salaries, emoluments, social security contributions and pension	948	1,290
costs for group	23,099	32,336
Parent company		
Wages, salaries and emoluments paid to		
President and the board of directors	641	702
Other employees	6,106	7,234
Total wages, salaries and emoluments	6,747	7,936
Statutory and contractual social security contributions	2,207	2,568
Pension costs (of which for board and managing director SEK 95 442)	948	1,290
Total wages, salaries, emoluments, social security contributions and pension costs for parent company	9,901	11,793
Pegarding severance nay for hoard of directors and CEO, the CEO has one year of		· ·

Regarding severance pay for board of directors and CEO, the CEO has one year of salary upon notice.

Board members and executive officers

Doura members and executive sineers	Number on balance day	2003 Whence Men	Number on balance day	2002 Whence Men	
Board members		6	100%	6	100%
Ceo and other executive officers		6	100%	7	100%

Sick leave

SICK leave	7/1/2003 2003-12-31
Total sick leave	0%
- longterm	0%
- sick leave men	0%
- sick leave women	0%
- employees - 29 years	0%
- employees 30 - 49 years	0%
- employees 50 years -	0%

Note 5 Fees and remuneration

		2003-01-01 2003-12-31	2002-01-01 2002-12-31
Öhrlings Pricewaterhousecoopers			1202 22 02
Group Accounting fees		148	206
Other fees		190	
Total		338	
Parent company			
Accounting fees		75	75
Other fees		153	
Total		228	98
Note 6	Other interest income and similar profit/loss items	ar	
	•	2003-01-01	2002-01-01
		2003-12-31	2002-12-31
Group			
Interest income		393	1,242
Total		393	1,242
Parent company			
Interest income		5,412	5,565
Total		5,412	
Of which relating to group companies		5,071	4,375
Note 7	Patents		
Group		12/31/2003	12/31/2002
ч			
Patents		4 250	222
Balance brought forward Capitalised costs		1,359 427	
Restructure		41,680	
Closing residual value according to plan		43,466	
Parent company			
Patents			
Balance brought forward		1,359	
Capitalised costs		427	
Restructure Closing residual value according to plan		-1,786 0	
closing residual value according to plan			1,339

Note 8

Plant and machinery

	12/31/2003	12/31/2002
Group		_
Balance brought forward	3,969	3,900
-Purchases	94	359
-Disposal	-315	-197
-Currency translations	-248	-93
Closing accumulated acquisition values	3,500	3,969
Balance brought forward	-2,994	-1,817
-Purchases	235	80
-Disposal	-715	-1,320
-Currency translations	207	62
Closing accumulated depreciation	-3,267	-2,994
Closing residual value according to plan	233	976

	12/31/2003	12/31/2002
Parent company		,,
Balance brought forward	3,024	2,752
-Purchases	94	273
-Disposal	-315	0
-Restructure	-2,803	0
Closing accumulated acquisition values	0	3,024
Balance brought forward	-2,333	-1,375
-Purchases	0	0
-Disposal	235	0
-Depriciation	-538	-958
-Restructure	2,636	0
Closing accumulated depreciation	0	-2,333
Closing residual value according to plan	0	691

Note 9	Equipment, tools, fixtures and fittings	12/31/2003	12/31/2002
Group			
Balance brought forward		2,109	2,315
-Purchases		5	0
-Currency translations		-176	-206
-Disposal		-225	0
Closing accumulated acquisition values		1,713	2,109
Balance brought forward		-887	-499
-Depreciation		-407	-446
-Currency translations		85	58
-Disposal		181	0
Closing accumulated depreciation		-1,028	-887
Closing residual value according to plan		685	1,222
Parent company			
Balance brought forward		1,088	1,088
-Purchases		5	0
-Disposal		-225	0
-Restructure		-868	0
Closing accumulated acquisition values		0	1,088
Balance brought forward		-513	-296
-Depreciation		-218	-218
-Disposal		181	0
-Restructure		550	0
Closing accumulated depreciation		0	-513
Closing residual value according to plan		0	575

Note 10 Software				
Note 10	Software	12/31/2003	12/31/2002	
_				
Group				
Balance brought forward		222	267	
-Purchases		0	0	
-Currency translations		-38	-45	
Closing accumulated acquisition values		184	222	
Balance brought forward		-166	-110	
-Depreciation		-61	-94	
-Currency translations		46	38	
Closing accumulated depreciation		-181	-166	
Closing residual value according to plan		2	56	
Note 11	Costs of improvements to proper		12 (21 (2002	
		12/31/2003	12/31/2002	
Group				
•				
Balance brought forward		2,938	3,428	
-Purchases		39	54	
-Currency translations		-468 -98	-543	
-Disposal Closing accumulated acquisition values		2,411	<u>0</u> 2,938	
closing accumulated dequisition values		2,711	2,330	
Balance brought forward		-1,243	-667	
-Depreciation		-638	-757	
-Currency translations		269	181	
-Disposal		12	0	
Closing accumulated depreciations		-1,599	-1,243	
Closing residual value according to plan		812	1,695	
3 · · · · · · · · · · · · · · · · · · ·				
Parent company				
Balance brought forward		220	220	
-Purchases		39	0	
-Disposal		-98	0	
-Restructure Closing accumulated acquisition values		-161 0	220	
closing accumulated acquisition values			220	
Balance brought forward		-17	-6	
-Depreciation		-12	-11	
-Disposal		12	0	
-Restructure		16	0	
Closing accumulated depreciations		0	-17	
Closing residual value according to plan		0	204	
= '				

Note 12 Prepaid expenses and accrued income

income		
	12/31/2003	12/31/2002
Group		
Prepaid rents	382	468
Prepaid leasing	0	55
Accrued interest income	8	16
Unearned revenue	4,430	63
Prepaid insurance	180	194
Other prepaid expenses	163	178
Total	5,163	974
Parent company		
Prepaid rents	0	329
Prepaid leasing	0	55
Accrued interest income	0	16
Unearned revenue	0	63
Prepaid insurance	0	127
Other prepaid expenses	0	74
Total	0	664

	12/31/2003	12/31/2002
Group		_
Restricted equity		
Share capital		
Amount at the beginning of the year	2,688	23,044
New capital issue	1,567	2,185
Transfer to restricted reserves	0	-22,542
Amount at the end of the year	4,255	2,688
Restricted reserves		
Amount at the beginning of the year	169,252	131,878
New capital issue	14,748	37,479
Transfer from share capital	0	0
Change in exchange difference	-1,290	-1,389
Deferred compensation	1,148	1,284
Adjustment from restricted equity to non-restricted equity	0	0
Amount at the end of the year	183,857	169,252
Total restricted equity at the end of the year	188,112	171,940
Non-restricted equity		
Amount at the beginning of the year	-142,733	-112,489
Adjustment from restricted equity to non-restricted equity	-142,733	22,542
Net result of the year	10,912	-52,786
Total non-restricted equity at the end of the year	-131,821	-142,733
rotal non-restricted equity at the challenged	131,021	172,733

	12/31/2003	12/31/2002
Parent company		, , , , , , , , , , , , , , , , , , , ,
Restricted equity		
Share capital		
Amount at the beginning of the year	2,688	23,044
New capital issue	1,567	2,185
Transfer to share premium reserve	0	-22,542
Amount at the end of the year	4,255	2,688
Share premium reserve		
Amount at the beginning of the year	165,936	128,457
New capital issue	14,748	37,479
Amount at the end of the year	180,684	165,936
Total restricted equity at the end of the year	184,938	168,624
Non-restricted equity		
Amount at the beginning of the year	-67,206	-64,933
Transfer from share capital	, 0	22,542
Net result of the year	28,567	-24,815
Amount of the year	-38,639	-67,206

Note 14 Accrued expenses and deferred income

	2003-01-01	2002-01-01
	2003-12-31	2002-12-31
Group		
Accrued holiday pay	709	704
Accrued social security contributions	147	213
Accrued special employer's contribution	230	264
Unearned revenue	6,418	419
Other items	1,690	1,601
Total	9,194	3,201
Parent company		
Accrued holiday pay	0	287
Accrued social security contributions	0	213
Accrued special employer's contribution	0	264
Unearned revenue	0	37
Other items	0	490
Total	0	1,291

Note 15

Company name	Organisations r	nr Säte		Kapitalandel (%)
Global IP Sound Optioner AB	556585-5383	Stockholm, Sverige		100
Global IP Sound Inc.	94-3352605	San Francisco, USA		100
Global IP Sound Europe AB	556604-9366	Stockholm, Sverige		100
	Kapital-	Rösträtts-	Antal	
Parent company	andel %	<u>andel %</u>	<u>aktier</u>	Bokfört värde
Global IP Sound Optioner AB	100	100	1 000	100,000
Global IP Sound Inc.	100	100	100,000	<u>8,669,216</u>
Sum				8,769,216

Shares in group companies

Global IP Sound Optioner AB has share capital of SEK 100 000. Equity amounts to SEK 89 705. Net loss of the year amounts to SEK 793.

Global IP Sound Inc. has a share capital of SEK 869. Equity amounts to SEK -61 368 350. Net loss of the year amounts to SEK 16 663 156.

Note 16

Other long-term receivables

The company's CEO, Gary Hermansen who is employed by Global IP Sound Inc, has per 2002-07-31 taken a loan at the amount of USD 200 000 from Global IP Sound Inc. Exchanged to Swedish krona (SEK) and including the interest consideration, the total loan per 2003-12-31 is MSEK 1,5. The loan carries interest at 3% per year. No repayment has been done during 2002. The loan runs till 2004-07-31 och shall be regulated in entirety per this date. As security 400 000 shares and/or warrants to buy in Brightmail Inc. are set.

Note 17 New Capital Issue

In 2003, the Company generated 16 314 351 in new capital. The source of those funds are describe below:

2003 Funding Activities 18,865,538
Issuance costs (2,551,187)
16,314,351

Stockholm 2004-

Gary Hermansen Ditlef de Vibe Roar Hagen
President and CEO Chairman of the Board Vice President

Kjell Rune Staddeland Jørgen Kjærnes Jörgen Axelsson Trym Skeie

Our audit report has been issued on 2004-PRICEWATERHOUSECOOPERS AB

Magnus Brändström Auktoriserad revisor