

# Paranova Diagnostics ApS

Marielundvej 46 D, 2.tv., 2730 Herlev  
CVR no. 25 48 25 14

## Annual report for 2016

Årsrapporten er godkendt på den  
ordinære generalforsamling, d. 31.05.17

Erik Bernhard Pfeiffer  
Dirigent

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Company information etc.	3
Statement of the Board of Directors on the annual report	4
Independent auditor's report	5 - 7
Management's review	8
Income statement	9
Balance sheet	10 - 11
Statement of changes in equity	12
Notes	13 - 19

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**The company**

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Paranova Diagnostics ApS  
Marielundvej 46 D, 2.tv.  
2730 Herlev  
Tel.: 44 66 32 00  
Fax: 44 66 32 01  
Registered office: Herlev  
CVR no.: 25 48 25 14  
Financial year: 01.01 - 31.12

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**Executive Board**

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Rasmus Helt Poulsen

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**Auditors**

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Beierholm  
Statsautoriseret Revisionspartnerselskab

## **Statement of the Board of Directors on the annual report**

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I have on this day presented the annual report for the financial year 01.01.16 - 31.12.16 for Paranova Diagnostics ApS.

The annual report is presented in accordance with Danish Financial Statements Act.

In my opinion, the financial statements give a true and fair view of the the company's assets, liabilities and financial position as at 31.12.16 and of the results of the the company's activities for the financial year 01.01.16 - 31.12.16.

I believe that the management's review includes a fair review of the matters dealt with in the management's review.

The annual report is submitted for adoption by the general meeting.

Herlev, May 22, 2017

### **Executive Board**

Rasmus Helt Poulsen

**To the capital owner of Paranova Diagnostics ApS****Opinion**

We have audited the financial statements of Paranova Diagnostics ApS for the financial year 01.01.16 - 31.12.16, which comprise the income statement, balance sheet, statement of changes in equity and notes, inclusive of accounting policies. The financial statements are prepared in accordance with Danish Financial Statements Act

In our opinion the financial statements give a true and fair view of the company's assets, liabilities and financial position at 31.12.16 and of the results of the company's operations for the financial year 01.01.16 - 31.12.16 in accordance with the Danish Financial Statements Act.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical 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 opinion.

**Statement regarding the management's review**

Management is responsible for management's review.

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

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

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

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

**Management's responsibility for the financial statements**

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

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

**Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. 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 financial statements.

As part of an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

Soeborg, Copenhagen, May 31, 2017

**Beierholm**

Statsautoriseret Revisionspartnerselskab  
CVR no. 32 89 54 68

Jan Nygaard  
State Authorized Public Accountant

**Primary activities**

The company's main activity of the company is distribution of parallel imported pharmaceuticals.

**Development in activities and financial affairs**

The income statement for the period 01.01.16 - 31.12.16 shows a profit/loss of DKK'000 4,167 against DKK'000 533 for the period 01.01.15 - 31.12.15. The balance sheet shows equity of DKK'000 -7,509.

The company has lost the entire share capital. The Executive Board expects that the share capital will be re-established through future profit and/or by debt conversion.

Paranova Diagnostics ApS has received a letter of support from the Company's ultimate parent, MPA Pharma GmbH, stating that MPA Pharma GmbH guarantees that the Company has the necessary capital resources and liquidity available until at least 31 December 2017.

**Subsequent events**

No important events have occurred after the end of the financial year.



## Income statement

Note	2016 DKK '000	2015 DKK '000
	<b>6.251</b>	<b>1.133</b>
<b>Gross profit</b>		
Depreciation, amortisation, impairment losses and write-downs of property, plant and equipment	0	-7
	<b>6.251</b>	<b>1.126</b>
<b>Profit/loss before net financials</b>		
2 Financial expenses	-909	-442
	<b>5.342</b>	<b>684</b>
<b>Profit/loss before tax</b>		
Tax on profit or loss for the year	-1.175	-151
	<b>4.167</b>	<b>533</b>
<b>Profit/loss for the year</b>		
<b>Proposed appropriation account</b>		
Retained earnings	4.167	533
	<b>4.167</b>	<b>533</b>
<b>Total</b>		

<b>ASSETS</b>		31.12.16	31.12.15
Note		DKK '000	DKK '000
	Trade receivables	23.883	25.664
	Receivables from group enterprises	260	7
	Deferred tax asset	1.886	2.321
	Income tax receivable	0	230
	<b>Total receivables</b>	<b>26.029</b>	<b>28.222</b>
	<b>Total current assets</b>	<b>26.029</b>	<b>28.222</b>
	<b>Total assets</b>	<b>26.029</b>	<b>28.222</b>

<b>EQUITY AND LIABILITIES</b>		31.12.16	31.12.15
		DKK '000	DKK '000
Note			
	Contributed capital	125	125
	Retained earnings	-7.634	-11.801
	<b>Total equity</b>	<b>-7.509</b>	<b>-11.676</b>
	Trade payables	0	2
	Payables to group enterprises	31.209	39.886
	Income taxes	739	0
	Other payables	1.590	10
	<b>Total short-term payables</b>	<b>33.538</b>	<b>39.898</b>
	<b>Total payables</b>	<b>33.538</b>	<b>39.898</b>
	<b>Total equity and liabilities</b>	<b>26.029</b>	<b>28.222</b>

3 Contingent liabilities

4 Charges and security

5 Related parties

## Statement of changes in equity

Figures in DKK '000	Share capital	Retained earnings
Statement of changes in equity for 01.01.15 - 31.12.15		
Balance pr. 01.01.15	125	-12.334
Net profit/loss for the year	0	533
Balance as at 31.12.15	125	-11.801
Statement of changes in equity for 01.01.16 - 31.12.16		
Balance as at 01.01.16	125	-11.801
Net profit/loss for the year	0	4.167
Balance as at 31.12.16	125	-7.634

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### 1. Information as regards going concern

Paranova Diagnostics ApS has received a letter of support from the Company's ultimate parent, MPA Pharma GmbH, stating that MPA Pharma GmbH guarantees that the Company has the necessary capital resources and liquidity available until at least 31 December 2017. We refer to the comment in the Management's review.

### 2. Financial expenses

Interest, group enterprises	909	442
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### 3. Contingent liabilities

The company has no contingent liabilities as at 31.12.16

#### **4. Charges and security**

The company has not provided any other security over assets.

#### **5. Related parties**

The company is included in the consolidated financial statements of the parent Paranova Group A/S, Herlev.

## 6. Accounting policies

### GENERAL

The annual report is presented in accordance with the provisions of the Danish Financial Statements Act (*Årsregnskabsloven*) for enterprises in reporting class B.

### Change in accounting policies

The company has changed its accounting policies in the following areas:

Cash pool accounts classified as Receivables and payables to and from group enterprises. Previously, cash pool accounts were classified as Cash and Payables to other credit institutions in the balance sheet. In future, cash pool accounts is held under Receivables from group enterprises, recommending to the real ownership. The comparative figures have been restated in accordance with the new accounting policy. The change in accounting policy has no impact net profit or loss, equity or balance sheets of 31.12.16.

Except for the areas mentioned above, the accounting policies have been applied consistently with the previous year.

### Basis of recognition and measurement

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities. All expenses, including depreciation, amortisation, impairment losses and write-downs, are also recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the company, and the value of such assets can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow from the company, and the value of such liabilities can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

On recognition and measurement, account is taken of foreseeable losses and risks arising before the date at which the annual report is presented and proving or disproving matters arising on or before the balance sheet date.

### CURRENCY

The annual report is presented in Danish kroner (DKK).

**6. Accounting policies** - continued -**INCOME STATEMENT****Gross profit**

Gross profit comprises revenue and raw materials and consumables and other external expenses.

**Revenue**

Income from the sale of goods is recognised in the income statement if delivery has taken place and the risk has passed to the buyer before the end of the financial year and where the selling price can be determined reliably and is expected to be paid. Revenue is measured at fair value and is determined exclusive of VAT and other taxes collected on behalf of third parties and less discounts.

**Costs of raw materials and consumables**

Costs of raw materials and consumables comprise raw materials and consumables used for the year as well as any changes in inventories, including any inventory wastage.

Write-downs of inventories of raw materials and consumables are also recognised under raw materials and consumables to the extent that these do not exceed normal write-downs.

**Other external expenses**

Other external expenses comprise costs relating to distribution, sales and advertising and administration, premises and bad debts to the extent that these do not exceed normal write-downs.



**6. Accounting policies - continued -****Depreciation, amortisation and impairment losses**

The amortisation and depreciation of intangible assets aim at systematic depreciation and amortisation over the expected useful lives of the assets. Assets are depreciated/amortised according to the straight-line method based on the following expected useful lives and residual values:

	Useful life, year	Residual value, per cent
Acquired rights	7	0

The basis of depreciation/amortisation is the cost of the asset less the expected residual value at the end of the useful life. Moreover, the basis of depreciation/amortisation is reduced by any impairment losses. The useful life and residual value are determined when the asset is ready for use and reassessed annually.

**Other net financials**

Interest income and interest expenses etc. are recognised in other net financials.

**Tax on profit/loss for the year**

The current and deferred tax for the year is recognised in the income statement as tax on the profit/loss for the year with the portion attributable to the profit/loss for the year, and directly in equity with the portion attributable to amounts recognised directly in equity.

The company is jointly taxed with Danish consolidated enterprises.

In connection with the settlement of joint taxation contributions, the current Danish income tax is allocated between the jointly taxed enterprises in proportion to their taxable incomes. This means that enterprises with a tax loss receive joint taxation contributions from enterprises which have been able to use this loss to reduce their own taxable profit.

**BALANCE SHEET****Impairment losses on fixed assets**

The carrying amount of fixed assets which are not measured at fair value is assessed annually for indications of impairment over and above what is reflected in depreciation/amortisation.

## 6. Accounting policies - continued -

If the company's realised return on an asset or a group of assets is lower than expected, this is considered an indication of impairment.

If there are indications of impairment, an impairment test is conducted of individual assets or groups of assets.

The assets or groups of assets are impaired to the lower of recoverable amount and carrying amount.

The higher of net selling price and value in use is used as the recoverable amount. The value in use is determined as the present value of expected net cash flows from the use of the asset or group of assets as well as expected net cash flows from the sale of the asset or group of assets after the expiry of their useful lives.

Impairment losses are reversed when the reasons for the impairment no longer exist.

### Receivables

Receivables are measured at amortised cost, which usually corresponds to the nominal value, less write-downs for bad debts.

Write-downs for bad debts are determined based on an individual assessment of each receivable if there is no objective evidence of individual impairment of a receivable.

### Cash

#### Current and deferred tax

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

Joint taxation contributions payable and receivable are recognised as income tax under receivables or payables in the balance sheet.

Deferred tax liabilities and tax assets are recognised on the basis of all temporary differences between the carrying amounts and tax bases of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is non-amortisable for tax purposes and other items where temporary differences, except for acquisitions, have arisen at the date of acquisition without affecting the net profit or loss for the year or the tax-

**6. Accounting policies** - continued -

able income. In cases where the tax value can be determined according to different taxation rules, deferred tax is measured on the basis of management's intended use of the asset or settlement of the liability.

Deferred tax assets are recognised, following an assessment, at the expected realisable value through offsetting against deferred tax liabilities or elimination in tax on future earnings.

Deferred tax is measured on the basis of the tax rules and at the tax rates which, according to the legislation in force at the balance sheet date, will be applicable when the deferred tax is expected to crystallise as current tax.

**Payables**

Short-term payables are measured at amortised cost, normally corresponding to the nominal value of such payables.