

BSN Medical A/S

c/o Magnusson Advokatanpartsselskab, Bredgade 30, 1260 København K
CVR no. 26 02 00 77



Annual report 2015

Approved at the annual general meeting of shareholders on 27 April 2016

Chairman:

Anita Jordan



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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of BSN Medical A/S for the financial year 1 January - 31 December 2015.

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

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2015 and of the results of the Company's operations for the financial year 1 January - 31 December 2015.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

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

Copenhagen, 27 April 2016
Executive Board:


Joachim Dehmel

Board of Directors:


Anita Jordan
Chairman


Joachim Dehmel


David Hail



Independent auditors' report

To the shareholders of BSN Medical A/S

Independent auditors' report on the financial statements

We have audited the financial statements of BSN Medical A/S for the financial year 1 January - 31 December 2015, which comprise an income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Management's responsibility for the financial statements

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

Auditors' responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements according to Danish audit regulations. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors considers internal control relevant to the Company's preparation of financial statements that give a true and fair view 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

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

Our audit has not resulted in any qualification.


Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31 December 2015 and of the results of its operations for the financial year 1 January - 31 December 2015 in accordance with the Danish Financial Statements Act.

Statement on the Management's review

Pursuant to the Danish Financial Statements Act, we have read the Management's review. We have not performed any other procedures in addition to the audit of the financial statements. On this basis, it is our opinion that the information provided in the Management's review is consistent with the financial statements.

Copenhagen, 27 April 2016
ERNST & YOUNG
Godkendt Revisionspartnerselskab
CVR No. 30 70 02 28


Christian Schwenn Johansen
state authorised public accountant



Management's review

Company details

Name	BSN Medical A/S
Address, Postal code, City	c/o Magnusson Advokatanpartsselskab, Bredgade 30, 1260 København K
CVR No.	26 02 00 77
Established	4 May 2001
Registered office	København
Financial year	1 January - 31 December
Website	www.bsnmedical.com
Board of Directors	Anita Jordan, Chairman Joachim Dehmel David Hall
Executive Board	Joachim Dehmel
Auditors	Ernst & Young Godkendt Revisionspartnerselskab Osvald Helmuths Vej 4, P O Box 250, 2000 Frederiksberg, Denmark



Management's review

Operating review

The Company's business review

The Company's main business activity is provision of sales and marketing services to BSN Medical AB, a company incorporated in Sweden, with the same ultimate holding company - BSN Luxembourg Holding SARL.

Financial review

The income statement for 2015 shows a profit of EUR 57,879 against a profit of EUR 71,611 last year, and the balance sheet at 31 December 2015 shows equity of EUR 432,770.

Post balance sheet events

No significant events have occurred subsequent to the financial year.



Financial statements for the period 1 January - 31 December

Income statement

Note	EUR	2015	2014
	Gross profit	600,509	715,130
	Administrative expenses	-522,303	-622,286
	Operating profit	78,206	92,844
	Financial income	2,511	3,672
	Financial expenses	-756	-950
	Profit before tax	79,961	95,566
2	Tax for the year	-22,082	-23,955
	Profit for the year	57,879	71,611
	Proposed profit appropriation		
	Retained earnings	57,879	71,611
		57,879	71,611



Financial statements for the period 1 January - 31 December

Balance sheet

Note	EUR	2015	2014
	ASSETS		
	Current assets		
	Receivables		
	Receivables from group entities	136,515	159,625
	Income taxes receivable	0	76,035
	Other receivables	977	1,826
		<u>137,492</u>	<u>237,486</u>
	Cash	<u>415,769</u>	<u>338,418</u>
	Total current assets	<u>553,261</u>	<u>575,904</u>
	TOTAL ASSETS	<u>553,261</u>	<u>575,904</u>
	EQUITY AND LIABILITIES		
	Equity		
3	Share capital	67,110	67,110
	Retained earnings	365,660	307,781
	Total equity	<u>432,770</u>	<u>374,891</u>
	Liabilities other than provisions		
	Current liabilities other than provisions		
	Trade payables	29,891	75,216
	Income taxes payable	1,915	0
	Other payables	88,685	125,797
		<u>120,491</u>	<u>201,013</u>
	Total liabilities other than provisions	<u>120,491</u>	<u>201,013</u>
	TOTAL EQUITY AND LIABILITIES	<u>553,261</u>	<u>575,904</u>

- 1 Accounting policies
- 4 Collateral
- 5 Contractual obligations and contingencies, etc.
- 6 Related parties



Financial statements for the period 1 January - 31 December

Statement of changes in equity

EUR	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Equity at 1 January 2015	67,110	307,781	374,891
Profit/loss for the year	0	57,879	57,879
Equity at 31 December 2015	67,110	365,660	432,770



Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies

The annual report of BSN Medical A/S for 2015 has been presented in accordance with the provisions of the Danish Financial Statements Act as regards reporting class B enterprises.

The accounting policies applied by the company are consistent with those of last year.

Reporting currency

The financial statements are presented in EUR. The financial statements were previously presented in Danish kroner. The presentation currency has been changed, because the entity's most significant sales and expenses are settled in EUR and because the entity aims at increased comparability with its European competitors. Comparative figures have been restated as follows:

- The items in the income statement are translated using average rates for the period concerned.
- Monetary balance sheet items are translated using the rates at the relevant balance sheet dates.
- Non-monetary balance sheet items are translated at the rate at the time of acquisition.
- All exchange adjustments are recognised in the income statement as financial income/expenses.

The change resulted in no material difference in results previously reported.

Income statement

Revenue

Income from the sales and marketing services is recognised in revenue at the time of delivery, provided that the income can be made up reliably and is expected to be received.

Revenue is measured net of all types of discounts/rebates granted. Also, revenue is measured net of VAT and other indirect taxes charged on behalf of third parties.

Gross profit

In the income statement, revenue, production expenses and other operating income have been aggregated into one item called 'gross margin', cf. section 32 of the Danish Financial Statements Act.

Administrative expenses

Administrative expenses include expenses incurred in the year for purposes of managing and administering the company, including expenses relating to administrative staff, management, office premises/expenses as well as amortisation/depreciation of assets used for administrative purposes.

Financial income and expenses

Financial income and expenses are recognised in the income statements at the amounts that concern the financial year. Net financials include interest income and expenses, realised and unrealised gains and losses denominated in foreign currencies as well as allowances and surcharges under the advance-payment-of-tax scheme, etc.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.



Financial statements for the period 1 January - 31 December

Notes to the financial statements

1 Accounting policies (continued)

Balance sheet

Receivables

Receivables are measured at amortised cost.

An impairment loss is recognised if there is objective indication that a receivable or a group of receivables is impaired. If there is objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Receivables with no objective indication of individual impairment are tested for objective indication of impairment on a portfolio basis. The portfolios are primarily composed on the basis of debtors' domicile and credit ratings in accordance with the Company's risk management policy. The objective indicators used for portfolios are determined based on historical loss experience.

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

Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term marketable securities which are subject to an insignificant risk of changes in value.

Equity

Corporation tax

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

Provisions for deferred tax are calculated, based on the liability method, of all temporary differences between carrying amounts and tax values, with the exception of temporary differences occurring at the time of acquisition of assets and liabilities neither affecting the results of operations nor the taxable income.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Other payables

Other payables are measured at net realisable value.

2 Tax for the year

Estimated tax charge for the year	19,083	23,955
Tax adjustments, prior years	2,999	0
	<u>22,082</u>	<u>23,955</u>



Financial statements for the period 1 January - 31 December

Notes to the financial statements

EUR	2015	2014
3 Share capital		
The share capital consists of the following:		
1,000 shares of EUR 67.11 each	67,110	67,110
	<u>67,110</u>	<u>67,110</u>

The Company's share capital has remained EUR 67,110 over the past 5 years.

4 Collateral

The Company has not placed any assets or other as security for loans at 31/12 2015.

5 Contractual obligations and contingencies, etc.

Other financial obligations

Other rent and lease liabilities:

Rent and lease liabilities	89,200	66,740
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The company has entered into contracts concerning lease of cars. The lease contracts cannot be terminated for a period of 1-3 years. The total lease commitments are estimated at approximately EUR 89 thousand.

6 Related parties

BSN Medical A/S' related parties comprise the following:

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent's consolidated financial statements
BSN Medical Luxembourg Holding SARL	1-3 Boulevard de la Foire, L-1528, Luxembourg	1-3 Boulevard de la Foire, L-1528, Luxembourg

Ownership

The following shareholders are registered in the Company's register of shareholders as holding minimum 5% of the votes or minimum 5% of the share capital:

Name	Domicile
BSN Medical Sweden Holding AB	Uggleådalavägen 13, 427 40 Billdal, Sweden