



Himsa II K/S

Lyngbyvej 28, 1. th
2100 København Ø
CVR No. 27188729

Annual report 2023

The Annual General Meeting adopted the annual report on 18.04.2024

Søren Nielsen

Chairman of the General Meeting

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Entity details

Entity

Himsa II K/S

Lyngbyvej 28, 1. th

2100 København Ø

Business Registration No.: 27188729

Registered office: København

Financial year: 01.01.2023 - 31.12.2023

Board of Directors

Søren Nielsen

Adam Westermann

Christoph Konrad Schmid

Paul Martin Pessis

David Alan Fabry

André Ernst Vonlanthen

Cristian Finotti

Executive Board

Arild Vincentz Rasmussen, Chief Executive Officer

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

2300 Copenhagen S

Statement by Management

The Board of Directors and the Executive Board have today considered and approved the annual report of Himsa II K/S for the financial year 01.01.2023 - 31.12.2023.

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

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Seattle, 18.04.2024

Executive Board

Arild Vincentz Rasmussen

Chief Executive Officer

Board of Directors

Søren Nielsen

Adam Westermann

Christoph Konrad Schmid

Paul Martin Pessis

David Alan Fabry

André Ernst Vonlanthen

Cristian Finotti

Independent auditor's report

To the shareholders of Himsa II K/S

Opinion

We have audited the financial statements of Himsa II K/S for the financial year 01.01.2023 - 31.12.2023, which comprise the income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2023 and of the results of its operations for the financial year 01.01.2023 - 31.12.2023 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 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 this auditor's report. We are independent of the Entity in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibilities 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 as 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 Entity's ability to continue as a going concern, for disclosing, as applicable, matters related to going concern, and for using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Entity 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 ISAs 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 ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism 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 Entity'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 Entity'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 Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures in the notes, 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.

Statement on the management commentary

Management is responsible for the management commentary.

Our opinion on the financial statements does not cover the management commentary, 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 the management commentary and, in doing so, consider whether the management commentary is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management commentary provides the information required by relevant law and regulations.

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

Copenhagen, 18.04.2024

Deloitte

Statsautoriseret Revisionspartnerselskab
CVR No. 33963556

Kasper Ørtoft

State Authorised Public Accountant
Identification No (MNE) mne49073

Management commentary

Primary activities

The Entity's primary activity consists in developing solutions for hardware and software platforms to the hearing instrument industry as well as related activities.

Development in activities and finances

In 2023, the Entity continued development and sales of the products Noah, Noah ES, and Noahlink Wireless used in selling and adjusting programmable hearing instruments. The sale of user licences for Noah 4 was above expectations. The Noahlink Wireless product was updated to be ready for continuation of the delivery line in 2024, and the sales are expected to increase in 2024.

Total profit for the year amounted to DKK 1,877k, and the equity amounted to DKK 34,102k at 31 December 2023.

Management expects income from the sale of user licences for Noah 4, development licences and sale of Noahlink Wireless units in 2024 to be lower than the costs of development, maintenance, and consultancy assistance to the effect that the limited Partnership's financial performance for the year will probably offset part of the profit from earlier years.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Ownership

General Partner

HIMSA II A/S, Copenhagen

Limited Partner

GN Hearing A/S, Ballerup, Denmark

Sonova AG, Stäfa, Schweiz

Widex A/S, Lyngø, Denmark

Oticon A/S, Smørum, Denmark

Starkey Laboratories Inc., Eden Prairie, Minnesota, USA

Sivantos A/S, Odense, Denmark

Income statement for 2023

	Notes	2023 DKK	2022 DKK
Revenue		32,356,768	39,333,957
Cost of sales		(5,123,988)	(6,434,871)
Other external expenses		(10,787,971)	(11,452,580)
Gross profit/loss		16,444,809	21,446,506
Staff costs	1	(12,239,584)	(12,041,572)
Depreciation, amortisation and impairment losses		(2,000,000)	(500,000)
Operating profit/loss		2,205,225	8,904,934
Income from investments in group enterprises		(963,733)	(1,781,786)
Other financial income	2	658,277	58,379
Other financial expenses	3	(5,322)	(173,914)
Profit/loss before tax		1,894,447	7,007,613
Tax on profit/loss for the year		(17,316)	(21,768)
Profit/loss for the year		1,877,131	6,985,845
Proposed distribution of profit and loss:			
Retained earnings		1,877,131	6,985,845
Proposed distribution of profit and loss		1,877,131	6,985,845

Balance sheet at 31.12.2023

Assets

	Notes	2023 DKK	2022 DKK
Acquired licences		7,500,000	9,500,000
Intangible assets	4	7,500,000	9,500,000
Investments in group enterprises		100,306	1,099,877
Deposits		371,387	335,626
Financial assets	5	471,693	1,435,503
Fixed assets		7,971,693	10,935,503
Manufactured goods and goods for resale		230,136	306,180
Inventories		230,136	306,180
Trade receivables		3,451,537	3,577,325
Receivables from group enterprises		2,892,498	1,191,513
Other receivables		141,194	2,751,225
Receivables		6,485,229	7,520,063
Cash		21,677,703	16,563,928
Current assets		28,393,068	24,390,171
Assets		36,364,761	35,325,674

Equity and liabilities

	Notes	2023 DKK	2022 DKK
Contributed capital	6	3,250,000	3,250,000
Retained earnings		30,851,957	29,010,664
Equity		34,101,957	32,260,664
Trade payables		1,186,894	2,343,498
Other payables		1,075,910	721,512
Current liabilities other than provisions		2,262,804	3,065,010
Liabilities other than provisions		2,262,804	3,065,010
Equity and liabilities		36,364,761	35,325,674

Statement of changes in equity for 2023

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	3,250,000	29,010,664	32,260,664
Exchange rate adjustments	0	(35,838)	(35,838)
Profit/loss for the year	0	1,877,131	1,877,131
Equity end of year	3,250,000	30,851,957	34,101,957

Notes

1 Staff costs

	2023	2022
	DKK	DKK
Wages and salaries	11,437,300	11,239,584
Pension costs	413,472	435,765
Other social security costs	115,950	93,782
Other staff costs	272,862	272,441
	12,239,584	12,041,572
Average number of full-time employees	17	17

2 Other financial income

	2023	2022
	DKK	DKK
Financial income from group enterprises	7,194	2,776
Other interest income	651,083	55,603
	658,277	58,379

3 Other financial expenses

	2023	2022
	DKK	DKK
Other interest expenses	28	111,543
Exchange rate adjustments	5,294	62,371
	5,322	173,914

4 Intangible assets

	Acquired licences DKK
Cost beginning of year	10,000,000
Cost end of year	10,000,000
Amortisation and impairment losses beginning of year	(500,000)
Amortisation for the year	(2,000,000)
Amortisation and impairment losses end of year	(2,500,000)
Carrying amount end of year	7,500,000

5 Financial assets

	Investments in group enterprises DKK	Deposits DKK
Cost beginning of year	3,142,897	335,626
Additions	0	35,761
Cost end of year	3,142,897	371,387
Impairment losses beginning of year	(2,043,020)	0
Exchange rate adjustments	(35,838)	0
Share of profit/loss for the year	(963,733)	0
Impairment losses end of year	(3,042,591)	0
Carrying amount end of year	100,306	371,387

Investments in subsidiaries	Registered in	Corporate form	Equity interest %
Himsa America Inc.	USA	Inc.	100

6 Share capital

	Number	Par value DKK	Nominal value DKK
General Partners	1	250,000	250,000
Limited Partners	12	250,000	3,000,000
	13		3,250,000

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises with addition of a few provisions for reporting class C.

The accounting policies applied to these financial statements are consistent with those applied last year.

Consolidated financial statements

Referring to section 110 of the Danish Financial Statements Act, no consolidated financial statements have been prepared.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

The Company is not a stand-alone tax subject as such no taxable income is included in the financial statement. The taxable income for the company is recognized at the limited partners.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the rate in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

When recognising foreign subsidiaries and associates that are independent entities, the income statements are translated at average exchange rates for the months that do not significantly deviate from the rates at the transaction date. Balance sheet items are translated using the exchange rates at the balance sheet date. Goodwill is considered belonging to the independent foreign entity and is translated using the exchange rate at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates and out of the translation of income statements

from average rates to the exchange rates at the balance sheet date are classified directly as equity.

Exchange adjustments of outstanding accounts with independent foreign subsidiaries, which are considered part of the total investment in the subsidiary in question, are classified in the income statement.

Income statement

Revenue

Revenue is recognised in the income statement when delivery is made and risk has passed to the buyer. Revenue is recognised net of VAT, duties and sales discounts and is measured at fair value of the consideration fixed.

Cost of sales

Cost of sales comprises goods consumed in the financial year measured at cost, adjusted for normal inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities, including expenses for premises, stationery and office supplies, marketing costs, etc. This item also includes writedowns of receivables recognised in current assets.

Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for entity staff.

Depreciation, amortisation and impairment losses

Depreciation, amortisation and impairment losses relating to intangible assets comprise amortisation for the financial year.

Income from investments in group enterprises

Income from investments in group enterprises comprises the pro rata share of the individual enterprises' profit/loss after full elimination of intra-group profits or losses.

Other financial income

Other financial income comprises interest income, including interest income on receivables from group enterprises, net capital gains on transactions in foreign currencies etc.

Other financial expenses

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net capital losses on transactions in foreign currencies etc.

Tax on profit/loss for the year

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

Balance sheet

Acquired licences

Acquired licences comprise acquired intellectual property rights.

Acquired licences are measured at cost less accumulated amortisation, and licences are amortised over the term

of the agreement, or over the expected useful life.

Acquired licences are written down to the lower of recoverable amount and carrying amount.

Investments in group enterprises

Investments in group enterprises are recognised and measured according to the equity method. This means that investments are measured at the pro rata share of the enterprises' equity value plus or minus unrealised intragroup profits or losses.

Group enterprises with negative equity value are measured at DKK 0. Any receivables from these enterprises are written down to net realisable value based on a specific assessment. If the Parent has a legal or constructive obligation to cover the liabilities of the relevant enterprise, and it is probable that such obligation is imminent, a provision is recognised that is measured at present value of the costs necessary to settle the obligations at the balance sheet date.

Upon distribution of profit or loss, net revaluation of investments in group enterprises is transferred to Reserve for net revaluation according to the equity method under equity.

Investments in group enterprises are written down to the lower of recoverable amount and carrying amount.

Inventories

Inventories are measured at the lower of cost using the FIFO method and net realisable value.

Cost consists of purchase price plus delivery costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

Receivables

Receivables are measured at amortised cost, usually equalling nominal value less writedowns for bad and doubtful debts.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.