
NordMedica A/S

Jægersborg Alle 164, DK-2820 Gentofte

Annual Report for 1 January - 31 December 2017

CVR No 27 29 90 32

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
30/5 2018

Thomas Willem Johannes
Nicolaas Calis
Chairman



pwc

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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of NordMedica A/S for the financial year 1 January - 31 December 2017.

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 financial position at 31 December 2017 of the Company and of the results of the Company operations for 2017.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 30 May 2018

Executive Board

Michael van Woensel
CEO

Board of Directors

Thomas Willem Johannes Nicolaas Michael van Woensel
Calis
Chairman

Anthony Louis Julius Theodoor
Joseph Amoureux

Independent Auditor's Report

To the Shareholder of NordMedica A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2017 and of the results of the Company's operations for the financial year 1 January - 31 December 2017 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of NordMedica A/S for the financial year 1 January - 31 December 2017, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("the Financial Statements").

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) 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.

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 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 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:

Independent Auditor's Report

- 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.

Copenhagen, 30 May 2018

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Ulrik Ræbild

State Authorized Public Accountant

mne33262

Company Information

The Company

NordMedica A/S
Jægersborg Alle 164
DK-2820 Gentofte
Website: www.nordmedica.com

CVR No: 27 29 90 32
Financial period: 1 January - 31 December
Incorporated: 1 July 2003
Financial year: 14th financial year
Municipality of reg. office: Gentofte

Board of Directors

Thomas Willem Johannes Nicolaas Calis, Chairman
Michael van Woensel
Anthony Louis Julius Theodoor Joseph Amoureux

Executive Board

Michael van Woensel

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup

Income Statement 1 January - 31 December

| | <u>Note</u> | <u>2017</u> EUR | <u>2016</u> EUR |
|--|-------------|-------------------------|-------------------------|
| Gross profit/loss | | 2.950.159 | 1.376.844 |
| Depreciation, amortisation and impairment of intangible assets and property, plant and equipment | | <u>-214.737</u> | <u>-106.824</u> |
| Resultat før finansielle poster | | 2.735.422 | 1.270.020 |
| Financial income | 2 | 184.870 | 139.325 |
| Financial expenses | | <u>-46.589</u> | <u>-1.953</u> |
| Resultat før skat | | 2.873.703 | 1.407.392 |
| Tax on profit/loss for the year | 3 | <u>-640.066</u> | <u>-393.107</u> |
| Net profit/loss for the year | | <u>2.233.637</u> | <u>1.014.285</u> |

Distribution of profit

Proposed distribution of profit

| | | | |
|-------------------|--|-------------------------|-------------------------|
| Retained earnings | | <u>2.233.637</u> | <u>1.014.285</u> |
| | | <u>2.233.637</u> | <u>1.014.285</u> |

Balance Sheet 31 December

Assets

| | Note | 2017 EUR | 2016 EUR |
|------------------------------------|------|------------------|------------------|
| Acquired patents | | 729.105 | 943.842 |
| Development projects in progress | | 50.646 | 0 |
| Intangible assets | 4 | 779.751 | 943.842 |
| Investments in subsidiaries | 5 | 0 | 0 |
| Fixed asset investments | | 0 | 0 |
| Fixed assets | | 779.751 | 943.842 |
| Inventories | | 525.421 | 290.644 |
| Receivables from group enterprises | | 7.337.587 | 5.025.256 |
| Other receivables | | 0 | 6.363 |
| Receivables | | 7.337.587 | 5.031.619 |
| Cash at bank and in hand | | 326.578 | 390.048 |
| Currents assets | | 8.189.586 | 5.712.311 |
| Assets | | 8.969.337 | 6.656.153 |

Balance Sheet 31 December

Liabilities and equity

| | <u>Note</u> | <u>2017</u> EUR | <u>2016</u> EUR |
|--|-------------|-------------------------|-------------------------|
| Share capital | | 74.468 | 74.468 |
| Retained earnings | | <u>8.214.945</u> | <u>5.981.308</u> |
| Equity | | <u>8.289.413</u> | <u>6.055.776</u> |
| Provision for deferred tax | | <u>21.445</u> | <u>13.483</u> |
| Provisions | | <u>21.445</u> | <u>13.483</u> |
| Trade payables | | 204.928 | 117.701 |
| Payables to group enterprises | | 14.438 | 0 |
| Corporation tax | | 434.623 | 427.201 |
| Other payables | | <u>4.490</u> | <u>41.992</u> |
| Short-term debt | | <u>658.479</u> | <u>586.894</u> |
| Debt | | <u>658.479</u> | <u>586.894</u> |
| Liabilities and equity | | <u>8.969.337</u> | <u>6.656.153</u> |
| Key activities | 1 | | |
| Contingent assets, liabilities and other financial obligations | 6 | | |
| Accounting Policies | 7 | | |

Statement of Changes in Equity

| | <u>Share capital</u> EUR | <u>Retained earnings</u> EUR | <u>Total</u> EUR |
|------------------------------|-----------------------------|-------------------------------------|-------------------------|
| Equity at 1 January | 74.468 | 5.981.308 | 6.055.776 |
| Net profit/loss for the year | <u>0</u> | <u>2.233.637</u> | <u>2.233.637</u> |
| Equity at 31 December | <u>74.468</u> | <u>8.214.945</u> | <u>8.289.413</u> |

Notes to the Financial Statements

1 Key activities

NordMedica A/S is a privately owned pharmaceutical company with focus on acquisition and international branding of well-established, original medicaments and medical equipment.

| | <u>2017</u> EUR | <u>2016</u> EUR |
|--|-----------------------|-----------------------|
| 2 Financial income | | |
| Interest received from group enterprises | 183.257 | 139.325 |
| Other financial income | 1 | 0 |
| Exchange gains | <u>1.612</u> | <u>0</u> |
| | <u>184.870</u> | <u>139.325</u> |

3 Tax on profit/loss for the year

| | | |
|---|-----------------------|-----------------------|
| Current tax for the year | 632.104 | 306.218 |
| Deferred tax for the year | 7.962 | 14.561 |
| Adjustment of tax concerning previous years | <u>0</u> | <u>72.328</u> |
| | <u>640.066</u> | <u>393.107</u> |

Notes to the Financial Statements

4 Intangible assets

| | Acquired patents | Development projects in progress |
|--|-----------------------|--|
| | EUR | EUR |
| Cost at 1 January | 1.452.494 | 0 |
| Additions for the year | 0 | 50.646 |
| Cost at 31 December | <u>1.452.494</u> | <u>50.646</u> |
| Impairment losses and amortisation at 1 January | 508.652 | 0 |
| Amortisation for the year | <u>214.737</u> | <u>0</u> |
| Impairment losses and amortisation at 31 December | <u>723.389</u> | <u>0</u> |
| Carrying amount at 31 December | <u>729.105</u> | <u>50.646</u> |
| Amortised over | <u>5 years</u> | |
| Development projects in progress consist of further development of acquired patents. | | |

Notes to the Financial Statements

| | 2017 EUR | 2016 EUR |
|---------------------------------------|-------------|-------------|
| 5 Investments in subsidiaries | | |
| Cost at 1 January | 67.043 | 67.043 |
| Cost at 31 December | 67.043 | 67.043 |
| Value adjustments at 1 January | -67.043 | -67.043 |
| Value adjustments at 31 December | -67.043 | -67.043 |
| Carrying amount at 31 December | 0 | 0 |

Investments in subsidiaries are specified as follows:

| Name | Place of registered office | Share capital | Votes and ownership |
|---------------|----------------------------|---------------|---------------------|
| Nordmedica SA | 6982 Agno | EUR 81.140 | 100% |

6 Contingent assets, liabilities and other financial obligations

There are no security and contingent liabilities at 31 December 2017.

Notes to the Financial Statements

7 Accounting Policies

The Annual Report of NordMedica A/S for 2017 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2017 are presented in EUR.

Recognition and measurement

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortisation, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Leases

All leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Translation policies

Euro is used as the presentation currency. All other currencies are regarded as foreign currencies.

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Notes to the Financial Statements

7 Accounting Policies (continued)

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Revenue

Revenue from the sale of goods is recognised when the risks and rewards relating to the goods sold have been transferred to the purchaser, the revenue can be measured reliably and it is probable that the economic benefits relating to the sale will flow to the Company.

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Cost of sales

Cost of sales comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

Other external expenses comprise expenses for premises, sales and distribution as well as office expenses, etc.

Gross profit

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortisation, depreciation and impairment of intangible assets.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Notes to the Financial Statements

7 Accounting Policies (continued)

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Balance Sheet

Intangible assets

Acquired patents is measured at cost less accumulated amortisation. Development costs is amortised on a straightline basis over its useful life, which is assessed at 5 years. Amortisation is not done on ongoing development projects.

Impairment of fixed assets

The carrying amounts of intangible assets are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Investments in subsidiaries

Investments in subsidiaries are recognised and measured under the equity method.

The item "Investments in subsidiaries" in the balance sheet include the proportionate ownership share of the net asset value of the enterprises calculated on the basis of the fair values of identifiable net assets at the time of acquisition.

The total net revaluation of investments in subsidiaries is transferred upon distribution of profit to "Reserve for net revaluation under the equity method" under equity. The reserve is reduced by dividend distributed to the Parent Company and adjusted for other equity movements in the subsidiaries.

Subsidiaries with a negative net asset value are recognised at EUR 0. Any legal or constructive obligation of the Parent Company to cover the negative balance of the enterprise is recognised in provisions.

Inventories

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

The net realisable value of inventories is calculated at the amount expected to be generated by sale of the inventories in the process of normal operations with deduction of selling expenses. The net realisable value is determined allowing for marketability, obsolescence and development in expected selling price.

Notes to the Financial Statements

7 Accounting Policies (continued)

The cost of goods for resale, raw materials and consumables equals landed cost.

The cost of finished goods and work in progress comprises the cost of raw materials, consumables and direct labour.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.