

HISTOLAB PRODUCTS ApS

Bredgade 30
1260 København K
Business Registration No
28292090

Annual report 2018

The Annual General Meeting adopted the annual report on 14.05.2019

Chairman of the General Meeting

Name: Karl Joakim Alexander Flinck

Contents

	<u>Page</u>
Entity details	1
Statement by Management on the annual report	2
Independent auditor's report	3
Management commentary	6
Income statement for 2018	7
Balance sheet at 31.12.2018	8
Statement of changes in equity for 2018	10
Notes	11
Accounting policies	13

Entity details

Entity

HISTOLAB PRODUCTS ApS
Bredgade 30
1260 København K

Central Business Registration No (CVR): 28292090

Registered in: København

Financial year: 01.01.2018 - 31.12.2018

Board of Directors

Karl Joakim Alexander Flinck, Chairman
Carl Olof Jenefeldt

Executive Board

Karl Joakim Alexander Flinck, CEO

Auditors

Deloitte Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
Postboks 1600
0900 København C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of HISTOLAB PRODUCTS ApS for the financial year 01.01.2018 - 31.12.2018.

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 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018.

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.

Copenhagen, 14.05.2019

Executive Board

Karl Joakim Alexander Flinck
CEO

Board of Directors

Karl Joakim Alexander Flinck Carl Olof Jenefeldt
Chairman

Independent auditor's report

To the shareholders of HISTOLAB PRODUCTS ApS

Opinion

We have audited the financial statements of HISTOLAB PRODUCTS ApS for the financial year 01.01.2018 - 31.12.2018, 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 31.12.2018 and of the results of its operations for the financial year 01.01.2018 - 31.12.2018 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 of 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 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:

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 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 under the Danish Financial Statements Act.

Independent auditor's report

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, 14.05.2019

Deloitte

Statsautoriseret Revisionspartnerselskab
Central Business Registration No (CVR) 33963556

Flemming Larsen
State Authorised Public Accountant
Identification No (MNE) mne27790

Management commentary

Primary activities

The main purpose of the Company is trade with pharmaceutical products.

Development in activities and finances

Result for the year shows a profit of DKK 374,777, which management considers satisfactory.

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.

Income statement for 2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Revenue		8.210.225	7.412.864
Cost of sales		(6.130.265)	(4.985.258)
Other external expenses		<u>(542.219)</u>	<u>(920.377)</u>
Gross profit/loss		1.537.741	1.507.229
Staff costs	1	<u>(1.050.075)</u>	<u>(959.403)</u>
Operating profit/loss		487.666	547.826
Other financial income	2	10.284	0
Other financial expenses	3	<u>(12.038)</u>	<u>(10.046)</u>
Profit/loss before tax		485.912	537.780
Tax on profit/loss for the year	4	<u>(111.135)</u>	<u>(122.316)</u>
Profit/loss for the year		<u>374.777</u>	<u>415.464</u>
Proposed distribution of profit/loss			
Retained earnings		<u>374.777</u>	<u>415.464</u>
		<u>374.777</u>	<u>415.464</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Trade receivables		1.030.281	1.077.594
Other receivables		11.760	12.938
Receivables		<u>1.042.041</u>	<u>1.090.532</u>
Cash		<u>1.978.719</u>	<u>1.565.959</u>
Current assets		<u>3.020.760</u>	<u>2.656.491</u>
Assets		<u>3.020.760</u>	<u>2.656.491</u>

Balance sheet at 31.12.2018

	<u>Notes</u>	<u>2018 DKK</u>	<u>2017 DKK</u>
Contributed capital		125.000	125.000
Retained earnings		<u>1.831.533</u>	<u>1.456.756</u>
Equity		<u>1.956.533</u>	<u>1.581.756</u>
Trade payables		6.104	19.391
Payables to group enterprises		93.514	105.628
Joint taxation contribution payable		111.135	122.316
Other payables	5	<u>853.474</u>	<u>827.400</u>
Current liabilities other than provisions		<u>1.064.227</u>	<u>1.074.735</u>
Liabilities other than provisions		<u>1.064.227</u>	<u>1.074.735</u>
Equity and liabilities		<u>3.020.760</u>	<u>2.656.491</u>
Contingent liabilities	6		

Statement of changes in equity for 2018

	Contributed capital DKK	Retained earnings DKK	Total DKK
Equity beginning of year	125.000	1.456.756	1.581.756
Profit/loss for the year	0	374.777	374.777
Equity end of year	125.000	1.831.533	1.956.533

Notes

	2018	2017
	DKK	DKK
1. Staff costs		
Wages and salaries	982.700	895.848
Pension costs	156.026	152.336
Other social security costs	(92.820)	(92.719)
Other staff costs	4.169	3.938
	1.050.075	959.403
Average number of employees	1	1
	2018	2017
	DKK	DKK
2. Other financial income		
Exchange rate adjustments	10.284	0
	10.284	0
	2018	2017
	DKK	DKK
3. Other financial expenses		
Other interest expenses	9.926	7.196
Exchange rate adjustments	19	34
Other financial expenses	2.093	2.816
	12.038	10.046
	2018	2017
	DKK	DKK
4. Tax on profit/loss for the year		
Current tax	108.108	122.316
Refund in joint taxation arrangement	3.027	0
	111.135	122.316

Notes

	2018	2017
	DKK	DKK
5. Other payables		
VAT and duties	480.115	523.368
Wages and salaries, personal income taxes, social security costs, etc payable	253.725	176.038
Other costs payable	119.634	127.994
	853.474	827.400

6. Contingent liabilities

The Company participates in a Danish joint taxation arrangement, in which Algol Chemicals ApS serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is therefore liable from the financial year 2013 for income taxes etc for the jointly taxed companies and from 1 July 2012 also for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed companies.

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 certain provisions for reporting class C.

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

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.

Income statement

Revenue

Revenue from the sale of goods for resale 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 ordinary inventory writedowns.

Other external expenses

Other external expenses include expenses relating to the Entity's ordinary activities. 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.

Accounting policies

Other financial income

Other financial income comprises of interest income on receivables from group enterprises, net capital or exchange gains on payables and transactions in foreign currencies.

Other financial expenses

Other financial expenses comprise interest expenses.

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

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.

Joint taxation contributions payable or receivable

Current joint taxation contributions receivable or joint taxation contributions payable are recognised in the balance sheet, calculated as tax computed on the taxable income of the year, which has been adjusted for prepaid tax. For tax losses, joint taxation contributions receivable are only recognised if such losses are expected to be used under the joint taxation arrangement.