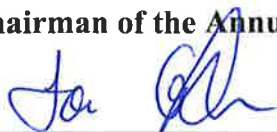


Welltec Latinamerica ApS
Central Business Registration No 28 50 53 02
Annual report for 1 January – 31 December 2021

The Annual Report was presented and adopted at the Annual General Meeting on 16 May 2022.

Chairman of the Annual General Meeting



Name: Lea Wølk Gøtske

Contents

	<u>Page</u>
Company details	1
Statement by Management on the annual report	2
Independent auditor's reports	3
Accounting policies	5
Income statement 2021	7
Balance sheet 31 December 2021	8
Statement of changes in equity 2021	10
Notes	11

Company details

The Company

Welltec Latinamerica ApS

Gydevang 25

DK-3450 Allerød

Denmark

Central Business Registration No: 28 50 53 02

Municipality of reg. office: Allerød

Financial period: 1 January – 31 December 2021

Executive Board

Jacob Salling Steensgaard

Peter Schnettler Kristensen

Søren Søgaard Suhr

Auditors

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

Strandvejen 44

DK-2900 Hellerup

Statement by Management on the annual report

The Executive Board has today considered and adopted the Annual Report of Welltec Latinamerica ApS for the financial year 1 January - 31 December 2021.

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 2021 of the Company and of the results of the Company operations for 2021.

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

Allerød 16 May 2022

Executive Board



Jacob Salling Steensgaard

Chief Executive Officer



Peter Schnettler Kristensen

Chief Executive Officer



Søren Søgaard Suhr

Chief Executive Officer

Independent auditor's reports

To the Shareholder of Welltec Latinamerica ApS

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2021 and of the results of the Company's operations for the financial year 1 January - 31 December 2021 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Welltec Latinamerica ApS for the financial year 1 January – 31 December 2021, 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 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 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:

- 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.

Independent auditor's reports (continued)

- 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.

Hellerup, 16 May 2022

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31



Tue Stensgård Sørensen

State Authorised

Public Accountant

mne32200



Henrik Kyhnav

State Authorised

Public Accountant

mne40028

Accounting policies

The Annual Report of Welltec Latinamerica ApS for 2021 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 2021 are presented in US dollar (USD), which also is the functional currency. The applied currency rate to Danish Kroner at 31 December 2021 is 6.56 (2020: 6.05).

Consolidated financial statements

With reference to section 110 of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

Recognition and measurement

Revenues are recognized in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognized. Moreover, all expenses incurred to achieve the earnings for the year are recognized 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 recognized in the income statement.

Assets are recognized 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 recognized 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.

Translation policies

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 recognized in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognized directly in equity.

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 recognized in financial income and expenses in the income statement.

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

Income Statement

Gross profit

The Company has applied the Danish Financial Statement Act art. 32, whereas revenue, cost of sales and other external expenses are summarized in gross loss.

Revenue

Rendering of service revenue is recognized in the income statement when the performance obligation is satisfied, which is when the agreed service is provided.

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

Accounting policies (continued)

Other external expenses

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

Result of investments in subsidiaries

Dividends from subsidiaries are recognized as income in the income statement when adopted at the General Meeting of the subsidiary.

The result of investments in subsidiaries is recognized less any write-downs on the investments.

Financial income and expenses

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

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 recognized in the income statement, whereas the tax attributable to equity transactions is recognized directly in equity. The Company is jointly taxed with wholly owned Danish and foreign subsidiaries. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance Sheet

Investments in subsidiaries

Investments in subsidiaries are measured at cost. Where cost exceeds the recoverable amount, write-down is made to this lower value. In the event of indicators of impairment, an impairment is performed of investments in subsidiaries.

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.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Financial liabilities

On initial recognition liabilities, including trade payables, are measured at fair value. Subsequently, these liabilities are measured at amortized cost.

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 realized, 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 crystallize as current tax. Any changes in deferred tax due to changes to tax rates are recognized in the income statement or in equity if the deferred tax relates to items recognized in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognized 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 recognized in the income statement in financial income and expenses.

Income statement 1 January – 31 December

	<u>Note</u>	<u>2021</u> <u>USD</u>	<u>2020</u> <u>USD</u>
Gross loss		(52,042)	(159,304)
Loss before financial income and expenses		(52,042)	(159,304)
Result of investments in subsidiaries	2	2,819,396	1,442,157
Other financial income	3	168,847	214,152
Other financial expenses	4	(5,917)	(12,294)
Profit before tax		2,930,284	1,484,711
Tax on profit for the year	5	(21,697)	308,740
Net profit for the year		2,908,587	1,793,451

Distribution of profit

Proposed distribution of profit

Proposed dividend for the year	2,900,000	4,300,000
Retained earnings	8,587	(2,506,549)
Net profit for the year	2,908,587	1,793,451

Balance sheet 31 December

Assets	Note	2021 USD	2020 USD
Investments in subsidiaries	6	454,688	454,688
Financial assets		454,688	454,688
Non-current assets		454,688	454,688
Receivables from group enterprises		3,442,299	4,942,399
Other receivables		23,716	17,975
Tax receivables	7	305,305	371,642
Prepayments		2,026	2,026
Receivables		3,773,346	5,334,042
Cash at bank and in hand		-	20,249
Current assets		3,773,346	5,354,291
Assets		4,228,034	5,808,979

Balance sheet 31 December

Liabilities and equity	<u>Note</u>	<u>2021</u> <u>USD</u>	<u>2020</u> <u>USD</u>
Share capital		87,414	87,414
Retained earnings		1,365,433	1,356,846
Currency adjustments		(265,930)	(53,450)
Proposed dividend for the year		2,900,000	4,300,000
Equity		4,086,917	5,690,810
Payable to group enterprises		21,215	15,125
Trade payables		17,759	3,258
Corporation tax		16,637	39,320
Other payables		85,506	60,466
Current liabilities		141,117	118,169
Liabilities		141,117	118,169
Equity and liabilities		4,228,034	5,808,979
Contingent assets, liabilities and other financial obligations	8		
Related parties	9		

Statement of changes in equity

	<u>Share Capital</u>	<u>Retained earnings</u>	<u>Currency adjustments</u>	<u>Proposed dividend for the Year</u>	<u>Total</u>
	USD	USD	USD	USD	USD
2021					
Equity 1 January	87,414	1,356,846	(53,450)	4,300,000	5,690,810
Dividend pay-out for the year	-	-	-	(4,300,000)	(4,300,000)
Net profit for the year	-	8,587	(212,480)	2,900,000	2,696,107
Equity 31 December	87,414	1,365,433	(265,930)	2,900,000	4,086,917

Notes

1 Key activities

The Entity's primary activity is to provide customers in Latin America with Well Tractor Services. In addition the Company owns a number of subsidiaries and has branches in Columbia (Welltec Latin America ApS Sucursal Colombiana Branch) and Ecuador (Welltec Latin America ApS (Ecuador Branch)).

The Company had no employees in 2021 (2020: nil).

	<u>2021</u> <u>USD</u>	<u>2020</u> <u>USD</u>
2 Result of investments in subsidiaries		
Impairment adjustment of the year	-	198,495
Dividends received	2,819,396	1,243,662
	2,819,396	1,442,157
3 Financial income		
Interest received from group enterprises	-	20,936
Reversal of write-down on group receivable	-	15,297
Exchange adjustments	168,847	177,919
	168,847	214,152
4 Financial expenses		
Write-down on group receivable	2,845	6,809
Interest paid to group enterprises	1,053	-
Other financial expenses	2,019	5,485
	5,917	12,294
5 Tax income/(expense) on profit/loss for the year		
Tax on ordinary profit/loss for the year	5,982	41,353
Adjustment of tax concerning previous years	(27,417)	243,651
Other taxes	(262)	23,736
	(21,697)	308,740

Notes (continued)

	<u>2021</u> <u>USD</u>	<u>2020</u> <u>USD</u>
6 Investments in subsidiaries		
Cost 1 January	7,121,591	7,121,591
Cost 31 December	7,121,591	7,121,591
Value adjustments 1 January	(6,666,903)	(6,865,398)
Impairment adjustment for the year	-	198,495
Value adjustments 31 December	(6,666,903)	(6,666,903)
Carrying amount	454,688	454,688
7 Tax receivable		
Tax receivable beginning of year	371,642	107,901
Current year receivable	(66,337)	263,741
Tax receivable end of year	305,305	371,642

8 Contingent assets, liabilities and other financial obligations

The Group companies are jointly and severally liable for tax on the jointly taxed incomes etc. of the Group. The total amount of corporation tax payable is disclosed in the Annual Report of Welltec International ApS, which is the management company of the joint taxation purposes. Moreover, the Group companies are jointly and severally liable for the Danish withholding taxes by way of dividend tax on royalty payments and tax on unearned income. Any subsequent adjustment of corporation taxes and withholding taxes may increase the Company's liability.

9 Related parties**Consolidated Financial Statements**

Name and registered office of the Parent preparing consolidated financial statements for the smallest Group:

Name	Place of registered office
Welltec A/S	Allerød

10 Events after the balance sheet date

No events materially affecting the assessment of the annual report have occurred after the balance sheet date.