

Nordhealth Denmark A/S

Samsøvej 29
8382 Hinnerup

CVR no. 29 14 51 80

Annual report 2020

The annual report was presented and approved at the
Company's annual general meeting on

5 May 2021

John Pedersen
Chairman

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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 Nordhealth Denmark A/S for the financial year 1 January – 31 December 2020.

The annual report has been 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 assets, liabilities and financial position at 31 December 2020 and of the results of the Company's operations for the financial year 1 January – 31 December 2020.

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.

Favrskov 5 May 2021
Executive Board:

John Pedersen

Board of Directors:

Charles William MacBain
Chairman

John Pedersen

Jørgen Peter Fendrich
Svendsen



Independent auditor's report

To the shareholder of Nordhealth Denmark A/S

Opinion

We have audited the financial statements of Nordhealth Denmark A/S for the financial year 1 January – 31 December 2020 comprising 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.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2020 and of the results of the Company's operations for the financial year 1 January – 31 December 2020 in accordance with the Danish Financial Statements Act.

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 rules and requirements.

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

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.

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 as to 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 in Denmark will always detect a material misstatement when it exists. Misstatements may 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 made on the basis of these financial statements.

Independent auditor's report

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 company 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.

Statement on the Management's review

Management is responsible for the Management's review.

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

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.



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Independent auditor's report

Based on the work we have performed, we conclude that the Management's review 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's review.

Copenhagen, 5 May 2021

KPMG

Statsautoriseret Revisionspartnerselskab

CVR no. 25 57 81 98

Morten Høgh-Petersen
State Authorised
Public Accountant
mne34283

Nordhealth Denmark A/S
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Management's review

Company details

Nordhealth Denmark A/S
Samsøvej 29
8382 Hinnerup

CVR no.:	29 14 51 80
Established:	13 October 2005
Registered office:	Favrskov
Financial year:	1 January – 31 December

Board of Directors

Charles William MacBain, Chairman
John Pedersen
Jørgen Peter Fendrich Svendsen

Executive Board

John Pedersen

Auditor

KPMG
Statsautoriseret Revisionspartnerselskab
Dampfaergevej 28
DK-2100 Copenhagen

Management's review

Operating review

Principal activities

The primary activities of the Company include developing, servicing and selling software. The products of the Company are mainly developed and sold to the veterinarian industry as well as rental businesses.

Development in activities and financial position

The Company's income statement for 2020 shows a profit of DKK 391,616 as against DKK 590,682 in 2019. Equity in the Company's balance sheet at 31 December 2020 stood at DKK 2,061,994 as against DKK 1,820,378 at 31 December 2019.

Events after the balance sheet date

In April 2021 Sanimalis Danmark ApS became the new owner of the company and the company name has changed from Novasoft A/S to Nordhealth Denmark A/S.

Financial statements 1 January – 31 December

Income statement

DKK	Note	2020	2019
Gross profit		3,786,761	4,124,085
Staff costs	2	-3,267,725	-3,359,951
Depreciation, amortisation and impairment losses		-5,567	-22,270
Profit before financial income and expenses		513,469	741,864
Other financial income	3	0	18,364
Other financial expenses	4	-12,470	-2,344
Profit before tax		500,999	757,884
Tax on profit for the year		-109,383	-167,202
Profit for the year		391,616	590,682
Proposed profit appropriation			
Proposed dividends for the year		0	150,000
Retained earnings		391,616	440,682
		391,616	590,682

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	2020	2019
ASSETS			
Fixed assets			
Property, plant and equipment			
Fixtures and fittings, tools and equipment		<u>0</u>	<u>5,567</u>
Investments			
Deposits		<u>43,743</u>	<u>0</u>
Total fixed assets		<u>43,743</u>	<u>5,567</u>
Current assets			
Inventories			
Finished goods and goods for resale		<u>20,268</u>	<u>25,245</u>
Receivables			
Trade receivables		43,065	42,385
Receivables from group entities		671,436	661,047
Other receivables		0	170,664
Prepayments		<u>0</u>	<u>153,746</u>
		<u>714,501</u>	<u>1,027,842</u>
Cash at bank and in hand		<u>2,954,387</u>	<u>1,879,908</u>
Total current assets		<u>3,689,156</u>	<u>2,932,995</u>
TOTAL ASSETS		<u><u>3,732,899</u></u>	<u><u>2,938,562</u></u>

Financial statements 1 January – 31 December

Balance sheet

DKK	Note	2020	2019
EQUITY AND LIABILITIES			
Equity			
Contributed capital		500,000	500,000
Retained earnings		1,561,994	1,170,378
Proposed dividends for the financial year		<u>0</u>	<u>150,000</u>
Total equity		<u>2,061,994</u>	<u>1,820,378</u>
Provisions			
Provisions for deferred tax		<u>26,654</u>	<u>25,489</u>
Total provisions		<u>26,654</u>	<u>25,489</u>
Liabilities other than provisions			
Current liabilities other than provisions			
Trade payables		462,008	496,448
Corporation tax		86,909	166,750
Other payables		<u>1,095,334</u>	<u>429,497</u>
		<u>1,644,251</u>	<u>1,092,695</u>
Total liabilities other than provisions		<u>1,644,251</u>	<u>1,092,695</u>
TOTAL EQUITY AND LIABILITIES		<u><u>3,732,899</u></u>	<u><u>2,938,562</u></u>
Contractual obligations, contingencies, etc.	5		
Mortgages and collateral	6		

Financial statements 1 January – 31 December

Statement of changes in equity

DKK	<u>Contributed capital</u>	<u>Retained earnings</u>	<u>Proposed dividends for the financial year</u>	<u>Total</u>
Equity at 1 January 2020	500,000	1,170,378	150,000	1,820,378
Ordinary dividends paid	0	0	-150,000	-150,000
Transferred over the profit appropriation	<u>0</u>	<u>391,616</u>	<u>0</u>	<u>391,616</u>
Equity at 31 December 2020	<u>500,000</u>	<u>1,561,994</u>	<u>0</u>	<u>2,061,994</u>

Financial statements 1 January – 31 December

Notes

1 Accounting policies

The annual report of Nordhealth Denmark A/S for 2020 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Income statement

Gross profit

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

Revenue

Income from the sale of goods is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received. The date of transfer of the most significant benefits and risks is determined using standard Incoterms ® 2020.

Cost of sales

Cost of sales comprises costs incurred to generate revenue for the year. This item also comprises direct costs for goods for resale and changes to inventory of goods for resale.

Other external costs

Other external costs comprise distribution costs and costs related to sales, sales campaigns, administration, office premises, operating leases, etc.

Staff costs

Staff costs comprise wages and salaries, including holiday allowance, pension and other social security costs, etc., to the Company's employees, excluding reimbursements from public authorities.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Financial income and expenses

Financial income and expenses comprise interest income and expense, gains and losses on securities, payables and transactions denominated in foreign currencies, amortisation of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Tax on profit/loss for the year

The Parent Company is subject to the Danish rules on compulsory joint taxation of the Group's Danish subsidiaries. The subsidiaries are included in the joint taxation from the date when they are included in the consolidated financial statements and up to the date when they are excluded from the consolidation.

The Parent Company is the administrative company for the joint taxation and accordingly settles all payments of corporation tax to the tax authorities.

On payment of joint taxation contributions, current Danish corporation tax is allocated between the jointly taxed entities in proportion to their taxable income. Entities with tax losses receive joint taxation contributions from entities that have used the losses to reduce their own taxable profit.

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Property, plant and equipment

Fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost comprises the purchase price and any costs directly attributable to the acquisition until the date on which the asset is available for use.

The basis of depreciation is cost less any projected residual value after the end of the useful life. Depreciation is provided on a straight-line basis over the estimated useful life. The estimated useful lives are as follows:

Fixtures and fittings, tools and equipment	3-5 years
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The useful life and residual value are reassessed annually. Changes are treated as accounting estimates, and the effect on depreciation is recognised prospectively.

Gains and losses on the disposal of property, plant and equipment are stated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses are recognised in the income statement as other operating income or other operating costs, respectively.

Investments

Deposits are recognised at amortised cost

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Impairment of fixed assets

The carrying amount of property, plant and equipment and investments is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

The recoverable amount is the higher of an asset's net selling price and its value in use. The value in use is determined as the present value of the forecast net cash flows from the use of the asset or the group of assets, including forecast net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Inventories

Inventories are measured at cost in accordance with the FIFO method. Where the net realisable value is lower than cost, inventories are written down to this lower value.

Goods for resale and raw materials and consumables are measured at cost, comprising purchase price plus delivery costs.

The net realisable value of inventories is calculated as the sales amount less costs of completion and costs necessary to make the sale and is determined taking into account marketability, obsolescence and development in expected selling price.

Receivables

Receivables are measured at amortised cost.

Write-down is made for bad debt losses where there is an objective indication that a receivable or a portfolio of receivables has been impaired. If there is an objective indication that an individual receivable has been impaired, write-down is made on an individual basis.

Prepayments

Prepayments comprise prepayment of costs incurred relating to subsequent financial years.

Cash at bank and in hand

Cash comprise cash at bank and in hand.

Equity

Dividends

The expected dividends payment for the year is disclosed as a separate item under equity.

Financial statements 1 January – 31 December

Notes

1 Accounting policies (continued)

Corporation tax and deferred 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.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with 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 as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities other than provisions

Other liabilities are measured at net realisable value.

Financial statements 1 January – 31 December

Notes

DKK	<u>2020</u>	<u>2019</u>
2 Staff costs		
Wages and salaries	3,081,569	3,137,736
Pensions	173,155	176,815
Other social security costs	<u>13,001</u>	<u>45,400</u>
	<u>3,267,725</u>	<u>3,359,951</u>
Average number of full-time employees	<u>7</u>	<u>7</u>
3 Other financial income		
Interest income from group entities	0	17,114
Other financial income	<u>0</u>	<u>1,250</u>
	<u>0</u>	<u>18,364</u>
4 Other financial expenses		
Other financial costs	<u>12,470</u>	<u>2,344</u>
	<u>12,470</u>	<u>2,344</u>

5 Contractual obligations, contingencies, etc.

Cash and cash equivalents include paid-in guarantee capital of DKK 50 thousand.

Contingent liabilities

The Group's Danish entities are jointly and severally liable for tax on the Group's jointly taxed income and for certain withholding taxes such as dividend tax and royalty tax.

Lease obligations

The company has assumed obligations under a lease regarding premises with 12 months notice. The annual rent is DKK 85 thousand.

6 Mortgages and collateral

As security for commitment with Vestjysk Bank, a corporate mortgage of DKK 1,000 thousand has been deposited.

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Charles McBain

Bestyrelsesformand

På vegne af: Nordhealth

Serienummer: charles.macbain@nordhealth.com

IP: 85.255.xxx.xxx

2021-05-05 16:27:54Z

John Pedersen

Direktionsmedlem

På vegne af: Nordhealth

Serienummer: PID:9208-2002-2-558531205799

IP: 80.162.xxx.xxx

2021-05-06 06:29:33Z

NEM ID

John Pedersen

Bestyrelsesmedlem

På vegne af: Nordhealth

Serienummer: PID:9208-2002-2-558531205799

IP: 80.162.xxx.xxx

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NEM ID

Jørgen Peter Fendrich Svendsen

Bestyrelsesmedlem

På vegne af: Nordhealth

Serienummer: PID:9208-2002-2-265362987844

IP: 83.89.xxx.xxx

2021-05-06 07:10:27Z

NEM ID

Morten Hoegh-Petersen

Statsautoriseret revisor

På vegne af: KPMG

Serienummer: CVR:25578198-RID:81021550

IP: 83.151.xxx.xxx

2021-05-06 15:26:45Z

NEM ID

John Pedersen

Dirigent

På vegne af: Nordhealth

Serienummer: PID:9208-2002-2-558531205799

IP: 80.162.xxx.xxx

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