
2care4 Group ApS

Stenhuggervej 12, DK-6710 Esbjerg V

Annual Report for 1 January - 31 December 2020

CVR No 30 52 68 72

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
20/5 2021

Frederik Bloch Jørgensen
Chairman of the General
Meeting



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Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of 2care4 Group ApS for the financial year 1 January - 31 December 2020.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements and the Consolidated Financial Statements give a true and fair view of the financial position at 31 December 2020 of the Company and the Group and of the results of the Company and Group operations and of consolidated cash flows for 2020.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

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

Esbjerg, 20 May 2021

Executive Board

Ulrik Ernst Rasmussen
CEO

Board of Directors

Dennis Vad Lauridsen
Chairman

Henrik Bisgaard Jensen

Martin Busk Andersen

Toke Værndal
Deputy Chairman

Independent Auditor's Report

To the Shareholders of 2care4 Group ApS

Opinion

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2020 and of the results of the Group's and the Parent Company's operations and of consolidated cash flows for the financial year 1 January - 31 December 2020 in accordance with the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of 2care4 Group ApS for the financial year 1 January - 31 December 2020, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for both the Group and the Parent Company, as well as consolidated statement of cash flows ("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 Group 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.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover 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 Management's Review and, in doing so, consider whether 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 Management's Review provides the information required under the Danish Financials Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Consolidated Financial Statements and the Parent Company Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Independent Auditor's Report

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of consolidated financial statements and parent company 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 Group's and 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 Group or 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.
- 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 and the Group'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 Group's and 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

Independent Auditor's Report

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 Group and 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Esbjerg, 20 May 2021

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR No 33 77 12 31

Palle H. Jensen
State Authorised Public Accountant
mne32115

Stefan Dracea
State Authorised Public Accountant
mne42827

Company Information

The Company

2care4 Group ApS
Stenhuggervej 12
DK-6710 Esbjerg V

CVR No: 30 52 68 72
Financial period: 1 January - 31 December
Incorporated: 15 August 2008
Financial year: 13rd financial year
Municipality of reg. office: Esbjerg

Board of Directors

Dennis Vad Lauridsen, Chairman
Henrik Bisgaard Jensen
Martin Busk Andersen
Toke Værndal

Executive Board

Ulrik Ernst Rasmussen

Auditors

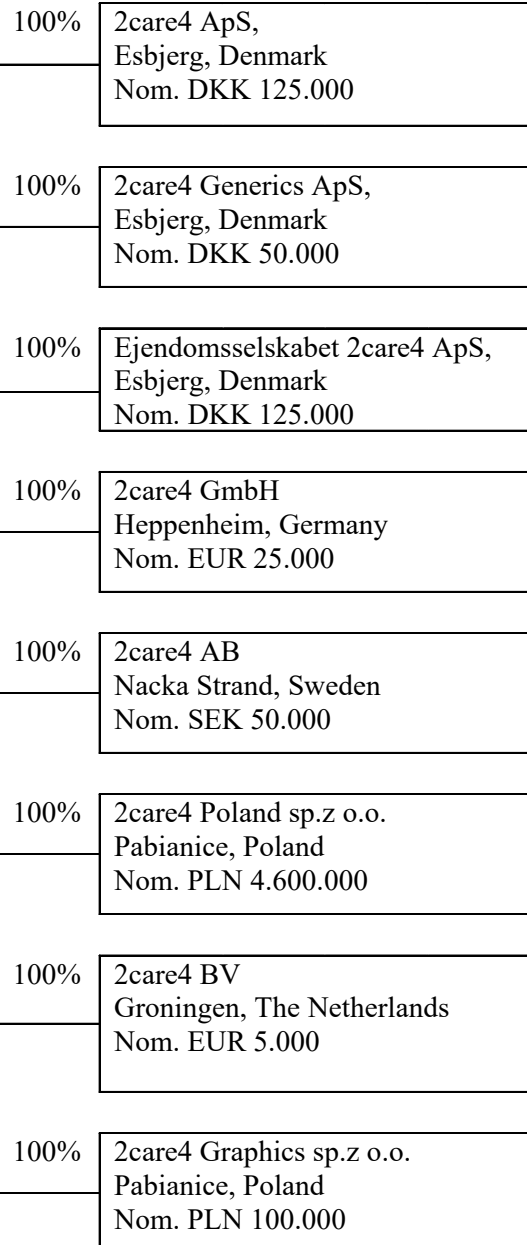
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Esbjerg Brygge 28
DK-6700 Esbjerg

Group Chart

Parent Company

2care4 Group ApS
Denmark
Nom. DKK 125.0000

Consolidated subsidiaries



Financial Highlights

Seen over a five-year period, the development of the Group is described by the following financial highlights:

	Group				
	2020 DKK '000	2019 DKK '000	2018 DKK '000	2017 DKK '000	2016 DKK '000
Key figures					
Profit/loss					
Revenue	943,640	871,033	783,286	700,627	634,172
Gross profit/loss	135,433	118,287	106,718	77,781	98,180
Operating profit/loss	31,045	26,534	30,030	11,361	29,273
Net financials	-5,162	-3,547	-3,944	-1,722	-4,473
Net profit/loss for the year	21,756	18,098	20,176	7,265	19,284
Balance sheet					
Balance sheet total	441,827	415,786	379,378	325,393	281,363
Equity	109,642	92,444	86,298	66,412	82,984
Cash flows					
Cash flows from:					
- operating activities	23,420	25,091	33,804	-25,138	-6,870
- investing activities	-20,835	-32,515	-46,010	-13,554	-23,488
- financing activities	-6,236	-15,759	16,545	-25,152	3,959
Change in cash and cash equivalents for the year	-3,651	-23,183	4,339	-63,844	-26,399
Number of employees	337	288	270	224	170
Ratios					
Gross margin	14.4%	13.6%	13.6%	11.1%	15.5%
Profit margin	3.4%	3.0%	3.8%	1.6%	4.6%
Return on assets	7.3%	6.4%	7.9%	3.5%	10.4%
Solvency ratio	24.8%	22.2%	22.7%	20.4%	29.5%
Return on equity	21.5%	20.3%	26.4%	9.7%	26.1%

Management's Review

Key activities

The company's main activities are sales of Parallel Imported - and Generic pharmaceuticals.

Development in the year

Profit for the year after tax 2020 amounts to mDKK 21,8 (2019: mDKK 18,1). The profit for the year is considered less satisfactory and does not meet the expectations as laid out for 2020. Despite surpassing last year, growth was expected to be approx. 20% and thus not met. Primarily due to a combination of COVID-19 pandemic restrictions and price- and market development.

For the financial year 2021 the company expects an increased activity level of 20%, and a net profit at same or slightly better level than 2020. The management does not expect a significant impact of COVID-19 restrictions on the activity nor profit level in 2021.

General risk

When launching new products, the Group is very dependent on the processing time partially involving healthcare authorities in the respective sales countries and partially involving European Medicines Agency, EMA, located in Amsterdam. In a number of countries, the processing time still remain long, which limit a fast introduction of both new parallel imported goods and Generics.

Furthermore, we see a general risk in increase of export restrictions from political side.

Financial risks

The Group is exposed to fluctuations in interest rate levels and foreign exchange rates.

Control of the financial risks and cash flows of the Group is conducted from the headquarters of the Group. The Group pursues a low risk profile within this area.

Equivalently, a tight control of the credit policy is implemented. Thus, the Group only has a very limited risk towards customers or partners/co-operators. The majority of sales are legally enforced through consolidated pharmaceutical wholesalers.

Research and development

The development of the group includes implemented measures that within a few years is expected to generate increased revenue for the group.

Statement of corporate social responsibility

Business model

The business model of the 2care4 Group includes development, in-licensing, repacking, production, import, export, distribution and sales of medical products. The main activities relates to parallel import

Management's Review

of pharmaceutical products and Generics. The parallel imported products are purchased throughout Europe, repacked and subsequent sold on the Nordic markets and Germany. The Generic pharmaceuticals are sourced internationally, distributed and sold in the Nordics. Both activities are under strict surveillance and in compliance with GMP and GDP guidelines. The Company is represented in the Nordic countries, Germany and in Poland. It currently employs more than 320 people of whom approximately 140 work out of the headquarters in Esbjerg, Denmark.

The 2care4 Group complies with all relevant legislation related to Corporate Social Responsibility, and generally strives to minimize the negative impact of the Company's activities as much as possible.

Risk analysis

Risk is defined as the potential negative effect that can be experienced by the business or any of the 2care4 Group's stakeholders. Risk is seen as a combination between impact and likelihood of any given subject.

Repacking

When purchasing pharmaceutical products for parallel import, the 2care4 Group buy from wholesalers within the EU. There is no direct contact with the original manufacturers as such, and therefore, the 2care4 Group has no influence on the production phase at all. As regard to the 2care4 Group generic business, we are in constant dialogue with our partners to ensure that they are in compliance with all local and international legislation and guidelines.

Regarding worker safety, we have a zero-accident target for our internal repacking sites. The result for 2020 was zero accidents.

2care4 Group has developed a CSR policy in 2020 which elaborates on anti-corruption, human rights, social and employee conditions, environment and energy consumption. For further explanation please find link to our CSR policy, <https://www.epaper.dk/mss2care4/csrpolicy/csr-2care4-policy/>

Anti-corruption

The 2care4 Group has a zero tolerance toward corruption and when marketing products toward pharmacies in the Nordics and Germany the guidelines of AME (Affordable Medicines Europe), MFE (Medicines for Europe) and of ENLI (Etisk Nævn for Lægemiddel Industrien) are applied to and complied with. Due to the fact that we see a lower risk of corruption among our partners being located in countries that have a high score on our CPI index, we have chosen to draw up a policy in 2020 regarding bribery and anti-corruption.

Human rights

The 2care4 Group potential risk of influencing social conditions and human rights is in general estimated to be limited. Mainly due to the strict regulated business environment in which the Company operates, even though we see a risk based on lack of transparency regarding the working environment on the sites of suppliers which is out of our control. We strive to comply with all current legislation and guidelines in relation to human rights etc. both internal as well as external.

Management's Review

We have no knowledge of internal breach in any way for both PI and Generics or external through our business partners. As a further initiative to support this we created a CSR policy in 2020, which have zero tolerance in violating human rights for us and all suppliers and business partners.

2care4 Group have developed a CSR policy in 2020 which elaborates on human rights, for further explanation we refer to our CSR policy.

Social and employee conditions

A healthy and safe work environment is very important for the 2care4 Group. Therefore we commit to ensure our employees has the right working environment. For further explanation we refer to our CSR policy.

Besides our CSR policy, 2care4 Group does a yearly satisfactions survey, the results of the satisfaction survey in 2020 was a Net Promoter Score of 37 which we consider to be satisfactory.

Environment and energy consumption

The energy consumption and general environmental footprint from the 2care4 Group PI activities are very limited and has limited impact on the surrounding environment. Since the pharmaceutical products are purchased as commodities, the 2care4 Group has little opportunity to assess and evaluate impact on the environment in the supply chain. Given that there is none or very little contact with the original manufactures as such thus 2care4 Group has no influence on the production phase at all.

In our opinion, we as a group comply with current relevant legislation and are in dialogue with our business partners concerning compliance with local legislation in the world where the Group products are manufactured. The Group generic division is managed by the headquarters in Denmark at which we ensure compliance with local Danish legislation.

2care4 Group has developed a CSR policy in 2020 which elaborate on our impact on environment and climate. For further explanation please refer to our CSR policy.

As result of the CSR policy, we have initiated focus on where 2care4 Group can make a difference, which includes focus on the utilization of renewable energy.

The CSR policy have been communicated to our suppliers & business partners and required them to adhere. The positive result from this exercise is that none has chosen to terminate the cooperation.

Statement on gender composition

Diversity target for the Board of Directors

The 2care4 Group has set at target of 20 % women on the Board of Directors. Status at the end of 2020 is 0 % given that there were no changes to the Board at the general assembly in 2020.

Management's Review

The 2care4 Group has obtained a gender split of 42 % women and 58 % men at other management levels and has thereby obtained equal representation.

Subsequent events

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

Income Statement 1 January - 31 December

	Note	Group		Parent Company	
		2020	2019	2020	2019
		DKK '000	DKK '000	DKK '000	DKK '000
Revenue	1	943,640	871,033	0	0
Change in inventories of finished goods, work in progress and goods for resale		20,157	19,400	0	0
Other operating income		1,347	0	0	0
Expenses for raw materials and consumables		-769,407	-721,485	0	0
Other external expenses		-60,304	-50,661	-77	-122
Gross profit/loss		135,433	118,287	-77	-122
Staff expenses	2	-88,336	-75,657	-540	-543
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	3	-14,705	-16,096	0	0
Profit/loss before financial income and expenses		32,392	26,534	-617	-665
Income from investments in subsidiaries		0	0	22,046	18,217
Financial income		674	79	268	507
Financial expenses		-5,836	-3,626	-2	-11
Profit/loss before tax		27,230	22,987	21,695	18,048
Tax on profit/loss for the year	4	-5,474	-4,889	61	50
Net profit/loss for the year		21,756	18,098	21,756	18,098

Balance Sheet 31 December

Assets

	Note	Group		Parent Company	
		2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
Completed development projects		7,952	4,609	0	0
Acquired licenses		11,836	13,865	0	0
Development projects in progress		21,262	15,592	0	0
Intangible assets	5	41,050	34,066	0	0
Land and buildings		46,877	47,684	0	0
Other fixtures and fittings, tools and equipment		6,559	6,433	0	0
Leasehold improvements		1,270	731	0	0
Property, plant and equipment in progress		106	95	0	0
Prepayments for property, plant and equipment		2,881	3,628	0	0
Property, plant and equipment	6	57,693	58,571	0	0
Investments in subsidiaries	7	0	0	94,509	73,053
Other receivables	8	46	28	0	0
Fixed asset investments		46	28	94,509	73,053
Fixed assets		98,789	92,665	94,509	73,053
Inventories	9	214,319	201,165	0	0
Trade receivables		114,764	97,872	0	0
Receivables from group enterprises		0	0	12,176	13,477
Other receivables		2,867	1,573	0	0
Corporation tax		0	1,779	0	0
Corporation tax receivable from group enterprises		0	0	5,163	5,812
Prepayments		1,260	1,564	151	48
Receivables		118,891	102,788	17,490	19,337

Balance Sheet 31 December

Assets

Note	Group		Parent Company	
	2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
Cash at bank and in hand	9,828	19,168	168	157
Currents assets	343,038	323,121	17,658	19,494
Assets	441,827	415,786	112,167	92,547

Balance Sheet 31 December

Liabilities and equity

	Note	Group		Parent Company	
		2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
Share capital	10	125	125	125	125
Reserve for net revaluation under the equity method		0	0	71,531	50,024
Reserve for development costs		23,087	15,576	0	0
Other statutory reserves		-558	0	-558	0
Retained earnings		66,988	72,743	18,544	38,295
Proposed dividend for the year		20,000	4,000	20,000	4,000
Equity		109,642	92,444	109,642	92,444
Provision for deferred tax	12	3,308	3,523	0	0
Other provisions	13	23,654	16,178	0	0
Provisions		26,962	19,701	0	0
Mortgage loans		22,198	23,761	0	0
Credit institutions		4,217	5,199	0	0
Trade payables		622	773	0	0
Deposits		400	0	0	0
Other payables		7,666	6,305	0	0
Long-term debt	14	35,103	36,038	0	0
Mortgage loans	14	1,564	1,564	0	0
Credit institutions	14	206,852	211,983	0	0
Lease obligations		0	90	0	0
Trade payables	14	21,598	29,479	0	0
Payables to group enterprises		0	0	1,811	20
Corporation tax		187	1	660	0
Other payables	14	39,919	24,486	54	83
Short-term debt		270,120	267,603	2,525	103
Debt		305,223	303,641	2,525	103
Liabilities and equity		441,827	415,786	112,167	92,547

Balance Sheet 31 December

Liabilities and equity

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Statement of Changes in Equity

Group

	Share capital	Reserve for net revaluation under the equity method	Reserve for development costs	Other statutory reserves	Retained earnings	Proposed dividend for the year	Total
	DKK '000	DKK '000	DKK '000	DKK '000	DKK '000	DKK '000	DKK '000
Equity at 1 January	125	0	15,576	0	72,743	4,000	92,444
Exchange adjustments	0	0	0	-558	0	0	-558
Ordinary dividend paid	0	0	0	0	0	-4,000	-4,000
Development costs for the year	0	0	8,363	0	-8,363	0	0
Depreciation, amortisation and impairment for the year	0	0	-852	0	852	0	0
Net profit/loss for the year	0	0	0	0	1,756	20,000	21,756
Equity at 31 December	125	0	23,087	-558	66,988	20,000	109,642

Parent Company

Equity at 1 January	125	50,024	0	0	38,295	4,000	92,444
Exchange adjustments	0	0	0	-558	0	0	-558
Ordinary dividend paid	0	0	0	0	0	-4,000	-4,000
Net profit/loss for the year	0	21,507	0	0	-19,751	20,000	21,756
Equity at 31 December	125	71,531	0	-558	18,544	20,000	109,642

Cash Flow Statement 1 January - 31 December

	Note	Group	
		2020 DKK '000	2019 DKK '000
Net profit/loss for the year		21,756	18,098
Adjustments	15	25,340	24,530
Change in working capital	16	-15,349	-11,077
Cash flows from operating activities before financial income and expenses		31,747	31,551
Financial income		1,232	128
Financial expenses		-5,837	-3,578
Cash flows from ordinary activities		27,142	28,101
Corporation tax paid		-3,722	-3,010
Cash flows from operating activities		23,420	25,091
Purchase of intangible assets		-18,517	-19,101
Purchase of property, plant and equipment		-3,745	-15,926
Fixed asset investments made etc		-19	18
Sale of intangible assets		819	490
Sale of property, plant and equipment		627	2,004
Cash flows from investing activities		-20,835	-32,515
Repayment of mortgage loans		-1,564	-1,834
Repayment of loans from credit institutions		-981	-1,085
Reduction of lease obligations		-90	-842
Repayment of payables to group enterprises		-1	2
Repayment of other long-term debt		400	0
Dividend paid		-4,000	-12,000
Cash flows from financing activities		-6,236	-15,759
Change in cash and cash equivalents		-3,651	-23,183
Cash and cash equivalents at 1 January		-192,815	-169,584
Exchange adjustment of current asset investments		-558	-48
Cash and cash equivalents at 31 December		-197,024	-192,815

Cash Flow Statement 1. januar - 31. december

	<u>Note</u>	<u>2020</u>	<u>2019</u>
		DKK '000	DKK '000
Cash and cash equivalents are specified as follows:			
Cash at bank and in hand		9,828	19,168
Overdraft facility		<u>-206,852</u>	<u>-211,983</u>
Cash and cash equivalents at 31 December		<u>-197,024</u>	<u>-192,815</u>

Notes to the Financial Statements

	Group		Parent Company	
	2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
1 Revenue				
Geographical segments				
EU	880,166	793,446	0	0
Other world	63,474	77,587	0	0
	943,640	871,033	0	0
Revenue by activity				
Human	943,640	871,030	0	0
	943,640	871,033	0	0
2 Staff expenses				
Wages and salaries	77,436	65,880	540	543
Pensions	4,828	3,731	0	0
Other social security expenses	4,307	4,004	0	0
Other staff expenses	1,765	2,042	0	0
	88,336	75,657	540	543
Including remuneration to the Executive Board of:				
Executive Board	2,633	2,123	540	543
	2,633	2,123	540	543
Average number of employees	337	288	0	0

Notes to the Financial Statements

	Group		Parent Company	
	2020	2019	2020	2019
	DKK '000	DKK '000	DKK '000	DKK '000
3 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment				
Amortisation of intangible assets	10,684	13,371	0	0
Depreciation of property, plant and equipment	3,380	2,780	0	0
Gain and loss on disposal	641	-55	0	0
	14,705	16,096	0	0

4 Tax on profit/loss for the year

Current tax for the year	5,547	5,385	-76	-37
Deferred tax for the year	-88	-316	0	0
Adjustment of tax concerning previous years	15	-180	15	-13
	5,474	4,889	-61	-50

5 Intangible assets

Group

	Completed development projects	Acquired licenses	Development projects in progress
	DKK '000	DKK '000	DKK '000
Cost at 1 January	12,226	54,102	15,592
Exchange adjustment	0	-12	0
Additions for the year	1,920	7,130	11,101
Disposals for the year	-6,324	-4,961	0
Transfers for the year	5,431	0	-5,431
Cost at 31 December	13,253	56,259	21,262

Notes to the Financial Statements

5 Intangible assets (continued)

Group	Completed development projects <u>DKK '000</u>	Acquired licenses <u>DKK '000</u>	Development projects in progress <u>DKK '000</u>
Impairment losses and amortisation at 1 January	7,617	40,237	0
Amortisation for the year	2,067	8,615	0
Reversal of amortisation of disposals for the year	-4,383	-4,429	0
Impairment losses and amortisation at 31 December	<u>5,301</u>	<u>44,423</u>	<u>0</u>
Carrying amount at 31 December	<u>7,952</u>	<u>11,836</u>	<u>21,262</u>
Amortised over	<u>5 years</u>	<u>3-5 years</u>	

Development projects in progress

Development projects in progress comprise development and registration of generic pharmaceutical products. The costs include both external costs to business partners and internal working hours. Costs are registered in an internal project tool. The individual pharmaceutical product will be finished in the years 2021-2024. Afterwards, sales will start up. Overall, the products are expected to contribute with significant competitive advantages and therefor a increase in activity level and result from 2021.

The management has completed impairment test of the current book value of the assets. The recoverable amount, value in-use, for the remaining assets, exceeds the book value. Value in-use is calculated from expected cashflows based on management approved budgets through 2021-2024.

Completed development projects

Completed development projects include development and registration of pharmaceutical products for humans. Each product has a 5 year depreciation period starting from when the products is launched in the market. The management has not established any indications for impairment of the current book value of the assets.

Notes to the Financial Statements

6 Property, plant and equipment

Group

	Land and buildings	Other fixtures and fittings, tools and equipment	Leasehold improvements	Property, plant and equipment in progress	Prepayments for property, plant and equipment
	DKK '000	DKK '000	DKK '000	DKK '000	DKK '000
Cost at 1 January	53,072	13,185	3,391	95	3,628
Exchange adjustment	-832	-658	0	11	-52
Additions for the year	839	3,200	856	0	-695
Disposals for the year	0	-856	0	0	0
Cost at 31 December	<u>53,079</u>	<u>14,871</u>	<u>4,247</u>	<u>106</u>	<u>2,881</u>
Impairment losses and depreciation at 1 January	5,388	6,752	2,660	0	0
Exchange adjustment	-102	-357	0	0	0
Depreciation for the year	916	2,095	317	0	0
Impairment and depreciation of sold assets for the year	0	-178	0	0	0
Impairment losses and depreciation at 31 December	<u>6,202</u>	<u>8,312</u>	<u>2,977</u>	<u>0</u>	<u>0</u>
Carrying amount at 31 December	<u>46,877</u>	<u>6,559</u>	<u>1,270</u>	<u>106</u>	<u>2,881</u>
Depreciated over	<u>25 years</u>	<u>3-5 years</u>	<u>3-10 years</u>		

Notes to the Financial Statements

	Parent Company	
	2020	2019
	DKK '000	DKK '000
7 Investments in subsidiaries		
Cost at 1 January	23,028	22,853
Additions for the year	0	175
Disposals for the year	-50	0
Cost at 31 December	<u>22,978</u>	<u>23,028</u>
Value adjustments at 1 January	50,025	34,049
Disposals for the year	18	0
Exchange adjustment	-558	48
Net profit/loss for the year	22,046	18,217
Dividend to the Parent Company	0	-2,289
Value adjustments at 31 December	<u>71,531</u>	<u>50,025</u>
Carrying amount at 31 December	<u>94,509</u>	<u>73,053</u>

Investments in subsidiaries are specified as follows:

Name	Place of registered office	Share capital	Votes and ownership
2care4 ApS	Esbjerg	DKK 125	100%
2care4 Generics ApS	Esbjerg	DKK 125	100%
Ejendomsselskabet 2care4 ApS	Esbjerg	DKK 125	100%
2care4 AB	Nacka Strand, Sweden	SEK 50	100%
2care4 GmbH	Heppenheim, Germany	EUR 25	100%
2care4 Graphics sp.z.o.o	Pabianice, Poland	PLN 100	100%
2care4 Poland. sp.z o.o.	Pabianice, Poland	PLN 4.600	100%
2care4 BV	Groningen, The Netherlands	EUR 5	100%

Notes to the Financial Statements

8 Other fixed asset investments

	Group
	Other receiv- ables
	DKK '000
Cost at 1 January	28
Exchange adjustment	18
Cost at 31 December	46
Carrying amount at 31 December	46

	Group		Parent Company	
	2020	2019	2020	2019
	DKK '000	DKK '000	DKK '000	DKK '000
9 Inventories				
Raw materials and consumables	90,161	86,328	0	0
Work in progress	4,660	7,249	0	0
Finished goods and goods for resale	102,054	66,501	0	0
Prepayments for goods	17,444	41,087	0	0
	214,319	201,165	0	0

10 Equity

The share capital consists of 125,000 shares of a nominal value of DKK '000 1. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

11 Distribution of profit

Proposed dividend for the year	20,000	4,000	20,000	4,000
Reserve for net revaluation under the equity method	0	0	21,507	15,975
Retained earnings	1,756	14,098	-19,751	-1,877
	21,756	18,098	21,756	18,098

Notes to the Financial Statements

	Group		Parent Company	
	2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
12 Provision for deferred tax				
Provision for deferred tax at 1 January	3,523	3,879	0	0
Amounts recognised in the income statement for the year	-215	-356	0	0
Provision for deferred tax at 31 December	3,308	3,523	0	0

13 Other provisions

The recognized provision amounts to kDKK 23,654 (2019: kDKK 16,178) to cover the estimated reimbursement of price reductions to customers and to cover items at customers and profit on goods that probably will be returned according to cooperation agreements. The provision is recognized based on previous experience regarding the extend of these liabilities.

Reimbursement of price reductions	23,654	16,178	0	0
	23,654	16,178	0	0

14 Long-term debt

Payments due within 1 year are recognised in short-term debt. Other debt is recognised in long-term debt.

The debt falls due for payment as specified below:

	Group		Parent Company	
	2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
Mortgage loans				
After 5 years	15,944	17,506	0	0
Between 1 and 5 years	6,254	6,255	0	0
Long-term part	22,198	23,761	0	0
Within 1 year	1,564	1,564	0	0
	23,762	25,325	0	0

Notes to the Financial Statements

14 Long-term debt (continued)

	Group		Parent Company	
	2020 DKK '000	2019 DKK '000	2020 DKK '000	2019 DKK '000
Credit institutions				
After 5 years	0	878	0	0
Between 1 and 5 years	4,217	4,321	0	0
Long-term part	<u>4,217</u>	<u>5,199</u>	<u>0</u>	<u>0</u>
Within 1 year	1,080	1,080	0	0
Other short-term debt to credit institutions	205,772	210,903	0	0
Short-term part	<u>206,852</u>	<u>211,983</u>	<u>0</u>	<u>0</u>
	211,069	217,182	0	0
Trade payables				
Between 1 and 5 years	622	773	0	0
Long-term part	622	773	0	0
Other short-term trade payables	21,598	29,479	0	0
	<u>22,220</u>	<u>30,252</u>	<u>0</u>	<u>0</u>
Deposits				
Between 1 and 5 years	400	0	0	0
Long-term part	400	0	0	0
Within 1 year	0	0	0	0
	<u>400</u>	<u>0</u>	<u>0</u>	<u>0</u>
Other payables				
Between 1 and 5 years	7,666	6,305	0	0
Long-term part	7,666	6,305	0	0
Other short-term payables	39,919	24,486	54	83
	<u>47,585</u>	<u>30,791</u>	<u>54</u>	<u>83</u>

Notes to the Financial Statements

15 Cash flow statement - adjustments

	Group	
	2020	2019
	DKK '000	DKK '000
Financial income	-674	-79
Financial expenses	5,836	3,626
Depreciation, amortisation and impairment losses, including losses and gains on sales	14,704	16,094
Tax on profit/loss for the year	5,474	4,889
	25,340	24,530

16 Cash flow statement - change in working capital

	Group	
	2020	2019
	DKK '000	DKK '000
Change in inventories	-13,157	-7,851
Change in receivables	-18,426	745
Change in other provisions	7,476	10,028
Change in trade payables, etc	8,758	-13,999
	-15,349	-11,077

Notes to the Financial Statements

17 Contingent assets, liabilities and other financial obligations	Group		Parent Company	
	2020	2019	2020	2019
	DKK '000	DKK '000	DKK '000	DKK '000

Charges and security

The following assets have been placed as security with mortgage credit institutes:

Mortgage debt is secured by way of mortgage on properties.

Bank loans are secured by way of a deposited mortgage deed registered to the mortgagor on plant of kDKK 1,500 nominal. The carrying amount of mortgaged properties is kDKK 23,761.

The following assets have been placed as security with bankers:

As collateral for bank loans kDKK 211.069, the group has issued a floating company charge at nominal value kDKK 98,000 including the following assets, which on the 31st of December 2020 amounts to kDKK:

Trade receiveables	113,541	92,640	0	0
Inventories	210,200	197,752	0	0
Fixture and fittings, tools and equipment (excl. finance leasing)	2,633	2,300	0	0
Intangible assets	40,790	33,715	0	0

Other contingent liabilities

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 by the Group amounts to kDKK 660. Moreover, the group companies are jointly and severally liable for Danish withholding taxes by way of dividend tax, tax on royalty payments and tax on unearned income. Any subsequent adjustments of corporation taxes and withholding taxes may increase the Company's liability.

Notes to the Financial Statements

17 Contingent assets, liabilities and other financial obligations (continued)

The parent company has provided the share capital in 2care4 ApS, Ejendomsselskabet 2care4 ApS and 2care4 Generics ApS as collateral for balances with bank institutions of the parent company as well as payment guarantee. The guarantee comprises net bank debt at the end of 31st of December 2020 and amounts to kDKK 205,596.

The parent company has guaranteed balances with bank institutions for subsidiaries. The guarantee comprises net bank debt at the end of 31st of December 2020 and amounts to kDKK 205,596.

Lawsuits

The company is involved in a civil case concerning parallel imports of medicines marketed under other names. The dispute concerns infringement of trademark rights as a result of repackaging of medicines and is a common challenge in the industry. Therefore, the case is being processed together with a number of other similar cases in the European Court of Justice.

It is estimated that the case is in 2care4's favor, but if the company loses the case, it will trigger a claim. On the present basis, it is not possible to comment on the amount of such a claim.

18 Related parties

	Basis
Controlling interest	
TV Holding ApS	Esbjerg
Højfeldt Holding ApS	Esbjerg
Other related parties	
2care4 ApS	Esbjerg
Ejendomsselskabet 2care4 ApS	Esbjerg
2care4 AB	Nacka Strand, Sweden
2care4 Generics ApS	Esbjerg
2care4 GmbH	Heppenheim, Germany
2care4 Graphics sp.z.o.o.	Pabianice, Poland
2care4 Poland sp.z.o.o.	Pabianice, Poland
2care4 BV	Groningen, The Netherlands

Notes to the Financial Statements

18 Related parties (continued)

Transactions

The Company has chosen only to disclose transactions which have not been made on an arm's length basis in accordance with section 98(c)(7) of the Danish Financial Statements Act.

	Group		Parent Company	
	2020	2019	2020	2019
	DKK '000	DKK '000	DKK '000	DKK '000
19 Fee to auditors appointed at the general meeting				
PricewaterhouseCoopers				
Audit fee	175	170	15	15
Other assurance engagements	0	0	0	0
Tax advisory services	72	100	0	0
Other services	107	489	20	20
	354	759	35	35

20 Other receivables

The company has entered currency forward contracts to hedge future cashflow in Swedish and Norwegian kroner, totalling kNOK 24,500 and kSEK 57,300 for January 2021. Compared to the forward exchange rates the contracts hold a negative value of kDKK 896. The hedging does not meet the accounting criterias for hedging and the profit is therefore booked in the income statement under financial income.

Notes to the Financial Statements

21 Accounting Policies

The Annual Report of 2care4 Group ApS for 2020 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to large enterprises of reporting class C .

The accounting policies applied remain unchanged from last year.

The Consolidated and Parent Company Financial Statements for 2020 are presented in kDKK.

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.

Basis of consolidation

The Consolidated Financial Statements comprise the Parent Company, 2care4 Group ApS, and subsidiaries in which the Parent Company directly or indirectly holds more than 50% of the votes or in which the Parent Company, through share ownership or otherwise, exercises control. Enterprises in which the Group holds between 20% and 50% of the votes and exercises significant influence but not control are classified as associates.

On consolidation, items of a uniform nature are combined. Elimination is made of intercompany income and expenses, shareholdings, dividends and accounts as well as of realised and unrealised profits and losses on transactions between the consolidated enterprises.

The Parent Company's investments in the consolidated subsidiaries are set off against the Parent Compa-

Notes to the Financial Statements

21 Accounting Policies (continued)

ny's share of the net asset value of subsidiaries stated at the time of consolidation.

Business combinations

Leases

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership (finance leases) are recognised in the balance sheet at the lower of the fair value of the leased asset and the net present value of the lease payments computed by applying the interest rate implicit in the lease or an alternative borrowing rate as the discount rate. Assets acquired under finance leases are depreciated and written down for impairment under the same policy as determined for the other fixed assets of the Group.

The remaining lease obligation is capitalised and recognised in the balance sheet under debt, and the interest element on the lease payments is charged over the lease term to the income statement.

All other 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

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses 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.

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 transaction date rates are recognised in financial income and expenses in the income statement; however, see the section on hedge accounting.

Income statements of foreign subsidiaries and associates that are separate legal entities are translated at transaction date rates or approximated average exchange rates. Balance sheet items are translated at the exchange rates at the balance sheet date. Exchange adjustments arising on the translation of the opening equity and exchange adjustments arising from the translation of the income statements at the exchange rates at the balance sheet date are recognised directly in equity.

Income statements of enterprises that are integrated entities are translated at transaction date rates or approximated average exchange rates; however, items derived from non-monetary balance sheet items are translated at the transaction date rates of the underlying assets or liabilities. Monetary balance sheet items are translated at the exchange rates at the balance sheet date, whereas non-monetary items are translated at transaction date rates. Exchange adjustments arising on the translation are recognised in financial income and expenses in the income statement.

Notes to the Financial Statements

21 Accounting Policies (continued)

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and are subsequently remeasured at their fair values. Positive and negative fair values of derivative financial instruments are classified as "Other receivables" and "Other payables", respectively.

Changes in the fair values of derivative financial instruments are recognised in the income statement unless the derivative financial instrument is designated and qualify as hedge accounting.

Changes in the fair value of derivative financial instruments classified as and complying with the requirements for hedging future transactions are recognised directly in equity. When the hedged transactions are realised, the accumulated changes are recognised as part of the cost of the relevant financial statement items.

For derivative financial instruments that do not comply with the requirements for being treated as hedging instruments, changes in the fair value are recognised currently in the income statement as financial income or financial expenses.

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 Group.

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

Changes in inventories of finished goods and work in progress comprise decreases or increases for the financial year in inventories of finished goods and work in progress. This item includes ordinary writedowns of such inventories.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Other external expenses

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

Notes to the Financial Statements

21 Accounting Policies (continued)

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Amortisation, depreciation and impairment losses

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

Income from investments in subsidiaries

The item "Income from investments in subsidiaries" in the income statement includes the proportionate share of the profit for the year.

Financial income and expenses

Financial income and expenses comprise interest, financial expenses in respect of finance leases, realised and unrealised exchange adjustments, price adjustment of securities, amortisation of mortgage loans as well as extra payments and repayment under the onaccount taxation scheme.

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.

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.

Notes to the Financial Statements

21 Accounting Policies (continued)

Balance Sheet

Intangible assets

Intellectual property rights etc comprise development projects completed and in progress with related intellectual property rights, patents and licenses.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred is taken to equity under Reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. For development projects protected by intellectual property rights, the maximum amortisation period is the remaining duration of the relevant rights. The amortisation periods used are 5 years.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Interest expenses on loans raised directly for financing the construction of property, plant and equipment are recognised in cost over the period of construction.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other buildings	25 years
Other fixtures and fittings, tools and equipment	3-5 years
Leasehold improvements	3-10 years

Notes to the Financial Statements

21 Accounting Policies (continued)

The fixed assets' residual values are determined at nil.

Depreciation period and residual value are reassessed annually.

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 with deduction or addition of unrealised intercompany profits or losses.

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 DKK 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.

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

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance premiums, subscriptions and interest.

Notes to the Financial Statements

21 Accounting Policies (continued)

Equity

Dividend

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

Provisions

Provisions are recognised when - in consequence of an event occurred before or on the balance sheet date - the Group has a legal or constructive obligation and it is probable that economic benefits must be given up to settle the obligation.

Other provisions include warranty obligations in respect of repair work within the warranty period of . Provisions are measured and recognised based on experience with guarantee work.

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

Loans, such as mortgage loans and loans from credit institutions, are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Notes to the Financial Statements

21 Accounting Policies (continued)

Mortgage loans are measured at amortised cost, which for cash loans corresponds to the remaining loan. Amortised cost of debenture loans corresponds to the remaining loan calculated as the underlying cash value of the loan at the date of raising the loan adjusted for depreciation of the price adjustment of the loan made over the term of the loan at the date of raising the loan.

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

Deferred income

Deferred income comprises payments received in respect of income in subsequent years.

Cash Flow Statement

The cash flow statement shows the Group's cash flows for the year broken down by operating, investing and financing activities, changes for the year in cash and cash equivalents as well as the Group's cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities

Cash flows from operating activities are calculated as the net profit/loss for the year adjusted for changes in working capital and non-cash operating items such as depreciation, amortisation and impairment losses, and provisions. Working capital comprises current assets less short-term debt excluding items included in cash and cash equivalents.

Cash flows from investing activities

Cash flows from investing activities comprise cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as fixed asset investments.

Cash flows from financing activities

Cash flows from financing activities comprise cash flows from the raising and repayment of long-term debt as well as payments to and from shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise "Cash at bank and in hand" and "Overdraft facilities".

The cash flow statement cannot be immediately derived from the published financial records.

Notes to the Financial Statements

21 Accounting Policies (continued)

Financial Highlights

Explanation of financial ratios

Gross margin	$\frac{\text{Gross profit} \times 100}{\text{Revenue}}$
Profit margin	$\frac{\text{Profit before financials} \times 100}{\text{Revenue}}$
Return on assets	$\frac{\text{Profit before financials} \times 100}{\text{Total assets}}$
Solvency ratio	$\frac{\text{Equity at year end} \times 100}{\text{Total assets at year end}}$
Return on equity	$\frac{\text{Net profit for the year} \times 100}{\text{Average equity}}$